



## MEMORANDUM

TO: Alcoholic Beverage Control Board

DATE: November 1, 2023

FROM: Sonya Irwin, OLE

RE: #4542 The Trees RV Park &  
General Store

**Requested Action:** Involuntary retransfer of ownership

**Statutory Authority:**

**3 AAC 304.107 Compelled transfer of license; security interest**

(a) If a former licensee seeks to compel the transfer of a license because of a promise under AS 04.11.670 given as collateral by the current licensee to the former licensee in the course of an earlier transfer of the license, followed by a default in payment in connection with property conveyed or a lease made in the course of the previous transfer, the board will deny the transfer if creditors are not satisfied under AS 04.11.360(4)(A) unless it clearly appears that:

(1) the security interest was established in the previous transfer in accordance with 3 AAC 304.106;

(2) the former licensee operated the license that was transferred for at least 240 hours;

(3) the term of a security interest in a license to secure payment for personal property did not exceed 10 years.

(b) The director may identify, in board meeting agendas, those applications for transfer of ownership that are secured as described in this section.

(c) After the foreclosure of real property that secures payment of a debt also secured by a promise under AS 04.11.670, a license may not be retransferred without satisfaction of creditors under AS 04.11.360(4)(A) unless

(1) the board approved an application for retransfer before the foreclosure; or  
(2) the amount owed to the former licensee for the real property at the time of foreclosure exceeds the fair market value of the property; the former licensee carries the burden of proof to show that the fair market value is less than the amount owed.

**AS 04.11.360(4):** "An application requesting approval of a transfer of a license to another person under this title shall be denied if the transferor has not paid all debts or taxes arising from the conduct of the business licensed under this title unless

(A) the transferor gives security for the payment of the debts or taxes satisfactory to the creditor or taxing authority; or

(B) the transfer is under a promise given as collateral by the transferor to the transferee in the course of an earlier transfer of the license under which promise the transferor is obliged to transfer the license back to the transferee in the event of default in payment for property conveyed as part of the earlier transfer of the license..."

**AS 04.11.670:** “A license issued under this title is not subject to foreclosure, and may not be used as collateral to secure a debt. However, if a license is transferred to another person, the transferor may secure payment for real and personal property conveyed to the transferee upon the promise of the transferee to transfer the license back to the transferor upon default in payment.”

(1) conveyance, and may, as a result, be able to obtain a retransfer of the license without satisfaction of other creditors.”

**Background:** A completed involuntary retransfer application has been received for liquor license 4542. Staff has reviewed and determined that both the retransfer application and Security Interest notices and documents have been completed to meet the requirements laid out in 3 AAC 304.107.

**Attachment:** Security Interest Documents  
AB-01  
AB-02  
Legal Counsel's Memo



**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) <b>Shirley Davenport 907-790-7110</b>
B. E-MAIL CONTACT AT FILER (optional) <b>sdavenport@bbslawyer.com</b>
C. SEND ACKNOWLEDGMENT TO: (Name and Address)  <b>Shirley Davenport</b> <b>PO Box 32819</b> <b>Juneau, AK 99803</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

OR	1a. ORGANIZATION'S NAME <b>The Trees RV L.L.C.</b>	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
	1b. INDIVIDUAL'S SURNAME			
1c. MAILING ADDRESS <b>P.O. Box 1292</b>	CITY <b>Petersburg</b>	STATE <b>AK</b>	POSTAL CODE <b>99833</b>	COUNTRY <b>USA</b>

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

OR	2a. ORGANIZATION'S NAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
	2b. INDIVIDUAL'S SURNAME <b>Allison</b>	<b>Brandon</b>		
2c. MAILING ADDRESS <b>P.O. Box 1292</b>	CITY <b>Petersburg</b>	STATE <b>AK</b>	POSTAL CODE <b>99833</b>	COUNTRY <b>USA</b>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

OR	3a. ORGANIZATION'S NAME <b>The Trees, LLC</b>	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
	3b. INDIVIDUAL'S SURNAME			
3c. MAILING ADDRESS <b>P.O. Box 404</b>	CITY <b>Petersburg</b>	STATE <b>AK</b>	POSTAL CODE <b>99833</b>	COUNTRY <b>USA</b>

4. COLLATERAL: This financing statement covers the following collateral:

**Any real or personal property more specifically described on the attached Exhibit "A".**

**Together with the products and proceeds thereof (including insurance proceeds or claims) and together with all additions and replacements thereto.**

**Under the terms of AS 04.11.670, AS 04.11.360(4)(B), and 3 AAC 304.106, the transferor/lessor retains a security interest in the liquor license that is the subject of this conveyance, and may, as a result, be able to obtain a retransfer of the license without satisfaction of other creditors.**

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:  
 Public-Finance Transaction  Manufactured-Home Transaction  A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:  
 Agricultural Lien  Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) <b>Shirley Davenport</b>
B. E-MAIL CONTACT AT FILER (optional) <b>sdavenport@bbslawyer.com</b>
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <b>Baxter Bruce &amp; Sullivan P.C. P.O. Box 32819 Juneau, Alaska 99803</b>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME <b>The Trees RV L.L.C.</b>				
OR	1b. INDIVIDUAL'S SURNAME <b>N/A</b>	FIRST PERSONAL NAME <b>N/A</b>	ADDITIONAL NAME(S)/INITIAL(S) <b>N/A</b>	SUFFIX <b>N/A</b>
1c. MAILING ADDRESS <b>P.O. Box 1292</b>		CITY <b>Petersburg</b>	STATE <b>AK</b>	POSTAL CODE <b>99833</b>
			COUNTRY <b>USA</b>	

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here  and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME <b>N/A</b>				
OR	2b. INDIVIDUAL'S SURNAME <b>Allison</b>	FIRST PERSONAL NAME <b>Brandon</b>	ADDITIONAL NAME(S)/INITIAL(S) <b>N/A</b>	SUFFIX <b>N/A</b>
2c. MAILING ADDRESS <b>P.O. Box 1292</b>		CITY <b>Petersburg</b>	STATE <b>AK</b>	POSTAL CODE <b>99833</b>
			COUNTRY <b>USA</b>	

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>The Trees, LLC</b>				
OR	3b. INDIVIDUAL'S SURNAME <b>N/A</b>	FIRST PERSONAL NAME <b>N/A</b>	ADDITIONAL NAME(S)/INITIAL(S) <b>N/A</b>	SUFFIX <b>N/A</b>
3c. MAILING ADDRESS <b>P.O. Box 404</b>		CITY <b>Petersburg</b>	STATE <b>AK</b>	POSTAL CODE <b>99833</b>
			COUNTRY <b>USA</b>	

4. COLLATERAL: This financing statement covers the following collateral:

**Any real or personal property more specifically described on the attached Exhibit "A".**

**Together with the products and proceeds thereof (including insurance proceeds or claims) and together with all additions and replacements thereto.**

**Under the terms of AS 04.11.670, AS 04.11.360(4)(B), and 3 AAC 304.106, the transferor/lessor retains a security interest in the liquor license that is the subject of this conveyance, and may, as a result, be able to obtain a retransfer of the license without satisfaction of other creditors.**

5. Check only if applicable and check only one box: Collateral is  held in a Trust (see UCC1Ad, item 17 and Instructions)  being administered by a Decedent's Personal Representative

6a. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Public-Finance Transaction <input type="checkbox"/> Manufactured-Home Transaction <input type="checkbox"/> A Debtor is a Transmitting Utility	6b. Check <u>only</u> if applicable and check <u>only</u> one box: <input type="checkbox"/> Agricultural Lien <input type="checkbox"/> Non-UCC Filing
--	--

7. ALTERNATIVE DESIGNATION (if applicable):  Lessee/Lessor  Consignee/Consignor  Seller/Buyer  Bailee/Bailor  Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:



**EXHIBIT "A"**  
**PERSONAL PROPERTY**

Red Cabin - not affixed  
Cabin with loft - not affixed  
Refrigeration Equipment - 1 two door beer/wine cooler  
Refrigeration Equipment - 3 three door beer/wine cooler  
Refrigeration Equipment - 2 three door chill/soda coolers  
4 CF Countertop Freezer (KaTom)  
6 Basket Freezer/Sliding Glass Top (for Novelty Ice Creams)  
Air Conditioner/Heater, Portable, Frigidaire  
Beverage Cooler, small  
Bunn Coffee Maker  
Commercial Coin Op Dryer #1  
Commercial Coin Op Washer #1  
Commercial Coin Op Dryer #2  
Commercial Coin Op Washer #2  
Ten 6' Adjustable Shelf Metal Grocery Shelves (2 are upstairs)  
One Metal stand alone five shelf unit  
Microwave Oven  
Small Green Table (Microwave stand)  
Two small wooden bookshelves for bulk candy display F'Real  
FRLB6-LT1 Blender w/Excellance Freezer  
Freezer Chest Frigadaire (conex)  
Freezer Upright (outside freezer from Wiseman)  
Frigidaire Chest Freezer (Water Bldg)  
GE Upright Freezer (conex) (s/n ZG135505)  
Katom 75" 3-section Freezer Display  
Maytag Upright Freezer (conex)  
Microwave and Curtains  
Nuova Simonelli Espresso Machine  
Refrigerated Case, small Beverage Cooler w/lights  
Sears EdgeStar Beverage Cooler (back by storage room)  
Security System  
Small Frozen Drink Freezer (Sears under counter)  
Store Safe  
Xenon XP 1952 Bar Code Scanner  
Lighted Sign at entry to park  
Wood/Peg board Candy Display  
Wooden bookshelf for pharmacy display  
Wooden wall mounted bins for alcohol 50ml display  
Wooden wall mounted wine rack  
Wooden wall mounted tobacco shelf w/bins  
Wooden wall mounted hard alcohol rack 7'H X 12'L  
Three Yellow Cedar hand carved Loggers in relief  
One yellow cedar hand carved Green Man face  
One yellow cedar hand carved Green Woman face  
One yellow cedar hand carved Troll face  
One five drawer filing cabinet  
One wooden desk



**THE TREES RV PARK & GENERAL STORE**

Inventory By Department

Inventory as of: Wednesday, April

Page 1 of 1

Date Printed: Wednesday, April 6,

SKU Active=True AND SKU Active=True AND Department!=Coffee;Laundry;RV;Test;

Department	QOH	Cost	Retail	Gross Pr
Bakery	176	\$304.71	\$584.58	47.88%
Beer	1,656	\$10,508.81	\$19,787.09	46.89%
Candy	1,731	\$2,106.26	\$5,361.50	60.72%
Chill	602	\$876.03	\$2,386.20	63.29%
Chips & Nuts	646	\$842.21	\$1,904.25	55.77%
Frozen	1,853	\$3,889.81	\$10,433.24	62.72%
Grocery	1,509	\$1,569.28	\$3,932.92	60.10%
Liquor	4,141	\$27,054.12	\$52,863.15	48.82%
Meat Snacks	486	\$1,063.68	\$2,253.21	52.79%
Misc	190	\$1,140.14	\$1,876.76	39.25%
Soft Drinks	1,948	\$2,422.75	\$6,268.97	61.35%
Tobacco	398	\$3,372.14	\$4,930.30	31.60%
Wine	819	\$6,954.78	\$12,723.89	45.34%
<b>Totals:</b>	<b>16155</b>	<b>\$62,104.71</b>	<b>\$125,306.06</b>	<b>50.44%</b>



**BILL OF SALE**

The Trees RV L.L.C., an Alaska limited liability company, of P.O. Box 1292, Petersburg, Alaska 99833, hereinafter referred to as the "Seller," for and in consideration of the signing by The Trees, LLC, an Alaska limited liability company, of P.O. Box 404, Petersburg, Alaska 99833, herein referred to as "Buyer" of an *Assumption and Release Agreement* and other valuable consideration, receipt of which is hereby acknowledged, hereby sells and delivers to Buyer the following assets.

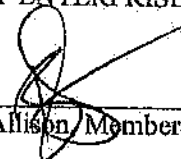
See attached Exhibit "A"

This conveyance is to the Buyer and its successors and assigns forever; and the Seller hereby represents it is the lawful owner of said property, that the same is free from all encumbrances, except the encumbrance owed to Buyer, and that the Seller has good right to sell the same.

Seller has set its hand this 28 day of August, 2023.

SELLER:

THE TREES RV L.L.C.  
ONE DAY ENTERPRISES L.L.C., MEMBER



\_\_\_\_\_  
Brandon Allison, Member

STATE OF ALASKA

)

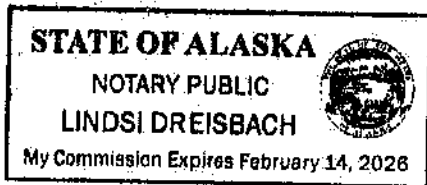
: ss

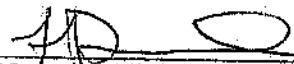
FIRST JUDICIAL DISTRICT

)

The foregoing instrument was acknowledged before me the \_\_\_ day of August, 2023 by Brandon Allison, member of One Day Enterprises L.L.C., member of The Trees RV L.L.C., an Alaska limited liability company, on behalf of the limited liability company.

WITNESS my hand and official seal the day and year in this certificate above written.



  
\_\_\_\_\_  
Notary Public, State of Alaska  
My commission expires: February 14 2026

**IRREVOCABLE ASSIGNMENT FOR SECURITY PURPOSES  
AND POWER OF ATTORNEY**

FOR VALUABLE CONSIDERATION, The Trees RV L.L.C., an Alaska limited liability company, whose address is P.O. Box 1292, Petersburg, Alaska 99833, (hereinafter "ASSIGNOR"), operating Package Store Liquor License No. 4542 under the authority of the State of Alaska Alcoholic Beverage Control Board, hereby irrevocably assigns to The Trees, LLC, an Alaska limited liability company owned solely by Larry Dunham, whose address is P.O. Box 404, Petersburg, Alaska 99833 (hereinafter "ASSIGNEE"), all of its right, title and interest in and to the Package Store Liquor License No. 4542 previously issued in the name of ASSIGNEE, and heretofore transferred to ASSIGNOR by the State of Alaska Alcoholic Beverage Control Board. Further, ASSIGNOR grants to ASSIGNEE a security interest therein, and in re-issuance of such license, such assignment and granting of security interest being for the sole purpose of securing the obligations set forth in the following agreements:

- (a) *Purchase and Sale Agreement*, dated May 3, 2022.
- (b) *Deed of Trust Note*, dated June 25, 2022.
- (c) *Deed of Trust and Security Agreement*, dated June 25, 2022.
- (d) *Statutory Warranty Deed*, dated June 25, 2022.

Absent default by the ASSIGNOR, this assignment shall be null and void and without force and effect.

Upon default by the ASSIGNOR, the ASSIGNOR appoints ASSIGNEE as ASSIGNOR'S attorney-in-fact, with full power of substitution, for the purposes of executing and delivering all documents, and otherwise taking any and all steps whatsoever required or pertinent to the operation, use, transfer or renewal of said license.

In the event that ASSIGNOR shall be in default of any of its obligations to ASSIGNEE under the agreements and instruments described herein, ASSIGNEE shall have the immediate right to possession of all of the assets of the business operated by the ASSIGNOR at The Trees RV L.L.C., located at Milepost 10.2 Mitkof Highway, Petersburg, Alaska. Pending re-transfer of the Package Store Liquor License, ASSIGNEE shall also have the immediate and continuing right to operate the Package Store Liquor License, and to conduct business under the Package



Store Liquor License as the agent of ASSIGNOR with the full and complete authority and approval of ASSIGNOR.

During the time the ASSIGNEE has possession of the business assets, ASSIGNEE may, but is not obligated to, conduct any lawful business in connection therewith, and in such event, shall apply all revenues collected from such business as follows:

- (a) First, to pay normal operating expenses of the business, such as employee salaries, replacement and acquisition of inventory, taxes, insurance premiums, fees, utilities and the like including reasonable compensation for the ASSIGNEE'S work.
- (b) Then, to cure any and all defaults in any obligations and to pay all sums then owed by ASSIGNOR to ASSIGNEE, including interest thereon, and to reimburse the ASSIGNEE for any legal fees or costs incurred by the ASSIGNEE.
- (c) Lastly, the balance of the operating revenues, if any, to ASSIGNEE, provided such payment shall not be made until such time as the State of Alaska Alcoholic Beverage Control Board shall have approved the retransfer of the package store liquor license to the ASSIGNEE.

The purpose of this *Irrevocable Assignment for Security Purposes and Power of Attorney* is to enable the ASSIGNEE, in the event of ASSIGNOR'S default, to have the same rights and powers with respect to the license which is the subject hereto that ASSIGNOR has and would have in all instances when the operation, transfer, renewal, use or any other disposition of said license is involved.

Subject to the foregoing, this *Irrevocable Assignment for Security Purposes and Power of Attorney* shall bind and inure to the benefit of the parties herein named, their heirs, administrators, executors, assigns or other successors in interest.

This *Irrevocable Assignment for Security Purposes and Power of Attorney* is coupled with an interest and is therefore irrevocable.

In no event shall this assignment be deemed to create any liability or responsibility on the part of ASSIGNEE with respect to the subject Package Store Liquor License unless and until the legal and equitable title thereto shall re-vest in ASSIGNEE.

**ASSIGNOR HEREBY AUTHORIZES ASSIGNEE TO FILE A COPY OR DUPLICATE ORIGINAL OF THIS IRREVOCABLE ASSIGNMENT FOR SECURITY**

**PURPOSES AND POWER OF ATTORNEY AND ANY OTHER DOCUMENTS REFERRED TO HEREIN, WITH THE STATE OF ALASKA ALCOHOLIC BEVERAGE CONTROL BOARD, AND HEREBY AUTHORIZES AND INSTRUCTS THE BOARD THAT IT IS INTENDED THAT ANY TRANSFER OF THE SUBJECT LIQUOR LICENSE, OR CHANGE OR REQUEST TO CHANGE THE LOCATION OR PREMISES TO WHICH THE SUBJECT LIQUOR LICENSE PERTAINS, SHALL REQUIRE THE WRITTEN ACKNOWLEDGEMENT, AGREEMENT AND CONSENT OF ASSIGNEE.**

This document is intended to create a method to allow the ASSIGNEE to enforce ASSIGNEE'S security interest in the Package Store Liquor License in favor of the ASSIGNEE as provided by AS 04.11.360(4)(B), AS 04.11.670 and 13 AAC 304.106. The ASSIGNEE retains a security interest in the liquor license which is subject to this conveyance under the terms of AS 04.11.360(4)(B), AS 04.11.670 and 13 AAC 304.106 and may, as a result, be able to obtain a retransfer of the license without satisfaction of other creditors.

Dated July 15, 2022.

ASSIGNOR: The Trees RV L.L.C.

By:

  
\_\_\_\_\_  
Brandon Allison, Member

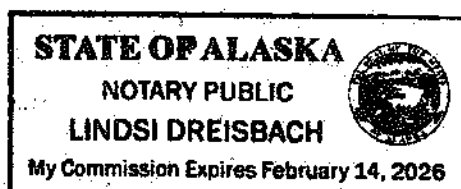
STATE OF ALASKA )

: ss

FIRST JUDICIAL DISTRICT )

The foregoing instrument was acknowledged before me this \_\_\_ day of July 2022 by Brandon Allison, member of The Trees RV, L.L.C., an Alaska limited liability company, on behalf of the limited liability company.

WITNESS my hand and official seal the day and year in this certificate above written.





\_\_\_\_\_  
Notary Public, State of Alaska

My commission expires: 2-14-26

**NOTICE OF SECURITY INTEREST  
IN PACKAGE STORE LIQUOR LICENSE NO. 4542**

Notice is hereby given to the State of Alaska Alcoholic Beverage Control Board ("ABC Board") and any and all present and future creditors of the licensee of the Package Store Liquor License No. 4542 issued to The Trees RV L.L.C., d/b/a The Trees RV L.L.C., that The Trees, LLC d/b/a The Trees RV Park & General Store as Lender in a *Deed of Trust* on sale of real property, retains a purchase money security interest in the liquor license under the terms of AS 04.11.670, AS 04.11.360(4)(B), and 3 AAC 304.106, which interest was created concurrent with the transfer of the Package Store Liquor License No. 4542, as evidenced by Uniform Commercial Code *Financing Statement* No. 2022-011615-4, filed July 14, 2022 and the *Deed of Trust and Security Agreement* recorded July 13, 2022 at Serial No. 2022-000425-0, Petersburg Recording District records, which transfer was approved by the ABC Board on June 28, 2022.

Under the terms of AS 04.11.670, AS 04.11.360(4)(B), and 3 AAC 304.106, The Trees, LLC retains a security interest in the liquor license that was the subject of the conveyance to the current licensee, and may, as a result, be able to obtain a retransfer of the license without satisfaction of other creditors.

All documents pertinent to this transfer are on file at the ABC Board.

Dated July 15, 2022.

The Trees RV L.L.C.

By:

  
\_\_\_\_\_  
Brandon Allison, Member

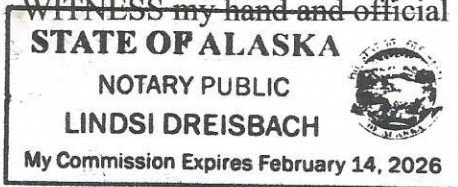
STATE OF ALASKA )

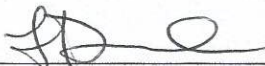
: ss

FIRST JUDICIAL DISTRICT )

The foregoing instrument was acknowledged before me this \_\_\_ day of July 2022 by Brandon Allison, member of The Trees RV, L.L.C., an Alaska limited liability company, on behalf of the limited liability company.

~~WITNESS my hand and official seal the day and year in this certificate above written.~~



  
\_\_\_\_\_  
Notary Public, State of Alaska

My commission expires: 2-14-26

Dated July 15, 2022.

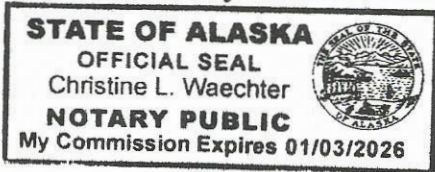
The Trees, LLC

By: Larry Dunham  
Larry Dunham, Member

STATE OF ALASKA )  
 )  
: ss  
FIRST JUDICIAL DISTRICT )

The foregoing instrument was acknowledged before me this \_\_\_ day of July 2022, by Larry Dunham, member of The Trees, LLC, an Alaska limited liability company, on behalf of the limited liability company.

WITNESS my hand and official seal the day and year in this certificate above written.



Christine Waechter  
Notary Public, State of Alaska  
My commission expires: 1/3/2024

**SPECIAL POWER OF ATTORNEY**

The Trees RV L.L.C., an Alaska limited liability company, of P.O. Box 1292, Petersburg, Alaska 99833, does make, constitute and appoint Larry Dunham, of P.O. Box 404, Petersburg, Alaska 99833, my true and lawful attorney for me and in my name, place and stead, and for my use and benefit to do any and every act and exercise any and every power I might or could do if personally present, or exercise through any other person that he shall deem proper or advisable, insofar as such action is or may relate to real property located in the Petersburg Recording District, State of Alaska, described as:

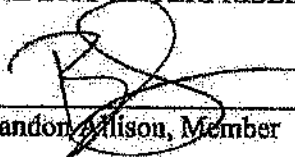
Lot 25 Falls Creek Subdivision, according to Plat No. 2002-14, records of the Petersburg Recording District, First Judicial District, State of Alaska.

or any interest therein and/or building(s) thereon, including, but not limited to, the power to contract for the purchase or sale of, to purchase or sell, to convey and warrant title thereto, to take or give possession thereof and of evidence of title thereto, to lease the same for any term or purpose, to mortgage, transfer in trust, or otherwise encumber or hypothecate the same, to secure payment of a negotiable or non-negotiable note or performance of any obligation or agreement, hereby ratifying and confirming whatsoever my said attorney shall or may do by virtue hereof in the premises, and I agree and represent to those dealing with my said attorney that this Power of Attorney may be voluntarily revoked alone by revocation given the same general distribution as this original *Special Power of Attorney*.

The authority granted under this *Special Power of Attorney* terminates upon completion of the sale of the above-referenced real property from The Trees, LLC to PAH, LLC.

Dated this August 31, 2023

THE TREES RV L.L.C.  
ONE DAY ENTERPRISES L.L.C., MEMBER

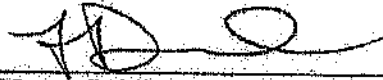


Brandon Allison, Member

STATE OF ALASKA )  
 ) : ss  
FIRST JUDICIAL DISTRICT )

The foregoing instrument was acknowledged before me the 31 day of August, 2023 by Brandon Allison, member of One Day Enterprises L.L.C., member of The Trees RV L.L.C., an Alaska limited liability company, on behalf of the limited liability company.

WITNESS my hand and official seal the day and year in this certificate above written.

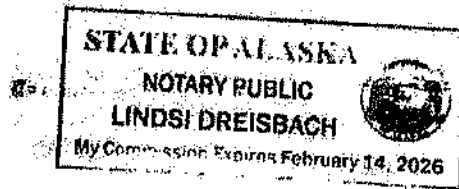


Notary Public, State of Alaska

My commission expires: February 14, 2026

After recording return to:

Baxter Bruce & Sullivan P.C.  
P.O. Box 32819  
Juneau, Alaska 99803





Alcohol and Marijuana Control Office  
 550 W 7<sup>th</sup> Avenue, Suite 1600  
 Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
 Phone: 907.269.0350

**Alaska Alcoholic Beverage Control Board**

**Form AB-01: Transfer License Application**

**Why is this form needed?**

This transfer license application form is required for all individuals or entities seeking to apply for the transfer of ownership and/or location of an existing liquor license. Applicants should review Title 04 of Alaska Statutes and Chapter 304 of the Alaska Administrative Code. All fields of this form must be completed, per AS 04.11.260, AS 04.11.280, AS 04.11.290, and 3 AAC 304.105.

This form must be completed and submitted to AMCO's Anchorage office, along with all other required forms and documents, before any license application will be considered complete.

**Section 1 - Transferor Information**

Enter information for the *current* licensee and licensed establishment.

Licensee:	The Trees RV L.L.C.	License #:	4542
License Type:	Package Store	Statutory Reference:	04.11.150
Doing Business As:	Trees RV Park & General Store		
Premises Address:	Milepost 10.2 Mitkof Highway		
City:	Petersburg	State:	AK
		ZIP:	99833
Local Governing Body:	City of Petersburg		

**Transfer Type:**

- Regular transfer
- Transfer with security interest
- Involuntary retransfer

**OFFICE USE ONLY**

Complete Date:		Transaction #:	100669917
Board Meeting Date:		License Years:	100669913
Issue Date:		Examiner:	



Alaska Alcoholic Beverage Control Board

**Form AB-01: Transfer License Application**

**Section 2 - Transferee Information**

Enter information for the *new* applicant and/or location seeking to be licensed.

Licensee:	The Trees, LLC				
Doing Business As:	The Trees RV Park & General Store				
Premises Address:	Milepost 10.2 Mitkof Highway				
City:	Petersburg	State:	AK	ZIP:	99833
Community Council:	None				

Mailing Address:	P.O. Box 404				
City:	Petersburg	State:	AK	ZIP:	99833

Designated Licensee:	Larry Dunham				
Contact Phone:	(907) 518-0096	Business Phone:	(907) 518-0096		
Contact Email:	thetrees@ak.net				

Seasonal License?    Yes     No     If "Yes", write your six-month operating period: \_\_\_\_\_

**Section 3 - Premises Information**

Premises to be licensed is:

- an existing facility     a new building     a proposed building

The next two questions must be completed by beverage dispensary (including tourism) and package store applicants only:

What is the distance of the shortest pedestrian route from the public entrance of the building of your proposed premises to the outer boundaries of the nearest school grounds? Include the unit of measurement in your answer.

10.5 Miles

What is the distance of the shortest pedestrian route from the public entrance of the building of your proposed premises to the public entrance of the nearest church building? Include the unit of measurement in your answer.

8 Miles





Alcohol and Marijuana Control Office  
 550 W 7<sup>th</sup> Avenue, Suite 1600  
 Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
 Phone: 907.269.0350

Alaska Alcoholic Beverage Control Board

**Form AB-01: Transfer License Application**

**Section 4 – Sole Proprietor Ownership Information**

This section must be completed by any sole proprietor who is applying for a license. Entities should skip to Section 5.  
 If more space is needed, please attach a separate sheet with the required information.  
 The following information must be completed for each licensee and each affiliate (spouse).

This individual is an:  applicant  affiliate

Name:					
Address:					
City:		State:		ZIP:	

This individual is an:  applicant  affiliate

Name:					
Address:					
City:		State:		ZIP:	

**Section 5 – Entity Ownership Information**

This section must be completed by any entity, including a corporation, limited liability company (LLC), partnership, or limited partnership, that is applying for a license. Sole proprietors should skip to Section 6.

If more space is needed, please attach a separate sheet with the required information.

- If the applicant is a corporation, the following information must be completed for each *stockholder who owns 10% or more* of the stock in the corporation, and for each *president, vice-president, secretary, and managing officer*.
- If the applicant is a limited liability organization, the following information must be completed for each *member with an ownership interest of 10% or more*, and for each *manager*.
- If the applicant is a partnership, including a limited partnership, the following information must be completed for each *partner with an interest of 10% or more*, and for each *general partner*.

Entity Official:	Larry Dunham				
Title(s):	Member	Phone:	(907) 518-0096	% Owned:	100
Address:	P.O. Box 404				
City:	Petersburg	State:	AK	ZIP:	99833



Alcohol and Marijuana Control Office  
 550 W 7<sup>th</sup> Avenue, Suite 1600  
 Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
 Phone: 907.269.0350

**Alaska Alcoholic Beverage Control Board**

**Form AB-01: Transfer License Application**

<b>Entity Official:</b>				
<b>Title(s):</b>	<b>Phone:</b>	<b>% Owned:</b>		
<b>Address:</b>				
<b>City:</b>	<b>State:</b>	<b>ZIP:</b>		

<b>Entity Official:</b>				
<b>Title(s):</b>	<b>Phone:</b>	<b>% Owned:</b>		
<b>Address:</b>				
<b>City:</b>	<b>State:</b>	<b>ZIP:</b>		

<b>Entity Official:</b>				
<b>Title(s):</b>	<b>Phone:</b>	<b>% Owned:</b>		
<b>Address:</b>				
<b>City:</b>	<b>State:</b>	<b>ZIP:</b>		

This subsection must be completed by any applicant that is a corporation or LLC. Corporations and LLCs are required to be in good standing with the Alaska Division of Corporations (DOC) and have a registered agent who is an individual resident of the state of Alaska.

<b>DOC Entity #:</b>	124223	<b>AK Formed Date:</b>	10/01/09	<b>Home State:</b>	Alaska
<b>Registered Agent:</b>	Gabriel E. Sassoon		<b>Agent's Phone:</b>	(907) 789-3166	
<b>Agent's Mailing Address:</b>	P.O. Box 32819				
<b>City:</b>	Juneau	<b>State:</b>	AK	<b>ZIP:</b>	99803

**Residency of Agent:** Yes    No

Is your corporation or LLC's registered agent an individual resident of the state of Alaska?



Alcohol and Marijuana Control Office  
 550 W 7<sup>th</sup> Avenue, Suite 1600  
 Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
 Phone: 907.269.0350

**Alaska Alcoholic Beverage Control Board**

**Form AB-01: Transfer License Application**

**Section 6 – Other Licenses**

Ownership and financial interest in other alcoholic beverage businesses:

Yes No

Does any representative or owner named as a transferee in this application have any direct or indirect financial interest in any other alcoholic beverage business that does business in or is licensed in Alaska?

If "Yes", disclose which individual(s) has the financial interest, what the type of business is, and if licensed in Alaska, which license number(s) and license type(s):

[Empty box for disclosure]

**Section 7 – Authorization**

Communication with AMCO staff:

Yes No

Does any person other than a licensee named in this application have authority to discuss this license with AMCO staff?

If "Yes", disclose the name of the individual and the reason for this authorization:

Gabriel E. Sassoon, attorney Baxter Bruce & Sullivan P.C. which is the legal counsel to The Trees, LLC will assist in facilitating the transfer of the liquor license.

[Empty space for additional disclosure]



Alcohol and Marijuana Control Office  
 550 W 7<sup>th</sup> Avenue, Suite 1600  
 Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
 Phone: 907.269.0350

Alaska Alcoholic Beverage Control Board

## Form AB-01: Transfer License Application

### Section 8 - Transferor Certifications

Additional copies of this page may be attached, as needed, for the controlling interest of the current licensee to be represented.

I declare under penalty of perjury that the undersigned represents a **controlling interest** of the current licensee. I additionally certify that I, as the current licensee (either the sole proprietor or the controlling interest of the currently licensed entity) have examined this application, approve of the transfer of this license, and find the information on this application to be true, correct, and complete.

Signature of transferor

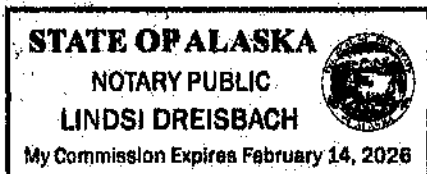
The Trees RV L.L.C.

One Day Enterprises L.L.C. Member

Brandon Allison, Member

Printed name of transferor

Subscribed and sworn to before me this 28<sup>th</sup> day of August, 2023



*[Handwritten Signature]*

Signature of Notary Public

Notary Public In and for the State of Alaska

My commission expires: Feb 14 2026



Alcohol and Marijuana Control Office  
 550 W 7<sup>th</sup> Avenue, Suite 1600  
 Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
 Phone: 907.269.0350

**Alaska Alcoholic Beverage Control Board**  
**Form AB-01: Transfer License Application**

**Section 9 – Transferee Certifications**

Read each line below, and then sign your initials in the box to the right of each statement: Initials

I certify that all proposed licensees (as defined in AS 04.11.260) and affiliates have been listed on this application.

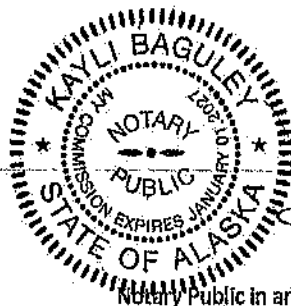
I certify that all proposed licensees have been listed with the Division of Corporations.

I certify that I understand that providing a false statement on this form or any other form provided by AMCO is grounds for rejection or denial of this application or revocation of any license issued.

I certify that all licensees, agents, and employees who sell or serve alcoholic beverages or check the identification of a patron will complete an approved alcohol server education course, if required by AS 04.21.025, and, while selling or serving alcoholic beverages, will carry or have available to show a current course card or a photocopy of the card certifying completion of approved alcohol server education course, if required by 3 AAC 304.465.

I agree to provide all information required by the Alcoholic Beverage Control Board in support of this application.

I hereby certify that I am the person herein named and subscribing to this application and that I have read the complete application, and I know the full content thereof. I declare that all of the information contained herein, and evidence or other documents submitted are true and correct. I understand that any falsification or misrepresentation of any item or response in this application, or any attachment, or documents to support this application, is sufficient grounds for denying or revoking a license/permit. I further understand that it is a Class A misdemeanor under Alaska Statute 11.56.210 to falsify an application and commit the crime of unsworn falsification.



Larry Dunham  
 Signature of transferee  
 The Trees, LLC, Larry Dunham, Member  
 Printed name

Kayli Baguley  
 Signature of Notary Public  
 Notary Public in and for the State of Alaska

My commission expires: 01/01/2027

Subscribed and sworn to before me this 29<sup>th</sup> day of August, 2023



Alcohol and Marijuana Control Office  
550 W 7<sup>th</sup> Avenue, Suite 1600  
Anchorage, AK 99501  
[alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov)  
<https://www.commerce.alaska.gov/web/amco>  
Phone: 907.269.0350

## Alaska Alcoholic Beverage Control Board Form AB-02: Premises Diagram

### Why is this form needed?

A detailed diagram of the proposed licensed premises is required for all liquor license applications, per AS 04.11.260 and 3 AAC 304.185. Your diagram must include dimensions and must show all entrances and boundaries of the premises, walls, bars, fixtures, and areas of storage, service, consumption, and manufacturing. If your proposed premises is located within a building or building complex that contains multiple businesses and/or tenants, please provide an additional page that clearly shows the location of your proposed premises within the building or building complex, along with the addresses and/or suite numbers of the other businesses and/or tenants within the building or building complex.

The second page of this form may not be required. Blueprints, CAD drawings, or other clearly drawn and marked diagrams may be submitted in lieu of the second page of this form. The first page must still be completed, attached to, and submitted with any supplemental diagrams. An AMCO employee may require you to complete the second page of this form if additional documentation for your premises diagram is needed.

This form must be completed and submitted to AMCO's Anchorage office before any license application will be considered complete.

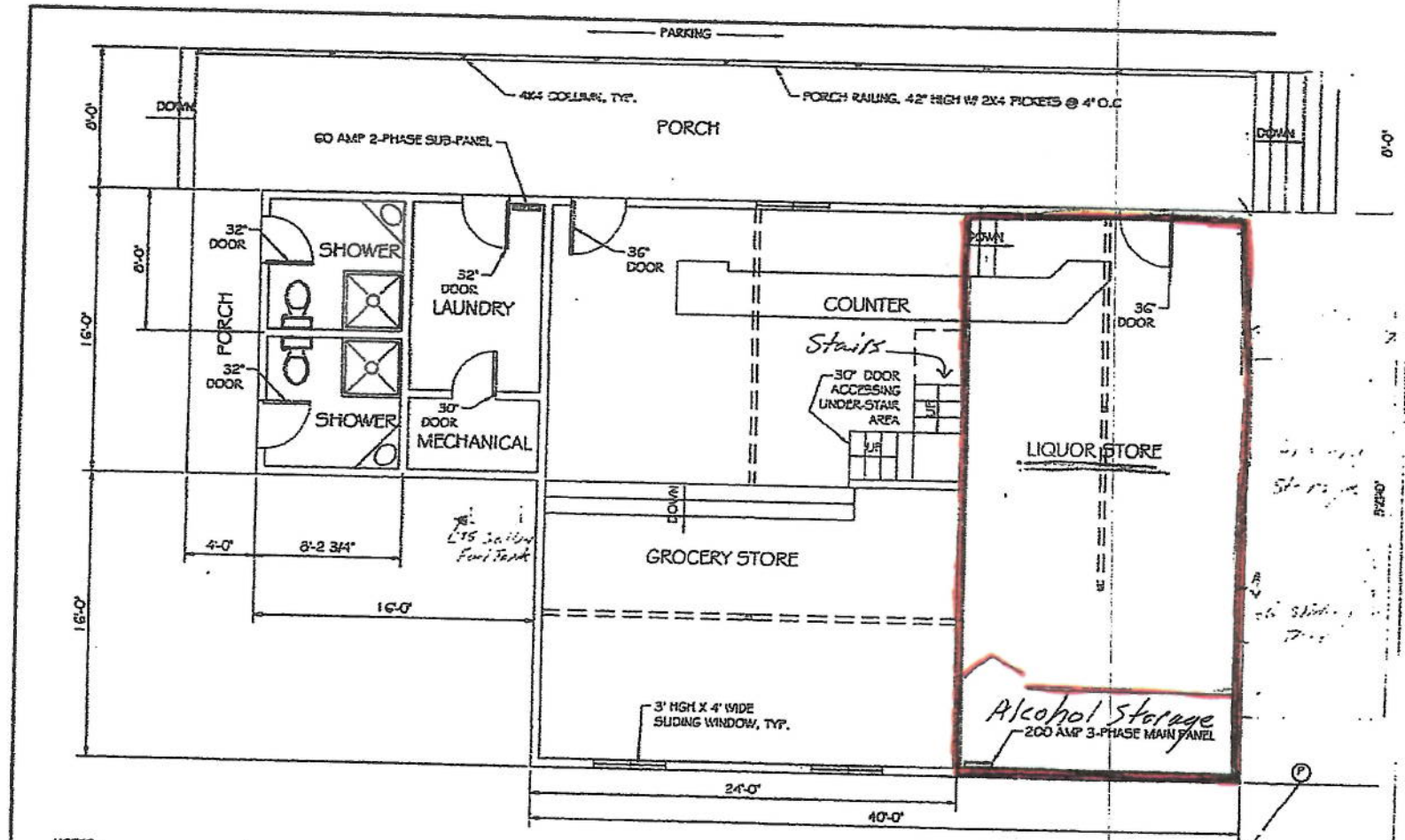
Yes No

I have attached blueprints, CAD drawings, or other supporting documents in addition to, or in lieu of, the second page of this form.

### Section 1 – Establishment Information

Enter information for the business seeking to be licensed, as identified on the license application.

Licensee:	The Trees, LLC	License Number:	4542		
License Type:	Package Store				
Doing Business As:	The Trees RV Park & General Store				
Premises Address:	Milepost 10.2 Mitkof Highway				
City:	Petersburg	State:	AK	ZIP:	99833



NOTES:  
 1. ALL DOOR ARE 6'-8" HIGH, EXTERIOR GRADE METAL, SEE PLAN FOR WIDTH

FIRST FLOOR PLAN  
 1/8" = 1'-0"

POWER POLE W/ METER DISCONNECT  
 (SEE ELECTRICAL PLAN)

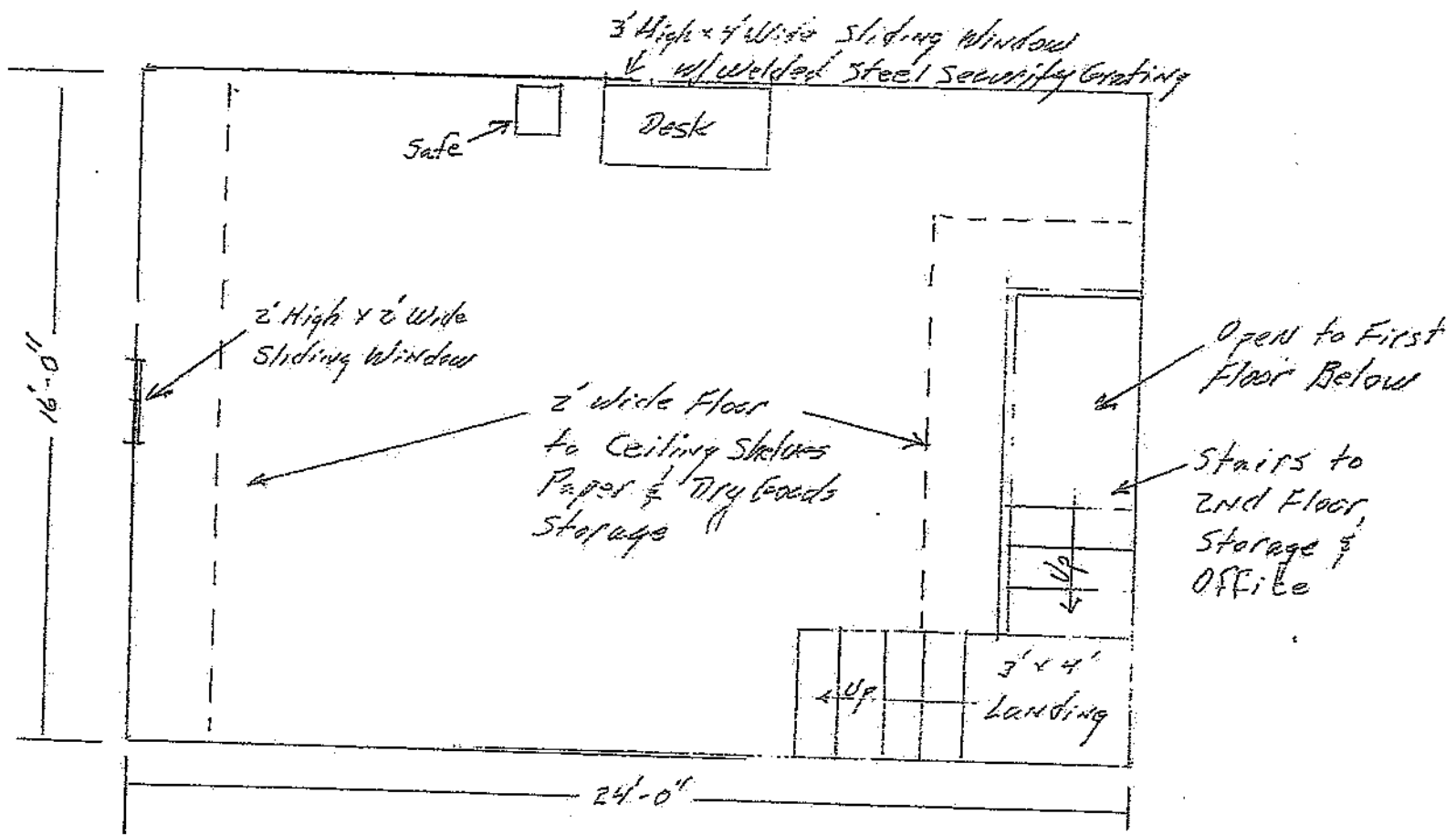
TREES RV PARK & GENERAL STORE  
 LARRY DUSHAM  
 PO BOX 404  
 PETERSBURG, AK 99833  
 (907) 772-4478

DESIGNED BY: LD  
 DATE: 07/2005  
 DRAWN BY: SC  
 DATE: 07/2005  
 REVISION:  
 REVISION DATE: XX/XXXX  
 REVISION:  
 REVISION DATE: XX/XXXX

THE TREES RV PARK & GENERAL STORE BUILDING  
 FIRST FLOOR PLAN  
 THE TREES RV PARK & GENERAL STORE  
 10.2 MITKOF HIGHWAY, PETERSBURG ALASKA

SH. 2 OF  
 FLOORPLAN.DWG

AMCO Received 6/6/2022



Second Floor Plan.

scale 1/4" = 1'

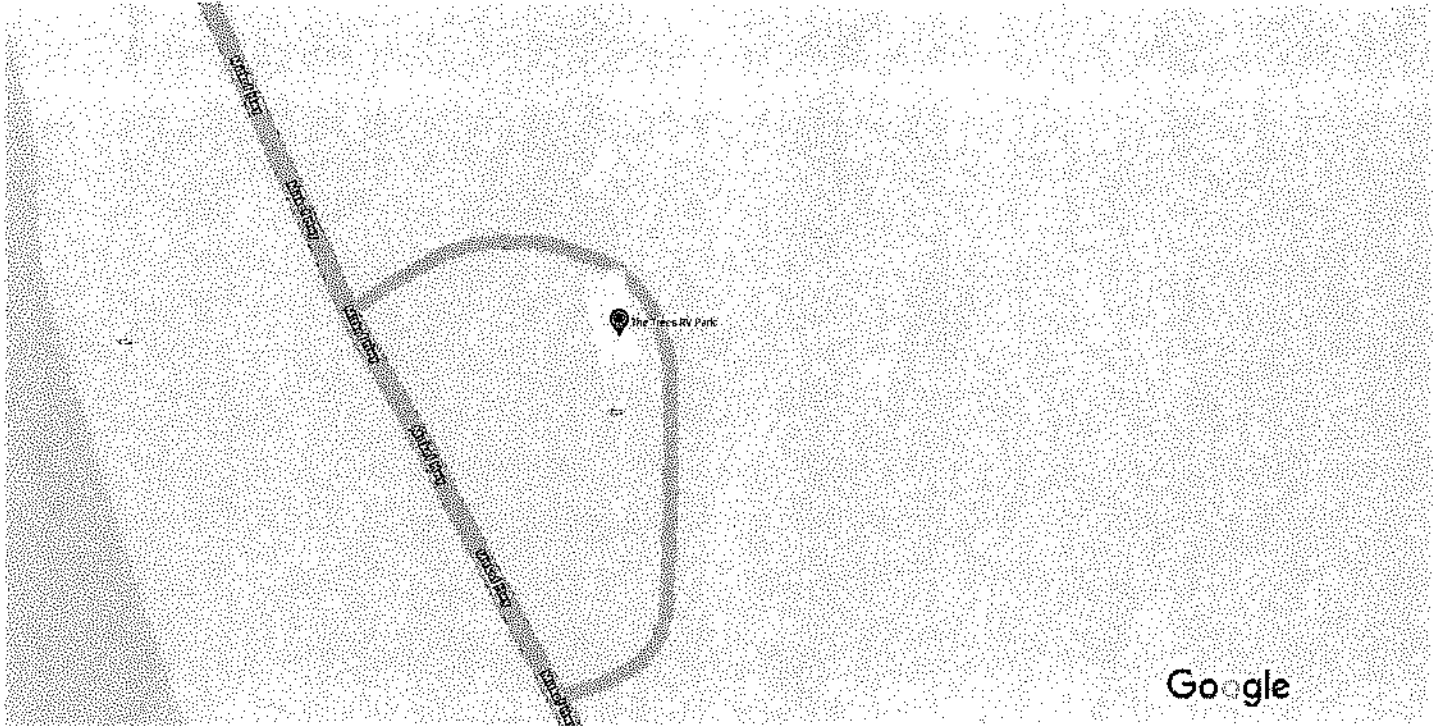
DATE


PROJECT

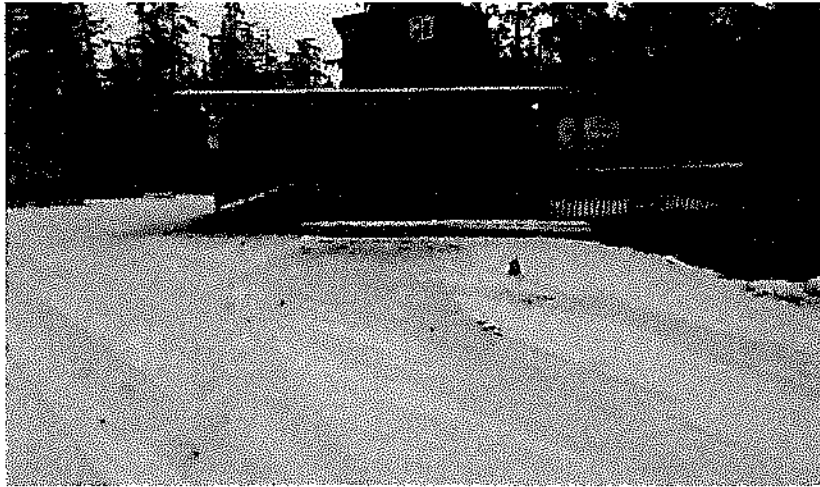
DESIGNED BY AMCO Received 6/6/2022



# Google Maps The Trees RV Park



Map data ©2023 50 ft 



## The Trees RV Park

5.0 ★★★★★ (34)

Park

Overview

Reviews

About



Directions



Save



Nearby



Send to phone



Share



## **BAXTER BRUCE & SULLIVAN**

P.O. Box 32819  
Juneau, Alaska 99803

Attorneys At Law  
A Professional Corporation  
Serving Southeast Alaska Since 1977

(907) 789-3166 (Telephone)  
(907) 789-1913 (Facsimile)  
[www.baxterbruceclaw.com](http://www.baxterbruceclaw.com)

October 5, 2023

Via Email to [alcohol.licensing@alaska.gov](mailto:alcohol.licensing@alaska.gov) and Via Priority Express Mail

Alcoholic Beverage Control Board  
Carrie Craig, Records and Licensing Supervisor  
550 W. 7th Avenue, Suite 1600  
Anchorage, Alaska 99501

AMCO  
OCT 9 2023

Re: Package Store Liquor License No. 4542  
The Trees RV L.L.C. involuntary transfer to The Trees, LLC  
The Trees, LLC secured transfer to PAH, LLC  
Our File Number: 11830-002

Dear Ms. Craig:

Baxter Bruce & Sullivan P.C. ("Firm") represents The Trees, LLC with regard to the involuntary transfer of Package Store Liquor License No. 4542 ("License") from The Trees RV L.L.C. to The Trees, LLC and the subsequent secured transfer from The Trees, LLC to PAH, LLC. This letter is in follow up to legal assistant Shirley Davenport's conference with you today.

Enclosed is an original or a copy of the following documents for the involuntary retransfer of the License from The Trees RV L.L.C. to The Trees, LLC:

### **I. Involuntary Transfer from The Trees RV L.L.C. to The Trees, LLC**

*Statement of Change* - copy  
Form AB-01: *Transfer License Application* - original  
Form AB-02: *Premises Diagram* - original  
Form AB-07: *Public Notice Posting Affidavit* - original  
*Publisher's Affidavit* - original  
Form AB-09: *Statement of Financial Interest* - original  
Form AB-11: *Creditor's Affidavit* - original  
*Special Power of Attorney* - copy  
*Statutory Warranty Deed* - copy  
*Bill of Sale* - copy  
*Articles of Organization* - copy  
*Certificate of Organization* - copy  
*Operating Agreement* - copy  
Check payable to the State of Alaska in the amount of \$500.00 for the transfer

V#32011

AMICO  
OCT 9 2023

As there has been a significant default causing the necessity for the involuntary transfer of the License, my client respectfully requests temporary or expedited retransfer of the License so my client may control, remedy, and reduce additional financial losses caused to it by the default of The Trees RV L.L.C. Deference to the Alcoholic Beverage Control Board ("Board") is made in request for its assistance in any possible expediting of review and approval of the retransfer of the License back to The Trees, LLC.

Please process the enclosed documents for the involuntary transfer of the License from The Trees RV L.L.C. to The Trees, LLC and let me know if you need anything further in order to approve this transfer.

## II. Transfer from The Trees, LLC to PAH, LLC

*Purchase and Sale Agreement* - copy  
*Assumption and Release Agreement* - copy  
*Bill of Sale* - copy  
*AB-01 Transfer License Application* - original  
*AB-02 Premises Diagram* - original  
*AB-07 Public Notice Posting Affidavit* - original  
*Publisher's Affidavit* - original  
*AB-08a Authorization of Records Release* - Pamela Haase - copy  
Fingerprint cards for Pamela Haase - original  
*AB-08a Authorization of Records Release* - Heidi Haase - copy  
Fingerprint cards for Heidi Haase - original  
*AB-09 Statement of Financial Interest* - original  
*Form AB-11: Creditor's Affidavit* - original  
*Certificate of Registration* - filed stamped - copy  
*Certificate of Registration* - issued - copy  
*Operating Agreement* - copy  
*UCC Financing Statement Amendment* - not yet recorded  
*Notice of Security Interest in Package Storage Liquor License No. 4542* - unsigned  
*Irrevocable Assignment for Security Purposes and Power of Attorney* - unsigned  
Check payable to the State of Alaska in the amount of \$596.50 for the transfer and background search fee

✓ # 32012  
# 100669913

As you discussed with Ms. Davenport, PAH, LLC reached out to the Internal Revenue Service ("IRS") in late July of this year to request a Taxpayer Identification Number ("TIN") for PAH, LLC. However, due to issues with the name of PAH, LLC and/or unforeseen internal issues at the IRS, PAH, LLC has yet to receive the TIN. Consequently, the form *AB-09 Statement of Financial Interest* is being submitted without the TIN. The Firm will follow up in the future to provide the Board with the TIN upon receipt. I understand from your conference with Ms. Davenport that the Board will accept the *AB-09 Statement of Financial Interest* without the TIN but will not transfer the License until the TIN is provided. Please let me know if my understanding is incorrect.

**BAXTER BRUCE & SULLIVAN P.C.**

Alcoholic Beverage Control Board  
October 5, 2023  
Page 3 of 2

AMCO  
OCT 9 2023

Please process the enclosed documents for transfer of the License from The Trees, LLC to PAH, LLC. My client respectfully requests temporary or expedited transfer of the License to PAH, LLC so my client may close on the transaction the subject of the enclosed *Purchase and Sale Agreement* and reduce additional financial losses caused to it by the default of The Trees RV L.L.C. Deference to the Board is made in request for its assistance in any possible expediting of review and approval of the temporary or expedited transfer of the License to PAH, LLC.

The UCC *Financing Statement Amendment, Notice of Security Interest in Package Storage Liquor License No. 4542 and Irrevocable Assignment for Security Purposes and Power of Attorney* will be recorded to make of record my client's secured interest in the assets sold under the *Purchase and Sale Agreement* after approval of the transfer of the License is received by the Board.

If you have a question regarding the transfer or need further information, documentation, or correction to the information in any of the enclosed documents, please contact me or legal assistant Shirley Davenport by telephone at (907) 789-3166 or (907) 790-7110 or by email at [gsassoon@bbslawyer.com](mailto:gsassoon@bbslawyer.com) or [sdavenport@bbslawyer.com](mailto:sdavenport@bbslawyer.com), respectively. Thank you.

Sincerely,

BAXTER, BRUCE & SULLIVAN, P.C.



Gabriel E. Sassoon

GES/sd

Enclosures. As listed above

c: The Trees, LLC