

Mary Jo Furphy
Deputy Clerk

Pima County Clerk of the Board

Robin Brigode

Administration Division
130 W. Congress, 5th Floor
Tucson, AZ 85701
Phone: (520)724-8449 • Fax: (520) 222-0448

Document and Micrographics Mgt. Division
1640 East Benson Highway
Tucson, Arizona 85714
Phone: (520) 351-8454 • Fax: (520) 791-6666

March 3, 2015

Scott Robert Kilpatrick
Sauce Pizza and Wine
4455 E. Camelback Road, Suite No. D236
Phoenix, AZ 85018

RE: Application for Agent Change/Acquisition of Control/Restructure
Arizona Liquor License No.: 12103501
Sauce Pizza and Wine

Dear Mr. Kilpatrick:

Notice is hereby given that the Pima County Board of Supervisors will hold a hearing in reference to the above application. Please be advised that the hearing has been scheduled for Tuesday, March 17, 2015, at 9:00 a.m. or thereafter, to be held at the following location:

Pima County Administration Building
Board of Supervisors Hearing Room
130 West Congress, 1st Floor
Tucson, Arizona 85701

If you have any questions pertaining to this hearing, please contact this office at (520)724-8449.

Sincerely,

A handwritten signature in black ink that reads "Robin Brigode". The signature is written in a cursive, flowing style.

Robin Brigode
Clerk of the Board



Pima County Clerk of the Board

Robin Brigode

Mary Jo Furphy
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TO: Pima County Sheriff's Department
Investigative Support Unit

FROM: Bernadette Russell *BR*
Administrative Support Specialist

DATE: February 11, 2015

RE: Sheriff's Report - Application for Agent Change/Acquisition of Control/
Restructure

Attached is the application of:

Scott Robert Kilpatrick
d.b.a. Sauce Pizza and Wine
7117 N. Oracle Road
Tucson, AZ 85704

Arizona Liquor License No. 12103501

SHERIFF'S REPORT

DATE: 03/02/15

Is there any reason this application should not be recommended for approval?

NOTHING NOTED.

[Signature]
Investigative Support Unit Supervisor

When completed, please return to cob_mail@pima.gov.

PER 0215PM0458 PC CLK OF BD /SK

ARIZONA DEPARTMENT OF LIQUOR LICENSES & CONTROL

800 W Washington 5th Floor
Phoenix AZ 85007-2934
www.azliquor.gov
(602) 542-5141

15-01-0061

15 FEB -9 110:28

APPLICATION FOR AGENT CHANGE - ACQUISITION OF CONTROL - RESTRUCTURE

Check Appropriate Box

☒ Agent Change Complete Sections 1,2,3,4,6 (See Note 1 on back)

☒ Acquisition of Control Complete Sections 1,2, (3,4 if changing Agent), 6

☐ Restructure Complete Sections 1,2,(3,4 if changing Agent) ,5,6 (See Note 2 on back)

SECTION 1 (COMPLETE THIS SECTION FOR AGENT CHANGE, ACQUISITION OF CONTROL OR RESTRUCTURE)

- Name (INDIVIDUAL OR EXISTING AGENT (if no agent change) OR NEW AGENT OR CORPORATE OFFICER OR L.L.C. CONTROLLING MEMBER)

Kilpatrick	Scott	Robert	12103501
Last	First	Middle	Liquor License #
- ☐ Corporation ☒ L.L.C. ☐ N/A: Fox Fast Casual LLC 61028459 Corp. File #: L15705688
 (Exactly as it appears on Articles of Inc. or Articles of Org.)
- Business Name: Sauce Pizza & Wine
- Business Address: 7117 N Oracle Rd Tucson Pima 85704
 (Do not use P.O. Box Number) City COUNTY Zip
- Is the business located within the incorporated limits of the above city or town? ☒ Yes ☐ No
- Mailing Address: 4455 E Camelback Rd Ste D236 Phoenix AZ 85018
 City State Zip
- Business Phone: (520) 297-8575 Residence Phone: (602) 578-2754
- Does this transaction involve the sale of any portion of the corporate stock? ☒ YES ☐ NO ☐ N/A If yes, submit a certified copy of minutes.
- Has there been any change of officers? ☒ YES ☐ NO ☐ N/A If yes, submit a certified copy of minutes.

SECTION 2 (COMPLETE THIS SECTION FOR AGENT CHANGE, ACQUISITION OF CONTROL OR RESTRUCTURE)

Each person listed in Section II must submit a personal questionnaire (Form LIC0101) and a Department approved fingerprint card which may be obtained at the Dept. A person appearing in both lists need only submit one questionnaire and fingerprint card.

- List individual owner or partners or all directors, officers in corp., members in LLC:

Last	First	Middle	Title	Residence Address	City	State	Zip
Sauce LLC			Mng Mem	4455 E Camelback Rd Ste D236 Phoenix AZ 85018			

(ATTACH ADDITIONAL SHEET(S) IF NECESSARY)

- List stockholders or controlling members owning 10% or more of Corp/LLC:

Last	First	Middle	% Owned	Residence Address	City	State	Zip
Sauce LLC			100	4455 E Camelback Rd Ste D236 Phoenix AZ 85018			

(ATTACH ADDITIONAL SHEET(S) IF NECESSARY)

1/7/2013

Disabled individuals requiring special accommodations please call the Department

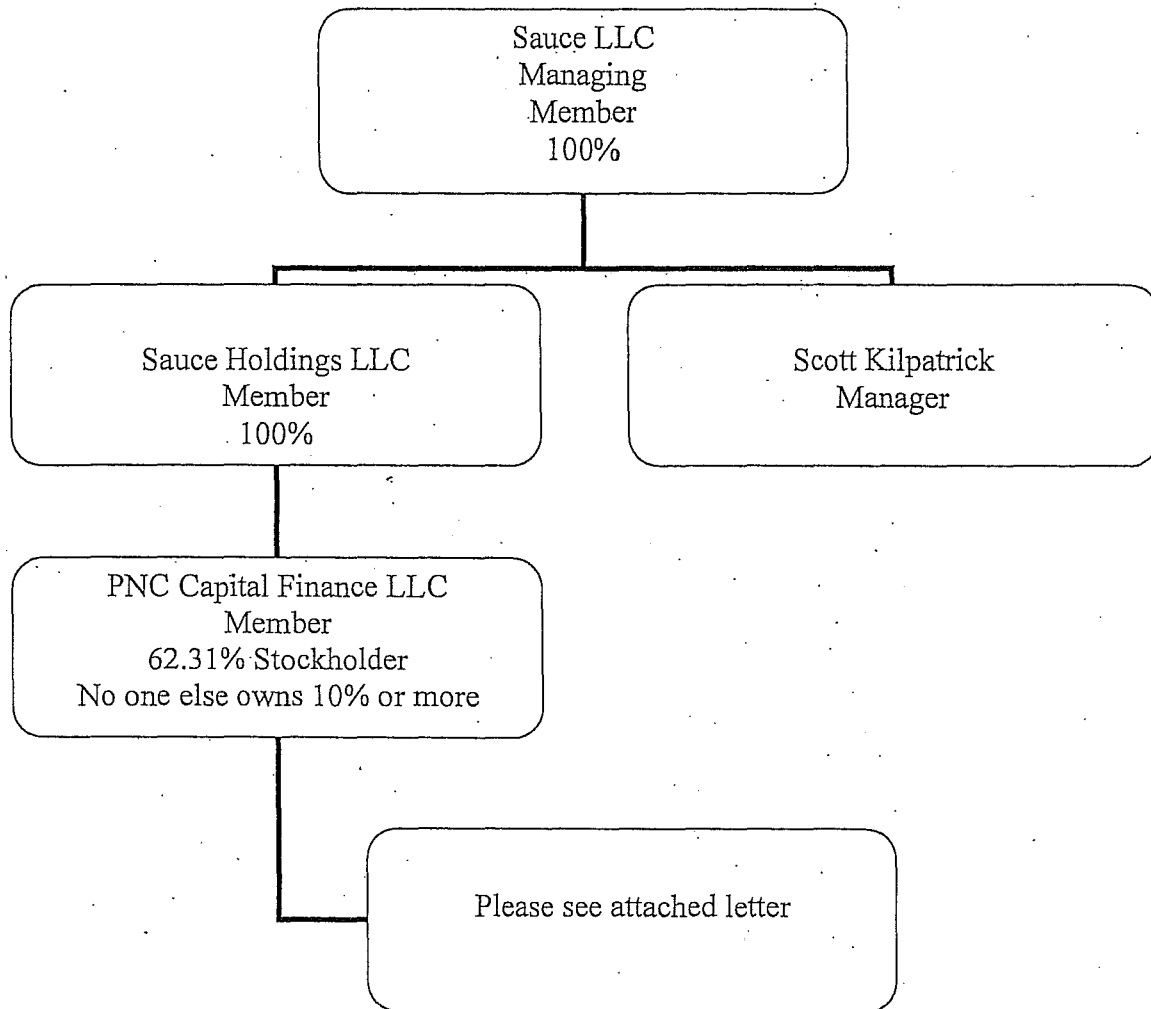
Date Received 2-5-15

CSR C. Bryan

XO-119.410. SEC

172421

15 JAN 29 11:47 AM '05



Sauce Holdings LLC
4455 E. Camelback Rd. Ste. D236
Phoenix, Arizona 85018

PNC Capital Finance LLC
4455 E. Camelback Rd. Ste. D236
Phoenix, Arizona 85018

15 JAN 29 11:01 AM '05



January 23, 2015

VIA EMAIL

Miranda Bustamante
Arizona Liquor Industry Consultants
1811 S. Alma School Road, Suite 268
Mesa, Arizona 85210

Re: Acquisition of Control Filings for Sauce Liquor Licenses - PNC Capital Finance, LLC Ownership

Dear Miranda:

Sauce Holdings, LLC is owned by PNC Capital Finance, LLC and its co-investors. PNC Capital Finance, LLC is the only owner of Sauce Holdings, LLC with an ownership interest that is greater than ten percent. PNC Capital Finance, LLC is a direct wholly-owned subsidiary of PNC Holding, LLC, which is a direct wholly-owned subsidiary of The PNC Financial Services Group, Inc., a publicly traded company on the New York Stock Exchange.

If you have any questions regarding this corporate structure, please contact me:

Sincerely,

PNC Capital Finance, LLC

By:

A handwritten signature in dark ink, appearing to read 'B. Douglas Phillips'.

B. Douglas Phillips,
Managing Director, PNC Mezzanine
Capital division

SECTION 3

(COMPLETE THIS SECTION FOR AGENT CHANGE)

1. If the corporation/L.L.C. is owned by another entity, ATTACH AN OWNERSHIP AND DIRECTOR / OFFICER / MEMBER DISCLOSURE for the parent entity. Attach additional sheets as necessary in order to disclose real people.

As an Agent, will you be physically present and operating the licensed premises? ☐ YES ☒ NO

If you answered YES, you must provide proof of attendance of a Department approved Liquor Law Training Course within the last five years before your application for Agent can be submitted. If "no" a manager with approved training must be submitted.

SECTION 4

(COMPLETE THIS SECTION FOR AGENT CHANGE)

To be completed by the INDIVIDUAL OR EXISTING AGENT OR CORPORATE OFFICER OR L.L.C. CONTROLLING MEMBER:

1. License Number: 12103501 Date of last renewal: 09/2014
2. Current Licensee or Agent: Nations Randy D. Nations
(Exactly as it appears on license) Last First Middle

I, Randy D. Nations, hereby consent to the appointment of agent for this license.
(Print full name)

I agree to immediately assign a new agent in the event that I am unable to discharge the duties of agent for this license. I have not been convicted of a felony in the last five (5) years.

X Randy D. Nations
(Signature of INDIVIDUAL / CORPORATE / CLUB OFFICER / MEMBER)

State of Arizona County of Maricopa
The foregoing instrument was acknowledged before me this
29th day of January, 2015
Day Month Year

My commission expires on: June 10, 2016

Miranda B. H.
(Signature of NOTARY PUBLIC)

SECTION 5

(COMPLETE THIS SECTION FOR RESTRUCTURE)

Is there more than one licensed premises involved? ☐ YES ☐ NO If yes, SEPARATE APPLICATIONS must be filed and fees paid for each license/location.

Type of current ownership:

Type of new ownership:

- ☐ J.T.W.R.O.S.
☐ INDIVIDUAL
☐ PARTNERSHIP
☐ CORPORATION
☐ LIMITED LIABILITY CO.
☐ TRUST
☐ OTHER Explain _____

- ☐ J.T.W.R.O.S.
☐ INDIVIDUAL
☐ PARTNERSHIP
☐ CORPORATION
☐ LIMITED LIABILITY CO.
☐ TRUST
☐ OTHER Explain _____

SECTION 6

(COMPLETE THIS SECTION FOR AGENT CHANGE, ACQUISITION OF CONTROL OR RESTRUCTURE)

To be completed by INDIVIDUAL OR EXISTING AGENT (if no agent change) OR NEW AGENT OR CORPORATE OFFICER OR L.L.C. CONTROLLING MEMBER as listed in Question 1 Section 1:

I, Robert Scott Kilpatrick, hereby declare that I am the APPLICANT filing this application.
(Print full name)

have read the application and the contents and all statements are true, correct and complete.

X Robert Scott Kilpatrick
(Signature of INDIVIDUAL OR AGENT)

State of Arizona County of Maricopa
The foregoing instrument was acknowledged before me this
22 day of January, 2015
Day Month Year

My commission expires on: June 10, 2016

Leah Kosier
(Signature of NOTARY PUBLIC)

NOTE 1: The fee for an agent change MUST be submitted with this application: \$100.00 for the first application and \$50.00 for each additional application, not to exceed \$1,000.00. (A.R.S. 4-209.H)

NOTE 2: The \$100.00 fee for restructure/acquisition of control MUST be submitted with this application. (A.R.S. 4-209.A)

