

April 30, 2008

In the Matter of
90's Minneapolis, LLC
DBA: Gay 90's
400 Hennepin Avenue
Minneapolis, MN 55401

Conditions on
License # L178-50090
On Sale Liquor Class A
w/Sunday Sales

Ward 7

Your license, if granted, will be based on the following conditions:

- 1) The applicant will abide by the conditions set forth in the Police Departments Security Plan as signed by Sgt. E.T. Nelson, MPD, and the applicant on 3/6/08;
- 2) 16+/all age's events will not take place at this establishment;
- 3) During an 18+ event, identification for each patron will be visually inspected by security staff prior to the patron entering the establishment;
- 4) During an 18+ event any patron under the age of 21 with any detectable presence of alcohol in his/her system shall be refused admittance into the establishment. As soon as alcohol is detected in the patron's system, the patron shall be escorted from the premises;
- 5) The applicant will limit nude performances to a stage or similarly constructed area such that patrons can not have physical contact with the performers;
- 6) No VIP wristbands or similar such symbol which would indicate the patron is permitted or allowed to consume alcoholic beverages will be extended to any person without first verifying legal age to consume alcoholic beverages;
- 7) When in use, any VIP area within the establishment will be staffed at all times with at least one employee of the licensee who has received alcohol server training;
- 8) The business shall at all times keep an accurate occupancy count and immediately share such figures upon the request of any official or officer of the City of Minneapolis. The business shall not let more patrons into the establishment than is legally allowed;
- 9) Employees of the applicant shall receive alcohol server training from an approved independent training provider at a minimum biannually. All new employees shall attend server training within 60 days of serving beverage alcohol;

10) Noise from the establishment will be kept to a minimum by taking appropriate measures as required by Minnesota State Rules or Laws. Noise coming from patrons of the establishment will be managed consistent with the requirements of Chapter 389 of the Minneapolis Code of Ordinances;

11) To all extent possible, the applicant will work with the Landlord to modify the exterior of the establishment including repairing and/or altering where needed, including all billboards, within 180 days of assuming ownership to come into compliance with Chapter 85.100 of the Minneapolis Building Code. To the extent possible, the applicant will work with the landlord to insure that the exterior will be maintained free of public nuisances, and shall be kept in a workmanlike state of maintenance and repair. To all extent possible, the applicant will work with the Landlord to ensure that the Exterior walls, including all billboards, shall be maintained and kept free from dilapidation by cracks, tears or breaks or from deteriorated plaster, stucco, brick, wood or other material that is extensive and gives evidence of long neglect;

12) For all major repairs, renovations, remodeling, or other alterations to be made to the establishment, including any changes to the business plan, the applicant when appropriate, will file those changes in writing with Licenses and Consumer Services Division. All required permits will need to be obtained with all work being reviewed and approved by the appropriate City Inspector. The appropriate paperwork will be required to be submitted and approved by the Minneapolis City Council prior to the implementation of any aforementioned change;

13) Handbill distribution on the public right-of-way will be restricted to a maximum of six dates in a calendar year;

14) The licensee will collect and properly dispose of all litter, including handbills and cigarette butts, within 100 feet of the exterior of the building housing the licensed premises on a daily basis.

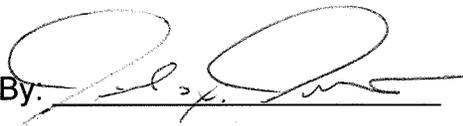
I have read and understand the conditions listed above. I agree with the conditions and I understand that failure on my part or the part of my company or employees to adhere to these conditions may be cause for future adverse licensing action including but not limited to: denial of the renewal of the license; denial of future expansion license requests; suspension; revocation; possible criminal prosecution and/or revocation of my business licenses. These conditions take effect upon the signing of this agreement and will be in full force and effect for the duration of the license.



90's Minneapolis, LLC
DBA: Gay 90's

City of Minneapolis Office of
Licenses and Consumer Services

By:  _____

By:  _____

Print Name: PETER J. HAFIZ

Ricardo X. Cervantes
Deputy Director

Title: MANAGING MEMBER

Date: 4/30/08

Date: April 30, 2008