



Lone Tree City Council Agenda Tuesday, February 4, 2014

Meeting Location: City Council Meeting Room, Lone Tree Civic Center, 8527 Lone Tree Parkway.

Meeting Procedure: The Lone Tree City Council and staff will meet in a public Study Session at 4:30 p.m. At 6:00 p.m. and following the meeting, if necessary, the Council Meeting will adjourn and convene in Executive Session. If an Executive Session is not necessary, Council will recess for dinner. The Regular Session will be convened at 7:00 p.m. Study Sessions and Regular Sessions are open to the public, Executive Sessions are not. Comments from the public are welcome at these occasions: 1. Public Comment (brief comments on items not scheduled for a public hearing) 2. Public Hearings. Contact the City Clerk if special arrangements are needed to attend (at least 24 hours in advance).

4:30 pm Study Session Agenda

1. Casino Night Update
 2. Arbor Day Update
 3. Denver South Economic Development Partnership Report
 4. Legislative Update
 5. Election Update
-

6:00pm Executive Session Agenda

1. Roll Call
 2. Executive Session
-

7:00pm Regular Session Agenda

3. Opening of Regular Meeting/Pledge of Allegiance
 4. Amendments to the Agenda and Adoption of the Agenda
 5. Conflict of Interest Inquiry
 6. Public Comment
 7. Announcements
 8. Consent Agenda
 - a. Minutes of the January 21, 2014 Regular Meeting
 - b. Claims for the Period of January 13 - 27, 2014
 9. Public Works
 - a. Approval of Change Order #1 for Brannan Sand & Gravel Company LLC's Contract for 2013 Asphalt Overlay Program
 10. Administrative Matters
 - a. **Public Hearing:** Retail Liquor License for BWS Sales, LLC d/b/a Chateau Liquors (10016 Commons Street, Unit 410)
 - b. **Public Hearing:** H&R Liquor License for Pisco Sour Restaurant and Lounge Corporation d/b/a Pisco Sour Restaurant and Lounge (9234 Park Meadows Dr, #100)
 - c. **Ordinance 14-01, AMENDING MUNICIPAL CODE PROVISIONS RELATED TO MARIJUANA OFFENSES DUE TO PASSAGE OF COLORADO CONSTITUTIONAL AMENDMENT 64** (First Reading)
 - d. **Ordinance 14-02, SUBMITTING A CHARTER AMENDMENT TO CITY REGISTERED ELECTORS AT THE MAY 6, 2014 REGULAR ELECTION, AMENDING THE CITY OF LONE TREE HOME RULE CHARTER TO REQUIRE A MAJORITY VOTE FOR THE ELECTION OF MAYOR AND PROVIDING FOR RUNOFF ELECTIONS FOR MAYOR** (First Reading)
 - e. **Resolution 14-03, AFFIRMING THE LONE TREE CITY COUNCIL VOTING DISTRICTS ESTABLISHED BY ORDINANCE NO. 12-04**
 11. Council Comments
 12. Adjournment
-

**MINUTES OF A REGULAR MEETING
OF THE COUNCIL OF THE
CITY OF LONE TREE
HELD
January 21, 2014**

A regular meeting of the Council of the City of Lone Tree was held on Tuesday, January 21, 2014, at 7:00 p.m., at the Lone Tree City Council Chambers located at 8527 Lone Tree Parkway, Lone Tree, Colorado 80124.

Attendance

In attendance were:

James D. Gunning, Mayor
Jacqueline Millet, Mayor Pro Tem
Harold Anderson, Council Member
Kim Monson, Council Member
Susan Squyer, Council Member

Also in attendance were:

Seth Hoffman, City Manager
Jennifer Pettinger, City Clerk
Chief Jeffery Streeter, Lone Tree Police Department
Steve Hebert, Community Development Director
Neil Rutledge, Assistant City Attorney, White, Bear and Ankele, P.C.
John Cotten, Public Works Director, TST, Inc.
Kristin Baumgartner, Finance Director
Jack W.L. Hidahl, City Manager Emeritus

Call to Order

Mayor Gunning called the meeting to order at 6:19 p.m., and observed that a quorum was present.

Executive Session

Mayor Gunning announced City Council intends to convene in Executive Session. Neil Rutledge, Assistant City Attorney, stated the Executive Session is for To discuss the purchase, acquisition, lease, transfer, or sale of real, personal, or other property interest under C.R.S. Section 24-6-402(4)(a). Council Member Anderson moved, seconded by Council Member Squyer, for City Council to recess and convene in Executive Session for the reasons stated. The motion passed unanimously.

Council adjourned to an Executive Session at 6:20 p.m.

The Executive Session was adjourned at 6:55 p.m.

Mayor Gunning reconvened the meeting in Regular Session at 7:05 p.m., following a short recess.

Pledge of Allegiance

Mayor Gunning led those assembled in reciting the Pledge of Allegiance.

Amendments to the Agenda

Mayor Pro Tem Millet moved, Council Member Anderson seconded, to amend the agenda to add **Resolution 14-02, HONORING JACK W.L. HIDAHL**. The motion passed unanimously.

Conflict of Interest

There was no conflict of interest.

Public Comment

Bill Robertson, 9278 E. Aspen Hill Circle, shared a poem with the Mayor “76 Words from a Lone Tree Resident”.

Jim Olmstead and Dave Jackson, South Metro Fire Rescue Board of Directors, gave Council an update on South Metro Fire Rescue.

Announcements

Patrick Britti, Youth Commissioner, gave Council an update on the Youth Commission.

Mayor Gunning announced upcoming events.

Presentations

There were no presentations.

Administrative Matters

RESOLUTION 14-02, HONORING JACK W.L. HIDAHL

Mayor Gunning read the resolution. Mayor Gunning and Council thanked Mr. Hidahl for his service to the City.

Resolution 14-02, HONORING JACK W.L. HIDAHL was approved by acclamation.

Consent Agenda

Mayor Gunning noted the following items on the Consent Agenda, which consisted of:

- § *Minutes of the January 7, 2014 Special Meeting*
- § *Minutes of the January 7, 2014 Regular Meeting*
- § *Claims for the period of December 30, 2013 – January 13, 2014*
- § *Treasurer's Report for November 2013*

Council Member Squyer moved, Mayor Pro Tem Millet seconded, to approve the Consent Agenda. The motion passed unanimously.

Administrative Matters cont.

Public Hearing: Hotel and Restaurant Liquor License Application for GMRI, Inc. dba Seasons 52 #4544

Mayor Gunning opened the public hearing at 7:20 p.m.

Jennifer Pettinger, City Clerk, introduced the item and introduced Brian Proffitt, applicant's attorney, Michael Jong, Director of Operations, and Carol Johnson, Petitioner. Mr. Proffitt and Mr. Jong spoke about the application and restaurant.

Mayor Gunning opened the public hearing for comment at 7:34 p.m.

There was no public comment.

The public hearing was closed at 7:34 p.m.

Council Member Monson moved, Council Member Anderson seconded, to approve a new Hotel and Restaurant Liquor License for GMRI, Inc. dba Seasons 52 #4544 at 8325 Park Meadows Center Drive. The motion passed unanimously.

Approval of the 2014 Douglas County Youth Initiative IGA

Seth Hoffman, City Manager, introduced the item.

Mayor Pro Tem Millet moved, Council Member Squyer seconded, to approve the 2014 Douglas County Youth Initiative IGA. The motion passed unanimously.

RESOLUTION 14-01, APPOINTING A MEMBER TO THE YOUTH COMMISSION (Kate Schaffer)

Council Member Squyer introduced the item.

Council Member Squyer moved, Council Member Anderson seconded, to approve **Resolution 14-01, APPOINTING A MEMBER TO THE YOUTH COMMISSION (Kate Schaffer)**. The motion passed unanimously.

Adjournment

There being no further business, Mayor Gunning adjourned the meeting at 7:51 p.m.

Respectfully submitted,

Jennifer Pettinger, CMC, City Clerk

DRAFT

**FINDINGS AND REPORT TO STATE LICENSING AUTHORITY BY THE
CITY COUNCIL OF LONE TREE ACTING AS THE
LOCAL LICENSING AUTHORITY ON THE APPLICATION FOR A
HOTEL & RESTAURANT LIQUOR LICENSE**

GMRI, INC. dba SEASONS 52 #4544

A public hearing was held by the City Council of Lone Tree, State of Colorado, acting as Local Licensing Authority at approximately 7:00 p.m. on Tuesday, January 21, 2014 at 8527 Lone Tree Parkway, Lone Tree, Colorado, on the application of GMRI, Inc. dba Seasons 52 #4544, 8325 Park Meadows Center Drive, Lone Tree, Colorado 80124.

At said hearing, the following Members of the Council were present:

Mayor James D. Gunning
Mayor Pro Tem Jackie Millet
Council Member Harold Anderson
Council Member Kim Monson
Council Member Susan Squyer

Also present were:

Seth Hoffman, City Manager
Jennifer Pettinger, City Clerk
Brian Proffitt, Applicant's Attorney
Michael Jong, Applicant's Representative
Carol Johnson, Petitioner

The Honorable Mayor James D. Gunning presided. The hearing was duly convened to consider the Application and conduct a public hearing thereon.

City Clerk Jennifer Pettinger gave a brief presentation concerning the application and provided evidence of posting to the Council. Ms. Pettinger noted that the City Council was in receipt of a packet of information which contained copies of: the license application, individual history records, red-lined drawing of the premises, ground lease agreement, articles of organization and petition results. She also noted that staff has reviewed all the documents including their business license, Certificate of Good Standing, the affidavit of posting, and the affidavit of publication. She directed that information be made a part of the record. Ms. Pettinger stated the petitions supporting the application were reviewed and found to be in accordance with and in conformity with the City of Lone Tree Liquor and Fermented Malt Beverage Regulations and were accepted into evidence by the Authority.

Ms. Pettinger introduced Brian Proffitt, Applicant's Attorney, Michael Jong, Director of Operations Midwest Region, and Carol Johnson, Petitioner. Mr. Proffitt and Mr. Jong spoke about the application.

Mayor Gunning opened the hearing for public testimony. No one came forward.

Following a brief discussion by the City Council, the hearing was closed to public testimony.

The City Council, acting as the Local Licensing Authority, having fully considered the application and testimony submitted by the Applicant, and the other evidence adduced at the hearing, NOW FINDS as follows:

GMRI, Inc. dba Seasons 52 #4544
Findings and Report to the State

1. The public hearing held with respect to said Application on GMRI, Inc. dba Seasons 52 #4544, was duly convened and the Council has jurisdiction to consider the Application as the Local Licensing Authority.
2. Applicant seeks approval of an application for a Hotel & Restaurant Liquor License at 8325 Park Meadows Center Drive, Lone Tree, Colorado 80124. The Application was submitted on a form prescribed by the State Licensing Authority pursuant to statute and said application appears to be complete in all material respects. The required fees accompanied the application.
3. The Council has reviewed the Individual History Records of the owners and the manager. Council finds that the Applicant has satisfied the requirements of the Colorado Liquor Code and Regulations with respect to character, record, and reputation.
4. The Applicant has evidenced possession of the subject property through a ground lease agreement entered into on July 2, 2013, with an expiration date of October 31, 2026.
5. The premise was posted in accordance with the law, for a period of not less than ten consecutive days prior to the date of said public hearing on the application, and published notice was accomplished by publication in a newspaper of general circulation in Douglas County.
6. Petitions containing 161 valid signatures in favor of and 5 valid signatures in opposition to the issuance of the license were presented to and considered by the Council.
7. No one appeared in opposition.

The City Council, acting as the Local Licensing Authority, having considered and weighed the foregoing, as well as the facts and evidence adduced by the Council's investigation, expressions of opinion as to the needs and desires of the inhabitants of the neighborhood contained in the aforementioned Petitions and all other facts, data and testimony, NOW FINDS that the Applicant has demonstrated, with respect to the application, that the needs and desires of the neighborhood are not adequately being served at this time.

Accordingly, the City Council hereby affirms its approval of the application of GMRI, Inc. dba Seasons 52 #4544, 8325 Park Meadows Center Drive, Lone Tree, Colorado 80124.

The City Council hereby authorizes and directs the Liquor Licensing Administrator to submit the necessary report and approved application to the State Licensing Authority in accordance with the law.

BY ORDER OF THE CITY COUNCIL OF THE CITY OF LONE TREE, COLORADO, acting as Local Licensing Authority.

CITY OF LONE TREE:

By: _____/s/
Jennifer Pettinger
Liquor License Administrator



CITY OF LONE TREE
STAFF REPORT

TO: Mayor Gunning and City Council

FROM: John P. Cotten, P.E.

DATE: January 29, 2014

FOR: February 4, 2014 Council Meeting

SUBJECT: Change Order No. 1 to the 2013 Street Overlay Contract

Summary

Brannan Sand and Gravel was awarded the contract for the 2013 Street Overlay contract. During the course of the contract there were three changes to the scope of the work.

The first was the addition of the new right turn lane on eastbound Lincoln Avenue from the Heritage Hills Circle intersection to Park Meadows Boulevard. At the time this lane was being constructed, Public Works requested that Rampart Range Metropolitan District forego the top lift of paving so that the entire width of the street could be paved in one operation. The District agreed to this and also agreed to reimburse the City the bid price of the top lift.

The second change occurred during the overlay of the Fairways neighborhood streets. After the milling was completed on these streets, the City received unusually large rainfall events that washed out the base course of the milled streets along the curb. This resulted in the need to place additional asphalt to fill the void that resulted.

The third item is related to the quantity of asphalt actually milled. The actual area of milling was increased by 4,040 square yards (approximately 3.5%) to provide better transitions to existing paving and to overlay areas at the edge of those transitions that were deemed in need of repair.

The fourth part of this change order is related to a claim from Brannan for having placed a higher tonnage of asphalt than what was included in the unit quantities of the contract. Their claim was that because the contract was a unit price contract, they were entitled to an increase for the tonnage that was placed. The claim for additional payment was in the amount of \$129,515.71.

The Engineer (TST Inc. of Denver) replied to the claim and denied the additional quantity, responding that the contract called for 2" of asphalt and the tonnage in the contract was sufficient for that requirement. Engineer found it was the Contractor's responsibility to control the means and methods necessary to meet the required thickness.

Cost

The cost for the additional area on Lincoln Avenue was calculated to be \$26,325.18.

The additional cost for the washed out areas in the Fairways area was calculated to be \$15,733.80.

The additional cost for additional milling was \$6,060 and the additional asphalt for this area was \$13,725.00.

This results in an addition of \$61,843.98 of agreed upon additional work. The total amount of this change order is \$106,000 which reflects the negotiated settlement amount.

Suggested Motions

I move to approve Change Order No. 1 to the Brannan Sand and Gravel Contract for the 2013 Street Overlay project in the amount of \$106,000.00 and to increase the contract time by 110 days.

Background

Following the Engineer's denial of the claim, the Contractor requested a meeting with the City and the Engineer to attempt to reach a mutually acceptable solution.

Seth Hoffman, Robert Johnson and I met with representatives of the Contractor and agreed to recommend a change order to the contract in the amount of \$106,000, which was acceptable to the Contractor. This settlement discussion avoided the potential of costly litigation for both parties.

Additionally, the Contractor had requested during the contract period that the City allow for a break in the work in order to allow the Contractor to better sequence its workload and Public Works agreed to allow that delay in completion. This suspension of work time, plus the time for the additional work resulted in an increase in contract time of 110 days. That number of additional contract days is included in this change order.

CHANGE ORDER NO. 1

Dated January 17, 2014

CONTRACT FOR: City of Lone Tree 2013 Street Overlay Agreement Date: _____

OWNER: City of Lone Tree, Colorado Owner's Proj. No. _____

CONTRACTOR: Brannan Sand and Gravel Co. Engineer's Proj. No. 061-367

The following changes are hereby made to the Contract Documents:

Description: (1) Additional area of milling/paving on Lincoln 2 Schedule of values. (2) Erosion within Fairways Subdivision (3) Adjusted values to actual completed quantities.

Purpose: (1) Additional area added for turn lane. (2) September rains washed out sub-base after milling operations, causing loss in subbase which was replaced with asphalt. (3) To reflect actual quantities completed

Attachments: (1 & 2) Area Comparison Worksheet

ADJUSTMENT TO CONTRACT PRICE:

Original contract price	\$ <u>1,070,130.10</u>
Net change previous Change Orders No. <u>0</u> to <u>0</u>	\$ <u>0.00</u>
Contract price prior to this Change Order	\$ <u>1,070,130.10</u>
Net adjustment resulting from this Change Order (+/-)	\$ <u>106,000.00</u>
Current contract price including this Change Order	\$ <u>1,176,130.10</u>

ADJUSTMENT TO CONTRACT TIME:

Original contract time (days or date)	<u>110</u> days
Net change previous Change Orders No. <u>0</u> to <u>0</u> (days)	<u>0</u> days
Contract time prior to this Change Order (days or date)	<u>110</u> days
Net Adjustment Resulting from this Change Order (days)	<u>0</u> days
Current contract time including this Change Order (days or date)	<u>110</u> days

Recommended:

TST Inc. of Denver
(ENGINEER)

By: T. C. Gant
Date: 1/17/14

Approved:

City of Lone Tree, Colorado
(OWNER)

By: _____
Date: _____

Approved:

Brannan Sand and Gravel Co.
(CONTRACTOR)

By: _____
Date: _____

TST Inc. of Denver
 Consulting Engineers
AREA COMPARISON
 Client: City of Lone Tree
 Project: 2013 Street Overlay



Date: 1/17/2014

No.	Item	Contract Unit Price (Asphalt) per Ton	Contract Tons of Asphalt		Area Adjust-Quantity of Paving (Contract Quantity X % Change)		Washout Adjust-Quantity of Paving (Length X 2' X 4")		TOTAL ASPHALT QUANTITIES ADJUSTED	
			Tons	Cost	Tons	Cost	Tons	Cost	Tons	Cost
1	County Line Road	\$ 56.50	5,485.00	\$ 309,902.50	654.71	\$ 36,991.12			654.71	\$ 36,991.12
2	Willow Street	\$ 58.80	438.00	\$ 25,754.40	38.97	\$ 2,291.44			38.97	\$ 2,291.44
3	Parkland Road	\$ 56.60	273.00	\$ 15,451.80	143.95	\$ 8,147.57			143.95	\$ 8,147.57
4	Westview Road	\$ 56.60	580.00	\$ 32,828.00	26.06	\$ 1,475.00			26.06	\$ 1,475.00
Mall Subtotal			6,776.00	\$ 383,936.70	863.69	\$ 48,905.12	N/A	N/A	863.69	\$ 48,905.12
6	Green Island Place	\$ 60.00	120.00	\$ 7,200.00	0.00	\$ -	12.26	\$ 735.60	12.26	\$ 735.60
7	Green Island Circle	\$ 60.00	836.00	\$ 50,160.00	0.00	\$ -	101.28	\$ 6,076.80	101.28	\$ 6,076.80
8	Fairview Way	\$ 63.50	99.00	\$ 6,286.50	0.00	\$ -			0.00	\$ -
9	Fairview Place	\$ 60.00	113.00	\$ 6,780.00	0.00	\$ -	11.48	\$ 688.80	11.48	\$ 688.80
10	Bay Hill Drive	\$ 60.00	818.00	\$ 49,080.00	0.00	\$ -	30.20	\$ 1,812.00	30.20	\$ 1,812.00
11	Fairview Court	\$ 61.00	95.00	\$ 5,795.00	0.00	\$ -			0.00	\$ -
12	King Mills Lane	\$ 60.00	319.00	\$ 19,140.00	0.00	\$ -	41.6	\$ 2,496.00	41.60	\$ 2,496.00
13	Kings Mill Place	\$ 61.00	99.00	\$ 6,039.00	0.00	\$ -			0.00	\$ -
14	Bay Hill Way	\$ 61.00	126.00	\$ 7,686.00	0.00	\$ -			0.00	\$ -
15	Colinade Drive	\$ 60.00	570.00	\$ 34,200.00	0.00	\$ -	65.33	\$ 3,919.80	65.33	\$ 3,919.80
Fairways Subtotal			3,195.00	\$ 192,366.50	0.00	\$ -	262.15	\$ 15,729.00	262.15	\$ 15,729.00
16	Lodgepole Trail	\$ 61.20	52.00	\$ 3,182.40	-0.94	\$ (57.53)			-0.94	\$ (57.53)
17	Clearwater Drive	\$ 61.30	340.00	\$ 20,842.00	38.33	\$ 2,349.63			38.33	\$ 2,349.63
18	Oakbrush Way/Limber Way	\$ 61.30	542.00	\$ 33,224.60	69.71	\$ 4,273.22			69.71	\$ 4,273.22
Vistas Subtotal			934.00	\$ 57,249.00	107.10	\$ 6,565.32	N/A	N/A	107.10	\$ 6,565.32
19	Lincoln Avenue - 1	\$ 58.20	1,277.00	\$ 74,321.40	261.22	\$ 15,203.00	N/A	N/A	261.22	\$ 15,203.00
20	Lincoln Avenue - 2	\$ 58.70	694.00	\$ 40,737.80	333.86	\$ 19,597.58	N/A	N/A	333.86	\$ 19,597.58
TOTAL	TOTAL		12,876.00	748,611.40	1,565.87	\$ 90,271.03	262.15	\$ 15,729.00	1828.02	\$ 106,000.00

CITY OF LONE TREE PRELIMINARY FINDINGS

AGENDA ITEM: Retail Liquor Store License for BWS Sales, LLC d/b/a Chateau Liquors

MEETING DATE: February 4, 2014

STAFF PERSON RESPONSIBLE: Jennifer Pettinger, CMC, City Clerk

DESCRIPTION: Retail Liquor Store License for BWS Sales, LLC d/b/a Chateau Liquors, 10016 Commons Street, Lone Tree, Colorado.

SUMMARY: The application for a new Retail Liquor Store License at the above location was submitted and completed in all material respects. The necessary fees accompanied the application.

This establishment is located at 10016 Commons Street. A five year lease agreement was entered into between Lincoln Commons North, Inc., Landlord, and BWS Sales, LLC, Tenant, on December 13, 2013.

Documents reviewed include the License Application, Individual History Records, Lone Tree Business License, Certificate of Good Standing issued by the Colorado Secretary of State, Red-lined Drawing of the Premises, Affidavit of Posting, Affidavit of Publication and Petitions.

Fingerprinting and background checks were submitted through CBI. There were no adverse comments or events reported. All posting and publication requirements have been met and the petition results have been reviewed. Staff recommends approval of the application conditional upon the applicant obtaining all necessary permits and approvals.

A Retail Liquor Store License shall be issued to persons selling only malt, vinous, and spirituous liquors in sealed containers and not to be consumed at the place where sold.

RECOMMENDED COUNCIL ACTION: Convene the Public Hearing for a new Retail Liquor Store License and consider a motion to approve the application for a Retail Liquor Store License conditional upon the applicant obtaining necessary building permits and approvals.

6. Is the applicant (including any of the partners, if a partnership; members or manager if a limited liability company; or officers, stockholders or directors if a corporation) or manager under the age of twenty-one years? Yes No

7. Has the applicant (including any of the partners, if a partnership; members or manager if a limited liability company; or officers, stockholders or directors if a corporation) or manager ever (in Colorado or any other state);
 (a) been denied an alcohol beverage license?
 (b) had an alcohol beverage license suspended or revoked?
 (c) had interest in another entity that had an alcohol beverage license suspended or revoked?
 If you answered yes to 7a, b or c, explain in detail on a separate sheet.

8. Has a liquor license application (same license class), that was located within 500 feet of the proposed premises, been denied within the preceding two years? If "yes," explain in detail.

9. Are the premises to be licensed within 500 feet of any public or private school that meets compulsory education requirements of Colorado law, or the principal campus of any college, university or seminary?

10. Has a liquor or beer license ever been issued to the applicant (including any of the partners, if a partnership; members or manager if a limited liability company; or officers, stockholders or directors if a corporation)? If yes, identify the name of the business and list any current or former financial interest in said business including any loans to or from a licensee. Chateau Liquors, Denver, Co

11. Does the Applicant, as listed on line 2 of this application, have legal possession of the premises by virtue of ownership, lease or other arrangement?
 Ownership Lease Other (Explain in Detail) _____

a. If leased, list name of landlord and tenant, and date of expiration, EXACTLY as they appear on the lease:

Landlord <u>Lincoln Commons @ Ridgeway</u>	Tenant <u>BWS Sales LLC</u>	Expires <u>2019 Pursuant to Section</u>
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Attach a diagram and outline or designate the area to be licensed (including dimensions) which shows the bars, brewery, walls, partitions (see) of entrances, exits and what each room shall be utilized for in this business. This diagram should be no larger than 8 1/2" X 11". (Doesn't have to be to scale) Lease

12. Who, besides the owners listed in this application (including persons, firms, partnerships, corporations, limited liability companies), will loan or give money, inventory, furniture or equipment to or for use in this business; or who will receive money from this business. Attach a separate sheet if necessary.

NAME	DATE OF BIRTH	FEIN OR SSN	INTEREST
<u>NONE</u>			

Attach copies of all notes and security instruments, and any written agreement, or details of any oral agreement, by which any person (including partnerships, corporations, limited liability companies, etc.) will share in the profit or gross proceeds of this establishment, and any agreement relating to the business which is contingent or conditional in any way by volume, profit, sales, giving of advice or consultation.

13. **Optional Premises or Hotel and Restaurant Licenses with Optional Premises** Has a local ordinance or resolution authorizing optional premises been adopted? Yes No

Number of separate Optional Premises areas requested. _____ (See License Fee Chart)

14. **Liquor Licensed Drug Store** applicants, answer the following:
 (a) Does the applicant for a Liquor Licensed Drug Store have a license issued by the Colorado Board of Pharmacy? COPY MUST BE ATTACHED. Yes No

15. **Club Liquor License** applicants answer the following and attach:
 (a) Is the applicant organization operated solely for a national, social, fraternal, patriotic, political or athletic purpose and not for pecuniary gain? Yes No
 (b) Is the applicant organization a regularly chartered branch, lodge or chapter of a national organization which is operated solely for the object of a patriotic or fraternal organization or society, but not for pecuniary gain?
 (c) How long has the club been incorporated? _____ (Three years required)
 (d) Has applicant occupied an establishment for three years that was operated solely for the reasons stated above?

16. **Brew-Pub License or Vintner Restaurant Applicants** answer the following:
 (a) Has the applicant received or applied for a Federal Permit? (Copy of permit or application must be attached) Yes No

17a. **Name of Manager (for all on-premises applicants)** _____ (If this is an application for a Hotel, Restaurant or Tavern License, the manager must also submit an Individual History Record (DR 8404-I). Date of Birth _____

17b. Does this manager act as the manager of, or have a financial interest in, any other liquor licensed establishment in the State of Colorado? If yes, provide name, type of license and account number. Yes No

18. **Tax Distraint Information.** Does the applicant or any other person listed on this application and including its partners, officers, directors, stockholders, members (LLC) or managing members (LLC) and any other persons with a 10% or greater financial interest in the applicant currently have an outstanding tax distraint issued to them by the Colorado Department of Revenue? If yes, provide an explanation and include copies of any payment agreements. Yes No

19. If applicant is a corporation, partnership, association or limited liability company, applicant **must list ALL OFFICERS, DIRECTORS, GENERAL PARTNERS, AND MANAGING MEMBERS.** In addition applicant **must list** any stockholders, partners, or members with **OWNERSHIP OF 10% OR MORE** IN THE APPLICANT. ALL PERSONS LISTED BELOW must also attach form DR 8404-I (Individual History record), and submit finger print cards to their local licensing authority.

NAME	HOME ADDRESS, CITY & STATE	DOB	POSITION	% OWNED*
Jean Ann Baldwin	6255 Pine Hollow Dr., Parker CO		Managing Member	33.4
Mary Ann Baldwin	8811 E. Thunderbird Rd., Parker CO		Member	33.3
Kimberly Kay Baldwin	6452 N. Windfield Ave., Parker CO		Member	33.3

*If total ownership percentage disclosed here does not total 100% applicant must check this box

Applicant affirms that no individual other than these disclosed herein, owns 10% or more of the applicant

Additional Documents to be submitted by type of entity

- CORPORATION Cert. of Incorp. Cert. of Good Standing (if more than 2 yrs. old) Cert. of Auth. (if a foreign corp.)
 PARTNERSHIP Partnership Agreement (General or Limited) Husband and Wife partnership (no written agreement)
 LIMITED LIABILITY COMPANY Articles of Organization Cert. of Authority (if foreign company) Operating Agrmt.
 ASSOCIATION OR OTHER Attach copy of agreements creating association or relationship between the parties

Registered Agent (if applicable)	Address for Service
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OATH OF APPLICANT

I declare under penalty of perjury in the second degree that this application and all attachments are true, correct, and complete to the best of my knowledge. I also acknowledge that it is my responsibility and the responsibility of my agents and employees to comply with the provisions of the Colorado Liquor or Beer Code which affect my license.

Authorized Signature <i>Jean Baldwin</i>	Title <i>Managing Member</i>	Date <i>12-23-2013</i>
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REPORT AND APPROVAL OF LOCAL LICENSING AUTHORITY (CITY/COUNTY)

Date application filed with local authority <i>12/23/13</i>	Date of local authority hearing (for new license applicants; cannot be less than 30 days from date of application 12-47-311 (1)) C.R.S. <i>2-4-14</i>
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THE LOCAL LICENSING AUTHORITY HEREBY AFFIRMS:

- That each person required to file DR 8404-I (Individual History Record) has:
- | | |
|---|--------------------------|
| Yes | No |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Been fingerprinted | |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| Been subject to background investigation, including NCIC/CCIC check for outstanding warrants | |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| That the local authority has conducted, or intends to conduct, an inspection of the proposed premises to ensure that the applicant is in compliance with, and aware of, liquor code provisions affecting their class of license | |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> |
- (Check One)
 Date of Inspection or Anticipated Date *4-1-14*
 Upon approval of state licensing authority.

The foregoing application has been examined; and the premises, business to be conducted, and character of the applicant are satisfactory. We do report that such license, if granted, will meet the reasonable requirements of the neighborhood and the desires of the adult inhabitants, and will comply with the provisions of Title 12, Article 46 or 47, C.R.S. **THEREFORE, THIS APPLICATION IS APPROVED.**

Local Licensing Authority for <i>City of Lone Tree</i>	Telephone Number	<input type="checkbox"/> TOWN, CITY <input type="checkbox"/> COUNTY
Signature	Title	Date
Signature (attest)	Title	Date

INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. All questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". Any deliberate misrepresentation or material omission may jeopardize the license application.

1. Name of Business
 BWS Sales LLC dba Chateau Liquors

2. Your Full Name (last, first, middle)
 Baldwin, Mary Ann

3. List any other names you have used.
 Mary Ann Weber

4. Mailing address (if different from residence)
 8811 E. Thunderbird Rd., Parker, CO 80134

5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).

STREET AND NUMBER	CITY, STATE, ZIP	FROM	TO
Current 8811 E. Thunderbird Rd.	Parker, CO 80134	5/2005	present
Previous			

6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)

NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
Colorado State University	410 Fairgrounds Rd., Castle Rock, CO 80104	4-H Agent	9/2006	present
BWS Sales LLC	2627 E. 2nd Ave., Denver, CO 80206	owner	4/2005	8/2013

7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.

NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE
Gary Baldwin	husband	manager	BWS Sales LLC
Jean Baldwin	sister-in-law	owner/manager	BWS Sales LLC
Marvin Baldwin	brother-in-law	manager	BWS Sales LLC
Kimberly Baldwin	sister-in-law	owner	BWS Sales LLC
Dennis Baldwin	brother-in-law	manager	BWS Sales LLC

8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail. Yes No

BWS Sales LLC dba Chateau Liquors, 2627 East 2nd Ave., Denver, CO 80206
 from 4-2005 to 8-1-13
 Closed due to redevelopment

9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail. Yes No

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)

Yes No

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (if yes, explain in detail.)

Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (if yes, explain in detail.)

Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential. The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth		b. Social Security Number SSN		c. Place of Birth Wauseon, Ohio		d. U.S. Citizen? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
e. If Naturalized, State where				f. When		g. Name of District Court	
h. Naturalization Certificate Number		i. Date of Certification		j. If an Alien, Give Alien's Registration Card Number		k. Permanent Residence Card Number	
l. Height 5'5"	m. Weight 170	n. Hair Color Brown	o. Eye Color Blue	p. Sex F	q. Race Caucasian	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

14. Financial Information.

a. Total purchase price \$ 0 (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ 0

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ 40,000

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.

Type: Cash, Services or Equipment	Source	Amount
Cash	previous business @ Wells Fargo	\$ 20,000
Equipment	previous business	\$ 20,000

d. Loan Information (attach copies of all notes or loans).

Name of Lender	Address	Term	Security	Amount
n/a				

Oath of Applicant

I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

Authorized Signature <i>Mary Baldwin</i>	Title owner	Date 12-16-13
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INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. All questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". Any deliberate misrepresentation or material omission may jeopardize the license application.

1. Name of Business
 BWS Sales LLC dba Chateau Liquors

2. Your Full Name (last, first, middle) 3. List any other names you have used.
 Jean Baldwin, Jean ANN Jean ANN Baldwin

4. Mailing address (if different from residence)

5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).

STREET AND NUMBER		CITY, STATE, ZIP	FROM	TO
Current	6255 Pine Hollow DR.	PARKER, CO 80134	1987	PRESENT
Previous				

6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)

NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
TOWN OF PARKER	17301 LINCOLN AVE, PARKER CO	Guest Service Rep	2002	PRESENT
BWS SALES	2627 EAST 2 ND AVE DENVER, CO 80206	OWNER + MANAGER	4-2005	8-2013

7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.

NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE
MARVIN BALDWIN	HUSBAND	MANAGER	BWS SALES, LLC
GARY BALDWIN	BROTHER-IN-LAW	MANAGER	BWS SALES, LLC
MARY BALDWIN	SISTER-IN-LAW	OWNER	" " "
DENNIS BALDWIN	BROTHER-IN-LAW	MANAGER	BWS SALES, LLC
KIMBERLY BALDWIN	SISTER-IN-LAW	OWNER	" " "

8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail.

Yes No

BWS Sales LLC dba Chateau Liquors 2627 East 2ND Ave
 DENVER CO. 80206 from 4-2005 TO 8-1-13
 CLOSED due TO Redevelopment.

9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail.

Yes No

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)

Yes No

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (if yes, explain in detail.)

Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (if yes, explain in detail.)

Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential. The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth	b. Social Security Number SSN	c. Place of Birth ELKHART, KANSAS	d. U.S. Citizen? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
e. If Naturalized, State where		f. When	g. Name of District Court
h. Naturalization Certificate Number	i. Date of Certification	j. If an Alien, Give Alien's Registration Card Number	k. Permanent Residence Card Number
l. Height 5"5"	m. Weight 150	n. Hair Color BLOWE	o. Eye Color BLUE
p. Sex F	q. Race White	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

14. Financial Information.

a. Total purchase price \$ 0 (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ 0

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ 40,000

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.

Type: Cash, Services or Equipment	Source	Amount
CASH	Wells FARGO Previous BUSINESS	\$20,000
Equipment	Previous BUSINESS	20,000

d. Loan Information (attach copies of all notes or loans)

Name of Lender	Address	Term	Security	Amount

Oath of Applicant

I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

Authorized Signature <i>Jen Baldwin</i>	Title <i>Managing Member</i>	Date <i>12-16-2013</i>
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INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. All questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". Any deliberate misrepresentation or material omission may jeopardize the license application.

1. Name of Business
 BWS Sales LLC dba Chateau Liquors

2. Your Full Name (last, first, middle)
 Baldwin Kimberly Kay

3. List any other names you have used.
 Kimberly Kay Lawyer

4. Mailing address (if different from residence)

5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).

STREET AND NUMBER		CITY, STATE, ZIP		FROM	TO
Current	6452 N. Windfield Ave	Parker CO	80134	7-2005	present
Previous					

6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)

NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
Douglas County Schools Ponderosa High School	7067 E. Bayou Gulch Rd Parker CO 80134	teacher	2005	present
BWS Sales	2627 East 2nd Ave Denver CO 80206	owner	4-2005	8-2013

7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.

NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE
Dennis Baldwin	husband	manager	BWS Sales LLC
Marvin Baldwin	brother-in-law	manager	
Jean Baldwin	sister-in-law	owner manager	BWS Sales LLC
Gary Baldwin	brother-in-law	manager	
Mary Baldwin	sister-in-law	owner	BWS Sales LLC

8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail.

Yes No

BWS Sales LLC dba Chateau Liquors 2627 East 2nd Ave
 Denver Co. 80206 from 4-2005 to 8-1-13.
 Closed due to redevelopment.

9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail.

Yes No

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)
 Yes No

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (if yes, explain in detail.)
 Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (If yes, explain in detail.)
 Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential. The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth	b. Social Security Number SSN	c. Place of Birth Mason City, Iowa	d. U.S. Citizen? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
e. If Naturalized, State where		f. When	g. Name of District Court
h. Naturalization Certificate Number	i. Date of Certification	j. If an Alien, Give Alien's Registration Card Number	k. Permanent Residence Card Number
l. Height 5'7"	m. Weight 180	n. Hair Color brown	o. Eye Color brown
p. Sex F	q. Race white	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

14. Financial Information.
 a. Total purchase price \$ 0 (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ 0

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ 40,000 each

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.
 Type: Cash, Services or Equipment

Type	Source	Amount
cash	previous business - wells fargo	\$20,000
equipment	previous business	\$20,000

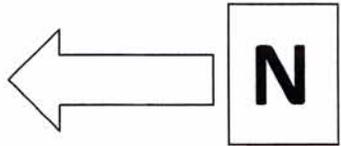
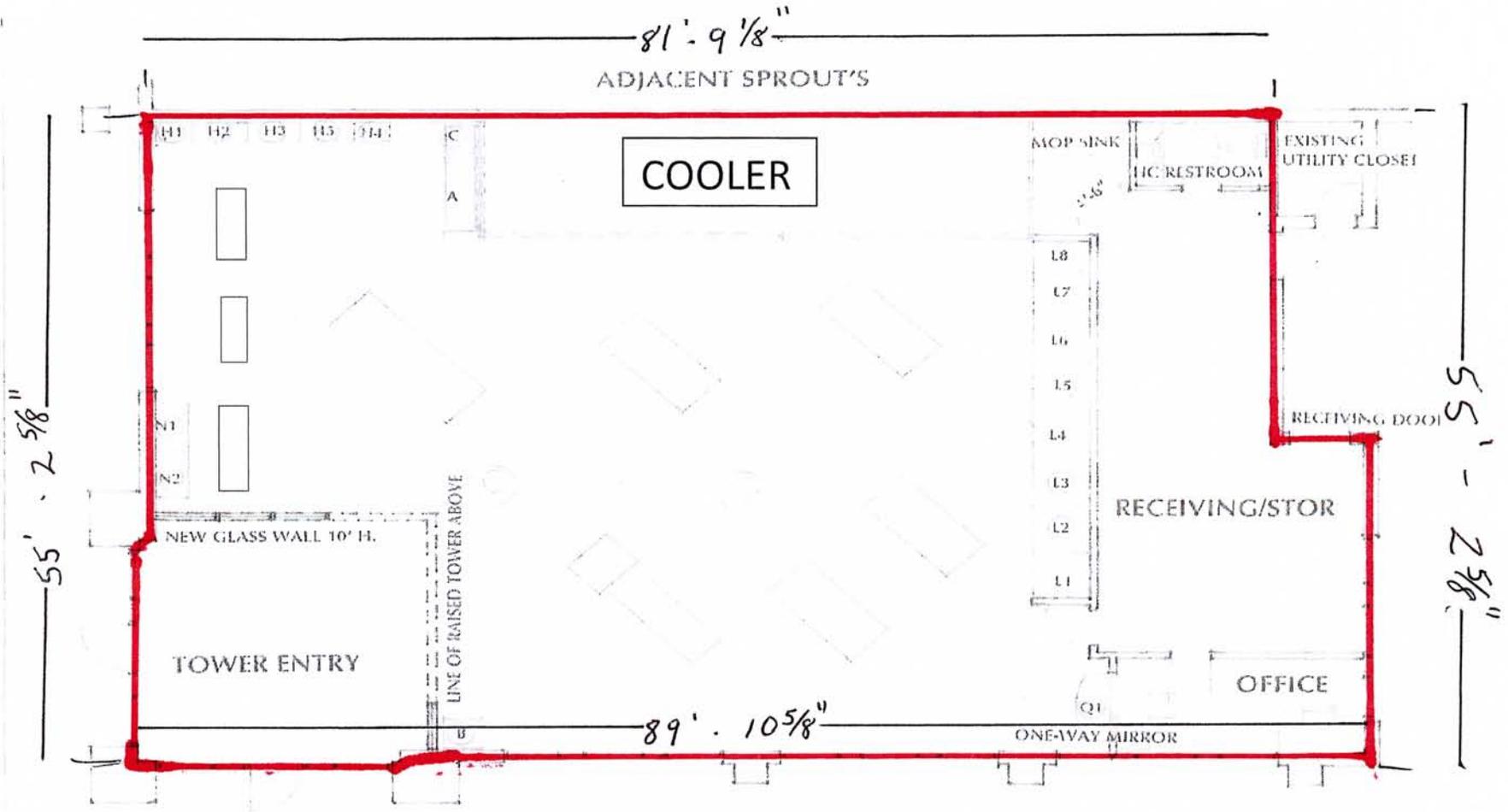
d. Loan Information (attach copies of all notes or loans)

Name of Lender	Address	Term	Security	Amount

Oath of Applicant

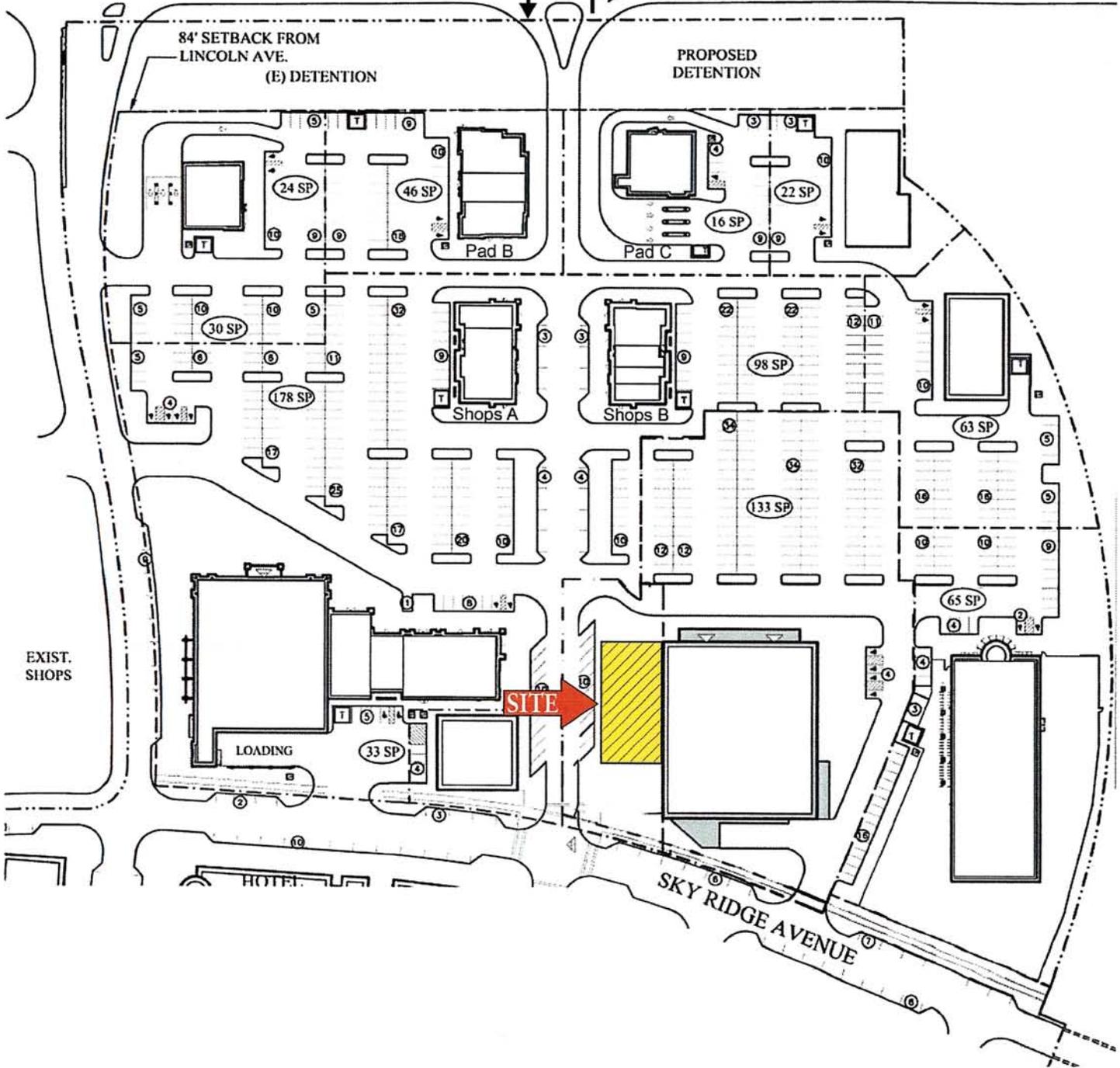
I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

Authorized Signature <i>Kimberly K. Balducci</i>	Title owner	Date 12-16-13
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Chateau Liquors
 10016 Commons Street, ~~Unit 410~~ JB
 Lone Tree, CO 80124

LINCOLN AVENUE



SHOPPING CENTER LEASE

This Shopping Center Lease (this "Lease") is entered into as of December 13, 2013, by and between Landlord and Tenant.

ARTICLE I

DEFINITIONS AND CERTAIN BASIC PROVISIONS

1.1 Definitions.

- (a) Act: As defined in Section 8.6.
- (b) Additional Rent: As defined in Section 3.3.
- (c) Bankruptcy Event: As defined in Section 19.1.
- (d) Broker: As defined in Section 27.7.
- (e) Building: The building containing the Premises.
- (f) Commencement Date: The earlier to occur of (i) sixty (60) days following the Delivery Date, or (ii) the date Tenant opens all or a portion of the Premises for business.
- (g) Common Area: As defined in Section 6.1.
- (h) Common Area costs and expenses: As defined in Section 6.2
- (i) Construction Allowance: As defined in Section 3.03 of Exhibit C.
- (j) Declaration: As defined in Section 27.23.
- (k) Delivery Date: The date Landlord delivers the Premises to Tenant with Landlord's Work substantially completed
- (l) Designated Receiving Entity: As defined in the PIF Covenant.
- (m) District: As defined in Section 4.4.
- (n) Environmental Laws: As defined in Section 22.1.
- (o) Estimated Delivery Date: As defined in Section 5.1.
- (p) Event of Default: As defined in Section 18.1.
- (q) Event of Force Majeure: As defined in Section 27.5.
- (r) Floor Area shall mean, with respect to the Premises or any other leasable areas, Landlord's estimate of the total number of square feet of floor area therein which is designated for the exclusive occupancy of rent-paying tenants, measured from the exterior faces of all exterior walls, service corridor, fire walls and sprinkler rooms, and from the center line of the common demising walls separating the premises from other spaces. No deduction shall be made for columns or interior

- (xx) Sign Criteria: The Landlord's sign criteria for Lincoln Commons at RidgeGate, Lincoln District East, as the same may change from time to time.
- (yy) Site Plan: The site plan attached hereto and made a part hereof as Exhibit A. Tenant acknowledges that the Site Plan is for information purposes and is intended only to identify the real estate comprising the Shopping Center and the approximate boundary lines of the individual parcels and that the Site Plan is not to be considered or construed as a representation or covenant that the shape, size, location, number and extent of building improvements shown thereon shall be constructed, and is not intended to be nor should be or have been relied upon and is subject to change, modification, alteration and deletion by Landlord or other parties, and is not a representation or warranty as to the opening or continued operation of any store named or depicted on the Site Plan.
- (zz) Taxes: As defined in Section 7.1.
- (aaa) Tenant: BWS Sales LLC, a Colorado limited liability company dba Chateau Liquors.
- (bbb) Tenant's Drawings: As defined in Section 3.01 of Exhibit C-1.
- (ccc) Tenant's mailing address:
BWS Sales, LLC
8811 E. Thunderbird Road
Parker, CO 80134
- (ddd) Tenant's Work: As defined in Section 5.2
- (eee) Term: Commencing on the Commencement Date and ending sixty (60) months following the first day of the calendar month immediately following the month containing the Commencement Date (unless the Commencement Date is the first day of a calendar month, in which event the Term shall end sixty (60) months following the Commencement Date). Notwithstanding the foregoing, from and after the date of full execution and delivery of this Lease, this Lease shall be in full force and effect, and Tenant shall keep, perform and observe all the terms, covenants, conditions, agreements, indemnities and other promises to be kept, performed and observed by Tenant (other than payment of Minimum Rent and Additional Rent) prior to the Commencement Date. If the Term is extended in accordance with the terms and conditions set forth in Article XXVI, then all references in this Lease to the "Term" shall include the Renewal Term.
- (fff) Trade Name: Chateau Liquors.
- (ggg) White Box: As defined in Section 5.1.

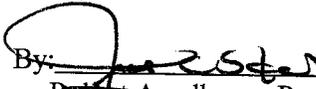
Each of the foregoing definitions and basic provisions shall be construed in conjunction with and limited by references thereto in other provisions of this Lease.

1.2 Liquor License to be Obtained by Tenant. Tenant shall, within ten (10) days after the mutual execution of this Lease by Landlord and Tenant, submit an application for the Liquor License and thereafter diligently pursue the same. If either (a) Tenant fails to make such application within such ten (10) day period, or (b) Tenant fails, for whatever reason, to obtain the Liquor License within ninety (90) days after the date of this Lease, Landlord shall have the right to terminate this Lease by delivering

IN WITNESS WHEREOF, Landlord and Tenant have executed this Lease as of the day and year first above written.

LANDLORD:

LINCOLN COMMONS NORTH, INC., a Delaware corporation

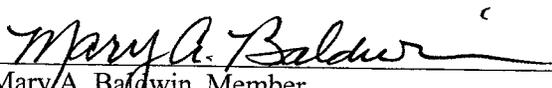
By: 
Robert Asselbergs, President
JONAS LSTEIN, VPTREASURER

TENANT:

BWS SALES, LLC,
a Colorado limited liability company

By: 
Jean Baldwin, Managing Member

By: 
Kimberly Baldwin, Member

By: 
Mary A. Baldwin, Member

Lincoln Commons North, Inc.

January 15, 2014

City of Lone Tree
9220 Kimmer Drive
Lone Tree, CO 80124

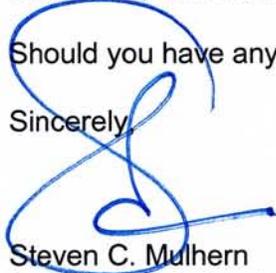
To Whom it May Concern:

Please allow this correspondence to confirm Lincoln Commons North, Inc. (Landlord) and BWS Sales, LLC (Tenant), d.b.a Chataue Liquors, entered into a Shopping Center Lease Agreement on December 13, 2013 for the following address:

10016 Commons Street
Lone Tree, CO 80124

Should you have any questions or require additional information, contact me at (720) 279-2581.

Sincerely,



Steven C. Mulhern
Leasing Administrator



Colorado Secretary of State
 Date and Time: 02/08/2005 04:23 PM
 Entity Id: 20051060300
 Document number: 20051060300

Document Processing Fee
 If document is on paper: \$50.00
 If document is filed electronically: \$.99

Fees are subject to change.
 For electronic filing and to obtain
 copies of filed documents visit
www.sos.state.co.us

Deliver paper documents to:
 Colorado Secretary of State
 Business Division
 1560 Broadway, Suite 200
 Denver, CO 80202-5169

Paper documents must be typed or machine printed.

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Organization

filed pursuant to 7-90-301, et seq. and §7-80-204 of the Colorado Revised Statutes (C.R.S)

1. Entity name:

BWS Sales, LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ld. liability company", "limited liability co.", "ld. liability co.", "limited", "llc", "l.l.c.", or "ld." §7-90-601, C.R.S.)

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, make the applicable selection):*

- "bank" or "trust" or any derivative thereof
- "credit union" "savings and loan"
- "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

6255 Pine Hollow Drive

(Street name and number)

Parker

(City)

CO

(State)

80134

(Postal/Zip Code)

United States

(Province - if applicable)

(Country - if not US)

4. Principal office mailing address
 (if different from above):

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province - if applicable)

(Country - if not US)

5. Registered agent name (if an individual):

Baldwin

(Last)

Marvin

(First)

D.

(Middle)

(Suffix)

OR (if a business organization):

6. The person identified above as registered agent has consented to being so appointed.

7. Registered agent street address:

6255 Pine Hollow Drive

(Street name and number)

Parker

(City)

CO

(State)

80134

(Postal/Zip Code)

Rev. 6/14/2004
 1 of 3

8. Registered agent mailing address
(if different from above):

<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>
<hr/>		
<i>(Street name and number or Post Office Box information)</i>		
<hr/>		
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>
<hr/>		
<i>(Province – if applicable)</i>	<i>(Country – if not US)</i>	

9. Name(s) and mailing address(es)
of person(s) forming the limited
liability company:

(if an individual): **Baldwin** **Marvin** **D.**
(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization):

<hr/>		
6255 Pine Hollow Drive		
<i>(Street name and number or Post Office Box information)</i>		
<hr/>		
Parker	CO	80134
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>
United States		
<i>(Province – if applicable)</i>	<i>(Country – if not US)</i>	

(if an individual) _____
(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

<hr/>		
<i>(Street name and number or Post Office Box information)</i>		
<hr/>		
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>
United States		
<i>(Province – if applicable)</i>	<i>(Country – if not US)</i>	

(if an individual) _____
(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

<hr/>		
<i>(Street name and number or Post Office Box information)</i>		
<hr/>		
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>
United States		
<i>(Province – if applicable)</i>	<i>(Country – if not US)</i>	

(If more than three persons are forming the limited liability company, mark this box and include an attachment stating the true names and mailing addresses of all additional persons forming the limited liability company)

10. The management of the limited liability company is vested in managers
OR is vested in the members .

11. There is at least one member of the limited liability company.

12. (Optional) Delayed effective date: _____
(mm/dd/yyyy)

13. Additional information may be included pursuant to other organic statutes such as title 12, C.R.S. If applicable, mark this box and include an attachment stating the additional information.

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

14. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Baldwin	Marvin	D.	
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
6255 Pine Hollow Drive			
<small>(Street name and number or Post Office Box information)</small>			
<hr/>			
Parker	CO	80134	
<small>(City)</small>	<small>(State)</small>	<small>(Postal/Zip Code)</small>	
United States			
<small>(Province – if applicable)</small>	<small>(Country – if not US)</small>		

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

NOTICE:

This "image" is merely a display of information that was filed electronically. It is not an image that was created by optically scanning a paper document.

No such paper document was filed. Consequently, no copy of a paper document is available regarding this document.

Questions? Contact the Business Division. For contact information, please visit the Secretary of State's web site.

Document processing fee
If document is filed on paper \$10.00
If document is filed electronically Currently Not Available

Fees & forms/cover sheets are subject to change.
To file electronically, access instructions for this form/cover sheet and other information or print copies of filed documents, visit www.sos.state.co.us and select Business Center.

Paper documents must be typewritten or machine printed.

20051332631 C
\$ 10.00
SECRETARY OF STATE
09-01-2005 13:56:02

ABOVE SPACE FOR OFFICE USE ONLY

Statement of Change

filed pursuant to §7-90-301, et seq. and §7-90-305.5 or §7-90-604 or §7-90-701 or §7-90-702 or §7-90-705 or §7-90-804 of the Colorado Revised Statutes (C.R.S)

ID number: 20051060300

1. Entity name:

BWS Sales, LLC

2. True name:
(if different from the entity name)

Chateau Liquors

Complete lines 3 - 15 as applicable. You must complete line 16.

3. Resignation of registered agent of record:

Date on which agent resigned: 08/30/2005
(mm/dd/yyyy)

Registered agent: (if an individual) Baldwin Marvin D.
(Last) (First) (Middle) (Suffix)
OR (if a business organization)

Registered agent street address: 6255 Pine Hollow Drive
(Street name and number)

Parker CO 80134
(City) (State) (Postal/Zip Code)

The person appointed as registered agent has delivered notice of the change to the entity at the principal office address of its principal office.

4. Appointment of new registered agent following resignation of registered agent of record:

Registered agent: (if an individual) Baldwin Jean A.
(Last) (First) (Middle) (Suffix)
OR (if a business organization)

The person appointed as registered agent in the document has consented to being so appointed.

Registered agent street address: 2627 E. 2nd Ave.
(Street name and number)

Denver CO 80206
(City) (State) (Postal/Zip Code)

Registered agent mailing address:
(if different from above)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province – if applicable) (Country – if not US)

5. Change of registered agent name and/or address of record:

Registered agent: (if an individual) Baldwin Jean A.
(Last) (First) (Middle) (Suffix)

OR (if a business organization)

The person appointed as registered agent in the document has consented to being so appointed.

Registered agent street address: 2627 E. 2nd Ave.
(Street name and number)

Denver CO 80206
(City) (State) (Postal/Zip Code)

Registered agent mailing address:
(if different from above)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province – if applicable) (Country – if not US)

If the change is being effected by the registered agent, the following statement applies:

The person appointed as registered agent has delivered notice of the change to the entity at the principal office address of its principal office.

6. Change of principal office address of record:

New principal office street address: 2627 E. 2nd Ave.
(Street name and number)

Denver CO 80206
(City) (State) (Postal/Zip Code)

(Province – if applicable) (Country – if not US)

New principal office mailing address:
(if different from above)

(Street name and number or Post Office Box information)

(City)	(State)	(Postal/Zip Code)
(Province – if applicable)	(Country – if not US)	

7. Document number:
(required for change(s) to 8, 9, 10, 11,
and/or 12 below)

8. Change of entity name of record (LLP, art. 61 LLLP or foreign entity only):

New entity name:

9. Change of true name of record (LLP, art. 61 LLLP, general partnership or foreign entity only):

New true name:

10. Change of jurisdiction of formation of record (foreign entity only):

New jurisdiction of formation:

11. Change of entity form of record (foreign entity only):

New entity form:

12. Other change(s) not provided for above:

If other information contained in the filed document is being changed, mark this box and include an attachment stating the information to be changed and each such change.

If other information is being added or deleted, mark this box and include an attachment stating each addition or deletion.

13. Withdrawal of Statement of Registration of True Name: (if applicable, mark this box)

14. Use of Restricted Words (if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):

- "bank" or "trust" or any derivative thereof
- "credit union" "savings and loan"
- "insurance", "casualty", "mutual", or "surety"

15. (Optional) Delayed effective date:

_____ (mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

ESQUIRE PETITIONING SERVICES, LLC
Liquor Licensing Specialists
2792 South Race Street
Denver, Colorado 80210
Telephone: (303)331-8600
Facsimile: (303)331-9048

January 21, 2014

To: City of Lone Tree Liquor Licensing Authority
Re: Summary report of petition circulation methods and results in the application for
A Retail Liquor Store License

Applicant: BSW Sales, LLC.
Trade Name: Chateau Liquors
Proposed Location: 10016 Common Street
Lone Tree, Colorado 80124

Methods:

1. The petition circulation was conducted under the control of Esquire Petitioning Services, L.L.C. ("Esquire").
2. Circulators were driven to the proposed site and became familiar with the Applicant's proposed location.
3. Petitions were pre-filed according to the Licensing Authority's local rules.
4. Esquire prepared all of the petition circulation materials. Each circulator carried a clipboard and petition packet consisting of the following: a. a map of the designated neighborhood with neighborhood boundaries outlined and the proposed location of the outlet denoted by an "X"; b. a petition cover sheet stating: the Applicant's name, the trade name, the proposed location, the type of license application, the qualifications for signing the petition and the information concerning the public hearing; c. signature sheets that provided eligible persons the opportunity to sign the petition in support of, or in opposition to, the application; and d. data sheets on which to record all responses by address.

c. Reasons Stated for Signing In Opposition to the License:		
	Totals	% of people signing:
Does not drink alcohol:	0	0.0 %
Neutral:	0	0.0 %
Sufficient number of outlets:	0	0.0%
Traffic	0	0.0 %
Children	0	0.0 %
No reason stated/other	0	0.0 %
TOTAL:	0	0.0 %

d. Results analyzed on a needs and desires basis

Signatures supporting the issuance of the license because the eligible contacts desired the license to issue because the existing outlets are not sufficient to meet the needs of the neighborhood.	142	100 %
Signatures opposing the issuance of the license because the eligible contacts did not desire the license to issue because the existing outlets are sufficient to meet the needs of the neighborhood.	0	0.0 %
Total:	142	100 %

e. Reasons stated for declining to sign the petition:

Preferred to remain neutral:	1
No interest in application:	15
Does not drink alcohol:	2
Too busy to sign:	2
More information:	0
Do Not sign Petitions	1
Other:	0
TOTAL:	21

Prepared by Kelly B. Piets
Esquire Petitioning Services, LLC

CITY OF LONE TREE PRELIMINARY FINDINGS

AGENDA ITEM: Hotel and Restaurant Liquor License for Pisco Sour Restaurant and Lounge Corporation d/b/a Pisco Sour Restaurant and Lounge

MEETING DATE: February 4, 2014

STAFF PERSON RESPONSIBLE: Jennifer Pettinger, CMC, City Clerk

DESCRIPTION: Hotel and Restaurant Liquor License for Pisco Sour Restaurant and Lounge Corporation d/b/a Pisco Sour Restaurant and Lounge, 9234 Park Meadows Drive, Suite 100, Lone Tree, Colorado.

SUMMARY: The application for a new Hotel and Restaurant Liquor License at the above location was submitted and complete in all material respects. The necessary fees accompanied the application.

This establishment is located at 9234 Park Meadows Drive, Suite 100. A Ground Lease Agreement was entered into between Stonybrook Investments SPE, LLC and Coot Oil SPE, LLC collectively as Landlord and Pisco Sour Restaurant and Lounge Corporation as Tenant. The lease expiration date is May 31, 2019.

Documents reviewed include the License Application, Individual History Records, Lone Tree Business License, Certificate of Good Standing issued by the Colorado Secretary of State, Red-lined Drawing of the Premises, Affidavit of Posting, Affidavit of Publication and Petitions.

Fingerprinting and background checks were submitted through CBI. There were no adverse comments or events reported. All posting and publication requirements have been met and the petition results have been reviewed. Staff recommends approval of the application conditional upon the applicant obtaining all necessary permits and approvals.

A Hotel and Restaurant licensee must have full meals available until 8:00 p.m. everyday, and snacks and sandwiches after 8:00 p.m. Food sales must provide at least 25% of the gross income from the sale of food and drink of the license premises over any period of time of at least one year.

RECOMMENDED COUNCIL ACTION: Convene the Public Hearing for a new Hotel and Restaurant Liquor License and consider a motion to approve the application for a Hotel and Restaurant Liquor License conditional upon the applicant obtaining all necessary permits and approvals.

**COLORADO LIQUOR
 RETAIL LICENSE APPLICATION**

NEW LICENSE TRANSFER OF OWNERSHIP LICENSE RENEWAL

ALL ANSWERS MUST BE PRINTED IN BLACK INK OR TYPEWRITTEN

- APPLICANT MUST CHECK THE APPROPRIATE BOX(ES)
- LOCAL LICENSE FEE \$ _____
- APPLICANT SHOULD OBTAIN A COPY OF THE COLORADO LIQUOR AND BEER CODE (Call 303-370-2165)

1. Applicant is applying as a

Corporation Individual

Partnership (includes Limited Liability and Husband and Wife Partnerships) Limited Liability Company

Association or Other

2. Applicant If an LLC, name of LLC; if partnership, at least 2 partner's names; if corporation, name of corporation Fein Number _____

Pisco Sour Restaurant and Lounge Corporation

2a. Trade Name of Establishment (DBA) State Sales Tax No. Business Telephone

Pisco Sour Restaurant and Lounge *42 82674* *303-322-7777*

3. Address of Premises (specify exact location of premises)

9234 Park Meadows Drive Suite # 100

City County State ZIP Code

Love Tree *Douglas* *CO* *80124*

4. Mailing Address (Number and Street) City or Town State ZIP Code

1223 South Akron Way *Denver* *CO* *80247*

5. If the premises currently have a liquor or beer license, you MUST answer the following questions:

Present Trade Name of Establishment (DBA)	Present State License No.	Present Class of License	Present Expiration Date

LIAB SECTION A NONREFUNDABLE APPLICATION FEES	LIAB SECTION B (CONT.) LIQUOR LICENSE FEES
2300 <input type="checkbox"/> Application Fee for New License \$1,025.00	1985 <input type="checkbox"/> Resort Complex License (City) \$500.00
2302 <input checked="" type="checkbox"/> Application Fee for New License - w/Concurrent Review \$1,125.00	1986 <input type="checkbox"/> Resort Complex License (County) \$500.00
2310 <input type="checkbox"/> Application Fee for Transfer \$1,025.00	1988 <input type="checkbox"/> Add Related Facility to Resort Complex ... \$ 75.00 X _____ Total _____
	1990 <input type="checkbox"/> Club License (City) \$308.75
	1991 <input type="checkbox"/> Club License (County) \$308.75
	2010 <input type="checkbox"/> Tavern License (City) \$500.00
	2011 <input type="checkbox"/> Tavern License (County) \$500.00
	2012 <input type="checkbox"/> Manager Registration - Tavern \$ 75.00
	2020 <input type="checkbox"/> Arts License (City) \$308.75
	2021 <input type="checkbox"/> Arts License (County) \$308.75
	2030 <input type="checkbox"/> Racetrack License (City) \$500.00
	2031 <input type="checkbox"/> Racetrack License (County) \$500.00
	2040 <input type="checkbox"/> Optional Premises License (City) \$500.00
	2041 <input type="checkbox"/> Optional Premises License (County) \$500.00
	2045 <input type="checkbox"/> Vintners Restaurant License (City) \$750.00
	2046 <input type="checkbox"/> Vintners Restaurant License (County) \$750.00
	2220 <input type="checkbox"/> Add Optional Premises to H & R \$100.00 X _____ Total _____
	2370 <input type="checkbox"/> Master File Location Fee \$ 25.00 X _____ Total _____
	2375 <input type="checkbox"/> Master File Background \$250.00 X _____ Total _____

DO NOT WRITE IN THIS SPACE - FOR DEPARTMENT OF REVENUE USE ONLY

LIABILITY INFORMATION					
County	City	Industry Type	License Account Number	Liability Date	License Issued Through (Expiration Date)
				FROM	TO
State -750 (999)	City 2180-100 (999)	County 2190-100 (999)	Managers Reg -750 (999)		
Cash Fund New License 2300-100 (999)			Cash Fund Transfer License 2310-100 (999)	TOTAL	
				\$	

6. Is the applicant (including any of the partners, if a partnership; members or manager if a limited liability company; or officers, stockholders or directors if a corporation) or manager under the age of twenty-one years? Yes No

7. Has the applicant (including any of the partners, if a partnership; members or manager if a limited liability company; or officers, stockholders or directors if a corporation) or manager ever (in Colorado or any other state);
 (a) been denied an alcohol beverage license?
 (b) had an alcohol beverage license suspended or revoked?
 (c) had interest in another entity that had an alcohol beverage license suspended or revoked?
 If you answered yes to 7a, b or c, explain in detail on a separate sheet.

8. Has a liquor license application (same license class), that was located within 500 feet of the proposed premises, been denied within the preceding two years? If "yes," explain in detail.

9. Are the premises to be licensed within 500 feet of any public or private school that meets compulsory education requirements of Colorado law, or the principal campus of any college, university or seminary?

10. Has a liquor or beer license ever been issued to the applicant (including any of the partners, if a partnership; members or manager if a limited liability company; or officers; stockholders or directors if a corporation)? If yes, identify the name of the business and list any current or former financial interest in said business including any loans to or from a licensee. Pisco Sour Restaurant #282674

11. Does the Applicant, as listed on line 2 of this application, have legal possession of the premises by virtue of ownership, lease or other arrangement?
 Ownership Lease Other (Explain in Detail) _____

a. If leased, list name of landlord and tenant, and date of expiration, EXACTLY as they appear on the lease:

Landlord	Stoneybrook Investments SPE LLC and COOT OIL SPE, LLC	Tenant	Expires
		Pisco Sour Restaurant and Lounge Corporation	5/31/19

Attach a diagram and outline or designate the area to be licensed (including dimensions) which shows the bars, brewery, walls, partitions, entrances, exits and what each room shall be utilized for in this business. This diagram should be no larger than 8 1/2" X 11". (Doesn't have to be to scale)

12. Who, besides the owners listed in this application (including persons, firms, partnerships, corporations, limited liability companies), will loan or give money, inventory, furniture or equipment to or for use in this business; or who will receive money from this business. Attach a separate sheet if necessary.

NAME	DATE OF BIRTH	FEIN OR SSN	INTEREST

Attach copies of all notes and security instruments, and any written agreement, or details of any oral agreement, by which any person (including partnerships, corporations, limited liability companies, etc.) will share in the profit or gross proceeds of this establishment, and any agreement relating to the business which is contingent or conditional in any way by volume, profit, sales, giving of advice or consultation.

13. **Optional Premises or Hotel and Restaurant Licenses with Optional Premises** Yes No
 Has a local ordinance or resolution authorizing optional premises been adopted?

Number of separate Optional Premises areas requested. _____ (See License Fee Chart)

14. **Liquor Licensed Drug Store** applicants, answer the following: Yes No
 (a) Does the applicant for a Liquor Licensed Drug Store have a license issued by the Colorado Board of Pharmacy? COPY MUST BE ATTACHED.

15. **Club Liquor License** applicants answer the following and attach: Yes No
 (a) Is the applicant organization operated solely for a national, social, fraternal, patriotic, political or athletic purpose and not for pecuniary gain?
 (b) Is the applicant organization a regularly chartered branch, lodge or chapter of a national organization which is operated solely for the object of a patriotic or fraternal organization or society, but not for pecuniary gain?
 (c) How long has the club been incorporated? _____ (d) Has applicant occupied an establishment for three years that was operated solely for the reasons stated above?
 (Three years required)

16. **Brew-Pub License or Vintner Restaurant Applicants** answer the following: Yes No
 (a) Has the applicant received or applied for a Federal Permit?
 (Copy of permit or application must be attached)

17a. Name of Manager (for all on-premises applicants) Juana Chavez (If this is an application for a Hotel, Restaurant or Tavern License, the manager must also submit an Individual History Record (DR 8404-I)) Date of Birth _____

17b. Does this manager act as the manager of, or have a financial interest in, any other liquor licensed establishment in the State of Colorado? If yes, provide name, type of license and account number. attached herein #42-82674 Yes No

18. **Tax Distraint Information.** Does the applicant or any other person listed on this application and including its partners, officers, directors, stockholders, members (LLC) or managing members (LLC) and any other persons with a 10% or greater financial interest in the applicant currently have an outstanding tax distraint issued to them by the Colorado Department of Revenue? Yes No

 If yes, provide an explanation and include copies of any payment agreements.

19. If applicant is a corporation, partnership, association or limited liability company, applicant must list ALL OFFICERS, DIRECTORS, GENERAL PARTNERS, AND MANAGING MEMBERS. In addition applicant must list any stockholders, partners, or members with OWNERSHIP OF 10% OR MORE IN THE APPLICANT. ALL PERSONS LISTED BELOW must also attach form DR 8404-I (Individual History record), and submit finger print cards to their local licensing authority.

NAME	HOME ADDRESS, CITY & STATE	DOB	POSITION	% OWNED*
Aldo Castillo	1223 S. Akron way Denver - CO 80247		President	28%
Larman Castillo	1241 S. Alton Ct Denver CO 80247		Vice President	24%
Juana Chavez	1241 S. Alton Ct Denver CO 80247		Secretary	24%
Paul Castillo	6000 S. Fraser St B-3 Apt 105 Centennial CO 80016		Treasurer	24%

*If total ownership percentage disclosed here does not total 100% applicant must check this box

Applicant affirms that no individual other than these disclosed herein, owns 10% or more of the applicant

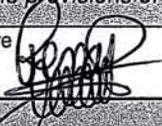
Additional Documents to be submitted by type of entity

- CORPORATION
 Cert. of Incorp.
 Cert. of Good Standing (if more than 2 yrs. old)
 Cert. of Auth. (if a foreign corp.)
 PARTNERSHIP
 Partnership Agreement (General or Limited)
 Husband and Wife partnership (no-written agreement)
 LIMITED LIABILITY COMPANY
 Articles of Organization
 Cert. of Authority (if foreign company)
 Operating Agrmt.
 ASSOCIATION OR OTHER
 Attach copy of agreements creating association or relationship between the parties

Registered Agent (if applicable) Aldo Castillo Address for Service 9234 Park Meadows Drive Suite 100 Home Tree CO 80124

OATH OF APPLICANT

I declare under penalty of perjury in the second degree that this application and all attachments are true, correct, and complete to the best of my knowledge. I also acknowledge that it is my responsibility and the responsibility of my agents and employees to comply with the provisions of the Colorado Liquor or Beer Code which affect my license.

Authorized Signature  Title President Date 12/6/13

REPORT AND APPROVAL OF LOCAL LICENSING AUTHORITY (CITY/COUNTY)

Date application filed with local authority 12-19-13 Date of local authority hearing (for new license applicants; cannot be less than 30 days from date of application 12-47-311 (1) C.R.S.) 2-4-14

THE LOCAL LICENSING AUTHORITY HEREBY AFFIRMS:

- That each person required to file DR 8404-I (Individual History Record) has:
- Been fingerprinted Yes No
 Been subject to background investigation, including NCIC/CCIC check for outstanding warrants Yes No
- That the local authority has conducted, or intends to conduct, an inspection of the proposed premises to ensure that the applicant is in compliance with, and aware of, liquor code provisions affecting their class of license Yes No
- (Check One)
 Date of Inspection or Anticipated Date 1-31-14
 Upon approval of state licensing authority.

The foregoing application has been examined; and the premises, business to be conducted, and character of the applicant are satisfactory. We do report that such license, if granted, will meet the reasonable requirements of the neighborhood and the desires of the adult inhabitants, and will comply with the provisions of Title 12, Article 46 or 47, C.R.S. **THEREFORE, THIS APPLICATION IS APPROVED.**

Local Licensing Authority for City of Home Tree Telephone Number 3-708-1818 TOWN, CITY COUNTY

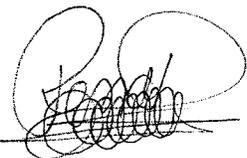
Signature _____ Title _____ Date _____

Signature (attest) _____ Title _____ Date _____

The reason for this letter is regarding question#7 option (b) and (c) of the Colorado Liquor Retail License Application. Pisco Sour Restaurant and Lounge Corporation owners have had the liquor license for address 8501 East Colfax Avenue, Denver CO 80220 suspended for selling alcoholic beverages to a person under 21 years of age on December 18th of 2010 and on June 24th of 2011.

Thank you for reviewing this application.

Sincerely,

A handwritten signature in black ink, appearing to read 'Aldo Castillo', written over a horizontal line.

Aldo Castillo
President

The reason for this letter is regarding question#10 of the Colorado Liquor Retail License Application. Pisco Sour Restaurant and Lounge Corporation has 100% ownership and financial interest of Pisco Sour Restaurant and Lounge located at 8501 East Colfax Avenue, Denver CO 80220. We currently have a restaurant and liquor license # 4282674 in the city of Denver since June 10th of 2010. The ownership and financial interest of Pisco Sour Restaurant and Lounge Corporation is divided as follow:

Aldo Castillo	28% Owner	President
Carmen Castillo	24% Owner	Vice-President
Raul Castillo	24% Owner	Treasurer
Juana Chavez	24% Owner	Secretary

Thank you for reviewing this application.

Sincerely,



Aldo Castillo

President

The reason for this letter is regarding question#17 of the Colorado Liquor Retail License Application. Pisco Sour Restaurant and Lounge Corporation has 100% ownership and financial interest of Pisco Sour Restaurant and Lounge located at 8501 East Colfax Avenue, Denver CO 80220. We currently have a restaurant and liquor license # 4282674 in the city of Denver since June 10th of 2010. The ownership and financial interest of Pisco Sour Restaurant and Lounge Corporation is divided as follow:

Aldo Castillo	28% Owner	President
Carmen Castillo	24% Owner	Vice-President
Raul Castillo	24% Owner	Treasurer
Juana Chavez	24% Owner	Secretary

Aldo Castillo is the current manager at the 8501 East Colfax Denver CO 80220 location. Juana Chavez is not the manager at that location or any other establishment.

Thank you for reviewing this application.

Sincerely,



Aldo Castillo

President



CITY AND COUNTY OF DENVER

DIRECTOR OF EXCISE AND LICENSE
201 W. COLFAX AVE DEPT #206
DENVER, COLORADO 80202
TELEPHONE: (720) 865-2740

BUSINESS - PROFESSIONAL LICENSE

POST IN CONSPICUOUS PLACE

BUSINESS FILE NO.: 1047558
APPLICATION DATE: 05/20/2010

STATE LIC NO.: 42-82674-0000 **OP:** RLS

ISSUE DATE
06/20/2013

PISCO SOUR RESTAURANT AND LOUNGE CORPORATION
PISCO SOUR RESTAURANT AND LOUNGE
8501 E COLFAX AVE
DENVER CO80220

EXPIRES
07/08/2014

<u>LICENSE</u>	<u>LICFEE</u>	<u>APPFEE</u>	<u>DATE PAID</u>	<u>FUND/ORG</u>	<u>REVENUE</u>
BILLIARD PARLOR - 1 TO 9999	\$0.00	\$0.00	06/14/2013	01010-4001100	350500
CABARET - DANCE	\$1,500.00	\$0.00	06/14/2013	01010-4001100	352000
LIQUOR-HOTEL/RESTAURANT - HOTEL/RESTAURANT	\$75.00	\$0.00	06/14/2013	01010-4001100	351000
LIQUOR-RENEWAL - RENEWAL APPLICATION FEE	\$100.00	\$0.00	06/14/2013	01010-4001100	403700
RETAIL FOOD ESTABLISHMENT - 101 TO 500 SEATS	\$300.00	\$0.00	06/14/2013	01010-4001100	356000

IT IS THE LICENSEE'S RESPONSIBILITY TO RENEW PRIOR TO THE EXPIRATION DATE, IN ORDER TO AVOID PENALTY OR REAPPLICATION FEES AND ADDITIONAL INSPECTIONS. THIS LICENSE COVERS ONLY THOSE ACTIVITIES LISTED. COMPLIANCE WITH ARTICLE

DIRECTOR OF EXCISE AND LICENSES
CHIEF FINANCIAL OFFICER

INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. All questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". Any deliberate misrepresentation or material omission may jeopardize the license application.

1. Name of Business
Pisco Sou Restaurant and Lounge Corporation

2. Your Full Name (last, first, middle)
Bastillo, Aldo Renato

3. List any other names you have used.

4. Mailing address (if different from residence)

5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).

STREET AND NUMBER	CITY, STATE, ZIP	FROM	TO
Current <i>1223 S. Akronway</i>	<i>Denver, CO 80247</i>	<i>2003</i>	<i>present</i>
Previous			

6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)

NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
<i>Pisco Sou Restaurant</i>	<i>8501 E. Colfax Ave Denver CO 80220</i>	<i>General Manager</i>	<i>05/2010</i>	<i>present</i>
<i>Staples - Corporate Express</i>	<i>777 S. Sable St Aurora CO 80012</i>	<i>Customer Service Representative</i>	<i>01/07</i>	<i>07/2010</i>
<i>Latino Market</i>	<i>12200 E. Cornell Ave Aurora CO 80014</i>	<i>Owner</i>	<i>01/00</i>	<i>present</i>

7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.

NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE

8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail. Yes No
Pisco Sou Restaurant and Lounge located at 8501 E. Colfax Ave in Denver CO 80220 since June of 2010 until the present time

9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail. Yes No
December 18th 2010, Pisco Sou Restaurant sold an alcoholic beverage to a person under 21 years of age
June 24th 2011, Pisco Sou Restaurant sold an alcoholic beverage to a person under 21 years of age

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)

Yes No
 10/15/1994 for Driving under the Influence of Alcohol. 11/6/1995 for Driving while ability impaired.
 03/19/2002 for Driving while ability impaired. There are no charges pending.

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (if yes, explain in detail.)
 Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (If yes, explain in detail.)
 Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential.
 The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth		b. Social Security Number SSN		c. Place of Birth Lima, Peru		d. U.S. Citizen? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
e. If Naturalized, State where				f. When		g. Name of District Court	
h. Naturalization Certificate Number		i. Date of Certification		j. If an Alien, Give Alien's Registration Card Number		k. Permanent Residence Card Number A# 043-663-966	
l. Height 5'7"	m. Weight 200 lbs	n. Hair Color black	o. Eye Color black	p. Sex M	q. Race Hispanic	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No CO DL#	

14. Financial Information.

a. Total purchase price \$ _____ (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ 11,000 initial investment in June of 2010

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ 11,000 initial investment in June of 2010, \$48,127 from Pisco Soun Resto acct (2013)

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.

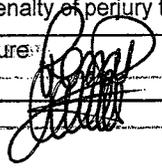
Type: Cash, Services or Equipment	Source	Amount
Cash	E-Trade Financial, staples Stock Sale, Ac	\$1471.24 (2011)
Cash	Staples 401K & Savings Retirement Plan Loan	\$3466.65 (2010)
Cash	Staples 401K & Savings Retirement Plan Loan	\$2918.45 (2011)
Cash	Pisco Soun Restaurant Check bank acct	\$48127 (2013)

d. Loan Information (attach copies of all notes or loans)

Name of Lender	Address	Term	Security	Amount
Citi Financial, acct# 155622	334 S. Chambers Rd. Aurora, CO	60 months	Mercedes Benz HL320 1998	\$2994.03

Oath of Applicant

I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

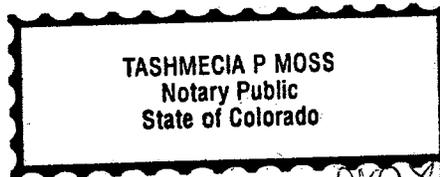
Authorized Signature: 	Title: <u>President</u>	Date: <u>12/6/13</u>
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The reason for this letter is regarding question#10 of the Individual History Record for Aldo Castillo. On 05/19/1996 and on 03/22/2003 I was arrested with charges of Damaging Private Property and Disturbing the Peace with an outcome of both incidents being dismissed. Following the dismissal these two charges were requested to be sealed off my record because of the dismissal outcome and approved to be sealed.

Thank you for reviewing this application.

Sincerely,


Aldo Castillo 1/21/14



exp. 8/25/15


The reason for this letter is regarding question #14 (a), (b), (c), (d) of the Individual History Record for Aldo Castillo. My initial investment for the opening of Pisco Sour Restaurant and Lounge in 2010 was of \$11000 divided as followed:

E-Trade Financial Staples Stock Sale for Account#	or a total of	\$1471.24
Staples 401K & Saving Retirement Plan Loan (already paid)		\$3466.65
Staples 401K & Saving Retirement Plan Loan (already paid)		\$2918.45
Citi Financial Loan Account#	already paid)	\$2994.03
Wells Fargo Checking Account Savings		\$149.63

Thank you for reviewing this application.

Sincerely,



Aldo Castillo

President

INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. All questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". Any deliberate misrepresentation or material omission may jeopardize the license application.

1. Name of Business
Pisco Sour Restaurant and Lounge Corporation

2. Your Full Name (last, first, middle)
Castillo Barmen

3. List any other names you have used.

4. Mailing address (if different from residence)
1241 S. Alton Ct Denver CO 80247

5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).

STREET AND NUMBER	CITY, STATE, ZIP	FROM	TO
Current <i>1241 S. Alton Ct</i>	<i>Denver CO 80247</i>	<i>2011</i>	<i>present</i>
Previous <i>1223 S. Alton way</i>	<i>Denver CO 8024</i>	<i>2001</i>	<i>2011</i>

6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)

NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
<i>Pisco Sour Restaurant & Lounge</i>	<i>8501 E. Colfax Ave Denver CO 80220</i>	<i>Kitchen manager</i>	<i>2010</i>	<i>2013</i>
<i>Latino market</i>	<i>12200 E. Cornell Ave Aurora CO</i>	<i>Cashier</i>	<i>04/09</i>	<i>05/10</i>
<i>Castillo Janitorial</i>	<i>1215 S. Dahlia St. Glendale CO 80222</i>	<i>Owner</i>	<i>08/92</i>	<i>2009</i>

7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.

NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE

8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail. Yes No
Pisco Sour Restaurant and Lounge located at 8501 E. Colfax Ave in Denver CO 80220 since June of 2010 until the present time.

9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail. Yes No
December 18th 2010, Pisco Sour Restaurant sold an alcoholic beverage to a person under 21 years of age
June 24th 2011, Pisco Sour Restaurant, violated the unlawful sale of alcohol beverage to a person under 21 years of age

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)
 Yes No

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (If yes, explain in detail.)
 Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (If yes, explain in detail.)
 Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential. The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth	b. Social Security Number SSN	c. Place of Birth <i>Lima, Peru</i>	d. U.S. Citizen? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
e. If Naturalized, State where		f. When	g. Name of District Court
h. Naturalization Certificate Number	i. Date of Certification	j. If an Alien, Give Alien's Registration Card Number	k. Permanent Residence Card Number <i>A# 043-593-376</i>
l. Height <i>5'2"</i>	m. Weight <i>165 lbs</i>	n. Hair Color <i>black</i>	o. Eye Color <i>black</i>
p. Sex <i>F</i>	q. Race <i>Hispanic</i>	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>CO DL#</i>	

14. Financial Information.

a. Total purchase price \$ _____ (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ _____

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ *\$10,043.46 (initial investment in May 2010), \$48,127.79 from Pisco Sun Rest. account* (2013)

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.

Type: Cash, Services or Equipment	Source	Amount
<i>Cash</i>	<i>Fidelity, 401K Full payout</i>	<i>\$10,043.16</i> (2010)
<i>Cash</i>	<i>Pisco Sun Restaurant chase acct#</i>	<i>\$48,127.79</i> (2010)

d. Loan Information (attach copies of all notes or loans)

Name of Lender	Address	Term	Security	Amount

Oath of Applicant

I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

Authorized Signature <i>Albert Rosner</i>	Title <i>Vice-President</i>	Date <i>12/6/13</i>
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INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. All questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". Any deliberate misrepresentation or material omission may jeopardize the license application.

1. Name of Business <i>Pisco Soul Restaurant and Lounge Corporation</i>				
2. Your Full Name (last, first, middle) <i>Chavez, Juana Marlene</i>			3. List any other names you have used.	
4. Mailing address (if different from residence)				
5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).				
STREET AND NUMBER		CITY, STATE, ZIP	FROM	TO
Current <i>1241 S. Alton ct</i>		<i>Denver, CO 80247</i>	<i>01/2011</i>	<i>present</i>
Previous <i>1223 S. Alton way</i>		<i>Denver, CO 80247</i>	<i>01/2010</i>	<i>2011</i>
6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)				
NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
<i>Edlink LLC</i>	<i>55 East Memorial St # 1930</i>	<i>Customer Service Representative</i>	<i>4/2000</i>	<i>present</i>
	<i>Chicago, IL 60603 (work from home)</i>			
7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.				
NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE	
8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>Pisco Soul Restaurant and Lounge located at 8501 E. Colfax Ave in Denver CO 80220 since June of 2010 until the present time</i>				
9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>December 18th 2010, Pisco Soul Restaurant sold an alcoholic beverage to a person under 21 years of age</i> <i>June 24th 2011, Pisco Soul Restaurant sold an alcoholic beverage to a person under 21 years of age</i>				

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)
 Yes No
 7/12/1996 pleaded guilty to DWAI. There are no charges pending

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (if yes, explain in detail.)
 Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (If yes, explain in detail.)
 Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential. The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth		b. Social Security Number SSN		c. Place of Birth Lima, Peru		d. U.S. Citizen? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
e. If Naturalized, State where				f. When		g. Name of District Court	
h. Naturalization Certificate Number		i. Date of Certification		j. If an Alien, Give Alien's Registration Card Number		k. Permanent Residence Card Number A# 078-374-962	
l. Height 5'11"	m. Weight 174 lbs	n. Hair Color brown	o. Eye Color brown	p. Sex F	q. Race Hispanic	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No CODL#	

14. Financial Information.
 a. Total purchase price \$ _____ (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ _____

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ 10,000 initial investment in June of 2010, \$48127.79 from PiscoSoun Rest act (2013)

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.

Type: Cash, Services or Equipment	Source	Amount
Cash	US Bank, checking acct #	\$3000 (2010)
Cash	PiscoSoun Restaurant check bank acct #	\$48127 (2013)

d. Loan Information (attach copies of all notes or loans)

Name of Lender	Address	Term	Security	Amount
J.C. Citi Financial, acct # 1706007 147157	334 S. Chambers Rd Aurora, CO 80017	60 months	Toyota Corolla 1996 J.C.	\$7000 \$11847.49

Oath of Applicant

I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

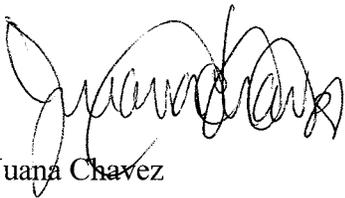
Authorized Signature 	Title Secretary	Date 12/6/13
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The reason for this letter is regarding question#3 of the Individual History Record for Juana Chavez. These are the other names that I have utilized in the past:

Juana M. Castillo Horna
Juana M. Wong

Thank you for reviewing this application.

Sincerely,

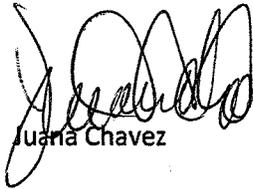
A handwritten signature in black ink, appearing to read "Juana Chavez", with a stylized, cursive script.

Juana Chavez

Individual History Records for Juana Chavez

This letter is intended to explain question number five in the Individual History Records of the Liquor License Application submitted for address 9234 Park Meadows Drive Lone Tree CO 80124 in regards to Juana Chavez. I have lived at 1241 South Alton Court in Denver Colorado 80247 since the year 2000. If you have any questions please feel free to call me directly at (720)275-6070.

Sincerely yours,



Juana Chavez

INDIVIDUAL HISTORY RECORD

To be completed by the following persons, as applicable: sole proprietors; general partners regardless of percentage ownership, and limited partners owning 10% or more of the partnership; all principal officers of a corporation, all directors of a corporation, and any stockholder of a corporation owning 10% or more of the outstanding stock; managing members or officers of a limited liability company, and members owning 10% or more of the company; and any intended registered manager of Hotel and Restaurant or Tavern class of retail license.

NOTICE: This individual history record requires information that is necessary for the licensing investigation or inquiry. **All** questions must be answered in their entirety or the license application may be delayed or denied. If a question is not applicable, please indicate so by "N/A". **Any deliberate misrepresentation or material omission may jeopardize the license application.**

1. Name of Business
Pisco Soul Restaurant and Lounge Corporation

2. Your Full Name (last, first, middle)
Castillo, Raul Fernando

3. List any other names you have used.

4. Mailing address (if different from residence)

5. List current residence address. Include any previous addresses within the last five years (attach separate sheet if necessary).

STREET AND NUMBER	CITY, STATE, ZIP	FROM	TO
Current <i>6000 S. Frazer St B-3 Apt 105</i>	<i>Centennial CO 80016</i>	<i>08/13</i>	<i>present</i>
Previous <i>11235 E. Alameda Ave B4-Apt 24</i>	<i>Aurora, CO 80012</i>	<i>2012</i>	<i>07/13</i>

6. List all employment within the last five years. Include any self employment. (Attach separate sheet if necessary)

NAME OF EMPLOYER OR BUSINESS	ADDRESS (STREET, NUMBER, CITY, STATE, ZIP)	POSITION HELD	FROM	TO
<i>Anapahol Community College</i>	<i>5900 S. Santa Fe Dr Littleton CO 80210</i>	<i>Maintenance</i>	<i>2003</i>	<i>present</i>

7. List the name(s) of relatives working in or holding a financial interest in the Colorado alcohol beverage industry.

NAME OF RELATIVE	RELATIONSHIP TO YOU	POSITION HELD	NAME OF LICENSEE

8. Have you ever applied for, held, or had an interest in a Colorado Liquor or Beer License, or loaned money, furniture, fixtures, equipment or inventory to any licensee? If yes, answer in detail. Yes No
Pisco Soul Restaurant and Lounge located at 8501 E. Colfax Ave. in Denver CO 80220 since June of 2010 until the present time

9. Have you ever received a violation notice, suspension, or revocation for a liquor law violation, or have you applied for or been denied a liquor or beer license anywhere in the United States? If yes, explain in detail. Yes No
December 18th 2010, Pisco Soul Restaurant sold an alcoholic beverage to a person under 21 years of age
June 24th 2011, Pisco Soul Restaurant sold an alcoholic beverage to a person under 21 years of age

10. Have you ever been convicted of a crime or received a suspended sentence, deferred sentence, or forfeited bail for any offense in criminal or military court or do you have any charges pending? (If yes, explain in detail.)
 Yes No

11. Are you currently under probation (supervised or unsupervised), parole, or completing the requirements of a deferred sentence? (if yes, explain in detail.)
 Yes No

12. Have you ever had any professional license suspended, revoked, or denied? (If yes, explain in detail.)
 Yes No

PERSONAL AND FINANCIAL INFORMATION

Unless otherwise provided by law, the personal information required in question #13 will be treated as confidential. The personal information required in question #13 is solely for identification purposes.

13a. Date of Birth		b. Social Security Number SSN		c. Place of Birth <i>Lima, Peru</i>		d. U.S. Citizen? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
e. If Naturalized, State where				f. When		g. Name of District Court	
h. Naturalization Certificate Number		i. Date of Certification		j. If an Alien, Give Alien's Registration Card Number		k. Permanent Residence Card Number <i>A# 074-251-238</i>	
l. Height <i>5'4"</i>	m. Weight <i>170 lbs</i>	n. Hair Color <i>grey</i>	o. Eye Color <i>brown</i>	p. Sex <i>M</i>	q. Race <i>Hispanic</i>	r. Do you have a current Driver's License? If so, give number and state <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>CO DL#</i>	

14. Financial Information.
a. Total purchase price \$ _____ (if buying an existing business) or investment being made by the applying entity, corporation, partnership, limited liability company, other \$ _____

b. List the total amount of your investment in this business including any notes, loans, cash, services or equipment, operating capital, stock purchases or fees paid \$ *10,000 initial investment in May 2010, \$48,127 from Pisco Soun Restaurant acct (2013)*

c. Provide details of the investment described in 14.b. You must account for all of the sources of this investment. Attach a separate sheet if needed.

Type: Cash, Services or Equipment	Source	Amount
<i>Cash</i>	<i>US Bank, checking acct #</i>	<i>\$3503 (201)</i>
<i>Cash</i>	<i>Wells Fargo, checking acct #</i>	<i>\$3503 (201)</i>
<i>Cash</i>	<i>Pisco Soun Restaurant check Bank acct #</i>	<i>\$48127 (2013)</i>

d. Loan Information (attach copies of all notes or loans)

Name of Lender	Address	Term	Security	Amount
<i>Citi Financial, acct # 155622</i>	<i>334 S. Chambers Rd. Aurora, CO</i>	<i>60 months</i>	<i>Mercedes ML320 1998</i>	<i>\$2994</i>

Oath of Applicant

I declare under penalty of perjury that this application and all attachments are true, correct, and complete to the best of my knowledge.

Authorized Signature <i>Raul Castell</i>	Title <i>Treasurer</i>	Date <i>12/06/13</i>
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Individual History Records for Raul Castillo

This letter is intended to explain question #5 in the Individual History Records of the Liquor License Application submitted for address 9234 Park Meadows Drive Suite 100, Lone Tree CO 80124 in regards to Raul Castillo. These are the addresses where I have lived in the last 5 years:

6000 South Fraser St Building 3 Apartment 105
Centennial, CO 80016

August 2013 to present

11235 East Alameda Avenue Building 4 Apt 24
Aurora, CO 80012

November 2012 to July 2013

1549 South Galena Way Apartment 1613
Aurora, CO 80247

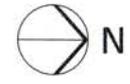
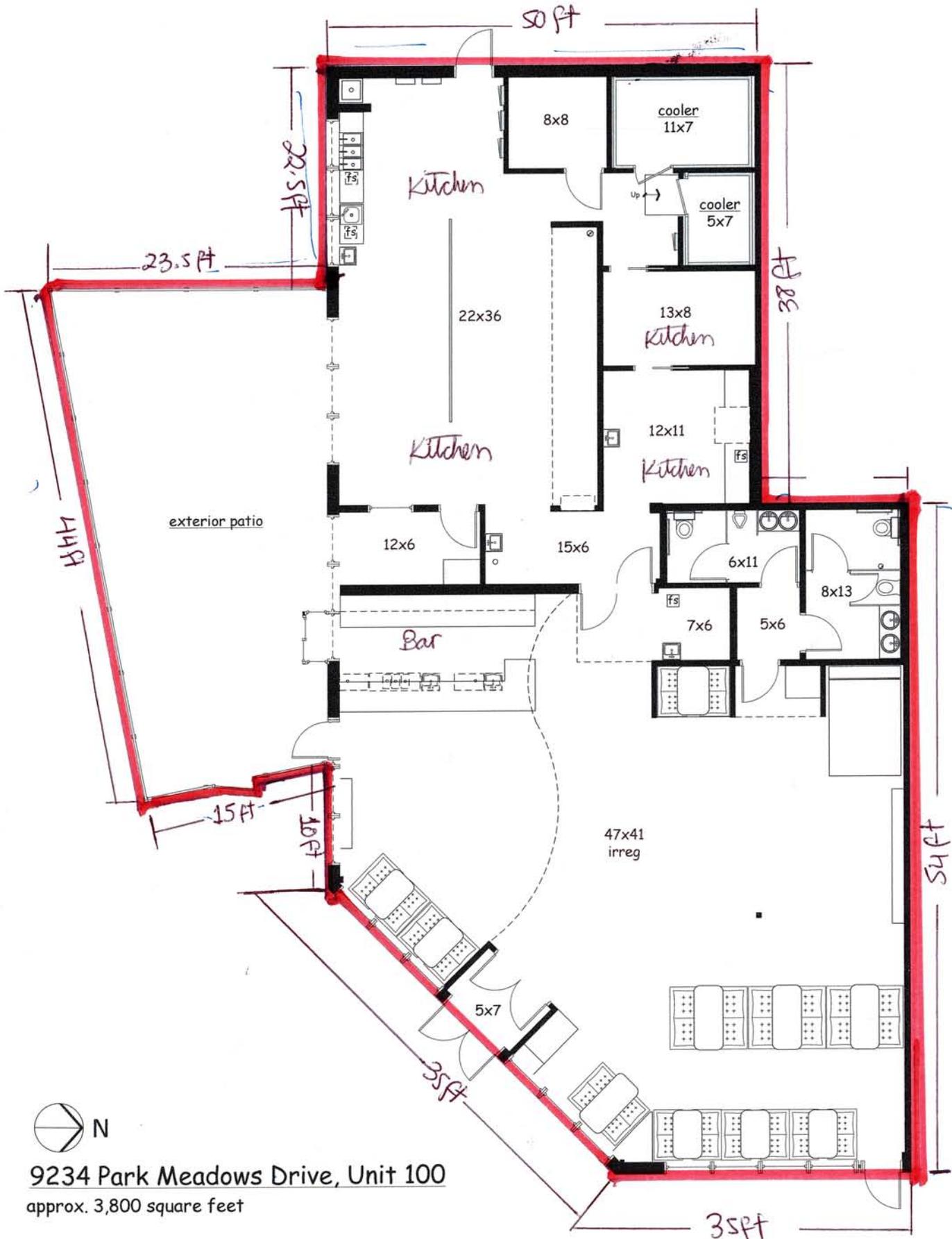
October 2009 to Nov 2012

1241 South Alton Court
Denver, CO 802478

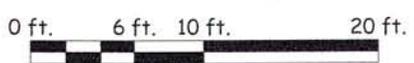
January 2008 to October 2009

Sincerely yours,


Raul Castillo



9234 Park Meadows Drive, Unit 100
 approx. 3,800 square feet



THE MEADOWS AT LONE TREE
LEASE AGREEMENT

among

STONEBROOK INVESTMENTS SPE, LLC

and

COOT OIL SPE, LLC

(collectively as Landlord)

and

PISCO SOUR RESTAURANT and LOUNGE CORPORATION

(as Tenant)

**LEASE
AGREEMENT**

THIS LEASE, is made and entered into and effective this 9th day of December, 2013 by  and between Stoneybrook Investments SPE, LLC, a Delaware limited liability company and Coot Oil SPE, LLC, a Delaware limited liability company, (collectively hereinafter referred to as "Landlord"), and Pisco Sour Restaurant and Lounge Corporation, a Colorado corporation (hereinafter referred to as "Tenant").

**ARTICLE 1
Basic Lease Information**

Section 1.1 Terms. In addition to terms defined elsewhere in this Lease, the following defined terms are used in this Lease:

- (a) **LANDLORD:** Stoneybrook Investments SPE, LLC and Coot Oil SPE, LLC

Notice Address: 8080 E. Central, Suite 300
Wichita, Kansas 67206

- (b) **TENANT:** Pisco Sour Restaurant and Lounge Corporation

Trade Name: Pisco Sour Restaurant
Notice Address: at the Premises

- (c) **SHOPPING CENTER:** The Shopping Center is generally depicted on the site plan attached as Exhibit A to this Lease located at the Meadows at Lone Tree in Lone Tree, Colorado, of which the Premises, the Building and the Common Areas are a part.

- (d) **BUILDING:** The building highlighted on Exhibit A which comprises a part of the Shopping Center and in which the Premises are located.

- (e) **PREMISES:** Those premises in the Building as depicted on Exhibit B to this Lease, which premises contain approximately 3,800 square feet, measured from the outside of each exterior wall of the Building which is also a wall of such premises, the outside of the store front of such premises, and, in the case of interior walls separating such premises from other stores in the Building, from the center line of such interior walls. The Premises are located at

Suite 100, 9234 Park Meadows Drive, Lone Tree, Colorado 80124. The outdoor seating area/ patio (the "Patio Area") adjacent to the portion of the Building containing the above-described Premises and depicted on Exhibit Bis also part of the Premises subject to this Lease.

(f) TERM: The Term of the Lease (sometimes referred to as the "Lease Term") shall be equal to: an Initial Term consisting of the Rent Abatement Period plus five (5) years, and an optional Renewal Term (if exercised pursuant to Exhibit C) of five (5) additional years after the Initial Term has elapsed.

(g) COMMENCEMENT DATE: The date on which this Lease is fully executed by Landlord and Tenant ("MEC"), indicated by the latter of the two dates in the signature block of this Lease. The Commencement Date is sometimes referred to as the "Lease Commencement Date" in this Lease.

(h) ESTIMATED DELIVERY DATE: Equal to Lease Commencement Date.

(i) EXPIRATION DATE: Five (5) years after the Rent Commencement Date, unless the optional five (5) year Renewal Term is exercised according to the procedures herein.

(j) MINIMUM RENT: The Minimum Rent is as follows:

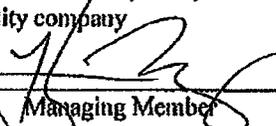
TIME PERIOD	\$ PER SQUARE FOOT ANNUALLY (Base Rent)	ANNUAL MINIMUM BASE RENT	MINIMUM MONTHLY BASE RENT
From the Commencement Date through May 31, 2014 (the "Rent Abatement Period")			
Year One (1)			

IN WITNESS WHEREOF, the parties hereto have affixed their signatures the day and year indicated below.

Landlord:

STONEBROOK INVESTMENTS SPE, LLC,
a Delaware limited liability company; and
COOT OIL SPE, LLC, a Delaware limited
liability company

DATED: 12/9/13.

By: 
Managing Member

Tenant:

PISCO SOUR RESTAURANT and
LOUNGE CORPORATION, a Colorado
corporation

DATED: 12/05/13,

By: Aldo Castillo

Aldo Renato Castillo, President

Address: 8501 E. Colfax Ave.
Denver CO 80220

Telephone: 720-404-4174

Email: aldocastillo@comcast.net

EIN: 27-2505147

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO _____
(State) (ZIP/Postal Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name
(if an individual) Castillo Aldo
(Last) (First) (Middle) (Suffix)

OR

(if an entity)
(Caution: Do not provide both an individual and an entity name.)

Mailing address 8501 E Colfax Ave
(Street number and name or Post Office Box information)

Denver CO 80220
(City) (State) (ZIP/Postal Code)
United States
(Province - if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. The classes of shares and number of shares of each class that the corporation is authorized to issue are as follows.

(If the following statement applies, adopt the statement by marking the box and enter the number of shares.)

The corporation is authorized to issue 10,000 common shares that shall have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

Additional information regarding shares as required by section 7-106-101, C.R.S., is included in an attachment.

(Caution: At least one box must be marked. Both boxes may be marked, if applicable.)

6. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

7. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)
The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing the document to be delivered for filing are

Castillo	Aldo		
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
8501 E Colfax Ave			
<small>(Street number and name or Post Office Box information)</small>			
Denver	CO	80220	
<small>(City)</small>	<small>(State)</small>	<small>(ZIP/Postal Code)</small>	
	United States		
<small>(Province -- if applicable)</small>	<small>(Country)</small>		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

Oedipus, Inc.TM
Empirical Data Services

***Pisco Sour Restaurant and
Lounge Corporation***

dba

Pisco Sour Restaurant and Lounge

**9234 Park Meadows Drive, Suite 100
Lone Tree, CO 80124**

Hotel & Restaurant Liquor License

4 February 2014

Local Licensing Authority
Lone Tree, Colorado

Re: Petition/Opinion Poll to Determine Needs and Desires
of the Defined Neighborhood in the Application of:

***Pisco Sour Restaurant and Lounge Corporation, dba
Pisco Sour Restaurant and Lounge
9234 Park Meadows Drive, Suite 100, Lone Tree, CO 80124
Hotel & Restaurant Liquor License***

- PETITION & TELEPHONE SURVEYS
 - Liquor & 3.2 Beer Licensing
 - Rezoning
 - Opinion Poll
 - Venue
 - Special Tax Districts
- LIQUOR LICENSE SITE & ECONOMIC ANALYSIS

PETITION/OPINION POLL PROCEDURE

1. Under the direction and control of Oedipus, Inc. management, the Oedipus, Inc. employees were briefed on the application.
2. The employees carried a clipboard with the following:
 - A. A map of the area denoting the proposed location of the license and the boundaries of the defined neighborhood;
 - B. Petitions allowing individuals contacted to indicate their opinion with instructions and qualifications for signing;
 - C. A stat sheet to record the opinion of those not signing and not-at-homes.
3. This petition/opinion poll was performed on Monday, 20 January 2014 (businesses), and Saturday and Monday, 18 and 20 January 2014 (residences), within the neighborhood defined by the City of Lone Tree as a 1-mile radius surrounding the proposed license location (see map). The circulation packets have a cover map, and the areas in which each petition circulation/polling took place are outlined in highlighter. Included in this Report is a master circulation map outlining all areas where circulation/polling was conducted.
4. Individuals were contacted on a random sampling basis, were screened to identify them as parties in interest, and were asked their opinion after they had been informed of the applicant, site location, and type of license being applied for. Their opinion was either recorded on the petition format or on the stat sheet.
5. Four (4) petition packets (two packets representing businesses, two packets representing residences), together with a Summary Letter and this Report, were prefiled via courier with the office of Ms. Regina Dennehy to comply with the prefiling deadline.

PETITION/OPINION POLL RESULTS

1. <u>Total Doorknocks:</u>		
Not-at-Homes and/or Business Owners/Managers Not Available		482
Not Qualified to Sign		1
Preferred to Not Participate		39
Parties in Interest that Participated		212
Deleted Signatures		<u>0</u>
Total Base Figure		734
2. <u>Qualified Contacts:</u>		
A. <u>Signatures and Those Not Signing</u>		
Signatures Favoring Issuance		207
Businesses	60	
Residences	147	
Not Signing/Favoring Issuance		0
Signatures Opposing Issuance		4
Businesses	0	
Residences	4	
Not Signing/Opposing Issuance		<u>1</u>
Total Contacts		212
B. <u>Breakdown of Reasons of Signatures in Opposition:</u>		
No Need	3	
Abhorrence of Alcohol	1	
Religious Objections	0	
Usage Objections	0	
Miscellaneous Reasons	0	
No Reason Given	<u>0</u>	
Total Signatures	4	

C. <u>Breakdown of Signatures Favoring and Opposing:</u>			
Favoring Issuance (Based on Needs/Desires)	207	=	97.64%
Signatures	207		
Not Signing	0		
Opposing Issuance (Based on Needs/Desires)	3	=	1.42%
Signatures	3		
Not Signing	0		
Abhorrence of Alcohol	2	=	0.94%
Signatures	1		
Not Signing	1		
Religious Objections	0	=	0.00%
Signatures	0		
Not Signing	0		
Usage Objections (Commercial, Traffic, Parking, Crime)	0	=	0.00%
Signatures	0		
Not Signing	0		
Other Miscellaneous Reasons	0	=	0.00%
Signatures	0		
Not Signing	0		
No Reason Given	0	=	0.00%
Signatures	0		
Not Signing	0		
Total Base Figure	212	=	100.00%
3. <u>Needs and Desires Signatures:</u>			
Signatures Favoring Issuance (Based on Needs/Desires)	207		
Favoring Issuance/Not Signing (Based on Needs/Desires)	0	}	207 = 98.57%
Signatures Opposing Issuance (Based on Needs/Desires)	3		
Opposing Issuance/Not Signing (Based on Needs/Desires)	0	}	3 = 1.43%
Total Base Figure	210	=	100.00%

The petition packets are presented as follows: Cover map, petitions, and affidavit.

#1 & #2	/	Charles Hessner	/	Businesses & Residences
#3 & #4	/	Thomas Hessner	/	Businesses & Residences

CATEGORIES OF SIGNATURES IN OPPOSITION

NN NEEDS & DESIRES CRITERIA:

Individuals opposed to the license application based on needs and desires criteria per the Colorado Liquor/Beer Codes (currently existing licensed establishments of a same or similar type of license now located within the defined neighborhood are meeting the reasonable requirements of the adult inhabitants of the defined neighborhood at this time).

NON NON-USAGE OF ALCOHOL / ABHORRENCE OF ALCOHOL:

Individuals opposed to the license application because they do not drink alcohol beverages, do not approve of alcohol consumption, and/or abhor alcohol.

RO RELIGIOUS OBJECTIONS:

Individuals opposed to the license application based on religious beliefs/reasons.

OBJ USAGE OBJECTIONS:

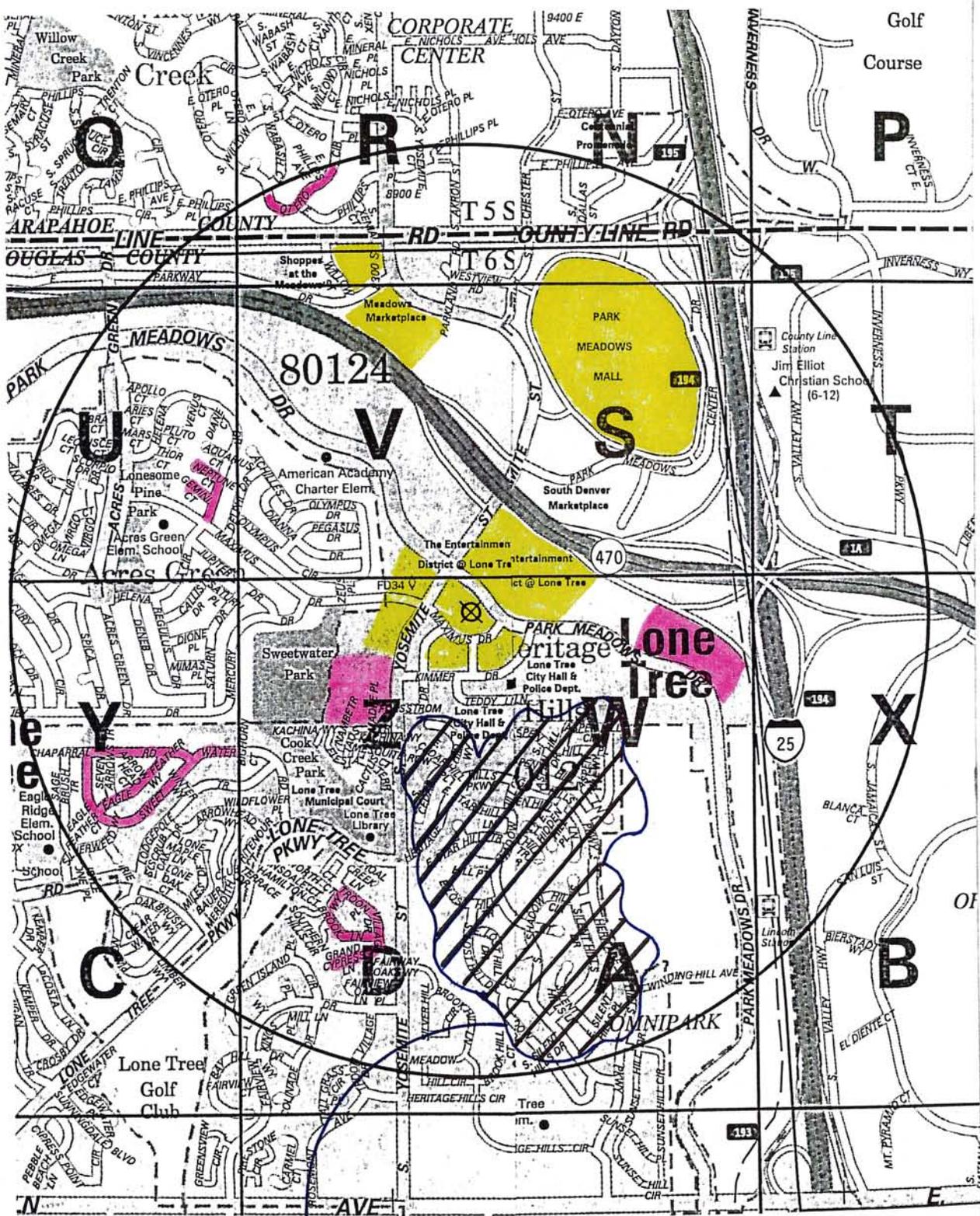
Individuals opposed to the license application because of their fear or concern for the potential of parking problems, traffic problems, crime, noise, littering, undesirable people drawn to the area, loss of property value; or individuals who opposed this type of business or applicant, any type of commercial usage in the neighborhood, any new growth in the neighborhood; or, individuals who think this type of business (if issued a liquor/beer license) should not be located near a residential neighborhood, church, or school, etc.; or, individuals who opposed because they are against any alcohol service at this type of facility, location, or atmosphere; or, individuals who favor the service of beer and wine but oppose the service of distilled spirits (on H&R applications).

MS MISCELLANEOUS OBJECTIONS:

Individuals opposed to the license application for other miscellaneous reasons to include: fear or concern for the possibility of drunk drivers in the area, fear or concern of resulting behavioral problems, individuals who would purchase alcohol beverages then drink and drive, sales to minors/underaged drinking, the location becoming a teen hang-out and the problems that can arise from this, and the effect it could have on family values or their family in general because they have young children or teens; or, individuals who opposed because competition is not desired or how said business may affect the livelihood of existing businesses; or, individuals who compared the “needs and desires” criteria to existing licensed outlets other than the type of license applied for.

NR NO REASON GIVEN:

Individuals who preferred to not state a reason for opposing.



* HERITAGE HILLS - GATED COMMUNITY

● - BUSINESSES ● - RESIDENCES

APPLICANT/TRADE NAME: PISCO SOUR RESTAURANT AND LOUNGE CORPORATION, dba PISCO SOUR RESTAURANT AND LOUNGE
SITE LOCATION: 9234 PARK MEADOWS DRIVE, SUITE 100, LONE TREE, CO 80124
APPLICATION FOR: HOTEL & RESTAURANT LIQUOR LICENSE [To sell beer, wine & distilled spirits by the drink to be consumed ON the licensed premises only]
PUBLIC HEARING: TUESDAY, 4 FEBRUARY 2014, 7:00 P.M., LONE TREE CIVIC CENTER, COUNCIL CHAMBERS, 8527 LONE TREE PARKWAY, LONE TREE, COLORADO
DEFINED NEIGHBORHOOD: 1-MILE RADIUS SURROUNDING THE PROPOSED LICENSE LOCATION



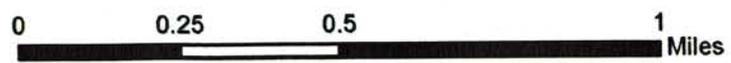
Legend

-  1 Mile Buffer
-  9234 Park Meadows Drive, Suite 100
-  Lone Tree Boundary

02/04/14



9234 Park Meadows Drive, Suite 100 1 Mile Radius





CITY OF LONE TREE
STAFF REPORT

TO: Mayor Gunning and City Council

FROM: Neil Rutledge

DATE: January 21, 2014

FOR: February 4, 2014

SUBJECT: Ordinance 14-01 Amending Municipal Code Provisions Related to Marijuana Offenses Due to Passage of Colorado Constitutional Amendment 64

Summary

This Ordinance updates and reorganizes the provisions of the General Offenses Chapter of the Municipal Code concerning offenses related to marijuana as a result of the passage of Amendment 64.

Cost

There is no cost to the City.

Suggested Motion

I move to approve Ordinance 14-01, amending Municipal Code provisions related to marijuana offenses due to passage of Amendment 64.

Background

Amendment 64 allows a person 21 or older to legally use and possess one ounce or less of marijuana, as long as it is not consumed or displayed “openly and publicly.” It also allows for people to grow for personal use up to six marijuana plants in their home or other enclosed, locked space. Possession of marijuana accessories is also made legal for those 21 and older.

The Colorado General Assembly, at its last legislative session, addressed the wholesale and retail sales of marijuana, as well as its commercial cultivation. It also set driving standards for impairment and prohibited open containers of marijuana in vehicles. Unfortunately, it did not address many of the other issues related to legalization. What further regulation will be passed at the upcoming session is not clear at this time.

Local jurisdictions, including Lone Tree, are left with the task of amending their ordinances to reflect the current state of the law and filling in the gaps in the law that the state has not addressed. Some jurisdictions are taking a “wait and see” approach, while

others are attempting to address some or all of these issues. Unfortunately, this results in regulations that differ from city to city.

In Lone Tree, legislation has been passed that prohibits commercial recreational and medical marijuana establishments. The passage of Amendment 64 necessitates other changes and additions to the Municipal Code. Some suggested legislation is straight-forward and seems uncontroversial, such as prohibiting the use of marijuana in public places, although the definition of “openly and publicly” is a thorny issue.

The proposed legislation includes changes to ordinances for possession of marijuana, marijuana accessories, display and consumption of marijuana, providing marijuana to underage persons, and prohibiting open containers of marijuana in vehicles.

The City Attorney’s Office continues to monitor the issues related to implementation of recreational marijuana laws and will keep the City Council apprised of developments and concerns that the Council may wish to address in the future.

**ORDINANCE OF THE
CITY OF LONE TREE**

Series of 2014

Ordinance No. 14-01

AN ORDINANCE AMENDING THE MUNICIPAL CODE PROVISIONS RELATED TO MARIJUANA OFFENSES DUE TO PASSAGE OF COLORADO CONSTITUTIONAL AMENDMENT 64

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LONE TREE, COLORADO:

ARTICLE 1 – AUTHORITY

The City of Lone Tree (the "City") is a home rule municipality operating under the Lone Tree Home Rule Charter (the "Charter") adopted on May 5, 1998 and a Municipal Code (the "Code"), codified and adopted on December 7, 2004. Pursuant to the Charter, the Municipal Code and the authority given home rule cities, the City may adopt and amend Ordinances.

ARTICLE 2 – FINDINGS OF FACT

- A. The City has broad authority to exercise its police powers to promote and protect the health, safety and welfare of the community and its inhabitants.
- B. The voters of Colorado approved Amendment 64 at the 2012 general election, creating a new Section 16, Article XVIII of the Colorado Constitution, which authorizes the limited cultivation, possession and use of one ounce or less of marijuana by persons twenty-one years of age and older.
- C. Although Amendment 64 permits the personal use of marijuana and marijuana products by persons twenty-one (21) years of age or older, Amendment 64 provides that nothing contained in the amendment shall permit consumption that is "conducted openly and publicly or in a manner that endangers others."
- D. The City Council wishes to update its current laws regarding marijuana and related matters in order to acknowledge the impact of Amendment 64, ensure the responsible use of marijuana and safeguard underage persons.
- E. The City Council also recognizes the constitutional protections afforded to individuals by Amendment 64 and the Colorado Medical Marijuana Code, regarding recreational and

medical marijuana, and desires to affirm these constitutional protections as they may be interpreted by the General Assembly from time to time.

ARTICLE 3 – SAFETY CLAUSE

The City Council hereby finds, determines, and declares that this Ordinance is promulgated under the general police power of the City, that it is promulgated for the health, safety, and welfare of the public, and that this Ordinance is necessary for the preservation of health and safety and for the protection of public convenience and welfare.

ARTICLE 4 – REPEAL AND ADOPTION

Article XI of Chapter 10 of the Municipal Code, Offenses Related to Drugs and Drug Paraphernalia, is hereby repealed in its entirety and re-adopted as follows:

ARTICLE XI

Offenses Relating to Marijuana, Drugs and Drug Paraphernalia

Sec. 10-11-10. Definitions.

For purposes of this Article, the following terms shall have the following meanings:

Colorado Medical Marijuana Code means Title 12, Article 43.3, Section 12-43.3-101, et seq., C.R.S.

Marijuana means all parts of the plant of the genus *cannabis* whether growing or not, the seeds thereof, the resin extracted from any part of the plant, and every compound, manufacture, salt, derivative, mixture, or preparation of the plant, its seeds, or its resin, including marijuana concentrate. “Marijuana” does not include industrial hemp, nor does it include fiber produced from the stalks, oil, or cake made from the seeds of the plant, sterilized seed of the plant which is incapable of germination, or the weight of any other ingredient combined with marijuana to prepare topical or oral administrations, food, drink, or other product.

Marijuana accessories means any equipment, products, or materials of any kind which are used, intended for use, or designed for use in planting, propagating, cultivating, growing, harvesting, composting, manufacturing, compounding, converting, producing, processing, preparing, testing, analyzing, packaging, repackaging, storing, vaporizing, or containing marijuana, or for ingesting, inhaling, or otherwise introducing marijuana into the human body.

Marijuana concentrate means hashish, tetrahydrocannabinols, or any alkaloid, salt, derivative, preparation, compound, or mixture, whether natural or synthesized, of tetrahydrocannabinols.

Marijuana cultivation facility means an entity licensed to cultivate, prepare, and package marijuana and sell marijuana to retail marijuana stores, to marijuana product manufacturing facilities, and to other marijuana cultivation facilities, but not to consumers.

Marijuana establishment means a marijuana cultivation facility, a marijuana testing facility, a marijuana product manufacturing facility or a retail marijuana store.

Marijuana product manufacturing facility means an entity licensed to purchase marijuana, manufacture, prepare, and package marijuana products; and sell marijuana and marijuana products to other marijuana product manufacturing facilities and to retail marijuana stores, but not to consumers.

Marijuana products means concentrated marijuana products and marijuana products that are comprised of marijuana and other ingredients and are intended for use or consumption, such as, but not limited to, edible products, ointments, and tinctures.

Marijuana testing facility means an entity licensed to analyze and certify the safety and potency of marijuana.

Medical marijuana means marijuana that is grown and sold for a purpose authorized by Section 14 of Article XVIII of the Colorado Constitution.

Medical marijuana center means a person authorized to be licensed to operate a business as described in the Colorado Medical Marijuana Code that sells medical marijuana to registered patients or primary caregivers as defined in Section 14 of Article XVIII of the Colorado Constitution, but is not a primary caregiver, and which a municipality is authorized to prohibit as a matter of law.

Medical marijuana-infused products manufacturer means a person licensed pursuant to the Colorado Medical Marijuana Code to operate a business known as a medical marijuana-infused products manufacturing license, and which a municipality is authorized to prohibit as a matter of law.

Openly means not protected from unaided observation lawfully made from outside its perimeter not involving physical intrusion.

Optional premises cultivation operation means a person licensed pursuant to the Colorado Medical Marijuana Code to operate a business known as an optional premises grow facility in order to grow and cultivate marijuana for a purpose authorized by Section 14 of Article XVIII of the Colorado Constitution, and which a municipality is authorized to prohibit as a matter of law.

Patient means a person who has a debilitating medical condition.

Primary caregiver means a person, other than the patient and the patient's physician, who is eighteen years of age or older and has significant responsibility for managing the well-being of a patient who has a debilitating medical condition.

Publicly means an area that is open to general access without restriction.

Retail marijuana store means an entity licensed to purchase marijuana from marijuana cultivation facilities and marijuana and marijuana products from marijuana product manufacturing facilities and to sell marijuana and marijuana products to consumers.

Person means a natural person, partnership, association, company, corporation, limited liability company, organization or any other legal or commercial entity, or a manager, agent, owner, director, servant, officer, or employee thereof.

Sec. 10-11-20. Possession of marijuana.

(a) It is unlawful for any person to possess marijuana, except to the extent provided for personal use of marijuana by persons twenty-one (21) years of age or older by Article XVIII, Section 16 of the Colorado Constitution. Transferring or dispensing of marijuana for no consideration shall be deemed possession and not dispensing or sale thereof. All violations of this Section involving two (2) ounces or less of marijuana may be brought in Municipal Court.

(b) It is unlawful for any person under the age of twenty-one (21) years to obtain, purchase or request, or attempt to obtain or purchase, marijuana, either directly or through an intermediary, by any means, including misrepresentation of age.

(c) It is unlawful for any person twenty-one (21) years of age or older to possess more than six (6) marijuana plants.

(d) Any person who violates any provision of this Section commits a noncriminal violation, and upon conviction thereof, shall be punished by a fine not exceeding one hundred dollars (\$100.00).

(e) Possession of marijuana for medical use in compliance with both Article XVIII, Section 14 of the Colorado Constitution and the Colorado Medical Marijuana Code shall be an affirmative defense to prosecution under this Section.

Sec. 10-11-30. Possession of drug paraphernalia.

(a) Possession prohibited. It is unlawful to knowingly possess drug paraphernalia.

(b) As used in this Section, *drug paraphernalia* means all equipment, products and materials of any kind which are used, intended for use or designed for use in planting, propagating, cultivating, growing, harvesting, manufacturing, compounding, converting, producing, packaging, repackaging, storing, containing, concealing, injecting, ingesting, inhaling or otherwise introducing into the human body a controlled substance in violation of the law. *Drug paraphernalia* includes, but is not limited to:

(1) Testing equipment used, intended for use or designed for use in identifying or in analyzing the strength, effectiveness or purity of controlled substances.

(2) Scales and balances used, intended for use or designed for use in weighing or measuring controlled substances.

(3) Separation gins and sifters used, intended for use or designed for use in removing twigs and seeds from or in otherwise cleaning or refining marijuana.

(4) Blenders, bowls, containers, spoons and mixing devices used, intended for use or designed for use in compounding controlled substances.

(5) Capsules, balloons, envelopes, baggies, bindles and other containers used, intended for use or designed for use in packaging small quantities of controlled substances.

(6) Containers or other objects used, intended for use or designed for use in storing or concealing controlled substances.

(7) Objects used, intended for use or designed for use in ingesting, inhaling or otherwise introducing marijuana, cocaine, hashish or hashish oil into the human body, such as:

- a. Water pipes;
- b. Carburetion tubes and devices;
- c. Smoking and carburetion masks;
- d. Roach clips, meaning objects used to hold burning material, such as a marijuana cigarette that has become too small or too short to be held in the hand;
- e. Miniature cocaine spoons and cocaine vials;
- f. Chamber pipes;
- g. Carburetor pipes;
- h. Electric pipes;
- i. Air-driven pipes;
- j. Bongs; or
- k. Ice pipes or chillers.

(c) Factors determining drug paraphernalia. In determining whether an object is drug paraphernalia, the Court, in its discretion, may consider, in addition to all other relevant factors, the following:

- (1) Statements by an owner or by anyone in control of the object concerning its use.
- (2) The proximity of the object to controlled substances.

- (3) The existence of any residue of controlled substance on the object.
- (4) Instructions, oral or written, provided with the object concerning its use.
- (5) Descriptive materials accompanying the object which explain or depict its use.
- (6) National or local advertising concerning its use.
- (7) The existence and scope of legal uses for the object in the community.
- (8) Expert testimony concerning its use.

(d) The provisions of this Section shall not apply to personal use of "Marijuana Accessories" by any person that is twenty-one years of age or older to the extent provided by Article XVIII, Section 16(3) of the Colorado Constitution.

(e) Any person who violates any provision of this Section commits a noncriminal violation and, upon conviction thereof, shall be punished by a fine not exceeding one hundred dollars (\$100.00).

Sec. 10-11-40. Substances releasing toxic vapors.

(a) Use prohibited. No person shall knowingly smell or inhale the fumes of toxic vapors for the purpose of causing a condition of euphoria, excitement, exhilaration, stupefaction or dulled senses or nervous system, or possess, buy or use any such substance for the purpose of violating or aiding another to violate this Section.

(b) Sales or furnishing to minors. It is unlawful to knowingly sell, give, deliver or furnish any substance releasing toxic vapors to any child under the age of eighteen (18) years without the personal or written consent of a parent or guardian of such child, except when the sale of one (1) tube of glue is made simultaneously with or as part of a sale, purchase or delivery of a hobby or model kit.

Sec. 10-11-50. Display or consumption of marijuana.

(a) It is unlawful for any person to display, consume, use, transfer or distribute marijuana openly and publicly or in a manner that endangers others.

(b) It is unlawful for any person to display, consume, use, transfer or distribute marijuana:

(1) In or upon any public way or public right of way;

(2) In or upon any property or building owned, operated, leased or maintained by the City or the State, or any political subdivision or agency thereof;

(3) In or upon any property or any building that is owned, leased, used by or open to the public; or

(4) In or upon those portions of any private property upon which the public has an express or implied license to enter and remain.

(c) Any person who violates any provision of this Section commits a noncriminal violation, and upon conviction thereof, shall be punished by a fine not exceeding one hundred dollars (\$100.00).

Sec. 10-11-60. Marijuana; procurement or sales to underage person.

(a) It is unlawful for any person to provide, serve, deliver or transfer marijuana or marijuana products, with or without remuneration, to any person under the age of twenty-one (21) years.

(c) Any person who violates any provision of this Section commits a noncriminal violation, and upon conviction thereof, shall be punished by a fine not exceeding five hundred dollars (\$500.00).

Sec. 10-11-70. Medical marijuana operations prohibited.

(a) Prohibition. No person shall establish, operate, cause to be operated or permit to be operated a medical marijuana center, an optional premises cultivation operation or a medical marijuana-infused products manufacturing operation in the City.

(b) Penalty. A violation of the provisions of this Section by any person shall be a criminal violation and punishable by a fine of not more than one thousand dollars (\$1,000.00) or imprisonment for not more than one (1) year, or by both such fine and imprisonment. Each day such violation continues shall be considered a separate offense. The City is specifically authorized to seek an injunction, abatement, restitution or any other remedy necessary to prevent, enjoin, abate or remove the violation. Continuing violations of this Section are declared to be a nuisance and the City is authorized to seek to abate such nuisance under this Code. Any remedies provided for herein shall be cumulative and not exclusive, and shall be in addition to any other remedies provided by law or in equity.

(c) Patients and primary caregivers. Nothing in this Section shall prohibit, regulate, impair or be construed to affect the allowable cultivation, use or possession of medical marijuana by a patient or primary caregiver when acting in accordance with Section 14 of Article XVIII of the Colorado Constitution, the Colorado Medical Marijuana Code, regulations promulgated by state agencies with regulatory authority and City ordinances and regulations. When engaging in allowable activities, patients and primary caregivers shall strictly adhere to all laws and regulations affecting the health, safety and welfare of the public, including but not limited to residential land use restrictions, building, electrical and fire codes, zoning codes and nuisance ordinances.

Sec. 10-11-80. Marijuana establishments prohibited.

(a) Prohibition. No person shall establish, operate, cause to be operated or permit to be operated a marijuana establishment.

(b) Penalty. A violation of this Section by any person shall be a criminal violation and punishable by a fine of not more than one thousand dollars (\$1000.00), or imprisonment for not more than one (1) year, or by both such fine and imprisonment. Each day such violation continues shall be considered a separate offense. The City is specifically authorized to seek an injunction, abatement, restitution or any other remedy necessary to prevent, enjoin, abate, or remove the violation. Continuing violations of this Section are declared to be a nuisance and the City is authorized to seek to abate such nuisance under this Code. Any remedies provided for herein shall be cumulative and not exclusive, and shall be in addition to any other remedies provided by law or in equity.

Sec. 10-11-90. Private abatement action not prohibited.

This Article shall not be construed to conflict with the right of any person to maintain a private action to abate a violation as provided by law.

ARTICLE 5 – ADOPTION – PENALTY PROVISIONS

A. The Chart found at Section 10-16-10(b)(1) of the Code is amended as follows:

Delete the references to Sections 10-11-10 through 10-11-30 and add:

- 10-11-20 Possession of marijuana
- 10-11-30 Possession of drug paraphernalia
- 10-11-40 Substances releasing toxic vapors
- 10-11-50 Display or consumption of marijuana
- 10-11-60 Marijuana; procurement or sales to underage person

B. The Chart found at Section 10-16-10(b)(2) of the Code is amended to add the following:

- 10-11-70 Medical marijuana operations prohibited
- 10-11-80. Marijuana establishments prohibited

ARTICLE 6 – ADOPTION – MODEL TRAFFIC CODE AMENDMENTS

A new Subsection (14) is added to Section 8-1-20 of the Code, with the existing Subsection (14) and the subsequent Subsections renumbered:

Sec. 8-1-20. Amendments.

(14) A new Section 1305.5 is added to the Model Traffic Code to read as follows:

“1305.5. Open marijuana container - motor vehicle - prohibited.

“(1) Definitions. As used in this Section, unless the context otherwise requires:

Marijuana shall have the same meaning as in Section 16(2)(f) of Article XVIII of the state constitution.

Motor vehicle means a vehicle driven or drawn by mechanical power and manufactured primarily for use on public streets and highways but does not include a vehicle operated exclusively on a rail or rails.

Open marijuana container means a receptacle or marijuana accessory that contains any amount of marijuana and:

- (i) is open or has a broken seal;
- (ii) the contents of which are partially removed; or
- (iii) there is evidence that marijuana has been consumed within the motor vehicle.

Passenger area means the area designed to seat the driver and passengers, including seating behind the driver, while a motor vehicle is in operation and any area that is readily accessible to the driver or a passenger while in his or her seating position, including but not limited to the glove compartment.

“(2) (a) Except as otherwise permitted in paragraph (b) of this subsection (2), a person while in the passenger area of a motor vehicle that is on a public street or highway or the right-of-way of a public street or highway may not knowingly:

- (i) use or consume marijuana; or
- (ii) have in his or her possession an open marijuana container.

(b) the provisions of this subsection (2) shall not apply to:

(i) passengers, other than the driver or a front seat passenger, located in the passenger area of a motor vehicle designed, maintained, or used primarily for the transportation of persons for compensation;

(ii) the possession by a passenger, other than the driver or a front seat passenger, of an open marijuana container in the living quarters of a house coach, house trailer, motor home, as defined in section 42-1-102(57) C.R.S., or trailer coach, as defined in section 42-1-102(106)(a) C.R.S.;

(iii) the possession of an open marijuana container in the area behind the last upright seat of a motor vehicle that is not equipped with a trunk; or

(iv) the possession of an open marijuana container in an area not normally occupied by the driver or a passenger in a motor vehicle that is not equipped with a trunk.

“(3) Any person who violates the provisions of this Section commits a traffic infraction and shall be punished by a fine of one hundred dollars (\$100.00).”

ARTICLE 7 – CAUSES OF ACTION RETAINED

Nothing in this Ordinance hereby adopted shall be construed to affect any suit or proceeding impending in any court, or any rights acquired, or liability incurred, or any cause or causes of action acquired or existing, under any act or ordinance hereby repealed; nor shall any just or legal right or remedy of any character be lost, impaired or affected by this Ordinance.

ARTICLE 8 – SEVERABILITY

If any part or provision of this Ordinance, or its application to any person or circumstance, is adjudged to be invalid or unenforceable, the invalidity or unenforceability of such part, provision, or application shall not affect any of the remaining parts, provisions or applications of this Ordinance which can be given effect without the invalid provision, part or application, and to this end the provisions and parts of this Ordinance are declared to be severable.

ARTICLE 9 - EFFECTIVE DATE

This Ordinance shall take effect thirty (30) days following publication after the first reading if no changes are made on second reading, or twenty (20) days after publication following second reading if changes are made upon second reading.

**INTRODUCED, READ AND ORDERED PUBLISHED THIS 4TH DAY OF
FEBRUARY, 2014.**

CITY OF LONE TREE:

James D. Gunning, Mayor

ATTEST:

Jennifer Pettinger, CMC, City Clerk

(S E A L)

ARTICLE XI

Offenses Relating to Drugs and Drug Paraphernalia

Sec. 10-11-10. Definitions.

For purposes of this Article, the following terms shall have the following meanings:

Colorado Medical Marijuana Code means Title 12, Article 43.3, Section 12-43.3-101, et seq., C.R.S.

Marijuana means all parts of the plant of the genus cannabis whether growing or not, the seeds thereof, the resin extracted from any part of the plant, and every compound, manufacture, salt, derivative, mixture, or preparation of the plant, its seeds, or its resin, including marijuana concentrate. "Marijuana" does not include industrial hemp, nor does it include fiber produced from the stalks, oil, or cake made from the seeds of the plant, sterilized seed of the plant which is incapable of germination, or the weight of any other ingredient combined with marijuana to prepare topical or oral administrations, food, drink, or other product.

Moved (insertion) [2]

Marijuana accessories means any equipment, products, or materials of any kind which are used, intended for use, or designed for use in planting, propagating, cultivating, growing, harvesting, composting, manufacturing, compounding, converting, producing, processing, preparing, testing, analyzing, packaging, repackaging, storing, vaporizing, or containing marijuana, or for ingesting, inhaling, or otherwise introducing marijuana into the human body.

Marijuana concentrate means hashish, tetrahydrocannabinols, or any alkaloid, salt, derivative, preparation, compound, or mixture, whether natural or synthesized, of tetrahydrocannabinols.

Marijuana cultivation facility means an entity licensed to cultivate, prepare, and package marijuana and sell marijuana to retail marijuana stores, to marijuana product manufacturing facilities, and to other marijuana cultivation facilities, but not to consumers.

Moved (insertion) [3]

Marijuana establishment means a marijuana cultivation facility, a marijuana testing facility, a marijuana product manufacturing facility or a retail marijuana store.

Marijuana product manufacturing facility means an entity licensed to purchase marijuana, manufacture, prepare, and package marijuana products; and sell marijuana and marijuana products to other marijuana product manufacturing facilities and to retail marijuana stores, but not to consumers.

Moved (insertion) [4]

Marijuana products means concentrated marijuana products and marijuana products that are comprised of marijuana and other ingredients and are intended for use or consumption, such as, but not limited to, edible products, ointments, and tinctures.

Deleted: ¶

Marijuana testing facility means an entity licensed to analyze and certify the safety and potency of marijuana.

Medical marijuana means marijuana that is grown and sold for a purpose authorized by Section 14 of Article XVIII of the Colorado Constitution.

Medical marijuana center means a person authorized to be licensed to operate a business as described in the Colorado Medical Marijuana Code that sells medical marijuana to registered patients or primary caregivers as defined in Section 14 of Article XVIII of the Colorado Constitution, but is not a primary caregiver, and which a municipality is authorized to prohibit as a matter of law.

Medical marijuana-infused products manufacturer means a person licensed pursuant to the Colorado Medical Marijuana Code to operate a business known as a medical marijuana-infused products manufacturing license, and which a municipality is authorized to prohibit as a matter of law.

Openly means not protected from unaided observation lawfully made from outside its perimeter not involving physical intrusion.

Optional premises cultivation operation means a person licensed pursuant to the Colorado Medical Marijuana Code to operate a business known as an optional premises grow facility in order to grow and cultivate marijuana for a purpose authorized by Section 14 of Article XVIII of the Colorado Constitution, and which a municipality is authorized to prohibit as a matter of law.

Moved (insertion) [1]

Patient means a person who has a debilitating medical condition.

Primary caregiver means a person, other than the patient and the patient's physician, who is eighteen years of age or older and has significant responsibility for managing the well-being of a patient who has a debilitating medical condition.

Publicly means an area that is open to general access without restriction.

Retail marijuana store means an entity licensed to purchase marijuana from marijuana cultivation facilities and marijuana and marijuana products from marijuana product manufacturing facilities and to sell marijuana and marijuana products to consumers.

Moved (insertion) [5]

Person means a natural person, partnership, association, company, corporation, limited liability company, organization or any other legal or commercial entity, or a manager, agent, owner, director, servant, officer, or employee thereof.

Deleted: 10 .

Sec. 10-11-20. Possession of marijuana.

(a) It is unlawful for any person to possess marijuana, except to the extent provided for personal use of marijuana by persons twenty-one (21) years of age or older by Article XVIII, Section 16 of the Colorado Constitution. Transferring or dispensing of marijuana for no

Deleted: . Prohibitions enumerated.¶ (1)

Deleted: two (2) ounces or less of

Deleted: .

Deleted: two (2) ounces or less

Deleted: from one (1) person to another,

consideration shall be deemed possession and not dispensing or sale thereof. All violations of this Section involving two (2) ounces or less of marijuana may be brought in Municipal Court.

(b) It is unlawful for any person under the age of twenty-one (21) years to obtain, purchase or request, or attempt to obtain or purchase, marijuana, either directly or through an intermediary, by any means, including misrepresentation of age.

(c) It is unlawful for any person twenty-one (21) years of age or older to possess more than six (6) marijuana plants.

(d) Any person who violates any provision of this Section commits a noncriminal violation, and upon conviction thereof, shall be punished by a fine not exceeding one hundred dollars (\$100.00).

(e) Possession of marijuana for medical use in compliance with both Article XVIII, Section 14 of the Colorado Constitution and the Colorado Medical Marijuana Code shall be an affirmative defense to prosecution under this Section.

Sec. 10-11-30. Possession of drug paraphernalia.

(a) Possession prohibited. It is unlawful to knowingly possess drug paraphernalia.

(b) As used in this Section, *drug paraphernalia* means all equipment, products and materials of any kind which are used, intended for use or designed for use in planting, propagating, cultivating, growing, harvesting, manufacturing, compounding, converting, producing, packaging, repackaging, storing, containing, concealing, injecting, ingesting, inhaling or otherwise introducing into the human body a controlled substance in violation of the law. *Drug paraphernalia* includes, but is not limited to:

- (1) Testing equipment used, intended for use or designed for use in identifying or in analyzing the strength, effectiveness or purity of controlled substances.
- (2) Scales and balances used, intended for use or designed for use in weighing or measuring controlled substances.
- (3) Separation gins and sifters used, intended for use or designed for use in removing twigs and seeds from or in otherwise cleaning or refining marijuana.
- (4) Blenders, bowls, containers, spoons and mixing devices used, intended for use or designed for use in compounding controlled substances.
- (5) Capsules, balloons, envelopes, baggies, bindles and other containers used, intended for use or designed for use in packaging small quantities of controlled substances.
- (6) Containers or other objects used, intended for use or designed for use in storing or concealing controlled substances.

Deleted: ,

Deleted: ¶
(2) . It is unlawful for any person to openly and publicly display, consume or use two (2) ounces or less of marijuana.¶
(b) . Interpretation. Consumption or use of

Deleted: shall

Deleted: deemed possession thereof.¶
(c) . As used

Deleted: this Section, *marijuana* means all parts of the plant *Cannabis sativa L.*, whether growing or not, the seeds thereof, the resin extracted from any part of the plant and every compound, manufacture, salt, derivative, mixture or preparation of the plant, its seeds or its resin. It does not include fiber produced from the stalks, oil or cake made from the seeds of the plant, or sterilized seed of the plant which is incapable of germination if these items exist apart from any other item defined as *marijuana* in this Subsection. It does not include *marijuana concentrate*, which means hashish, tetrahydrocannabinol, or any alkaloid, salt, derivative, preparation, compound or mixture, whether natural or synthesized, of tetrahydrocannabinol

Deleted: .

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(7) Objects used, intended for use or designed for use in ingesting, inhaling or otherwise introducing marijuana, cocaine, hashish or hashish oil into the human body, such as:

- a. Water pipes;
- b. Carburetion tubes and devices;
- c. Smoking and carburetion masks;
- d. Roach clips, meaning objects used to hold burning material, such as a marijuana cigarette that has become too small or too short to be held in the hand;
- e. Miniature cocaine spoons and cocaine vials;
- f. Chamber pipes;
- g. Carburetor pipes;
- h. Electric pipes;
- i. Air-driven pipes;
- j. Bongs; or
- k. Ice pipes or chillers.

(c) Factors determining drug paraphernalia. In determining whether an object is drug paraphernalia, the Court, in its discretion, may consider, in addition to all other relevant factors, the following:

- (1) Statements by an owner or by anyone in control of the object concerning its use.
- (2) The proximity of the object to controlled substances.
- (3) The existence of any residue of controlled substance on the object.
- (4) Instructions, oral or written, provided with the object concerning its use.
- (5) Descriptive materials accompanying the object which explain or depict its use.
- (6) National or local advertising concerning its use.
- (7) The existence and scope of legal uses for the object in the community.
- (8) Expert testimony concerning its use.

~~(d) The provisions of this Section shall not apply to personal use of "Marijuana Accessories" by any person that is twenty-one years of age or older to the extent provided by Article XVIII, Section 16(3) of the Colorado Constitution.~~

Deleted: (d

(e) Any person who violates any provision of this Section commits a noncriminal violation and, upon conviction thereof, shall be punished by a fine not exceeding one hundred dollars (\$100.00).

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Sec. 10-11-40. Substances releasing toxic vapors.

(a) Use prohibited. No person shall knowingly smell or inhale the fumes of toxic vapors for the purpose of causing a condition of euphoria, excitement, exhilaration, stupefaction or dulled senses or nervous system, or possess, buy or use any such substance for the purpose of violating or aiding another to violate this Section.

(b) Sales or furnishing to minors. It is unlawful to knowingly sell, give, deliver or furnish any substance releasing toxic vapors to any child under the age of eighteen (18) years without the personal or written consent of a parent or guardian of such child, except when the sale of one (1) tube of glue is made simultaneously with or as part of a sale, purchase or delivery of a hobby or model kit.

Deleted: Medical

Moved up [1]: *Optional premises cultivation operation* means a person licensed pursuant to the Colorado Medical Marijuana Code to operate a business known as an optional premises grow facility in order to grow and cultivate marijuana for a purpose authorized by Section 14 of Article XVIII of the Colorado Constitution, and which a municipality is authorized to prohibit as a matter of law.¶

Sec. 10-11-50. Display or consumption of marijuana.

(a) It is unlawful for any person to

display, consume, use, transfer or distribute marijuana openly and publicly or in a manner that endangers others.

Deleted: Definitions. For purposes of this Section, the following terms shall have the following meanings:¶

Colorado Medical Marijuana Code means Title 12, Article 43.3, Section 12-43.3-101, et seq., C.R.S.¶

Medical marijuana means marijuana that

Deleted: grown and sold

Deleted: a purpose authorized by Section 14 of Article XVIII of the Colorado Constitution.¶

Medical marijuana center means a

Deleted: authorized

Deleted: be licensed to operate a business as described in the Colorado Medical Marijuana Code that sells medical marijuana to registered patients or primary caregivers as defined in Section 14 of Article XVIII of the Colorado Constitution, but is not a primary caregiver, and which a municipality is authorized to prohibit as a matter of law.¶

Medical marijuana-infused products manufacturer means a person licensed pursuant to the Colorado Medical Marijuana Code to operate a business known as a medical marijuana-infused products manufacturing license, and which a municipality is authorized to prohibit as a matter of law.¶

Deleted: *Person* means a natural person, partnership, association, company, corporation, limited liability company

Deleted: organization,

Deleted: a manager, agent, owner, director, servant, officer or employee thereof

Deleted: *Patient* has the meaning provided in Section 14(1)(c) of Article XVIII of the Colorado Constitution.¶

Primary caregiver has the meaning provided in Section 14(1)(f) of Article XVIII of the Colorado Constitution.¶

(a) It is unlawful for any person to display, consume, use, transfer or distribute marijuana openly and publicly or in a manner that endangers others.

(b) It is unlawful for any person to display, consume, use, transfer or distribute marijuana:

(1) In or upon any public way or public right of way;

(2) In or upon any property or building owned, operated, leased or maintained by the City or the State, or any political subdivision or agency thereof;

(3) In or upon any property or any building that is owned, leased, used by or open to the public; or

(4) In or upon those portions of any private property upon which the public has an express or implied license to enter and remain.

(c) Any person who violates any provision of this Section commits a noncriminal violation, and upon conviction thereof, shall be punished by a fine not exceeding one hundred dollars (\$100.00).

Sec. 10-11-60. Marijuana; procurement or sales to underage person.

(a) It is unlawful for any person to provide, serve, deliver or transfer marijuana or marijuana products, with or without remuneration, to any person under the age of twenty-one (21) years.

(c) Any person who violates any provision of this Section commits a noncriminal violation, and upon conviction thereof, shall be punished by a fine not exceeding five hundred dollars (\$500.00).

Sec. 10-11-70. Medical marijuana.

(a) Prohibition. No person shall establish, operate, cause to be operated or permit to be operated a medical marijuana center, an optional premises cultivation operation or a medical marijuana-infused products manufacturing operation in the City.

(b) Penalty. A violation of the provisions of this Section by any person shall be a criminal violation and punishable by a fine of not more than one thousand dollars (\$1,000.00) or imprisonment for not more than one (1) year, or by both such fine and imprisonment. Each day such violation continues shall be considered a separate offense. The City is specifically authorized to seek an injunction, abatement, restitution or any other remedy necessary to prevent, enjoin, abate or remove the violation. Continuing violations of this Section are declared to be a nuisance and the City is authorized to seek to abate such nuisance under this Code. Any remedies provided for herein shall be cumulative and not exclusive, and shall be in addition to any other remedies provided by law or in equity.

(c) Patients and primary caregivers. Nothing in this Section shall prohibit, regulate, impair or be construed to affect the allowable cultivation, use or possession of medical marijuana by a patient or primary caregiver when acting in accordance with Section 14 of Article XVIII of the Colorado Constitution, the Colorado Medical Marijuana Code, regulations promulgated by state agencies with regulatory authority and City ordinances and regulations. When engaging in allowable activities, patients and primary caregivers shall strictly adhere to all laws and regulations affecting the health, safety and welfare of the public, including but not limited to residential land use restrictions, building, electrical and fire codes, zoning codes and nuisance ordinances.

Sec. 10-11-80. Marijuana establishments prohibited.

(a) Prohibition. No person shall establish, operate, cause to be operated or permit to be operated a marijuana establishment.

Deleted: (c) .

Deleted: d) .

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Deleted: (a) Definitions. For purposes of this Section, the following terms shall have the following meanings:¶

¶ "Marijuana"

Moved up [2]: means all parts of the plant of the genus cannabis whether growing or not, the seeds thereof, the resin extracted from any part of the plant, and every compound, manufacture, salt, derivative, mixture, or preparation of the plant, its seeds, or its resin, including marijuana concentrate. "Marijuana" does not include industrial hemp, nor does it include fiber produced from the stalks, oil, or cake made from the seeds of the plant, sterilized seed of the plant which is incapable of germination, or the weight of any other ingredient combined with marijuana to prepare topical or oral administrations, food, drink, or other product.¶

Deleted: "Marijuana cultivation facility"

Moved up [3]: means an entity licensed to cultivate, prepare, and package marijuana and sell marijuana to retail marijuana stores, to marijuana product manufacturing facilities, and to other marijuana cultivation facilities, but not to consumers.¶

Deleted: "Marijuana establishment" means a marijuana cultivation facility, a marijuana testing facility, a marijuana product manufacturing facility, or a retail marijuana store.¶

¶ "Marijuana product manufacturing facility"

Moved up [4]: means an entity licensed to purchase marijuana, manufacture, prepare, and package marijuana products; and sell marijuana and marijuana products to other marijuana product manufacturing facilities and to retail marijuana stores, but not to consumers.¶

Deleted: "Marijuana products" means concentrated marijuana products and marijuana products that are comprised of marijuana and other ingredients and are intended for use or consumption, such as, but not limited to, edible products, ointments, and tinctures.¶

¶ "Marijuana testing facility" means an entity licensed to analyze and certify the safety and potency of marijuana.¶

Moved up [5]: Retail marijuana store" means an entity licensed to purchase marijuana from marijuana cultivation facilities and marijuana and marijuana products from marijuana product manufacturing ...

Deleted: ¶

¶ Person means a natural person, partnership, association, company, corporation, limited liability company, or organization, or a manager, agent, ...

Deleted: .(c)

(b) Penalty. A violation of this Section by any person shall be a criminal violation and punishable by a fine of not more than one thousand dollars (\$1000.00), or imprisonment for not more than one (1) year, or by both such fine and imprisonment. Each day such violation continues shall be considered a separate offense. The City is specifically authorized to seek an injunction, abatement, restitution or any other remedy necessary to prevent, enjoin, abate, or remove the violation. Continuing violations of this Section are declared to be a nuisance and the City is authorized to seek to abate such nuisance under this Code. Any remedies provided for herein shall be cumulative and not exclusive, and shall be in addition to any other remedies provided by law or in equity.

Sec. 10-11-90. Private abatement action not prohibited.

This Article shall not be construed to conflict with the right of any person to maintain a private action to abate a violation as provided by law.

CHAPTER 8

Vehicles and Traffic

ARTICLE 1

Model Traffic Code

Sec. 8-1-20. Amendments.

(14) A new Section 1305.5 is added to the Model Traffic Code to read as follows:

“1305.5. Open marijuana container - motor vehicle - prohibited.

“(1) Definitions. As used in this Section, unless the context otherwise requires:

- *Marijuana* shall have the same meaning as in Section 16(2)(f) of Article XVIII of the state constitution.

- *Motor vehicle* means a vehicle driven or drawn by mechanical power and manufactured primarily for use on public streets and highways but does not include a vehicle operated exclusively on a rail or rails.

- *Open marijuana container* means a receptacle or marijuana accessory that contains any amount of marijuana and:

(i) is open or has a broken seal;

(ii) the contents of which are partially removed; or

(iii) there is evidence that marijuana has been consumed within the motor vehicle.

- *Passenger area* means the area designed to seat the driver and passengers, including seating behind the driver, while a motor vehicle is in operation and any area that is readily accessible to the driver or a passenger while in his or her seating position, including but not limited to the glove compartment.

- “(2) (a) Except as otherwise permitted in paragraph (b) of this subsection (2), a person while in the passenger area of a motor vehicle that is on a public street or highway or the right-of-way of a public street or highway may not knowingly:

(i) use or consume marijuana; or

(ii) have in his or her possession an open marijuana container.

- (b) the provisions of this subsection (2) shall not apply to:

(i) passengers, other than the driver or a front seat passenger, located in the passenger area of a motor vehicle designed, maintained, or used primarily for the transportation of persons for compensation;

(ii) the possession by a passenger, other than the driver or a front seat passenger, of an open marijuana container in the living quarters of a house coach, house trailer, motor home, as defined in section 42-1-102(57) C.R.S., or trailer coach, as defined in section 42-1-102(106)(a) C.R.S.;

(iii) the possession of an open marijuana container in the area behind the last upright seat of a motor vehicle that is not equipped with a trunk; or

(iv) the possession of an open marijuana container in an area not normally occupied by the driver or a passenger in a motor vehicle that is not equipped with a trunk.

- “(3) Any person who violates the provisions of this Section commits a traffic infraction and shall be punished by a fine of one hundred dollars (\$100.00).”



CITY OF LONE TREE
STAFF REPORT

TO: Mayor Gunning and City Council

FROM: Neil Rutledge

DATE: January 21, 2014

FOR: February 4, 2014 City Council Meeting

SUBJECT: Ordinance 14-02 Submitting a Charter Amendment to City Registered Electors at the May 6, 2014 Regular Election, Amending the City of Lone Tree Home Rule Charter to Require a Majority Vote for the Election of Mayor and Providing for Runoff Elections for Mayor

Summary

The City of Lone Tree currently does not have a runoff election requirement if a majority of votes are not cast for a single candidate for the Mayoral position. In order to facilitate a majority requirement and a runoff election process, the City Charter would need to be amended. This Ordinance submits a Charter Amendment to the voters of the City requiring a majority vote for Mayor and providing for runoff elections.

Cost

Amending the Lone Tree Home Rule Charter requires a ballot question approved by the majority of the voters. If a change to the election procedure is incorporated into the Charter, additional cost for elections may occur if runoff elections are required

Suggested Motion

I move to approve Ordinance 14-02, submitting a Charter amendment to City registered electors at the May 6, 2014 regular election, amending the City of Lone Tree Home Rule Charter to require a majority vote for the election of Mayor and providing for runoff elections for Mayor.

Background

The City of Lone Tree's Mayoral position is not subject to runoff election requirements. While there are additional costs associated having runoff elections, the process does ensure the successful candidate has the support of a majority of the voters.

The City Council of Lone Tree, by adoption of this ordinance, submits a proposed Charter Amendment to a vote of the registered electors.

**ORDINANCE OF THE
CITY OF LONE TREE**

Series of 2014

Ordinance No. 14-02

AN ORDINANCE SUBMITTING A CHARTER AMENDMENT TO CITY REGISTERED ELECTORS AT THE MAY 6, 2014 REGULAR ELECTION, AMENDING THE CITY OF LONE TREE HOME RULE CHARTER TO REQUIRE A MAJORITY VOTE FOR THE ELECTION OF MAYOR AND PROVIDING FOR RUNOFF ELECTIONS FOR MAYOR

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LONE TREE, COLORADO:

ARTICLE 1 – AUTHORITY

- A. The City of Lone Tree (the "City") is a home rule municipality operating under the Lone Tree Home Rule Charter (the "Charter") adopted on May 5, 1998 and a Municipal Code (the "Code"), codified and adopted on December 7, 2004. Pursuant to the Charter, the Municipal Code and the authority given home rule cities, the City may adopt and amend Ordinances.
- B. The procedure by which the City may amend its Home Rule Charter is governed by the Municipal Home Rule Act of 1971, 31-2-201, *et seq.* C.R.S.

ARTICLE 2 – FINDINGS OF FACT

- A. Pursuant to the City of Lone Tree Home Rule Charter, the Mayor shall be elected from the City at large. As a result, the Mayor represents all of the residents of the City of Lone Tree.
- B. The Charter and relevant state statutes currently provide for the election to the office of Mayor by the candidate receiving the most votes. If more than two candidates run for the office of Mayor, it is possible the Mayor of Lone Tree could be elected by a plurality of the voters and not by a majority of the registered electors.

- C. In the event that the candidate with the most votes in an election for Mayor receives less than a majority vote, a runoff election would be required to ensure that the Mayor enjoys the support of a majority of the City’s electors.
- D. The City Council has determined that it is in the best interests of the people of Lone Tree that the Charter be amended so that the person serving as the Mayor of the City has the support and endorsement of a majority of the citizens of the City, as demonstrated by a vote by the majority, and not a plurality, of the registered electors of the City.

ARTICLE 3 – ADOPTION

1. The City Council hereby authorizes the following Ballot Question to be submitted to a vote of the registered electors of the City of Lone Tree, Colorado, at the regular municipal election held on May 6, 2014:

SHALL THE CITY OF LONE TREE HOME RULE CHARTER BE AMENDED TO REQUIRE A MAJORITY VOTE FOR THE ELECTION OF MAYOR AND PROVIDE FOR RUNOFF ELECTIONS FOR MAYOR?

YES _____ NO _____

2. The Ballot Title for the Charter Amendment is hereby adopted, pursuant to Section 31-2-210(1)(b) C.R.S. The Ballot Title shall be the Ballot Question stated above.

3. The text of the Charter Amendment shall be as follows:

ARTICLE IX, ELECTIONS

Section 5. Runoff Election for Mayor.

A. The Mayor shall be elected by a majority, and not a plurality, of votes cast for the office of Mayor. If no candidate receives a majority of the votes cast for Mayor, a runoff election shall be held on the first Tuesday following thirty (30) days after the regular or special election. The runoff election shall be held in the same manner as the previous regular or special election.

B. If a Mayoral runoff election is required, the names of the two (2) candidates for the Office of Mayor receiving the highest number of votes in the regular or special election shall appear on the ballot as the runoff candidates for Mayor. In the event of a tie vote for candidates having the second highest number of votes in an election, a selection shall be made by lot so that there are only two (2) eligible candidates for the runoff election. The names of candidates shall be arranged in the same order as they appeared in the regular or special election.

C. In the event of the death, disqualification or withdrawal of either of the two (2) runoff Mayoral candidates prior to the conduct of the runoff election, the name of the candidate who received the third greatest number of votes for the Office of Mayor in the regular or special election shall be substituted and shall appear on the runoff election ballot. In any such event, notice of any substitution of a runoff Mayoral candidate shall be publicly noticed.

D. In the event of a tie vote in the runoff election, a second runoff election shall be held under the same procedure as the first runoff election, and this procedure shall be repeated until one runoff candidate receives a majority of the votes cast for Mayor.

E. Certification of candidates and publication of election notice shall be on or prior to ten (10) days before the election.

F. As soon as the polls are closed after a runoff election, the judges shall determine the number of votes cast for each candidate and make return thereof to the City Clerk. The Mayoral candidate receiving the greatest number of votes cast at said election shall be declared elected. The successful candidate in the runoff election shall take office at the first regular or special Council meeting conducted after the runoff election.

4. Within thirty (30) days of the date of the adoption of this Ordinance, the City Clerk is directed to publish notice of the election upon this Charter Amendment, which notice shall contain the full text of the Charter Amendment as contained in this Ordinance.

ARTICLE 4 – SEVERABILITY

If any part or provision of this Ordinance, or its application to any person or circumstance, is adjudged to be invalid or unenforceable, the invalidity or unenforceability of such part, provision, or application shall not affect any of the remaining parts, provisions or applications of this Ordinance that can be given effect without the invalid provision, part or application, and to this end the provisions and parts of this Ordinance are declared to be severable.

ARTICLE 5 – EFFECTIVE DATE

This Ordinance shall become effective thirty (30) days following publication after first reading if no changes are made on second reading, or twenty (20) days following publication after a second reading if changes are made on second reading.

INTRODUCED, READ AND ORDERED PUBLISHED ON FEBRUARY 4, 2014.

CITY OF LONE TREE

James D. Gunning, Mayor

ATTEST:

Jennifer Pettinger, CMC, City Clerk

(SEAL)



CITY OF LONE TREE
STAFF REPORT

TO: Mayor Gunning and City Council

FROM: Jennifer Pettinger, CMC, City Clerk

DATE: January 29, 2014

FOR: February 4, 2014 City Council Agenda Item

SUBJECT: Resolution 14-03, AFFIRMING THE LONE TREE CITY COUNCIL VOTING DISTRICTS ESTABLISHED BY ORDINANCE 12-04

Summary

City Council adopted Ordinance #12-04 on February 21, 2012. City Staff has reviewed the current population and voting districts and has determined that no changes are needed at this time.

Cost

No cost associated.

Suggested Motion or Recommended Action

I move to approve Resolution 14-03, AFFIRMING THE LONE TREE CITY COUNCIL VOTING DISTRICTS ESTABLISHED BY ORDINANCE 12-04.

Background

We have also included for your review the current districts by subdivisions.

**CITY OF LONE TREE
RESOLUTION NO. 14-03**

**AFFIRMING THE LONE TREE CITY COUNCIL VOTING DISTRICTS
ESTABLISHED BY ORDINANCE NO. 12-04**

WHEREAS, on February 21, 2012 the City of Lone Tree (the “City”) adopted Ordinance No. 12-04, which established City Council voting districts (the “Voting Districts”) within the City; and

WHEREAS, in creating the Voting Districts, City staff mapped the then-current boundaries of the City, reviewed available current population estimates and proposed boundaries which contained approximately the same number of residents per district; and

WHEREAS, City staff have reviewed the Voting Districts and have determined that no changes are needed at this time.

NOW, THEREFORE, BE IT RESOLVED that the City Council of the City of Lone Tree hereby approves and affirms the Voting Districts (attachment A) established by Ordinance No. 12-04.

APPROVED AND ADOPTED THIS 4th DAY OF FEBRUARY, 2014.

CITY OF LONE TREE

By: _____
James D. Gunning, Mayor

ATTEST:

(S E A L)

Jennifer Pettinger, CMC, City Clerk

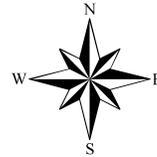
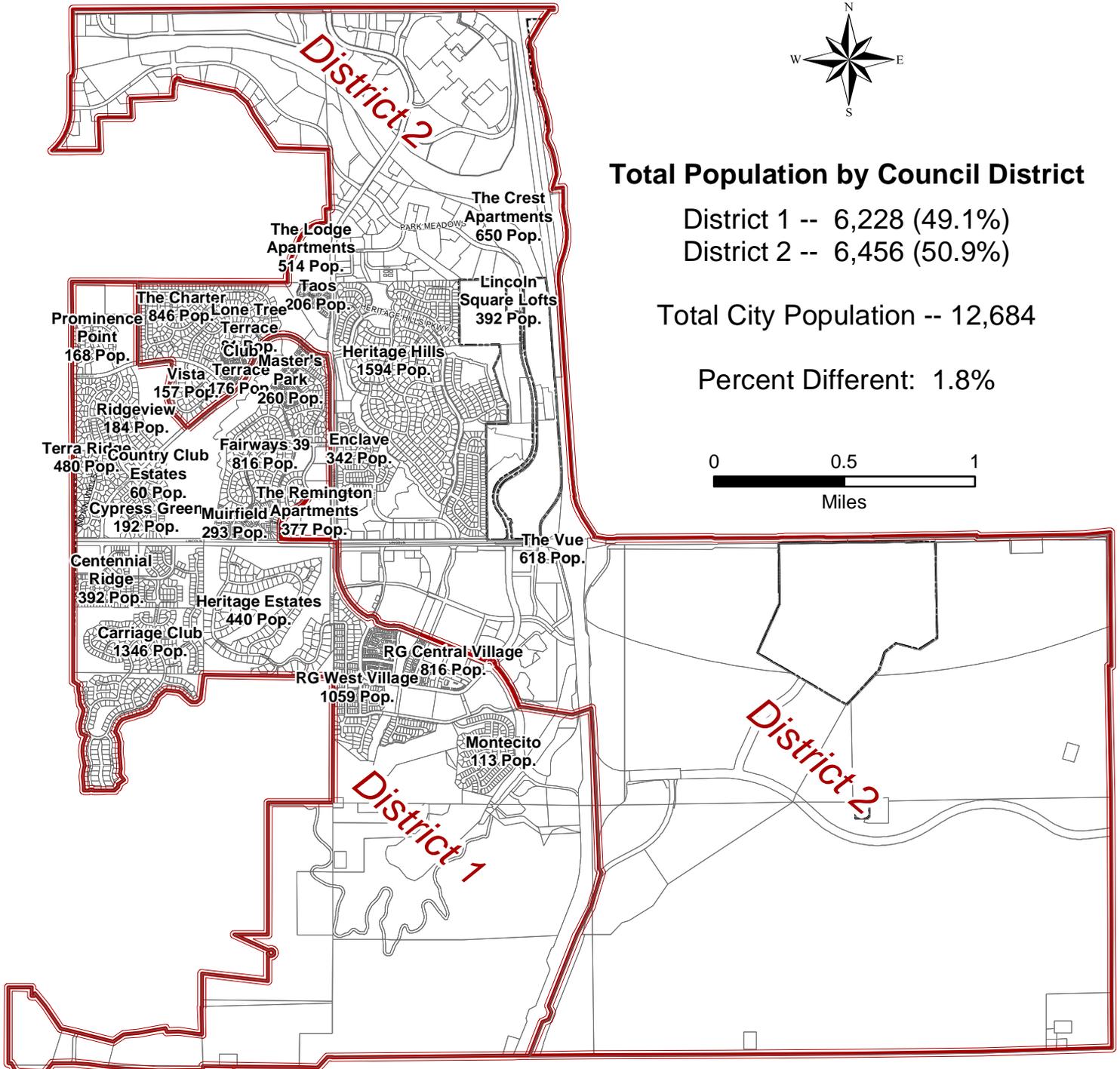


City of Lone Tree

Council District Population
by

Subdivision

December 31, 2013



Total Population by Council District

District 1 -- 6,228 (49.1%)

District 2 -- 6,456 (50.9%)

Total City Population -- 12,684

Percent Different: 1.8%



