

CITY OF ROCHESTER HILLS

CLASS C LIQUOR LICENSE APPLICATION

Date: May 13, 2011

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

Applicant's Name: SMAKEM Rochester Hills, LLC Phone No. (310) 712-1850
Address: 360 N. Crescent Drive City Beverly Hills ST CA
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 LLC, the names, addresses of the Managers, date of birth and age of each:

Eva Kalawski, 939 20th Street, Unit 4, Santa Monica, CA 90403; d/o/b 05/23/55; age 55.
Mary Ann Sigler, 4733 Candleberry, Seal Beach, CA 90740; d/o/b 08/25/54; age 56.

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Liquor License Application

Oakland University

Location of Proposed License: Meadowbrook Music Festival, Rochester Hills, MI 48309

Does applicant presently own the premises? No

If not, name of owner of premise: Oakland University

Legal Description of Property (Sidwell #) 70-15-18-601-001

Length of time business has been in operation: New Owner

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

If convicted of felony, explain: _____

Has applicant previously applied for liquor license? - Year requested: No

Location of business: _____

Was liquor license granted: _____

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? Company was created to operate the Meadowbrook Music Festival.

Length of time in named business? New Company

List all uses in addition to sale of alcoholic beverages: Meadow Music Festival will continue as before the transfer with featured music, comedic and other forms of entertainment.

Does applicant presently operate a restaurant? Yes _____ No X

Name and address of restaurant: _____

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

Name and address of restaurant: _____

List record and history of any liquor license violations by the applicant for preceding ten (10) years. -0-

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. -0-

<u>Proposed Liquor Establishment:</u>	<u>Existing Building</u>	<u>New Construction</u>
<u>Size of Site: <u>No change from current</u></u>		
<u>Meadowbrook Music Festival location</u>		<u>N/A</u>
Size of Building:		
Size of Kitchen:		
Seating Capacity:		
Size of Dance Floor, if any:		
Percentage of Floor Area for Dining:		
Percentage of Floor Area for Bar:		
Present Zoning:		
Required Zoning:		
Cost of Remodeling:		
Cost of Construction:		
Estimated Dates of Construction	<u>Start: N/A</u>	<u>Completion: N/A</u>
Total cost to be expended by licensee for the licensed premises: _____		
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 _____ No _____		

Liquor License Application

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

Meadowbrook Music Festival will continue as before the transfer featuring music, comedic and other performances as well as concessions for food and beverage, as before.

Describe the proposed full food menu:

Concessions with food and alcohol will continue as currently done.

Proposed menu attached: Yes _____ No X

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

There will be no change in current operations and the facility was designed specifically for this use.

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

Evidence of Financial Responsibility:

Amount of Funds supplied by Principals: _____

Amount of Funds to be Financed: _____

Name of Financer/Phone Number: _____

Personal References/Phone Number:

JIM LOSS (714) 830-0626

Business References/Phone Number:

Ken Walker (805) 778-7018

Mike Dokmanovich (213) 486-6269

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:

Supervisory personnel will complete State Certification Program as required by the Michigan Liquor Control Commission.

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), Eva M. Kalawski 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.

State of California)
County of Los Angeles)


On May 13, 2011, before me, Jessica Duran, personally appeared Eva M. Kalawski, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[SEAL]

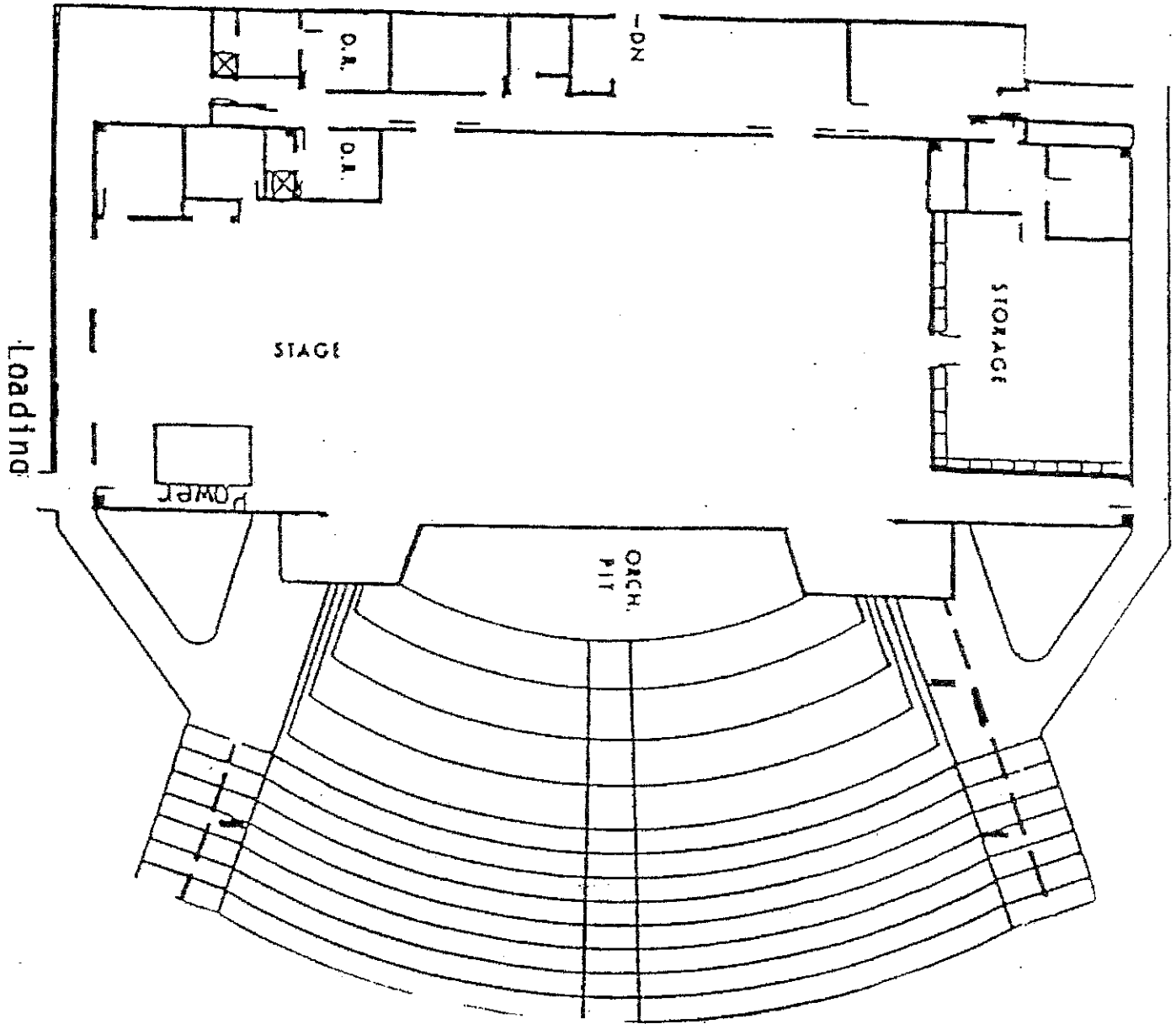
Signature _____


Jessica Duran, Notary Public



Anticipated Revenue Sources

	<u>Meadowbrook</u>
<u>Concessions</u>	
Food	84,375
Bev - Liquor	51,273
Bev - Wine	43,032
Bev - Beer	313,261
Bev - Non Alcohol	104,934
Total	<u>596,875</u>
<u>Premium Dining</u>	
Food	64,219
Bev - Liquor	8,563
Bev - Wine	4,281
Bev - Beer	8,563
Bev - Non Alcohol	-
Total	<u>85,625</u>
Total of Both Categories	<u><u>682,500</u></u>





LEASED PREMISES
APPENDIX A

North Barn

NOTE: Premises exclude
North Barn

No Scale



5
NOV. 52

STABLE

PARKING

CITY OF ROCHESTER HILLS

Fire
Department

Todd Gary, Captain/Fire Marshal

DATE: 05/24/11

TO: Jane Leslie

RE: Transfer Class C License

The Rochester Hills Fire Department has no objection to:

- Transfer of a Class C License from Palace Sports & Entertainment to Smakem Rochester Hills, LLC located at Oakland University, Meadowbrook Music Festival.

Hi Jane

Sorry for the delay getting this back to you. I was on vacation last week and apparently Dee did not forward it to L. Per his response below there are no problems from OCSO-Rochester Hills pending complete review by the main : regarding this transfer.

Judy

From: Jacobs, Steve [mailto:jacobss@oakgov.com]
Sent: Tuesday, May 31, 2011 9:50 AM
To: 'DAlessandro, Judy'
Subject: RE: Transfer of Class C License

No problems..

From: DAlessandro, Judy [mailto:dalessandroj@oakgov.com]
Sent: Tuesday, May 31, 2011 8:47 AM
To: Lt. Steve Jacobs
Subject: FW: Transfer of Class C License

Not sure if Dee forwarded this to you or not. This was sent to me after I left on vacation.

Let me know if you have any problems with this.

Judy

From: Judy DAlessandro [mailto:dalessandroj@rochesterhills.org]
Sent: Tuesday, May 31, 2011 8:24 AM
To: dalessandroj
Subject: Fwd: Transfer of Class C License

Carlin Edwards Brown PLLC

Attorneys & Counselors at Law

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

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

Central Michigan
6017 W. St. Joe Hwy., Suite 202
Lansing, MI 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

May 18, 2011

VIA HAND DELIVERY

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

Applicant: SMAKEM Rochester Hills, LLC

**Location: Oakland University, Meadowbrook Music Festival, Rochester Hills,
MI 48309 (Meadowbrook)**

MLCC RID #: 612287

Dear Ms. Leslie:

This firm represents the above-referenced Applicant in connection with its liquor license transfer application for the above-referenced location. Enclosed please find the Rochester Hills Liquor License Application along and a check payable to the City of Rochester Hills in the amount of \$1,000 in payment of the application fee. Also enclosed are three copies of the Dance/Entertainment Agreement.

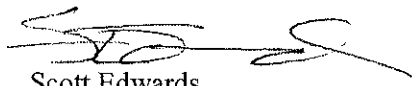
You have received the Resolution from the Michigan Liquor Control Commission. We would greatly appreciate your expediting the processing of this matter, if possible, so that we can be on the June meeting agenda. Please review the application at your earliest opportunity and let me know if you have any questions or require any additional information prior to presenting your report to Council.

As we have discussed, there are no changes in the licensed space, operations or activities at Meadowbrook Music Festival. The Lease Agreement with Oakland University is being transferred as part of the transaction.

Thank you for your assistance. I look forward to working with you again.

Very truly yours,

CARLIN EDWARDS BROWN PLLC



Scott Edwards

Direct Dial: (248) 816-3205

E-Mail: sedwards@cebhlaw.com

Enclosure
11-1070



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

FOR MLCC USE ONLY

Request ID # 612287

Business ID # 226129

LOCAL APPROVAL NOTICE

[Authorized by MCL 436.1501]

APRIL 25, 2011

TO: ROCHESTER HILLS CITY COUNCIL
ATTN: CLERK
1000 ROCHESTER HILLS DRIVE
ROCHESTER HILLS, MI 48309

APPLICANT: SMAKEM ROCHESTER HILLS, LLC (A DELAWARE LIMITED LIABILITY COMPANY)

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

CONTACT: SCOTT EDWARDS, ATTORNEY, CARLIN, EDWARDS BROWN PLLC, 2855 COOLIDGE, SUITE 203,
TROY, MI 48084 (248) 816-3205 email: sedwards@cebhlaw.com

MEMBER: SMAKEM ROCHESTER HILLS HOLDINGS, LLC, 360 N. CRESCENT DRIVE, BEVERLY HILLS, CA
90210

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 the On-Premises Section of the Licensing Division as (517) 636-4634.

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

RESOLUTION

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

called to order by _____ on _____ at _____ P.M.

The following resolution was offered:

Moved by _____ and supported by _____

That the request to TRANSFER OWNERSHIP 2011 CLASS C LICENSED BUSINESS WITH ENTERTAINMENT PERMIT, ISSUED UNDER MCL 436.1531(7), NON-TRANSFERABLE, LOCATED AT OAKLAND UNIVERSITY, MEADOWBROOK MUSIC FESTIVAL, ROCHESTER HILLS, MI 48309, OAKLAND COUNTY, FROM PALACE SPORTS & ENTERTAINMENT, INC. TO SMAKEM ROCHESTER HILLS, LLC (A DELAWARE LIMITED LIABILITY COMPANY)

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)