

August 28, 2015

City of Rochester Hills  
Department of Planning and Economic Development  
1000 Rochester Hills Dr.  
Rochester Hills, MI 48309

**Re:** TSFR Pizza LLC d/b/a MOD Pizza  
Request for Class C liquor license and Conditional Land Use Approval /  
Letter of Intent

Dear Members of the Planning and Economic Development Team,

This firm represents TSFR Pizza LLC (“TSFR”) in matters related to its liquor licenses in Southeast Michigan, including its request for authorization to open and operate a MOD Pizza establishment at 3058 S. Rochester Road in the City of Rochester Hills (the “City”). When it is approved to do so by the City and the Michigan Liquor Control Commission, TSFR intends to offer its customers beer and wine. TSFR has negotiated the purchase of a Class C and a Specially Designated Merchant Liquor License that it will place at its proposed Rochester Hills location.

In accordance with City Code Section 138-2.300, TSFR offers this letter as its notice of intent and desire to operate its MOD Pizza restaurant in the City. By way of background, TSFR is a private, for profit limited liability company formed in 2015 for the purpose of owning and managing several MOD Pizza locations in Southeast Michigan. The Company is fully authorized to conduct business in Michigan. TSFR has recently opened MOD Pizza locations in Northville Township and Livonia. It will soon open additional locations in Brighton, Woodhaven, and of course, Rochester Hills. TSFR is part of TEAM Schostak Family Restaurants, a Michigan-based family-owned restaurant group with an expansive portfolio of casual dining, quick service and family dining restaurants throughout the state, including 66 Applebee’s Neighborhood Grill & Bar locations.

The MOD Pizza concept at the TSFR location in Rochester Hills involves individual artisan-style pizzas made on demand, using fresh-pressed dough and its signature sauces. Customers will create their own pizzas and salads, using any combination of more than 30 featured toppings, or they can choose from a menu of MOD classics. To complement the unique concept, TSFR would like to offer its customers the opportunity to enjoy wine and beer with their meals.

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City of Rochester Hills

August 28, 2015

Page 2

TSFR's philosophy is to build a successful restaurant by creating a work environment which offers its workers a place for personal growth and opportunity. The location in Rochester Hills will offer clean, modern, upscale dining room and delicious food. The service of alcoholic beverages will be carefully monitored and controlled in strict compliance with the Michigan Liquor Control Code and the City's liquor regulatory ordinance.

TSFR is committed to protect the well-being of its customers, employees, community and neighbors. It will construct and carefully maintain its premises such that they will be compatible and harmonious in appearance with the existing character of the surrounding properties. The footprint of the business is small and will not place extensive constraints on the existing public facilities, including streets, police and fire protection, drainage-ways or refuse disposal. Parking is offered in the parking lot of the mall in which it is located. The seating capacity is 67 seats inside and 16 seats in a proposed outdoor service area.

TSFR pledges full compliance with the standards contained in the City of Rochester Hills Conditional Use Ordinance regarding businesses holding a liquor license. There will be no detrimental, hazardous or disturbing uses which would in any way compromise the public welfare, safety or property. The restaurant intends to operate as a family restaurant and is expected to have a very low key presence. It is anticipated that the restaurant will enhance both the economic welfare of the community and the aesthetics of the neighbor in which it is located. TSFR will assure that its activities will not result in a nuisance or any disruption of the public peace.

TSFR intends to be an asset to your community. Our establishment will welcome all members of the public and will value its employees. TSFR's leadership looks forward to working with City government to insure that its restaurant is a valued asset to Rochester Hills.

Very truly yours,

HONIGMAN MILLER SCHWARTZ AND COHN LLP



Eric J. Eggan

EJE/kfl