

**In the Matter of the Class A On-Sale
Liquor License for Heaven & Earth, Inc.,
d/b/a The Quest Nightclub,
110 North Fifth Street
Minneapolis, MN**

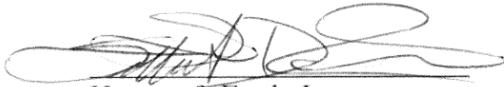
LIQUOR LICENSE RENEWAL CONDITIONS

1. On or before 1:00 p.m. on October 17, 2005 the licensee shall deliver to the Minneapolis Licenses Division in Room 1 of City Hall full payment of the first installment of \$10,000 which is currently past due and owing in accord with the terms of the "ADDENDUM TO STIPULATION & RECOMMENDATIONS" executed August 9, 2005.
2. Said payment shall be made out to the "City of Minneapolis Safe Zone". In the event that this payment is not made in full in compliance with the terms of these conditions, the licensee agrees to voluntarily surrender its liquor license effective 1:01 p.m. October 17, 2005.
3. On or before 1:00 p.m. on December 15, 2005 the licensee shall deliver to the Minneapolis Licenses Division in Room 1 of City Hall full payment of the second installment of \$10,000 as referenced in the "ADDENDUM TO STIPULATION & RECOMMENDATIONS" executed August 9, 2005.
4. Said payment shall be made out to the "City of Minneapolis Safe Zone". In the event that this payment is not made in full in compliance with the terms of these conditions, the licensee agrees to voluntarily surrender its liquor license effective 1:01 p.m. December 15, 2005.
5. On or before 1:00 p.m. on January 31, 2006 the licensee shall deliver to the Minneapolis Licenses Division in Room 1 of City Hall full payment of the third installment of \$10,000 as referenced in the "ADDENDUM TO STIPULATION & RECOMMENDATIONS" executed August 9, 2005, as well as full payment of any fines and costs ordered payable in satisfaction of any Order issued in the matter of two administrative citations appealed and heard on October 11, 2005.
6. Said \$10,000 payment shall be made out to the "City of Minneapolis Safe Zone" while any payment due in relation to the administrative citation appeal shall be separately payable to the "City of Minneapolis". In the event that these payments are not made in full in compliance with the terms of these conditions, the licensee agrees to voluntarily surrender its liquor license effective 1:01 p.m. January 31, 2006.
7. Shall the licensee fail to meet any of the above payment conditions and be required to surrender its liquor license, the licensee agrees that any sales of

alcoholic beverages taking place after the time required for such surrender shall be deemed to be unlicensed sales of alcohol in violation of City ordinance and state statute.

8. The licensee shall serve a five-day license suspension. The days of the suspension shall be dictated by City of Minneapolis staff, who shall take into account and attempt to avoid scheduling conflicts with pre-scheduled events at The Quest. No more than two of the days served as a suspension shall be consecutive and no suspension day shall fall on the same day of the week as any other suspension day. The City of Minneapolis will attempt to dictate the days of suspension without attempting to imbue an unreasonable financial hardship upon the licensee but the City retains final authority over which days shall be served for the suspension. The City shall provide the licensee with notice of suspended days at least 30 days prior to their imposition. The City may impose the suspension days at any point prior to July 31, 2006.
9. The licensee shall continue to be bound by the terms of the "ADDENDUM TO STIPULATION & RECOMMENDATIONS" executed August 9, 2005 which references the "STIPULATION AND RECOMMENDATIONS" executed December 23, 2004.
10. Any ordinance, code, statutory, regulatory or other legal violations that might take place by the licensee after execution of these conditions or which are discovered after such execution may be enforced by the City of Minneapolis without restriction and such enforcement may be in addition to any sanctions referenced in these conditions.

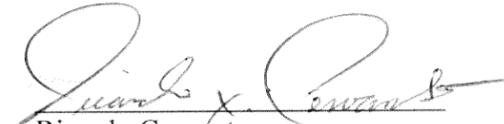
AGREED TO:



Heaven & Earth, Inc.

Its: President

Dated: Nov 5, 2005



Ricardo Cervantes

Deputy Director of Licenses

Dated: Nov 28, 2005

AGREED TO:

LT Robert Skomra

Lt. Robert Skomra
Commander – License Investigations Division

Dated: 11-28-05, 2005