



April 23, 2008

HAROLD KESTENBAUM
ATTORNEY AT LAW
1425 REXCORP PLAZA EAST TOWER 14TH FLOOR
UNIONDALE, NY 11556-1320

Re: F-5780
PRIME PUBS OF AMERICA LLC
PADDY FLAHERTY'S AND D'ARCY MCGEE'S F/A

Dear Mr. Kestenbaum:

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, 2008.

Sincerely,

GLENN WILSON
Commissioner

By:

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

GW:DES:dlw

UNIFORM FRANCHISE REGISTRATION APPLICATION

State of Minnesota
Dept. of Commerce
APR 22 2008
Rec'd \$200

F-5780

File No. _____
(Insert file number of previous filings of Applicant, if any)

Fee: \$200
(To be enclosed by Applicant at time application is initially filed)

Date of Application: 4/21/08

APPLICATION FOR (Check only one):

- REGISTRATION OF AN OFFER OR SALE OF FRANCHISES
- REGISTRATION RENEWAL STATEMENT OR ANNUAL REPORT
- POST-EFFECTIVE AMENDMENT NUMBER _____ TO APPLICATION
- PRE-EFFECTIVE FILED UNDER SECTION _____

DATED

1. Name of Franchisor
Prime Pubs of America, LLC
2. Name Under Which The Franchisor is Doing or Intends to do Business
Paddy Flaherty's and D'arcy McGee's
3. Franchisor's Principal Business Address
320 King Street, #250, Alexandria, Virginia 22314
4. Name and address of Franchisor's agent in the State of Minnesota authorized to receive process
Minnesota Commissioner of Commerce
85 7th Place East, Suite 500
St. Paul, MN 55101
5. Name, address and telephone number of subfranchisors, if any, for this state
None
6. Name, address and telephone number of person to whom communications regarding this application should be directed
Harold L. Kestenbaum, Esq., 1425 RexCorp Plaza, East Tower -14th Floor, Uniondale, NY 11556
(516) 745-0099

4-23-08
A/K
12431



UNIFORM CONSENT TO SERVICE OF PROCESS

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, Prime Pubs of America, LLC (a limited liability organized under the law of the State of Delaware), for the purpose of complying with the laws of the State of Minnesota), relating to the registration, exemption from registration or sale of franchises hereby irrevocably appoints the Minnesota Commissioner of Commerce and the successors in such office, its attorney in the State of Minnesota upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of or in connection with the sale of franchises or out of violation of the aforesaid laws of said State; and the undersigned does hereby consent that any such action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within said State by service of process upon said officer with the same effect as if the undersigned was organized or created under the laws of said State and had lawfully been served with process in said State.

It is requested that a copy of any notice, process or pleading served hereunder be mailed to:

Harold L. Kestenbaum, Esq., 1425 RexCorp Plaza, East Tower -14th Floor, Uniondale, NY 11556

Dated: 4/9/, 2008

Prime Pubs of America, LLC

By [Signature]

Name Thomas Reiser

Title Director Secretary

(SEAL)

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