

CITY OF ROCHESTER HILLS
CLASS C LIQUOR LICENSE APPLICATION

APPLICANT'S CHECK LIST FOR SUBMISSION

- X*___ Completed Application
 - X*___ Listing of Corporation/Partners
 - X*___ Building/Site Plans
 - X*___ Financial Statement
 - X*___ Lease Agreement (if applicable)
 - X*___ Menu
 - X*___ Training Policy
 - X*___ Fingerprints
 - NA*___ Dance/Entertainment Agreement (if applicable)
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CITY OF ROCHESTER HILLS

CLASS C LIQUOR LICENSE APPLICATION

Date: August 19, 2005

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

Applicant's Name: **Chipotle Mexican Grill of Colorado, LLC** Phone No. **303-595-4000**

Address: **1543 Wazee Street, Suite 200** City: **Denver** ST: **Colorado** 80202

Age: _____ Citizenship: _____ Date of Birth _____ Birthplace: _____

If naturalized, year and place: _____

If a partnership, please complete the following:

Partner's Name: _____ Phone No. _____

Address: _____ City _____ ST _____

Age: _____ Citizenship: _____ Date of Birth _____ Birthplace: _____

If naturalized, year and place: _____

Manager's Name: _____ Phone No. _____

Address: _____ City _____ ST _____

Age: _____ Date of Birth: _____

If a corporation, the names, addresses of the officers and directors, date of birth and age of each:

Applicant is a Limited Liability Company. Please See Attached Exhibit 1. _____

Liquor License Application

Location of Proposed License: **2611 Rochester Road, Rochester Hills, MI 48307**

Does applicant presently own the premises? NO

If not, name of owner of premise: **DPG-Rochester Hills, LLC, c/o Grant Perry Development, 6024 West Maple Road, Suite 106, West Bloomfield, MI 48322**

Legal Description of Property (Sidwell #) **15-26-351-002 (Lot 1 of Hampton Business Park No. 1)**

Length of time business has been in operation: **This will be a new location.**

Has applicant ever been convicted of a felony? Yes No

If convicted of felony, explain: _____

Has applicant previously applied for liquor license? Year requested: _____

Location of business: _____

Was liquor license granted: _____ **SEE EXHIBIT 2 ATTACHED**

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? **Owner/operator of Chipotle Mexican Grill restaurants.**

Length of time in named business? **Since 1999**

List all uses in addition to sale of alcoholic beverages: **Restaurant. See Exhibit 3 attached.**

Does applicant presently operate a restaurant? Yes No

Name and address of restaurant: **See Exhibit 2 attached.**

Does applicant presently hold a Class C liquor license? Yes No **See Exhibit 2 attached.**

Name and address of restaurant: _____

List record and history of any liquor license violations by the applicant for preceding ten (10) years
See Exhibit 4 attached. _____

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
See Exhibit 4 attached.

<u>Proposed Liquor Establishment:</u>	<u>Existing Building</u>	<u>New Construction</u>
<i>*This will be an approximately 2413 sq. ft. restaurant in a strip center (end cap conversion)</i>		
Size of Site:	_____	1.81 acres
Size of Building:	_____	2421 sq. feet
Size of Kitchen:	_____	1013
Seating Capacity:	_____	52
Size of Dance Floor, if any:	_____	NA
Percentage of Floor Area for Dining:	_____	793 (33%)
Percentage of Floor Area for Bar:	_____	NA
Present Zoning:	_____	B2-General Business
Required Zoning:	_____	B2-General Business
Cost of Remodeling:	_____	New Building
Cost of Construction:	_____	\$449,772.59
Estimated Dates of Construction	Start: 9-16-05	Completion: 12-9-05

Total cost to be expended by licensee for the licensed premises: **Estimated construction costs, soft costs, equipment, furniture \$740,000.00**

Building Plans Submitted – 3 Sets Required: Number of Copies Enclosed: **3**

Site Plans Submitted – 6 Sets Required: Number of Copies Enclosed: **6**

Do Site Plans show off-street parking and lighting? Yes _____ No _____ **(All parking on site)**

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Liquor License Application

Describe the proposed character/type of establishment (e.g. theme, entertainment, food)
See Exhibit 5 attached.

Describe the proposed full food menu:
See Exhibit 6 attached _____

Proposed menu attached: Yes XX No _____

Describe the surrounding neighborhood and explain how the proposed establishment fits this location in Rochester Hills.
See Exhibit 7 attached.

Revenues: Provide a breakdown of the anticipated revenues from food, alcoholic beverages and other revenues (copy must be attached): **See Exhibit 8 attached.** _____

Evidence of Financial Responsibility:

Amount of Funds supplied by Principals: **100% will be funded by sole member of Applicant, Chipotle Mexican Grill, Inc.**

Amount of Funds to be Financed: **\$0** _____

Name of Financer/Phone Number: **N/A** _____

Personal References/Phone Number:

Business References/Phone Number:

Has applicant completed a certified training program? Yes ____ No XX ***Employees will comply with Michigan Liquor Control Commission training requirements.***


Have employees completed a certified training program? Yes ____ No XX ***(Not currently, but will be required) In house training will also be provided, See Exhibit 9 attached.***

Names and addresses of those completing program

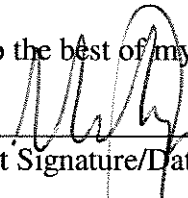
Applicant understands that should any of the above information prove to be inaccurate or untruthful, it will be grounds to deny applicant's request or revoke any approvals.

I (We) ***Chipotle Mexican Grill of Colorado, LLC*** _____
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.



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.

EXHIBIT 1

Chipotle Mexican Grill of Colorado, LLC a Colorado limited liability company

Corporate Information

- Organized in the State of Colorado
- Date of Organization: January 5, 1999
- Principal place of business:

1543 Wazee Street, Suite 200
Denver, CO 80202
(303) 595-4000

- Federal Employer Identification Number: 84-1485992, formed 01/05/99
- Charter No.: 19991002003
- Sole Member:

Chipotle Mexican Grill, Inc.
1543 Wazee Street, Suite 200
Denver, CO 80202

- General Managers:

M. Steven Ells
100 S. Marion Parkway
Denver, CO 80209
(303) 792-0930
DOB: 09/12/1965
SS#: 523-27-9603

Montgomery F. Moran
7705 Fairview Road
Boulder, CO 80303
(303) 604-6755
DOB: 08/12/1966
SS#: 524-33-6476

EXHIBIT 2

Chipotle Mexican Grill of Colorado, LLC a Colorado limited liability company

This will be the first time Applicant will apply for a liquor license in the State of Michigan. Applicant presently holds liquor licenses for Chipotle Mexican Grill restaurants in: Oregon, Kentucky, Minnesota, Missouri, Ohio, Florida, Georgia, Nevada, Washington and New York.

See attached for locations and licenses held.

Chipotle Mexican Grill of Colorado, LLC

List of Locations

Chipotle Designations	OpenDate	Category/Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
Winter Park - 360	04-Dec-03	Liquor License State	525 South Orlando Ave	Winter Park	FL	Orange	32789	Alcoholic Beverage License	30-Sep-05	02-Sep-04
Winter Park - 360	04-Dec-03	Liquor License City	525 South Orlando Ave	Winter Park	FL	Orange	32789	Beer/Wine on Premises - Class 5	30-Sep-05	
U of Central FL - 457	26-Feb-04	Liquor License State	11680 University Boulevard	Orlando	FL	Orange	32817	Alcoholic Beverage License	30-Sep-05	02-Sep-04
U of Florida - 486	17-Mar-04	Liquor License State	1432 West University Ave	Gainesville	FL	Alachua	32603	Liquor License State	30-Sep-05	02-Sep-04
East Colonial - 442	19-May-04	Liquor License State	2901 East Colonial Drive	Orlando	FL	Orange	32803	Liquor License	30-Sep-05	02-Sep-04
Metrowest - 570	27-Oct-04	Liquor License State	2850 S. Kirkman Road	Orlando	FL	Orange	32811	2COP Beer \$ Wine License	30-Sep-05	28-Oct-04
Allamonte - 604	03-Dec-04	Liquor License State	400 State Road 436	Allamonte Springs	FL	Seminole	32714	Liquor License	30-Sep-05	19-Nov-04
Westshore - 611	10-Feb-05	Liquor License State	309 N. Westshore	Tampa	FL	Hillsborough	33609	2COP Beer \$ Wine License	30-Sep-05	09-May-05
Florida Mall - 675	14-Apr-05	Liquor License State	00001 Sand Lake Rd, Building D, Space 110	Orlando	FL	Orange	32809	2COP (Beer \$ Wine)	30-Sep-05	19-May-05
South Orange - 647	16-Jun-05	Liquor License State	2211 S. Orange	Orlando	FL	Orange	32806	Beer \$ Wine License	30-Sep-05	23-Jun-05
Roswell - 374	30-Apr-03	Liquor License State	10800 Alpharetta Highway Suite 288	Roswell	GA	Fulton	30076	State Liquor Permit	31-Dec-05	15-Feb-05
Roswell - 374	30-Apr-03	Liquor License City	10800 Alpharetta Highway Suite 288	Roswell	GA	Fulton	30076	City Full Pouring/Liquor, Beer & Wine/Sunday Sales	31-Dec-05	
Gwinnett - 379	25-Jul-03	Liquor License County	2040 Pleasant Hill Road	Duluth	GA	Gwinnett	30096	County Liquor License	31-Dec-05	01-Jan-05
Gwinnett - 379	25-Jul-03	Liquor License State	2040 Pleasant Hill Road	Duluth	GA	Gwinnett	30096	State Liquor License	31-Dec-05	15-Feb-05
Windward - 428	27-Aug-03	Liquor License County	5250 Windward Parkway	Alpharetta	GA	Fulton	30004	County Liquor License	31-Dec-05	01-Jan-05
Windward - 428	27-Aug-03	Liquor License State	5250 Windward Parkway	Alpharetta	GA	Fulton	30004	State Liquor	31-Dec-05	15-Feb-05
Buckhead North - 391	09-Oct-03	Liquor License State	3424 Piedmont Road	Atlanta	GA	Fulton	30305	State Liquor License	31-Dec-05	15-Feb-05
Buckhead North - 391	09-Oct-03	Liquor License City	3424 Piedmont Road	Atlanta	GA	Fulton	30305	City Liquor License	31-Dec-05	

Chipotle Mexican Grill of Colorado, LLC
List of locations

Chipotle Designations	Open Date	Category Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
John's Creek - 459	03-Dec-03	Liquor License City	11720 Medlock Bridge Road, Bld. 100, Suite 135	Duluth	GA	Fulton	30097	County Liquor License	31-Dec-05	01-Jan-05
John's Creek - 459	03-Dec-03	Liquor License State	11720 Medlock Bridge Rd, Bld 100, #135	Duluth	GA	Fulton	30097	State Liquor License	31-Dec-05	15-Feb-05
Toco Hills - 485	12-Dec-03	Liquor License County	2693 N. Druid Hills	Atlanta	GA	DeKalb	30329	County Liquor License	31-Dec-05	
Toco Hills - 485	12-Dec-03	Liquor License State	2693 N. Druid Hills	Atlanta	GA	DeKalb	30329	State Liquor License	31-Dec-05	
Sandy Springs - 477	17-Dec-03	Liquor License County	5920 Roswell Road	Atlanta	GA	Fulton	30328	Liquor License	31-Dec-05	01-Jan-05
Sandy Springs - 477	17-Dec-03	Liquor License State	5920 Roswell Road	Atlanta	GA	Fulton	30328	State Liquor License	31-Dec-05	15-Feb-05
Cumberland - 576	28-Jul-04	Liquor License State	2973 B Cobb Parkway	Atlanta	GA	Cobb	30339	State Liquor License	31-Dec-05	15-Feb-05
Cumberland - 576	28-Jul-04	Liquor License County	2973 B Cobb Parkway	Atlanta	GA	Cobb	30339	County Liquor License	31-Dec-05	
Ponce De Leon - 373	10-Nov-04	Liquor License State	718 Ponce de Leon Ave.	Atlanta	GA	Fulton	30306	State Liquor License	31-Dec-05	17-Mar-05
Ponce De Leon - 373	10-Nov-04	Liquor License City	718 Ponce de Leon Ave.	Atlanta	GA	Fulton	30306	Liquor License		
College Plaza - 554	16-Jul-04	Liquor License State	3340 W. 86th Street	Indianapolis	IN	Marion	46268	Three Way (Beer, Wine \$ Liquor)	18-Aug-06	20-Jun-05
College Plaza - 554	16-Jul-04	Liquor License State	3340 W. 86th Street	Indianapolis	IN	Marion	46268	Three Way (Beer, Wine \$ Liquor)	18-Aug-06	
Carmel - 509	16-Jul-04	Liquor License State	1422 Keystone Way	Carmel	IN	Harrison	46032	One Way (Beer Only)	18-Aug-06	
Carmel - 509	16-Jul-04	Liquor License State	1422 Keystone Way	Carmel	IN	Marion	46240	Three Way (Beer, Wine \$ Liquor)	18-Aug-06	20-Jun-05
U of Kentucky - 499	23-Jan-04	Liquor License State	345 South Limestone	Lexington	KY	Fayette	40508	ABC License	31-Oct-05	01-Nov-04
U of Kentucky - 499	23-Jan-04	Liquor License County	345 South Limestone	Lexington	KY	Fayette	40508	Liquor & Beer (County)	31-Oct-05	01-Nov-04
U of Kentucky - 499	23-Jan-04	Liquor License City	345 South Limestone	Lexington	KY	Fayette	40508	Occupational License Fee	31-Oct-05	
Mt. Tabor - 572	28-May-04	Liquor License State	2905 Richmond Road	Lexington	KY	Fayette	40508	Liquor and Beer - State	31-Oct-05	01-Nov-04
Mt. Tabor - 572	28-May-04	Liquor License County	2905 Richmond Road	Lexington	KY	Fayette	40508	Liquor and Beer - Local	31-Oct-05	01-Nov-04
Mt. Tabor - 572	28-May-04	Liquor License County	2905 Richmond Road	Lexington	KY	Fayette	40508	Occupational License	30-Sep-05	
Florence - 565	04-Jun-04	Liquor License State	7516 Mail Road	Florence	KY	Boone	41042	State Liquor License	30-Sep-05	17-Mar-05
Florence - 565	04-Jun-04	Liquor License City	7516 Mail Road	Florence	KY	Boone	41042	City Liquor License	30-Jun-06	
Hamburg Place - 545	05-Nov-04	Liquor License County	1869 PLAUDIT PLACE SUITE140	Lexington	KY	Fayette	40509	Liquor License (County)		
Hamburg Place - 545	05-Nov-04	Liquor License State	1869 PLAUDIT PLACE SUITE140	Lexington	KY	Fayette	40509	Liquor License (State)		

Chipotle Mexican Grill of Colorado, LLC

List of Locations

Chipotle Designations	Open Date	Category/Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
Butternik - 689	29-Jul-05	Liquor License City	525 BUTTERMILK PIKE	CRESCENT SPRINGS	KY	kenton	41017	Retail Malt Liquor		
Stadium Village - 21	15-Mar-99	Liquor License City	800 S.E. Washington Avenue	Minneapolis	MN	Hennepin	55414	Liquor On-Sale w/Sunday Sale	01-Jan-06	10-Mar-05
Stadium Village - 21	15-Mar-99	Liquor License City	800 S.E. Washington Avenue	Minneapolis	MN	Hennepin	55414	Liquor	31-Dec-05	
Highland Crossing - 25	18-Jun-99	Liquor License State	2082 Ford Parkway	St. Paul	MN	Ramsey	55116	Retailer's ID Card - Wine or Liquor	30-Jun-06	01-May-05
Highland Crossing - 25	18-Jun-99	Liquor License City	2082 Ford Parkway	St. Paul	MN	Ramsey	55116	City Liquor License	04-Jun-06	17-May-05
Rainbow Village - 28	06-Aug-99	Liquor License State	3959 2nd Street South	St. Cloud	MN	Benton	56301	Retailer's ID Card - Wine or Liquor	30-Jun-06	28-Apr-05
Rainbow Village - 28	06-Aug-99	Liquor License City	3959 2nd Street South	St. Cloud	MN	Benton	56301	Intoxicating Liquor-On Sale License	30-Jun-06	01-Jul-05
Calhoun Commons - 30	20-Aug-99	Liquor License State	3040 Excelsior Blvd.	Minneapolis	MN	Hennepin	55416	Retailer's ID Card - Wine or Liquor	31-Dec-05	
Calhoun Commons - 30	20-Aug-99	Liquor License City	3040 Excelsior Blvd.	Minneapolis	MN	Hennepin	55416	Liquor On-Sale w/Sunday Sale	01-Jan-06	
Apple Valley - 33	15-Oct-99	Liquor License City	7638 W. 150th Street	Apple Valley	MN	Dakota	55124	3.2% Malt Liquor "On Sale" License	31-Dec-05	
Apple Valley - 33	15-Oct-99	Liquor License State	7638 W. 150th Street	Apple Valley	MN	Dakota	55124	Retailer's ID Card - Wine or Liquor	31-Dec-05	
Arbor Lakes - 19	21-Jan-00	Liquor License State	7750 Main Street North	Maple Grove	MN	Hennepin	55369	Retailer's ID Card - Wine or Liquor	30-Jun-06	28-Apr-06
Arbor Lakes - 19	21-Jan-00	Liquor License City	7750 Main Street North	Maple Grove	MN	Hennepin	55369	On Sale and Sunday Sales	30-Jun-06	
Arbor Lakes - 19	21-Jan-00	Liquor License City	7750 Main Street North	Maple Grove	MN	Hennepin	55369	City "On Sale"	30-Jun-06	
Lawson - 128	30-Jan-01	Liquor License City	29 5th Street West	St. Paul	MN	Ramsey	55101	City Liquor License	17-Jan-06	
Lawson - 128	30-Jan-01	Liquor License City	29 5th Street West	St. Paul	MN	Ramsey	55101	Retailer's ID Card - Wine or Liquor	17-Jan-06	
Plymouth - 196	29-Apr-01	Liquor License City	3425 Vicksburg Lane N	Plymouth	MN	Hennepin	55447	Liquor On-Sale w/Sunday Sale	31-Jan-06	20-Jan-05
Plymouth - 196	29-Apr-01	Liquor License State	3425 Vicksburg Lane N	Plymouth	MN	Hennepin	55447	Retailer's ID Card - Wine or Liquor	31-Jan-06	

Chipotle Mexican Grill of Colorado, LLC
List of locations

Chipotle Designations	Open Date	Category/Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
Maplewood - 224	15-Jul-01	Liquor License City	2303 White Bear Ave	Maplewood	MN	Ramsey	55109	General Corporate License-Sunday Sale	31-Dec-05	
Maplewood - 224	15-Jul-01	Liquor License City	2303 White Bear Ave	Maplewood	MN	Ramsey	55109	Liquor License - On Sale	31-Dec-05	
Robert Street - 226	30-Jul-01	Liquor License City	1857 Robert Street	West St. Paul	MN	Ramsey	55118	Special Sunday- On Sale	31-Dec-05	29-Dec-04
Robert Street - 226	30-Jul-01	Liquor License City	1857 Robert Street	West St. Paul	MN	Ramsey	55118	Liquor License - On Sale	31-Dec-05	30-Dec-04
Woodbury - 234	19-Oct-01	Liquor License City	7455 Currell Blvd. #116	Woodbury	MN	Washington	55125	On Sale 3.2% Malt Liquor License	31-Mar-06	09-Mar-05
Woodbury - 234	19-Oct-01	Liquor License City	7455 Currell Blvd. #116	Woodbury	MN	Washington	55125	Wine License - On Sale	31-Mar-06	21-Mar-05
Woodbury - 234	19-Oct-01	Liquor License State	7455 Currell Blvd. #116	Woodbury	MN	Washington	55125	Retailer's ID Card - Wine or Liquor	31-Mar-06	
Skyway - 186	22-Oct-01	Liquor License City	50 South 6th	Minneapolis	MN	Hennepin	55402	Liquor On-Sale w/Sunday Sale	01-Jan-06	10-Mar-05
Skyway - 186	22-Oct-01	Liquor License City	50 South 6th	Minneapolis	MN	Hennepin	55402	Retailer's ID Card - Wine or Liquor	31-Dec-05	
Burnhaven - 265	16-Dec-01	Liquor License State	728 County Road 42 West	Burnsville	MN	Hennepin	55337	Retailer's ID Card - Wine or Liquor	30-Jun-06	28-Apr-04
Burnhaven - 265	16-Dec-01	Liquor License City	728 County Road 42 West	Burnsville	MN	Hennepin	55337	3.2 % Malt Liquors-On Sale	30-Jun-06	
Burnhaven - 265	16-Dec-01	Liquor License City	728 County Road 42 West	Burnsville	MN	Hennepin	55337	Wine License - On Sale	30-Jun-06	
7 Corners - 268	08-Feb-02	Liquor License State	229 Cedar Ave South	Minneapolis	MN	Hennepin	55454	Retailer's ID Card - Wine or Liquor	31-Dec-05	
7 Corners - 268	08-Feb-02	Liquor License City	229 Cedar Ave South	Minneapolis	MN	Hennepin	55454	Liquor On-Sale w/Sunday Sale	01-Jan-06	
St. Anthony - 251	17-Feb-02	Liquor License City	225 Hennepin Ave East	Minneapolis	MN	Hennepin	55414	Liquor On-Sale w/Sunday Sale	01-Jan-06	10-Mar-05
St. Anthony - 251	17-Feb-02	Liquor License State	225 Hennepin Ave East	Minneapolis	MN	Hennepin	55414	Retailer's ID Card - Wine or Liquor	31-Dec-05	
Nicollet Mall - 263	29-Apr-02	Liquor License City	1040 Nicollet Mall	Minneapolis	MN	Ramsey	55403	Liquor On-Sale w/Sunday Sale	01-Jan-06	10-Mar-05
Coon Rapids - 324	28-Sep-02	Liquor License City	3455 River Rapids Dr. NW	Coon Rapids	MN	Anoka	55448	Liquor License	31-Dec-05	21-Dec-04

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Chipotle Designations	OpenDate	CategoryName	Address	City	State	County	Zip	License Name	Exp Date	License Date
Coon Rapids - 324	28-Sep-02	Liquor License City	3455 River Rapids Dr. NW	Coon Rapids	MN	Anoka	55448	Wine License "On Sale"	31-Dec-05	21-Dec-04
Coon Rapids - 324	28-Sep-02	Liquor License State	3455 River Rapids Dr. NW	Coon Rapids	MN	Anoka	55448	Retailer's ID Card - Wine or Liquor	31-Dec-05	
St. Louis Park - 311	30-Dec-02	Liquor License City	5480 Excelsior Blvd	St Louis Park	MN	Hennepin	55416	On Sale Wine License	28-Feb-06	
St. Louis Park - 311	30-Dec-02	Liquor License City	5480 Excelsior Blvd	St Louis Park	MN	Hennepin	55416	Wine and Beer License	28-Feb-06	
St. Louis Park - 311	30-Dec-02	Liquor License State	5480 Excelsior Blvd	St Louis Park	MN	Hennepin	55416	Retailer's ID Card - Wine or Liquor	28-Feb-06	
Chanhassen - 431	11-Jul-03	Liquor License City	560 W 79th Street	Chanhassen	MN	Hennepin	55317	Intoxicating Liquor-On Sale License	30-Apr-06	28-Mar-05
Chanhassen - 431	11-Jul-03	Liquor License State	560 W 79th Street	Chanhassen	MN	Hennepin	55317	Retailer's ID Card for Liquor or Wine	30-Apr-06	
Hennepin - 365	27-Jul-03	Liquor License State	2600 Hennepin Ave	Minneapolis	MN	Hennepin	55408	Retailer's ID Card - Liquor	31-Dec-05	
Hennepin - 365	27-Jul-03	Liquor License City	2600 Hennepin Ave	Minneapolis	MN	Hennepin	55408	On-Sale Liquor License	01-Jan-06	
Eden Prairie - 338	19-Nov-03	Liquor License City	13250 Technology Drive, Suite 108	Eden Prairie	MN	Hennepin	55344	City Liquor License	31-Dec-05	
Edina - 419	15-Jan-04	Liquor License City	6801 York Ave South	Edina	MN	Hennepin	55435	City Liquor License	31-Mar-06	01-Mar-05
Edina - 419	15-Jan-04	Liquor License State	6801 York Ave South	Edina	MN	Hennepin	55435	Retailer's Buyer Card	31-Mar-06	
Rochester - 557	30-Jan-04	Liquor License State	3780 Marketplace NW, Suite 100	Rochester	MN	Olmsted	55901	Retailer's ID Card - Wine or Liquor	31-Mar-06	
Rochester - 557	30-Jan-04	Liquor License City	3780 Marketplace NW, Suite 100	Rochester	MN	Olmsted	55901	Liquor License	01-Apr-06	
Mankato - 551	21-Apr-04	Liquor License City	1625 Warren Street	Mankato	MN	Blue Earth	56001	City Liquor License	30-Apr-06	01-May-05
Mankato - 551	21-Apr-04	Liquor License City	1625 Warren Street	Mankato	MN	Blue Earth	56001	AUTO 3.2 % Malt Liquor	30-Apr-06	
Mankato - 551	21-Apr-04	Liquor License City	1625 Warren Street	Mankato	MN	Blue Earth	56001	Sunday On-Sale Liquor	30-Apr-06	01-May-05
Mankato - 551	21-Apr-04	Liquor License State	1625 Warren Street	Mankato	MN	Blue Earth	56001	Retailer's ID Card	30-Apr-06	
Hopkins - 593	30-May-04	Liquor License City	786 Mainstreet	Hopkins	MN	Hennepin	55343	Wine/Strong Beer On Sale Liquor License	30-Jun-06	01-Jul-05
Hopkins - 593	30-May-04	Liquor License State	786 Mainstreet	Hopkins	MN	Hennepin	55343	Retailer's Card		
Brooklyn Park - 514	19-Jun-04	Liquor License State	7635 Jolly Land	Brooklyn Park	MN	Hennepin	55428	Retailer's ID Card	30-Jun-06	28-Apr-05
Brooklyn Park - 514	19-Jun-04	Liquor License City	7635 Jolly Land	Brooklyn Park	MN	Hennepin	55428	Class B On Sale Liquor	30-Jun-06	21-Jun-05
Brooklyn Park - 514	19-Jun-04	Liquor License City	7635 Jolly Land	Brooklyn Park	MN	Hennepin	55428	CUP		

Chipotle Mexican Grill of Colorado, LLC

List of locations

Chipotle Designations	OpenDate	Category/Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
Blaine - 630	29-Jul-04	Liquor License City	10450 BALTIMORE ST. NE #100	Blaine	MN	Anoka	55449	On-Sale Beverage License	31-Dec-05	
Richfield - 594	14-Nov-04	Liquor License City	7644 LYNDALE AVE. SOUTH #200	Richfield	MN	Hennepin	55423	On-Sale Wine/Strong Beer	31-Dec-05	
Lake Elmo - 657	27-Jan-05	Liquor License City	9965 Hudson Road	Woodbury	MN	Washington	55125	On-Sale Wine & Beer / 3.2 malt liquor	31-Mar-06	09-Mar-05
Lake Elmo - 657	27-Jan-05	Liquor License State	9965 Hudson Road	Woodbury	MN	Washington	55125	Retailer's ID Card	31-Mar-06	
Ear of Corn - 649	31-Jan-05	Liquor License City	1201 South Broadway	Rochester	MN	Olmsted	55904	Beer License		
Ear of Corn - 649	31-Jan-05	Liquor License State	1201 South Broadway	Rochester	MN	Olmsted	55904	Retailer's ID Card	31-Dec-05	
Stillwater - 653	03-Feb-05	Liquor License City	13315 60TH STREET NORTH	OAK PARK HEIGHTS	MN	Washington	55082	Strong Beer License		
Stillwater - 653	03-Feb-05	Liquor License State	13315 60TH STREET NORTH	OAK PARK HEIGHTS	MN	Washington	55082	Retailer's ID Card	31-Dec-05	
Silver Lake - 728	24-Jun-05	Liquor License City	2701 39th Ave. NE, Suite 128	St. Anthony	MN	Ramsey	55418	Intoxicating Liquor License	15-Mar-06	26-Apr-05
Crystal - 764	21-Nov-05	Liquor License City			MN			On-Sale Intoxicating License		
Bell - 16	20-Jul-98	Liquor License City	1713 W. 39th Street	Kansas City	MO	Jackson	64111	Regulated Industries License	31-Dec-05	04-Jan-05
Bell - 16	20-Jul-98	Liquor License State	1713 W. 39th Street	Kansas City	MO	Jackson	64111	Retail Liquor By Drink	30-Jun-06	
Bell - 16	20-Jul-98	Liquor License State	1713 W. 39th Street	Kansas City	MO	Jackson	64111	Sunday by Drink	30-Jun-06	
Waldo - 51	07-Jan-00	Liquor License City	501 W. 75th St.	Kansas City	MO	Jackson	64113	Regulated Industries License	31-Dec-05	27-Dec-04
Waldo - 51	07-Jan-00	Liquor License State	501 W. 75th St.	Kansas City	MO	Jackson	64113	Retail Liquor By Drink	30-Jun-06	
Waldo - 51	07-Jan-00	Liquor License State	501 W. 75th St.	Kansas City	MO	Jackson	64113	Sunday by Drink	30-Jun-06	
Mizzou - 315	09-Sep-02	Liquor License County	306 S. 9th Street	Columbia	MO	Boone	65201	Retail by drink	30-Jun-06	01-Jul-05
Mizzou - 315	09-Sep-02	Liquor License County	306 S. 9th Street	Columbia	MO	Boone	65201	Sunday by Drink	30-Jun-06	
Mizzou - 315	09-Sep-02	Liquor License State	306 S. 9th Street	Columbia	MO	Boone	65201	Retail Liquor By Drink	30-Jun-06	
Mizzou - 315	09-Sep-02	Liquor License State	306 S. 9th Street	Columbia	MO	Boone	65201	Sunday by Drink	30-Jun-06	
Mizzou - 315	09-Sep-02	Liquor License County	306 S. 9th Street	Columbia	MO	Boone	65201	Sunday by Drink	30-Jun-06	
Mizzou - 315	09-Sep-02	Liquor License County	306 S. 9th Street	Columbia	MO	Boone	65201	Alcoholic Beverage License	30-Jun-06	
Barry North - 335	31-Jul-03	Liquor License City	8600 N. Boardwalk Ave., Suite SP33	Kansas City	MO	Platte	64154	Regulated Industries License	31-Dec-05	04-Jan-05
Barry North - 335	31-Jul-03	Liquor License County	8600 N. Boardwalk Ave., Suite SP33	Kansas City	MO	Platte	64154	Retail Liquor by Drink - County	31-Dec-05	

Chipotle Mexican Grill of Colorado, LLC

List of Locations

Chipotle Designations	OpenDate	CategoryName	Address	City	State	County	Zip	License Name	Exp Date	License Date
Barry North - 335	31-Jul-03	Liquor License County	8600 N. Boardwalk Ave., Suite SP33	Kansas City	MO	Platte	64154	Sunday by Drink - County	31-Dec-05	
Barry North - 335	31-Jul-03	Liquor License State	8600 N. Boardwalk Ave., Suite SP33	Kansas City	MO	Platte	64154	Retail Liquor by Drink	30-Jun-06	
Barry North - 335	31-Jul-03	Liquor License State	8600 N. Boardwalk Ave., Suite SP33	Kansas City	MO	Platte	64154	Sunday by drink	30-Jun-06	
Main Street KC - 648	21-Feb-05	Liquor License City	4851 Main Street	Kansas City	MO	Jackson	64112	City Liquor License	31-Dec-05	04-Jan-05
Main Street KC - 648	21-Feb-05	Liquor License State	4851 Main Street	Kansas City	MO	Jackson	64112	Retail By Drink	30-Jun-06	
St. Joe - 669	18-Aug-05	Liquor License State	5107 Bell Highway, Suite 107	St. Joseph	MO	Buchanan	64506	Liquor License		
U of Nebraska - 439	06-Nov-03	Liquor License City	232 N 13th Street, Suite 4	Lincoln	NE	Lancaster	68508	Liquor License	30-Apr-06	28-Apr-05
U of Nebraska - 439	06-Nov-03	Liquor License State	232 N 13th Street, Suite 4	Lincoln	NE	Lancaster	68508	Class Alcoholic Liquor On Sale	30-Apr-06	
West Maple - 450	09-Apr-04	Liquor License State	3605 North 147th Street, Suite 111	Omaha	NE	Douglas	68116	Class Alcoholic Liquor on sale	30-Apr-06	
West Maple - 450	09-Apr-04	Liquor License City	3605 North 147th Street, Suite 111	Omaha	NE	Douglas	68116	Liquor License	30-Apr-06	
72nd Crossing - 612	05-Nov-04	Liquor License City	201 S. 72ND STREET	OMAHA	NE	Douglas	68114	Liquor License City	30-Apr-06	30-Apr-05
South Ridge - 673	17-Dec-04	Liquor License State	2801 Pine Lake Rd	Lincoln	NE	Lancaster	68512	Liquor License	30-Apr-06	01-May-05
South Ridge - 673	17-Dec-04	Liquor License City	2801 Pine Lake Rd	Lincoln	NE	Lancaster	68512	City Liquor License	30-Apr-06	
Legacy West - 666	25-Jul-05	Liquor License State	2717 S 177th Street	Omaha	NE	Douglas	68130	State Liquor License		
Baker Square - 707	28-Jul-05	Liquor License State	13203 West Center Road	Omaha	NE	Douglas	68114	Liquor License		
Grand Central - 436	06-Aug-03	Liquor License State	150 E 44th Street	New York	NY		10017	Liquor License	30-Jun-06	
St. Marks - 435	21-Nov-03	Liquor License State	1923 Saint Marks Place	New York	NY	New York	10017	Liquor License	31-Oct-05	19-Nov-03
Penn Plaza - 482	19-Dec-03	Liquor License State	304 W 34th Street	New York	NY	New York	10022	Liquor License	30-Nov-05	24-Dec-03
E. 52nd Street - 491	06-Feb-04	Liquor License State	150 East 52nd Street	New York	NY		10017	Liquor License	31-Mar-06	12-Apr-04
Bowling Green - 476	28-Jul-04	Liquor License State	2 Broadway	New York	NY	New York	10004	Liquor License	30-Jun-06	28-Jul-04
Montague Street - 561	30-Jul-04	Liquor License State	185 Montague Street	Brooklyn	NY	Kings	11201	Liquor License	30-Jun-06	30-Jul-04
Wolf Twine - 481	17-Dec-04	Liquor License State	680 6th Ave	New York	NY	New York	10010	Liquor License State	30-Nov-06	17-Dec-04

Chipotle Mexican Grill of Colorado, LLC

List of Locations

Chipotle Designations	OpenDate	Category/Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
Bryant Park - 632	28-Jan-05	Liquor License State	9 West 42nd St.	New York	NY	New York	10110	Liquor License State	31-Dec-06	26-Jan-05
Varick - 642	25-Feb-05	Liquor License State	200 Varick St	New York	NY	New York	10014	Liquor License State	31-Jan-07	23-Feb-05
NYU North - 590	28-Feb-05	Liquor License State	65C East 8th Street	New York	NY	New York	10003	Liquor License State	31-Jan-07	25-Feb-05
510 6th Avenue - 645	06-Apr-05	Liquor License State	510 6th Ave	New York	NY	NY	10011	Liquor License State	31-Mar-07	15-Apr-05
Clinton - 681	16-Sep-05	Liquor License State	620 9th Avenue	New York	NY	NY	10036	Liquor License State		
Crosswoods - 20	20-Feb-99	Liquor License State	154 Hutchinson Ave.	Columbus	OH	Franklin	43235	State (D1, 2, 3, 6)	01-Feb-06	01-Feb-05
Blacklick Crossing - 22	30-Apr-99	Liquor License State	6815 E. Broad St.	Reynoldsburg	OH	Franklin	43213	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
German Village - 27	21-Jul-99	Liquor License City	488 S. High Street	Columbus	OH	Franklin	43215	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Perimeter Center - 29	14-Aug-99	Liquor License State	6784 Perimeter Loop Road	Dublin	OH	Franklin	43215	State (D5, 6)	01-Feb-06	01-Feb-05
Grandview Heights - 34	29-Oct-99	Liquor License City	1298 W. Fifth Avenue	Grandview Heights	OH	Franklin	43212	State (D1, D3 & D6)	01-Feb-06	01-Feb-05
Kent State U - 37	19-Nov-99	Liquor License State	429 E. Main Street	Kent	OH	Summit	44240	State (D1, 2)	01-Oct-05	01-Oct-04
Cedar Center Plaza - 39	03-Dec-99	Liquor License State	13963 Cedar Road	South Euclid	OH	Cuyahoga	44118	State (D1, 3)	01-Oct-05	01-Oct-04
Easton - 46	22-Dec-99	Liquor License State	4034 Townstair Way	Columbus	OH	Franklin	43219	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Easton - 46	22-Dec-99	Liquor License City	4034 Townstair Way	Columbus	OH	Franklin	43219	Special Event Liquor License		
Bexley - 55	25-Feb-00	Liquor License State	2484 E. Main St.	Bexley	OH	Franklin	43209	State (D1)	01-Feb-06	01-Feb-05
ParmaTown - 57	10-Mar-00	Liquor License State	7707 W. Ridgewood Dr.	Parma	OH	Cuyahoga	44129	State (D1, 3, & 6)	01-Oct-05	01-Oct-04
Kenwood - 61	31-Mar-00	Liquor License State	8154 Montgomery RD.	Madelira	OH	Hamilton	45236	State (D1,D3,D6)	01-Jun-06	01-Jun-05
Fields Ertl - 78	14-Apr-00	Liquor License State	9540 Mason-Montgomery Rd.	Deerfield Township	OH	Warren	45040	State (D1, 3, & 6)	01-Jun-06	01-Jun-05
U of Cincinnati - 62	05-May-00	Liquor License State	2507 W. Clifton	Cincinnati	OH	Hamilton	45219	State (D2, 2X, 3, 6)	01-Jun-05	01-Jun-05
Rockside Corners - 80	24-May-00	Liquor License State	6901 Rockside Rd.	Independence	OH	Cuyahoga	44131	State (D1, D3 & D6)	01-Oct-05	01-Oct-04
Strongsville - 81	02-Jun-00	Liquor License State	15029 Pearl Rd.	Strongsville	OH	Cuyahoga	44136	State (D1, 3, & 6)	01-Oct-05	01-Oct-04
Sawmill - 76	02-Jun-00	Liquor License City	6590 Sawmill Rd.	Columbus	OH	Franklin	43235	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Coventry - 79	30-Aug-00	Liquor License State	2783 Euclid His Blvd.	Cleveland Heights	OH	Cuyahoga	44118	State (D1, 3, & 6)	01-Oct-05	01-Oct-04
Eastgate - 121	30-Aug-00	Liquor License State	6717 Eastgate Dr.	Mayfield Heights	OH	Cuyahoga	44124	State (D1, 2, 3 & 6)	01-Oct-05	01-Oct-04
Beechmont - 82	13-Oct-00	Liquor License State	444 Ohio Pike #26	Cincinnati	OH	Hamilton	45255	State (D5, 6)	01-Jun-06	01-Jun-05

Chipotle Mexican Grill of Colorado, LLC

List of Locations

Chipotle Designations	OpenDate	Category/Name	Address	City	State	County	Zip	License Name	Exp Date	License Date
Kingsdale - 84	27-Oct-00	Liquor License City	1779 Kingsdale Center #BB-1	Upper Arlington	OH	Franklin	43221	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Lakewood - 152	03-Nov-00	Liquor License State	14881 Detroit Ave	Lakewood	OH	Cuyahoga	44107	State (D1 & D3)	01-Oct-05	01-Oct-04
Arena District - 181	23-Feb-01	Liquor License City	401 N Front Street #105	Columbus	OH	Franklin	43215	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Hyde Park - 124	31-Mar-01	Liquor License State	3725 Paxton Avenue	Cincinnati	OH	Hamilton	45209	State (D5, 6)	01-Jun-06	01-Jun-05
OSU - 83	17-Apr-01	Liquor License City	1726 N High Street	Columbus	OH	Franklin	43201	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Tri County - 232	18-May-01	Liquor License State	11449 Princeton Pike	Springdale	OH	Hamilton	45246	State Liquor D3 & D6	01-Jun-06	01-Jun-05
Brice/Tussing - 149	15-Jun-01	Liquor License State	6316 Tussing Rd	Columbus	OH	Franklin	43068	State (D1, 3, & 6)	01-Feb-06	01-Feb-05
Western Hills - 289	21-Jun-02	Liquor License State	5555 Glenway Avenue, Suite 700	Cincinnati	OH	Hamilton	45238	State (D1, 3, & 6)	01-Jun-06	01-Jun-05
Fairlawn - 282	23-Aug-02	Liquor License State	3890 Medina Road, Suite A	Akron	OH	Summit	44333	State (D3 & 6)	01-Oct-05	01-Oct-04
Chestnut Hill - 301	30-Aug-02	Liquor License State	4750 Morse Road	Columbus	OH	Franklin	43230	State (D1 & 3)	01-Feb-06	01-Feb-05
Polaris - 256	18-Oct-02	Liquor License City	1140 Polaris Pkwy	Columbus	OH	Delaware	43240	State (D1, D3 & D6)	01-Feb-06	01-Feb-05
Mentor - 310	28-Feb-03	Liquor License State	7851 Reynolds Rd	Mentor	OH	Lake	44060	State (D3 & 6)	01-Oct-05	01-Oct-04
N. Olmstead - 355	11-Jul-03	Liquor License City	26420 Lorain Rd.	North Olmsted	OH	Cuyahoga	44070	State (D5 & 6)	01-Oct-05	01-Oct-04
Health - 385	19-Sep-03	Liquor License State	515 Hebron Road	Health	OH	Licking	43056	State (D3)	01-Feb-06	01-Feb-05
Legacy Village - 474	24-Oct-03	Liquor License State	24369 Cedar Road	Lynchurst	OH	Cuyahoga	44124	State (D1, D3 & D6)	01-Oct-05	01-Oct-04
Mansfield - 489	21-Nov-03	Liquor License State	764 N. Lexington - Springmill Road	Mansfield	OH	Richland	44906	State D5	01-Feb-06	01-Feb-05
Colerain - 526	12-Dec-03	Liquor License State	9430 C Colerain Avenue	Cincinnati	OH	Hamilton	45239	State D5 D6	01-Jun-06	01-Jun-05
Tylerville - 375	16-Jan-04	Liquor License State	7717 Voice Of America Centre Drive	Westchester Township	OH	Butler	45040	State (D3, D5 & D6)	01-Jun-06	01-Jun-05
Rite 23 North - 470	30-Jan-04	Liquor License State	8695 Owenfield Road	Powell	OH	Delaware	43065	State D1 D3	01-Feb-06	01-Feb-05
Forest Park - 318	27-Feb-04	Liquor License State	350 Forest Fair Drive	Forest Park	OH	Hamilton	45420	State D5 & D6	01-Jun-06	01-Jun-05
Solon - 369	12-Mar-04	Liquor License State	33599 Aurora Road	Solon	OH	Cuyahoga	44139	State D5 & D6	01-Oct-05	01-Oct-04
Beaver Creek - 283	26-Mar-04	Liquor License State	3286 New Germany- Trehlan Road, Suite D	Beaver Creek	OH	Greene	45431	State D1, D3, D6	01-Jun-06	
Glen Este - 568	21-May-04	Liquor License State	4397 Gleneste- Withamsville	Cincinnati	OH	Clermont	45245	State D1 D3 D6	01-Jun-06	01-Jun-05

Chipotle Mexican Grill of Colorado, LLC

List of Locations

Chipotle Designations	OpenDate	CategoryName	Address	City	State	County	ZIP	License Name	Exp Date	License Date
Hilliard Rome & Trabue - 555	04-Jun-04	Liquor License State	1835 Hilliard Rome Road	Columbus	OH	Franklin	43228	State D1 D3 & D6	01-Feb-06	01-Feb-05
Georgetown - 538	27-Jul-04	Liquor License State	1528 Georgetown Road	Columbus	OH	Franklin	43228	State D1, D3 & D6	01-Feb-06	01-Feb-05
Taylor Square - 595	15-Oct-04	Liquor License State	7611 FARMSBURG DRIVE	REYONILDSB URG	OH	Franklin	43068	State D1 D3 D6	01-Feb-06	01-Feb-05
Tuttle Crossing - 628	22-Oct-04	Liquor License State	6079 PAUL BLAZER PARKWAY	COLUMBUS	OH	Franklin	43017	State D1, D3 & D6	01-Feb-06	01-Feb-05
Macedonia - 559	26-Nov-04	Liquor License State	8195 GOLD LINK BLVD	Macedonia	OH	Cuyahoga	44056	D5-6 (Full Liquor)	01-Oct-05	24-Nov-04
Maxtown - 530	10-Dec-04	Liquor License State	63 MAXTOWN ROAD	Westerville	OH	Franklin	43081	D1 D3 D6	01-Feb-06	01-Feb-05
Grove City - 639	25-Mar-05	Liquor License State	1671 Stringtown Road	Grove City	OH	Franklin	43123	State D3	01-Feb-06	22-Mar-05
Rocky River - 723	25-Nov-05	Liquor License State	21029 Center Ridge Road	Fairview Park	OH	Cuyahoga		D1, D3 & D6		
Brooklyn (Tiedeman)	16-Dec-05	Liquor License State	10325 Cascade Crossing	Brooklyn	OH	Cuyahoga	44144	D1, D2, 3-6		

EXHIBIT 3

Chipotle Mexican Grill of Colorado, LLC a Colorado limited liability company

General Information

TYPICAL CHIPOTLE STAFF:

- **Prep station:**
Clean and sanitize wash pots and pans, prep meats, guacamole, salsas, cheeses, sour cream, beverages, teas, margaritas
- **Grill station:**
Clean and sanitize wash pots and pans, prep food items for line: meats, rice, beans, sauté carnitas, fajitas
- **Tortilla station:**
Take orders, begin preparing orders
- **Salsa station:**
Completing order, adding salsas, wrapping burritos, tacos
- **Bus station:**
Drink orders, clean and sanitize tables, refill condiments, stocking drink station, filling beverage orders
- **Cashier/Manager station:**
Finish order, receive payment, give change, serve drinks (beers, margaritas), oversee function of serving line, overall restaurant

SERVICE OF ALCOHOLIC BEVERAGES:

- Only beer and margaritas
- No "bar" serving alcoholic beverages (i.e. mixed drinks)

MISCELLANEOUS:

- Typical hours of operation: Seven (7) days a week; 11:00 a.m. to 10:00 p.m.
- Service-ware: All disposable flatware and beverage containers

EXHIBIT 4

Chipotle Mexican Grill of Colorado, LLC
a Colorado limited liability company

Liquor License History

See attached list.

Chipotle Mexican Grill of Colorado, LLC

List of Violations

Date of Violation	Date of Citation	Jurisdiction	Authority	Site	Type of Violation	Licensed Entity	Remedy
3/29/2000	3/29/2000	Minnesota	City of Maple Grove	Arbor Lakes (#22-0019)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Civil penalty of \$1,500 imposed, of which \$1,000 was stayed if no further violations for one year
6/1/2001	7/10/2001	Minnesota	St. Cloud City Attorney's Office	Gateway Village (#22-0028)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Signed stipulation as to facts and agreed to pay \$500 civil penalty
9/8/2001	9/8/2001	Ohio	Ohio Liquor Control Commission	OSU (#34-0083)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00
11/23/2001	11/23/2001	Ohio	Ohio Liquor Control Commission	Arena District (#34-0181)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00
3/26/2002	3/26/2002	Minnesota	City of Plymouth	Plymouth (#22-0196)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00 and 5 days suspension
9/7/2002	9/7/2002	Ohio	Ohio Liquor Control Commission	OSU (#34-0083)	Selling alcoholic beverages to a minor and minor selling alcoholic beverages	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$1,000.00.
12/10/2002	12/10/2002	Ohio	Ohio Liquor Control Commission	Blacklick (#34-0022)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00
1/22/2003	1/22/2003	Minnesota	City of Minneapolis	7 Corners (#22-268)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00
3/18/2003	3/18/2003	Minnesota	City of Minneapolis	Minneapolis Skyway (#22-186)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00
3/18/2003	3/18/2003	Minnesota	City of Minneapolis	Blacklick (#34-022)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$500.00
3/18/2003	3/18/2003	Minnesota	City of Minneapolis	Minneapolis Skyway (#22-186)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$1,000.00
8/4/2003	8/4/2003	Minnesota	City of Maple Grove	Arbor Lakes (#22-0019)	Selling alcoholic beverages to a minor	Chipotle Mexican Grill of Colorado, LLC	Paid fine of \$2000.00

EXHIBIT 5

Chipotle Mexican Grill of Colorado, LLC
a Colorado limited liability company

Description of Character/Type of Establishment

The restaurant will have a Mexican theme. The menu is attached as Exhibit 6. In addition to food it serves bottled beer and margaritas. A quick view of a Chipotle Mexican Grill restaurant can be found at www.Chipotle.com.

Chipotle.



BURRITO

Giant flour tortilla, cilantro-lime rice, choice of pinto or vegetarian black beans, choice of meat, choice of salsa, cheese or sour cream. The vegetarian burrito comes with guacamole.

FAJITA BURRITO

Just like a burrito but with sautéed peppers and onions instead of beans. The vegetarian fajita has both sautéed veggies and black beans instead of meat, and comes with guacamole.

BURRITO BOL

Burrito or fajita in a bowl, no tortilla. Swap romaine lettuce for rice and voilà...salad!

TACOS

Three soft flour or four crispy corn tortillas, choice of meat, choice of salsa, cheese or sour cream, and romaine lettuce.

WITH

CHICKEN 5.45

Marinated for hours in our chipotle pepper adobo, then simply grilled.

STEAK 5.75

Marinated for hours in our chipotle adobo, then grilled.

CARNITAS 5.75

Traditionally raised pork, seasoned with thyme, bay leaves, juniper berries and freshly cracked black pepper - seared, then braised for hours.

BARBACOA 5.75

Spicy, shredded beef, braised with our own chipotle adobo, cumin, cloves, garlic and oregano.

VEGETARIAN 5.10

Includes our fresh-made guacamole and vegetarian black beans. Add sautéed peppers and onions for a vegetarian fajita.



SALSAS

Roasted Chili-Corn	medium
Tomatillo-Green Chili	medium
Tomatillo-Red Chili	hot
Fresh Tomato	mild

EXTRAS

Chips & Guacamole	1.95
Chips & Salsa	1.25
Guacamole	1.25
Chips	.70

DRINKS

Margarita	3.00
Specialty Beer	3.00
Domestic Beer	2.50
Bottled Drinks	1.50
Soda	1.25/1.50

2 THINGS, THOUSANDS OF WAYS.

Don't see what you want? Just ask and we'll put together something special for you.

EXHIBIT 7

Chipotle Mexican Grill of Colorado, LLC a Colorado limited liability company

Description of Surrounding Neighborhood

The restaurant will be located in a strip center (end cap conversion). The location is situated on Rochester Road, at a signalized intersection in front of Best Buy and part of the Target shopping center. Access is prohibited to Rochester Road. Access will be to Barclays Circle (full access). There is adequate parking.

EXHIBIT 8

Chipotle Mexican Grill of Colorado, LLC a Colorado limited liability company

Anticipated Revenues

From Food:	\$800,000.00
From alcohol:	\$20,000.00
Other revenue:	\$75,000.00

Chipotle

The Know

Section 15 – Liquor Liability

15.1

Chipotle Liquor Laws

Basics

Margaritas and beers - so what? They're just another menu item, right? NO! Since only those customers over 21 may purchase and consume alcoholic beverages, we have to treat these two menu items differently. This section contains rules according to Chipotle that you must follow when preparing, serving and selling alcohol in your restaurant.

In most cases, the Restaurant Manager will have the liquor license in his/her name. That means the Restaurant Manager is responsible for training everyone in the restaurant who serves and sells alcohol. Everyone must follow all Chipotle rules and all Federal, State and Local laws (regarding alcohol sales).

Who Can Handle Alcohol?

Prepare and Serve Alcohol (i.e. making margs, popping tops on beer, etc.)

- Only those crewmembers of legal age in your county – this varies from county to county – make sure you know what the law is in yours.
- Only those crewmembers that have completed in-store alcohol training.

Sell Alcohol (i.e. ringing on POS & taking money)

- Only those crewmembers of legal age in your county.
- Only those crewmembers that have completed in-store alcohol training.
- Only crewmembers that are certified to work the Cash Station (completed Cashier Training and have validated paperwork in file).

Who Can Buy Alcohol?

1. Only customers who do not appear to be intoxicated
2. Only customers who can prove they are over 21
 - a. Ask for identification from anyone who looks under 40 years old.
 - b. Acceptable forms of Identification:
 - State Driver's License with Photo
 - State ID Card with Photo
 - Valid Passport with Photo
 - Military ID with Photo

How Do You Check an ID?

1. Look at the birth date printed on the ID to make sure the customer is at least 21 years old.
2. Check the photo to make sure it is the customer.
 - **Note:** If you suspect that the ID is false, ask for a second form of identification. If that cannot be produced, do not serve them.

How Do You Serve Alcohol?

- Pop the top on all beers – even if they're screw tops.
- Serve beers with clear plastic glasses if a customer wants a glass for their beer.
- Alcohol sales are “dine-in” only.
- Alcohol can never be sold “to-go”.
- Alcohol may be consumed on the patio in some cases – make sure the customer stays on the patio – they may not leave with alcohol at any time.
 - **Note:** Some liquor licenses prohibit alcohol on the patio. If this applies to your store make sure you have a sign near your patio door regarding this prohibition.

Consequences of Violating Liquor Laws

Chipotle (your job & your store)

- It is always a violation of Chipotle policy to violate any liquor law.
- Any costs associated with liquor law violations will hit your store's Profit and Loss Statement above the “Profits After Controllable – PAC ” line. The full financial impact to Chipotle of the violation will be borne by the store.
- Any employee (management or crew) who violates a liquor law may be terminated.

Criminal (police & lawyers, etc.)

- If you break the law – you're on your own.
- Any criminal penalties (fines, court appearances, jail, etc.) are the sole responsibility of the employee.
- Chipotle will not pay any employee fines or other costs associated with a liquor violation.

What Happens When There's a Violation?

- Call your Area Manager immediately!
- Your Area Manager will call the Crisis Hotline to report the violation.
- Our legal people will immediately begin to research options for remedy of the violation.
- Any delay in reporting a violation may mean increased penalties and risk of losing your liquor license.

Training Crewmembers

- Utilize the Crew Development Program – Cash Station to train Liquor Policies.
- You'll find Liquor Policies in Section 1.4.
- Make sure anyone who works the Cash Station understands the policies and signs the acknowledgement found in Section 1.5.
- Make a copy of the signed acknowledgement form for your store files and send the original into HR Wazee to go into their permanent file.

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Donetta Davidson, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

CHIPOTLE MEXICAN GRILL OF COLORADO, LLC

is a
Limited Liability Company

formed or registered on 01/05/1999 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19991002003 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 08/15/2005 that have been posted, and by documents delivered to this office electronically through 08/18/2005 @ 14:44:43 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 08/18/2005 @ 14:44:43 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6284871 .

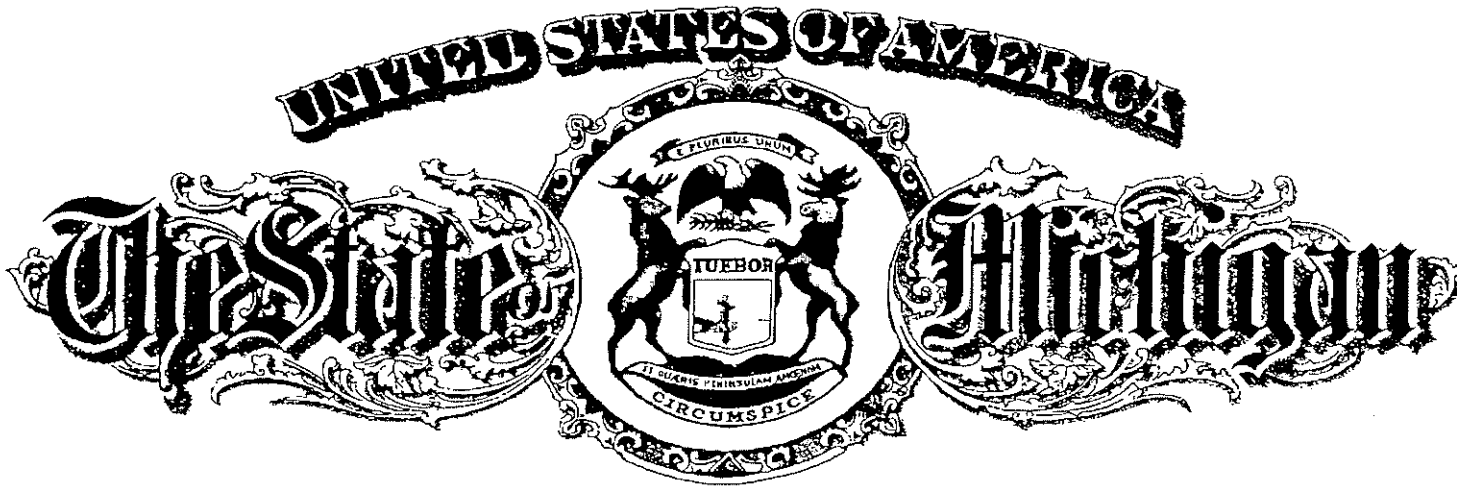


Donetta Davidson

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."



This is to Certify That

CHIPOTLE MEXICAN GRILL OF COLORADO, LLC

A(n) COLORADO Limited Liability Company was validly authorized on August 8, 2003 to transact business in Michigan and that said Limited Liability Company holds a valid certificate of authority to transact business in this state, and has satisfied its annual filing obligations.

This certificate is issued pursuant to the provisions of 1993 PA 23, as amended, to attest to the fact that the Limited Liability Company is in good standing in Michigan as of this date and is duly authorized to transact in this state any business that a domestic Limited Liability Company formed under this act may lawfully transact, except as limited by statements in its Application for Certificate of Authority or under the law of its jurisdiction of organization.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

*In testimony whereof, I have hereunto set my hand,
in the City of Lansing, this 12th day of August, 2005*

, Director

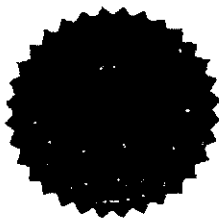
Bureau of Commercial Services

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHIPOTLE MEXICAN GRILL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF AUGUST, A.D. 2003.



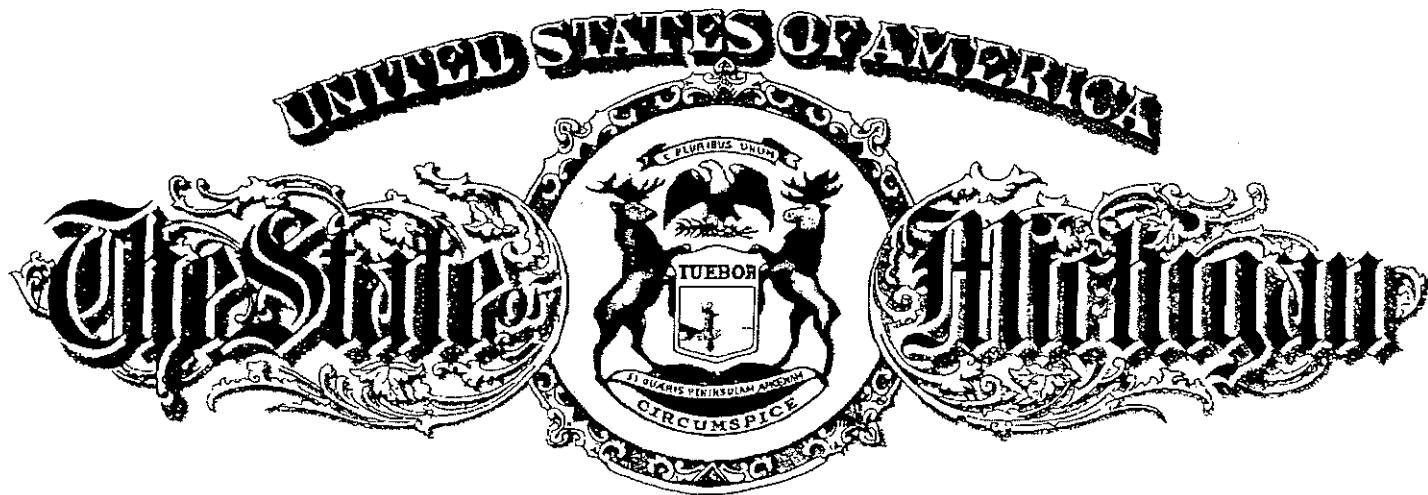
Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2597950

DATE: 08-22-03

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030548326



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify That

CHIPOTLE MEXICAN GRILL, INC.

a(n) DELAWARE profit corporation, was validly authorized on September 3, 2003, to transact business in Michigan, and that said corporation holds a valid certificate of authority to transact business in this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business in this state any business of the character set forth in its application which a domestic corporation formed under this act may lawfully conduct.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 12th day of August, 2005.

Andrew J. Metcalfe, Director

Bureau of Commercial Services