

# CITY OF ROCHESTER HILLS

## CLASS C LIQUOR LICENSE APPLICATION

Date: Feb 13, 2012

New Class C License  
 Transfer Class C License  
 Dance Permit  
 Entertainment Permit  
 Dance Entertainment Permit

Applicant's Name: Blue Ribbon Restaurant Rochester, LLC  
Elliott Baum, Member  
Address: 2303 Linwood Ave  
Age: 55 Citizenship: United States  
If naturalized, year and place:

Phone No. 248-310-6297  
City Royal Oak ST MI  
Date of Birth 12-15-56 Birthplace: Texas

If a partnership, please complete the following:

Partner's Name: see below  
Address: \_\_\_\_\_  
Age: \_\_\_\_\_ Citizenship: \_\_\_\_\_  
If naturalized, year and place:

Phone No. \_\_\_\_\_  
City \_\_\_\_\_ ST \_\_\_\_\_  
Date of Birth \_\_\_\_\_ Birthplace: \_\_\_\_\_

Manager's Name: Ronald James Coucke  
Address: 33729 Schulte Drive  
Age: 46 Date of Birth: April 26, 1965

Phone No. \_\_\_\_\_  
City Farmington, MI 48335-4160 ST \_\_\_\_\_

If a corporation, the names, addresses of the officers and directors. date of birth and age of each:  
Majority member-Elliott Baum, 2303 Linwood, Royal Oak, MI 12-15-56, 55 years old; Minority Member-Natalie Baum, 1510 S Edgewood St, #541, Arlington VA, 6-22-83, 28 years old; Minority Member-Steven Baum, 6170 Castletown Way, Alexandria VA, 11-26-85, 26 years old; Minority Member-Aaron Baum, 2303 Linwood, Royal Oak, MI 6-22-88, 23 years old; David Baum, 2303 Linwood, Royal Oak, MI 11-3-1990, 21 years old.

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Liquor License Application

Location of Proposed License: 2945 S Rochester Rd, Rochester Hills MI

Does applicant presently own the premises? yes  
If not, name of owner of premise: New Plan Hampton Village, LLC-lease attached

Legal Description of Property (Sidwell #) 15-26-351-005

Length of time business has been in operation: since 2006

Has applicant ever been convicted of a felony? Yes      No

If convicted of felony, explain:

Has applicant previously applied for liquor license? (year requested: 2003, 2005, 2006)

Location of business: Roseville, Westland, Taylor, Novi-see attached printouts

Was liquor license granted: yes

Have any of the applicants or persons listed above been convicted of a violation of federal or state law concerning the manufacture, possession or sale of alcoholic beverages? Yes      No

Name of person

What is the applicant's current business? restaurant owner

Length of time in named business? Since April 2003

List all uses in addition to sale of alcoholic beverages: This will be a full service barbeque style restaurant

Does applicant presently operate a restaurant? Yes  No

Name and address of restaurant: Famous Dave's-Roseville, Westland, Taylor, Roch Hills, Novi

Does applicant presently hold a Class C liquor license? Yes  No

Name and address of restaurant: See attached printouts of licenses

List record and history of any liquor license violations by the applicant for preceding ten (10) years  
Blue Ribbon Restaurant Rochester, LLC does not have a violation history. Majority member Elliott Baum have held liquor licenses since April 2003 and do not have any violation histories at any of the 5 locations.

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Liquor License Application

Record history of any liquor license violations by the corporation or by a parent of subsidiary corporation of the applicant for the immediate preceding ten (10) years  
None

<u>Proposed Liquor Establishment:</u>	<u>Existing Building</u>	<u>New Construction</u>
Size of Site:	<u>9,900 sq feet</u>	<u>                    </u>
Size of Building:	<u>6,750 sq feet</u>	<u>                    </u>
Size of Kitchen:	<u>2,210 sq feet</u>	<u>                    </u>
Seating Capacity:	<u>214 patrons</u>	<u>                    </u>
Size of Dance Floor, if any:	<u>None</u>	<u>                    </u>
Percentage of Floor Area for Dining:	<u>2,025 sq feet</u>	<u>                    </u>
Percentage of Floor Area for Bar:	<u>800 sq feet</u>	<u>                    </u>
Present Zoning:	<u>B-3</u>	<u>                    </u>
Required Zoning:	<u>B-3</u>	<u>                    </u>
Cost of Remodeling:	<u>existing business</u>	<u>                    </u>
Cost of Construction:	<u>existing building</u>	<u>                    </u>
Estimated Dates of Construction	Start: <u>                    </u>	Completion: <u>                    </u>
Total cost to be expended by licensee for the licensed premises: <u>existing business</u>		
Building Plans Submitted – 3 Sets Required:	Number of Copies Enclosed: <u>                    </u>	
Site Plans Submitted – 6 Sets Required:	Number of Copies Enclosed: <u>                    </u>	
Do Site Plans show off-street parking and lighting?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	

Liquor License Application

Describe the proposed character/type of establishment (e.g. theme, entertainment, food)

Famous Dave's Legendary Pit Bar-B-Que restaurants has in excess of 37 states in the United States. The first Famous Dave's nationwide was opened in 1994. Famous Dave's is a franchise business with seven location in the State of Michigan, of those seven locations Elliott Baum is the majority owner and operator of 5 of the locations. Famous Dave's offers barbeque style foods with award winning ribs, chicken, salads, and sandwiches in a unique and friendly family atmosphere. The restaurant will offer sit down service as well as take out.

Describe the proposed full food menu:

A copy of the food menu has been attached to this application.

Proposed menu attached:      Yes       No

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Describe the surrounding neighborhood and explain how the proposed establishment fits this location in Rochester Hills.

The area in which the restaurant will be located is a commercial development immediately adjacent to the Target and Best Buy shopping center and directly across from Meijer's. This restaurant will offer an additional option to dining out in addition to the existing restaurants of Red Lobster, Chili's, CJ Mahoney's, Crust Pizza and Olive Garden.

Revenues: Provide a breakdown of the anticipated revenues from food, alcoholic beverages and other revenues (copy must be attached): The breakdown from revenues will be 90% from food and 10% from alcoholic beverages.

Evidence of Financial Responsibility:

Amount of Funds supplied by Principals: This is a partner buyout.

Amount of Funds to be Financed: \$1,500,000 bank loan and 1 Million on note to former partner

Name of Financer/Phone Number:

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Personal References/Phone Number:  
see attached list

Business References/Phone Number:  
see attached list

Has applicant completed a certified training program? Yes  No

Have employees completed a certified training program? Yes  No   
Names and addresses of those completing program

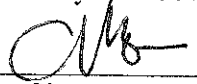
They have both internal training (material has been attached) and also a Michigan Liquor Control Commission approved server training program.

Applicant understands that should any of the above information prove to be inaccurate or untruthful, it will be grounds to deny applicant's request or revoke any approvals.

I (We) Elliott Baum

affirm I (We) will not violate any of the laws of the State of Michigan or of the United States or any ordinances of the City of Rochester Hills in the conduct of my (our) business, and acknowledge receipt of a copy of Chapter 6, Alcoholic Liquor of the Rochester Hills Code of Ordinances.

I hereby certify the above information to be true and accurate to the best of my (our) knowledge.

 2/9/2011  
Applicant Signature/Date

\_\_\_\_\_  
Applicant Signature/Date

This application is not considered complete until applicant has made contact with the Rochester Hills Contingent of the Oakland County Sheriff's Department and complied with fingerprinting and any other necessary requirements of the Oakland County Sheriff's Department.

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## **Elliott Baum's References**

### Personal References

Joe Aviv (248) 566-8300

Allan Sefton (248) 851-4470

Bob Sher (248) 310-2021

### Business References

Chris O'Donnell (952) 294-1300

Dean Zucarrello (303) 680-4141

Loren Thal (313) 222-6109



## Appetizers

Ramp up your tastebuds, all of our tasty starters are sure to whet your appetite for even more mouthwatering barbeque.

### Dave's Sampler Platter

St. Louis-Style Spareribs are just the starter. Add fried Chicken Tenders, Chili-Roasted Corn Fritters, Onion Strings and Traditional or Boneless Wings tossed in your choice of sauce. [Pick a location to see pricing](#)

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### Chicken Tenders

Crisp, golden-brown chicken tenders tossed in Dave's special seasoning and served with our own honey BBQ sauce. [Pick a location to see pricing](#)

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### Southside Rib Tips

A full pound of tips, hickory-smoked and fire-grilled with a Memphis-style dry rub. Served on a bed of our Famous Fries with a side of jalapeño pickled red onions, Hell-Fire Pickles and our Southside BBQ sauce. [Pick a location to see pricing](#)

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### Buffalo or BBQ Chicken Wings (12 piece) 🍷

Dave's award-winning wings, specially seasoned and served Buffalo-style or tossed in Devil's Spit® (hot) or Rich & Sassy® (mild) BBQ sauce. [Pick a location to see pricing](#)

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### 24 piece

[Pick a location to see pricing](#)

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### Onion Strings

Lightly-breaded and flash-fried served with New Orleans-style rémoulade sauce. [Pick a location to see pricing](#)

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### Award-Winning Ribs

Hand-rubbed with a secret blend of tongue-tingling spices, pit-smoked for 3-4 hours, slathered in sauce, then flame-kissed on the grill.

Served with corn bread muffin, corn-on-the-cob and your choice of two sides. [Pick a location to see pricing](#)

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### "The Big Slab" 📸

12-bones - Hand-rubbed with Dave's secret blend of tongue-tingling special spices and pit-smoked for 3-4 hours over a smoldering hickory fire. Then slathered with sauce over an open flame to seal in the Famous flavor and give them a crispy, caramelized coating. Like yours un-sauced? Order 'em naked.

[Pick a location to see pricing](#)

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### 1/2 Slab

6-bones - Hand-rubbed with Dave's secret blend of tongue-tingling special spices and pit-smoked for 3-4 hours over a smoldering hickory fire. Then slathered with sauce over an open flame to seal in the Famous flavor and give them a crispy, caramelized coating. Like yours un-sauced? Order 'em naked.

[Pick a location to see pricing](#)

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### 1/3 Slab

4-bones - Hand-rubbed with Dave's secret blend of tongue-tingling special spices and pit-smoked for 3-4 hours over a smoldering hickory fire. Then slathered with sauce over an open flame to seal in the Famous flavor and give them a crispy, caramelized coating. Like yours un-sauced? Order 'em naked.

[Pick a location to see pricing](#)

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### Barbeque Classics

Every day we smoke our meats over a smoldering, sweet hickory fire for up to 8 hours. We rub 'em with secret seasonings and slather them with the world's best sauces.

Served with corn bread muffin, corn-on-the-cob and your choice of two sides. [Pick a location to see pricing](#)

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### Georgia Chopped Pork

Smoked for up to 12 hours and chopped to order, our award-winning BBQ pork is juicier than a Georgia peach. [Pick a location to see pricing](#)

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### Barbeque Chicken

Our Country-Roasted Chicken flame-kissed and slathered with Rich & Sassy®. [Pick a location to see pricing](#)

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### Texas Beef Brisket

Our classic Texas Beef Brisket is rubbed with brown sugar, coarse black pepper and Dave's secret spices, then slow-smoked over hickory until it's juicy and tender. [Pick a location to see pricing](#)

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### Southside Rib Tips

A full pound of tips, hickory-smoked and fire-grilled with a Memphis-style dry rub. Served with a side of jalapeño pickled red onions, Hell-Fire Pickles and our Southside BBQ sauce. [Pick a location to see pricing](#)

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### Traditional or Boneless Wings

Our award-winning wings tossed in your choice of sauce. [Pick a location to see pricing](#)

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### Chicken Tenders

Crisp, golden-brown chicken tenders tossed in Dave's special seasoning and served with our own honey BBQ sauce. [Pick a location to see pricing](#)

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### Country-Roasted Chicken

Lemon-pepper marinated half-chicken, roasted and char-grilled to perfection. [Pick a location to see pricing](#)

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Add a cup of chicken wild rice soup, chili, fresh garden salad, side Caesar salad or baked potato to any meal for only [Pick a location to see pricing](#)

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Add an extra meat to any Classics or Combo for [Pick a location to see pricing](#)

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### Barbeque Combos

Our BBQ Combos will leave you with one delicious dilemma. Which two barbeque favorites to pair up tonight.

#### Chicken Tenders

Crisp, golden-brown chicken tenders tossed in Dave's special seasoning and served with our own honey BBQ sauce. [Pick a location to see pricing](#)

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#### Country-Roasted Chicken

Lemon-pepper marinated half-chicken, roasted and char-grilled to perfection. [Pick a location to see pricing](#)

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Served with corn bread muffin, corn-on-the-cob and your choice of two sides. [Pick a location to see pricing](#)

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#### Two-Meat BBQ Combo

Double your pleasure with any two different meat selections. [Pick a location to see pricing](#)

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#### St. Louis Rib-N-Meat BBQ Combo 📸

Don't just stick to your ribs - add to them! Get a 1/3 slab of our award-winning spareribs plus your choice of any one meat selection. [Pick a location to see pricing](#)

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Texas Beef Brisket • Georgia Chopped Pork • Southside Rib Tips Barbeque or Country-Roasted Chicken • Chicken Tenders • Hot Link Sausage Beer-Battered Cod • Traditional or Boneless Wings [Pick a location to see pricing](#)

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### Dave's Famous Feasts

**No, we're not running out of plates!**

We serve our BBQ Feasts on the lid of a garbage can because that was Dave's very first backyard smoker.

#### All-American BBQ Feast® 🍴

A full slab of St. Louis-Style Spareribs, a whole Country-Roasted Chicken, 1/2 lb. of either Texas Beef Brisket or Georgia Chopped Pork, Creamy Coleslaw, Famous Fries, Wilbur Beans, four corn-on-the-cob and four corn bread muffins. Served family-style for 4-6. [Pick a location to see pricing](#)

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#### Feast for Two 🍴

All the flavor, but half the size of our All-American BBQ Feast®. Served family-style for 2-3. [Pick a location to see pricing](#)

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### Real Que Sandwiches

Our 'Que sandwiches cover the 4 barbeque food groups: Smoked Meat, Seasoned Meat, Sliced Meat and Lots of Meat. Eat up!

Burgers include kettlechips and are served with spicy Hell-Fire Pickles. Order yours "Memphis-style" and for just 79 cents we'll top your 'que sandwich with creamy coleslaw. [Pick a location to see pricing](#)

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#### Georgia Chopped Pork Sandwich 🍔

Our award-winning, slow-smoked chopped pork topped with Rich & Sassy® BBQ sauce. [Pick a location to see pricing](#)

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#### Texas Beef Brisket Sandwich 🍔

Piled high with hand-seasoned, hickory-smoked Texas Beef Brisket. [Pick a location to see pricing](#)

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#### Barbeque Pulled Chicken Sandwich

Hand-pulled chicken, tossed in Rich & Sassy® and topped with melted Jack cheese. [Pick a location to see pricing](#)

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#### Texas Manhandler 🍔

The sandwich that separates the men from the boys. Texas Beef Brisket and zesty Hot Link Sausage, sliced thin, piled high and crowned with Hell-Fire Pickles. [Pick a location to see pricing](#)

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#### Hickory Chicken Sandwich

Marinated chicken breast, grilled and topped with Jack cheese and two strips of smoked bacon. [Pick a location to see pricing](#)

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#### Cajun Chicken Sandwich 🍔

Grilled chicken breast with pepper-Jack cheese, piled high with fried onion strings and topped with New Orleans-style rémoulade sauce. [Pick a location to see pricing](#)

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#### Char-Grilled Chicken Sandwich

Marinated chicken breast with crisp lettuce and tomato. [Pick a location to see pricing](#)

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### Dave's Famous Burgers

While barbeque built our reputation, here's a little secret: We give the same love and attention to everything we serve. Which is why even hardcore 'que lovers hanker for our burgers.

Seasoned ground beef patties, grilled medium-well, served with spicy Hell-Fire Pickles. All burgers come with BBQ chips. [Pick a location to see pricing](#)

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#### Ultimate BBQ Burger 🍔

A juicy ground beef patty beneath a pile of Georgia Chopped Pork with two strips of jalapeño bacon, melted sharp American cheese and our signature Beam & Cola BBQ sauce. [Pick a location to see pricing](#)

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#### Devil's Spit® Burger 🍔

Careful, this cow kicks! A seasoned burger slathered with Devil's Spit® BBQ sauce and topped with melted pepper-Jack cheese, jalapeño bacon and Hell-Fire Pickles. [Pick a location to see pricing](#)

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#### Dave's Favorite Burger 🍔

Melted Jack cheese, two strips of smoked bacon and Dave's favorite sauce - Rich & Sassy® - atop a char-grilled burger. [Pick a location to see pricing](#)

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#### Char-Grilled Cheeseburger

A classic burger, served with lettuce, tomato and your choice of melted Jack or sharp American cheese. [Pick a location to see pricing](#)

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#### Char-Grilled Burger

A classic burger, served with lettuce, and tomato. [Pick a location to see pricing](#)

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#### Undercooked Meats Statement\*

\*Consuming raw or undercooked meats may increase your risk of food borne illness. [Pick a location to see pricing](#)

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Burgers include kettlechips and are served with spicy Hell-Fire Pickles. Order yours "Memphis-style" and for just 79 cents we'll top your 'que sandwich with creamy coleslaw. [Pick a location to see pricing](#)

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#### Texas Manhandler 🍔

The sandwich that separates the men from the boys. Texas Beef Brisket and zesty Hot Link Sausage, sliced thin, piled high and crowned with Hell-Fire Pickles. [Pick a location to see pricing](#)

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#### Hickory Chicken Sandwich

Marinated chicken breast, grilled and topped with Jack cheese and two strips of smoked bacon. [Pick a location to see pricing](#)

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#### Cajun Chicken Sandwich 🍔

Grilled chicken breast with pepper-Jack cheese, piled high with fried onion strings and topped with New Orleans-style rémoulade sauce. [Pick a location to see pricing](#)

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Add a cup of soup, Dave's Famous Chili, fresh garden salad, side Caesar salad or baked potato to any meal for only [Pick a location to see pricing](#)

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### Citrus Grill

Dave loves makin' calorie watchers feel like they're cheating. These items are a tasty 600 calories or less. Served with two juicy grilled pineapple steaks and fresh steamed broccoli.

#### NEW Citrus Grilled Salmon

What a catch! A beautiful 6-ounce salmon fillet grilled to perfection and drizzled with our new Honey Chipotle Lime glaze. [Pick a location to see pricing](#)

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#### NEW Citrus Grilled Shrimp

Our new Honey Chipotle Lime glaze gives these plump, luscious shrimp skewers a real kick in the tail. It'll come sizzling off the grill and right onto your list of favorites. [Pick a location to see pricing](#)

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#### NEW Steak Tenderloins

Sinfully delicious, melt-in-your-mouth tender. Dave takes special pride in showing just how good light eating can be. [Pick a location to see pricing](#)

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#### NEW Dave's Naked Ribs 4-bones

The bare fact of the matter is Dave's ribs are so juicy and tender, they don't even need sauce to make your mouth water. In fact, some purists prefer it this way. And for a change of pace, you might, too. [Pick a location to see pricing](#)

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## Salads & Soups

Round out your meal with a hearty cup of soup, fresh garden or side Caesar salad.

All entrée salads served with a warm, freshly-baked corn bread muffin brushed with a honey-butter glaze. [Pick a location to see pricing](#)

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### Smoked Salmon Caesar Salad 🍷

Dig into the ultimate Caesar salad: featuring crisp romaine lettuce freshly tossed in Dave's own Caesar dressing and topped with chilled, hickory-smoked salmon. [Pick a location to see pricing](#)

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### Grilled Chicken Caesar Salad

A chilled platter of crisp romaine lettuce tossed in our own Caesar dressing topped with sliced, grilled chicken breast. [Pick a location to see pricing](#)

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### Caesar Salad without Chicken

A chilled platter of crisp romaine lettuce tossed in our own Caesar dressing topped with sliced. [Pick a location to see pricing](#)

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### Crispy Chicken Salad 🍷

Garden greens topped with fried chicken tenders, crisp bacon, grated cheddar, tomatoes and shoestring potatoes tossed with our house-made honey BBQ dressing. [Pick a location to see pricing](#)

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### Dave's Sassy BBQ Salad 🍷

Your choice of Barbeque Pulled Chicken, Texas Beef Brisket or Georgia Chopped Pork on a bed of crisp greens, smoked bacon, cheddar cheese, diced tomatoes and shoestring potatoes. Tossed with our house-made honey BBQ dressing. [Pick a location to see pricing](#)

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### Chicken Wild Rice Soup (Cup)

[Pick a location to see pricing](#)

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### Chicken Wild Rice Soup (Bowl)

[Pick a location to see pricing](#)

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### Dave's Famous Chili (Cup)

[Pick a location to see pricing](#)

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### Dave's Famous Chili (Bowl) 🍷

[Pick a location to see pricing](#)

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### Fresh Garden Salad or Side Caesar Salad 🍷

[Pick a location to see pricing](#)

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### Cup of Soup with Fresh Garden or Side Caesar Salad

[Pick a location to see pricing](#)





### Taste-Tempting Side Dishes

Our kicked up versions of traditional sides. You'll taste a hint of horseradish in our slaw, jalapeno in our beans and amaretto in our apples.

#### Wilbur Beans

Baked beans loaded with smoked pork, brisket, hot link sausage and jalapeño peppers. [Pick a location to see pricing](#)

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#### Creamy Coleslaw

A zesty slaw that's pineapple sweet with a hint of horseradish. [Pick a location to see pricing](#)

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#### Potato Salad

Potatoes with red onion, celery, hard-cooked egg, mayonnaise and a hint of mustard. [Pick a location to see pricing](#)

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#### Drunkin' Apples

Warm apples sauced in cinnamon and amaretto. [Pick a location to see pricing](#)

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#### Famous Fries

Crispy-fried, thick-cut, skin-on Russet potato wedges. [Pick a location to see pricing](#)

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#### Garlic Red-Skin Mashed Potatoes

Red-skin potatoes mixed with milk, butter and garlic. This tasty side is 100 calories or less. [Pick a location to see pricing](#)

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### Homestyle Desserts

Enlist a friend to share if necessary, but don't miss out on these unbelievable desserts.

#### Dave's Famous Bread Pudding 🍮

Melt-in-your-mouth scratch-made bread pudding and pecan praline sauce served warm with vanilla bean ice cream. [Pick a location to see pricing](#)

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#### Better Than Mom's Pecan Pie

Sticky, rich Georgia pecan pie, served warm with vanilla bean ice cream and whipped cream. [Pick a location to see pricing](#)

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#### Hot Fudge Kahlúa Brownie 🍮

Warm, walnut-covered chocolate brownie soaked with Kahlúa liqueur and topped with vanilla bean ice cream, hot fudge and whipped cream. [Pick a location to see pricing](#)

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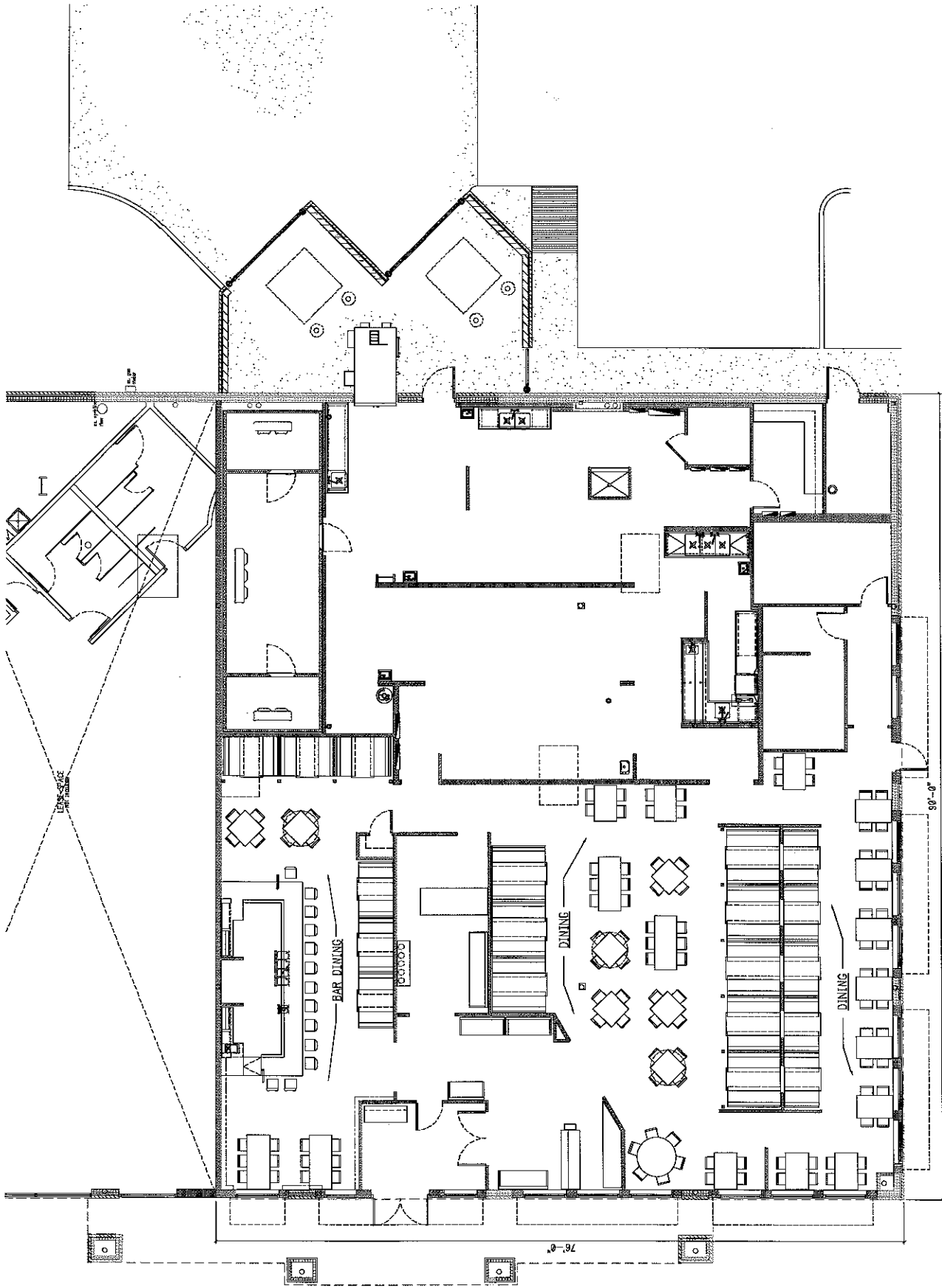
#### Famous Sundae

Vanilla bean ice cream drizzled with hot fudge or pecan praline sauce and topped with whipped cream. [Pick a location to see pricing](#)

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Famous Dave's  
2945 South Rochester Rd.  
Rochester Hills, MI



DINING SEATING: 154 SEATS  
BAR /COUNTER SEATING: 57 SEATS  
TOTAL # SEATS PROVIDED: 212 SEATS  
(11 HANDICAP SEATS PROVIDED)  
GROSS AREA: 9,980 SF

**FURNITURE AND EQUIPMENT PLAN**

N.T.S.



Centro  
Properties Group

October 28, 2009

**VIA U.S. MAIL**

Blue Ribbon Restaurants Rochester, LLC  
d/b/a Famous Dave's  
8451 Boulder Court, Suite 50  
Walled lake, MI 48390

Re: Lease dated September 1, 2009 (the "Lease") between New Plan Hampton Village, LLC ("Landlord") and Blue Ribbon Restaurants Rochester, LLC; d/b/a: Famous Dave's ("Tenant"), Hampton Village, Rochester Hills, MI.

Dear Tenant:

Enclosed please find one fully executed counterpart of the lease for your new business premises at the above captioned location.

This letter serves to confirm that Landlord tendered possession of the Demised Premises to Tenant on November 1, 2009 and Tenant opened for business on November 1, 2009.

Accordingly, pursuant to Section 1.01 of the Lease, the lease term commences as of November 1, 2009 and shall expire on October 31, 2016.

Attached please find a detailed outline of your total monthly charges as well as contact information for Hampton Village Shopping Center.

All requests for construction allowance and any other construction related issues should be directed to Julie Canty, Construction Department, Centro Properties Group, (248) 442-5923, who will be responsible for reviewing all plans and drawings and making final inspections on our behalf. Please address any correspondence to Ms. Canty, c/o Centro Properties Group, 22054 Farmington Road, Farmington, MI 48336.

We wish you much success.

Very truly yours,  
New Plan Hampton Village, LLC

Bruce Lovering  
Counsel, Midwest Region  
[bruce.lovering@centroprop.com](mailto:bruce.lovering@centroprop.com)

BL/vh

cc: J. O'Brien, N. Ohlinger, D. Mitchell, B. Lovering, MW Collections, T. Bassett, E. Bradford, J. Canty, L. Renaud  
D. Huczko, J. Winiarski

**Famous Daves  
Hampton Village, Rochester Hills, MI  
BU# 112301**

**Important Lease Information**

<b>Leasing Rep</b>	<b>Property Manager</b>	<b>Billing / Collection Matters</b>
Justine O'Brien justine.obrien@centroprop.com 248-442-5929 734-626-2626	Nancy Ohlinger nancy.ohlinger@centroprop.com 248-442-5912 248-535-5674	Brian Kolbe brian.kolbe@centroprop.com 248-442-5935

*Lockbox Address For Payments:*  
**Centro Properties Group  
 P.O. Box 74139  
 Cleveland, OH 44194-4139**

*Landlord's Notice Address:*  
**Centro Properties Group  
 Midwest Regional Office  
 22054 Farmington Road  
 Farmington, MI 48336**

**Monthly Rent:**

Monthly Annual Minimum Rent	\$8,333.33
Operating Cost Charge	\$742.33
Snow and Ice Removal Charge	\$175.67
Security Charge	\$0.00
Real Estate Tax Charge	\$1,394.00
Insurance Charge	\$113.33
Promotion Charge	\$0.00

**Total of Initial Monthly Charges \$10,758.66**

EXCERPT

**LEASE AGREEMENT**

**BY AND BETWEEN**

**NEW PLAN HAMPTON VILLAGE, LLC**

**AS LANDLORD**

**AND**

**BLUE RIBBON RESTAURANTS ROCHESTER, LLC**

**Trade Name: Famous Dave's**

**AS TENANT**

**HAMPTON VILLAGE SHOPPING CENTER**

**ROCHESTER HILLS, MICHIGAN**

EXCERPT

1 This lease (the "Lease") is made and entered into the date set forth below by and between NEW  
2 PLAN HAMPTON VILLAGE, LLC, a Delaware limited liability company, herein called "Landlord," and  
3 BLUE RIBBON RESTAURANTS ROCHESTER, LLC, a \* limited liability company, herein called "Tenant"  
4 and trading as "Famous Dave's."  
5

6 In consideration of the mutual covenants contained herein, and other good and valuable  
7 consideration, the sufficiency of which is hereby acknowledged, Landlord and Tenant, intending to be  
8 legally bound hereby, agree with each other as follows:  
9  
10

11 **ARTICLE I: BASIC LEASE PROVISIONS AND DEFINITIONS**

12  
13 **Section 1.01. Basic Lease Provisions and Definitions.**  
14

15 Wherever used in this Lease, the following terms shall have the meanings indicated. Each reference in  
16 this Lease to any of the Basic Lease Provisions in this Section 1.01 shall be deemed and construed to  
17 incorporate all of the terms provided under such Basic Lease Provision, provided that the Basic Lease  
18 Provisions shall be controlled by the specific terms and provisions of this Lease relating to the subject  
19 matter of the Basic Lease Provision.  
20

21 **Date of Lease:**

22 **Date of Lease:** September 1, 2009

23  
24 **Shopping Center and Demised Premises:**  
25

**Shopping Center or Center:** Hampton Village

**Shopping Center Address:** 2627 S. Rochester Road  
Rochester Hills, MI 48307

**Building Unit:** 112301

**Demised Premises or Premises** Store #FS4 with an approximate total square foot area of  
(See Section 2.01): 6,800, as depicted on Exhibit A attached hereto and made a  
part hereof.

26  
27 **Landlord and Tenant:**  
28

**Landlord's Address for Notices:** NEW PLAN HAMPTON VILLAGE, LLC  
c/o Centro Properties Group  
420 Lexington Avenue, 7<sup>th</sup> Floor  
New York, NY 10170  
Attention: Office of General Counsel  
Phone: (212) 869-3000  
Facsimile: (212) 302-4776

**Landlord's Address for Rent Payments:** NEW PLAN HAMPTON VILLAGE, LLC  
c/o Centro Properties Group  
P.O. Box 74139  
Cleveland, OH 44194-4139

**Tenant's Name and Billing Address::** BLUE RIBBON RESTAURANTS ROCHESTER, LLC  
8451 Boulder Court, Suite 50  
Walled Lake, MI 48390  
Phone: (248) 366-0490

**Trade Name (See Section 5.01):** Famous Dave's

29  
30 **Permitted Use:**  
31

**Permitted Use (See Section 5.01):** Tenant shall use and operate the Demised Premises solely for  
the purpose of: The operation of a take-out and sit-down  
restaurant serving primarily barbequed food.

EXCERPT

Tenant shall not use the Demised Premises, or permit the use thereof, for any other use or purpose.

SIC Code: 03B

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Lease Term:

**Lease Term:** The Lease Term shall be eighty-four (84) full months beginning on the Commencement Date.

**Commencement Date:** November 1, 2009

**Possession Date:** The date Landlord makes the Demised Premises available to Tenant. Tenant shall take possession of the Demised Premises on the Possession Date.

**Expiration Date:** The last day of the final calendar month of the Lease Term. The Lease shall end on the Expiration Date, unless sooner terminated as otherwise provided herein.

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Rent:

**Minimum Annual Rent (See Section 4.01):** \$8,333.33 per month from the Commencement Date through to the last day of the sixtieth (60<sup>th</sup>) month of the Lease Term.

\$10,000.00 per month from the first day of the sixty-first (61<sup>st</sup>) month through to the expiration of the Lease Term.

**Percentage Rent Rate:** 3%

**Breakpoint:** \$3,333,333.33 per Lease Year from the Commencement Date through the last day of the sixtieth (60<sup>th</sup>) month of the Lease Term.

\$4,000,000.00 per Lease Year from the sixty-first (61<sup>st</sup>) month of the Lease Term through the expiration of the Lease Term.

**Due Date:** 15th of each month after the "Breakpoint" has been exceeded

**Gross Sales Reporting Frequency:** Annually

**Tenant's Sales Reports (See Section 4.06)** Landlord requires that tenants provide an e-mail address for requesting Tenant's gross sales statements.

Tenant's e-mail address: \_\_\_\_\_

**Late Fee on Late Payments (See Section 4.10):** Five cents (\$0.05) for each dollar overdue

**Interest on Late Payments (See Section 4.10):** The lesser of: (i) four percent (4%) per annum above the prime rate published in The Wall Street Journal; or (ii) the highest lawful rate of interest permitted at the time in the state in which the Shopping Center is located calculated as of the due date.

**Late Payment:** Any payment not made within five (5) days after its due date.

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9

Additional Rent:

**Security Deposit (See Section 19.01):** None



EXHIBIT

**Rent Deposit (See Section 4.01(b)):** None

**Tax on Rentals (See Section 8.03):** All amounts provided for in this Article I are before taxes. If the Shopping Center is located in a jurisdiction that imposes a sales tax or other tax on rentals, such tax is in addition to, and not included in, the amounts provided for in this Lease and shall be paid by Tenant as Additional Rent unless specifically stated to the contrary.

**Operating Cost Percentage (See Section 9.02):** Tenant shall pay a pro rata share of the Shopping Center's operating costs plus an administrative fee of fifteen percent (15%) thereof. The Operating Cost Percentage used to determine Tenant's pro rata share shall be a fraction, the numerator of which is the number of square feet of leasable area within the Demised Premises and the denominator of which is the number of square feet of leasable floor area within the Shopping Center, whether leased, vacant or occupied, subject to adjustment as provided in Article 9. Landlord's estimate of the pro rata share for the year in which this Lease is executed is \$1.31 per square foot.

**Real Estate Tax Percentage (See Section 8.01):** Tenant shall pay a pro rata share of the Shopping Center's real estate taxes plus an administrative fee of five percent (5%). The Real Estate Tax Percentage used to determine Tenant's pro rata share shall be a fraction, the numerator of which is the number of square feet of leasable area within the Demised Premises and the denominator of which is the number of square feet of leasable floor area within the Shopping Center, whether leased, vacant or occupied, subject to adjustment as provided in Article 8. Tenant's current Real Estate Tax Percentage is 1.5%. Landlord's estimate of the pro rata share for the year in which this Lease is executed is \$2.46 per square foot.

**Insurance Charge (See Section 15.02):** Seventeen cents (\$0.17) per square foot per year, increased as set forth in Section 4.12

**Promotion Fund Charges (See Article XIII):** None

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**Miscellaneous:**

**Tenant's Insurance Requirements (See Article XV):**

**Commercial General Liability:** \$1,000,000.00 per occurrence; \$3,000,000.00 in the aggregate

**Personal property:** Full Replacement

**Other:** Other: Plate Glass, Boiler/Air Conditioning and, if applicable, Liquor Liability

**Broker (See Section 22.07):** None

**Signs:** Drawings and specifications shall be completed in accordance with Section 6.03 and Exhibit D.

3

EXCEPT

1 hostilities, military or usurped power, sabotage, governmental regulations or controls, fire or other  
2 casualty, inability to obtain any material, services or financing or through acts of God.

3  
4 **Section 22.09 Compliance with Anti-Terrorism, Embargo, Sanctions and Anti-Money Laundering**  
5 **Laws.**

6  
7 Tenant represents that neither Tenant, nor the principals, officers, partners, and/or members of Tenant:  
8 (i) are currently identified on the list maintained by the U.S. Department of the Treasury, Office of Foreign  
9 Assets Control ("OFAC"), generally known as the "OFAC List" (formerly known as the Specially  
10 Designated Nationals and Blocked Persons List); (ii) are currently identified on the lists maintained by the  
11 U.S. Department of Commerce (the "DOC List") and/or the U.S. Bureau of Industry and Security (the  
12 "BIS List"); (iii) act for or on behalf of any person or persons listed on the OFAC List, the DOC List, the  
13 BIS List, and/or any other known list of denied persons, excluded persons, and excluded entities  
14 maintained by the federal agencies of the United States; and (iv) is a person or persons, or acts for or on  
15 behalf of any person or persons, with whom a citizen or business of the United States is prohibited to  
16 engage in transactions by any trade embargo, economic sanction, or other prohibition of United States  
17 law, regulation, or Executive Order of the President of the United States of America.

18  
19  
20 **EXHIBITS:**

21  
22 EXHIBIT A - Site Plan

23  
24 EXHIBIT B - Landlord's Work

25  
26 EXHIBIT C - Rules and Regulations

27  
28 EXHIBIT D - Sign Specifications


29  
30 EXHIBIT E - Estoppel

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32 EXHIBIT F - Restrictions

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34 **IN WITNESS WHEREOF**, the parties have respectively signed and sealed this Lease as of the  
35 day and year first above written.

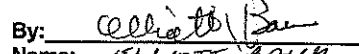
36  
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38 **SIGNATURES:**

39  
40 **LANDLORD:**  
41 **NEW PLAN HAMPTON VILLAGE, LLC**  
42 **a Delaware limited liability company**

43  
44  
45 By:   
46 **Timothy D. Koip**  
47 **Senior Vice President**

48  
49 Date of Execution: October 27, 2009

50  
51 **TENANT:**  
52 **BLUE RIBBON RESTAURANTS ROCHESTER, LLC**  
53 **a Michigan limited liability company**

54  
55 By:   
56 **Name: KELLIOTT BAUER**  
57 **Title: member**

58  
59  
60 **END - THIS LEASE IS COMPRISED OF ARTICLES I THROUGH XXII AND EXHIBITS A through F.**  
61

@@

CITY OF ROCHESTER HILLS  
1000 Rochester Hills DR. Rochester Hills, MI 48309

BLUE RIBBON MANAGEMENT CO

DATE: 2/22/2012  
RECEIPT NO: 422924 TRY  
DEPOSIT NO:

G/L NUMBER	DESCRIPTION	PERMIT	AMOUNT
101 452010	Lic.& Pmts.-Building Dep		550.00
101 451008	Lic.& Pmts.-Clerks Dept.		450.00

TOTAL AMOUNT:	1,000.00
CASH AMOUNT:	.00
CHECK AMOUNT:	1,000.00
CREDIT CARD:	.00
DEBIT CARD:	.00
TOTAL RECEIVED:	1,000.00
CHANGE TENDERED:	.00

CHECK #: 24427

RECEIVED BY:      TREASURER/LP



LAW OFFICES

# ADKISON, NEED & ALLEN

PROFESSIONAL LIMITED LIABILITY COMPANY

PHILLIP G. ADKISON  
KELLY A. ALLEN  
LISA J. HAMAMEH  
BARRY D. MALONE  
LINDA S. MAYER  
GREGORY K. NEED  
G. HANS RENTROP

40950 Woodward, Suite 300  
Bloomfield Hills, Michigan 48304  
Telephone (248) 540-7400  
Facsimile (248) 540-7401  
www.ANAfirm.com

OF COUNSEL:  
KEVIN M. CHUDLER  
COLEMAN E. KLEIN

February 13, 2012

**VIA UPS - 2<sup>ND</sup> DAY DELIVERY**

Ms. Jane Leslie, City Clerk  
City of Rochester Hills  
1000 Rochester Hills Drive  
Rochester Hills, Michigan 48307

**Re: Blue Ribbon Restaurants Rochester, LLC  
d/b/a Famous Dave's BBQ  
2945 S. Rochester Road, Rochester Hills, Michigan 48307**

Dear Ms. Leslie:

We represent the above captioned licensee, Blue Ribbon Restaurants Rochester, LLC ("BRR-Rochester"), which does business as Famous Dave's ("Famous Dave's"). The MLCC has pending requests to transfer .9% membership from existing member, Elliott J. Baum, to each of the new members, Aaron Baum, Natalie Baum, and Steven Baum, on or about August 25, 2011; to drop Alon D. Kaufman as member through redemption of 55% membership interest in the limited liability company, on or about August 31, 2011; and to transfer 94% membership interest from Elliott Baum, Trustee of the Elliott Baum Revocable Living Trust dated 12/7/84, to new member BR Restaurants Holdings, LLC; and members Aaron Baum, Natalie Baum, and Steven Baum each transfer 2% membership interest to new member BR Restaurant Holdings, LLC on or about October 2, 2011.

Per MLCC records, BRR-Rochester membership is as follows: Elliott Baum, Trust: 45% and Alon Kaufman: 55%.

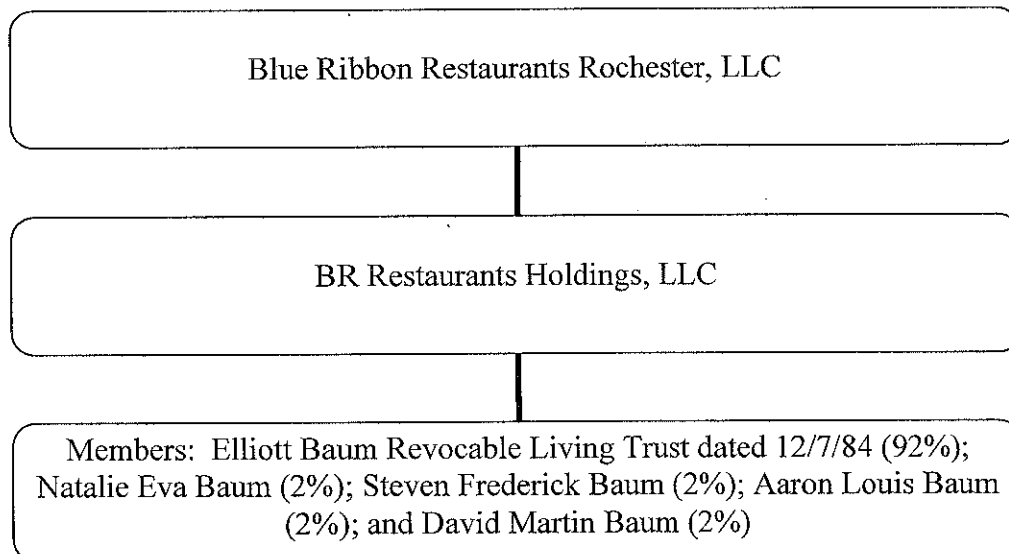
On or about August 25, 2011, Elliot Baum's Trust gifted .9% to his children Aaron Baum, Steven Baum, and Natalie Baum.

On August 31, 2011, BRR-Rochester redeemed member Alon Kaufman's 55% interest. The redemption of the membership interest of Alon Kaufman was financed from the following sources: Note from the company to Mr. Kaufman and the refinancing of existing bank loan with GE Capital Financial, Inc. Upon completion of the redemption of Alon Kaufman's interest to the company, the remaining members' interests increased proportionately based on their respective percentages in BRR-Rochester. The percentages after the redemption are as follows: Elliott Baum Trust: 94%; Aaron Baum: 2%; Steven Baum: 2%; and Natalie Baum: 2%.

On October 2, 2011, the members (Elliott Baum Trust: 94%; Aaron Baum: 2%; Steven Baum: 2%; and Natalie Baum: 2%) collectively transferred all their interests in BRR-Rochester to BR Restaurants Holdings, LLC ("Holdings"), in exchange for membership interests in Holdings, as follows: Elliott Baum Trust: 94%; Aaron Baum: 2%; Steven Baum: 2%; and Natalie Baum: 2%.

On November 4, 2011, the Elliott Baum Trust transferred a 2% interest in Holdings to Elliott Baum's son, David Baum.

Upon the completion of all the aforementioned transfers, the licensee BRR-Rochester has the following structure:



Famous Dave's has been operating in Rochester Hills since 2006. They will continue to operate a Famous Dave's Legendary Pit Bar-B-Que restaurant, offering barbeque style foods with award winning ribs, chicken, salads, and sandwiches in a unique and friendly family atmosphere at its existing location. Famous Dave's hours of operation will be Monday through Thursday: 11:00 am to 9:00 pm; Friday: 11:00 am to 10:00 pm; Saturday: noon to 10:00 pm and Sunday: noon to 9:00 pm. .

Famous Dave's is approximately 6,800 square feet and has a seating capacity of 212 patrons. Famous Dave's will not be renovating or changing the building.

Enclosed for your review are the following:

1. Application fee payable to City of Rochester Hills for \$1,000.00;
2. Application form executed by majority owner, Elliott Baum, with the following attachments:
  - A. Filed Articles of Organization and First Amended and Restated Operating Agreement for BRR-Rochester;
  - B. Filed Articles of Organization and Second Amended and Restated Operating Agreement for BR Restaurants Holdings, LLC;
  - C. Membership Interest Redemption Agreement;
  - D. Promissory Note between Alon Kaufman and BRR-Rochester and Term Loan Agreement and Promissory Notes for loans with GE Capital Financial, Inc.;
  - E. Lease Agreement;
  - F. Menu; and
  - G. Floor plan of the establishment.

Please begin the City's review of this application as soon as possible. If you have any questions, whatsoever, please feel free to call me or my legal assistant, Laura Peters. We look forward to meeting with you and being heard on the City Council's Agenda as soon as possible. Thank you for your assistance in this matter.

Very truly yours,

**ADKISON, NEED & ALLEN, P.L.L.C.**



Kelly A. Allen

KAA/lbp  
Enclosures

**Kelly Winters**

Feb 2

to me

Jane,

We approved the annual Liquor License inspection earlier this year, so I guess we have no concerns with the they have indocated.

Kelly

----- Forwarded message -----

From: **Scott Cope** <[cofes@rochesterhills.org](mailto:cofes@rochesterhills.org)>

Date: Wed, Feb 22, 2012 at 4:35 PM

Subject: Fwd: Stock Transfer Application - Famous Dave's

To: Kelly Winters <[wintersk@rochesterhills.org](mailto:wintersk@rochesterhills.org)>

Hey Kelly,

Please check EQ and see if we have an approved liquor inspection from last fall. If we do I'm good with sendir all is ok for the transfer.

Thanks,  
Scott

Hi Jane

Lt. Jacobs has no objections pending the outcome of the complete review by the main Sheriff's Office team.

---

**From:** Jacobs, Steve [mailto:[jacobss@oakgov.com](mailto:jacobss@oakgov.com)]  
**Sent:** Wednesday, February 22, 2012 10:30 AM  
**To:** 'DAlessandro, Judy'  
**Subject:** RE: Stock Transfer Application - Famous Dave's

Nope no problems..

---

**From:** DAlessandro, Judy [mailto:[dalessandroj@oakgov.com](mailto:dalessandroj@oakgov.com)]  
**Sent:** Wednesday, February 22, 2012 7:35 AM  
**To:** Lt. Steve Jacobs  
**Subject:** FW: Stock Transfer Application - Famous Dave's

Do you have any objections to the attached? Let me know and I will advise Jane





Department of Licensing and Regulatory Affairs  
**MICHIGAN LIQUOR CONTROL COMMISSION (MLCC)**  
7150 Harris Drive, P.O. Box 30005  
Lansing, Michigan 48909-7505

**FOR MLCC USE ONLY**

Request ID # 623422

Business ID # 165213

## **LOCAL APPROVAL NOTICE**

[Authorized by MCL 436.1501]

February 2, 2012

**TO:** Rochester Hills City Council  
Attn: Clerk  
1000 Rochester Hills Drive  
Rochester Hills, MI 48309-3033

**APPLICANT:** Blue Ribbon Restaurants Rochester, LLC

**Home Address and Telephone No. or Contact Address and Telephone No.:**

BR Restaurants Holdings, LLC, 8451 Boulder Court, Ste 50, Walled Lake, MI 48390

The MLCC cannot consider the approval of an application for a new or transfer of an on-premises license without the approval of the local legislative body pursuant to the provisions of MCL 436.1501 of the Liquor Control Code of 1998. For your information, local legislative body approval is also required for DANCE, ENTERTAINMENT, DANCE-ENTERTAINMENT AND TOPLESS ACTIVITY PERMITS AND FOR OFFICIAL PERMITS FOR EXTENDED HOURS FOR DANCE AND/OR ENTERTAINMENT pursuant to the provisions of MCL 436.1916 of the Liquor Control Code of 1998.

For your convenience a resolution form is enclosed that includes a description of the licensing application requiring consideration of the local legislative body. The clerk should complete the resolution certifying that your decision of approval or disapproval of the application was made at an official meeting. **Please return the completed resolution to the MLCC as soon as possible.**

If you have any questions, please contact Unit 3 of the Retail Licensing Division at (517) 636-0204.

**PLEASE COMPLETE ENCLOSED RESOLUTION AND RETURN  
TO THE LIQUOR CONTROL COMMISSION AT ABOVE ADDRESS**

### RESOLUTION

At a \_\_\_\_\_ meeting of the \_\_\_\_\_  
(Regular or Special) (Township Board, City or Village Council)

called to order by \_\_\_\_\_ on \_\_\_\_\_ at \_\_\_\_\_ P.M.

The following resolution was offered:

Moved by \_\_\_\_\_ and supported by \_\_\_\_\_

**That the request from** Blue Ribbon Restaurants Rochester, LLC to Transfer All Membership Interest in 2011 Class C licensed Limited Liability Company, located at 2945 S Rochester, Rochester Hills, MI 48307, Oakland County, wherein Elliot J. Baum transfers 0.9% membership interest each to new members Aaron Baum, Natalie Baum, and Steven Baum, on or about August 25, 2011, by dropping Alon D Kaufman as member through transfer of 55% membership interest to the Limited Liability Company, August 31, 2011; and wherein member Elliot J. Baum transfers 94% membership interest to new member, BR Restaurant Holdings, LLC, and members Aaron Baum, Natalie Baum, and Steven Baum each transfer 2% membership interest to new member, BR Restaurant Holdings, LLC, on or about October 2, 2011.

be considered for \_\_\_\_\_  
(Approval or Disapproval)

**APPROVAL**

**DISAPPROVAL**

Yeas: \_\_\_\_\_

Yeas: \_\_\_\_\_

Nays: \_\_\_\_\_

Nays: \_\_\_\_\_

Absent: \_\_\_\_\_

Absent: \_\_\_\_\_

It is the consensus of this legislative body that the application be:

\_\_\_\_\_ for issuance  
(Recommended or Not Recommended)

State of Michigan \_\_\_\_\_)

County of \_\_\_\_\_)

I hereby certify that the foregoing is a true and complete copy of a resolution offered and

adopted by the \_\_\_\_\_ at a \_\_\_\_\_  
(Township Board, City or Village Council) (Regular or Special)

meeting held on \_\_\_\_\_  
(Date)

(Signed) \_\_\_\_\_  
(Township, City or Village Clerk)

SEAL

\_\_\_\_\_  
(Mailing address of Township, City or Village)