

APPLICATION FOR APPROVAL OF CORPORATE CHANGE

USE THIS FORM for changes in the corporate set up caused by:

1. Appointment of new officer(s)/director(s)/LLC manager(s)/trustee(s)
2. New stockholder(s), changes in stock-holdings, or new LLC members
3. The removal of officer(s)/director(s)/member(s)/stockholder(s)/trustee(s)
4. Death of officer(s)/director(s)/member(s)/stockholder(s)/trustee(s)

DO NOT USE THIS FORM:

1. As an application to appoint a new ABC Officer. (ABC Officer Application)
2. As an application to change from a Partnership to a Corporation/LLC ; from a Corporation/LLC to a Partnership; from a Corporation to an LLC; or from an LLC to a Corporation (New Application)
3. As an application to reflect the death of a Licensee (*sole proprietor or partner*). (Endorsement Application)
4. As an application to reflect court appointments of representative. (Endorsement Application)
5. As an application to reflect the dissolution of Partnership or Addition of Partner. (Endorsement Application)
6. As an application to reflect name changes due to Marriage or Divorce. (Endorsement Application)
7. As an application to change from a Sole Proprietorship to a Corporation/LLC. (Endorsement Application)

The application for Approval of Corporate Change must be completed and accompanied by the appropriate documentation as listed in the instructions portion below as well as a check or money order in the amount of **\$128, payable to the New York State Liquor Authority**.

(The Law does not provide for any refund of corporate change fees.)

Mail application to: New York State Liquor Authority, PO Box 782772, Philadelphia, PA 19178-2772.

INSTRUCTIONS:

- 1) Submit a check or money order to the New York State Liquor Authority in the amount of **\$128.00**
- 2) Complete ALL sections of the application and follow all instructions within the application.
- 3) In Section D, read the contents thoroughly; both the currently authorized principal and the proposed authorized principal must sign and date this section.

Note: If a company or corporation has more than 10 people with an ownership interest, then all officers; all directors; all LLC managers; and the stockholders/LLC members with a 10% or greater owner interest must be listed as principals on the license. All other owners with less than 10% interest must be disclosed in a list which includes their names, addresses, and percentage of ownership. Provide a written affirmation that all of the owners with less than 10% interest are eligible to hold a liquor license and none have statutory disqualifications that would bar them from being licensed. **Not-For-Profit Corporations** must list all principal officers and any director/trustee who is compensated on the license. Trustees/Directors who are not compensated do not need to submit personal questionnaires or fingerprints. However the applicant must submit a list with the name and address of each such individual along with a statement that each such individual is eligible to hold a license.

ALL Corporate Change applications must be accompanied by the following applicable documentation:

- 1) Transfer Agreement or Contract of sale for all changes in stock-holdings or ownership.
- 2) Corporate Minutes, LLC Operating Agreements, resignation letters, or other documentation showing the appointment, removal, or change of any officer, director, trustee, or LLC Manager.
- 3) If there was a Death of a principal submit a copy of the Death Certificate, any Letters of Testamentary/Administration, and a Last Will & Testament, if available.
- 4) A Personal Questionnaire must be submitted for each new person who is to be an officer, director, stockholder, LLC Member, LLC Manager, or trustee as well as proof of citizenship, photo identification, a recent original color photo, and fingerprints. (See the bottom of page 2 for additional fingerprint instructions; Forms are available on our website: www.sla.ny.gov)
- 5) Completed Applicant's Statement for each new principal.
- 6) Financial Documents showing the source of funds used in all ownership transfers as stated in Form 180-021B.
- 7) Complete a Holding Corporation Stipulation if any owner is a holding company or holding corporation.
- 8) Complete a Trust Stipulation if any owner is a Trust.
- 9) Standardized notice form for providing 30-day advanced notice to a Community Board within the City of New York *

*Section 110-b states that all on premise licensees located within the City of New York must notify the local community board of their intent to file an application for substantial corporate change. The standardized form must be sent via: certified mail, return receipt requested; by overnight delivery with proof of mailing; or personal service upon the offices of the community board **not less than thirty days before filing** this application.. *'Substantial corporate change'* means a change in **1)** eighty percent (80%) or more of the license principals or **2)** an existing stockholder or member obtaining a cumulative of eighty percent (80%) or more ownership interest in said company.

APPLICATION FOR APPROVAL OF CORPORATE CHANGE

This form is to be used by a corporate licensee to apply for permission to make a corporate change involving (1) change of officers or directors, LLC Members, etc., or (2) where there are fewer than 10 stockholders, any change in stock-holdings, or (3) where there are 10 or more stockholders, any change involving 10% or more of the stock or any change in stock-holdings which would increase the holdings of any one stockholder to 10% or more of the stock.

Such change cannot become effective under the Alcoholic Beverage Control Law until permission has been granted by the State Liquor Authority. Therefore, it is recommended that any change be made conditional upon approval by the State Liquor Authority.

Section A

Serial Number County Telephone #

Full Name of Licensee as listed on the License

Trade Name (DBA) as listed on the License Certificate

Complete Address of Licensed Premises including Zip

Post Office/Mailing Address, if different than premises

FEIN# Business Website

Business Email Address (required)

Name of Contact Attorney Representative Contact

Office Address

City State Zip Code

Telephone Number of Office (Include Area Code)

E-mail Address (if available)

Submit a completed Notice of Appearance

Section B

Change Requested: Check all that apply

- New stockholding(s)/stockholder(s). The removal of officer(s)/director(s)/member(s).
- Appointment of new officer(s)/director(s)/member(s). Death of officer(s)/director(s)/member(s)/stockholder(s).

1. How was the interest acquired in the Corporation/LLC?

2. Are there any other licenses held in New York under this corporation/LLC? If yes, list all serial numbers.

Part 1. Current Approved Corporate Set-Up

List below the names of all LLC members/managers, officers, directors and individual stockholders, that are *currently licensed* to hold an interest in the subject license, *attach additional sheets if necessary*.

Name	Current Title(s)	Current % of Interest	Current Number of Shares

Part 2. Proposed Corporate Set-Up

List below the names of all LLC members/managers, officers, directors and individual stockholders, who will have an interest in the subject license upon approval of this corporate change. You must account for 100% of the ownership. *Attach additional sheets if necessary*.

Name	Proposed Title(s)	Proposed % of Interest	Proposed # of Shares	Check if New
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>

All parties listed in Part 2 and are NEW to the corporation/LLC must complete a Personal Questionnaire as well as submit an original color photo, photo ID and proof of citizenship for themselves. The forms are available for download on our web site at: www.sla.ny.gov

ALL NEW APPLICANT PRINCIPALS WILL BE REQUIRED TO BE FINGERPRINTED ELECTRONICALLY

NOTE: Persons CURRENTLY licensed by the State Liquor Authority do not have to be fingerprinted. Each applicant principal that is required to be fingerprinted will be instructed to do so on the application Filing Receipt once the application is received by the Authority. Fingerprinting instructions are available on the Filing Receipt or on our website, www.sla.ny.gov.

Section D

The licensee represents that there have been no changes other than those set forth herein, in any of the facts required to be set forth in the application for license, and agrees that any application filed by it or by any of its officers, directors or stockholders, for any license or permit under the Alcoholic Beverage Control Law, and the occupation record submitted herewith, shall be deemed and made a part hereof and considered by the Authority in acting upon this Application for Approval of Corporate Change.

I/We, the Applicant(s) also certify that all papers filed in support of this application or any application filed under the Alcoholic Beverage Control Law by any person having an interest, direct or indirect, either in the business to be licensed or any license or permit shall be deemed a part hereof and considered by the State Liquor Authority in acting upon this application.

I/We understand that the information I/we submit will be relied on by the State Liquor Authority in acting on this application. I/we understand that any false statements or misrepresentations shall constitute sufficient cause for the disapproval of the applications and/or revocation, cancellation or non-renewal of any license which is issued or affected as a result of such application.

I/We verify that all of the above statements are true. If any of the above information changes prior to receipt of the license or approval of the corporate change, I/we will notify the Authority by registered or certified mail within 48 hours. If any changes occur after the issuance of the license or approval applied for, I/we understand that failure to give the required notice may constitute a violation of Section 110 of the Alcoholic Beverage Control Law and/or Rule 36.1(j) of the State Liquor Authority and will result in proceedings to revoke, cancel or suspend such license.

I/We, the Applicant(s) certify that there are no financial transactions involved concerning the license applied for EXCEPT as described herein.

I/We acknowledge that the licensed premises is bound by the Method of Operation previously approved by the New York State Liquor Authority.

(Print Name)

certifies that he is

(Title)

of the above named licensee; that he knows the contents of the above application and the statements and answers therein; that the same are true of his own knowledge that he has been authorized by order of the Board of Directors of said licensee to make the statements and answers therein in behalf of said licensee with the same force and effort as if said licensee made such statements and answers itself.

Dated

(Signature of Currently Authorized Officer)

(Print Name)

certifies that he is to be

(Title)

of the above named licensee; that he knows the contents of the above application and the statements and answers therein; that the same are true of his own knowledge.

Dated

(Signature of Proposed Authorized Officer)

OFFICE USE ONLY:

Approved or Disapproved

License Board Member

Dated

**STATEMENT OF FINANCES
FOR CORPORATE CHANGE**

State the total amount of money you are investing in the Purchase of the Stock.

TOTAL DOLLAR AMOUNT FOR STOCK. INTEREST PURCHASE	\$	<input style="width: 95%;" type="text"/>
MISCELLANEOUS EXPENSES	\$	<input style="width: 95%;" type="text"/>
TOTAL INVESTMENT	\$	<input style="width: 95%;" type="text"/>

BREAKDOWN OF TOTAL FOR PURCHASE OF STOCK

Total Cash	\$	<input style="width: 95%;" type="text"/>
Total Deferred	\$	<input style="width: 95%;" type="text"/>

Explain Cash:

Explain Deferred:

REAL PROPERTY PURCHASE IF APPLICABLE

Total Cash	\$	<input style="width: 95%;" type="text"/>
Total Deferred	\$	<input style="width: 95%;" type="text"/>

Explain Cash:

Explain Deferred:

NOTE: For the purpose of this form, CASH is defined as money that you have in your possession that you don't have to pay back and is verifiable (example: stocks, bonds, CD's, savings accounts, etc.).

For the purpose of this form, DEFERRED is defined as money that you have to pay back at some point in time (example: loan, mortgage, line of credit, credit card, note, etc.).

1. Set forth the source of funds for this investment (accounts, loans, gifts, asset sales, etc.) and enter account numbers. (Provide documentation)
2. Set forth all repayment terms for any deferred monies. (Provide documentation)
3. Lease agreement if required.

APPLICANT'S STATEMENT

I, [print name] _____

(the sole proprietor , partner , corporate principal or LLC/LLP member)
 understand that the State Liquor Authority will rely on each and every answer in the application and accompanying documents in reaching its determination and state, under penalty of perjury, that all statements and representations therein are true to the best of my knowledge and belief; and

I state that the location and description of the premises to be licensed does not violate any requirement of the ABC law or other state or local ordinances; and

I understand that if any change occurs in the information provided to the Authority in the application, the licensee must notify the Authority by certified mail within 48 hours and if any change occurs after receipt of the license, the licensee must notify the Authority by certified mail within 10 days. I understand that failure to give such notice may result in disapproval of the application or revocation or non-renewal of any license for which this application is submitted; and

I understand that the licensee will be bound by the statements and representations made in the application, including, but not limited to the licensee's method of operation and the identity of persons with an ownership or financial interest in the licensed premises; and that all statements and representations made become conditions of the license; and

I understand that any physical alterations to, or changes to the size of the area used for the sale and consumption of alcoholic beverages, must be reported to the Authority and may require the approval of the Authority; and

I understand that the licensee must keep the Authority advised of any change in the mailing addresses of the licensee, the licensee's principals, and the licensee's landlord.

I understand that the licensee's failure to operate the licensed premises in accordance with the statements and representations made in the application may result in revocation of any license for which the application was submitted; and

I understand that any false statement or misrepresentation will constitute cause for disapproval of the application or revocation or non-renewal of any license for which this application is submitted.

 Signature

 Date