



Change of Officers

City of Madison Clerk
210 MLK Jr Blvd, Room 103
Madison, WI 53703
licensing@cityofmadison.com
608-266-4601

Class A: ☐ Beer, ☐ Liquor, ☐ Cider
Class B: ☒ Beer, ☒ Liquor,
☐ Class C Wine

(Agenda Item Number)

(Legistar file number)

LICLIB-2016-00416

(License number)

12 MATTHEWS

(Alder District # and Name)

Office Use Only

- 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: LICLIB-2016-00416

Business dba Name: Ancora Coffee Roaster (2), Wurst German Bar, Stella Bar, Goose Island Bar

Licensed Address: 4000 International Lane, Madison, WI 53704

Liquor/Beer Agent Name: Shanna K. Olivero Alder, District #: 12

Corporate Information

Business Legal Name (as on WI State Sellers Permit): SSP America, Inc.

Business Mailing Address: 20408 Bashan Dr., Suite 300, Ashburn, VA 20147

Business Contact Name, Position: Bernadette Maramba, Manager, Licensing

Business Phone: 703-723-7264 Business Email: bernadette.maramba@foodtravelexperts.com

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

Name	Title
Patrick Murray	President, CEO & Director (new title, existing officer)
George Mboya	Deputy CEO, CFO, Secretary & Director (new title, existing officer)

Officers/Members/Directors who will no longer hold their positions:

Name	Former Title
Michael Svagdis	CEO, President & Director

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

☐ No ☒ Yes, explain: See attached rider

After this change, how many total officers/members/directors will be in the organization?: 2

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.


Authorized Signature

5/1/2025
Date

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

JOINT UNANIMOUS WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
AND THE SOLE SHAREHOLDER
OF
SSP AMERICA, INC.

January 30, 2025

The following actions were taken and unanimously approved by (i) the Board of Directors (the "Board") and (ii) the sole shareholder (the "Sole Shareholder") of SSP America, Inc., a California corporation (the "Corporation"), without a meeting pursuant to the provisions of applicable law and the Amended and Restated Bylaws of the Corporation (the "Bylaws") permitting such action to be so taken.

Resignation of Michael Svagdis as Director and Officer

WHEREAS, Michael Svagdis has submitted to the Corporation his resignation (a) effective as of January 9, 2025, as President and Chief Executive Officer of the Corporation, and (b) effective as of January 17, 2025, as a director of the Corporation (together, the "Resignation" and the effective dates thereof, the "Resignation Dates");

WHEREAS, the Board and the Sole Shareholder desire to accept the Resignation; and

WHEREAS, in connection with such Resignation, and notwithstanding any provisions in the Bylaws to the contrary, the Board and the Sole Shareholder (as applicable) desire to (a) in lieu of filling the Board vacancy caused by the Resignation, reduce the size of the Board from three (3) directors to two (2) directors; (b) appoint, ratify, confirm and approve (as applicable) the directors and the officers of the Corporation; and (c) effect certain other actions, in each case, as set forth herein.

NOW, THEREFORE, BE IT:

RESOLVED, that the Board and the Sole Shareholder hereby accept the Resignation tendered by Michael Svagdis; and

RESOLVED, FURTHER, that, upon Michael Svagdis' Resignation as a director of the Corporation and in lieu of filling the Board vacancy caused by such Resignation, the size of the Board shall be reduced from three (3) directors to two (2) directors and the following remaining directors shall be (and hereby are) confirmed to be the members of the Board (the "Current Directors"), with each such Current Director to serve in his position as such in accordance with the Bylaws until his earlier resignation or removal or until his successor is duly elected and qualified:

Patrick Murray
George Mboya

RESOLVED, FURTHER, that the following persons shall be (and hereby are) appointed and confirmed to be the officers of the Corporation (the "Current Officers"), with each such Current Officer to serve in the position(s) set forth opposite his name in accordance with the Bylaws until his earlier resignation or removal or until his successor is duly chosen and qualified:

Patrick Murray President and Chief Executive Officer

George Mboya Deputy Chief Executive Officer,
Chief Financial Officer and Secretary

RESOLVED, FURTHER, that the Current Officers and/or any other officers or other individuals otherwise duly authorized on the Corporation's behalf from time to time (each, an "Authorized Person" and collectively, the "Authorized Persons") be, and each of them acting singly hereby is, authorized to negotiate, approve and execute such documents on behalf of the Corporation as may be necessary or desirable in connection with, or otherwise incidental to, the lawful business of the Corporation and/or its applicable subsidiaries, affiliates, and joint ventures and to do all other acts or things as any Authorized Person in his, her or its absolute discretion acting singly considers necessary, desirable or expedient to give effect to the foregoing resolutions, and to enable the Corporation to fully and promptly carry out (or cause to be carried out) the purposes and intents thereof; and

RESOLVED, FURTHER, that these resolutions, subject to the terms hereof, shall constitute a modification of the Contract Signature Authorization Framework previously approved by the Board as it relates to Michael Svagdis and the amended titles of the Current Officers; and

RESOLVED, FURTHER, that, notwithstanding the Resignation and the foregoing modifications with respect to the Contract Signature Authorization Framework, Michael Svagdis shall be permitted, including from and after the applicable Resignation Date(s), to execute and deliver such documents as may be deemed necessary, desirable or expedient by any Authorized Person and/or the Board in order (a) to give effect to the foregoing resolutions and the Resignation and enable the Corporation to fully and promptly carry out (or cause to be carried out) the purposes and intents thereof and/or (b) to otherwise ensure the continuity of the lawful business of the Corporation and the businesses of its applicable subsidiaries, affiliates, and joint ventures.

General Authority

NOW, THEREFORE, BE IT:

RESOLVED, that the Authorized Persons shall be, and each of them hereby is, authorized, empowered and directed to do and perform, or cause to be done or performed, all such acts, deeds and things, and to make, execute and deliver, or cause to be made, executed and delivered, all such other agreements, undertakings, documents, instruments or certificates, in the name of and on behalf of the Corporation, or otherwise as any such Authorized Person deems necessary or advisable to enable the Corporation to fully and promptly carry out the purposes and intents of the foregoing resolutions; and

RESOLVED, FURTHER, that all prior actions taken by, or documents, agreements or instruments previously executed and delivered by, any of the Authorized Persons that are within the authority conferred herein, including to the extent taken or executed and delivered (as the case may be) in the capacities set forth herein prior to the date of this Joint Unanimous Written Consent and/or prior to the Resignation Dates, be and hereby are approved, ratified and confirmed in all respects; and

RESOLVED, FURTHER, that the Authorized Persons (or their respective designees) be, and each of them acting singly hereby is, authorized and directed to make (or cause to be made) all necessary and appropriate entries in the ledgers and other books and records of the Corporation and to file all necessary forms and documents in the records of the Corporation in connection with the foregoing resolutions; and

RESOLVED, FURTHER, that this Joint Unanimous Written Consent may be executed in any number of counterparts each of which, when executed, shall be an original and all such counterparts together or collectively shall constitute one and the same instrument; and

RESOLVED, FURTHER, that the electronic transmission of a person's signature on the execution page to this Joint Unanimous Written Consent shall be deemed such person's original signature.

[Signatures appear on the following page.]

The undersigned, being (i) all of the members of the Board of Directors and (ii) the Sole Shareholder of the Corporation, do hereby consent to the foregoing actions as of the date first set forth above.

DIRECTORS:




George Mboya



Patrick Murray

SOLE SHAREHOLDER:

SSP AMERICA (USA), LLC

By: 

Name: George Mboya

Title: Chief Financial Officer and
Secretary

SKENE LAW FIRM, P.C.

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ROBERT D. SKENE * +
LISA M. MILLER * + ^
LINDSEY FARINA * +

AMANDA TAYLOR *

* NEW JERSEY BAR ADMISSION
+ NEW YORK BAR ADMISSION
^ PENNSYLVANIA BAR ADMISSION

May 5, 2025

VIA OVERNIGHT MAIL

Madison City Clerk's Office
Room 103, City-County Building
210 Martin Luther King Jr. Blvd.
Madison, WI 53703

Re: *SSP America, Inc.*
Dane County Regional Airport
4000 International Lane
Madison, WI 53704
License No. LICLIB-2016-00416

Dear Sir or Madam:

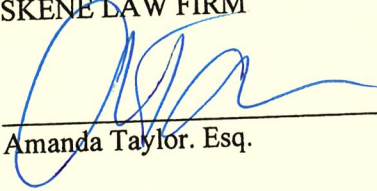
Please be advised that we represent the above referenced entity in its alcoholic beverage regulatory matters. SSP America, Inc. currently holds a Class B Combination License covering multiple units at Dane County International Airport. At this time, we wish to report the removal of Michael Svagdis as an officer of SSP America, Inc. In addition, the titles of the two officers, Patrick Murray and George Mboya, are being changed. As such, enclosed please find the following documentation for your review:

1. One check in the amount of \$25.00;
2. Change of Officers Form;
3. Joint Unanimous Consent Reflecting Officer Changes.

Upon your review of the foregoing, please do not hesitate to contact me should you require anything further to report these changes. Thank you for your time and attention to this matter.

Very truly yours,

SKENE LAW FIRM


Amanda Taylor, Esq.