

UNIFORM FRANCHISE REGISTRATION APPLICATION

FILE NO. F4350

STATE: Minnesota

FEE: \$200.00

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:

Pita Pit Inc.

2. Name of the franchise offering:

Pita Pit®

3. Franchisor's principal business address:

105 N. 4th Street, Suite 208, Coeur d' Alene, Idaho 83814

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

**Minnesota Department of Commerce
85 7th Place East, Suite 500
St. Paul, Minnesota 55101**

5. The states in which this application is or will be shortly on file:

California, Hawaii, Illinois, Indiana, Maryland, Minnesota, Michigan, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington, Wisconsin

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

**George J. Eydt, Esq.
Hodgson Russ LLP
150 King Street West, Suite 2309
P.O. Box 30
Toronto, Ontario Canada M5H 1J9
(416) 595-2671**

UNIFORM FRANCHISE CONSENT TO SERVICE OF PROCESS

Pita Pit Inc., a corporation organized under the laws of Delaware (the "Franchisor"), irrevocably appoints the officers of the States designated below and their successors in those offices, its attorney in those States for service of notice, process or pleading in an action or proceeding against it arising out of or in connection with the sale of franchises, or a violation of the franchise laws of that State, and consents that an action or proceeding against it may be commenced in a court of competent jurisdiction and proper venue within that State by service of process upon this officer with the same effect as if the undersigned was organized or created under the laws of that State and had lawfully been served with process in that State. We have checked below each state in which this application is or will be shortly on file, and provided a duplicate original bearing an original signature to each state.

| | |
|------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> California: Commissioner of Corporations | <input checked="" type="checkbox"/> North Dakota: Securities Commissioner |
| <input checked="" type="checkbox"/> Hawaii: Commissioner of Securities | <input checked="" type="checkbox"/> Rhode Island: Director of Business Regulation |
| <input checked="" type="checkbox"/> Illinois: Attorney General | <input checked="" type="checkbox"/> South Dakota: Director of the Division of Securities |
| <input checked="" type="checkbox"/> Indiana: Secretary of State | <input checked="" type="checkbox"/> Virginia: Clerk, Virginia State Corporation Commission |
| <input checked="" type="checkbox"/> Maryland: Securities Commissioner | <input checked="" type="checkbox"/> Washington: Director of Financial Institutions |
| <input checked="" type="checkbox"/> Minnesota: Commissioner of Commerce | <input checked="" type="checkbox"/> Wisconsin: Administrator, Division of Securities, Department of Financial Institutions |
| <input checked="" type="checkbox"/> New York: Secretary of State | |

Please mail or send a copy of any notice, process or pleading served under this consent to:

George J. Eydt, Esq.
Hodgson Russ LLP
150 King Street West, Suite 2309
P.O. Box 30
Toronto, Ontario Canada M5H 1J9

Dated: April 10, 2015.

Pita Pit Inc.

By: 

Name: D. COREY BOWMAN

Title: President

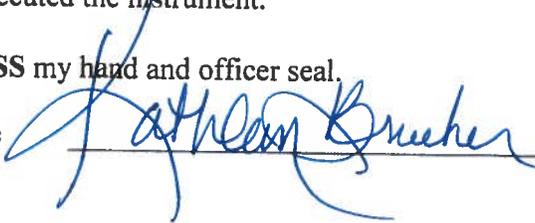
CORPORATE ACKNOWLEDGMENT

STATE OF IDAHO)
) ss
COUNTY OF KOOTENAI)

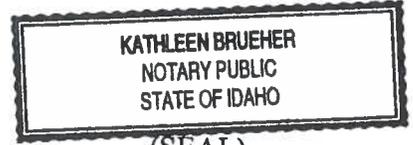
On April 10, 2015, before me Kathleen Brueher, Notary Public,
[HERE INSERT NAME AND TITLE OF THE OFFICER]
personally appeared D. Corey Bowman, personally known to me (or proved to me on the
basis of satisfactory evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same in his authorized capacity, and
that by his signature on the instrument the person, or the entity upon behalf of which the person
acted, executed the instrument.

WITNESS my hand and officer seal.

Signature



MY COMMISSION EXPIRES:
July 22, 2020



(SEAL)

FRANCHISOR'S COSTS AND SOURCE OF FUNDS

1. Disclose the Franchisor's total costs for performing its pre-opening obligations to provide goods or services in connection with establishing each franchise, including real estate, improvements, equipment, inventory, training and other items stated in the offering:

| Category | Costs |
|------------------------------------|----------------------------|
| Real Estate | <u>\$3,000 - \$5,500</u> |
| Improvements | <u>\$2,500 - \$5,000</u> |
| Equipment | <u>\$0</u> |
| Inventory | <u>\$0</u> |
| Training | <u>\$5,000</u> |
| Other (describe) | <u> </u> |
| <u>Operations Manual</u> | <u>\$1,000</u> |
| <u>Advertising & Promotion</u> | <u>\$3,000</u> |
| <u> </u> | <u> </u> |
| <u> </u> Total | <u>\$14,500 - \$19,500</u> |

2. State separately the sources of all required funds: Franchisor's working capital



Consent of Independent Auditors

Anastasi, Moore & Martin, PLLC consents to the use in the Franchise Disclosure document issued by PITA PIT, INC. ("Franchisor") on March 25, 2015, as it may be amended, of our report dated March 23, 2015, relating to the financial statements of the Franchisor for the year ended December 31, 2014.

Anastasi, Moore & Martin, PLLC

Dated: March 25, 2015