

BRIAN B. BELL
Partner; Local Department Head Regulatory Affairs
(612) 492-6178
bell.brian@dorsey.com

September 9, 2025

VIA FIRST CLASS MAIL & POSTAL SERVICE

City Clerk's Office
210 Martin Luther King Jr Blvd
Room 105, Madison Municipal Building
Madison, WI 53703



Re: Metcalfe Foods West Inc., Liquor License No. LICLIA-2011-01722

To Whom It May Concern:

I write on behalf of Metcalfe Foods West Inc. d/b/a Metcalfe's West Towne (Metcalfe) who currently holds Liquor License No. LICLIA-2011-01722 to notify the City of Madison of the conversion of Metcalfe to a limited liability company. As a threshold matter, I note that Wisconsin Statutes does not require liquor licensees to notify municipalities of conversions of corporations to limited liability companies before the conversion. Wisconsin Statute § 125.04(3)(h) states only that "[w]ithin 30 days of any change in any fact set out in an application for a license or permit to sell alcohol beverages, the licensee or permittee shall file with the issuing authority a written description of the changed fact." This statute requires notification of the change only 30 days after the change occurs. Nevertheless, I understand from Madison Deputy Clerk Jim Verbick that the City requires pre-application notice of the conversion from a corporation to a limited liability company and that this notification must be approved by the City. Deputy Clerk Verbick asked us to provide a letter explaining the change.

Based on information we have been provided by our client, we understand that Metcalfe currently plans to convert from a corporation to a limited liability company on September 22, 2025. This conversion date may change. Accordingly, no change in the licensee registration should be made until receiving confirmation that the conversion has occurred. I will provide that confirmation once the conversion is complete. This conversion will be formless. The officers of Metcalfe will become members of the limited liability company. There will be no change in the owners of Metcalfe. Neither Metcalfe's federal employer identification number nor state sales and use tax number will change. The operations of Metcalfe will not change due to the conversion.

Sincerely,

DORSEY & WHITNEY LLP

Brian B. Bell
Partner; Local Department Head Regulatory Affairs

cc: Amanda McReynolds

50 South Sixth Street | Suite 1500 | Minneapolis, MN | 55402-1498 | T 612.340.2600 | F 612.340.2868 | dorsey.com