

St. Paul, Minnesota 55101-2198

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An equal opportunity employer

May 12, 2011

JOHN A FORREST MAY SIMPSON & STROTE 100 W LONG LAKE ROAD SUITE 200 BOX 1134 BLOOMGIELD HILLS, MI 48303-1134

Re: F-6393

ZOUP! SYSTEMS LLC ZOUP! RESTAURANTS F/A

Dear Mr. Forrest:

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, 2011.

Sincerely,

MIKE ROTHMAN Commissioner

By:

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

MR:DES:dlw



STATE OF MINNESOTA DEPARTMENT OF COMMERCE REGISTRATION DIVISION (651) 296-2211

IN THE MATTER OF THE REGISTRATION OF:

ZOUP! RESTAURANTS F/A

By ZOUP! SYSTEMS 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 April 13, 2010, is amended as of the date set forth below.

MIKE ROTHMAN

Commissioner

Department of Commerce

85 7th Place East, Suite 500

St Paul, MN 55101

Date: May 12, 2011





UNIFORM FRANCHISE REGISTRATION APPLICATION

File No.:/F-6393 (Insert file number of immediately preceding filing of Applicant)



State: MINNESOTA Fee: \$300

APPL	ICATION FOR (Check only one):
	INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES
X	RENEWAL APPLICATION OR ANNUAL REPORT
	PRE-EFFECTIVE AMENDMENT
	POST-EFFECTIVE MATERIAL AMENDMENT
1.	Full legal name of Franchisor:
	Zoup! Systems, LLC
2.	Name of the franchise offering:
	Zoup! Restaurants
3 .	Franchisor's principal business address:
	28290 Franklin Road, Southfield, Michigan 48034
4.	Name and address of Franchisor's agent in this State authorized to receive service of process:
	Commissioner of Commerce, Minnesota Department of Commerce 133 East Seventh St., St. Paul, Minnesota 55101
5 .	The states in which this application is or will be shortly on file:
	Illinois, Indiana, Maryland, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington and Wisconsin
6. to whom com	Name, address, telephone and facsimile numbers, and e-mail address of personunications regarding this application should be directed:

John A. Forrest, Esq., May, Simpson & Strote 100 W. Long Lake Road, Suite 200 Bloomfield Hills, MI 48304-2774 Phone: (248) 220-5004; Fax: (248) 646-4648;

Email: iforrest@msspc.com

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not make any warranties about the any w

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