

85 7th Place East, Suite 500 St. Paul, Minnesota 55101-2198 mn.gov/commerce/ 651.539.1500 FAX 651.539.1547 An equal opportunity employer

January 29, 2014

KERI A MCWILLIAMS NIXON PEABODY LLP 401 9TH STREET NW SUITE 900 WASHINGTON, DC 20004

Re: F-6600

MATCAL INC

WINGS OVER FRANCHISE AGREEMENT

Dear Ms. McWilliams:

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 September 30, 2014.

Sincerely,

MIKE ROTHMAN Commissioner

By:

Donald Wynia Auditor Registration Division (651) 539-1633

MR:DW:dlw



STATE OF MINNESOTA DEPARTMENT OF COMMERCE REGISTRATION DIVISION (651) 539-1627

IN THE MATTER OF THE REGISTRATION OF: WINGS OVER FRANCHISE AGREEMENT By MATCAL 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 April 29, 2011, 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: January 29, 2014



Sense of Minnecota Dept. of Commerce JAN 28 2014

UNIFORM FRANCHISE REGISTRATION APPLICATION

File No. <u>F6600</u> (Insert file number of immediately preceding filing of Applicant)

State:	Minnesota	Fee: \$300.00
APPL	ICATION FOR (Check only one):	
<u>X</u>	INITIAL REGISTRATION OF AN OFFER AND S RENEWAL APPLICATION OR ANNUAL REPOR PRE-EFFECTIVE AMENDMENT POST-EFFECTIVE MATERIAL AMENDMENT	
1.	Full legal name of Franchisor: Matcal, Inc.	A/R 1-29-14
2.	Name of the franchise offering: "Wings Over"	1-29-19
3.	Franchisor's principal business address: 245 Russell Street, Suite 23A, Hadley, MA 01035	

- 4. Name and address of Franchisor's agent in this State authorized to receive service of process: Minnesota Commissioner of Commerce, 133 East Seventh St., St. Paul, Minnesota 55101
- 5. The states in which this application is or will be shortly on file: Illinois, Indiana, Maryland, Michigan, Minnesota, New York, Rhode Island, South Dakota, Virginia, and Wisconsin
- 6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed:

Keri A. McWilliams Nixon Peabody LLP 401 9th Street, NW, Suite 900 Washington, D.C. 20004 Direct Dial: (202) 585-8770 Direct Fax: (855) 505-9076

kmcwilliams@nixonpeabody.com

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