



**MINNESOTA**  
DEPARTMENT OF  
**COMMERCE**



85 7th Place East, Suite 500  
St. Paul, Minnesota 55101-3165  
www.commerce.state.mn.us  
651.296.4026 FAX 651.297.1959  
An equal opportunity employer

September 17, 2009

ALEXANDER G TUNESKI  
KILPATRICK STOCKTON LLP  
607 14TH STREET NW SUITE 900  
WASHINGTON, DC 20005-2018

Re: F-5800  
G-STAR RETAIL ING  
G-STAR RAW DENIM F/A

Dear Mr. Tuneski:

The Annual Report has been reviewed and is in compliance with Minnesota Statute Chapter 80C 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 April 30, 2010.

Sincerely,

GLENN WILSON  
Commissioner

By:

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

GW:DES:dlw

F-5800

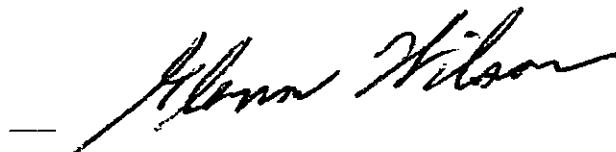
STATE OF MINNESOTA  
DEPARTMENT OF COMMERCE  
REGISTRATION DIVISION  
(651) 296-6328

IN THE MATTER OF THE REGISTRATION OF:  
G-STAR RAW DENIM F/A  
By G-STAR RETAIL 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 December 20, 2007, is amended as of the date set forth below.



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

Date: September 17, 2009

## UNIFORM FRANCHISE REGISTRATION APPLICATION PAGE

 File No.: F-5800  
 (Insert file number of immediately preceding filing of Applicant)

 State: Minnesota Fee: \$200.00

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

1. Full legal name of Franchisor:

G-Star Retail Inc.

2. Name of the franchise offering:

G-STAR and G-STAR RAW

3. Franchisor's principal business address.

599 Broadway, 11th Floor, New York, New York 10012

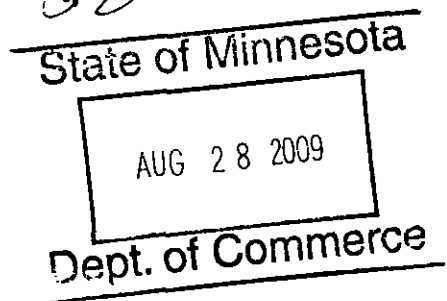
4. Name and address of Franchisor's agent in this State authorized to receive service of process.

Minnesota Commissioner of Commerce, Minnesota Department of Commerce, 85 7th Place East, Suite 500, St. Paul, Minnesota 55101-2198

5. The states in which this application is or will be shortly on file:

California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington, and Wisconsin

6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed.

 Alexander G. Tuneski  
 Kilpatrick Stockton LLP  
 Suite 900  
 607 14th Street, NW  
 Washington, DC 20005-2018  
 T: 202-508-5814  
 F: 202-585-0050  
 Email: atuneski@kilpatrickstockton.com


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