

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 296-2211

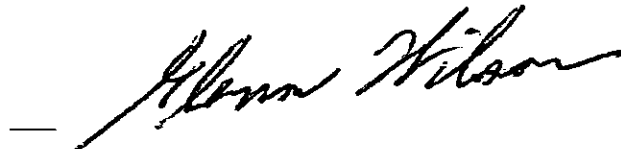
IN THE MATTER OF THE REGISTRATION OF:
SYSTEM7FRANCHISING F/A
By SYSTEM7FRANCHISING LLC

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.



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

Date: May 18, 2010
dlw

DEC 09 2009

Rec'd \$ 400

UNIFORM FRANCHISE REGISTRATION APPLICATION

File No. F-10317
(Insert file number of immediately preceding filing of Applicant)State: MinnesotaFee: \$400.00

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

FYE 12/31/10

Eff 9/18/10

1. Full legal name of Franchisor: System7Franchising, LLC
2. Name of the franchise offering: System7Franchising
3. Franchisor's principal business address: SouthPark Towers, Suite 760
6100 Fairview Road
Charlotte, NC 28210
4. Name and address of Franchisor's agent in this State authorized to receive service of process:
Capitol Corporate Services, Inc.
402 21st Street S
Moorhead, MN 56560

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5. The states in which this application is or will be shortly on file:
California, Hawaii, Illinois, Indiana, Maryland, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington, Wisconsin
6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed:

O. Kendall Moore
VP, General Counsel & Secretary
System7Franchising, LLC
4780 I-55 North, Suite 300
Jackson, MS 39211
(601) 713-4333
(601) 713-4384 Fax
kendall.moore@usave.com

May 4, 2010

O. Kendall Moore
VP. General Counsel & Secretary
System7Franchising, LLC
4780 1-55 North, suite 300
Jackson, MS 39211

Re: F-6317, System7Franchising

Dear Ms/Mr Moore

I have received your answer to our deficiency letter dated January 11, 2010.

The following will be a requirement for System7Franchising to become registered in the State of Minnesota.

Due to the deficit ratio of current assets to current liabilities in the franchisor's most recent audited financial statement, the franchisor will be required to comply with one of the following as a condition of registration:

- a) Impound initial franchise fees in a bank located in Minnesota until the franchised business opens. Submit 3 original signature Minnesota Impoundment Agreements; 2 will be returned to the applicant for the Impound Agent and the Franchisor.
- b) Post a Minnesota Surety Bond; amount is the initial franchise fee times the number of franchises projected to be opened in Minnesota (Item 20 in Franchise Disclosure Document). A minimum of one is required.
- ✓ c) Defer payment of initial franchise fees until business opens; amend Franchise Disclosure Document (Items 5 and 7) and agreement(s) accordingly.

Forms can be downloaded at www.commerce.state.mn.us.

Please disclose Option a. in Item 5 and option b. in Item 21 of the Franchise Disclosure Document.

When the franchisor submits its next audited financial statement, a request may be made of the Department to lift this requirement.

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