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651.539.1500 FAX 651.539.1547
AN EQUAL OPPORTUNITY EMPLOYER

March 9, 2016

MARK KIRSCH
GRAY PLANT MOOTY
600 NEW HAMPSHIRE AVENUE NW SUITE 700
WASHINGTON, DC 20037

Re: F-2705
NMTC INC
MATCO DISTRIBUTORSHIP AGREEMENT

Dear MARK KIRCH:

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 December 31, 2016.

Sincerely,

MIKE ROTHMAN
Commissioner

By:

Daniel Sexton
Commerce Analyst
Registration Division
(651) 539-1629

MR:DES:des

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 539-1629

IN THE MATTER OF THE REGISTRATION OF:
MATCO DISTRIBUTORSHIP AGREEMENT

By NMTC 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 March 25, 1993, 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: March 9, 2016

UNIFORM FRANCHISE REGISTRATION APPLICATION

File No. F-2705
(Insert file number of immediately
preceding filing of Applicant)

State: Minnesota

Fee: \$300.00

APPLICATION FOR (Check only one):

 X 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:

NMTC, Inc. d/b/a Matco Tools

2. Name of the franchise offering:

“Matco Tools”; “Matco”

3. Franchisor’s principal business address:

4403 Allen Road
Stow, Ohio 44224

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

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

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:

Mark A. Kirsch, Esq., Gray, Plant, Mooty, Mooty & Bennett, P.A., The Watergate—
Suite 700, 600 New Hampshire Avenue, NW, Washington, DC 20037, Telephone: (202)
295-2229, Fax: (202) 295-2279, Mark.Kirsch@gpmlaw.com

State of Minnesota
Dept of Commerce
MAR 08 2016
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