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**From:** Peter Greenfeld <[pgreenfeld@azfranchiseelaw.com](mailto:pgreenfeld@azfranchiseelaw.com)>  
**Sent:** Wednesday, January 5, 2022 9:46 AM  
**To:** NASAA Comments  
**Cc:** [Andrea.Seidt@com.state.oh.us](mailto:Andrea.Seidt@com.state.oh.us); Dale Cantone  
**Subject:** [EXTERNAL]Public Comment -- Policy on Questionnaires and Acknowledgments

I have had numerous clients note that they were told by the franchisor salesperson to answer a questionnaire or acknowledgment in a manner so that the putative franchisee can purchase the franchise. Most of those clients did not read in detail the questionnaire or acknowledgment. Those clients certainly did not understand that the franchisor was requiring a questionnaire or acknowledgement in advance of a franchise purchase so that the franchisor could avoid future liability for what were indeed the franchisor's financial performance and other misrepresentations. Many clients describe "clicking through" DocuSign making it that much quicker to initial acknowledgments or questionnaires without closer examination.

These questionnaires and acknowledgments are tools that bad actor franchisors use to prevent or make it more difficult for a finding of liability. That is not a legitimate purpose. The franchise industry as a whole suffers as a result allowing bad apples to continue to be a blight on franchising. Legitimate franchisors with legitimate sales techniques do not need such questionnaires or acknowledgments.

CONFIDENTIAL AND PRIVILEGED COMMUNICATION OF COUNSEL

Peter N. Greenfeld  
Law Offices of Peter N. Greenfeld, P.C.  
1212 East Osborn Road, Suite 115  
Phoenix, Arizona 85014  
[pgreenfeld@azfranchiseelaw.com](mailto:pgreenfeld@azfranchiseelaw.com)  
602.956.4226 (voice) 602.956.4232 (fax)

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