

Founded in 1852  
by Sidney Davy Miller



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July 23, 2024

Minnesota Department of Commerce  
Securities Section  
85 7th Place East, Suite 280  
Saint Paul, Minnesota 55101

Re: Jet's America, Inc. Deficiency Correction Document (File No. F-9437)

Dear Securities Section:

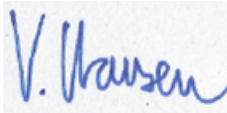
In response to your deficiency notification from July 16, 2024, enclosed please find the marked corrected pages only. Per your request, we have corrected the scrivener's error in Item 20 Table 5 related to the "Franchise Agreements Signed but Outlet Not Opened," which now correctly reflects that 2 franchise agreements have been signed but not yet opened in Texas, as opposed to the 24 reflected in the prior draft. We have assumed that this correction will no longer require the addition of the special risk factor related to unopened franchises.

Please contact me at the above address or telephone number if you have any questions regarding this application or require additional revisions.

Many thanks for your time and attention to this matter.

Sincerely,

Miller, Canfield, Paddock and Stone, P.L.C.

By:   
Vera S. Hansen

Totals							
	2021	41	1	0	0	2	40
	2022	40	3	5	0	1	47
	2023	47	2	4	0	0	53

This table includes transfers by reason of a 50% or greater change in the ownership of a franchisee, and includes multiple transfers of a single franchise

**Table 5: Projected Openings as of December 31, 2024**

State	Franchise Agreements Signed but Outlet Not Opened	Projected New Franchised Outlets in the Next Fiscal Year	Projected New Affiliate-Owned Outlets in Next Fiscal Year
Alabama	1	1	0
Arizona	2	2	0
California	0	1	0
Colorado	1	1	1
Florida	4	7	1
Georgia	1	1	0
Illinois	2	4	0
Indiana	3	3	0
Kentucky	1	1	0
Michigan	3	1	0
Minnesota	0	0	0
Missouri	0	0	0
Montana	1	1	0
Nevada	0	0	0
New York	1	0	0
North Carolina	0	0	0
Ohio	1	3	0
Pennsylvania	0	0	0
South Carolina	0	0	0
Tennessee	1	0	0
Texas	24	6	4
Utah	0	0	0

State	Franchise Agreements Signed but Outlet Not Opened	Projected New Franchised Outlets in the Next Fiscal Year	Projected New Affiliate-Owned Outlets in Next Fiscal Year
Virginia	1	1	0
Washington	0	1	0
Wisconsin	0	0	0
<b>Total</b>	<b>25</b>	<b>34</b>	<b>6</b>

Attached as Exhibit D is a list of all current franchisees and the address and telephone number of each of their outlets. Exhibit D also reflects franchisees that have signed a Franchise Agreement, but have not yet opened their stores. Attached as Exhibit E is the name and last known business or home phone number of all of the franchisees who had a store terminated, canceled, not renewed, transferred, or otherwise voluntarily or involuntarily ceased to do business under the Franchise Agreement during the most recent fiscal year. There are no franchisees who have failed to communicate with Jet's within the last ten weeks. If you buy this franchise, your contact information may be disclosed to other buyers when you leave the franchise system.

In some instances, current and former franchisees sign provisions restricting their ability to speak openly about their experience with Jet's. You may wish to speak with current and former franchisees but be aware that not all of those franchisees will be able to communicate with you.

To the best knowledge of Jet's, currently there is not a franchisee organization associated with the franchise system being offered.

#### **Item 21: Financial Statements**

Jet's audited financial statements for the fiscal years ended December 31, 2021, 2022, and 2023, are attached as Exhibit B.

#### **Item 22: Contracts**

Copies of the following agreements and documents are attached as Exhibits:

Agreement	Exhibit
Franchise Agreement, including the following schedules: 1. Fees, Deposits and Spending Requirements 2. Franchise's Location, Territory and Business Name 3. Marks 4. Standard Lease Rider 5. Schedule of Fines for Minor Defaults	A
Personal Guaranty	F
Related Party Confidentiality Agreement	G
Related Party Agreement Not to Compete	H
Business Purpose Affidavit	I
Ownership Certificate	J