



**MINNESOTA
DEPARTMENT OF
COMMERCE**



85 7th Place East, Suite 500
St. Paul, Minnesota 55101-2198
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651.296.4026 FAX 651.297.1959
An equal opportunity employer

May 1, 2012

KEVIN AYERS
CURVES INTERNATIONAL INC
100 RITCHIE ROAD
WOODWAY, TX 76712

Re: F-3616
CURVES INTERNATIONAL INC
CURVES FOR WOMEN FRANCHISE AGREEMENT

Dear Mr. Ayers:

The Annual Report has been reviewed and is in compliance with Minnesota Statute Chapter 86C and Minnesota Rules Chapter 2860.

This means that there continues to be an effective registration statement on file and that the franchisor may offer and sell the above-referenced franchise in Minnesota.

The franchisor is not required to escrow franchise fees, post a Franchise Surety Bond or defer receipt of franchise fees during this registration period.

As a reminder, the next annual report is due within 120 days after the franchisor's fiscal year end, which is December 31, 2012.

Sincerely,

MIKE ROTHMAN
Commissioner

By:

Daniel Sexton
Commerce Analyst Supervisor
Registration Division
(651) 296-4520

MR:DES:diw

F-3616

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 296-4520

IN THE MATTER OF THE REGISTRATION OF:
CURVES FOR WOMEN FRANCHISE AGREEMENT
By CURVES INTERNATIONAL INC

ORDER AMENDING
REGISTRATION

WHEREAS, an application to amend the registration and amendment fee have been filed,

IT IS HEREBY ORDERED that the registration dated January 16, 1998, is amended as of the date set forth below.



MIKE ROTHMAN
Commissioner
Department of Commerce
85 7th Place East, Suite 500
St Paul, MN 55101

Date: May 1, 2012

Form A - Uniform Franchise Registration Application
UNIFORM FRANCHISE REGISTRATION APPLICATION

 24
 State of Minnesota
 Dept. of Commerce
 APR 26 2012
 Rec'd \$ 300

 File No. F - 3616
 (Insert file number of immediately preceding filing of Applicant)

 State: Minnesota Fee: \$200
APPLICATION FOR (Check only one):

- INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES
 RENEWAL APPLICATION OR ANNUAL REPORT
 PRE-EFFECTIVE AMENDMENT
 POST-EFFECTIVE MATERIAL AMENDMENT

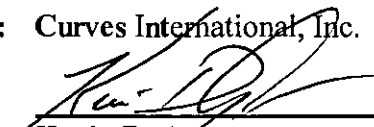
- Full legal name of Franchisor: **Curves International, Inc.**
- Name of the franchise offering: **Curves® or Curves for Women®**
- Franchisor's principal business address: **100 Ritchie Rd., Woodway, TX 76712**
- Name and address of Franchisor's agent in this State authorized to receive service of process: **Commissioner of Commerce, 85 7th Place East, Suite 500, St. Paul, MN 55101**
- The states in which this application is or will be shortly on file: **California, Hawaii, Illinois, Indiana, Maryland, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington and Wisconsin.**
- Name, address, telephone and facsimile numbers and e-mail address of person to whom communications regarding this application should be directed: **Kevin D. Ayers, 100 Ritchie Rd., Woodway, TX 76712; Telephone: (800) 848-1096; Facsimile: (254) 751-3033; Email: kayers@curves.com**

Certification

I certify and swear under penalty of law that I have read and know the contents of this application, including the Franchise Disclosure Document with an issuance date of March 26, 2012, attached as an exhibit, and that all material facts stated in all those documents are accurate and those documents do not contain any material omissions. I further certify that I am duly authorized to make this certification on behalf of the Franchisor and that I do so upon my personal knowledge.

Signed at Woodway, Texas, April 25, 2012.

 Franchisor: **Curves International, Inc.**

 By: 
 Name: **Kevin D. Ayers**
 Title: **Sr. Vice President**

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