

CITY OF ROCHESTER HILLS CLASS C LIQUOR LICENSE APPLICATION

APPLICANT'S CHECK LIST FOR SUBMISSION

- Completed Application
- Listing of Corporation/Partners
- Building/Site Plans
- Financial Statement
- Menu
- Training Policy
- Fingerprints
- Dance/Entertainment Agreement (if applicable)

CITY OF ROCHESTER HILLS

CLASS C LIQUOR LICENSE APPLICATION

Date: September 14, 2010

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

Applicant's Name: Northstar Theater Partners, LLC Phone No. (248) 885-8480
Address: 6632 Telegraph Rd., Ste. 193 City Bloomfield Hills ST MI
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: TBD Phone No.
Address: City ST
Age: Date if Birth:

If a limited liability company, the names, addresses of the officers and directors, date of birth and age of each:

See attached list for limited liability company Members and Managers.

Page 2

Liquor License Application

Location of Proposed License: 200 Barclay Circle, Rochester Hills, MI

Does applicant presently own the premises? No

If not, name of owner of premise: New Plan Hampton Village, LLC

Legal Description of Property (Sidwell #) 1526-351-010

Length of time business has been in operation: N/A

Has applicant ever been convicted of a felony? Yes _____ No X

If convicted of felony, explain: _____

Has applicant previously applied for liquor license? Yes Year requested: See attached

Location of business:

See attached list of affiliates in which the Members have an interest ("Theaters")

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 X

Name of person _____

What is the applicant's current business? See attached list. The theaters provide upscale movie and entertainment venues.

Length of time in named business? See attached list.

List all uses in addition to sale of alcoholic beverages: Movie theater operations and occasional special events.

Does applicant presently operate a Movie Theater? Yes X No _____

Name and address of Movie Theater: See attached list.

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

Name and address of Movie Theaters: See attached list.

List record and history of any liquor license violations by the applicant for preceding ten (10) years. None.

Page 3
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

Proposed Liquor Establishment:	Existing Building	New Construction
Size of Site:	6 acres	6 acres
Size of Building:	50,000 sq. ft.	50,000 sq. ft.
Size of Kitchen:	N/A	N/A
Seating Capacity:	2,700	1,900
Size of Dance Floor, if any:	N/A	N/A
Percentage of Floor Area for Theater	75%	75%
Percentage of Floor Area for Bar:	1%	1%
Present Zoning:	B3/FB-3	
Required Zoning:	B3/FB-3	
Cost of Remodeling:	\$2,500,000	
Cost of Construction:	\$1,500,000	
Estimated Dates of Construction	Start: 9/1/2010	Completion: 11/17/10
Total cost to be expended by licensee for the licensed premises: <u>\$4,000,000</u>		
Building Plans Submitted - 3 Sets Required:	Number of Copies Enclosed: <u>3</u>	
Site Plans Submitted - 6 Sets Required:	Number of Copies Enclosed: <u>6</u>	
Do Site Plans show off-street parking and lighting?	Yes <u>X</u> No _____	

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

Upscale state of the art movie theater.

Describe the proposed full food menu:

Menu is designed for in theater consumption and is not for a sit down restaurant.

Proposed menu attached: Yes X No _____

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

The Premises is a stand-alone movie theater as part of a shopping center complex.

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

Evidence of Financial Responsibility:

Amount of Funds supplied by Principals: \$3,000,000

Amount of Funds to be Financed: \$1,000,000

Name of Financer/Phone Number: _____

Personal References/Phone Number: _____ Business References/Phone Number: _____
See information attached

Has applicant completed a certified training program? Yes ___ No X

Have employees completed a certified training program? Yes ___ No X

Names and addresses of those completing program:

All supervisory personnel will be trained

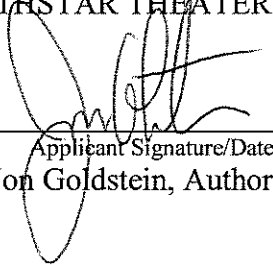
Applicant understands that should any of the above information prove to be inaccurate or untruthful, it will be grounds to deny applicant's request or revoke any approvals.

I (We), Jon Goldstein 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.

NORTHSTAR THEATER PARTNERS, LLC

By: _____



Applicant Signature/Date
Jon Goldstein, Authorized Member

9/14/2010

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.

List of Members and Managers

Paul Glantz
303 Gray Woods Lane
Lake Angelus, MI 48326

DOB: 1/17/57

Age: 53

Jon Goldstein
6632 Telegraph Road, Suite 193
Bloomfield Hills, MI 48301

DOB: 4/25/70

Age: 40

Lauren Goldstein
6632 Telegraph Road, Suite 193
Bloomfield Hills, MI 48301

DOB: 10/28/73

Age: 36

License List

1. Cinema Hollywood, L.L.C. 1998 – present
12280 Dixie
Birch Run, MI 48415
Class C-SS-OP(Movies)-Dance-Ent.
BUS ID # 2404
License No. (Class C 3680-2009)

2. CH Novi, LLC 2002 – present
d/b/a Emagine
44425 W. Twelve Mile
Novi, MI 48375
Class C-SS-OP(Theatre)-Ent.
BUS ID #143108
License No. (Class C 114596-2009)

3. CH Canton, LLC 2004 – present
d/b/a Emagine Entertainment-Canton
39535 Ford
Canton, MI 48187
Class C-SS-OP(Food, Movies)-Ent.
BUS ID #155076
License No. (Class C 131496-2009)

4. Woodhaven Cinemas, LLC 07/09 – present
d/b/a Emagine Woodhaven
21800 Wildflower
Woodhaven, MI 48183
Class C-SS-Dance-Ent-OP(Dance-Ent, Movies)
BUS ID #217781
License No. (Class C 182856-2009)

Breakdown of Anticipated Annual Revenue Source

Movie Ticket Sales	-	\$2,500,000
Food	-	\$1,000,000
Alcohol Sales	-	\$ 250,000
TOTAL REVENUES -		\$3,750,000

EMAGINE

THE MAGIC OF MOVIES & MORE

21800 Wildflower, Woodhaven, MI 48183

Food & Beverage Menu for Emagine, Woodhaven

Proposed Menu at Concession:

- Soft Drinks (Pepsi, Diet Pepsi, Mt Dew, Dr Pepper, Sierra Mist, Brisk Lemonade)v
- Frozen Carbonated Beverages (FCB's featuring Code Red, Pepsi and Mountain Dew)
- Bottled Drinks: Aquafina, Brisk Iced Tea, Brisk Raspberry Iced Tea, Assorted Dole Juices
- Popcorn
- Pizza
- Nachos: with chili and nacho cheese dispensed from bag-in-box system
- Pretzels: delivered frozen, ready for oven.
- Cotton Candy
- Assorted, pre-packaged candy
- Frozen Minute Maid Lemonade & Strawberry desserts

Proposed Menu at the Bar:

- Draft Beer*
- Cocktails*
- Wine*

* All alcoholic beverages served in disposable plastic cups

EMAGINE ALCOHOL SERVING POLICY

As the owners and managers of Emagine Entertainment, Inc. and its affiliates, we understand that it is a privilege to serve cocktails at our theatres; not a right. We would be content if every customer who wanted to purchase a cocktail bought only one cocktail, watched his/her film, and left safely. As one of our bartenders, please be especially careful whenever you are serving drinks to someone who has already purchased a cocktail.

When in doubt, do not serve a drink to a customer if you do not feel comfortable doing so by simply telling the customer that you cannot serve them. Whether you think a customer is underage, becoming intoxicated, trying to circumvent our drink limit policy, or you suspect he or she is trying to give a drink to someone under 21, do not serve them. Call for a manager if the customer becomes loud or belligerent.

The safety of our patrons, the safety of the general public and the safety of our employees is more important than allowing a questionable alcoholic beverage sale. And remember, license holders and bartenders can be held liable for serving minors or violating state liquor laws. You can be personally fined for violating State law.

BARTENDERS ID CHECKLIST

Please check the identification for all patrons who clearly appear to be under the age of 50.

How to check for proper ID with the electronic age verification devices:

- 1) Scan the magnetic strip on the person's license to establish if the person is of proper age. The device will emit a buzzing sound if it does not register properly or if the person is underage.
- 2) Check the picture and make sure that person presenting the ID looks like the person in the photo.
- 3) If picture does not look like the person then check the height stated on ID.
- 4) Make sure that the ID has not been subjected to tampering.
- 5) Make sure license is not expired. We do not accept expired licenses. (top right of ID).
- 6) If you're still unsure of their identity, then ask for a second form of ID from the customer, such as a credit card or social security card, and then compare the signatures.
- 7) If they have no other ID then you can have them sign their name and compare it with signature on ID.

If the ID is not valid for any reason, then you **MUST** confiscate the license immediately and let a manager know so we can call the police. If you need assistance or you are unsure what to do, then call a manager right away.

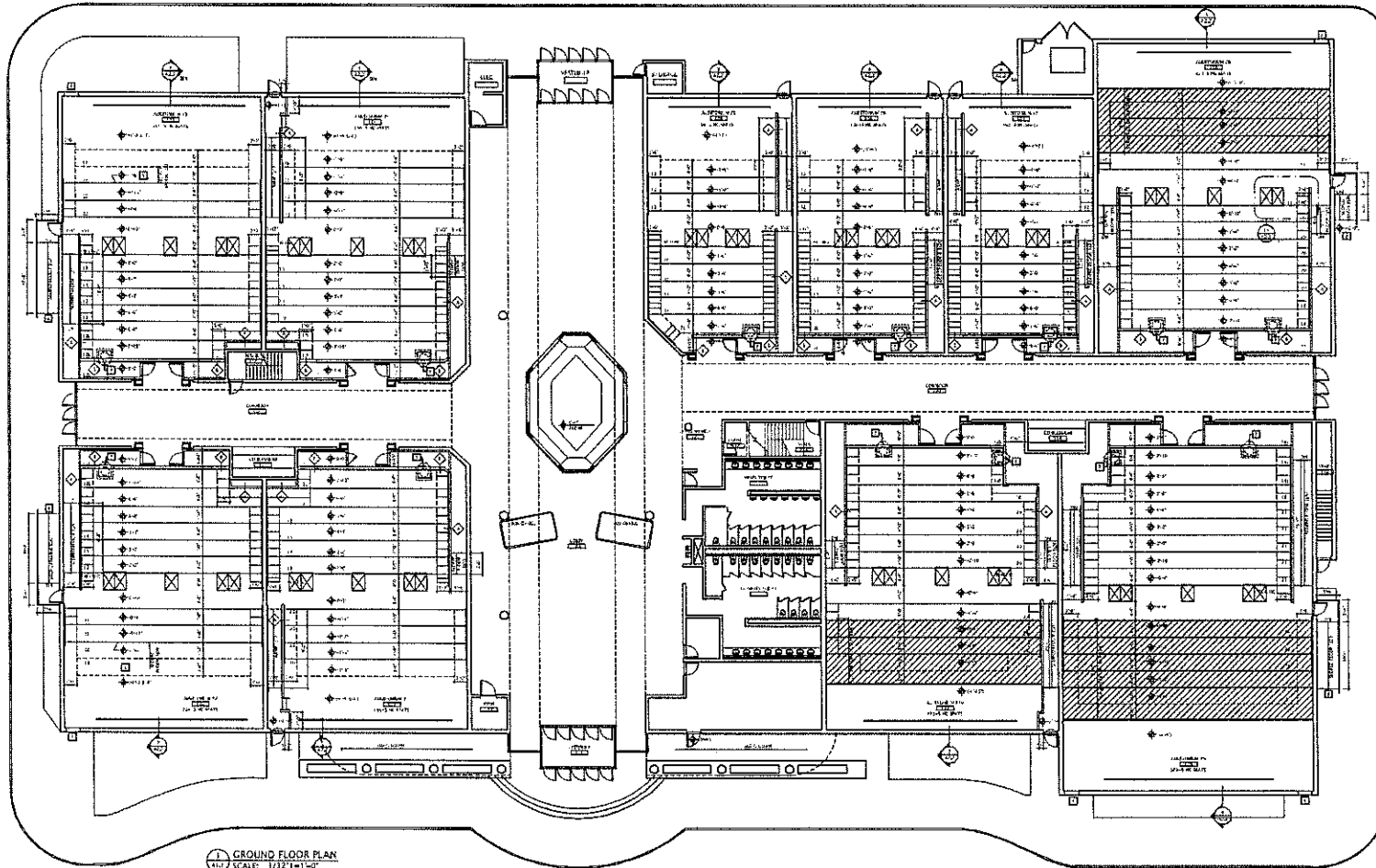
References

Business Reference:

James S. Haan
27777 Inkster Road
Farmington Hills, MI 48334
Business: (248) 427-4155
Mobile: (586) 482-7555
jsh@chryslerfinancial.com

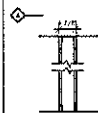
Personal Reference:

Peter Toal
307 Sunnyside Dr.
Flushing, MI 48433
Ph: (810) 659-6340
Mobile: (312) 543-6625
petertoal@hotmail.com

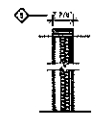


GROUND FLOOR PLAN
SCALE: 1/32" = 1'-0"

PARTITION TYPES



2 LAYERS OF 1/2" GYPSUM BOARD STAGGERED, SEALED TO TOP TO STRUCTURE
1.5" - 2.0" SPACING STUDS AT 16" O.C.



2 LAYERS OF 1/2" GYPSUM BOARD STAGGERED, SEALED TO TOP TO STRUCTURE
PAINTED TO TOP AS PER WALL
2" ALUM. CORR. BASE PLATE
1.5" O.C. STUDS
1.5" O.C. SPACING STUDS AT 16" O.C.
SEALANT TO TOP OF WALL
PERMISSIBLE SEALANT APPLIED WITH REINFORCING SCREWS

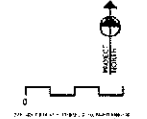
PLAN KEYNOTES

1. NEW CONSTRUCTION WITH EXISTING ADJACENT CONSTRUCTION.
2. EXISTING WALL TO BE PATCHED. PATCH ADJACENT SURFACES AS REQUIRED.
3. EXISTING FLOOR AND FINISH TO BE REWORKED. PATCH ADJACENT SURFACES AS REQUIRED.
4. ALL AREAS AT STEEPED SLOPE FOR NEW STADIUM PLATTERING TO BE 2" HIGH IN AREAS 1, 2, 3, 4, 5, AND 6. SLOPE TO BE 1:10 IN ALL OTHER AREAS.
5. EXISTING CEILING AND LIGHTING TO REMAIN. REPLACE/REPAIR ANY DAMAGED PARTITIONS OF CEILING, GRID OR FIXTURES AS REQUIRED.
6. NEW LEVEL IN EXISTING EXTERIOR WALL, REFER TO BE 12" HIGH BY 1/2" DIA. BRICKS IN EXTERIOR WALL. REFER TO BE 12" HIGH BY 1/2" DIA. BRICKS IN EXTERIOR WALL. REFER TO BE 12" HIGH BY 1/2" DIA. BRICKS IN EXTERIOR WALL.
7. FINISH TO BE 1/2" OF 1/2" GYPSUM BOARD ON SLOPE 1:10.
8. FINISH TO BE 1/2" OF 1/2" GYPSUM BOARD ON SLOPE 1:10 WITH 1/2" DIA. BRICKS IN EXTERIOR WALL.
9. FINISH TO BE 1/2" OF 1/2" GYPSUM BOARD ON SLOPE 1:10 WITH 1/2" DIA. BRICKS IN EXTERIOR WALL.

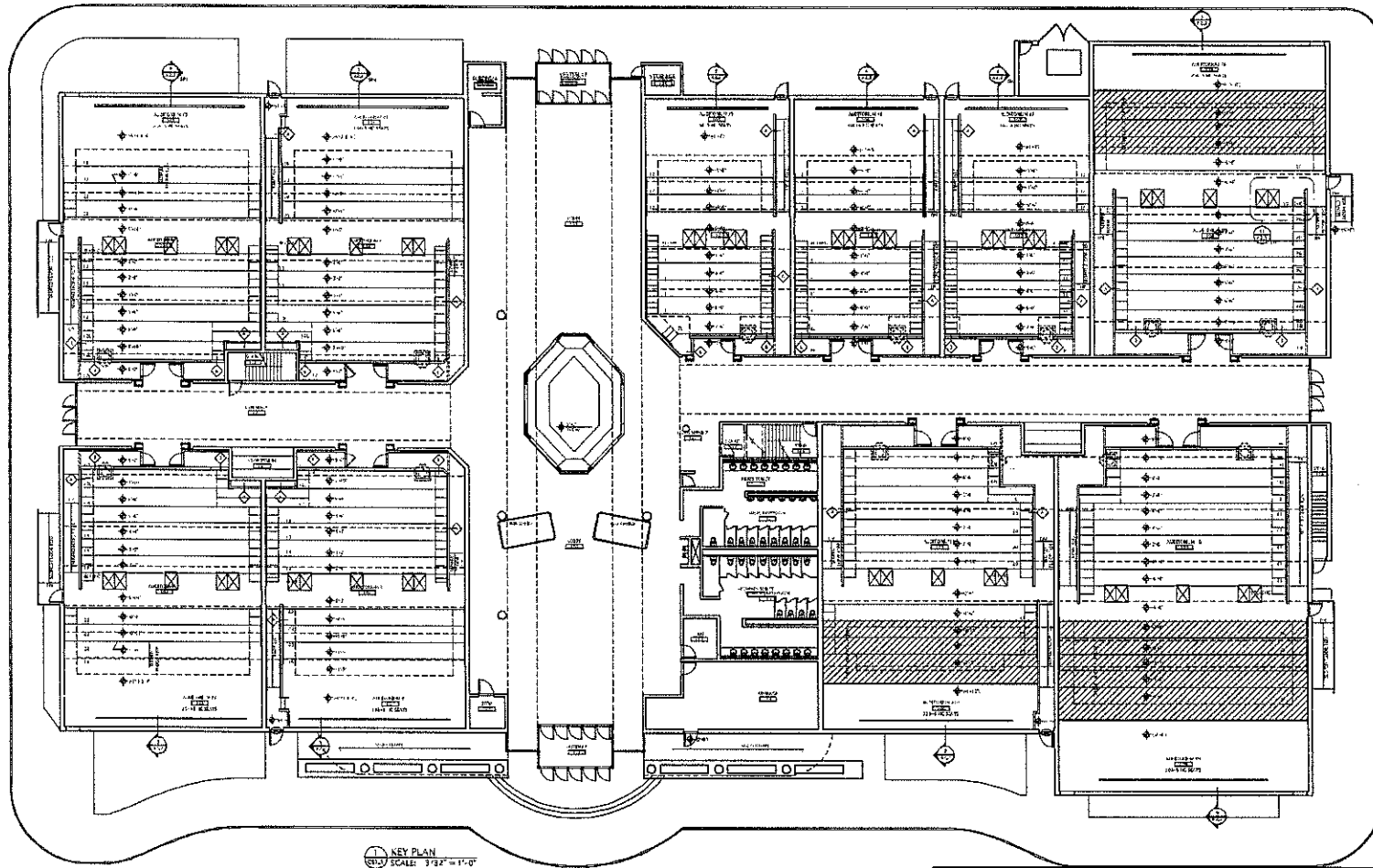
EMAGINE
ROCHESTER HILLS
STADIUM SEATING RETROFIT
BARGAIN CIRCLE
ROCHESTER HILLS, MI

FIRST LEVEL FLOOR PLAN

DATE: 02/01/18
DRAWING NUMBER:
PROJECT: STADIUM SEATING RETROFIT
REVISIONS:



A.I.I
PRELIMINARY
NOT FOR CONSTRUCTION



KEY PLAN
SCALE: 3/32" = 1'-0"

OWNER	ARCHITECT	CONTRACTOR	SEATING
EMAGINE CHAIRS 44411 NEEB ST. #400 MOORE HILL 1000 W. 10TH ST. #100 DUNSTON, PA 15115 570-221-1111	JKR PARTNERS LLC 1100 UNIVERSITY DR. SUITE 200 ROCHESTER, NY 14620 716-244-2424 WWW.JKR.COM	CONSTRUCTION GROUP 2100 W. 10TH ST. #200 DUNSTON, PA 15115 716-221-1111 WWW.CONSTRUCTIONGROUP.COM	ROCHESTER SEATING 1100 UNIVERSITY DR. SUITE 200 ROCHESTER, NY 14620 716-244-2424 WWW.ROCHESTERSEATING.COM

AUDITORIUM OCCUPANCY			
AREA NO.	SEATING	AREA NO.	SEATING
AUD. 101	100 SEAT	AUD. 102	100 SEAT
AUD. 103	200 SEAT	AUD. 104	200 SEAT
AUD. 105	300 SEAT	AUD. 106	300 SEAT
AUD. 107	400 SEAT	AUD. 108	400 SEAT
AUD. 109	500 SEAT	AUD. 110	500 SEAT
AUD. 111	600 SEAT	AUD. 112	600 SEAT
AUD. 113	700 SEAT	AUD. 114	700 SEAT
AUD. 115	800 SEAT	AUD. 116	800 SEAT
AUD. 117	900 SEAT	AUD. 118	900 SEAT
AUD. 119	1000 SEAT	AUD. 120	1000 SEAT

BUILDING / CODE INFORMATION	
PROJECT NO.	1000
PROJECT NAME	ROCHESTER HILLS STADIUM SEATING RETROFIT
OWNER	EMAGINE CHAIRS
ARCHITECT	JKR PARTNERS LLC
CONTRACTOR	CONSTRUCTION GROUP
DATE	10/15/2024
SCALE	3/32" = 1'-0"
PROJECT LOCATION	1100 UNIVERSITY DR., SUITE 200, ROCHESTER, NY 14620

SHEET INDEX			
NO.	DESCRIPTION	DATE	BY
1	KEY PLAN	10/15/2024	JKR
2	SECTION 101	10/15/2024	JKR
3	SECTION 102	10/15/2024	JKR
4	SECTION 103	10/15/2024	JKR
5	SECTION 104	10/15/2024	JKR
6	SECTION 105	10/15/2024	JKR
7	SECTION 106	10/15/2024	JKR
8	SECTION 107	10/15/2024	JKR
9	SECTION 108	10/15/2024	JKR
10	SECTION 109	10/15/2024	JKR
11	SECTION 110	10/15/2024	JKR
12	SECTION 111	10/15/2024	JKR
13	SECTION 112	10/15/2024	JKR
14	SECTION 113	10/15/2024	JKR
15	SECTION 114	10/15/2024	JKR
16	SECTION 115	10/15/2024	JKR
17	SECTION 116	10/15/2024	JKR
18	SECTION 117	10/15/2024	JKR
19	SECTION 118	10/15/2024	JKR
20	SECTION 119	10/15/2024	JKR
21	SECTION 120	10/15/2024	JKR

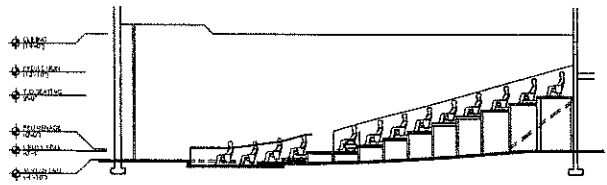
JKR PARTNERS LLC
ARCHITECTS & ENGINEERS
1100 UNIVERSITY STREET
SUITE 200
ROCHESTER, NY 14620
WWW.JKR.COM

EMAGINE
ROCHESTER HILLS
STADIUM SEATING RETROFIT
ROCHESTER, NY

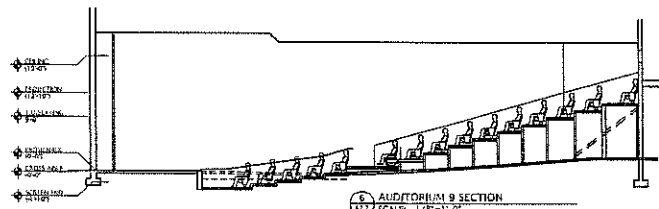
COVER SHEET

DATE: 10/15/2024
DRAWN BY: JKR
REV: 10/15/2024
SCALE: 3/32" = 1'-0"

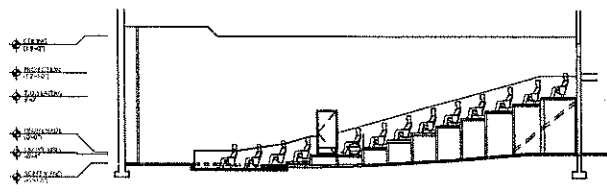
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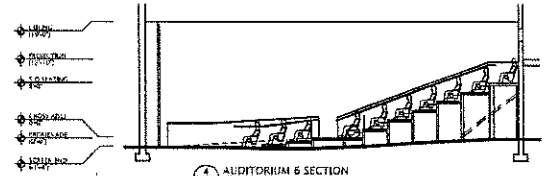
10 AUDITORIUM 10 SECTION
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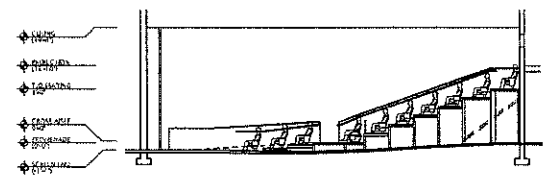
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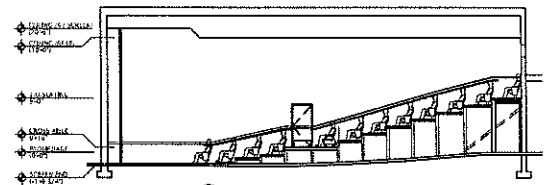
8 AUDITORIUM 8 SECTION
SCALE: 1/8"=1'-0"



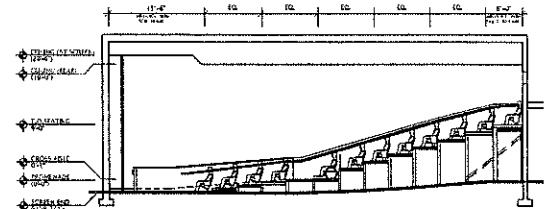
6 AUDITORIUM 6 SECTION
SCALE: 1/8"=1'-0"



5 AUDITORIUM 5 SECTION
SCALE: 1/8"=1'-0"



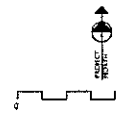
3 AUDITORIUM 3 SECTION
SCALE: 1/8"=1'-0"



1 AUDITORIUM 1 SECTION
SCALE: 1/8"=1'-0"

SECTIONS

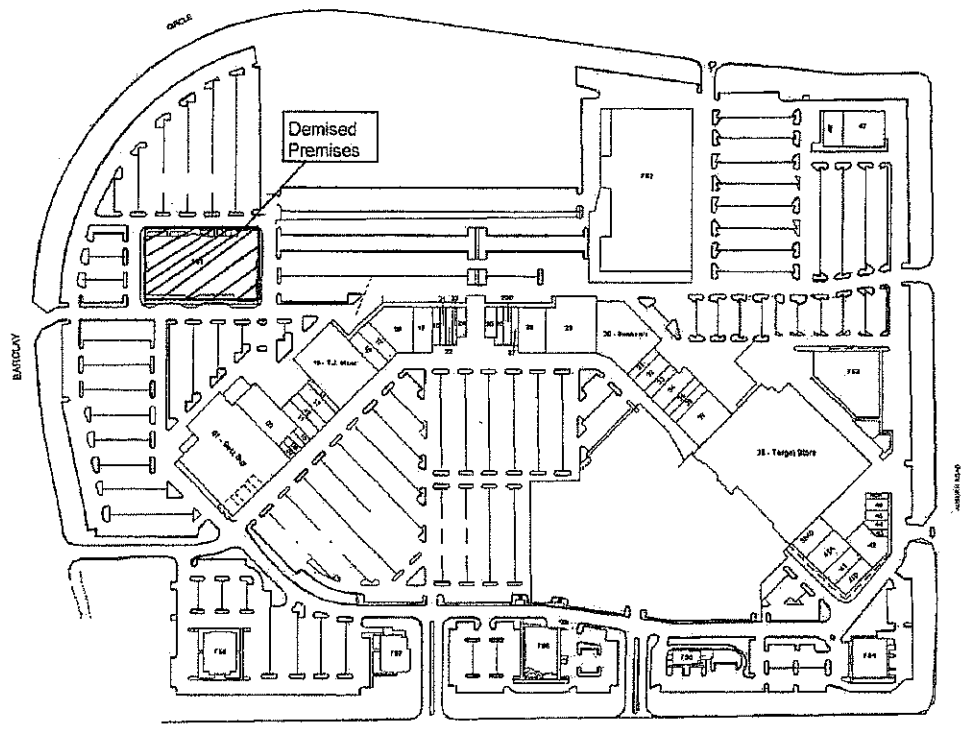
DATE: 2/18/16
DRAWN BY: DJS/SC
REV: 1 (1/16) (3/16) (1/17)
1/1/2017




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EXHIBIT A: SHOPPING CENTER

It is understood and agreed that the site plan attached hereto is merely for the purpose of showing the general layout of the Shopping Center and the approximate location of the Demised Premises and is not to be deemed to be a warranty, representation or agreement on the part of Landlord that the Shopping Center will be exactly as depicted therein or that tenants depicted therein (if any) are now in occupancy or will be in occupancy at any time during the Lease Term. The site plan is not final, is not to scale and is subject to change without notice to Tenant. Nothing contained therein shall be deemed to limit or restrict Landlord's right to change, alter or expand the Shopping Center, any buildings thereon, the land area, any improvements thereon, the parking areas, the Common Facilities or any other part or parts thereof. The Shopping Center, all private roads and driveways, all buildings, all land areas, the Common Facilities and parking areas and/or any part or parts thereof, all as the same may be provided from time to time, shall be deemed to be included in the Shopping Center.



ROCHESTER ROAD (Rt. 153)

 HAMPTON VILLAGE CENTRE - SU #112301
267 - 291 S. ROCHESTER ROAD
ROCHESTER HILLS, MI

 Centre
Properties Group

Jane Leslie

From: Scott Cope
Sent: Thursday, October 21, 2010 12:25 PM
To: Jane Leslie
Cc: Kelly Winters
Subject: RE: Transfer of Class C License - Northstar Theatre - Emagine

Jane,

We are in the process of review plans for this project. All Building Code items will be addressed through the permit process, so this is ok to move forward from a Building Department stand point.

Thanks

Scott Cope C.B.O.
Director of Building/Ordinance Compliance
City of Rochester Hills
1000 Rochester Hills Drive
Rochester Hills, MI 48309
248-841-2445





Join us on 

From: Jane Leslie
Sent: Tuesday, October 19, 2010 4:41 PM
To: Scott Cope; Todd Gary; Judy DAlessandro
Subject: Transfer of Class C License - Northstar Theatre - Emagine

Scott, Todd, and Judy,

Please review and advise. (Judy, please forward to Capt. Johnson) Thanks very much for your assistance.

Jane Leslie, CMC
City Clerk
City of Rochester Hills
248-841-2461
lesliej@rochesterhills.org

 [Email Updates](#)  [Join us on Facebook](#)  [Follow us on Twitter](#)  [Sign up for Alerts](#)

Jane Leslie

From: DAlessandro, Judy [dalessandroj@oakgov.com]
Sent: Wednesday, October 20, 2010 10:33 AM
To: Jane Leslie
Subject: FW: Transfer of Class C License - Northstar Theatre - Emagine
Attachments: Northstar Theatre Partners LLC BldgFireOCSOInsp..doc; Northstar Theatre Application.pdf

Per Lt. Jacobs he has no objections to this transfer, subject to the applicant meeting the requirements of the Sheriff's Office review.

Judy

-----Original Message-----

From: Judy DAlessandro [mailto:dalessandroj@rochesterhills.org]
Sent: Wednesday, October 20, 2010 8:10 AM
To: dalessandroj@oakgov.com
Subject: FW: Transfer of Class C License - Northstar Theatre - Emagine

From: Jane Leslie
Sent: Tuesday, October 19, 2010 4:41 PM
To: Scott Cope; Todd Gary; Judy DAlessandro
Subject: Transfer of Class C License - Northstar Theatre - Emagine

Scott, Todd, and Judy,

Please review and advise. (Judy, please forward to Capt. Johnson) Thanks very much for your assistance.

Jane Leslie, CMC

City Clerk

City of Rochester Hills

248-841-2461

CITY OF ROCHESTER HILLS

DATE: January 26, 2010

Fire
Department

TO: Jane Leslie

RE: Class C Transfer –
Northstar Theatre Partners
200 Barclay Circle

Todd M. Gary, Captain/Fire Marshal

Please be advised the Fire Department has no objections to the issuance of a Class C license to Northstar Theatre Partners, LLC at 200 Barclay Circle.

If you should have any questions, please feel free to contact me.

TMG/lak

Carlin, Edwards, Brown & Howe, PLLC

Attorneys & Counselors at Law

John B. Carlin, Jr.
Scott D. Edwards
Michael J. Brown
J. Patrick Howe

2855 Coolidge Hwy., Suite 203
Troy, Michigan 48084
P. (248) 816-5000
F. (248) 816-5115
www.cebhlaw.com

Lansing, Michigan
6017 West St. Joe Hwy., Suite 202
Lansing, Michigan 48917
P. (517) 321-4617
F. (517) 321-4642

Northern Michigan
213 East Main St., 2nd Floor
Gaylord, Michigan 49735
P. (989) 688-5946
F. (989) 688-5901

August 31, 2010

VIA EMAIL jstaran@hshclaw.com

AND U.S. MAIL

John D. Staran, Esq.
Hafeli, Staran, Hallahan & Christ PC
4190 Telegraph Rd Ste 3000
Bloomfield Hills, MI 48302

Re: Emagine Rochester Hills
Location: 200 Barclay Circle, Rochester Hills, MI
Type of License: Class C Liquor License
Re: Entertainment Agreement

RECEIVED

SEP - 1 2010

ROCHESTER HILLS
OFFICE OF THE CITY CLERK

Dear Mr. Staran:

This firm represents Northstar Theater Partners, LLC, d/b/a Emagine Rochester Hills, in connection with its liquor license matters in the State of Michigan. As you may know, Emagine Rochester Hills ("Emagine") is leasing the old AMC Theater located at 200 Barclay Circle. The intent is to turn the theater into a first-class high end film venue similar to other Emagine Theaters in the State of Michigan. All of the Emagine Theaters, and the Cinema Hollywood in Birch Run, have on-premise liquor licenses. (I have attached a list for your convenience.)

On Thursday, August 26, 2010, the Founder of the Emagine Theater concept, Paul Glantz, and I met with Mayor Barnett to discuss our concept as well as the need for a Class C liquor license for the venue. We believe that Rochester Hills is going to welcome our concept and assist us in meeting an early November opening for the theater.

We are in the process of filing our application for transfer (not a quota) of a Class C liquor license for use at the theater. As you know, in conjunction with the City of Rochester Hills Application there is also an Entertainment Agreement that is required. Enclosed please find a modified form of the Entertainment Agreement with the City. I have taken the liberty of modifying the Agreement as there will be no dancing and also because the Agreement itself was designed for restaurants instead of the movie theater.

John D. Staran, Esq.

August 31, 2010

Page 2

I have spoken with the Clerk's office and Jane Leslie is on vacation, and instructions were passed along (by Susan) who indicated that I should forward this Agreement to you for your review.

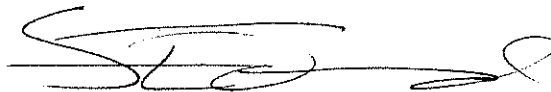
Please note the language in paragraph 6 as to the Motion Picture Association of America ("MPAA") rating language. MPAA ratings range from G to NC-17; they do not rate X or other similar movies. (A copy of the MPAA ratings is attached.) We believe that this clause protects both Emagine and the City by insuring that no pornographic or other inappropriate films re shown.

When you have had an opportunity to review the Agreement, please contact me with any questions and so that we can discuss finalizing a form Agreement that we can submit with the Application and fee.

I look forward to hearing from you.

Very truly yours,

CARLIN, EDWARDS, BROWN & HOWE, PLLC




Scott Edwards

Direct Dial: (248) 816-3205

E-Mail: sedwards@cebhlaw.com

Enclosure

cc:  Ms. Jane Leslie, City of Rochester Hills Clerk (w/encl.)
Mr. Paul A. Glantz (w/encl. via email)
Mr. Jon Goldstein (w/encl. via email)
Ms. Lauren Goldstein (w/encl. via email)

10-0911\

Carlin, Edwards, Brown & Howe, PLLC

Attorneys & Counselors at Law

John B. Carlin, Jr.
Scott D. Edwards
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213 East Main St., 2nd Floor
Gaylord, Michigan 49735
P. (989) 688-5946
F. (989) 688-5901

September 16, 2010

VIA HAND DELIVERY

Ms. Jane Leslie, Clerk
City of Rochester Hills
1000 Rochester Hills Drive
Rochester Hills, MI 48309

Re: Applicant: Northstar Theater Partners, LLC
d/b/a Emagine Rochester Hills
Location: 200 Barclay Circle, Rochester Hills, MI
Type of License: Class C Liquor License

Dear Ms. Leslie:

As you know this firm represents the above-referenced Applicant in connection with its liquor license matters in the State of Michigan. Enclosed please find the Rochester Hills Liquor License Application along with the Exhibits attached thereto and a check payable to the City of Rochester Hills in the amount of \$1,200 in payment of the application fee.

We have filed our application with the Michigan Liquor Control Commission and expect to have the matter sent out for investigation shortly (if it has not already).

Also provided herein are three (3) original signed Entertainment Agreements, which I have adopted to fit a movie theater as opposed to a restaurant. This form has been reviewed by John Staran. As you can see from the modifications, there will be no dancing involved and I have included language relating to the showing of movies.

We are hoping to open the theater in early November and will need to have the liquor license in place at that time. Anything that you can do to expedite the handling of this matter would be very much appreciated.

Thank you for your assistance.

Very truly yours,

CARLIN, EDWARDS, BROWN & HOWE, PLLC



Scott Edwards
Direct Dial: (248) 816-3205
E-Mail: sedwards@cebhlaw.com

Enclosure

10-0911 :

ENTERTAINMENT PERMIT AGREEMENT

BETWEEN

THE CITY OF ROCHESTER HILLS

AND

NORTHSTAR THEATER PARTNERS, LLC

THIS AGREEMENT, is entered into this ____ day of _____, 2010 by and between the CITY OF ROCHESTER HILLS, a Municipal Corporation, 1000 Rochester Hills Drive, Rochester Hills, Oakland County, Michigan 48309 and NORTHSTAR THEATER PARTNERS, LLC, a Michigan limited liability company, herein after called the Licensee.

WHEREAS, the Licensee is the owner and operator of a certain retail establishment known as Emagine Rochester Hills located at 200 Barclay Circle, in the City of Rochester Hills and has applied for a Class C Liquor License with an Entertainment Permit from the City and the Liquor Control Commission of the State of Michigan; and

WHEREAS, the City is desirous of protecting the public health, safety and welfare by avoiding the creation of sites of disorderly conduct or potential public nuisances and by maintaining good morals within the municipality of the City of Rochester Hills; and

WHEREAS, the City recognizes that increased traffic and police services may be generated by the increased business such a permit may create if the requested permit is approved for Licensee's establishment; and

WHEREAS, the City is desirous of maintaining a standard of entertainment consistent with good morals within the community.

NOW THEREFORE, for and in consideration of the City of Rochester Hills' approval of Licensee's application for the requested Class C Liquor License with an Entertainment Permit in connection with the retail establishment operated by the Licensee described herein in the City of Rochester Hills, Michigan, the Licensee agrees:

1. Licensee shall not permit dancing on the Premises.
2. Licensee shall provide entertainment that is consistent in keeping with community standards of common decency and good morals at its retail business described herein.
3. Such entertainment shall not include nude or nearly nude activity, topless or bottomless dancers, exotic dancers, strippers, male or female impersonators, or similar entertainers.
4. Licensee shall not offer in the conduct of its business, the services of models, waiters or other employees who are nude, nearly nude, topless or bottomless when performing their service.
5. For purposes of this Agreement, "nude or nearly nude activity" shall mean when a person or persons appears on the licensed premises in such a manner as to expose to view any portion of the pubic area, anus, vulva, or genitals, or any simulation thereof, or when a female appears on the licensed premises in such a manner or attire as to expose to view the portion of

the breast referred to as the areola, nipple, or simulation thereof. A person has "exposed to view" such portions of the anatomy if such portions are naked, uncovered or less than opaquely covered.

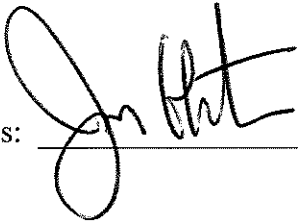
6. Nothing else in this Agreement withstanding, the showing of any motion pictures which have been rated by the Motion Picture Association of America, other than motion pictures which have been rated NC-17, shall be permitted and not a violation of this Agreement.

7. In the event of a breach or a threatening breach of the terms of this Agreement, the City shall request Licensee to terminate the offending activity and then shall be entitled, in addition to all other remedies, to the issuance of an ex parte injunction from the Oakland County Circuit Court without showing or providing any actual damage sustained by the City, retraining the Licensee who has committed a breach of any of the terms of this Agreement or who has threatened to do so, from providing entertainment contrary to the terms of this Agreement.

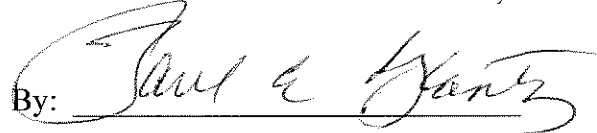
8. This Agreement in all respects hereto shall be binding upon the parties hereto, their assigns, personal representatives and successors and shall remain in full force and effect so long as the restaurant and bar business is located at the premises.

IN WITNESS WHEREOF, the parties hereto have set their names and seals this day and year first above written.

IN THE PRESENCE OF:

Witness:  _____

NORTHSTAR THEATER PARTNERS, LLC

By:  _____

Paul A. Glantz, Manager

THE CITY OF ROCHESTER HILLS, a
Michigan Municipal Corporation

Witness: _____

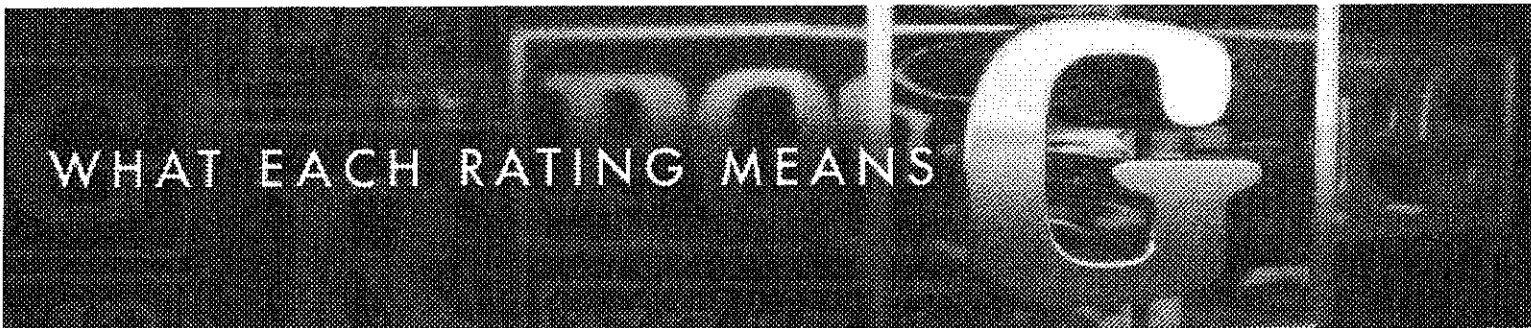
By: _____

Bryan K. Barnett, Mayor

Witness: _____

By: _____

Jane Leslie, Clerk



[How to Read a Rating](#)

[What Each Rating Means](#)

[Find a Film Rating](#)

[Red Carpet Ratings](#)

[Movie Advertising](#)

[Ratings History](#)

What Each Rating Means



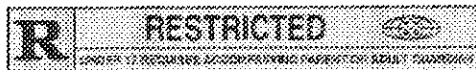
G — General Audiences. All Ages Admitted. A G-rated motion picture contains nothing in theme, language, nudity, sex, violence or other matters that, in the view of the Rating Board, would offend parents whose younger children view the motion picture. The G rating is not a "certificate of approval," nor does it signify a "children's" motion picture. Some snippets of language may go beyond polite conversation but they are common everyday expressions. No stronger words are present in G-rated motion pictures. Depictions of violence are minimal. No nudity, sex scenes or drug use are present in the motion picture.



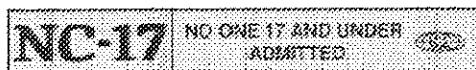
PG — Parental Guidance Suggested. Some Material May Not Be Suitable For Children. A PG-rated motion picture should be investigated by parents before they let their younger children attend. The PG rating indicates, in the view of the Rating Board, that parents may consider some material unsuitable for their children, and parents should make that decision. The more mature themes in some PG-rated motion pictures may call for parental guidance. There may be some profanity and some depictions of violence or brief nudity. But these elements are not deemed so intense as to require that parents be strongly cautioned beyond the suggestion of parental guidance. There is no drug use content in a PG-rated motion picture.



PG-13 — Parents Strongly Cautioned. Some Material May Be Inappropriate For Children Under 13. A PG-13 rating is a sterner warning by the Rating Board to parents to determine whether their children under age 13 should view the motion picture, as some material might not be suited for them. A PG-13 motion picture may go beyond the PG rating in theme, violence, nudity, sensuality, language, adult activities or other elements, but does not reach the restricted R category. The theme of the motion picture by itself will not result in a rating greater than PG-13, although depictions of activities related to a mature theme may result in a restricted rating for the motion picture. Any drug use will initially require at least a PG-13 rating. More than brief nudity will require at least a PG-13 rating, but such nudity in a PG-13 rated motion picture generally will not be sexually oriented. There may be depictions of violence in a PG-13 movie, but generally not both realistic and extreme or persistent violence. A motion picture's single use of one of the harsher sexually-derived words, though only as an expletive, initially requires at least a PG-13 rating. More than one such expletive requires an R rating, as must even one of those words used in a sexual context. The Rating Board nevertheless may rate such a motion picture PG-13 if, based on a special vote by a two-thirds majority, the Raters feel that most American parents would believe that a PG-13 rating is appropriate because of the context or manner in which the words are used or because the use of those words in the motion picture is inconspicuous.



R — Restricted. Children Under 17 Require Accompanying Parent or Adult Guardian. An R-rated motion picture, in the view of the Rating Board, contains some adult material. An R-rated motion picture may include adult themes, adult activity, hard language, intense or persistent violence, sexually-oriented nudity, drug abuse or other elements, so that parents are counseled to take this rating very seriously. Children under 17 are not allowed to attend R-rated motion pictures unaccompanied by a parent or adult guardian. Parents are strongly urged to find out more about R-rated motion pictures in determining their suitability for their children. Generally, it is not appropriate for parents to bring their young children with them to R-rated motion pictures.



NC-17 — No One 17 and Under Admitted. An NC-17 rated motion picture is one that, in the view of the Rating Board, most parents would consider patently too adult for their children 17 and under. No children will be admitted. NC-17 does not mean "obscene" or "pornographic" in the common or legal meaning of those words, and should not be construed as a negative judgment in any sense. The rating simply signals that the content is appropriate only for an adult audience. An NC-17 rating can be based on violence, sex, aberrational behavior, drug abuse or any other element that most parents would consider too strong and therefore off-limits for viewing by their children.

Oct. 18. 2010 3:55PM

No. 0011 P. 2



Michigan Department of Energy, Labor & Economic Growth
MICHIGAN LIQUOR CONTROL COMMISSION (MLCC)
7150 Harris Drive, P.O. Box 30005
Lansing, Michigan 48909-7505

FOR MLCC USE ONLY

Request ID # 570175

Business ID # 224817

LOCAL APPROVAL NOTICE

[Authorized by MCL 436.1501]

OCTOBER 1, 2010

TO: ROCHESTER HILLS CITY COUNCIL
ATTN: CLERK
1000 ROCHESTER HILLS DR
ROCHESTER HILLS, MI 48309-3033

APPLICANT: NORTHSTAR THEATRE PARTNERS, LLC

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

PAUL A GLANTZ, 303 GRAY WOODS LANE, LAKE ANGELUS, MI 48326, B(248) 842-5817
HIGHLINE INVESTMENTS, LLC (AN ILLINOIS LIMITED LIABILITY COMPANY), 6632 TELEGRAPH ROAD, STE 193,
BLOOMFIELD HILLS, MI 48301, B(248) 885-8480
CONTACT: SCOTT EDWARDS, 2855 COOLIDGE, STE 203, TROY, MI 48064, B(248) 816-3205

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**

dl

Request ID # 570175

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 to TRANSFER OWNERSHIP OF AN ESCROWED 2010 CLASS C LICENSED BUSINESS WITH ENTERTAINMENT PERMIT, LOCATED AT 449 N MAIN, MILFORD, MI 48381, OAKLAND COUNTY FROM SOC GROUP, INC. TO NORTHSTAR THEATER PARTNERS, LLC; TRANSFER LOCATION (GOVERNMENTAL UNIT) UNDER MCL 436.1531(1) TO HAMPTON VILLAGE SHOPPING CENTER, 200 BARCLAY CIR, STORE #FS1, ROCHESTER HILLS, MI 48307, OAKLAND COUNTY; & REQUESTS NEW OFFICIAL PERMIT (ENTERTAINMENT) FOR WEEKDAYS, 2:30 A.M. TO 7:00 A.M. & SUNDAYS, 2:30 A.M. TO 12:00 P.M.

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)