

June 26, 2019

LANE FISHER, ESQ.  
FISHER ZUCKER, LLC  
21 SOUTH 21ST STREET  
PHILADELPHIA, PA 19103

Re: F-8468  
SOFT PRETZEL FRANCHISE SYSTEMS, INC.  
PHILLY PRETZEL FACTORY F/A

Dear: LANE FISHER, ESQ.

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.

As a condition of continued registration, the franchisor is required to post a Franchise Surety Bond.

As a reminder, the next annual report is due within 120 days after the franchisor's fiscal year end, which is December 31, 2019.

Sincerely,

STEVE KELLEY  
Commissioner

By:

Geoffrey Spray  
Commerce Analyst  
Registration Division  
(651) 539-1596

SK:GS:GS

85 7th Place East - Suite 280 - Saint Paul, MN 55101 | P: 651-539-1500 | F: 651-539-1547

[mn.gov/commerce](http://mn.gov/commerce)

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## Spray, Geoffrey (COMM)

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**From:** Joseph Brooks <jbrooks@fisherzucker.com>  
**Sent:** Wednesday, June 19, 2019 2:54 PM  
**To:** Spray, Geoffrey (COMM)  
**Cc:** David Allsman  
**Subject:** RE: Soft Pretzel Franchise Systems (MN # F-8468)  
**Attachments:** FSDF\_Greg Salzano.pdf; FSDF\_Maggie Martin.pdf; UFRA\_MN.pdf

Dear Mr. Spray,

I hope this email finds you well. I am assisting Mr. Allsman with the franchise registration application for Soft Pretzel Franchise Systems, Inc. In response to your comments below, attached please find (i) an updated Seller Form for Mr. Salzano, (ii) an updated Seller Form for Ms. Martin, and (iii) an updated Application Page 1 with the correct address for the Minnesota Department of Commerce.

Please let me know if I can provide any further information.

Take care,

Joe

Joseph A. Brooks, Esquire  
*Associate Attorney*



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Philadelphia, PA 19103  
t. 215-825-3122  
f. 215-825-3101  
[jbrooks@fisherzucker.com](mailto:jbrooks@fisherzucker.com)

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**From:** Spray, Geoffrey (COMM) <[geoffrey.spray@state.mn.us](mailto:geoffrey.spray@state.mn.us)>  
**Sent:** Wednesday, June 19, 2019 3:15 PM  
**To:** David Allsman <[DAllsman@fisherzucker.com](mailto:DAllsman@fisherzucker.com)>  
**Subject:** Soft Pretzel Franchise Systems (MN # F-8468)

Dear David Allsman,

The franchise renewal application for the above-referenced franchisor has been examined. Please correct or otherwise address the following deficiencies:

1. Please refer to the Application, page 1. Please update Item # 4 and include the address for the MN Dept. of Commerce. The application that we received has the address for the Maryland Securities Commissioner.
2. Please refer to the Seller Forms. Please have Mr. Salzano and Ms. Martin update their employment for the last five years.

In responding to the above deficiencies, submit only the marked pages. Do not send the entire clean copy. If additional changes have been requested from other states please include only the pages showing those corrections also.

Please email us the revised document(s). Please note: The Commissioner may withdraw an application in which no activity has occurred for 120 days (Minnesota Statute § 80C.05, Subd. 4). If an Order of Withdrawal is issued, the franchisor must reapply with a new application.

If you have any questions, please feel free to contact me directly.

Sincerely,

Geoff Spray

Commerce Analyst II – Securities

651-539-1596

[mn.gov/commerce](http://mn.gov/commerce)

Minnesota Department of Commerce

85 7th Place East, Suite 280 | Saint Paul, MN 55101



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