

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 539-1596

IN THE MATTER OF THE REGISTRATION OF:
EARTGRAINS DISTRIBUTION LLC F/A
By EARTHGRAINS DISTRIBUTION, LLC

ORDER OF
REGISTRATION

WHEREAS, an application has been filed pursuant to Minn.
Stat. §80C.04; and

WHEREAS, the applicant has complied with the requirements
of registration,

NOW, THEREFORE, IT IS ORDERED, that the registration be
declared effective as of the date set forth below.



STEVE KELLEY
Commissioner
Department of Commerce
85 7th Place East, Suite 280
St Paul, MN 55101

Date: September 18, 2019
dlw



FRANCHISOR: EARTHGRAINS DISTRIBUTION, LLC
REGISTRATION NO. F-9059
FISCAL YEAR END: 12/31/2019
FIRST ANNUAL REPORT DUE: 04/30/2020

Special Conditions for the Registration Period

None Fee Deferral Escrow Surety Bond Guarantee of Performance Other: _____

Registration Renewal/Annual Report

The Order of Registration is enclosed for the above-referenced franchisor. Pursuant to MN Statute 80C.08, the first Annual Report is due within 120 days of the franchisor's fiscal year end accompanied with a \$200 filing fee. An annual report must comply with the Minnesota Franchise Act and the 2008 NASAA Franchise Registration and Disclosure Guidelines.

An Annual Report (renewal) consists of the following:

- a. Uniform Franchise Registration Application (includes Certification Statement that must be notarized)
- b. Franchisor's Costs and Sources of Funds
- c. Uniform Consent to Service of Process (notarized, naming Minnesota Commissioner of Commerce)
- d. Franchise Seller Disclosure Form(s)
- e. Consent of Accountant
- f. Franchise Disclosure Document (highlighted to show changes, deletions and additions from the last filing)
- g. Franchise agreements (highlighted to show changes)
- h. Audited financial statements
- i. Advertising or promotional materials

If the annual report filing also contains "material changes" as defined in MN Rule 2860.2400 the filing fee of \$200.00 must be increased to include a \$100.00 amendment fee, for a total of \$300.00.

Material Changes/Amendments

Pursuant to MN Statute 80C.07, a franchise registration must be amended within 30 days after the occurrence of any material change. An amendment application must include only the Uniform Franchise Registration Application Form, the marked pages showing the changes and the \$100.00 amendment fee.

The franchisor must submit an initial application with a \$400.00 fee if any of the following apply:

1. The franchisor has restructured into a new entity.
2. Changes have been made to the disclosure document and agreements amounting to more than 50% of the documents.
3. The franchise registration has been cancelled due to failure of filing a renewal.

Advertisements

Pursuant to MN Statute 80C.09, advertisements (one copy) must be filed with the Commissioner at least five (5) business days prior to the first publication and follow the standards outline in MN Rule 2860.4100.

Additional Information

Franchise Seller Disclosure Forms may be submitted at any time during the registration period. No fee is required.

The Minnesota Franchise Act, Minnesota Franchise Rules and the 2008 NASAA Franchise Registration and Disclosure Guidelines are available at <http://www.mn.gov/commerce>.

Questions may be addressed to:

Geoff Spray
Commerce Analyst II
(651) 539-1659
Geoffrey.Spray@state.mn.us

Spray, Geoffrey (COMM)

From: Spray, Geoffrey (COMM)
Sent: Wednesday, August 14, 2019 12:30 PM
To: 'Park, Gene K.'
Subject: FW: Regarding Earthgrains Distribution, LLC (MN NEW # F-9059)

Dear Mr. Park,

The franchise application for the above-referenced franchisor has been examined. Please correct or otherwise address the following deficiencies:

1. Please provide a marked copy of the FDD for review.

Please email us the revised document(s). If additional changes have been requested from other states please include only the pages showing those corrections also. Please note: The Commissioner may withdraw an application in which no activity has occurred for 120 days (Minnesota Statute § 80C.05, Subd. 4). If an Order of Withdrawal is issued, the franchisor must reapply with a new application.

If you have any questions, please feel free to contact me directly.

Sincerely,

Geoff Spray

Commerce Analyst II – Securities

651-539-1596

mn.gov/commerce

Minnesota Department of Commerce

85 7th Place East, Suite 280 | Saint Paul, MN 55101



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