

ORIGINAL ALCOHOL BEVERAGE RETAIL LICENSE APPLICATION

Submit to municipal clerk.

For the license period beginning _____ 20____ ending _____ 20____

TO THE GOVERNING BODY of the: Town of } Madison
 Village of }
 City of }

County of Dane Aldermanic Dist. No. _____ (if required by ordinance)

1. The named INDIVIDUAL PARTNERSHIP LIMITED LIABILITY COMPANY
 CORPORATION/NONPROFIT ORGANIZATION

hereby makes application for the alcohol beverage license(s) checked above.

2. Name (individual/partners give last name, first, middle; corporations/limited liability companies give registered name): Hy-Vee, Inc

An "Auxiliary Questionnaire," Form AT-103, must be completed and attached to this application by each individual applicant, by each member of a partnership, and by each officer, director and agent of a corporation or nonprofit organization, and by each member/manager and agent of a limited liability company. List the name, title, and place of residence of each person.

Title	Name	Home Address	Post Office & Zip Code
President/Member	<u>CEO/President</u>	<u>Randall B. Edeker</u>	
Vice President/Member	<u>Executive VP, Eastern Region</u>	<u>Thomas E. Watson</u>	
Secretary/Member	<u>Executive VP Secretary</u>	<u>Stephen P. Meyer</u>	
Treasurer/Member	<u>Senior VP, CFO, Treasurer</u>	<u>Michael D. Skokan</u>	
Agent	<u>Robert Budd</u>		
Directors/Managers			

3. Trade Name Hy-Vee Madison #2 Business Phone Number 608-271-6785

4. Address of Premises 675 S. Whitney Way, Madison, WI Post Office & Zip Code 53711

5. Is individual, partners or agent of corporation/limited liability company subject to completion of the responsible beverage server training course for this license period? Yes No
6. Is the applicant an employe or agent of, or acting on behalf of anyone except the named applicant? Yes No
7. Does any other alcohol beverage retail licensee or wholesale permittee have any interest in or control of this business? Yes No
8. (a) Corporate/limited liability company applicants only: Insert state Iowa and date 1/3/1938 of registration.
- (b) Is applicant corporation/limited liability company a subsidiary of any other corporation or limited liability company? Yes No
- (c) Does the corporation, or any officer, director, stockholder or agent or limited liability company, or any member/manager or agent hold any interest in any other alcohol beverage license or permit in Wisconsin? Yes No
- (NOTE: All applicants explain fully on reverse side of this form every YES answer in sections 5, 6, 7 and 8 above.)

9. Premises description: Describe building or buildings where alcohol beverages are to be sold and stored. The applicant must include all rooms including living quarters, if used, for the sales, service, and/or storage of alcohol beverages and records. (Alcohol beverages may be sold and stored only on the premises described.) See Attached

10. Legal description (omit if street address is given above): _____

11. (a) Was this premises licensed for the sale of liquor or beer during the past license year? Yes No
 (b) If yes, under what name was license issued? _____

12. Does the applicant understand they must file a Special Occupational Tax return (TTB form 5630.5) before beginning business? [phone 1-800-937-8864] Yes No

13. Does the applicant understand a Wisconsin Seller's Permit must be applied for and issued in the same name as that shown in Section 2, above? [phone (608) 266-2776] Yes No

14. Does the applicant understand that they must purchase alcohol beverages only from Wisconsin wholesalers, breweries and brewpubs? Yes No

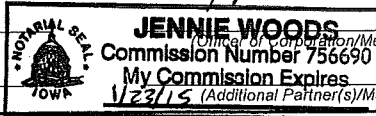
READ CAREFULLY BEFORE SIGNING: Under penalty provided by law, the applicant states that each of the above questions has been truthfully answered to the best of the knowledge of the signers. Signers agree to operate this business according to law and that the rights and responsibilities conferred by the license(s), if granted, will not be assigned to another. (Individual applicants and each member of a partnership applicant must sign; corporate officer(s), members/managers of Limited Liability Companies must sign.) Any lack of access to any portion of a licensed premises during inspection will be deemed a refusal to permit inspection. Such refusal is a misdemeanor and grounds for revocation of license.

SUBSCRIBED AND SWORN TO BEFORE ME
 this 18th day of February, 2013

[Signature]
 (Clerk/Notary Public)

My commission expires 1/23/15

[Signature]
JEFF PIERCE
ASST. TREASURER, FINANCIAL REPORTING
 (Officer of Corporation/Member/Manager of Limited Liability Company/Partner/Individual)



TO BE COMPLETED BY CLERK			
Date received and filed with municipal clerk	Date reported to council/board	Date provisional license issued	Signature of Clerk / Deputy Clerk
<u>2/21/2013</u>			
Date license granted	Date license issued	License number issued	
		<u>LCLIA-2013-0119</u>	

#09204

Explanations

6. Rob Budd is a Store Director for Hy-Vee, Inc. In which he is the agent Hy-Vee Restaurants 2, LLC. Hy-Vee, Inc is the sole owner of Hy-Vee Restaurants 2, LLC.

Question #9

Our total square footage for our grocery store and wine and spirits store together is 78,186 sq. feet. Our wine and spirits store is around 5,367 sq. feet. Customers can access the facility from the parking lot and the attached retail grocery store. Our back stock for the liquor store will be stored in the backroom of the grocery store due to the liquor store not having a storage area itself.

City of Madison Supplemental Class A License Application

<input checked="" type="checkbox"/> Seller's Permit Certificate- (Entity must match Articles of Incorporation)	<input checked="" type="checkbox"/> Description of Licensed Premise	<input checked="" type="checkbox"/> Floor Plans
<input checked="" type="checkbox"/> Federal Employer Identification #	<input checked="" type="checkbox"/> *Notarized Appointment of Agent	<input type="checkbox"/> Lease - Hy-Vee, Inc owns
<input checked="" type="checkbox"/> Notarized Original Application Form	<input checked="" type="checkbox"/> Background Investigation Form(s)	<input type="checkbox"/> Sample Menu - not needed
<input checked="" type="checkbox"/> Notarized Supplemental Form	<input checked="" type="checkbox"/> Notarized Transfer of Ownership	<input type="checkbox"/> Business Plan
<input type="checkbox"/> Orange Sign (Clerk's Office provides at time of application)	<input checked="" type="checkbox"/> *Articles of Incorporation	* Corporation/LLC only

- 1. Name of Applicant/Partner/Corporation/LLC Hy-Vee, Inc. DBA Hy-Vee Madison #2
- 2. Address of Licensed Premise 675 S. Whitney Way, Madison, WI 53711
- 3. Telephone Number: 608-277-6735
- 4. Anticipated opening date: May 14th, 2013
- 5. Mailing address if not opening immediately 5820 Westown Pkwy, W. Des Moines, IA 50316
- 6. Have you contacted the Alderperson, Police Department District Captain, Alcohol Policy Coordinator, and the neighborhood association representative for the area in which you intend to locate? Yes No
- 7. Are there any special conditions desired by the neighborhood? Yes No

Explain. _____

- 8. What type of establishment is contemplated? Liquor Store Grocery Store
- Convenience Store – Gas Pumps Yes No Other—Explain Hy-Vee Restaurants 2, LLC

9. Business Description: Grocery Store with attached liquor store & Restaurant

10. Detailed written description of building, including overall dimensions, seating arrangements, capacity, bar size and all areas where alcohol beverages are to be sold and stored. **The licensed premise described below shall not be expanded or changed without the approval of the Common Council.**

See Attached

11. Are any living quarters directly or indirectly accessible and under control of the applicant? Yes No
Please note that alcohol may be sold and stored only on the licensed premise, not in living quarters.

12. Describe existing parking and how parking lot is to be monitored. See Attached

13. Describe your management experience, staffing levels, duties and employee training.
See Attached

14. Identify the **registered agent** for your Corporation or LLC. This is your corporation's agent for service of process, notice or demand required or permitted by law to be served on the corporation.

Robert Budd 793 Eddington Dr. Sun Prairie, WI 53590
Name Address

15. Utilizing your market research, who would you project your target market to be?

See Attached

16. Describe how you plan to advertise/promote your business. What products will you be advertising?

T.V., Radio, Newspaper and the internet - All types of Products

17. Are you operating under a lease or franchise agreement? Yes (attach a copy) No

18. Owner of building where establishment is located: Hy-Vee, Inc.

Address of Owner: 5820 Westown Pkwy, West Des Moines, IA 50266 Phone Number 515-267-2800

19. Private organizations (clubs): Do your membership policies contain any requirement of "Invidious" (likely to give offense) discrimination in regard to race, creed, color, or national origin? Yes No

20. List the Directors of your Corporation/LLC

See Attached

Name Address

Name Address

Name Address

21. List the Stockholders of your Corporation/LLC

See Attached letter

Name Address % of Ownership

Name Address % of Ownership

Name Address % of Ownership

Read carefully before signing: Under penalty provided by law, the applicant states that the above information has been truthfully completed to the best of the knowledge of the signer. Signer agrees to operate this business according to law and that the rights and responsibilities conferred by the license(s), if granted will not be assigned to another. Any lack of access to any portion of a licensed premise during inspection will be deemed a refusal to permit inspection. Such refusal is a misdemeanor and grounds for revocation of this license.

Subscribed and Sworn to before me:

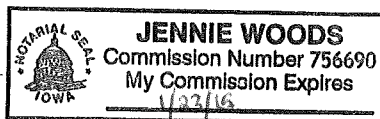
this 18 day of February, 2013

[Signature]
(Clerk/Notary Public)

[Signature]
(Officer of Corporation/Member of LLC/Partner/Individual)

JEFF PIERCE
ASS'T. TREASURER, FINANCIAL REPORTING

My commission expires 1/23/15



Question #10

Our total square footage for our grocery store and wine and spirits store together is 78,186 sq. feet. Our wine and spirits store is around 5,367 sq. feet and it is for retail sale of alcoholic beverages for off-site consumption. Customers can access the facility from the parking lot and the attached retail grocery store. The attached F & E depicts shelving and cooler locations for the display and sale of merchandise, which may be reconfigured within the same footprint as customer patterns are analyzed.

Question #12

The parking lot is similar to other area retail grocery/wine and spirits facilities and is comprised of surface stalls in close proximity to the customer entrances and they have vehicular ingress/egress access to the adjacent public roadways. The parking lot design and circulation has been approved by the Urban Design Commission and the Plan Commission. The parking lot will be monitored by security cameras and store employees.

Question #13

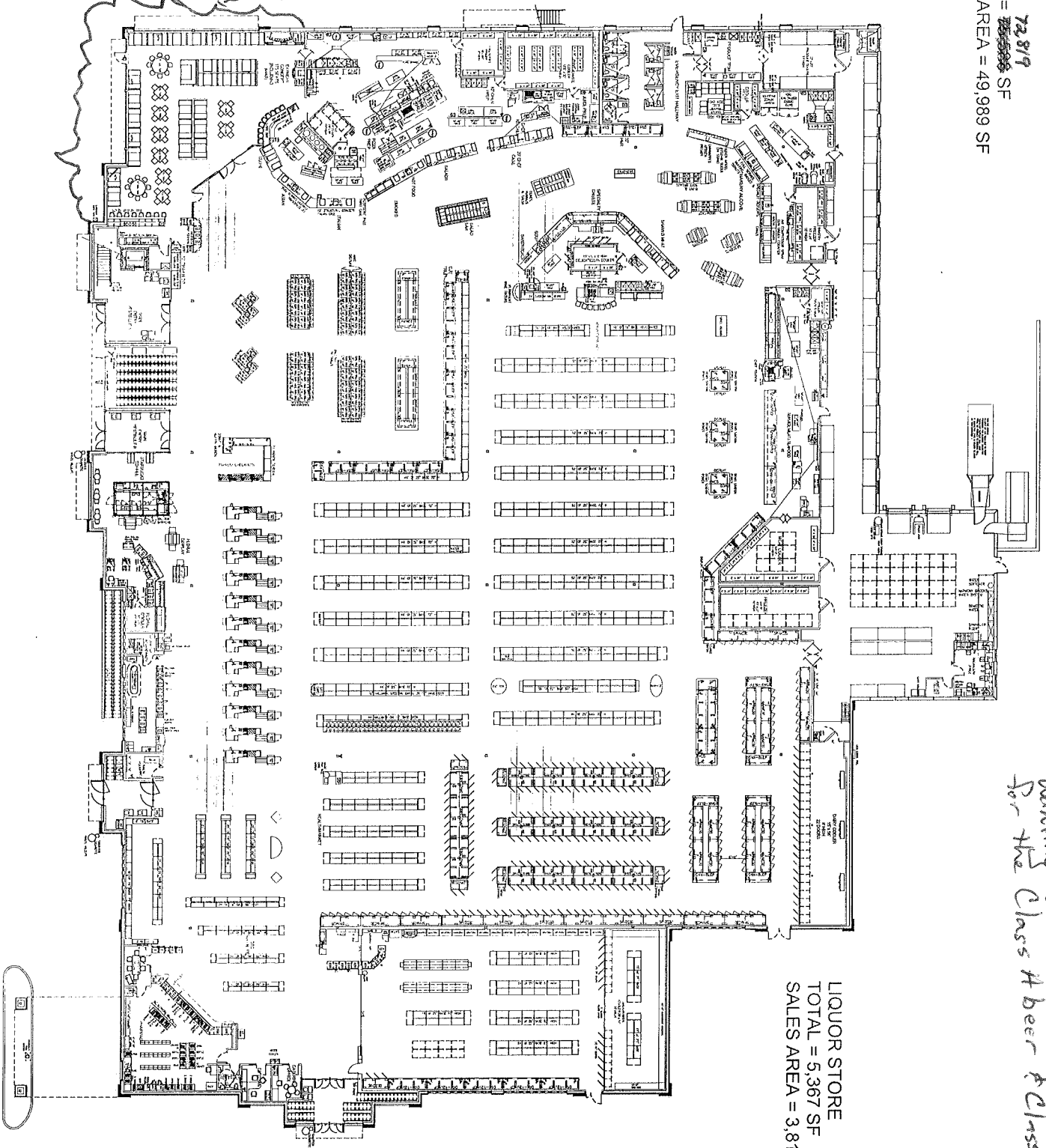
The Ass't VP of the northeast district which is over the Madison area has over 15 years in retail. We will have a store director, 6 managers, and 8-10 assistant managers that will all be experienced with handling alcohol. Typically, there will always be 2 assistant managers on duty at all times. The store director and one of the managers is usually around as well. We have always had the We Card program, checker training, and our register system is set up to ask for id when alcohol is purchased.

Question #15

With South Whitney Way being one of the heaviest traveled corridors in Madison and because the facility has visibility from and multiple access points to South Whitney Way, the site will have a regional draw allowing it to serve customers throughout the southwest side of Madison and nearby communities.

STORE 72,819
TOTAL = ~~72,819~~ SF
SALES AREA = 49,989 SF

This area is to be licensed by Hy-Vee Restaurants & LLC % Hy-Vee, Inc Sole Mbr. A larger Map of this area is with that license application.



LIQUOR STORE
TOTAL = 5,367 SF
SALES AREA = 3,819 SF

The highlighted is the area we are wanting to license under Hy-Vee, Inc for the Class A beer & Class A Liquor.

(E)

Wine & Spirits Store

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