

STATE OF WASHINGTON  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
SECURITIES DIVISION

IN THE MATTER OF DETERMINING  
Whether there has been a violation  
of the Franchise Investment Protection Act  
Washington by:

Let's Dish!, Inc., its agents and employees,  
Respondent.

Order Number S-04-202-04 CO01

CONSENT ORDER

INTRODUCTION

Pursuant to the Franchise Investment Protection Act of Washington, RCW 19.100, the Securities Division of the Department of Financial Institutions (Securities Division) and Respondent, Let's Dish!, Inc., do hereby enter into this CONSENT ORDER in settlement of the matters alleged herein.

Respondent neither admits nor denies the Findings of Fact and Conclusions of Law stated below.

FINDINGS OF FACT

I.

Let's Dish!, Inc. is a Minnesota corporation having a principal business address of 15026 Valley View Place, Savage, Minnesota 55378.

II.

Let's Dish!, Inc. is a seller of an opportunity called "Let's Dish!" in which purchasers of licenses operate a retail catering/assembly kitchen. Retail customers of a "Let's Dish!" facility book sessions for the assembly of dinner entrees that they take home to serve at a later time. Purchasers of the license opportunity operate under the trade name "Let's Dish!" and are obligated to pay an initial license fee of \$15,000 upon execution of a license agreement. They are also required to pay annual fees if they wish to

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DEPARTMENT OF FINANCIAL INSTITUTIONS  
Securities Division  
PO Box 9033  
Olympia, WA 98507-9033  
360-902-8760

Let's Dish!, Inc.

1 renew their license. Purchasers are entitled to receive manuals and other information concerning operation  
2 of a “Let’s Dish!” facility, including marketing plans and promotional materials, training in the operation of  
3 the business, recipes, use of the “Let’s Dish!” trade names and marks, and exclusive rights to operate a  
4 “Let’s Dish!” facility within an exclusive territory.

5 III.

6 Let’s Dish!, Inc. has offered and sold one of its “Let’s Dish!” license opportunities to one  
7 Washington resident for operation within Washington prior to the date of this CONSENT ORDER.

8 IV.

9 Let’s Dish!, Inc. is not currently registered to sell franchises in the state of Washington and has not  
10 previously been so registered. In addition, Let’s Dish!, Inc. did not provide the Washington licensee with  
11 a Uniform Franchise Offering Circular (UFOC) containing all material information about the “Lets Dish!”  
12 license opportunity including, but not necessarily limited to, a financial statement for the seller.

13  
14 Based upon the above Findings of Fact, the following Conclusions of Law are made:

15 CONCLUSIONS OF LAW

16 I.

17 The offer and/or sale of the “Let’s Dish!” license opportunity described above constitutes the  
18 offer and/or sale of a franchise as defined in RCW 19.100.010(16) and RCW 19.100.010(4).  
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1 II.

2 The offer and/or sale of said franchises was in violation of RCW 19.100.020, the registration  
3 requirement provision of the Franchise Investment Protection Act, because no registration for offers and/or  
4 sales is effective with the Securities Division.

5 III.

6 The offer and/or sale of said franchises was made in violation of RCW 19.100.080, the  
7 disclosure document requirement provision of the Franchise Investment Protection Act, because Respondent  
8 did not provide the Washington purchaser with a UFOC that contained all material information about the  
9 “Let’s Dish! license opportunity including, but not necessarily limited to, a financial statement for the seller.

10 CONSENT ORDER

11 Based upon the foregoing:

12 IT IS AGREED AND ORDERED that Respondent and its agents and employees each shall refrain  
13 from the offer and/or sale of unregistered franchises in violations of RCW 19.100.020, the registration  
14 section of the Franchise Investment Protection Act of the State of Washington.

15 IT IS FURTHER AGREED AND ORDERED that Respondent and its agents and employees each  
16 shall refrain from the offer and/or sale of franchises in violation of RCW 19.100.080, the disclosure  
17 document requirement provision of the Franchise Investment Protection Act of the State of Washington.

18 IT IS FURTHER AGREED AND ORDERED that Respondent and its agents and employees each  
19 shall inform the current Washington licensee of this Order by providing the licensee with a copy of this  
20 Order within 30 days of the issuance of this order. Respondent shall provide to the Securities Division  
21 within 60 days of the date of entry of this Order proof of receipt or proof of delivery to the licensee.  
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23 CONSENT ORDER

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26 Securities Division  
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Let’s Dish!, Inc.

1 IT IS FURTHER AGREED that Respondent shall reimburse the Securities Division \$300, payable  
2 prior to the entry of this CONSENT ORDER, for its costs of investigation of this matter.

3 IT IS FURTHER AGREED that in consideration of the foregoing Respondent hereby waives its  
4 right to a hearing in this matter and judicial review of this order.

5 IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this Order.

6  
7 SIGNED this 15th day of October , 2004.

8 Signed by:

9 Let's Dish!, Inc.

10  
11 By: /s/  
12 Name

13 President  
14 Title

15 SIGNED and ENTERED this 25th day of October, 2004 by

16  
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18   
19 Michael E. Stevenson  
20 Securities Administrator

21 Approved by:

22 Presented by:

23 

24 

25 \_\_\_\_\_  
26 Martin Cordell  
27 Chief of Enforcement

\_\_\_\_\_

Brad Ferber  
Financial Legal Examiner

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