



# Change of Officers

(Agenda Item Number)

(Legistar file number)

LICLI A-2017-00171

(License number)

16 Tierney

(Alder District # and Name)

Office Use Only

Class A: ☒ Beer, ☐ Liquor, ☐ Cider

Class B: ☐ Beer, ☐ Liquor,

☐ Class C Wine

## City of Madison Clerk

210 MLK Jr Blvd, Room 103

Madison, WI 53703

[licensing@cityofmadison.com](mailto:licensing@cityofmadison.com)

608-266-4601

- o This application is to inform the city of any changes in corporate structure.
- o **The fee** for filing this application is \$25.00.
- o Please include a completed a **Background Investigation Form** and copy of a **picture ID** for each **new** officer/member/director with this application (not necessary for title changes).

## Licensed Premises Information

This application modifies existing alcohol license number: LICLI A-2017-00171

Business dba Name: CP Mart AW

Licensed Address: 4601 Cottage Grove Rd Madison WI 53716

Liquor/Beer Agent Name: Gohar Shahzad Alder, District #: 16

## Corporate Information

Business Legal Name (as on WI State Sellers Permit): Capitol Petroleum LLC

Business Mailing Address: 2570 Rimrock Rd

Business Contact Name, Position: Robin Baldah cfe mgr

Business Phone: 608-442-0000 Business Email: capitol.petroleum@gmail.com

List New Officers/Members/Directors, if applicable (attach background check form for each):

| Name                                                                | Title         |
|---------------------------------------------------------------------|---------------|
| <u>Gohar Shahzad</u>                                                | <u>member</u> |
|                                                                     |               |
|                                                                     |               |
|                                                                     |               |
|                                                                     |               |
| Officers/Members/Directors who will no longer hold their positions: |               |
| Name                                                                | Former Title  |
| <u>Farooq Shahzad</u>                                               | <u>member</u> |
|                                                                     |               |
|                                                                     |               |

continued on page two -OVER

Do any of the officers/members/directors possess any interest or control in any other Class A, B or C license?

☐ No ☒ Yes, explain: Badge Convenience madison LLC

After this change, how many total officers/members/directors will be in the organization?: 1

Will this change alter your business plan? ☒ No ☐ Yes, please attach new business plan with application.

*Penalty for materially false application information: Any person who knowingly provides materially false information on this application may be required to forfeit not more than \$1,000.*

Coleman Shelby 4/9/19  
Authorized Signature Date

☐ Form submitted by mail/e-mail  
Office Use Only

## McClain, Maggie

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**From:** Capitol Petroleum <capitol.petroleum@gmail.com>  
**Sent:** Wednesday, April 10, 2019 9:15 AM  
**To:** McClain, Maggie  
**Subject:** RE: Liquor License Renewals  
**Attachments:** CP Membership transfer FS to GS -1.jpg; CP Membership transfer FS to GS -2.jpg

Hi Maggie

Yes Farooq is totally out of the company. I have the legal consent to assignment of LLC membership interest. Please see attached.

robin

Robin Baldah  
Capitol Petroleum LLC  
Office Manager  
Phone 608-442-0000  
Fax 608-301-0718

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**From:** McClain, Maggie <MMcClain@cityofmadison.com>  
**Sent:** Wednesday, April 10, 2019 8:20 AM  
**To:** 'Capitol Petroleum' <capitol.petroleum@gmail.com>  
**Subject:** RE: Liquor License Renewals

Good morning, Robin.

I received the change of officer forms with payment yesterday afternoon. What you sent was exactly correct. I just want to confirm that Farooq Shahzad will no longer hold their position within the LLC.

Thank you,  
Maggie McClain

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**From:** Capitol Petroleum <[capitol.petroleum@gmail.com](mailto:capitol.petroleum@gmail.com)>  
**Sent:** Tuesday, April 9, 2019 10:01 AM  
**To:** McClain, Maggie <[MMcClain@cityofmadison.com](mailto:MMcClain@cityofmadison.com)>  
**Subject:** RE: Liquor License Renewals

Hi Maggie

Do I need to do one for each location or can I list all the locations on one application.

Thank you  
Robin

Robin Baldah  
Capitol Petroleum LLC  
Office Manager  
Phone 608-442-0000  
Fax 608-301-0718

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**From:** McClain, Maggie <[MMcClain@cityofmadison.com](mailto:MMcClain@cityofmadison.com)>  
**Sent:** Friday, April 5, 2019 9:43 AM

To: 'capitol.petroleum@gmail.com' <[capitol.petroleum@gmail.com](mailto:capitol.petroleum@gmail.com)>

Subject: Liquor License Renewals

Good morning,

I received your liquor license renewal paperwork; thank you! I noticed that the membership of the LLC has changed. This change requires a change of corporate officer filing along with a \$25 fee. There is no need to fill out a separate background check as the new corporate officer is currently the agent at all locations.

Please file this paperwork and fee with our office by April 15<sup>th</sup> in order to be on the agenda for the May 15<sup>th</sup> Alcohol License Review Committee meeting.

Thank you,

**Maggie McClain**

City of Madison Clerk's Office  
City-County Building Room 103  
210 Martin Luther King Jr Blvd  
Madison WI 53703  
608.266.4601  
[www.cityofmadison.com/clerk](http://www.cityofmadison.com/clerk)  
[@MadisonWIClerk](mailto:@MadisonWIClerk)

*"We exist to assist."*

**CONSENT TO ASSIGNMENT OF  
LIMITED LIABILITY COMPANY MEMBERSHIP INTERESTS**

This CONSENT TO ASSIGNMENT OF LIMITED LIABILITY COMPANY MEMBERSHIP INTERESTS (this "Consent") is made and entered into as of this 22nd day of March, 2019, by and between Capitol Petroleum LLC ("Capitol Petroleum"), Farooq Shahzad ("Farooq"), and Gohar Shahzad ("Gohar"), on one hand, and Oak Bank (the "Lender") on the other hand.

WHEREAS, Capitol Petroleum, Farooq, Gohar, and Lender are parties to certain agreements (the "Loan Documents") related to and in connection with loans that Lender has extended to Capitol Petroleum, Farooq, and Gohar, as well as other entities in which Farooq and/or Gohar hold ownership interests; and

WHEREAS, Farooq is the only member of Capitol Petroleum and owns 100% of the membership interest in Capitol Petroleum; and

WHEREAS, Capitol Petroleum, Farooq, and Gohar represent that, as a result of developments in the legal proceeding styled United States of America v. Farooq Shahzad, United States District Court for the Western District of Wisconsin Case No. 3:18-cr-00169-jdp, the State of Wisconsin Department of Revenue, Division of Lottery, has threatened to rescind Capitol Petroleum's permit to sell lottery tickets to the public if Farooq does not cease to hold any membership interest in Capitol Petroleum as of 3:00 pm (Central Time) on the date hereof; and

WHEREAS, it is an event of default under one or more of the Loan Documents if Farooq transfers his membership interest in Capitol Petroleum without Lender's prior written consent; and

WHEREAS, Lender has agreed to consent to Farooq's transfer of all of his membership interest in Capitol Petroleum to Gohar pursuant to the Assignment of Limited Liability Company Interest attached hereto as Exhibit A (the "Assignment"), provided, however, that as consideration for Lender's consent Gohar agree to pledge 100% of her membership interest in Capitol Petroleum as security for amounts owed to Lender by Capitol Petroleum and its co-borrowers;

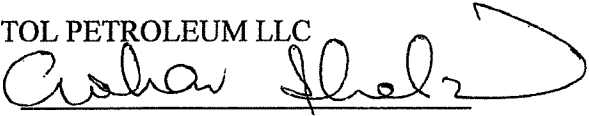
NOW THEREFORE, in consideration of the premises set forth above, the mutual promises contained therein and for other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the undersigned parties agree as follows:

1. The foregoing Recitals are incorporated herein by reference as though fully set forth and made as terms and provisions of this Consent.
2. Lender hereby consents and agrees to the Assignment, subject to the delivery of the agreement referenced in paragraph 3, below.

3. Within five (5) business days of the Assignment, Gohar shall execute and deliver to Lender a pledge of all of her membership interest in Capitol Petroleum in form and substance acceptable to Lender at its sole discretion (the "Pledge").
4. Lender reserves the right to revoke this Consent should Gohar fail to deliver the Pledge in accordance with paragraph 3.

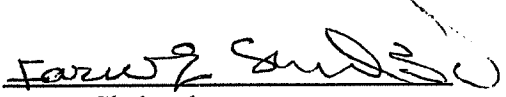
IN WITNESS WHEREOF, the undersigned have executed this Consent as of the day and year first above written.

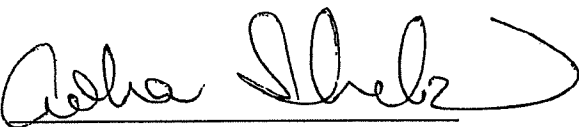
CAPITOL PETROLEUM LLC

By: 

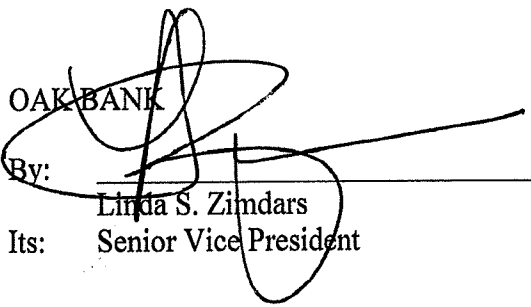
Gohar Shahzad

Its: Member

  
Farooq Shahzad

  
Gohar Shahzad

OAK BANK

By: 

Linda S. Zimdars

Its: Senior Vice President