

Pima County Clerk of the Board

Melissa Manriquez

Katrina Martinez
Deputy Clerk

Administration Division
130 W. Congress, 1st Floor
Tucson, AZ 85701
Phone: (520)724-8449 • Fax: (520)222-0448

Management of Information & Records Division
1640 East Benson Highway
Tucson, Arizona 85714
Phone: (520) 351-8454 • Fax: (520) 791-6666

May 26, 2022

Amy S. Nations
Craft Republic
P.O. Box 2502
Chandler, AZ 85244

RE: Arizona Liquor License Job No.: 191103
d.b.a. Craft Republic

Dear Ms. Nations:

Enclosed is a copy of the Affidavit of Posting relative to your Liquor License Application for a Series 6, Bar, which was received in our office on April 14, 2022. The Hearing before the Pima County Board of Supervisors has been scheduled for Tuesday, June 21, 2022, at 9:00 a.m. or thereafter, at the following location:

Pima County Administration Building
Board of Supervisors Hearing Room
130 W. Congress, 1st Floor
Tucson, AZ 85701

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

Sincerely,

A handwritten signature in black ink, appearing to read "Melissa Manriquez", is written over a printed name and title.

Melissa Manriquez
Clerk of the Board

Enclosure



Arizona Department of Liquor Licenses and Control
800 W Washington 5th Floor
Phoenix, AZ 85007-2934
www.azliquor.gov
(602) 542-5141

AFFIDAVIT OF POSTING

Date of Posting: 5-5-22

Date of Posting Removal: 5-25-22

Applicant's Name: Craft Republic
Nations Amy S.
Last First Middle

Business Address: 7625 N. La Cholla Boulevard Tucson 85741
Street City Zip

License #: 191103

I hereby certify that pursuant to A.R.S. 4-201, I posted notice in a conspicuous place on the premises proposed to be licensed by the above applicant and said notice was posted for at least twenty (20) days.

Brian J. Rutledge PCSD Process Server 520-301-1212
Print Name of City/County Official Title Phone Number

BJR 5-25-2022
Signature Date Signed

Return this affidavit with your recommendations (i.e., Minutes of Meeting, Verbatim, etc.) or any other related documents.
If you have any questions please call (602) 542-5141 and ask for the Licensing Division.

MAY 25 22 PM 04:03 PCC CLK OF ED
M/W



Pima County Clerk of the Board

Melissa Manriquez

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Tucson, AZ 85701
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TO: Development Services, Zoning Division
FROM: Melissa Whitney
Administrative Support Specialist Senior
DATE: 4/14/2022
RE: Zoning Report - Application for Liquor License

Attached is the application of:

Amy S. Nations
d.b.a. Craft Republic
7625 N. La Cholla Boulevard
Tucson, AZ 85741

Arizona Liquor License Job No. 191103
Series 6, Bar
New License
Person Transfer ☒
Location Transfer

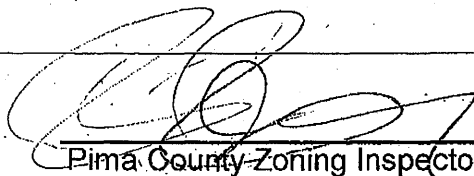
ZONING REPORT

DATE: 4/15/22

Will current zoning regulations permit the issuance of the license at this location?

Yes ☒ No ☐

If No, please explain:


Pima County Zoning Inspector

When complete, please return to cob_mail@pima.gov

APR 15 22 PM 02:12 PC CLK OF BD
MW

State of Arizona
Department of Liquor Licenses and Control

22-13-9457

Created 04/13/2022 @ 01:36:49 PM

Local Governing Body Report

LICENSE

Number: 06100068 Type: 006 BAR
Name: CRAFT REPUBLIC
State: Pending
Issue Date: Expiration Date: 09/30/2022
Original Issue Date: 04/09/1970
Location: 7625 N LA CHOLLA BOULEVARD
TUCSON, AZ 85741
USA
Mailing Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (520)575-1980
Alt. Phone: (480)430-2675
Email: LIQUORLICENSE@AZLIC.COM

Mixed Cocktails To Go Privilege Leased to License 012070014221

Currently, this license has pending applications.

AGENT

Name: AMY S NATIONS
Gender: Female
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (480)730-2675
Alt. Phone:
Email: LIQUORLICENSE@AZLIC.COM

OWNER

Name: FAMOUS CRAFT CONCEPTS LLC
Contact Name: AMY S NATIONS
Type: LIMITED LIABILITY COMPANY
AZ CC File Number: 23342083 State of Incorporation: MN
Incorporation Date: 03/04/2022
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (480)730-2675
Alt. Phone:
Email: LIQUORLICENSE@AZLIC.COM

APR 14 22 PM 12:41 PC CLK OF BD

MM

Officers / Stockholders

Name:
BBQ HOLDINGS INC
WARREN MICHAEL CAIN

Title:
Member
06100068

% Interest:
100.00

FAMOUS CRAFT CONCEPTS LLC - 06100068

Name: WARREN MICHAEL CAIN
Gender: Male
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (520)954-4416
Alt. Phone:
Email: AZWARCAIN@GMAIL.COM

FAMOUS CRAFT CONCEPTS LLC - Member

Name: BBQ HOLDINGS INC
Contact Name: AMY S NATIONS
Type: CORPORATION
AZ CC File Number: State of Incorporation:
Incorporation Date:
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (480)730-2675
Alt. Phone:
Email: LIQUORLICENSE@AZLIC.COM

BBQ HOLDINGS INC - CEO

Name: JEFFREY JOSEPH CRIVELLO
Gender: Female
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (952)294-1300
Alt. Phone:
Email: SARAH.NAUMANN@BBQ-HOLDINGS.COM

BBQ HOLDINGS INC - OFFICER

Name: JASON DANIEL SCHANNO
Gender: Male
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (952)294-1300
Alt. Phone:
Email: SARAH.NAUMANN@BBQHOLDINGS.COM

BBQ HOLDINGS INC - OFFICER

Name: MICHAEL GEORGE MEDVED
Gender: Male
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (952)294-1300
Alt. Phone:
Email: SARAH.NAUMANN@BBQ-HOLDINGS.COM

APPLICATION INFORMATION

Application Number: 191103
Application Type: Owner Transfer
Created Date: 03/30/2022

QUESTIONS & ANSWERS

006 Bar

- 1) Are you applying for an Interim Permit (INP)?
Yes
A Document of type INTERIM PERMIT (INP) NOTARY PAGE is required.
- 4) Does the Business location address have a street address for a City or Town but is actually in the boundaries of another City, Town or Tribal Reservation?
Yes
If Yes, what City, Town or Tribal Reservation is this Business located in?
Pima County
- 8) Did the Premises phone number change?
No
- 10) Provide name, address, and distance of nearest school and church. (If less than one (1) mile note footage)
Marion Donaldson Elementary School 2040 W. Omar Drive Tucson, Arizona 85741 3,513 Feet
Ina Road Church of Christ 2425 W. Ina Road Tucson, Arizona 85741 3,278 Feet
- 11) Are you one of the following? Please indicate below.
Property Tenant
Sub-tenant
Property Owner
Property Purchaser
Property Management Company
Property Tenant
- 12) Is there a penalty if lease is not fulfilled?
Yes
What is the penalty?
Still owe lease term
- 13) What is the total money borrowed for the business not including the lease?
Please list lenders/people owed money for the business.
0
- 14) Is there a drive through window on the premises?
No
- 15) If there is a patio please indicate contiguous or non-contiguous within 30 feet.
Contiguous

- 16) Is your licensed premises now closed due to construction, renovation or redesign or rebuild?
No
- 23) Total Price paid for Series 6 Bar, Series 7 Beer & Wine Bar or Series 9 Liquor Store (license only)
\$90,000.00

DOCUMENTS

DOCUMENT TYPE	FILE NAME	UPLOADED DATE
INTERIM PERMIT (INP) NOTARY PAGE	Craft Republic Section 5.pdf	03/30/2022
BILL OF SALE	Craft Republic Section 9.pdf	03/30/2022
BILL OF SALE	Craft Republic Bill of Sale.pdf	03/30/2022
ORGANIZATIONAL DOCUMENTS	Craft Republic Flowchart.pdf	03/30/2022
DIAGRAM/FLOOR PLAN	Craft Republic Diagram.pdf	03/30/2022
QUESTIONNAIRE	Craft Republic Jeffrey Crivello.pdf	03/30/2022
QUESTIONNAIRE	Craft Republic Michael Medved.pdf	03/30/2022
QUESTIONNAIRE	Craft Republic Jason Schanno.pdf	03/30/2022
	4.4.22 Bill of Sale to Amy Nations AZ liquor license.pdf	04/04/2022
	Warren Cain Questionnaire.pdf	04/07/2022

State of Arizona
Department of Liquor Licenses and Control

Created 04/13/2022 @ 01:36:49 PM

Local Governing Body Report

LICENSE

Number:	INP100018283	Type:	INP INTERIM PERMIT
Name:	CRAFT REPUBLIC		
State:	Active		
Issue Date:	04/13/2022	Expiration Date:	07/27/2022
Original Issue Date:	04/13/2022		
Location:	7625 N LA CHOLLA BOULEVARD TUCSON, AZ 85741 USA		
Mailing Address:	PO BOX 2502 CHANDLER, AZ 85244 USA		
Phone:	(520)575-1980		
Alt. Phone:	(480)430-2675		
Email:	LIQUORLICENSE@AZLIC.COM		

AGENT

Name:	AMY S NATIONS
Gender:	Female
Correspondence Address:	PO BOX 2502 CHANDLER, AZ 85244 USA
Phone:	(480)730-2675
Alt. Phone:	
Email:	LIQUORLICENSE@AZLIC.COM

OWNER

Name:	FAMOUS CRAFT CONCEPTS LLC		
Contact Name:	AMY S NATIONS		
Type:	LIMITED LIABILITY COMPANY		
AZ CC File Number:	23342083	State of Incorporation:	MN
Incorporation Date:	03/04/2022		
Correspondence Address:	PO BOX 2502 CHANDLER, AZ 85244 USA		
Phone:	(480)730-2675		
Alt. Phone:			
Email:	LIQUORLICENSE@AZLIC.COM		

Officers / Stockholders

Name:
BBQ HOLDINGS INC
WARREN MICHAEL CAIN

Title:
Member
06100068

% Interest:
100.00

FAMOUS CRAFT CONCEPTS LLC - 06100068

Name: WARREN MICHAEL CAIN
Gender: Male
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (520)954-4416
Alt. Phone:
Email: AZWARCAIN@GMAIL.COM

FAMOUS CRAFT CONCEPTS LLC - Member

Name: BBQ HOLDINGS INC
Contact Name: AMY S NATIONS
Type: CORPORATION
AZ CC File Number: State of Incorporation:
Incorporation Date:
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (480)730-2675
Alt. Phone:
Email: LIQUORLICENSE@AZLIC.COM

BBQ HOLDINGS INC - CEO

Name: JEFFREY JOSEPH CRIVELLO
Gender: Female
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (952)294-1300
Alt. Phone:
Email: SARAH.NAUMANN@BBQ-HOLDINGS.COM

BBQ HOLDINGS INC - OFFICER

Name: JASON DANIEL SCHANNO
Gender: Male
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (952)294-1300
Alt. Phone:
Email: SARAH.NAUMANN@BBQHOLDINGS.COM

BBQ HOLDINGS INC - OFFICER

Name: MICHAEL GEORGE MEDVED
Gender: Male
Correspondence Address: PO BOX 2502
CHANDLER, AZ 85244
USA
Phone: (952)294-1300
Alt. Phone:
Email: SARAH.NAUMANN@BBQ-HOLDINGS.COM

APPLICATION INFORMATION

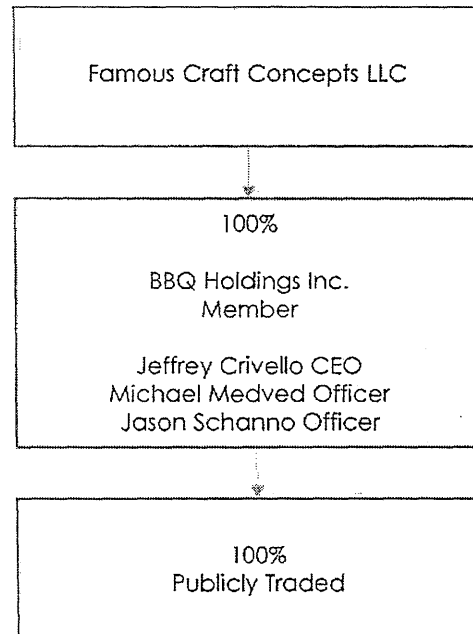
Application Number: 191108
Application Type: New Application
Created Date: 03/30/2022

QUESTIONS & ANSWERS

INP Interim Permit

- 1) Enter License Number currently at location
- 2) Is the license currently in use?
- 3) Will you please submit section 5, page 6, of the license application when you reach the upload page?

PROJECT NO.



22 APR 13 14:44 PM 157

22 APR 13 14.14 PM 157

STATE OF ARIZONA
DEPARTMENT OF LIQUOR LICENSES
AND CONTROL
ALCOHOLIC BEVERAGE LICENSE

BAR
License 06100068

Issue Date: 12/15/2021

Expiration Date: 9/30/2022

Issued To:

AMY S NATIONS, Agent
FUN EATS AND DRINKS LLC, Owner

Location:

CRAFT REPUBLIC
7625 N LA CHOLLA BOULEVARD
TUCSON, AZ 85741
USA



Mailing Address:

AMY S NATIONS
FUN EATS AND DRINKS LLC
CRAFT REPUBLIC
12730 HIGH BLUFF DRIVE
STE 250
SAN DIEGO, CA 92130
USA

EXP 9/30/2022

POST THIS LICENSE IN A CONSPICUOUS PLACE

SECTION 5 Interim Permit

If you intend to operate business while the application is pending, you will need an interim permit pursuant to A.R.S.§4-203.01. For approval of an interim permit:

- There **must** be a valid license of the same series issued to the current location you are applying for, **OR**
- A Hotel/Motel license is being replaced with a restaurant license pursuant to A.R.S.§4-203.01 (A)

1. Enter license number currently at the location: 06100068

2. Is the license currently in use? ☒ Yes ☐ No If no, how long has it been out of use? _____

NOTARY	
<p>I (Print Full Name) <u>Amy S. Nations</u> hereby declare that I am the Agent, Current Owner, or Controlling Person on the stated license and location.</p> <p>Signature: <u><i>[Signature]</i></u></p> <p>My Commission Expires on: <u>March 10th, 2024</u></p>	<p>State of <u>Arizona</u> County of <u>Maricopa</u></p> <p>The foregoing instrument was acknowledged before me this</p> <p><u>9th</u> Day of <u>March</u>, <u>2022</u></p> <p style="text-align: center;">Day Month Year</p> <p style="text-align: center;"><u><i>[Signature]</i></u></p> <p style="text-align: center;">Signature of Notary</p>

SECTION 6 Background Check

EACH PERSON LISTED MUST SUBMIT A QUESTIONNAIRE, FINGERPRINT CARD, AND \$22 PROCESSING FEE PER CARD.

1. If the applicant is an entity, and not an individual, answer questions 1a-b.

a) Date Incorporated/Organized: 3/02/2022 State where Incorporated/Organized: Minnesota

b) AZ Corporation or AZ L.L.C. File No: 23342083 Date authorized to do business in AZ: 3/04/2022

2. List any individual or entity that owns a beneficial interest of 10% or more and/or controls the applicant or licensee. If the applicant is owned by another entity, attach an organizational chart showing the ownership structure. Attach additional sheets as needed. Disclose all controlling persons and members, shareholders or general partners who own a beneficial interest of 10% or more of the applicant or licensee.

Last	First	Middle	Title	%Owned	Mailing Address	City	State	Zip
BBQ Holdings Inc.			Member	100%	12701 Whitewater Drive	Minnetonka, MN		55343

(Attach additional sheet if necessary)

SECTION 7 Probate, Receiver, Bankruptcy Trustee, Assignment, or Divorce Decree of an existing liquor license A.R.S.§4-204

EACH PERSON LISTED MUST SUBMIT A QUESTIONNAIRE, FINGERPRINT CARD, AND \$22 PROCESSING FEE PER CARD.

1. Current Licensee's Name: _____

(Exactly as it appears on the license) Last First Middle

2. Assignee's Name: _____

Last First Middle

3. License Number: _____

ATTACH A COPY OF THE DOCUMENT THAT SPECIFICALLY ASSIGNS THE LIQUOR LICENSE TO THE ASSIGNEE.

22 APR 13 14:14 PM 158

SECTION 8 Government (for Cities, Towns or Counties only)

1. Government Entity: _____

2. Person/Designee: _____
Last First Middle Daytime Contact Phone #

**SECTION 9 Person to Person Transfer ARS§4-203(C), (D), (G)
(Bar and Liquor Stores only – Series 06, 07, and 09)**

1. License #: _____ 06100068

2. Individual Owner/Agent Name: _____
Last First Middle

3. Ownership Name: _____
(Exactly as it appears on the license)

4. Current Business Name: _____
(Exactly as it appears on the license)

5. Business Location Address: _____
Street City State County Zip

6. Current Daytime Phone: _____ Primary Email Address: _____

7. Does current licensee intend to operate the business while this application is pending? ☐ Yes ☒ No

8. I, (Signature): _____ authorize the transfer of this license to the applicant.

NOTARY

I (Print Full Name) _____ Michael Richard Kelly hereby declare that I am the Individual Agent, Owner,
Or Controlling Person on the stated license and location.

Signature: _____ State of _____ County of _____
The foregoing instrument was acknowledged before me this

My Commission Expires on: _____
Date Day Month Year

Signature of Notary

**SECTION 10 Location Transfer- Current Licensee Information ARS§4-203(C), (D), (G)
(Bar and Liquor Stores only – Series 06, 07, and 09)**

1. Current Business: Name: _____ Fun Eats and Drinks, LLC Craft Republic
Address: _____ 12730 High Bluff Dr, Ste. 250, San Diego, CA 92130
(exactly as it appears on license)

2. New Business: Name: _____ Famous Craft Concepts, LLC
Address: _____

22 APR 13 147. Lic. #1158

CALIFORNIA ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of San Diego }

On 3.25.2022 before me, Ana Maria Stipica, Notary Public

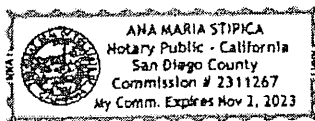
Date

Here Insert Name and Title of the Officer

personally appeared Michael Richard Kelly

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____

Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual

☐ Attorney in Fact

☐ Trustee

☐ Guardian or Conservator

☐ Other: _____

Signer is Representing: _____

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual

☐ Attorney in Fact

☐ Trustee

☐ Guardian or Conservator

☐ Other: _____

Signer is Representing: _____

BILL OF SALE

IN CONSIDERATION OF THE SUM OF:

Valuable consideration, receipt of which is hereby acknowledged, the SELLER:

Fun Eats and Drinks LLC a Wyoming Limited Liability Company

Hereby grants, bargains, sells, and transfers unto the BUYER, pursuant to that certain Asset Purchase Agreement dated March 11, 2022, by and between Fun Eats and Drinks, LLC and Famous Craft Concepts LLC

Famous Craft Concepts LLC a Minnesota Limited Liability Company ("BUYER")

to have and to hold forever, the following described personal property, goods, or chattels:

That certain State of Arizona Liquor License #06100068

DATED: April 11th, 2022

Fun Eats and Drinks LLC



Michael Kelly
Its: Manager

State of _____ County of _____

day of _____, 2022

see attached

Signature of NOTARY PUBLIC

AMENDMENT

BILL OF SALE

IN CONSIDERATION OF THE SUM OF:

Valuable consideration, receipt of which is hereby acknowledged, the SELLER:

Fun Eats and Drinks LLC a Wyoming Limited Liability Company

Hereby grants, bargains, sells, and transfers unto the BUYER, pursuant to that certain Asset Purchase Agreement dated March 11, 2022, by and between Fun Eats and Drinks, LLC and Famous Craft Concepts LLC

Famous Craft Concepts LLC a Minnesota Limited Liability Company ("BUYER")


to have and to hold forever, the following described personal property, goods, or chattels:

That certain State of Arizona Liquor License #06100068

DATED: April 4th, 2022

Fun Eats and Drinks LLC

AMENDMENT



Luke Koters
Authorized Signatory

State of _____ County of _____

day of _____ 2022

see attached

Signature of NOTARY PUBLIC

22 APR 13 14:41 Lic. AMB 834

CALIFORNIA ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of San Diego }

On 4/11/2022

Date

before me, Ana Maria Stipica, Notary Public

Here Insert Name and Title of the Officer

personally appeared Michael R. Kelly

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Signature]

Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer is Representing: _____

Signer's Name: _____

☐ Corporate Officer – Title(s): _____

☐ Partner – ☐ Limited ☐ General

☐ Individual ☐ Attorney in Fact

☐ Trustee ☐ Guardian or Conservator

☐ Other: _____

Signer is Representing: _____

CALIFORNIA ACKNOWLEDGMENT

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State of California

County of San Diego }

On 4/4/2022 before me, Ana Maria Stipica, Notary Publ
Date Here Insert Name and Title of the Officer

personally appeared Luke Koters
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Place Notary Seal and/or Stamp Above

Signature [Signature]
Signature of Notary Public

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- ☐ Corporate Officer – Title(s): _____
- ☐ Partner – ☐ Limited ☐ General
- ☐ Individual ☐ Attorney in Fact
- ☐ Trustee ☐ Guardian or Conservator
- ☐ Other: _____

Signer is Representing: _____

Signer's Name: _____

- ☐ Corporate Officer – Title(s): _____
- ☐ Partner – ☐ Limited ☐ General
- ☐ Individual ☐ Attorney in Fact
- ☐ Trustee ☐ Guardian or Conservator
- ☐ Other: _____

Signer is Representing: _____

BILL OF SALE

This BILL OF SALE (this "*Bill of Sale*") is executed and delivered as of March 10, 2022 by Fun Eats and Drinks, LLC, a Wyoming limited liability company ("*Seller*") to Famous Craft Concepts, LLC, a Minnesota limited liability company ("*Purchaser*").

RECITALS:

Seller and Purchaser have entered into that certain Asset Purchase Agreement dated as of March 11th, 2022 (the "*Purchase Agreement*"), pursuant to which Seller agreed to sell and transfer to Purchaser, and Purchaser agreed to purchase and acquire from Seller all of Seller's right, title and interest as of the Closing Date in and to the Purchased Assets, which are more fully described in Section 1.01 of the Purchase Agreement.

AGREEMENT:

NOW, THEREFORE, for good and valuable consideration specified in the Agreement, the receipt and sufficiency of which are hereby acknowledged, Seller and Purchaser do hereby agree as follows:

1. Recitals. The recitals set forth above is incorporated herein as part of this Bill of Sale.
2. Definitions. All capitalized terms used and not otherwise defined herein shall have the respective meanings set forth in the Purchase Agreement.
3. Transfer of Assets. Subject to the terms and conditions of the Purchase Agreement, Seller hereby sells, conveys, assigns, transfers and delivers to Purchaser, and its successors and assigns, forever, all of Seller's legal, beneficial, and other right, title and interest as of the Closing Date in and to the Purchased Assets, which are more fully described in the Purchase Agreement.
4. EXCEPT AS EXPRESSLY SET FORTH IN THE PURCHASE AGREEMENT, THIS CONVEYANCE OF THE PURCHASED ASSETS FROM SELLER TO PURCHASER IS MADE AND ACCEPTED "AS IS, WHERE IS," AND WITHOUT ANY WARRANTIES OF ANY KIND, EXPRESS OR IMPLIED, INCLUDING WITHOUT LIMITATION, THE IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR ANY PARTICULAR PURPOSE.
5. No Modification of the Agreement. This Bill of Sale is executed and delivered in performance of Seller's obligations under the Purchase Agreement, and is subject to the terms and conditions contained in therein without limiting or modifying the parties' respective rights and obligations thereunder.

6. Counterparts. This Bill of Sale may be executed in one or more counterparts, each of which shall be deemed an original but all of which together will constitute one and the same instrument.

7. Successors and Assigns. This Bill of Sale shall be binding upon Seller, and shall inure to the benefit of, and be enforceable by, Purchaser and its respective successors or assigns.

[Signatures on following page]

IN WITNESS WHEREOF, Seller and Purchase have executed this Bill of Sale as of the date first above written.

SELLER:

FUN EATS AND DRINKS, LLC, a Wyoming limited liability company

By: 

Name: Michael R. Kelly

Title: Manager

PURCHASER:

FAMOUS CRAFT CONCEPTS, LLC, a Minnesota limited liability company

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, Seller and Purchase have executed this Bill of Sale as of the date first above written.

SELLER:

FUN EATS AND DRINKS, LLC, a Wyoming limited liability company

By: _____

Name: _____

Title: _____

PURCHASER:

FAMOUS CRAFT CONCEPTS, LLC, a Minnesota limited liability company

By:  _____
DABA888FE9341E...

Name: jeff crivello _____

Title: CEO _____