



85 7th Place East, Suite 500
St. Paul, Minnesota 55101-3165
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651.296.4026 FAX 651.297.1959
An equal opportunity employer

April 6, 2010

HAROLD KESTENBAUM
RUSKIN MOSCOU FALTISCHEK PC
1425 REXCORP PLAZA EAST TOWER 14TH FLOOR
UNIONDALE, NY 11556-1425

Re: F-5652
SANDELLA'S FRANCHISING LLC
SANDELLA'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, 2010.

Sincerely,

GLENN WILSON
Commissioner

By:

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

GW:DES:dlw

F-5652

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
REGISTRATION DIVISION
(651) 296-6328

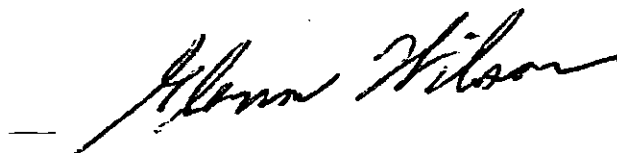
IN THE MATTER OF THE REGISTRATION OF:
SANDELLA'S F/A

By SANDELLA'S FRANCHISING LLC

ORDER AMENDING
REGISTRATION

WHEREAS, an application to amend the registration and amendment fee have been filed,

IT IS HEREBY ORDERED that the registration dated February 4, 2008, is amended as of the date set forth below.



GLENN WILSON
Commissioner
Department of Commerce
85 7th Place East, Suite 500
St Paul, MN 55101

Date: April 6, 2010

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Form A – Uniform Franchise Registration Application

UNIFORM FRANCHISE REGISTRATION APPLICATIONState of Minnesota
Dept. of Commerce
APR 05 2010
Rec'd 300File No. _____
(Insert file number of immediately preceding filing of Applicant)State: MinnesotaFee: \$300

APPLICATION FOR (Check only one):

 INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES REGISTRATION RENEWAL STATEMENT OR ANNUAL REPORT PRE-EFFECTIVE AMENDMENT POST-EFFECTIVE MATERIAL AMENDMENT

F-5652

1. Full legal name of Franchisor:

Sandella's Franchising, LLC

2. Name of the franchise offering:

Sandella's

3. Franchisor's principal business address:

9 Brookside Place, Redding Connecticut 06896

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

Minnesota Commissioner 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:

CA, FL, MD, MI, MN, ND, NE, NY, SC, SD, TX, UT, VA, WI

6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed:

Harold L. Kestenbaum, Esq., 1425 RXR Plaza, East Tower-14th Fl., Uniondale, NY 11556
Telephone: (516) 745-0099, Facsimile: (516) 745-0293, E-mail: hkestenbaum@rmfpc.com4-6-10
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