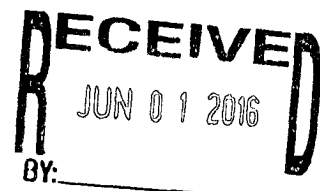


**ILLINOIS INDEPENDENT TAX TRIBUNAL**

PAUL M. CALDERONE, )  
 )  
 Petitioner, )  
 )  
 v. )  
 )  
 ILLINOIS DEPARTMENT OF REVENUE, )  
 )  
 Respondent. )

Docket No. *16T11K*



**PETITION**

PAUL M. CALDERONE (the "Petitioner") hereby petitions the Illinois Independent Tax Tribunal to review and reverse and/or modify the Notice of Penalty Liability (Collection Action, Assessment and Notice of Intent) issued by the Illinois Department of Revenue (the "Respondent") in the Department's Notice, dated March 31, 2016 (the "Notice"), and, as the basis of the Petitioner's case, the Petitioner hereby alleges as follows:

**INTRODUCTION**

1. The Notice provides that the Department has determined the Petitioner is personally liable for the penalty imposed under Section 3-7 of the Illinois Uniform Penalty and Interest Act (35 ILCS 735/3-7), and has assessed a penalty against the Petitioner in the amount of \$477,065.08 for the monthly taxable periods ending June 30, 2009, December 31, 2009, June 30, 2012, and the seven consecutive monthly taxable periods ending April 30, 2015 through October 31, 2015, inclusive. A copy of the Notice is attached hereto and marked as Exhibit A. A list of the aforementioned ten monthly taxable periods at issue in this case also appears on the second page of the attached Notice (the "Notice Periods"). The Illinois Uniform Penalty and Interest Act (35 ILCS 735/3-1, et. seq.) is

hereinafter referred to and cited as the "IUPIA."

2. The Petitioner is an individual who resides at 214 S. Maple Lane, Prospect Heights, Illinois 60070-2536. The Petitioner's telephone number is (847) 712-3434. The NPL Penalty ID referenced in the Notice is 2520361.

3. The taxpayer-corporation whose liability to the Department for additional sales taxes (and penalty and interest thereon) is the basis for the Department's assessment against the Petitioner under Section 3-7 of the IUPIA is LAWREL LIQUORS, INC., an Illinois corporation ("Lawrel"). Lawrel formerly operated a bar and liquor store located at 4471 W. Lawrence Avenue, in Chicago, Illinois. Lawrel, which no longer conducts any business operations, is presently insolvent and has been involuntarily dissolved by the Office of the Illinois Secretary of State. Lawrel's federal employer identification number is 36-4283938 and Lawrel's Illinois taxpayer account number is 3001-7785.

4. The additional sales taxes (and penalty and interest thereon) assessed against Lawrel that are the basis for the Department's Penalty assessment against the Petitioner were determined by the Department after it conducted an audit of the Illinois Sales and Use Tax Returns (Illinois Department of Revenue Form ST-1) filed by Lawrel for the Notice Periods (individually referred to as "Sales Tax Return" and collectively referred to as "Sales Tax Returns").

#### **BACKGROUND AND RELEVANT FACTS**

5. Lawrel was incorporated on March 3, 1998, but did not formally commence operating the aforementioned bar and liquor store until on or about October 1, 2000.

6. During the Notice Periods: (a) the two Shareholders of Lawrel were Michael Calderone, of Grayslake, Illinois ("Michael"), who owned 75% of Lawrel's issued and outstanding

capital stock, and the Petitioner, who owned 25% of Lawrel's issued and outstanding capital stock; (b) the two Directors of Lawrel were Michael and the Petitioner; (c) the Officers of Lawrel were Michael, who served as President, and the Petitioner, who served as Secretary; and (d) Michael served as Lawrel's Registered Agent (both during the Notice Periods and since the date of incorporation).

7. A complete copy of Lawrel's Corporate Record Book, containing the Certificate and Articles of Incorporation, the By-Laws, the Stock Certificates, the Minutes of the Initial Meetings of Shareholders and Directors (dated March 3, 1998), and the Minutes of the Annual Meetings of Shareholders and Directors (dated March 4, 1999), is attached hereto and marked as Exhibit B. No Minutes of the Annual Meetings of Shareholders and Directors were found to exist subsequent to the Minutes of the Annual Meetings of Shareholders and Directors, dated March 4, 1999, because the Shareholders and the Directors of Lawrel did not hold any such meetings after that date.

8. A complete copy of the Domestic Corporation Annual Report ("Corporation Annual Report") filed by Lawrel with the Office of the Illinois Secretary of State for each of the years 2001 through 2016, inclusive, is attached hereto and marked as Exhibit C. Each Corporation Annual Report indicates that Michael was the President of Lawrel and the Petitioner was the Secretary of Lawrel. The Office of the Illinois Secretary of State rejected Lawrel's filing of the 2016 Corporation Annual Report due to the Respondent's assessment of additional sales taxes (and penalty and interest thereon) against Lawrel.

9. A copy of the Illinois Department of Revenue Form EFT-1, Authorization Agreement for Certain Electronic Payments, which Lawrel filed with the Respondent by facsimile on November 30, 2011 (the "Authorization Agreement"), is attached hereto and marked as Exhibit D. In Step 3 of

the Authorization Agreement, Michael is listed as the "Designated Agent or Contact Person." The Instructions for the Authorization Agreement (see page 2 of the Form EFT-1) provide that a "Designated Agent or Contact Person" is the person who "will be transferring payments" or "the person who will be initiating and making the payment transfer."

10. During the Notice Periods, Michael, in his capacity as President of Lawrel, regularly performed the following duties: (a) he ran the day-to-day operations of the business; (b) he was an authorized signer on Lawrel's checking account and paid all of Lawrel's bills and expenses; (c) he signed and filed all Sales Tax Returns and signed all Lawrel checks remitted to the Respondent in payment of Lawrel's sales tax liabilities; (d) he signed and filed all federal and Illinois payroll tax returns and signed all Lawrel checks remitted to the Internal Revenue Service and the Respondent in payment of Lawrel's federal and Illinois payroll tax liabilities; and (e) he signed and filed all federal and Illinois income tax returns and signed all Lawrel checks remitted to the Internal Revenue Service and the Respondent in payment of Lawrel's federal and Illinois income tax liabilities.

11. The following facts describe the Petitioner's relationship with Lawrel both during the Notice Periods and since Lawrel's date of incorporation: (a) the Petitioner performed no management functions for Lawrel and had no duties related to the day-to-day operations of Lawrel's business; (b) the Petitioner was not *at any time* an authorized signer on Lawrel's checking account and, in fact, he never signed a check drawn on any checking account of Lawrel; (c) the Petitioner never paid any of Lawrel's bills or expenses; (d) the Petitioner never signed or filed any of Lawrel's Sales Tax Returns and never prepared or signed any Lawrel checks remitted to the Respondent in payment of Lawrel's sales tax liabilities; (e) the Petitioner never signed or filed any of Lawrel's federal or Illinois payroll tax returns and never prepared or signed any Lawrel checks remitted to the Internal Revenue Service

or the Respondent in payment of Lawrel's federal or Illinois payroll tax liabilities; (f) the Petitioner never signed or filed any of Lawrel's federal or Illinois income tax returns and never prepared or signed any Lawrel checks remitted to the Internal Revenue Service or the Respondent in payment of Lawrel's federal or Illinois income tax liabilities; (g) the Petitioner's employment relationship with Lawrel was limited to working approximately one-half day (or about six hours) per week, mainly performing clerical duties, such as unloading delivery trucks, stocking store shelves, and other similar tasks (Lawrel paid the Petitioner a modest hourly rate for such services and reported such income payments to the Petitioner on Internal Revenue Service Form W-2); (h) as Secretary of Lawrel, the Petitioner had no authority to pay any of Lawrel's bills or expenses or to sign or file any of Lawrel's Sales Tax Returns or to pay any of Lawrel's sales tax liabilities (see Article IV, Section 7 of Lawrel's By-Laws, attached hereto and marked as Exhibit B); and (i) due to his limited role in the business activities of Lawrel, the Petitioner never discussed Lawrel's financial condition or tax filing and payment status with either Michael or Lawrel's Accountant.

12. According to the Affidavit in Support of Petition filed by Paul M. Calderon in the Illinois Independent Tax Tribunal (the "Accountant's Affidavit"), executed by Anthony F. Angelico, Lawrel's Independent Accountant ("Lawrel's Accountant"), which is attached hereto and marked as Exhibit E, Lawrel's Accountant dealt only with Michael in connection with the preparation and filing of Lawrel's sales, payroll, and income tax returns. According to the Accountant's Affidavit, this is true not only during the Notice Periods, but also since Lawrel's commencement of business operations on October 1, 2000.

#### **APPLICABLE LAW**

13. Section 3-7 of the IUPIA provides, in pertinent part, as follows:

Any officer or employee of any taxpayer subject to the provisions of a tax Act administered by the Department who has the control, supervision or responsibility of filing returns and making payment of the amount of any trust tax imposed in accordance with that Act and who wilfully fails to file the return or make the payment to the Department or wilfully attempts in any other manner to evade or defeat the tax shall be personally liable for a penalty equal to the total amount of tax unpaid by the taxpayer including interest and penalties thereon.

35 ILCS 735/3-7(a).

14. Liability under Section 3-7(a) of the IUPIA is "derivative in nature" and arises "[o]nly where the corporation has incurred retailers' occupation tax liability and is unable to pay such amounts to the Department of Revenue ... ." *McLean v. Dept. of Revenue*, 326 Ill. App. 3d 667, 673-74 (1st Dist. 2001). "Personal liability ... which survives dissolution of the corporation, may be imposed only upon corporate officers or employees who are responsible for the filing of retailers' occupation tax returns and payment of taxes due, and who have 'wilfully' failed to file such returns or remit such taxes." *Id.* at 674. Issuance of the Notice of Penalty Liability by the Respondent creates a rebuttable presumption that the person named in such Notice of Penalty Liability is a "responsible person" who "wilfully failed to pay the amount of taxes due." IUPIA Sec. 3-7(a); *Branson v. Dept. of Revenue*, 168 Ill. 2d 247, 262-63 (1995). The presumption is rebuttable where such person provides "sufficient evidence to disprove" that he is either not a "responsible person" or did not wilfully fail "to file returns and pay taxes." *Branson v. Dept. of Revenue*, at 262.

15. In *McLean v. Dept. of Revenue*, the Court held that the defendant, who was a majority shareholder and the Chairman of the corporation's Board of Directors, was nevertheless not a "responsible party" during the tax periods in which he was not involved in the corporation's day-to-day business decisions, rarely visited the corporation's business premises, and signed only two corporate checks. However, with respect to later tax periods, the Court held that the defendant was a

"responsible party" because he had become significantly involved in the corporation's day-to-day business activities. *Id.* at 675.

16. Similarly, in *May v. Dept. of Revenue*, 14 TT 135, a case involving a corporation's non-payment of Illinois income tax withheld from its employees, this Court held that the petitioner, who was a minority shareholder and officer (vice president) of the corporation, was a "responsible party" because he had a duty to supervise employees working on the job site every day, provided daily payroll reports, and signed payroll checks for himself and other employees. *Id.* at 6. However, with respect to the second part of the statutory test - that he wilfully failed to file returns and pay taxes - the Court held that for tax periods in which the corporation's bills were being paid and checks were clearing the bank, the petitioner successfully rebutted the presumption that he wilfully failed to file returns and pay taxes. *Id.* at 9. But the Court held that the petitioner did not rebut the presumption during a later tax period where his "failure to take action in the face of actual specific knowledge of the company's financial distress was a willful failure to pay the company's withholding taxes." *Id.*

17. In *The Department of Revenue of the State of Illinois v. John Doe*, 04-ST-0000, a Department of Revenue Administrative Hearings case, Administrative Law Judge Charles E, McClellan held that the taxpayer, who was a minority shareholder and President of the corporation, and who did sign some corporate checks, did not wilfully fail to file returns and pay taxes because the other two shareholders ran the day-to-day operations of the business, the taxpayer had no control over corporate business affairs, and the taxpayer did not participate in decisions concerning the payment of creditors.

**ERRORS MADE BY THE RESPONDENT**

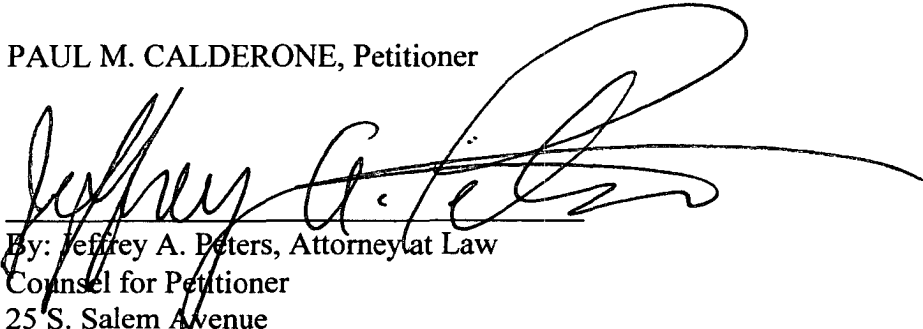
18. The Respondent's Notice of Penalty Liability is based upon the following errors:
- A. The Respondent erred in determining that the Petitioner was a responsible party under Section 3-7(a) of the IUPIA because the Petitioner did not have the control, supervision or responsibility of filing returns and making payments of sales taxes.
  - B. The Respondent erred in determining that the Petitioner wilfully failed to file sales tax returns and make payments of sales taxes to the Respondent under Section 3-7(a) of the IUPIA because the Petitioner did not have the control, supervision or responsibility of filing returns and making payments of sales taxes, nor was the Petitioner aware of the status of the payment of Lawrel's various creditors.

**CONCLUSION AND RELIEF REQUESTED**

WHEREAS, the Petitioner respectfully requests that the Notice be reversed or canceled for the reasons set forth in this Petition.

PAUL M. CALDERONE, Petitioner

Date: May 27, 2016



By: Jeffrey A. Peters, Attorney at Law  
Counsel for Petitioner  
25 S. Salem Avenue  
Arlington Heights, Illinois 60005  
(847) 409-4835



# **EXHIBIT A**

# Collection Action

## Assessment and Notice of Intent



March 31, 2016



Letter ID: L0281330768

PAUL M. CALDERONE  
214 S MAPLE LN  
PROSPECT HEIGHTS IL 60070-2536

Taxpayer ID: XXX-XX-7077  
NPL Penalty ID: 2520361



LAWREL LIQUORS INC  
4471 W LAWRENCE AVE  
CHICAGO IL 60630-2514

### We have determined you are personally liable for a penalty of \$477,065.08.

The penalty is equal to the amount of unpaid liability of LAWREL LIQUORS INC, due to your status as a responsible officer, partner, or individual of LAWREL LIQUORS INC.

Illinois law (35 ILCS 735/3-7) provides that any person who has control, supervision, or responsibility of filing returns or making payments for a taxpayer, and who willfully fails to do so, shall be personally liable for a penalty equal to the amount of tax due including penalty and interest.

**Pay us \$477,065.08.** Your payment must be guaranteed (i.e., cashier's check, money order) and made payable to the Illinois Department of Revenue. Send or bring it to us at the address below.

**If you do not agree, you may contest this notice by following the instructions listed below.**

- **If the amount of this liability is more than \$15,000**, file a petition with the Illinois Independent Tax Tribunal within **60 days** of this notice. Your petition must be in accordance with the rules of practice and procedure provided by the Tribunal (35 ILCS 1010/1-1, et seq.).
- **In all other cases that do not fall within the jurisdiction of the Illinois Independent Tax Tribunal**, file a protest with us, the Illinois Department of Revenue, and request an administrative hearing within 60 days of the date of this notice, which is **May 30, 2016**. Your request must be in writing, clearly indicate that you want to protest, and explain in detail why you do not agree with our actions. If you do not file a protest within the time allowed, you will waive your right to a hearing, and this liability will become final. An administrative hearing is a formal legal proceeding conducted pursuant to the rules adopted by the Department and is presided over by an administrative law judge. A protest of this notice does not preserve your rights under any other notice.
- **Instead of filing a petition with the Illinois Independent Tax Tribunal or a protest with us, the Illinois Department of Revenue**, you may instead, under Sections 2a and 2a.1 of the State Officers and Employees Money Disposition Act (30 ILCS 230/2a, 230/2a.1), pay the total liability under protest using Form RR-374, Notice of Payment Under Protest (available on our website at [tax.illinois.gov](http://tax.illinois.gov)), and file a complaint with the circuit court for a review of our determination.

If the debt remains unpaid and this penalty becomes final, we intend to take collection enforcement action against you personally to collect this debt. Collection action can include the seizure and sale of your assets, and levy of your wages and bank accounts.

TRACI SKEETERS  
100% PENALTY UNIT  
ILLINOIS DEPARTMENT OF REVENUE  
PO BOX 19035  
SPRINGFIELD IL 62794-9035

For information about  
› how to pay  
› submitting proof  
› collection actions

Turn page

217 782-9904 ext. 31614  
217 785-2635 fax

**Collection Action**  
**Assessment and Notice of Intent**



March 31, 2016



Letter ID: L0281330768

PAUL M. CALDERONE  
214 S MAPLE LN  
PROSPECT HEIGHTS IL 60070-2536

Taxpayer ID: XXX-XX-7077  
NPL Penalty ID: 2520361



This statement lists our most recent information about your unpaid balance, available credits, or returns you have not filed. A payment voucher is included so you may pay the balance due.

**Sales/Use Tax & E911 Surcharge**

Account ID: 3001-7785

Period	Tax	Penalty	Interest	Other	Payments/Credits	Balance
30-Jun-2009	102,769.02	82,316.00	41,281.75	-	-	226,366.77
31-Dec-2009	21,694.98	8,778.00	3,877.25	-	-	34,350.23
30-Jun-2012	116,234.00	81,464.00	14,882.37	-	(256.94)	212,323.43
30-Apr-2015	1,158.00	54.76	1.15	-	(1,138.00)	75.91
31-May-2015	956.00	125.60	22.44	-	-	1,104.04
30-Jun-2015	911.00	49.50	0.64	-	(895.00)	66.14
31-Jul-2015	1,004.00	200.40	18.39	-	-	1,222.79
31-Aug-2015	667.00	96.70	10.22	-	-	773.92
30-Sep-2015	591.00	89.10	8.04	-	-	688.14
31-Oct-2015	350.00	87.48	0.23	-	(344.00)	93.71

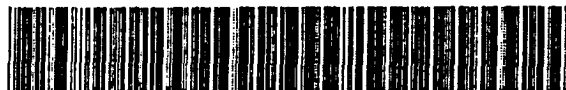
IDOR-5P-NPL (N-03/07)

Retain this portion for your records.

Fold and detach on perforation. Return bottom portion with your payment.

**Collection Action**

(R-12/08) (136)



Letter ID: L0281330768  
PAUL M. CALDERONE

Total amount due: \$477,065.08

Write the amount you are paying below.

\$ \_\_\_\_\_

Write your Account ID on your check.

Mail this voucher and your payment to:  
ILLINOIS DEPARTMENT OF REVENUE  
PO BOX 19035  
SPRINGFIELD IL 62794-9035

## To avoid this collection action

### **Pay**

Your payment must be guaranteed (*i.e.* cashier's check, money order) and made payable to the Illinois Department of Revenue.

### ***If you believe you are not personally responsible, send us proof***

Send us written proof, documents, or testimony for review. You may provide one or all of the following:

- copies of notarized resignation papers.
- corporate minutes where your resignation was accepted.
- copy of signed agreement to transfer stocks and bonds to another party.
- a notarized affidavit from someone whom we recognize as knowledgeable of the business' operation stating that you were not responsible for filing returns and paying taxes.
- the name of the person who was responsible for filing returns and paying taxes.

## Collection action information

### ***Applicable Illinois law***

Illinois law (35 ILCS 735/3-7 of the Retailers' Occupation Tax Act) provides that any person who has control, supervision, or responsibility of filing returns or making payments for a taxpayer, and who willfully fails to do so, shall be personally liable for a penalty. The penalty is equal to the amount of tax due including penalty and interest.

More information is on our website at [tax.illinois.gov](http://tax.illinois.gov).

### ***Federal Bankruptcy Court***

If you are currently under the protection of the Federal Bankruptcy Court, contact us and provide the bankruptcy number and the bankruptcy court. The bankruptcy "automatic stay" does not relieve your obligations to file tax returns.

### ***Correct our records***

If our records are not correct, send us proof of your prior payment, a copy of the return you filed, or other documentations so that we can correct our records.

### ***What other collection actions may we take?***

Additional collection action includes, but is not limited to:

- levy of wages and bank accounts.
- withholding of your state payments, tax refunds, lottery winnings, contractual service vouchers, *etc.*
- seizure and sale of your assets.
- referral to a collection agency.
- civil judgments.
- referral for non-renewal or revocation of your
  - Professional license,
  - Certificate of Registration,
  - Liquor license,
  - Corporate Charter with the Secretary of State, or
  - Lottery license.
- prosecution for bad checks and deceptive practice.
- filing a tax lien against your property (the filing of a lien may damage your credit rating for up to seven years, even after the lien is released). If we file a lien against your property, you are responsible for paying the lien filing and release fees and charges.

# EXHIBIT B

**State of Illinois**  
Office of  
**The Secretary of State**

**Whereas,**

ARTICLES OF INCORPORATION OF  
LAWREL LIQUORS, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield; this 3RD day of MARCH A.D. 19 98 and of the Independence of the United States the two hundred and 22ND .



*George H. Ryan*

Secretary of State

Form **BCA-2.10** | **ARTICLES OF INCORPORATION**

(Rev. Jan. 1991)

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756

**FILED**

MAR 3 1998

GEORGE H. RYAN  
SECRETARY OF STATE

**SUBMIT IN DUPLICATE!**

This space for use by  
Secretary of State

Date 3-3-98  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Approved: *[Signature]* 100.00

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. **CORPORATE NAME:** Lawrel Liquors, Inc.

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. <b>Initial Registered Agent:</b>	<u>Michael</u>	<u>J.</u>	<u>Calderone</u>
	<i>First Name</i>	<i>Middle Initial</i>	<i>Last name</i>
<b>Initial Registered Office:</b>	<u>4471 W. Lawrence</u>		
	<i>Number</i>	<i>Street</i>	<i>Suite #</i>
	<u>Chicago</u>	<u>60630</u>	<u>Cook</u>
	<i>City</i>	<i>Zip Code</i>	<i>County</i>

3. **Purpose or purposes for which the corporation is organized:**  
(If not sufficient space to cover this point, add one or more sheets of this size.)

For all lawful purposes under the Business Corporation Act of the State of Illinois.

4. **Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:**

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$ No par	1000	100	\$ 1,000.00

**Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:**

(If not sufficient space to cover this point, add one or more sheets of this size.)

None

5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: \_\_\_\_\_  
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting shareholders or until their successors are elected and qualify:

Name	Residential Address

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_  
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_  
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_  
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

7. **OPTIONAL: OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated February, 19 98.

1.	<i>Robert J. Weber</i> <b>Signature and Name</b>
	Robert J. Weber <i>(Type or Print Name)</i>
2.	 <b>Signature</b>
	 <i>(Type or Print Name)</i>
3.	 <b>Signature</b>
	 <i>(Type or Print Name)</i>

1.	221 N. LaSalle, Suite 3800 <b>Address</b>
	Chicago IL 60601 <i>Street City/Town State Zip Code</i>
2.	 <b>Street</b>
	 <i>City/Town State Zip Code</i>
3.	 <b>Street</b>
	 <i>City/Town State Zip Code</i>

(Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)  
 NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the executor shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary.

**FEE SCHEDULE**

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
- The filing fee is \$75.
- The minimum total due (franchise tax + filing fee) is \$100.  
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.



BY-LAWS

OF

LAWREL LIQUORS, INC.

ARTICLE I

OFFICES

The corporation shall continuously maintain in the State of Illinois a registered office and a registered agent whose business office is identical with such registered office, and may have other offices within or without the state.

ARTICLE II

SHAREHOLDERS

SECTION 1. ANNUAL MEETING. An annual meeting of the shareholders shall be held on the 1st thursday in March of each year or at such time as the board of directors may designate for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday, such meeting shall be held on the next succeeding business day.

SECTION 2. SPECIAL MEETINGS. Special meetings of the shareholders may be called either by the president, by the board of directors or by the holders of not less than one-fifth of all the outstanding shares of the corporation entitled to vote, for the purpose or purposes stated in the call of the meeting.

SECTION 3. PLACE OF MEETING. The board of directors may designate any place, as the place of meeting for any annual meeting or for any special meeting called by the board of directors. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be at 4471 W. Lawrence Chicago, Illinois

SECTION 4. NOTICE OF MEETINGS. Written notice stating the place, date, and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than 10 nor more than 60 days before the date of the meeting, or in the case of a merger,

consolidation, share exchange, dissolution or sale, lease or exchange of assets not less than 20 nor more than 60 days before the date of the meeting, either personally or by mail, by or at the direction of the president, or the secretary, or the officer or persons calling the meeting, to each shareholder of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the shareholder at his or her address as it appears on the records of the corporation, with postage thereon prepaid. When a meeting is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken.

SECTION 5. FIXING OF RECORD DATE. For the purpose of determining the shareholders entitled to notice of or to vote at any meeting of shareholders, or shareholders entitled to receive payment of any dividend, or in order to make a determination of shareholders for any other proper purpose, the board of directors of the corporation may fix in advance a date as the record date for any such determination of shareholders, such date in any case to be not more than 60 days and for a meeting of shareholders, not less than 10 days, or in the case of a merger, consolidation, share exchange, dissolution or sale, lease or exchange of assets, not less than 20 days before the date of such meeting. If no record date is fixed for the determination of shareholders entitled to notice of or to vote at a meeting of shareholders, or shareholders entitled to receive payment of a dividend, the date on which notice of the meeting is mailed or the date on which the resolution of the board of directors declaring such dividend is adopted, as the case may be, shall be the record date for such determination of shareholders. A determination of shareholders shall apply to any adjournment of the meeting.

SECTION 6. VOTING LISTS. The officer or agent having charge of the transfer book for shares of the corporation shall make, within 20 days after the record date for a meeting of shareholders or 10 days before such meeting, whichever is earlier, a complete list of the shareholders entitled to vote at such meeting, arranged in alphabetical order, with the address of and the number of shares held by each, which list, for a period of 10 days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder, and to copying at the shareholder's expense, at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the meeting. The original share ledger or transfer book, or a duplicate thereof kept in this State, shall be prima facie evidence as to who are the shareholders entitled to examine such list or share ledger or transfer book or to vote at any meeting of shareholders.

SECTION 7. QUORUM. The holders of a majority of the outstanding shares of the corporation entitled to vote on a matter, represented in person or by proxy, shall constitute a quorum for consideration of such matter at any meeting of shareholders, but in no event shall a quorum consist of less than one-third of the outstanding shares entitled so to vote; provided that if less than a majority of the outstanding shares are represented at said meeting, a majority of the shares so represented may adjourn the meeting at any time without further notice. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting shall be the act of the shareholders, unless the vote of a greater number or voting by classes is required by the Business Corporation Act, the articles of incorporation or these by-laws. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the original meeting. Withdrawal of shareholders from any meeting shall not cause failure of a duly constituted quorum at that meeting.

SECTION 8. PROXIES. Each shareholder may appoint a proxy to vote or otherwise act for him or her by signing an appointment form and delivering it to the person so appointed, but no such proxy shall be valid after 11 months from the date of its execution, unless otherwise provided in the proxy.

SECTION 9. VOTING OF SHARES. Each outstanding share, regardless of class, shall be entitled to one vote in each matter submitted to vote at a meeting of shareholders, and in all elections for directors, every shareholder shall have the right to vote the number of shares owned by such shareholder for as many persons as there are directors multiplied by the number of such shares or to distribute such cumulative votes in any proportion among any number of candidates. Each shareholder may vote either in person or by proxy as provided in SECTION 8 hereof.

SECTION 10. VOTING OF SHARES BY CERTAIN HOLDERS. Shares held by the corporation in a fiduciary capacity may be voted and shall be counted in determining the total number of outstanding shares entitled to vote at any given time.

Shares registered in the name of another corporation, domestic or foreign, may be voted by any officer, agent, proxy or other legal representative authorized to vote such shares under the law of incorporation of such corporation.

Shares registered in the name of a deceased person, a minor ward or a person under legal disability, may be voted by his or her administrator, executor or court appointed guardian, either in person or by proxy without a transfer of such shares into the name of such administrator, executor or court appointed guardian. Shares registered in the name of a trustee may be voted by him or her, either in person or by proxy.

Shares registered in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his or her name if authority to do so is contained in an appropriate order of the court by which such receiver was appointed.

A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee, and thereafter the pledgee shall be entitled to vote the shares so transferred.

Any number of shareholders may create a voting trust for the purpose of conferring upon a trustee or trustees the right to vote or otherwise represent their shares, for a period not to exceed 10 years, by entering into a written voting trust agreement specifying the terms and conditions of the voting trust, and by transferring their shares to such trustee or trustees for the purpose of the agreement. Any such trust agreement shall not become effective until a counterpart of the agreement is deposited with the corporation at its registered office. The counterpart of the voting trust agreement so deposited with the corporation shall be subject to the same right of examination by a shareholder of the corporation, in person or by agent or attorney, as are the books and records of the corporation, and shall be subject to examination by any holder of a beneficial interest in the voting trust, either in person or by agent or attorney, at any reasonable time for any proper purpose.

Shares of its own stock belonging to this corporation shall not be voted, directly or indirectly, at any meeting and shall not be counted in determining the total number of outstanding shares at any given time, but shares of its own stock held by it in a fiduciary capacity may be voted and shall be counted in determining the total number of outstanding shares at any given time.

SECTION 11. CUMULATIVE VOTING. In all elections for directors, every shareholder shall have the right to vote in person or by proxy, the number of shares owned by him/her, for as many persons as there are directors to be elected, or to cumulate such votes, and give one candidate as many votes as the number of directors multiplied by the number of his/her shares shall equal, or to distribute them on the same principle among as many candidates as he/she shall think fit.

The articles of incorporation may be amended to limit or eliminate cumulative voting rights in all or specified circumstances, or to limit or deny voting rights or to provide special voting rights as to any class or classes or series of shares of the corporation.

SECTION 12. INSPECTORS. At any meeting of shareholders, the presiding officer may, or upon the request of any shareholder, shall appoint one or more persons as inspectors for such meeting.

Such inspectors shall ascertain and report the number of shares represented at the meeting, based upon their determination of the validity and effect of proxies; count all votes and report the results; and do such other acts as are proper to conduct the election and voting with impartiality and fairness to all the shareholders.

Each report of an inspector shall be in writing and signed by him or her or by a majority of them if there be more than one inspector acting at such meeting. If there is more than one inspector, the report of a majority shall be the report of the inspectors. The report of the inspector or inspectors on the number of shares represented at the meeting and the results of the voting shall be prima facie evidence thereof.

SECTION 13. INFORMAL ACTION BY SHAREHOLDERS. Any action required to be taken at a meeting of the shareholders, or any other action which may be taken at a meeting of the shareholders, may be taken without a meeting and without a vote, if a consent in writing, setting forth the action so taken shall be signed (a) if 5 days prior notice of the proposed action is given in writing to all of the shareholders entitled to vote with respect to the subject matter hereof, by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voting or (b) by all of the shareholders entitled to vote with respect to the subject matter thereof.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given in writing to those shareholders who have not consented in writing. In the event that the action which is consented to is such as would have required the filing of a certificate under any section of the Business Corporation Act if such action had been voted on by the shareholders at a meeting thereof, the certificate filed under such selection shall state, in lieu of any statement required by such section concerning any vote of shareholders, that written notice and consent have been given in accordance with the provisions of the Business Corporation Act governing informal action by shareholders.

SECTION 14. VOTING BY BALLOT. Voting on any question or in any election may be by voice unless the presiding officer shall order or any shareholder shall demand that voting be by ballot.

## ARTICLE III

### DIRECTORS

SECTION 1. GENERAL POWERS. The business of the corporation shall be managed by or under the direction of its board of directors. A majority of the board of directors may establish reasonable compensation for their services and the services of other officers, irrespective of any personal interest.

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. The number of directors of the corporation shall be                      Each director shall hold office until the next annual meeting of shareholders; or until his successor shall have been elected and qualified. Directors need not be residents of Illinois or shareholders of the corporation. The number of directors may be increased or decreased from time to time by the amendment of this section. No decrease shall have the effect of shortening the term of any incumbent director.

SECTION 3. REGULAR MEETINGS. A regular meeting of the board of directors shall be held without other notice than this by-law, immediately after the annual meeting of shareholders. The board of directors may provide, by resolution, the time and place for holding of additional regular meetings without other notice than such resolution.

SECTION 4. SPECIAL MEETINGS. Special meetings of the board of directors may be called by or at the request of the president or any two directors. The person or persons authorized to call special meetings of the board of directors may fix any place as the place for holding any special meeting of the board of directors called by them.

SECTION 5. NOTICE. Notice of any special meeting shall be given at least            days previous thereto by written notice to each director at his business address. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegram company. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board of directors need be specified in the notice or waiver of notice of such meeting.

SECTION 6. QUORUM. A majority of the number of directors fixed by these by-laws shall constitute a quorum for transaction of business at any meeting of the board of directors, provided

that if less than a majority of such number of directors are present at said meeting, a majority of the directors present may adjourn the meeting at any time without further notice.

SECTION 7. MANNER OF ACTING. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the act of a greater number is required by statute, these by-laws, or the articles of incorporation.

SECTION 8. VACANCIES. Any vacancy on the board of directors may be filled by election at the next annual or special meeting of shareholders. A majority of the board of directors may fill any vacancy prior to such annual or special meeting of shareholders.

SECTION 9. RESIGNATION AND REMOVAL OF DIRECTORS. A director may resign at any time upon written notice to the board of directors. A director may be removed with or without cause, by a majority of shareholders if the notice of the meeting names the director or directors to be removed at said meeting.

SECTION 10. INFORMAL ACTION BY DIRECTORS. The authority of the board of directors may be exercised without a meeting if a consent in writing, setting forth the action taken, is signed by all of the directors entitled to vote.

SECTION 11. COMPENSATION. The board of directors, by the affirmative vote of a majority of directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the corporation as directors, officers or otherwise notwithstanding any director conflict of interest. By resolution of the board of directors, the directors may be paid their expenses, if any, of attendance at each meeting of the board. No such payment previously mentioned in this section shall preclude any director from serving the corporation in any other capacity and receiving compensation therefor.

SECTION 12. PRESUMPTION OF ASSENT. A director of the corporation who is present at a meeting of the board of directors at which action on any corporate matter is taken shall be conclusively presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered or certified mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

SECTION 13. COMMITTEES. A majority of the board of directors may create one or more committees of two or more members to exercise appropriate authority of the board of directors. A majority of such committee shall constitute a quorum for transaction of business. A committee may transact business without a meeting by unanimous written consent.

#### ARTICLE IV

##### OFFICERS

SECTION 1. NUMBER. The officers of the corporation shall be a president, one or more vice-presidents, a treasurer, a secretary, and such other officers as may be elected or appointed by the board of directors. Any two or more offices may be held by the same person.

SECTION 2. ELECTION AND TERM OF OFFICE. The officers of the corporation shall be elected annually by the board of directors at the first meeting of the board of directors held after each annual meeting of shareholders. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices created and filled at any meeting of the board of directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Election of an officer shall not of itself create contract rights.

SECTION 3. REMOVAL. Any officer elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the best interest of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 4. PRESIDENT. The president shall be the principal executive officer of the corporation. Subject to the direction and control of the board of directors, he/she shall be in charge of the business of the corporation; he shall see that the resolutions and directions of the board of directors are carried into effect except in those instances in which that responsibility is specifically assigned to some other person by the board of directors; and, in general, he/she shall discharge



all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time. He shall preside at all meetings of the shareholders and of the board of directors. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the board of directors or these by-laws, he may execute for the corporation certificates for its shares, and any contracts, deeds, mortgages, bonds or other instruments which the board of directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the board of directors, according to the requirements of the form of the instrument. He may vote all securities which the corporation is entitled to vote except as and to the extent such authority shall be vested in a different officer or agent of the corporation by the board of directors.

SECTION 5. THE VICE-PRESIDENTS. The vice-president (or in the event there be more than one vice-president, each of the vice-presidents) shall assist the president in the discharge of his/her duties as the president may direct and shall perform such other duties as from time to time may be assigned to him/her by the president or by the board of directors. In the absence of the president or in the event of his/her inability or refusal to act, the vice-president (or in the event there be more than one vice-president, the vice-presidents in the order designated by the board of directors, or by the president if the board of directors has not made such a designation, or in the absence of any designation, then in the order of seniority of tenure as vice president) shall perform the duties of the president, and when so acting, shall have the powers of and be subject to all the restrictions upon the president. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the board of directors or these by-laws, the vice president (or each of them if there are more than one) may execute for the corporation certificates for its shares and any contracts, deeds, mortgages, bonds or other instruments which the board of directors has authorized to be executed, and he/she may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the board of directors, according to the requirements of the form of the instrument.

SECTION 6. THE TREASURER. The treasurer shall be the principal accounting and financial officer of the corporation. He shall: (a) have charge of and be responsible for the maintenance of adequate books of account for the corporation; (b) have charge

and custody of all funds and securities of the corporation, and be responsible therefor and for the receipt and disbursement thereof; and (c) perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the president or by the board of directors. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the board of directors may determine.

SECTION 7. THE SECRETARY. The secretary shall: (a) record the minutes of the shareholders' and of the board of directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation; (d) keep a register of the post-office address of each shareholder which shall be furnished to the secretary by such shareholder; (e) sign with the president, or a vice-president, or any other officer thereunto authorized by the board of directors, certificates for shares of the corporation, the issue of which shall have been authorized by the board of directors, and any contracts, deeds, mortgages, bonds, or other instruments which the board of directors has authorized to be executed, according to the requirements of the form of the instrument, except when a different mode of execution is expressly prescribed by the board of directors or these by laws; (f) have general charge of the stock transfer books of the corporation; (g) have authority to certify the by-laws, resolutions of the shareholders and board of directors and committees thereof, and other documents of the corporation as true and correct copies thereof, and (h) perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him/her by the president or by the board of directors.

SECTION 8. ASSISTANT TREASURERS AND ASSISTANT SECRETARIES. The assistant treasurers and assistant secretaries shall perform such duties as shall be assigned to them by the treasurer or the secretary, respectively, or by the president or the board of directors. The assistant secretaries may sign with the president, or a vice-president, or any other officer thereunto authorized by the board of directors, certificates for shares of the corporation, the issue of which shall have been authorized by the board of directors, and any contracts, deeds, mortgages, bonds, or other instruments which the board of directors has authorized to be executed, according to the requirements of the form of the instrument, except when a different mode of execution is expressly prescribed by the board of directors or these by-laws. The assistant treasurers shall respectively, if required by the board of directors, give bonds for the faithful discharge of their duties in such sums and with such sureties as the board of directors shall determine.

SECTION 9. SALARIES. The salaries of the officers shall be fixed from time to time by the board of directors and no officer shall be prevented from receiving such salary by reason of

the fact that he is also a director of the corporation.

## ARTICLE V

### CONTRACTS, LOANS, CHECKS AND DEPOSITS

SECTION 1. CONTRACTS. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. LOANS. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors.

SECTION 3. CHECKS, DRAFTS, ETC. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness if issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors.

SECTION 4. DEPOSITS. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositaries as the board of directors may select.

## ARTICLE VI

### SHARES AND THEIR TRANSFER

SECTION 1. SHARES REPRESENTED BY CERTIFICATES AND UNCERTIFICATED SHARES. Shares either shall be represented by certificates or shall be uncertificated shares.

Certificates representing shares of the corporation shall be signed by the appropriate officers and may be sealed with the seal or a facsimile of the seal of the corporation. If a certificate is countersigned by a transfer agent or registrar, other than the corporation or its employee, any other signatures may be facsimile. Each certificate representing shares shall be consecutively numbered or otherwise identified, and shall also state the name of the person to whom issued, the number and class of shares (with designation of series, if any), the date of issue, and that the corporation is organized under Illinois law. If the corporation is authorized to issue shares of more than one class or of series within a class, the certificate shall also contain such information or statement as may be required by law.

Unless prohibited by the articles of incorporation, the board of directors may provide by resolution that some or all of

any class or series of shares shall be uncertificated shares. Any such resolution shall not apply to shares represented by a certificate until the certificate has been surrendered to the corporation. Within a reasonable time after the issuance or transfer of uncertificated shares, the corporation shall send the registered owner thereof a written notice of all information that would appear on a certificate. Except as otherwise expressly provided by law, the rights and obligations of the holders of uncertificated shares shall be identical to those of the holders of certificates representing shares of the same class and series.

The name and address of each shareholder, the number and class of shares held and the date on which the shares were issued shall be entered on the books of the corporation. The person in whose name shares stand on the books of the corporation shall be deemed the owner thereof for all purposes as regards the corporation.

SECTION 2. LOST CERTIFICATES. If a certificate representing shares has allegedly been lost or destroyed the board of directors may in its discretion, except as may be required by law, direct that a new certificate be issued upon such indemnification and other reasonable requirements as it may impose.

SECTION 3. TRANSFERS OF SHARES. Transfer of shares of the corporation shall be recorded on the books of the corporation. Transfer of shares represented by a certificate, except in the case of a lost or destroyed certificate, shall be made on surrender for cancellation of the certificate for such shares. A certificate presented for transfer must be duly endorsed and accompanied by proper guaranty of signature and other appropriate assurances that the endorsement is effective. Transfer of an uncertificated share shall be made on receipt by the corporation of an instruction from the registered owner or other appropriate person. The instruction shall be in writing or a communication in such form as may be agreed upon in writing by the corporation.

## ARTICLE VII

### FISCAL YEAR

The fiscal year of the corporation shall be fixed by resolution of the board of directors.

ARTICLE VIII

DISTRIBUTIONS

The board of directors may authorize, and the corporation may make, distributions to its shareholders, subject to any restrictions in its articles of incorporation or provided by law.

ARTICLE IX

SEAL

The corporate seal shall have inscribed thereon the name of the corporation and the words "Corporate Seal, Illinois." The seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any other manner reproduced, provided that the affixing of the corporate seal to an instrument shall not give the instrument additional force or effect, or change the construction thereof, and the use of the corporate seal is not mandatory.

ARTICLE X

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of these by-laws or under the provisions of the articles of incorporation or under the provisions of The Business Corporation Act of the State of Illinois, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute waiver of notice thereof unless the person at the meeting objects to the holding of the meeting because proper notice was not given.

## ARTICLE XI

### INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

SECTION 1. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that such person is or was a director, officer, employee or agent of the corporation, or who is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment or settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

SECTION 2. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that such person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

SECTION 3. To the extent that a director, officer, employee, or agent of a corporation has been successful, on the merits or otherwise, in the defense of any action, suit or proceeding

referred to in sections 1 and 2, or in defense of any claim, issue or matter therein, such person shall be indemnified against expenses actually and reasonably incurred by such person in connection therewith.

SECTION 4. Any indemnification under sections 1 and 2 shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in sections 1 and 2. Such determination shall be made (a) by the board of directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (b) if such a quorum is not obtainable, or, even if obtainable, a quorum of disinterested directors so directs, by independent legal counsel in a written opinion, or (c) by the shareholders.

SECTION 5. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the board of directors in the specific case, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation as authorized in this article.

SECTION 6. The indemnification provided by this article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

SECTION 7. The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the corporation would have the power to indemnify such person against such liability under the provisions of these sections.

SECTION 8. If the corporation has paid indemnity or had advanced expenses to a director, officer, employee or agent, the corporation shall report the indemnification or advance in

writing to the shareholders with or before the notice of the next shareholders' meeting.

SECTION 9. References to "the corporation" shall include, in addition to the surviving corporation, any merging corporation, including any corporation having merged with a merging corporation, absorbed in a merger which otherwise would have lawfully been entitled to indemnify its directors, officers, and employees or agents.

## ARTICLE XII

### AMENDMENTS

Unless the power to make, alter, amend or repeal the by-laws is reserved to the shareholders by the articles of incorporation, the by-laws of the corporation may be made, altered, amended or repealed by the shareholders or the board of directors, but no by-law adopted by the shareholders may be altered, amended or repealed by the board of directors if the by-laws so provide. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the law or the articles of incorporation.


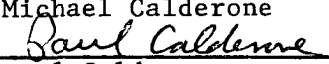


WAIVER OF NOTICE OF  
FIRST MEETING OF SHAREHOLDERS

We, the undersigned, being all the shareholders of  
LAWREL LIQUORS, INC.

an Illinois corporation, hereby waive all notice of the first meeting of the shareholders of said corporation, and agree that such first meeting of shareholders shall be held at 4471 W. Lawrence in the City of Chicago, on the 4th day of March 1998, at the hour of 2:00 p. M., for the purpose of electing directors and transacting such other business as may come before the meeting.

Dated March 3 1998.

  
\_\_\_\_\_  
Michael Calderone  
  
\_\_\_\_\_  
Paul Calderone  
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\_\_\_\_\_  
\_\_\_\_\_

COPYRIGHT 1930 BY  
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CHICAGO  
PATENT PENDING



NUMBER  
1

SHARES  
75

ORGANIZED UNDER THE LAWS

OF THE STATE OF ILLINOIS

LAWREL LIQUORS, INC.

THOUSANDS		
0	1	2
3	4	5
HUNDREDS UNITS		
1	1	1
2	2	2
3	3	3
4	4	4
5	5	5
6	6	6
7	7	7
8	8	8
9	9	9
0	0	0
SHARES		

This Certifies That MICHAEL CALDERONE is the owner of  
SEVENTY FIVE (75) full paid and non-assessable

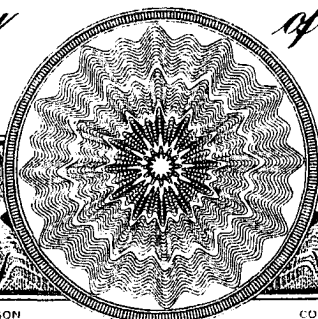
COMMON SHARES PAR VALUE OF

*transferable on the books of the Corporation in person or by duly authorized Attorney upon  
surrender of this Certificate properly endorsed.*

*In Witness Whereof the said Corporation has caused this Certificate to be signed by its duly  
authorized officers and sealed with the Seal of the Corporation,*

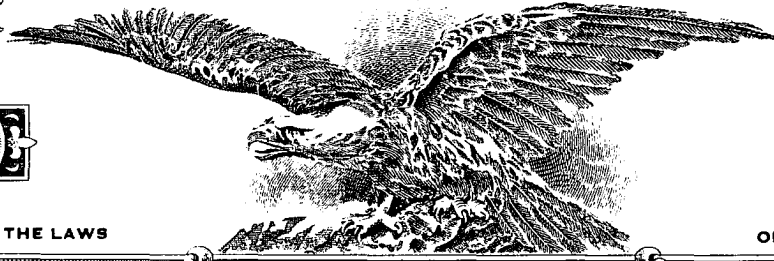
this fourth day of March A. D. 19 98

Paul Calderone  
Paul Calderone SECRETARY



Michael Calderone  
Michael Calderone PRESIDENT

COPYRIGHT 1930 BY  
DWIGHT & M. H. JACKSON  
CHICAGO  
PATENT PENDING



NUMBER  
2

SHARES  
25

ORGANIZED UNDER THE LAWS

OF THE STATE OF ILLINOIS

LAWREL LIQUORS, INC.

THOUSANDS		
0	1	2
3	4	5
HUNDREDS		
1	1	1
2	2	2
3	3	3
4	4	4
5	5	5
6	6	6
7	7	7
8	8	8
9	9	9
0	0	0
SHARES		

This Certifies That PAUL CALDERONE is the owner of  
TWENTY FIVE (25) full paid and non-assessable

COMMON SHARES PAR VALUE OF

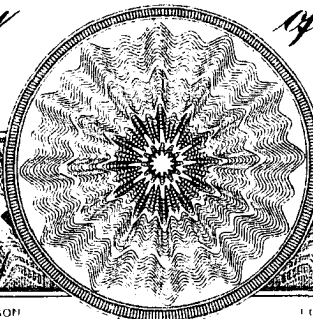
*transferable on the books of the Corporation in person or by duly authorized Attorney upon  
surrender of this Certificate properly endorsed.*

*In Witness Whereof the said Corporation has caused this Certificate to be signed by its duly  
authorized officers and sealed with the Seal of the Corporation,*

this fourth day of March A.D. 1998

Paul Calderone  
Paul Calderone SECRETARY

Michael Calderone  
Michael Calderone PRESIDENT



~~The subscription agreement covering all existing subscriptions to the shares of the corporation, and the articles of incorporation of the corporation as filed in the office of the Secretary of State were presented and read to the meeting.~~  
On motion duly made, seconded and unanimously carried, it was

~~RESOLVED that the subscription agreement covering all existing subscriptions to shares of this corporation be and the same is hereby approved;~~

FURTHER RESOLVED that the articles of incorporation of this corporation as filed in the office of the Secretary of State be and the same are hereby approved;

FURTHER RESOLVED that the articles of incorporation of this corporation, together with the certificate of incorporation, be forthwith filed for record in the office of the Recorder of Deeds of Cook County, Illinois.

The chairman of the meeting stated that it was in order for the shareholders to fix the number of initial directors and to elect initial directors to hold office until the first annual meeting of shareholders or until their respective successors shall be elected and shall have qualified. Thereupon the number of initial directors was fixed at 2 , and the following persons were nominated for directors of the corporation to serve until the first annual meeting of shareholders or until their respective successors are elected and shall have qualified.

Michael Calderone  
Paul Calderone

No further nominations being made the nominations were closed and the shareholders proceeded to vote on the nominees.

The vote having been taken and counted, the nominees were found to have received the number of votes set opposite their respective names:

Name	Number of Votes
Michael Calderone	75
Paul Calderone	25

Michael Calderone \_\_\_\_\_, and Paul Calderone having received the highest number of votes, were declared by the chairman to be the duly elected directors of the corporation, to serve until the first annual meeting of shareholders or until their respective successors are elected and shall have qualified.

There being no further or other business to come before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

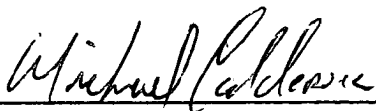

Paul Calderone  
Secretary of the Meeting  
Paul Calderone

APPROVED:

Paul Calderone  
Paul Calderone  
Michael Calderone  
Michael Calderone  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

WAIVER OF NOTICE OF FIRST MEETING OF  
BOARD OF DIRECTORS

We, the undersigned, being all the directors of  
LAWREL LIQUORS, INC.  
an Illinois corporation, hereby waive all notice of  
the first meeting of said board of directors, and consent  
and agree that such first meeting of the board of direc-  
tors shall be held at 4471 W. Lawrence ,  
in the City of Chicago , on the 4th  
day of March , 1998 , at the hour of 2:30 P. M.  
Dated March 3 , 1998 .

  
\_\_\_\_\_  
Michael Calderone  
  
\_\_\_\_\_  
Paul Calderone  
  
\_\_\_\_\_

MINUTES OF FIRST MEETING OF  
BOARD OF DIRECTORS

The first meeting of the board of directors of

LAWREL LIQUORS, INC.

an Illinois corporation, was held at 4471 W. Lawrence

in the City of Chicago ,

on the fourth day of March , 1998 , at the hour  
of 2:30 P.M. pursuant to ~~call and at least three days~~  
~~notice by a majority of said directors or~~, pursuant to  
waiver of notice by all the directors of said corporation.

All the directors of the corporation were present,  
being:

Michael Calderone

Paul Calderone

Upon motion duly made, seconded and unanimously car-  
ried, Michael Calderone was chosen as chairman of the  
meeting, and Paul Calderone was chosen as secretary  
of the meeting.

Thereupon on motion duly made and seconded, the fol-  
lowing resolution was unanimously adopted:

RESOLVED that the following by-laws be and they here-  
by are adopted as the by-laws of this corporation:

The chairman called for the nomination of officers. Thereupon the following persons were nominated for officers of the corporation to serve for the term provided in the by-laws:

Office	Name
President	Michael Calderone
Vice-President	
Secretary	Paul Calderone
Treasurer	

No further nominations being made the nominations were closed and the directors proceeded to vote on the nominees. All of the directors present at the meeting having voted and the vote having been counted, the Chairman announced the aforesaid nominees had been duly elected to the offices set before their respective names, by the affirmative vote of all directors of the corporation present at the meeting, to serve for the term provided in the by-laws.

The secretary then presented to the meeting a form of certificate representing shares of the corporation.

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED that the certificates to represent those shares of this corporation issued as certificated shares shall be in the form of the specimen certificate presented to this meeting, and said specimen certificate shall be inserted in the minute book of this corporation immediately following the minutes of this meeting.

~~The chairman then stated to the meeting that prior to the filing of the articles of incorporation in the office of the Secretary of State, subscriptions to the shares of the corporation had been executed as follows:~~



<del>Name</del>	<del>Address</del>	<del>Number of Shares</del>	<del>Amount Subscribed</del>
-----------------	--------------------	---------------------------------	----------------------------------

~~The chairman stated further that he was advised that under the laws of the State of Illinois, the filing of the articles of incorporation by the Secretary of State constituted acceptance by the corporation of all existing subscriptions to its shares, and that it was in order for the board of directors to determine the time and manner of payment of such subscriptions.~~

~~Thereupon, on motion duly made and seconded, the following resolutions were unanimously adopted:~~

~~RESOLVED that the subscribers to shares of this corporation be and they are hereby requested to make full payment forthwith to the treasurer of the corporation for their shares.~~

~~FURTHER RESOLVED that the treasurer be and he is hereby directed to give notice of this action of the board of directors to all subscribers.~~

~~FURTHER RESOLVED that the shares subscribed for shall be issued for the consideration stated in the subscription agreement, and that when and as any subscriber shall make full payment to the treasurer of this corporation for the shares subscribed by him in accordance with the subscription agreement heretofore accepted, the shares of said subscriber shall be deemed full paid and nonassessable.~~

~~FURTHER RESOLVED that, when and as any subscriber shall make full payment for his shares to the treasurer of this corporation, the proper officers of this corporation, as provided in the by-laws, shall execute and deliver to said subscriber a certificate or certificates representing said shares.~~

The secretary of the meeting then presented a corporate seal conforming to the provisions of the by-laws, said seal making the following impression:

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED that the seal presented to this meeting be and it hereby is adopted as the seal of this corporation.

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED that the fiscal year of the corporation shall be

Thereupon, on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED that the officers of this corporation be and they are hereby authorized and directed to pay all organization expenses of this corporation out of the funds of this corporation.

There being no further or other business to come before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

*Paul Calderone*

Secretary of the Meeting  
Paul Calderone

APPROVED:

*Paul Calderone*

Paul Calderone

*Michael Calderone*

Michael Calderone

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**MINUTES OF THE  
ANNUAL SHAREHOLDER MEETING  
OF  
LAWREL LIQUORS, INC.**

The annual Shareholder meeting of **LAWREL LIQUORS, INC.**, an Illinois business corporation, was held on the 4th day of March, 1999, at the offices of the corporation, at the hour of 2:00 p.m., pursuant to the Waiver of Notice signed by all the Shareholders of said corporation.

Present in person were:

**Michael Calderone - 75 Shares**

**Paul Calderone - 25 Shares**

On motion duly made and second, Michael Calderone was chosen to act as Chairman of the meeting and Paul Calderone as Secretary of the meeting.

The Secretary of the meeting announced that a quorum was present.

The Chairman gave an oral report of the business conducted by the corporation since the previous meeting and outlined the prospects and contemplated business to be carried on in future month. The acts of the Directors since the last previous meeting were unanimously approved.

The Chairman the called for nominations of officers, and, thereupon, the following persons were nominated for the offices set forth before their respective names:

**President: Michael Calderone**

**Secretary: Paul Calderone**

No further nominations being made, the nominations were closed and the Shareholders proceeded to vote on the nominees. The votes having been taken and counted, the Secretary of the Meeting announced that the aforementioned nominees had been elected to the offices set forth before their respective names by the affirmative vote

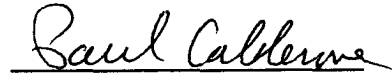
of all of the Shareholders of the corporation to serve as officers until the next annual meeting or until their successors shall have been elected and shall have qualified.

There being no further or other business to come before the meeting, on motion duly made, seconded and unanimously carried, said meeting was adjourned.

**APPROVED:**

A handwritten signature in cursive script, appearing to read "Michael Calderone", written over a horizontal line.

**MICHAEL CALDERONE**

A handwritten signature in cursive script, appearing to read "Paul Calderone", written over a horizontal line.

**PAUL CALDERONE**

Being all of the Shareholders of  
the corporation.

**MINUTES OF THE  
ANNUAL MEETING OF  
THE BOARD OF DIRECTORS  
OF  
LAWREL LIQUORS, INC.**

The annual meeting of the Board of Directors of **LAWREL LIQUORS, INC.** an Illinois business corporation, was held on the 4th day of March, 1999, at the offices of the corporation, at the hour of 2:30 p.m., pursuant to the Waiver of Notice signed by all the Directors of said corporation.

Present in person were:

<b>Michael Calderone</b>	-	75	<b>Shares</b>
<b>Paul Calderone</b>	-	25	<b>Shares</b>

On motion duly made and second, Michael Calderone was chosen to act as Chairman of the meeting and Paul Calderone as Secretary of the meeting.

The Secretary of the meeting announced that a quorum was present.

The Chairman gave an oral report of the business conducted by the corporation since the previous meeting and outlined the prospects and contemplated business to be carried on in future month. The acts of the Directors since the last previous meeting were unanimously approved.

The Chairman then called for nominations of Directors to serve until the next annual meeting, and, thereupon, the following persons were nominated to act as Directors of the corporation:

**Michael Calderone**

**Paul Calderone**

No further nominations being made, the nominations were closed and the Directors proceeded to vote upon the nominees. The vote having been taken and counted, the Secretary of the meeting announced that the aforementioned nominees had been elected to

serve as Directors of the corporation by the affirmative vote of all of the Directors or until their successors shall have been elected and shall have qualified.

There being no further or other business to come before the meeting, on motion duly made, seconded and unanimously carried, said meeting was adjourned.

**APPROVED:**

  
Michael Calderone  
**Michael Calderone**

  
Paul Calderone  
**Paul Calderone**

Being all of the Directors of  
said corporation.

# **EXHIBIT C**



YEAR OF 2001  
File Prior to:

STATE OF ILLINOIS  
DOMESTIC CORPORATION ANNUAL REPORT  
PLEASE TYPE OR PRINT CLEARLY IN BLACK INK

CORPORATION  
FILE NO.

D 5982-852-5

- 1.) NOTE: A Change in the registered agent and/or registered office may only be effected by filing form BCA-5.10/5.20. If there have been any changes in items 6 or 7a; the enclosed BCA-14.30 must be completed and submitted in the same envelope.
- 2.) CORPORATE NAME, REGISTERED AGENT, REGISTERED OFFICE, CITY, IL, ZIP CODE

LAWREL LIQUORS, INC  
70 MICHAEL J. CALDERONE  
4471 W. LAWRENCE AVE  
CHICAGO IL 60630

COUNTY

3.) Date Incorporated 3.3.98

4.) The names and residential addresses of ALL officers & directors MUST be listed here!

OFFICE	NAME	NUMBER & STREET	CITY	STATE	ZIP
President	MIKE CALDERONE	3511 CENTRAL	GLENDVIEW	IL	60025
Secretary	PAUL CALDERONE	833 OXFORD PL	WHEELING	IL	60090
Treasurer					
Director					
Director					
Director					

5.) If 51% or more of the stock is owned by a minority or female, please check appropriate box.  Minority Owned  Female Owned

6.) Number of shares authorized and issued (as of 3.3.98):

CLASS	SERIES	PAR VALUE	NUMBER AUTHORIZED	NUMBER ISSUED
Common		NO PAR	1000	100

IMPORTANT! Whenever the amount in item 6 or 7a differs from the Secretary of State's records, the enclosed BCA 14.30 must be completed.

7a.) The amount of paid-in capital as of 12/31/00 is: \$ 1,000.

7b.) The Paid-in Capital on record with the Secretary of State is: \$ 1,000.

(Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts.)

8.) By Mike Calderone Pres. 4.30.2001  
(Any Authorized Officer's Signature) (Title) (Date)

Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete.

RETURN TO:  
Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-7808  
www.cyberdriveillinois.com

ITEM 8 MUST BE SIGNED!

(PLEASE COMPLETE THE REVERSE SIDE OF THIS REPORT)

PRESIDENT  
SECRETARY

IF THE ABOVE OFFICERS' NAMES AND ADDRESSES ARE MISSING OR HAVE CHANGED, ENTER ONLY THE ADDITIONS OR CORRECTIONS BELOW.

D-5982-852-5  
File No.

PRESIDENT	MICHAEL CALDERONE	3511 CENTRAL	GLENDVIEW	IL	60025
SECRETARY	PAUL CALDERONE	833 OXFORD PL	WHEELING	IL	60090

ENTER FEDERAL EMPLOYER IDENTIFICATION NUMBER IF NOT PRINTED—

(Item 9, OR 10, (a.) OR 10, (b.) whichever is applicable, MUST be completed)

9.) The amounts stated in parts (a) through (e) below are given for the twelve month period ending \_\_\_\_\_ (year)

The value of the property (gross assets)

- (a) owned by the corporation, wherever located, was ..... (a) \$ \_\_\_\_\_  
 (b) of the corporation located within the state of Illinois was ..... (b) \$ \_\_\_\_\_

The gross amount of business transacted by the corporation

- (c) everywhere for the above period was ..... (c) \$ \_\_\_\_\_  
 (d) at or from places of business in Illinois for the above period was ..... (d) \$ \_\_\_\_\_

Give the location of the principal places of business of the corporation in each state where authorized to transact business and the gross amount of business transacted in each state for the above period. (If necessary, attach a second sheet.)

ALLOCATION FACTOR =  $\frac{b + d}{a + c} = \frac{\quad}{\quad}$  (6 decimal places)

(Write this figure on line 11b below.)

- 10.) (a.)  ALL property of the corporation is located in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois.  
 (b.)  The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital.

ALLOCATION FACTOR = 1.00000 (Write this figure on line 11b below.)

**STOP! Item 9 or 10 must be completed before continuing TO Item 11.**

11.) ANNUAL FRANCHISE TAX AND FEES

(a.) Total Paid-in Capital (Enter amount from Item 7a from the other side of report. If late, enter the greater of 7a or 7b.)	a.	1.000	
(b.) ALLOCATION FACTOR (Enter from Item 9 or Item 10 above)	b.	1.00000	
(c.) ILLINOIS CAPITAL (Multiply line (a.) by line (b.))	c.	1.	
(d1.) Multiply line (c.) by .001 (Round to nearest cent)	d1.	1.	
(d2.) ANNUAL FRANCHISE TAX (Enter amount from line (d1.), but not less than \$25)	d2.		25.00
(e1.) If Annual Report is late, multiply line(d2.) by .10	e1.		
(e2.) If Annual Franchise Tax is late, multiply line (d2.) by .01 for each month late or part thereof (minimum \$1.00)	e2.		
(e3.) INTEREST & PENALTIES (Add lines (e1.) and (e2.))	e3.		3.75
(f.) ANNUAL REPORT FILING FEE (\$25)	f.		+ 25.00
(g.) TOTAL ANNUAL FRANCHISE TAX, FEES, INTEREST, & PENALTIES DUE (Add line (d2.) + line (e3.) + line (f.))	g.		53.75

MAKE CHECKS PAYABLE TO ILLINOIS SECRETARY OF STATE.  
 (Place corporate file number on check.)

**IMPORTANT!**

If there have been changes in Items 6 or 7, the enclosed form BCA 14.30 must be executed and submitted with this annual report in the same envelope.



(Item 9, OR 10.(a.) OR 10.(b.) whichever is applicable. **MUST** be completed)

9.) The amounts stated in parts (a) through (e) below are given for the twelve month period ending \_\_\_\_\_, 19\_\_\_\_\_

- The value of the property (gross assets)
- (a) owned by the corporation, wherever located, was ..... (a) \$ \_\_\_\_\_
  - (b) of the corporation located within the state of Illinois was ..... (b) \$ \_\_\_\_\_
- The gross amount of business transacted by the corporation
- (c) everywhere for the above period was ..... (c) \$ \_\_\_\_\_
  - (d) at or from places of business in Illinois for the above period was ..... (d) \$ \_\_\_\_\_

Give the location of the principal places of business of the corporation in each state where authorized to transact business and the gross amount of business transacted in each state for the above period (If necessary attach a second sheet)

ALLOCATION FACTOR =  $\frac{b + d}{a + c}$  = \_\_\_\_\_ (Write this figure on line 11b below.)  
(6 decimal places)

- 10.) (a.)  ALL property of the corporation is located in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois.  
 (b.)  the corporation ELECTS to pay franchise tax on the basis of 100% of its total paid in capital.

ALLOCATION FACTOR = 1.00000 (Write this figure on line 11b below.)

**STOP! Item 9 or 10 must be completed before continuing to Item 11.**

11.) ANNUAL FRANCHISE TAX AND FEES

(a.) Total Paid-in Capital (Enter amount from Item 7a from the other side of report. If late, enter the greater of 7a or 7b.)	a.	1.000	
(b.) ALLOCATION FACTOR (Enter from Item 9 or Item 10 above)	b.	X 1.00000	
(c.) ILLINOIS CAPITAL (Multiply line (a.) by line (b.))	c.	1.	
(d1.) Multiply line (c.) by .001 (Round to nearest cent)	d1.	1.	
(d2.) ANNUAL FRANCHISE TAX (Enter amount from line (d1), but not less than \$25)	d2.		25.00
(e1.) If Annual Report is late, multiply line (d2) by .10	e1.		
(e2.) If Annual Franchise Tax is late, multiply line (d2.) by .01 for each month late or part thereof (minimum \$1.00)	e2.		
(e3.) INTEREST & PENALTIES (Add line (e1.) and (e2.))	e3.		
(f.) ANNUAL REPORT FILING FEE (\$25)	f.		+25.00
(g.) TOTAL ANNUAL FRANCHISE TAX, FEES, INTEREST, & PENALTIES DUE (Add line (d2.) + line (e3.) + line (f.))	g.		50.00

**MAKE CHECKS PAYABLE TO ILLINOIS SECRETARY OF STATE.  
 (PLACE CORPORATE FILE NUMBER ON CHECK.)**

**IMPORTANT!**

**If there have been changes in Items 6 or 7, the enclosed form BCA 14.30 must be executed and submitted with this annual report in the same envelope.**

SECRETARY OF STATE JESSE WHITE  
STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAB - Rev. 12/11/2002)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you MUST file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You MUST fill in your choice in box 12.

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

NOTE: the figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year immediately preceding the last day of the third month prior to the anniversary month. Enter date in box provided.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$1,000,000.00 enter \$1,000,000.00.

13. If submitting after due, complete worksheet below.

Late annual report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .01 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$25.00 filing fee

15) Total due: add boxes 12g + 13 + 14 (MINIMUM \$50.00).

16) This document MUST be signed by an Officer.

17) Make check payable to Secretary of State.

CHECKLIST

Box 11 has been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$50.00.

Box 16 is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782 7808.

File # D 5982-852-5	8) FEIN	11) Current Paid-in Capital 12/31/2002 1,000	11a) 1,000
9) Prepared by	12) A <input type="checkbox"/> B <input checked="" type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone #	12b) Gross Assets in Illinois \$	12g) Franchise tax 25.00	
E-mail Address	12c) Total Gross Business \$	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee \$25.00	
Annual Report Year 2003	03/01/2003	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$50.00) 50.00
		12f) Illinois Capital \$ 1,000.	

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

SECRETARY OF STATE JESSE WHITE  
 STATE OF ILLINOIS  
 CORPORATE ANNUAL REPORT  
 (Form CDBCAF - Rev. 12/05/2002)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM  
 (USE BLACK INK)

LAWREL LIQUORS, INC.  
 % MICHAEL J CALDERONE  
 4471 W LAWRENCE  
 CHICAGO IL 60630

03/03/1998  
 Cook County

1-4. Verify information is accurate.

First annual report or any changes to the President and Secretary must complete their name and address in space provided below and return with annual report.

5. MUST list all officers and directors. If you are the sole officer, please indicate to avoid a delay in filing. If more space is needed, enclose attachment with corporate file number on the attachment.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. Make any changes to Registered Agent's name and / or address in 7a.

Page 2

8. Complete preparer information as requested.

9. Affirm female or minority status: F means Female; M means Minority; B for Both. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

10. If item 10 is incorrect or blank, please enter the correct information here and in item 10.

FEIN:

COMPLETE FOR FIRST FILING OF OFFICERS OR CHANGES TO OFFICERS ON FILE

FILE # D 5982-852-5  
 MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025

President	Address
PAUL M CALDERONE 833 OXFORD WHEELING 60090	

Secretary	Address
-----------	---------

DETACH AT PERFORATION

021147

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998			
5) President Name & Address MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW IL 60025		6) Secretary Name & Address PAUL M CALDERONE 833 OXFORD PL WHEELING IL 60090					
Officer / Director Name & Address							
Officer / Director Name & Address							
Officer / Director Name & Address							
i) Share Information		Class	Series	Par Value	Number Authorized	Number Issued as of	12/31/2002
COMMON				.00000	1,000	100.000	
j) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		YEAR	2003		7a) Changes Agent Name		
		Address			City		
		IL			Zip		
		County			Date		
Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete				16) Signature / Title		Date	



STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAB - Rev. 10/20/2003)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you MUST file a BCA 14.30.

12. The State of Illinois requires all Business Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You MUST fill in your choice in box 12.

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois skip boxes 12a through 12d and Enter 1.000000 in box 12c.

B. The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification.

"Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

Late Annual Report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .01 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) This document MUST be signed by an Officer.

17) Make check payable to Secretary of State. Please detach check stub.

CHECKLIST

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 16 is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) FEIN 36 483938	11) Current Paid in Capital 12/31/2003 1,000.	11a) 1,000
9) Prepared by	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone #	12b) Gross Assets in Illinois \$	12g) Franchise tax 25.00	
E-mail Address	12c) Total Gross Business \$	13) Penalty/Interest	
10) Female <input type="checkbox"/> Minority <input type="checkbox"/> Both <input type="checkbox"/>	12d) Gross Business in Illinois \$	14) Filing fee <del>XXXX</del> \$75	
Annual Report Year 2004 03/01/2004	12e) Allocation Factor 1.000000	15) Total Due (Minimum of <del>XXXX</del> \$100)	
Jesse White Secretary of State Department of Business Services 501 S 2nd Street Springfield IL 62756-5510		12f) Illinois Capital \$ 1,000.	



STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev. 09/09/2004)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

(USE BLACK INK)

LAWREL LIQUORS, INC.  
% MICHAEL J CALDERONE  
4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

1-4. Verify information is accurate.

5. MUST list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address.

7a. Insert the principal address of Corporation.

7b. This document MUST be signed by an authorized Officer.

Reverse Side

8. If item 8 is incorrect or blank, please enter the correct information here and in item 8.

FEIN: \_\_\_\_\_

9. Complete preparer information as requested.

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

FILE# D 5982-852-5

Check this box if there are any changes in President or Secretary in #5 and MAIL IN THIS PORTION WITH THE ANNUAL REPORT. Your current President and Secretary are:

President: MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025

Secretary: PAUL M CALDERONE 833 OXFORD WHEELING 60090

DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING 021433

ILLINOIS DOMESTIC / FOREIGN ANNUAL REPORT

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998
5) President Name & Address MIKE CALDERONE - 3511 CENTRAL GLENVIEW IL				
Secretary Name & Address PAUL M. CALDERONE 214 S. MADISON LN PROSPECT HTS. IL				
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	COMMON		.00000	1,000
				Number issued as of 12/31/2004 100.000
7) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		YEAR 2005	7a) Principal Address of Corporation:  _____ Street City State Zip Code	
		7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.		
		Signature: _____ Title: PRESIDENT Date: 3/29/05		

SECRETARY OF STATE JESSE WHITE  
STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT  
(Form CDBCAB - Rev. 09/09/2004)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

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11a. If box 11 and 11a are different, you MUST file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You MUST fill in your choice in box 12.

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

Late annual report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .01 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

CHECKLIST

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) FEIN 36-4283938	11) Current Paid-in Capital 12/31/2004 1,000.	11a) 1,000
9) Prepared by	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone #	12b) Gross Assets in Illinois \$	12g) Franchise tax (Minimum of \$25) 25.00	
E-mail Address	12c) Total Gross Business \$	13) Penalty / interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee \$75.00	
Annual Report Year 2005	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00) 100.00	
2005 03/01/2005		12f) Illinois Capital \$ 1,000.	

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev. 08/05/2005)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

(USE BLACK INK)

LAWREL LIQUORS, INC.  
% MICHAEL J CALDERONE  
4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

1-4. Verify information is accurate.

5. MUST list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee should be submitted TOGETHER with the Annual Report.

FILE # D 5982-852-5

7a. Insert the principal address of Corporation.

7b. This document MUST be signed by an authorized Officer.

Reverse Side

8. If item 8 is incorrect or blank, please enter the correct information here and in item 8.

FEIN: \_\_\_\_\_

9. Complete preparer information as requested.

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

Check this box if there are any changes in President or Secretary in #5 and MAIL IN THIS PORTION WITH THE ANNUAL REPORT. Your current President and Secretary are:

President: MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025  
Secretary: PAUL M CALDERONE 833 OXFORD WHEELING 60090

DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

022137

ILLINOIS DOMESTIC / FOREIGN ANNUAL REPORT

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998
5) President Name & Address MIKE CALDERONE		3511 CENTRAL GLENVIEW IL		
Secretary Name & Address PAUL M. CALDERONE		214 S. MAPLE LA PROSPER ILL.		
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	COMMON		.00000	1,000
				Number issued as of 12/31/2005 100,000
7) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		YEAR 2006	7a) Principal Address of Corporation: 4471 W. LAWRENCE AVE CHICAGO IL 60630 Street City State Zip Code	
		7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Signature: <i>Michael Calderone</i> Title: <i>President</i> Date: <i>1/27/06</i>		

**SECRETARY OF STATE JESSE WHITE**  
**STATE OF ILLINOIS**  
**CORPORATE ANNUAL REPORT**  
 (Form CDBCAB - Rev. 09/09/2004)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

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A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

Late annual report

Multiply box 12g by 0.10 \_\_\_\_\_

Late Franchise Tax

Multiply box 12g by .01 by number of months late (minimum \$1.00). \_\_\_\_\_

Enter total in box 13.

TOTAL \_\_\_\_\_

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

**CHECKLIST**

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsoa.net](http://www.ilsoa.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	FEIN 364283938	11) Current Paid-in Capital 12/31/2005 1,000	11a) 1,000
Prepared by A.F. ANGELICO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GOLF RD NTPROSPER IL	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone # 847 398 8479	12b) Gross Assets in Illinois \$	12g) Franchise tax (Minimum of \$25)	25.00
E-mail Address	12c) Total Gross Business \$	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee	\$75.00
Annual Report Year 2006	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00)	100.00
	12f) Illinois Capital \$ 1,000		

Jesse White Secretary of State  
 Department of Business Services  
 501-S 2nd Street  
 Springfield IL 62756-5510

SECRETARY OF STATE JESSE WHITE  
STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT  
(Form CDBCAB - Rev. 08/09/2004)

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Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

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13. If submitting after due, complete worksheet below.

Late annual report  
Multiply box 12g by 0.10

Late Franchise Tax  
Multiply box 12g by .01 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

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Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	9) FEIN 364283938	11) Current Paid-in Capital 12/31/2006 1.000.	11a) 1,000
9) Prepared by A.F. ANGELLO		12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	12) FYE (See Note)
Address 300 W. GOLF RD. MT Pleasant IL 60146		12a) Total Gross Assets \$	Franchise Tax & Fees
Phone # 847 348 8449		12b) Gross Assets in Illinois \$	
E-mail Address RUSSANGELLO@AOL.COM		12c) Total Gross Business \$	13) Penalty / Interest
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both		12d) Total Business in Illinois \$	14) Filing fee \$75.00
Annual Report Year 2007 03/01/2007		12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00) 100.00
		12f) Illinois Capital \$ 1,000.	

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

**STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT**

(Form CDBCAB - Rev. 09/09/2004)

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Late annual report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .01 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

**CHECKLIST**

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Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) FEIN 364283938	11) Current Paid-in Capital 12/31/2006	1,000.	11a) 1,000
9) Prepared by A.F. ANGELLO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15		12) FYE (See Note)
Address 300 W. GOLF RD. MT PROSPECT ILL 60056	12a) Total Gross Assets	\$	Franchise Tax & Fees	
Phone # 847 348 8449	12b) Gross Assets in Illinois	\$	12g) Franchise tax (Minimum of \$25) 25.00	
E-mail Address RUSSANGELLO@AOL.COM	12c) Total Gross Business	\$	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois	\$	14) Filing fee \$75.00	
Annual Report Year 2007	03/01/2007	12e) Allocation Factor	1.000000	15) Total Due (Minimum of \$100.00) 100.00
		12f) Illinois Capital	\$ 1,000.	

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

59828525031507000000010009

SECRETARY OF STATE JESSE WHITE  
STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev. 01/24/2007)

\* \* THIS REPORT CAN BE FILED ON-LINE. GO TO [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com) FOR DETAILS. \* \*

(USE BLACK INK)

LAWREL LIQUORS, INC.  
% MICHAEL J CALDERONE  
4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

1-4. Verify information is accurate.

5. MUST list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee should be submitted TOGETHER with the Annual Report.

FILE # D 5982-852-5

7a. Insert the principal address of Corporation.

7b. This document MUST be signed by an authorized Officer.

Reverse Side

8. If item 8 is incorrect or blank, please enter the correct information here and in item 8.

FEIN: \_\_\_\_\_

9. Complete preparer information as requested.

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

Check this box if there are any changes in President or Secretary in #5 and MAIL IN THIS PORTION WITH THE ANNUAL REPORT. Your current President and Secretary are:

President: MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025

Secretary: PAUL M CALDERONE 833 OXFORD WHEELING 60090

DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

023606

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998
5) President Name & Address MICHAEL CALDERONE 3511 CENTRAL GLENVIEW IL 60025				
Secretary Name & Address PAUL M. CALDERONE 833 OXFORD WHEELING IL 60090				
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	COMMON		.00000	1,000
				Number Issued as of 12/31/2007 100.000
7) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		YEAR 2008	7a) Principal Address of Corporation: 4471 W. LAWRENCE AVE CHICAGO IL 60630 Street City State Zip Code	
			7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. X SIGNATURE Title Date PRESIDENT	

STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

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LAWREL LIQUORS, INC.  
% MICHAEL J CALDERONE  
4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

1-4. Verify information is accurate.

5. **MUST** list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee should be submitted **TOGETHER** with the Annual Report.

7a. Insert the principal address of Corporation.

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Reverse Side

8. If item 8 is incorrect or blank, please enter the correct information here and in item 8.

FEIN: \_\_\_\_\_

9. Complete preparer information as requested.

10. **Affirm** female or minority status. You must complete annually by selecting appropriate box. **TO QUALIFY, 51% OWNERSHIP IS REQUIRED.**

FILE # D 5982-852-5

Check this box if there are any changes in President or Secretary in #5 and **MAIL IN THIS PORTION WITH THE ANNUAL REPORT.**  
Your current President and Secretary are:

**President:** MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025  
**Secretary:** PAUL M CALDERONE 833 OXFORD WHEELING 60090

DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

023606

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998			
5) President Name & Address MICHAEL CALDERONE 3511 CENTRAL GLENVIEW IL 60025							
6) Secretary Name & Address PAUL M. CALDERONE 833 OXFORD WHEELING IL 60090							
7) Officer / Director Name & Address							
8) Officer / Director Name & Address							
9) Officer / Director Name & Address							
10) Share Information		Class	Series	Par Value	Number Authorized	Number Issued as of	12/31/2007
COMMON				.00000	1,000	100,000	
11) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		YEAR	2008		7a) Principal Address of Corporation: 4471 W LAWRENCE AVE CHICAGO IL 60630 Street City State Zip Code		
X		SIGNATURE		Title PRESIDENT		Date	



STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAB - Rev. 02/20/2008)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you MUST file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You MUST fill in your choice in box 12.

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

Late annual report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .02 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL.

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

CHECKLIST

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) RESERVED	11) Current Paid-in Capital 12/31/2008 1.000	11a) 1,000
9) Prepared by A.F. ANGELICO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GOLF RD MT PROSPECT	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone # 847-388-8149	12b) Gross Assets in Illinois \$	12g) Franchise tax (Minimum of \$25) 25.00	
E-mail Address ROSSAN@ANGELICO-ACQ.COM	12c) Total Gross Business \$	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee \$75.00	
Annual Report Year 2009	03/01/2009	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00) 100.00
		12f) Illinois Capital \$ 1,000	

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

STATE OF ILLINOIS  
 CORPORATE ANNUAL REPORT

CORPORATION FILE #  
 D 5982-852-5

(Form CDBCAB - Rev. 02/20/2008)

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"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

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Late annual report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .02 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

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CHECKLIST

Boxes 5 and 11 have been completed.

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Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

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# D 5982-852-5	8) RESERVED	11) Current Paid-in Capital 12/31/2008 1.000	11a) 1,000
Prepared by A-F-ANGELICA	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GOLF RD MT PROSPECT	12a) Total Gross Assets \$		Franchise Tax & Fees
Phone # 847-388-8149	12b) Gross Assets in Illinois \$		12g) Franchise tax (Minimum of \$25) 25.00
Email Address ANGELICA@AFC.COM	12c) Total Gross Business \$		13) Penalty / Interest
<input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$		14) Filing fee 75.00
Annual Report Year 009 03/01/2009	12e) Allocation Factor 1.000000		15) Total Due (Minimum of \$100.00) 100.00
	12f) Illinois Capital \$ 1,000		

Jesse White Secretary of State  
 Department of Business Services  
 501 S 2nd Street  
 Springfield IL 62756-5510

STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAB - Rev. 02/20/2008)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you **MUST** file a **BCA 14.30**

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You **MUST fill in your choice in box 12.**

A. All Property of the corporations in Illinois and ALL business of the corporations transacted at or from places of business in Illinois. Skip boxes 12a through 12d and Enter **1.000000** in box 12e.

B. The corporation **ELECTS** to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter **1.000000** in box 12e.

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Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: **GROSS ASSETS.**

12b) Enter the value of the property owned by the corporation, located in Illinois: **ILLINOIS GROSS ASSETS.**

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

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12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

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13. If submitting after due, complete worksheet below.

**Late annual report**  
Multiply box 12g by 0.10 \_\_\_\_\_

**Late Franchise Tax**  
Multiply box 12g by .02 by number of months late (**minimum \$1.00**). \_\_\_\_\_

Enter total in box 13.

TOTAL \_\_\_\_\_

14) \$75.00 filing fee.

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CHECKLIST

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Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form **BCA 14.30**, your previous allocation factor is 1.000000

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File # <b>D 5982-852-5</b>	8) RESERVED	11) Current Paid-in Capital <b>12/31/2009 1,000.</b>	11a) <b>1,000</b>
9) Prepared by <b>A.F. ANGELICO</b>	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address <b>300 W. GOLF RD MT PROSPECT ILL 60057</b>	12a) Total Gross Assets <b>\$</b>	<b>Franchise Tax &amp; Fees</b>	
Phone # <b>847 398 8149</b>	12b) Gross Assets in Illinois <b>\$</b>	12g) Franchise tax (Minimum of \$25) <b>25.00</b>	
E-mail Address <b>RUSANGELICO@AOL.COM</b>	12c) Total Gross Business <b>\$</b>	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois <b>\$</b>	14) Filing fee <b>\$75.00</b>	
Annual Report Year <b>2010 03/01/2010</b>	12e) Allocation Factor <b>1.000000</b>	15) Total Due (Minimum of \$100.00)	
		12f) Illinois Capital <b>\$ 1,000.</b>	<b>100.00</b>

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

**STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT**

(Form CDBCAB - Rev. 02/20/2008)

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11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

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**Late annual report**  
Multiply box 12g by 0.10 \_\_\_\_\_

**Late Franchise Tax**  
Multiply box 12g by .02 by number of months late (**minimum \$1.00**). \_\_\_\_\_

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TOTAL \_\_\_\_\_

14) \$75.00 filing fee

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**CHECKLIST**

**Boxes 5 and 11 have been completed.**

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**Box 15 is not less than \$100.00.**

**Box 7b is signed by an officer.**

**Place File number on check. Do not staple or paper clip check to annual report.**

**If submitting a form BCA 14.30, your previous allocation factor is 1.000000**

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File # D 5982-852-5	8) RESERVED	11) Current Paid-in Capital 12/31/2009 1,000	11a) 1,000
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Address 100 W. GOLF RD MT PROSPECT IL 60057	12a) Total Gross Assets \$	<b>Franchise Tax &amp; Fees</b>	
Phone # 847 398 8149	12b) Gross Assets in Illinois \$	12g) Franchise tax (Minimum of \$25) 25.00	
mail Address RUSSANGELICO@AOL.COM	12c) Total Gross Business \$	13) Penalty / Interest	
<input type="checkbox"/> Ferrate <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee 75.00	
Annual Report Year 2010 03/01/2010	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00) 100.00	
	12f) Illinois Capital \$ 1,000.		

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

SECRETARY OF STATE JESSE WHITE  
STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT  
(Form CDBCAF - Rev. 09/30/2009)

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(USE BLACK INK)

LAWREL LIQUORS, INC.  
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4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

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FILE # D 5982-852-5

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DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

023199

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998
5) President Name & Address MICHAEL CALDERONE 3511 CENTRAL GLENVIEW IL 60025				
Secretary Name & Address PAUL M. CALDERONE 833 OXFORD WHEELING IL 60090				
Officer / Director Name & Address				
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				Number Issued as of 12/31/2010 100.000
7) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		7a) Principal Address of Corporation: 4471 W. LAWRENCE AVE CHICAGO IL 60630 Street City State Zip Code		
		7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. X SIGNATURE Title Date President		

STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT  
(Form CDBCAB - Rev. 02/20/2008)

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C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

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Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

Late annual report  
Multiply box 12g by 0.10

Late Franchise Tax  
Multiply box 12g by .02 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

CHECKLIST

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) RESERVED	11) Current Paid-in Capital 12/31/2010 1,000.	11a) 1,000
9) Prepared by A.F. ANGELICO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GOLF RD MT PROSPECT IL 60056	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone # 847-398-8149	12b) Gross Assets in Illinois \$	12g) Franchise tax (Minimum of \$25) 25.00	
E-mail Address ROSSANGELICO@AOL.COM	12c) Total Gross Business \$	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee \$75.00	
Annual Report Year 2011 03/01/2011	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00)	
		12f) Illinois Capital \$ 1,000.	100.00

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev. 09/30/2009)

\* \* THIS REPORT CAN BE FILED ON-LINE @ [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com) WITH AN EXPEDITED FEE. \* \*  
(USE BLACK INK)

LAWREL LIQUORS, INC.  
% MICHAEL J CALDERONE  
4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

1-4. Verify information is accurate.

7a. Insert the principal address of Corporation.

5. MUST list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

7b. This document MUST be signed by an authorized Officer.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

Reverse Side

9. Complete preparer information as requested.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee MUST be submitted TOGETHER with the Annual Report in the SAME envelope. This form can be downloaded from our Internet web site [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com). Click on "Publications".

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

FILE # D 5982-852-5

Check this box if there are any changes in President or Secretary in #5 and MAIL IN THIS PORTION WITH THE ANNUAL REPORT. Your current President and Secretary are:

President: MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025  
Secretary: PAUL M CALDERONE 833 OXFORD WHEELING 60090

DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

023212

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998
5) President Name & Address MICHAEL CALDERONE 3511 CENTRAL GLENVIEW IL 60025		Secretary Name & Address PAUL M. CALDERONE 833 OXFORD WHEELING IL 60090		
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	COMMON		.00000	1,000
				Number Issued as of 12/31/2011 100.000
7) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County	YEAR 2012	7a) Principal Address of Corporation: 4471 W LAWRENCE AVE CHICAGO IL 60630 Street City State Zip Code		
		7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. X PRESIDENT SIGNATURE Date		

ILLINOIS DOMESTIC / FOREIGN ANNUAL REPORT

**SECRETARY OF STATE JESSE WHITE**  
**STATE OF ILLINOIS**  
**CORPORATE ANNUAL REPORT**  
(Form CDBCAB - Rev. 02/20/2008)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you **MUST** file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You **MUST** fill in your choice in box 12.

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation **ELECTS** to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d **MUST** be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: **GROSS ASSETS**.

12b) Enter the value of the property owned by the corporation, located in Illinois: **ILLINOIS GROSS ASSETS**.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure **MUST BE 6 decimal places and ENTERED** into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

**Late annual report**  
Multiply box 12g by 0.10 \_\_\_\_\_

**Late Franchise Tax**  
Multiply box 12g by .02 by number of months late (minimum \$1.00). \_\_\_\_\_

Enter total in box 13.

TOTAL \_\_\_\_\_

14) \$75.00 filing fee.

15) Total due: add boxes 12g+ 13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

### CHECKLIST

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	RESERVED	11) Current Paid-in Capital 12/31/2011 1,000.	11a) 1,000
Prepared by A. F. ANGELICO	12) A <input type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GALEANA AVE. SPRINGFIELD, MO 65812	12a) Total Gross Assets \$		<b>Franchise Tax &amp; Fees</b>
Phone # 847 398-8219	12b) Gross Assets in Illinois \$		12g) Franchise tax (Minimum of \$25) 25.00
E-mail Address RUSSELL@GELLCO.COM	12c) Total Gross Business \$		13) Penalty / Interest
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$ 477,441.00		14) Filing fee \$75.00
Annual Report Year 2012 03/01/2012	12e) Allocation Factor 1.000000		15) Total Due (Minimum of \$100.00) 100.00
	12f) Illinois Capital \$ 1,000.		

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510



STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev. 09/30/2009)

\* \* THIS REPORT CAN BE FILED ON-LINE @ [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com) WITH AN EXPEDITED FEE. \* \*  
(USE BLACK INK)

LAWREL LIQUORS, INC.  
% MICHAEL J CALDERONE  
4471 W LAWRENCE  
CHICAGO IL 60630

03/03/1998  
Cook County

1-4. Verify information is accurate.

7a. Insert the principal address of Corporation.

5. MUST list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

7b. This document MUST be signed by an authorized Officer.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

Reverse Side

9. Complete preparer information as requested.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee MUST be submitted TOGETHER with the Annual Report in the SAME envelope. This form can be downloaded from our Internet web site [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com). Click on "Publications".

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

FILE # D 5982-852-5

Check this box if there are any changes in President or Secretary in #5 and **MAIL IN THIS PORTION WITH THE ANNUAL REPORT.**  
Your current President and Secretary are:

President: MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025  
Secretary: PAUL M CALDERONE 833 OXFORD WHEELING 60090

**DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING**

023160

1) Corporate Name <b>LAWREL LIQUORS, INC.</b>		2) File Number <b>D 5982-852-5</b>	3) State / Country <b>Illinois</b>	4) Inc / Qual Date <b>03/03/1998</b>
5) President Name & Address <b>MICHAEL J. CALDERONE</b>		<b>3511 CENTRAL GLENVIEW IL 60025</b>		
Secretary Name & Address <b>PAUL M. CALDERONE</b>		<b>833 OXFORD WHEELING IL 60090</b>		
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	<b>COMMON</b>		<b>.00000</b>	<b>1,000</b>
				Number Issued as of <b>12/31/2012</b>
				<b>100.000</b>
7) Registered Agent <b>MICHAEL J CALDERONE</b> <b>4471 W LAWRENCE</b> <b>CHICAGO IL 60630</b> <b>Cook County</b>		YEAR <b>2013</b>		
7a) Principal Address of Corporation: <b>4471 W LAWRENCE AVE CHICAGO IL 60630</b>				
7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.				
SIGNATURE		Title		Date

ILLINOIS DOMESTIC / FOREIGN ANNUAL REPORT

STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT

(Form CDBCAB - Rev. 02/20/2008)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you MUST file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You MUST fill in your choice in box 12.

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation ELECTS to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d MUST be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: GROSS ASSETS.

12b) Enter the value of the property owned by the corporation, located in Illinois: ILLINOIS GROSS ASSETS.

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure MUST BE 6 decimal places and ENTERED into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

Late annual report

Multiply box 12g by 0.10

Late Franchise Tax

Multiply box 12g by .02 by number of months late (minimum \$1.00).

Enter total in box 13.

TOTAL

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (MINIMUM \$100.00).

16) Make check payable to Secretary of State. Please detach check stub.

CHECKLIST

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.illios.net](http://www.illios.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) RESERVED	11) Current Paid-in Capital 12/31/2012 1,000	11a) 1,000
9) Prepared by A.F. ANGELICO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. Golf Rd MS Prospect IL	12a) Total Gross Assets \$	Franchise Tax & Fees	
Phone # 547 398 8149	12b) Gross Assets in Illinois \$	12g) Franchise tax (Minimum of \$25) 25.00	
E-mail Address RUSANGELICO@AOL.COM	12c) Total Gross Business \$	13) Penalty / Interest	
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$	14) Filing fee \$75.00	
Annual Report Year 2013	12e) Allocation Factor 1.000000	15) Total Due (Minimum of \$100.00) 100.00	
		12f) Illinois Capital \$1,000.	

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

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SECRETARY OF STATE JESSE WHITE  
 STATE OF ILLINOIS  
 CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev. 09/30/2009)

\* \* THIS REPORT CAN BE FILED ON-LINE @ [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com) WITH AN EXPEDITED FEE. \* \*  
 (USE BLACK INK)

LAWREL LIQUORS, INC.  
 % MICHAEL J CALDERONE  
 4471 W LAWRENCE  
 CHICAGO IL 60630

03/03/1998  
 Cook County

1-4. Verify information is accurate.

5. ~~MUST list names and addresses of all officers and directors as of the date of signing.~~ If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment.

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee **MUST** be submitted **TOGETHER** with the Annual Report in the SAME envelope. This form can be downloaded from our Internet web site [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com). Click on "Publications".

FILE # D 5982-852-5

7a. Insert the principal address of Corporation.

7b. This document ~~MUST~~ be signed by an authorized Officer.

Reverse Side

9. Complete preparer information as requested.

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED.

Check this box if there are any changes in President or Secretary in #5 and **MAIL IN THIS PORTION WITH THE ANNUAL REPORT.**  
 Your current President and Secretary are:

**President:** MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025  
**Secretary:** PAUL M CALDERONE 833 OXFORD WHEELING 60090

DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

023060

1) Corporate Name <b>LAWREL LIQUORS, INC.</b>		2) File Number <b>D 5982-852-5</b>	3) State / Country <b>Illinois</b>	4) Inc / Qual Date <b>03/03/1998</b>
5) President Name & Address <b>MICHAEL J. CALDERONE</b>		<b>3511 CENTRAL GLENVIEW IL 60025</b>		
Secretary Name & Address <b>PAUL M. CALDERONE</b>		<b>833 OXFORD WHEELING IL 60090</b>		
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	<b>COMMON</b>		<b>.00000</b>	<b>1,000</b>
				Number Issued as of <b>12/31/2013</b>
				<b>100,000</b>
7) Registered Agent <b>MICHAEL J CALDERONE</b> <b>4471 W LAWRENCE</b> <b>CHICAGO IL 60630</b> <b>Cook County</b>		YEAR <b>2014</b>	7a) Principal Address of Corporation: <b>4471 W LAWRENCE AVE</b> <b>CHICAGO</b> <b>IL</b> <b>60630</b> Street City State Zip Code	
		7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.		
		X SIGNATURE Title Date		

SECRETARY OF STATE JESSE WHITE  
STATE OF ILLINOIS  
CORPORATE ANNUAL REPORT  
(Form CDBCAB - Rev. 02/20/2008)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you **MUST** file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You **MUST fill in your choice in box 12.**

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

B. The corporation **ELECTS** to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter 1.000000 in box 12e.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d **MUST** be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: **GROSS ASSETS.**

12b) Enter the value of the property owned by the corporation, located in Illinois: **ILLINOIS GROSS ASSETS.**

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois.

12e) Divide (12b + 12d) by (12a + 12c). This figure **MUST BE 6 decimal places and ENTERED** into box 12e.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

**Late annual report**

Multiply box 12g by 0.10 \_\_\_\_\_

**Late Franchise Tax**

Multiply box 12g by .02 by number of months late (**minimum \$1.00**). \_\_\_\_\_

Enter total in box 13.

TOTAL \_\_\_\_\_

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (**MINIMUM \$100.00**).

16) Make check payable to Secretary of State. Please detach check stub.

**CHECKLIST**

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) RESERVED	11) Current Paid-in Capital 12/31/2013 1.000	11a) 1,000
9) Prepared by A.F. ANGELICO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GOLF RD MT Pleasant IL 60001	12a) Total Gross Assets \$		<b>Franchise Tax &amp; Fees</b>
Phone # 847 398-8149	12b) Gross Assets in Illinois \$		12g) Franchise tax (Minimum of \$25) 25.00
E-mail Address RUSANGELICO@AOL.COM	12c) Total Gross Business \$		13) Penalty / Interest
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$		14) Filing fee \$75.00
Annual Report Year 2014	12e) Allocation Factor 1.000000		15) Total Due (Minimum of \$100.00) \$ 100.00
	12f) Illinois Capital \$ 1.000		

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510

2015  
4/21/15

FORM **BCA 14.05** (rev. Oct. 2014)  
**DOMESTIC CORPORATION**  
**ANNUAL REPORT**  
Business Corporation Act  
Secretary of State  
Department of Business Services  
501 S. Second St., Rm. 350  
Springfield, IL 62756  
217-782-7808  
www.cyberdriveillinois.com

Payment must be made by check or money order payable to Secretary of State.

File Prior To: \_\_\_\_\_ Year: 2015 File #: D 5982-852-5 Approved: \_\_\_\_\_

**Note:** A change in the Registered Agent and/or Registered Office may only be affected by filing Form BCA-5.10/5.20.

- Corporate Name: LAWREL LIQUORS, INC.  
Registered Agent: MICHAEL J CALDERONE  
Registered Office: 4471 W LAWRENCE  
City, IL, ZIP Code: CHICAGO IL 60630 County: COOK
- Principal Address of Corporation: 4471 W LAWRENCE CHICAGO IL 60630  
Street City State ZIP Code
- Date Incorporated: MARCH 3 1998  
Month Day Year
- Names and Addresses of Officers and Directors:

**NOTE:** The names and addresses of ALL officers and directors must be entered in this item or on an additional sheet.

OFFICE	NAME	NUMBER & STREET	CITY	STATE	ZIP
President	MICHAEL J CALDERONE	3511 CENTRAL	GLENVIEW	IL	60025
Secretary	PAUL M CALDERONE	833 OXFORD	WHEELING	IL	60090
Treasurer					
Director					
Director					
Director					

- If 51% or more of stock is owned by a minority or female, please check the appropriate box:  Minority Owned  Female Owned
- Number of shares authorized and issued (as of \_\_\_\_\_):

CLASS	SERIES	PAR VALUE	NUMBER AUTHORIZED	NUMBER ISSUED
COMMON		.00000	1,000	100,000

**IMPORTANT:** If the amount in item 6 or 7a differs from the Secretary of State's records, form BCA 14.30 must be completed.

7a. Amount of Paid-in Capital (as of 12/31/2014): \$ 1,000

7b. Paid-in Capital on record with Secretary of State: \$ 1,000

(Paid-in Capital reflects the sum of the Stated Capital and Paid-in surplus accounts.)

Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

**Item 8 Must Be Signed.**

8. By: \_\_\_\_\_  
Any Authorized Officer's Signature Title Date

**Please Complete Reverse Side of This Report**

Item 9 OR 10a OR 10b, whichever is applicable, MUST be completed.)

9. Amounts stated in parts (a) through (d) below are given for the 12-month period ending 31 DECEMBER 2014  
Day Month Year

Value of property (gross assets):

- (a) owned by the corporation, wherever located:..... (a) \$ \_\_\_\_\_
- (b) of the corporation located within the State of Illinois:..... (b) \$ \_\_\_\_\_

Gross amount of business transacted by the corporation:

- (c) everywhere for the above period:..... (c) \$ \_\_\_\_\_
- (d) at or from places of business in Illinois for the above period:..... (d) \$ \_\_\_\_\_

ALLOCATION FACTOR =  $\frac{b + d}{a + c}$  =  $\frac{\quad}{\quad}$  Enter this figure on line 11b below.  
6 decimal places

10a.  ALL property of the Corporation is located in Illinois and ALL business of the Corporation is transacted at or from places of business in Illinois.

10b.  The Corporation elects to pay franchise tax on the basis of 100% of its total Paid-in Capital.

ALLOCATION FACTOR = 1.000000 (Enter this figure on line 11b below.)

**STOP: Item 9 or 10 must be completed before continuing to Item 11.**

11. ANNUAL FRANCHISE TAX AND FEES

11a. TOTAL PAID-IN CAPITAL (Enter amount from Item 7a; if late, enter the greater of 7a or 7b.) .....	a.	1,000		
11b. ALLOCATION FACTOR (Enter from Item 9 or Item 10.).....	b.	1.000000		
11c. ILLINOIS CAPITAL (Multiply line 11a by line 11b.).....	c.	1,000		
11d1. Multiply line 11c by .001 (Round to nearest cent.) .....	d1	1.00		
11d2. ANNUAL FRANCHISE TAX (Enter amount from line d1, but not less than \$25).....	d2.			25.00
11e1. If Annual Report is late, multiply line d2 by .10 .....	e1.			
11e2. If Annual Franchise Tax is late, multiply line d2 by .02 for each month late or part thereof (minimum \$1).....	e2.	5.00		
11e3. INTEREST & PENALTIES (Add lines e1 and e2.).....	e3.			
11f. ANNUAL REPORT FILING FEE (\$75) .....	11f.			\$75.00
11g. TOTAL ANNUAL FRANCHISE TAX, FEES, INTEREST, PENALTIES DUE (Add line d2 + line e3 + line f.).....	11g.			105.00

**MAKE CHECKS PAYABLE TO ILLINOIS SECRETARY OF STATE.**  
 (Place corporate file number on check.)

**IMPORTANT:**

**If there have been changes in Items 6 or 7, Form BCA 14.30 must be executed and submitted with this Annual Report in the same envelope.**

SECRETARY OF STATE JESSE WHITE  
 STATE OF ILLINOIS  
 CORPORATE ANNUAL REPORT

(Form CDBCAF - Rev 03/07/2014)

\* \* THIS REPORT CAN BE FILED ON-LINE @ [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com) WITH AN EXPEDITED FEE. \* \*  
 (USE BLACK INK)

LAWREL LIQUORS, INC.  
 % MICHAEL J CALDERONE  
 4471 W LAWRENCE  
 CHICAGO IL 60630

03/03/1998  
 Cook County

1 4. Verify information is accurate.

5. MUST list names and addresses of all officers and directors as of the date of signing. If you are the sole officer, please indicate. If more space is needed, enclose attachment with corporate file number on the attachment. (\* SEE NOTE BELOW.)

6. Changes to the authorized shares must be completed on form BCA 10.30 for Illinois Corporations. Foreign Corporations must file certified copies of amendment from state of incorporation. If any changes have been made to the issued shares, a BCA form 14.30 must be completed and filed.

7. Verify Registered Agent on file is true and accurate. It will be necessary to file in this office form BCA 5.10 in order to make any changes in the Registered Agent's name and/or address. BCA 5.10 along with your \$25 fee MUST be submitted TOGETHER with the Annual Report in the SAME envelope. This form can be downloaded from our Internet web site [www.cyberdriveillinois.com](http://www.cyberdriveillinois.com). Click on "Publications"

FILE # D 5982-852-5

7a. Insert the principal address of Corporation.

7b. THIS DOCUMENT MUST BE SIGNED BY AN AUTHORIZED OFFICER.

Reverse Side

9. Complete preparer information as requested.

10. Affirm female or minority status. You must complete annually by selecting appropriate box. TO QUALIFY, 51% OWNERSHIP IS REQUIRED

Check this box if there are any changes in President or Secretary in #5 and MAIL IN THIS PORTION WITH THE ANNUAL REPORT. Your current President and Secretary are:

President: MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025  
 Secretary: PAUL M CALDERONE 833 OXFORD WHEELING 60090

\* NOTE: THE NAMES ABOVE AND OTHER DIRECTORS ARE REQUIRED IN THE FORM BELOW.  
 DETACH AT PERFORATION AND SUBMIT WITH PAYMENT. DO NOT SUBMIT PHOTOCOPY FOR FILING

023780

1) Corporate Name LAWREL LIQUORS, INC.		2) File Number D 5982-852-5	3) State / Country Illinois	4) Inc / Qual Date 03/03/1998
5) President Name & Address MICHAEL J CALDERONE 3511 CENTRAL GLENVIEW 60025				
Secretary Name & Address PAUL M CALDERONE 833 OXFORD WHEELING IL 60090				
Officer / Director Name & Address				
Officer / Director Name & Address				
Officer / Director Name & Address				
6) Share Information	Class	Series	Par Value	Number Authorized
	COMMON		.00000	1,000
				Number Issued as of 12/31/2015 100.000
7) Registered Agent MICHAEL J CALDERONE 4471 W LAWRENCE CHICAGO IL 60630 Cook County		YEAR 2016	7a) Principal Address of Corporation 4471 W LAWRENCE CHICAGO IL 60630 Street City State Zip Code	
7b) Under the penalty of perjury and as an authorized officer, I declare that this annual report, pursuant to the provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct and complete				
SIGNATURE		Title	Date	

**SECRETARY OF STATE JESSE WHITE**  
**STATE OF ILLINOIS**  
**CORPORATE ANNUAL REPORT**  
(Form CDBCAB - Rev. 02/20/2008)

PLEASE READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

11. Enter Paid-in Capital as of the date listed. (Paid-in Capital reflects the sum of the stated Capital and Paid-in surplus accounts).

11a. If box 11 and 11a are different, you **MUST** file a BCA 14.30.

12. The State of Illinois requires all For Profit Corporations to pay a franchise tax. You must choose the method in which you will calculate your franchise tax from the 3 options listed below. You **MUST fill in your choice in box 12.**

A. All Property of the corporation is in Illinois and ALL business of the corporation is transacted at or from places of business in Illinois. Skip boxes 12a through 12d and Enter **1.000000** in box 12c.

B. The corporation **ELECTS** to pay franchise tax on the basis of 100% of its total paid-in capital. Skip boxes 12a through 12d and Enter **1.000000** in box 12c.

C. The corporation has assets and / or transacts business outside of the State of Illinois, boxes 12a through 12d **MUST** be completed.

"Property" means gross assets, including all real, personal, tangible and intangible property, without qualification. "Business" means gross receipts, from whatever source derived.

Note: The figures used in 12a) through 12d) will be given as of the close of the corporation's fiscal year on or immediately preceding the date printed in item 11. Enter date in item 12 FYE.

12a) Enter the value of the property owned by the corporation, wherever located: **GROSS ASSETS.**

12b) Enter the value of the property owned by the corporation, located in Illinois: **ILLINOIS GROSS ASSETS.**

12c) Enter the gross amount of business transacted by the corporation everywhere.

12d) Enter the gross amount of business transacted by the corporation at or from places of business in the State of Illinois

12e) Divide (12b + 12d) by (12a + 12c). This figure **MUST BE 6 decimal places and ENTERED** into box 12c.

12f) Multiply box 11 by box 12e. If the annual report is late, multiply the greater of box 11 or 11a by box 12e.

12g) Multiply box 12f by 0.001. If this figure is less than \$25.00 enter \$25.00. If greater than \$2,000,000.00 enter \$2,000,000.00.

13. If submitting after due, complete worksheet below.

**Late annual report**

Multiply box 12g by 0.10 \_\_\_\_\_

**Late Franchise Tax**

Multiply box 12g by .02 by number of months late (**minimum \$1.00**). \_\_\_\_\_

Enter total in box 13

TOTAL \_\_\_\_\_

14) \$75.00 filing fee.

15) Total due: add boxes 12g+13+14 (**MINIMUM \$100.00**).

16) Make check payable to Secretary of State. Please detach check stub

**CHECKLIST**

Boxes 5 and 11 have been completed.

Box 12 has been completed and choice for Franchise tax was given.

Box 12e has been completed.

Box 12g is not less than \$25.00.

Box 15 is not less than \$100.00.

Box 7b is signed by an officer.

Place File number on check. Do not staple or paper clip check to annual report.

If submitting a form BCA 14.30, your previous allocation factor is 1.000000

Additional forms are located at [www.ilsos.net](http://www.ilsos.net) or can be requested by telephone at (217) 782-6961. For questions regarding this form please call 217-782-7808.

File # D 5982-852-5	8) RI-SERVED	11) Current Paid in Capital 12/31/2015 1,000	11a) 1,000
9) Prepared by A.F. ANGELICO	12) A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input type="checkbox"/>	Use decimals in 12a-d, f & g also in 13 and 15	12) FYE (See Note)
Address 300 W. GOLF RD	12a) Total Gross Assets \$		<b>Franchise Tax &amp; Fees</b>
Phone # 847 348 8149	12b) Gross Assets in Illinois \$		12g) Franchise tax (Minimum of \$25) 25.00
E-mail Address ANGELICO@CORP.COM	12c) Total Gross Business \$		13) Penalty / Interest
10) <input type="checkbox"/> Female <input type="checkbox"/> Minority <input type="checkbox"/> Both	12d) Total Business in Illinois \$		14) Filing fee \$75.00
Annual Report Year 2016	12e) Allocation Factor 1.000000		15) Total Due (Minimum of \$100.00) 100.00
	12f) Illinois Capital \$ 1,000		

Jesse White Secretary of State  
Department of Business Services  
501 S 2nd Street  
Springfield IL 62756-5510



# **EXHIBIT D**



FKOW 11/30/11

# EFT-1 Authorization Agreement for Certain Electronic Payments

## Read this information first!

Complete this form **ONLY** if you

- want to use ACH credit, the pay-by-phone debit method, or the direct file debit method to pay amounts owed to the Illinois Department of Revenue, or
- are changing previously submitted information about one of the methods of payment listed above.

**Note:** For most taxes, electronic payments can be made easily on our web site using WebPay at [tax.illinois.gov](http://tax.illinois.gov). If you use WebPay, do not complete this form.

## Step 1: Complete the following information

- 1 Check the payment method you wish to use (or wish to update).
- ACH credit
- Pay-by-phone debit
- Direct file debit (for sales, telecommunications, tobacco, liquor, and cigarette)
- 2 Check the reason you are completing this form.
- Initial set up (Check this box and skip to Step 2.)
- Change to previously submitted information
- 3 If a change, write the effective date. 12 / 01 / 2012
- 4 Explain the change: Change from credit to pay by phone

## Step 2: Identify yourself

- 5 LAWREL LIQUORS INC  
Taxpayer's name
- 6 4471 W LAWRENCE AVE  
Address
- CHICAGO IL 60630  
City State ZIP
- 7 36 - 4283938  
Federal employer identification number (FEIN)
- 8 \_\_\_\_\_  
Social Security number (SSN)

## Step 3: Complete designated agent or contact person information

- 9 MICHEL CALDERONE  
Designated agent's or contact person's name
- 10 4471 W LAWRENCE AVE  
Address
- CHICAGO IL 60630  
City State ZIP
- 11 ( 773 ) 725-3434 \_\_\_\_\_  
Telephone Fax
- 12 \_\_\_\_\_  
Email address
- 13 \_\_\_\_\_  
Signature authorization (authorized officer of designated agent or contact person)

## Step 4: Check the taxes for which you wish to authorize these payments

### Illinois income taxes:

- Individual income tax \_\_\_\_\_  
Illinois Account ID number
- Withholding income tax \_\_\_\_\_  
Illinois Account ID number
- Business income tax \_\_\_\_\_  
Illinois Account ID number

### Sales taxes:

- Sales and Use Tax 3001-778  
Illinois Account ID number
- Chicago Soft Drink Tax \_\_\_\_\_  
Illinois Account ID number
- County Motor Fuel Tax \_\_\_\_\_  
Illinois Account ID number
- MPEA Food and Beverage Tax \_\_\_\_\_  
Illinois Account ID number
- Prepaid Sales Tax (motor fuel) \_\_\_\_\_  
Illinois Account ID number
- Automobile Renting Tax \_\_\_\_\_  
Illinois Account ID number

### Excise taxes:

- Electricity Dist. and Invested Capital \_\_\_\_\_  
Illinois Account ID number
- Gas Revenue and Gas Use Tax \_\_\_\_\_  
Illinois Account ID number
- Electricity Excise Tax \_\_\_\_\_  
Illinois Account ID number
- Telecommunications Tax \_\_\_\_\_  
Illinois Account ID number
- Telecom Infrastructure Maint. Fee \_\_\_\_\_  
Illinois Account ID number
- Tobacco Products Tax \_\_\_\_\_  
Illinois Account ID number
- Hotel Tax \_\_\_\_\_  
Illinois Account ID number
- Liquor Tax \_\_\_\_\_  
Illinois Account ID number
- Liquor Airline Tax \_\_\_\_\_  
Illinois Account ID number

**Step 5: If using the pay-by-phone debit or direct file debit method, complete the following**

14 BANK OF AMERICA 17 Check one:  Business or  Individual/Consumer  
 Financial institution's name

15 LAWREL LIQUORS 18 Check one:  Checking or  Savings  
 Name on account

16 0003100813 19 0 7 1 0 0 0 5 0 5  
 Account number Routing transit number

**Step 6: Sign and complete**

The signature of the taxpayer, authorized officer, or partner is required, as well as the title and date (even if you are using a designated agent). Under penalties of perjury, I state that I have examined this form and to the best of my knowledge it is true, correct, and complete. The Illinois Department of Revenue is authorized to use this information in accordance with the Department of Revenue Law of the Civil Administrative Code of Illinois and all applicable Illinois tax acts. This agreement shall remain in force until the department receives written notification from the taxpayer.

Signature of taxpayer, authorized officer, or partner \_\_\_\_\_ PRESIDENT \_\_\_\_\_ 11 / 30 / 2011 \_\_\_\_\_  
 Title Date

**Step 7: Mail or fax completed form**

Mail to: ELECTRONIC FUNDS TRANSFER DIVISION Fax number: 217 524-8282  
 ILLINOIS DEPARTMENT OF REVENUE  
 PO BOX 19015  
 SPRINGFIELD IL 62794-9015

**Form EFT-1 Instructions****General Information****What is the WebPay method?**

The WebPay method is an electronic transfer that you authorize allowing the department to initiate a debit transaction on the financial account that you provide. WebPay is available on our website to make most tax payments. This method normally does not require submission of this form. Go to our website at [tax.illinois.gov](http://tax.illinois.gov).

**What is the direct file debit method?**

For sales, telecommunications, tobacco and liquor taxes only: The direct file debit method is an electronic transfer to us using software you develop or purchase.

**For cigarette stamp purchasers:** You are required to mark the "direct file debit" box in Step 1, Line 1 if you will be buying cigarette tax stamps.

**What is ACH credit?**

An Automated Clearing House (ACH) credit is an electronic transfer that you authorize telling your financial institution to withdraw

from your account for deposit into our account using your financial institution's system. We recommend that you contact your bank to determine what ACH services they offer before you choose this option.

**What is the pay-by-phone debit method?**

The pay-by-phone method is an electronic transfer that occurs when you authorize our agent to transfer funds from your account on the date that you select. If you choose the pay-by-phone debit option, you must complete a separate Form EFT-1 for each account from which you will make payments.

**What if I need help?**

If you need assistance, you may call us weekdays between 8 a.m. and 5 p.m. at 217 782-6257. You also may visit our website at [tax.illinois.gov](http://tax.illinois.gov) or write to us at

ELECTRONIC FUNDS TRANSFER DIVISION  
 ILLINOIS DEPARTMENT OF REVENUE  
 PO BOX 19015  
 SPRINGFIELD IL 62794-9015

**Specific Instructions****Step 1: Complete the following information**

Check the payment method you wish to use and whether this is an initial registration or if you are changing information you previously provided.

Attach additional sheets if necessary.

**Step 3: Complete designated agent or contact person information**

If a designated agent will be transferring payments, complete Step 3.  
 If the designated agent is completing Form EFT-1 on behalf of a

taxpayer, the taxpayer must provide a signature in Step 6, unless a signed Form IL-2848-E is kept in the designated agent's books and records.

**Note** If the pay-by-phone option will be used and the bank account is the designated agent's, an authorized officer of the agent must sign on Step 3, Line 13, to authorize us to debit that account.

A contact person should be the person who will be initiating and making the payment transfer. Include the telephone number, fax number, and email address.

# **EXHIBIT E**

**ILLINOIS INDEPENDENT TAX TRIBUNAL**

PAUL M. CALDERONE,	)	
	)	
Petitioner,	)	
	)	
v.	)	Docket No.
	)	
ILLINOIS DEPARTMENT OF REVENUE,	)	
	)	
Respondent.	)	

**AFFIDAVIT IN SUPPORT OF PETITION FILED BY  
PAUL M. CALDERONE IN THE ILLINOIS INDEPENDENT TAX TRIBUNAL**

The Affiant, ANTHONY F. ANGELICO, states the following under the penalties of perjury:

1. I have personal knowledge of the facts of this matter.
2. I am the owner and operator of A. F. Angelico Accounting & Tax Service, a business that assists taxpayers and small business owners with accounting and tax preparation services. My business office is located at 300 W. Golf Road, Mount Prospect, Illinois 60056, and the telephone number of my business office is (847) 398-8149. I have engaged in the business of assisting taxpayers and small business owners with accounting and tax return preparation services for more than fifty years.
3. I have served as the independent accountant and tax return preparer for LAWREL LIQUORS, INC., an Illinois corporation, which formerly operated a bar and liquor store located at 4471 W. Lawrence Avenue, in Chicago, Illinois ("Lawrel"). I have served continuously in such capacity since October 1, 2000, the date Lawrel began such business operations, to the present.
4. In such capacity, and to the best of my knowledge and belief, I have prepared every Illinois Sales and Use Tax Return, Illinois Department of Revenue Form ST-1 ("Sales Tax Return"), ever filed by Lawrel with the Illinois Department of Revenue (the "Department") pursuant to the Illinois Retailers' Occupation Tax Act.
5. Also in such capacity, and to the best of my knowledge and belief, I have prepared every federal and Illinois Income Tax Return and every federal and Illinois Payroll Tax Return ever filed by

Lawrel with the Internal Revenue Service, the Social Security Administration, the Department, and/or the Illinois Department of Employment Security.

6. I affirmatively state, based upon my personal knowledge, that the following procedures were followed in connection with the preparation and filing of Sales Tax Returns by Lawrel since October 1, 2000, specifically including all tax periods in the years 2009, 2012 and 2015 (the "Notice Periods"): (a) each month, Michael Calderone, the President of Lawrel ("Michael"), reported to me the amount of retail sales made by Lawrel's bar and liquor store for the previous month; (b) I then used such information supplied by Michael to prepare the Sales Tax Return for Lawrel's bar and liquor store for such previous month (one monthly Sales Tax Return was filed for the combined bar and liquor store sales); (c) I then mailed the completed Sales Tax Return to Michael with appropriate instructions for signing the Sales Tax Return and filing it with the Department, along with the amount of the required Sales Tax payment due to the Department for such previous month; and (d) Michael was the only Officer of Lawrel with whom I worked or communicated in connection with the preparation and filing of Sales Tax Returns and the payment of any taxes due with such returns.

7. I further affirmatively state, based upon my personal knowledge, the following with respect to the activities of Paul M. Calderone, the Secretary of Lawrel ("Paul"), in connection with the preparation and filing of Sales Tax Returns by Lawrel since October 1, 2000, specifically including all the Notice Periods: (a) Paul never reported to me any information related to the amount of retail sales made by Lawrel for any month; (b) I neither delivered any Sales Tax Returns to Paul, nor ever instructed Paul regarding the signing or filing of any Sales Tax Returns, nor discussed with Paul the amount or the payment of any Sales Taxes due to the Department; and (c) I never discussed with Paul any matters related to Sales Taxes, generally, or to the filing of Sales Tax Returns and the payment of Sales Taxes due to the Department, specifically.

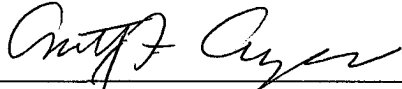
8. I further affirmatively state, based upon my personal knowledge, the following with respect to the preparation and filing of federal and Illinois Income Tax Returns and federal and Illinois Payroll Tax Returns, and the payment of any taxes due with such returns, since October 1, 2000,

specifically including all the Notice Periods: (a) Michael was the only Officer of Lawrel with whom I worked or communicated in connection with the preparation and filing of such returns and the payment of any taxes due with such returns; and (b) I never worked or communicated with Paul in connection with the preparation and filing of such returns or the payment of any taxes due with such returns.

9. To the best of my knowledge and belief, Paul never signed or filed, on behalf of Lawrel, any Sales Tax Returns, federal or Illinois Income Tax Returns, or federal or Illinois Payroll Tax Returns.

10. To the best of my knowledge and belief, Paul never had the authority to sign checks drawn upon, or to otherwise deal in any way with, any checking or other bank account of Lawrel.

11. Further, the Affiant sayeth naught.

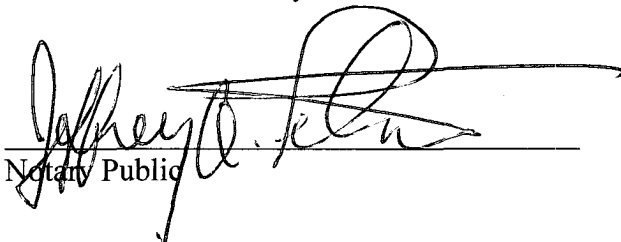


Anthony F. ANGELICO, Affiant

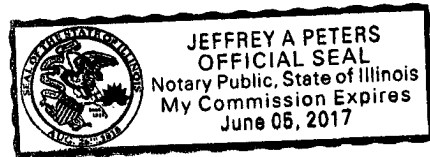
STATE OF ILLINOIS     )  
  )     SS.  
COUNTY OF COOK     )

I, JEFFREY A. PETERS, a Notary Public in and for said County in the State aforesaid, do hereby certify that ANTHONY F. ANGELICO, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered such instrument as his own free and voluntary act, for the uses and purposes set forth therein.

Given under my hand and notarial seal on May 27, 2016.



Notary Public



Jeffrey A. Peters  
Attorney for Petitioner  
25 S. Salem Avenue  
Arlington Heights, Illinois 60005  
(847) 409-4835