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May 13, 2019

**VIA ONLINE FRANCHISE E-FILE SYSTEM**

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

**Re: TAKE 5 FRANCHISOR SPV LLC (the "Company")  
Your File No. F-8548 | FYE: 12/29/2018**

Dear Ms. Angui:

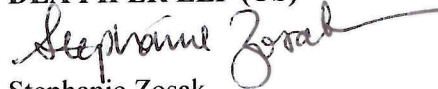
We previously submitted the Company's 2019 franchise registration material on May 6, 2019. Since that submission, the Company identified errors contained in the 2019 Franchise Disclosure Document. As such, I have electronically transmitted for filing the following Annual Report materials in PDF format:

1. Cover Letter;
2. Pre-Effective Amendment Application;
3. Redlined copy of the Company's updated 2019 Franchise Disclosure Document..

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

Very truly yours,

**DLA PIPER LLP (US)**



Stephanie Zosak  
SZ/tjm  
Enclosures

## UNIFORM FRANCHISE REGISTRATION APPLICATION

File No.: F-8548  
(Insert file number of immediately  
preceding filing of Applicant)

State: Minnesota

Fee: N/A

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:

**Take 5 Franchisor SPV LLC**

2. Name of the franchise offering:

**Take 5®**

3. Franchisor's principal business address:

**440 S. Church Street, Suite 700  
Charlotte, North Carolina 28202**

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:

**California, Hawaii, Indiana, Maryland, Minnesota, North Dakota, Rhode Island,  
South Dakota, Virginia, Washington, and Wisconsin, with exemption perfected in  
Illinois and New York**

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

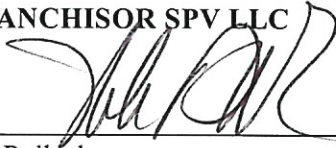
**Stephanie Zosak, Esq.**  
**DLA PIPER LLP (US)**  
**444 W. Lake Street, Suite 900**  
**Chicago, Illinois 60606**  
**(312) 368-2174 (phone), (312) 251-2861 (fax)**  
**stephanie.zosak@dlapiper.com**

**Certification**

I certify and swear under penalty of law that I have read and know the contents of this application, including the Franchise Disclosure Document with an issuance date of April 30, 2019 attached as an exhibit, and that all material facts stated in all those documents are accurate and those documents do not contain any material omissions. I further certify that I am duly authorized to make this certification on behalf of the Franchisor and that I do so upon my personal knowledge.

Signed at Charlotte, North Carolina, on May 10, 2019.

**TAKE 5 FRANCHISOR SPV LLC**

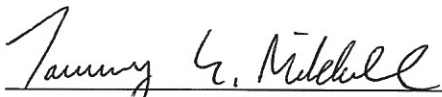
By:   
 Noah Pollack

Title: Executive Vice President and Secretary

**STATE OF NORTH CAROLINA** )  
 ) SS.  
**COUNTY OF MECKLENBURG** )

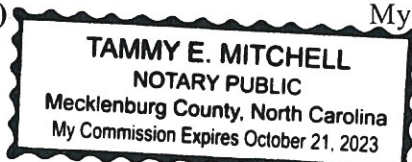
On May 10, 2019, before me, Tammy E. Mitchell (*insert name of notary public*), personally appeared Noah Pollack, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person or entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

  
 Notary Public

My Commission Expires: October 21, 2023

(NOTARIAL SEAL)



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