Print Form

ARIZONA DEPARTMENT OF LIQUOR LICENSES & CONTROL

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

NOTIFICATION TO LOCAL GOVERNING BODY

AGENT CHANGE ☐

ACQUISITION OF CONTROL AND AGENT CHANGE ☐

ACQUISITION OF CONTROL ☒

Liquor License No. 04133005 Application accepted by Ariel Morin

A.R.S. § 4-203.F

If a person other than those persons originally licensed acquires control over a license or licensee, the person shall file notice of the acquisition with the Director within fifteen business days after such acquisition of control and a list of officers, directors or other controlling persons on a form prescribed by the Director. All officers, directors or other controlling persons shall meet the qualifications for licensure as prescribed by this title. On request, the director shall conduct a preinvestigation prior to the assignment, sale or transfer of control of a license or licensee, the reasonable costs of which, not to exceed one thousand dollars, shall be borne by the applicant. The preinvestigation shall determine whether the qualifications for licensure as prescribed by this title are met. On receipt of notice of an acquisition of control or request of a preinvestigation, the Director shall forward the notice within fifteen days to the local governing body of the city or town, if the licensed premises is in an incorporated area, or the county, if the licensed premises is in an unincorporated area. **The Local Governing Body of the city, town or county may protest the acquisition of control within sixty days based on the capability, reliability and qualification of the person acquiring control. If the Director does not receive any protests, the Director may protest the acquisition of control or approve the acquisition of control based on the capability, reliability and qualification of the person acquiring control.** Any protest shall be set for a hearing before the Board. Any transfer shall be approved or disapproved within one hundred five days of the filing of the notice of acquisition and control. The person who has acquired control of a license or licensee has the burden of an original application at the hearing, and the board shall make its determination pursuant to section 4-202 and this section with respect to capability, reliability and qualification.

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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)

1. Name (INDIVIDUAL OR EXISTING AGENT (if no agent change) OR NEW AGENT OR CORPORATE OFFICER OR L.L.C. CONTROLLING MEMBER)
   Delgado (Last) Robert (First) Michael (Middle) 04133005 (Liquor License #)
2. ☒ Corporation ☐ L.L.C. ☐ N/A: Hensley & Company (Exactly as it appears on Articles of Inc. or Articles of Org.) Corp. File #: 0080609-1
3. Business Name: Hensley & Company (Exactly as it appears on license)
4. Business Address: 10201 E. Valley Road (Do not use P.O. Box Number) Prescott Valley (City) Yavapai (COUNTY) 86314 (Zip)
5. Is the business located within the incorporated limits of the above city or town? ☒Yes ☐No
6. Mailing Address: 4201 N. 45th Avenue, C/O Omar Perez Phoenix (City) AZ (State) 85031 (Zip)
7. Business Phone: (602) 264-1635 Residence Phone: (602) 264-1635
8. 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.
9. Has there been any change of officers? ☐YES ☒NO ☐N/A If yes, submit a certified copy of minutes.

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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.

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

Last	First	Middle	Title	Residence Address	City State Zip
McCain	Cindy	H.	Chairman	2211 E. Camelback Road, #1105	Phoenix, AZ 85016
Delgado	Robert	M.	President	3034 E. Ocotillo Road	Phoenix, AZ 85016
Holtrup	Thomas	R.	Vice-Pres.	7539 W. Villa Theresa Dr.	Glendale, AZ 85308

(ATTACH ADDITIONAL SHEET(S) IF NECESSARY)

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

Last	First	Middle	% Owned	Residence Address	City State Zip
See Attached Schedule					

(ATTACH ADDITIONAL SHEET(S) IF NECESSARY)

Disabled individuals requiring special accommodations please call the Department

Date Received 9/26/13
CSR

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: _____ Date of last renewal: _____

2. Current Licensee or Agent: _____
   (Exactly as it appears on license) Last First Middle

I, _____, hereby consent to the agent appointment named herein and
(Print full name)
agree to immediately assign a new agent in the event of the death, resignation, or discharge of this agent. I also understand that if the background report shows that I, the corporation, or any officer, director, member, or stockholder have been convicted of a felony in the past five (5) years, I will immediately surrender the license to the Arizona Department of Liquor Licenses and Control and hereby waive all rights to appeal such action.

X_____
(Signature of INDIVIDUAL/ CORPORATE/CLUB OFFICER/MEMBER)

State of _____ County of _____
The foregoing instrument was acknowledged before me this
_____ day of _____, _____
Day Month Year

My commission expires on: _____

_____
(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:

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

Type of new ownership:

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

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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 Michael Delgado, 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_____
(Signature of INDIVIDUAL OR AGENT)

State of Arizona County of Maricopa
The foregoing instrument was acknowledged before me this
25 day of September, 2013
Day Month Year

My commission expires on: NOV. 22, 2013

Ellyn Burczyk
(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)

OFFICIAL SEAL
ELLYN BURCZYK
Notary Public - State of Arizona
MARICOPA COUNTY
My Comm. Expires Nov. 22, 2013

ARIZONA DEPARTMENT OF LIQUOR LICENSE AND CONTROL
APPLICATION FOR LIQUOR LICENSE
HENSLEY & COMPANY
SECTION 7, NUMBER 7 - SCHEDULE OF STOCKHOLDERS

Stockholders (Effective January 1, 2013)		
DESCRIPTION	% Owned	MAILING ADDRESS
CINDY HENSLEY MCCAIN FAMILY TRUST, DATED 11/9/1988	28.66%	2211 E. Camelback Road, #1105, Phoenix, AZ 85016
TRUSTEE: Cindy H. McCain		
MEGHAN MARGUERITE MCCAIN IRREVOCABLE TRUST, DATED 7/1/1989	10.61%	2211 E. Camelback Road, #1105, Phoenix, AZ 85016
TRUSTEE: Cindy H. McCain		
JOHN SIDNEY MCCAIN IV IRREVOCABLE TRUST, DATED 7/1/1989	10.61%	2211 E. Camelback Road, #1105, Phoenix, AZ 85016
TRUSTEE: Cindy H. McCain		
JAMES HENSLEY MCCAIN IRREVOCABLE TRUST, DATED 7/1/1989	10.61%	2211 E. Camelback Road, #1105, Phoenix, AZ 85016
TRUSTEE: Cindy H. McCain		
BRIDGET LEELA MCCAIN IRREVOCABLE TRUST, DATED 1/1/1996	4.64%	2211 E. Camelback Road, #1105, Phoenix, AZ 85016
TRUSTEE: Cindy H. McCain		
DELGADO FAMILY TRUST, DATED 2/11/1994	17.77%	3034 E. Ocotillo Road, Phoenix, AZ 85016
TRUSTEE: Robert & Denise Delgado		
DELGADO 2007 IRREVOCABLE TRUST, DATED 10/22/2007	9.85%	3034 E. Ocotillo Road, Phoenix, AZ 85016
TRUSTEE: WILLIAM J. HODGES, JR		
ANDREW MCCAIN FAMILY TRUST, DATED 3/25/1999	7.25%	321 W. Rose Lane, Phoenix, AZ 85013
TRUSTEE: Andrew & Lucy McCain		
TOTAL	100.00%	

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Applicants Initials

OFFICER'S CERTIFICATE
HENSLEY & COMPANY

The undersigned, being the duly elected, qualified and acting Secretary of Hensley & Company, an Arizona corporation (the "Corporation"), hereby certifies that as a result of certain transfers that occurred effective December 31, 2012, the following is a list of the shareholders of the Corporation that currently own 10% or more of the issued and outstanding shares of the Corporation's stock:

Cindy Hensley McCain, Trustee of the Cindy Hensley McCain Family Trust dated November 9, 1988, as amended

Cindy Hensley McCain, Special Trustee of the Meghan Marguerite McCain Irrevocable Trust dated July 1, 1989

Cindy Hensley McCain, Special Trustee of the John Sidney McCain IV Irrevocable Trust dated July 1, 1989

Cindy Hensley McCain, Special Trustee of the James Hensley McCain Irrevocable Trust dated July 1, 1989

Robert M. Delgado and Denise M. Delgado, Trustees of the Delgado Family Trust dated February 11, 1994

IN WITNESS WHEREOF, the undersigned Secretary of Hensley & Company has hereunder set his hand this 25th day of September, 2013.

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Thomas Holtrup, Secretary

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