

CITY OF MINNEAPOLIS
LICENSES AND CONSUMER SERVICES
350 SOUTH 5TH STREET, ROOM 1-C, CITY HALL
MINNEAPOLIS, MN 55415

BUSINESS LICENSE OPERATING CONDITIONS

900 WASHINGTON HOTEL LLC
GEORGE E SHERMAN
900 WASHINGTON AVE S
MINNEAPOLIS, MN 55415

16-JUL-08

Request Number:08-064417 6
Re: L198 50073 ALOFT HOTEL MINNEAPOLIS
for LIQ ON-SALE A W/SS SERIES 3000

This Agreement is entered this 16th day of July, 2008, by and between 900 Washington Hotel LLC, dba aloft Hotel Minneapolis, (the "Applicant") and the City of Minneapolis (the "City").

WHEREAS, the Applicant has applied to be the operator of a On Sale Liquor Class A License to be operated at 900 Washington Avenue South; and

WHEREAS, the City Council has expressed concern with regard to permitting so-called adult entertainment on the licensed premises; and

WHEREAS, the Applicant desires to provide acceptable forms of entertainment which require an On Sale Liquor Class A License; and

WHEREAS, with the additional restrictions and obligations on the Applicant's part recited below, the City Council will look more favorably upon the application of Applicant; and

WHEREAS, the Applicant agrees to operate under and fully perform the obligations set out hereunder;

NOW, THEREFORE, in consideration of the City granting the Applicant permission to operate a Class A Liquor License at the premises at 900 Washington Avenue South the Applicant agrees as follows:

1. The establishment may not operate as a sexually orientated use as is defined in Chapter 549.340 of the Minneapolis Code of Ordinances.

2. The Applicant will not allow any activities to occur on its premises which include or involve nude or semi-nude dancing, revealing or inappropriate employee attire, mud wrestling, wet T-shirt contests, employee wrestling with customers or sexually suggestive touching, and other similar types of activities.
3. Violation of the terms of Conditions 1 and 2 above shall provide a basis for revocation of the City's consent for Applicant to operate the Class A Liquor License.
4. All parties hereto agree that this Agreement is specifically enforceable and that in any litigation involving this Agreement, no defense will be raised as to its enforceability.

I have read the conditions listed above. I agree with the conditions and understand that failure on our part, or on the part of my company or employees to adhere to these conditions, may be cause for future adverse license action, including the suspension, revocation, or denial of the renewal of the L198 50073 ALOFT HOTEL MINNEAPOLIS license. These conditions will be effective for the duration the license operates at these premises, unless otherwise amended by the City Council of Minneapolis.

Based upon the foregoing, this agreement is freely & voluntarily entered into in good faith:

Licensee

For:

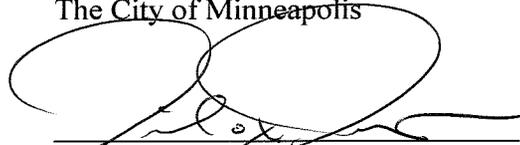
900 Washington Hotel LLC



By: George E. Sherman
President and Chief Manager

For:

The City of Minneapolis



By: Ricardo X. Cervantes
Deputy Director, Business Licenses

Dated: 7-15-08

Dated: 7-23-08