

*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](mailto: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.

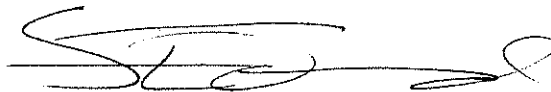
Please note the language in paragraph 6 as to the Motion Picture Association of America ("MPAA") rating language. MPAA ratings range from G to NC-17; they do not rate X or other similar movies. (A copy of the MPAA ratings is attached.) We believe that this clause protects both Emagine and the City by 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](mailto: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\