

Attn: Community Planning & Development Service

Re: Letter of Intent for Planned Development – Major Amendment

Date: 11-09-12

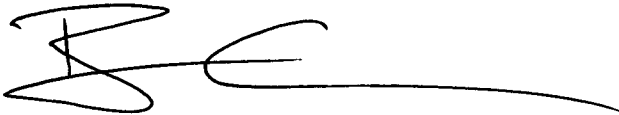
To whom it may concern,

Cadpar LLC, dba Sólace is wishing to apply for a retail “on-off sale” wine and malt beverage license for our establishment located in the Stoney Creek South strip mall, 5734 Sheridan Lake Road, #204, Rapid City, SD. We are in the process of opening a fitness studio that has a “hot” yoga room, another room for spinning and other fitness classes, and a small (10’x15’ approx.) lounge area to relax in after classes.

Our hours of operation will approximately be from 5 am to 9 pm, but not necessarily open during that full time slot. We are currently investigating the need to actually have the facility open and staffed during that full time period, or just during and after the scheduled class times. At this time, we are not planning on having any “open gym” time where clients could come in and workout on their own.

The facility is currently rated for maximum occupancy rate of 33. Our main focus and business model is as a fitness facility and will be advertised as such. Our main focus will not be for the sale of alcoholic, or availability of alcoholic beverages, but as a side benefit to our clients. This extra benefit is intended to compliment the customers that would already be at our facility participating in a class, and not necessarily for bring additional patron to our establishment for the sole purpose of consuming beverages. We would like to offer classes that would include, but not be limited to, “Couples Night Out - Yoga and Wine”, “Bikes and Beers”, etc. We would feature the availability of having a glass of wine or beer with your friends after class in our lounge area.

Thank you for your consideration,



Ryan Cadwallader

Cadpar LLC, dba Sólace

5734 Sheridan Lake Road, #204

Rapid City, SD 57702

RECEIVED

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**RAPID CITY COMMUNITY PLANNING
& DEVELOPMENT SERVICES**