



85 7th Place East, Suite 500
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An equal opportunity employer

May 31, 2012

CHRISTOPHER J WALLACE
NIXON PEABODY LLP
401 9TH STREET NW SUITE 900
WASHINGTON, DC 20004

Re: F-894
GYMBOREE PLAY PROGRAM INC
GYMBOREE PLAY PROGRAMS INC

Dear Mr. Wallace:

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 January 31, 2013.

Sincerely,

MIKE ROTHMAN
Commissioner

By:

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

MR:DES:dlw

F-894

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

IN THE MATTER OF THE REGISTRATION OF:
GYMBOREE PLAY PROGRAMS INC
By GYMBOREE PLAY PROGRAM 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 February 15, 1985, 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 31, 2012

UNIFORM FRANCHISE REGISTRATION APPLICATION

State of Minnesota
Dept. of Commerce

MAY 16 2012
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File No. F-894
(Insert file number of immediately preceding filing of Applicant)

State: Minnesota

Fee: \$300.00

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: **Gymboree Play Programs, Inc.**
2. Name of the franchise offering: **Gymboree Play Programs, Inc. and Gymboree**
3. Franchisor's principal business address:
500 Howard Street, San Francisco, California 94105
4. Name and address of Franchisor's agent in this State authorized to receive service of process: **Commissioner of Commerce, Minnesota Department of Commerce, Franchise Section, 85 7th Place East, St. Paul, Minnesota 55101-2198**
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, and Wisconsin**
6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed:

Christopher J. Wallace
Nixon Peabody LLP
401 9th Street, NW, Suite 900
Washington, D.C. 20004
(202) 585-8166
(f) (866) 947-2602
cwallace@nixonpeabody.com

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