



DLA Piper LLP (US)  
444 W. Lake Street, Suite 900  
Chicago, Illinois 60606-0089  
T 312.368.4000  
F 312.236.7516  
W www.dlapiper.com

RICHARD J. MOREY  
richard.morey@dlapiper.com  
T (312) 368-7088 F (312) 630-5327

December 22, 2017

**VIA ONLINE FRANCHISE E-FILE SYSTEM**

Ms. Flora Angui  
Minnesota Department of Commerce  
Registration Division  
85 7th Place East, Suite 500  
St. Paul, Minnesota 55101

**Re: OfficeZilla Franchise Company, LLC, a Delaware limited liability company  
Initial Franchise Registration Application | FYE: 12/31**

Dear Ms. Angui:

As a result of an Asset Purchase Agreement effective December 1, 2017, by and among OfficeZilla Franchise Company, LLC, a *Delaware* limited liability company (“Newco”), OfficeZilla Franchise Company, LLC, a *Georgia* limited liability company (“Oldco”), and certain affiliates of Oldco, Newco is now the franchisor of the OfficeZilla franchise network and will offer and sell OfficeZilla franchises in the United States. Oldco, the prior franchisor of the OfficeZilla franchise network, currently maintains a franchise registration in Minnesota but will no longer offer or sell franchises.

In connection with the Company’s proposed franchise registration, I have electronically transmitted for filing the following initial application material in PDF format:

1. Cover Letter;
2. Initial Registration Application;
3. Franchise Seller Disclosure Forms;
4. Franchisor’s Costs and Sources of Funds form;
5. 2017 Franchise Disclosure Document; and
6. Auditors’ Consent.

Newco’s fiscal year end is December 31, and we plan to update Newco’s franchise disclosure document and renew its franchise registration in Minnesota in Spring 2018.

Pursuant to the submission instructions, I have tendered payment in the amount of \$400.00, along with a copy of the Application Page to the Minnesota Department of Commerce – Accounting, via overnight delivery.



Ms. Flora Angui  
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Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,

**DLA PIPER LLP (US)**

A handwritten signature in black ink, appearing to be 'RJM' followed by a large, stylized flourish.

Richard J. Morey  
RJM/tjm

## UNIFORM FRANCHISE REGISTRATION APPLICATION

File No.: \_\_\_\_\_  
(Insert file number of immediately  
preceding filing of Applicant)

State: Minnesota

Fee: \$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

1. Full legal name of Franchisor:

**OfficeZilla Franchise Company, LLC,  
a Delaware limited liability company**

2. Name of the franchise offering:

**OfficeZilla**

3. Franchisor's principal business address:

**800 Winneconne Avenue  
Neenah, Wisconsin 54956**

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

**Commissioner of Commerce  
Department of Commerce  
85 7<sup>th</sup> Place East, Suite 500  
St. Paul, Minnesota 55101**

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

**Minnesota and Virginia**

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