



THE STATE
of **ALASKA**

GOVERNOR BILL WALKER

Department of Commerce, Community,
and Economic Development

ALCOHOLIC BEVERAGE CONTROL BOARD
550 W. 7th Avenue, Ste 1600
Anchorage, Alaska 99501
Main: 907.269.0350

MEMORANDUM

TO: Robert Klein, Chair and
Members of the Board

DATE: July 15, 2016,

FROM: Sarah D. Oates
Program Coordinator

RE: Fairbanks Princess Riverside
Lodge #3316

This is an application for the ownership transfer of a Beverage Dispensary – Tourism license that was first issued April 30, 1993.

AS 04.11.400(d)(1)(G) requires 50 rental rooms if the population is greater than 50,000.

This license is located in the Fairbanks North Star Borough.

The applicant offers 324 rooms and a full-service restaurant.

Transfer Liquor License

Alcoholic Beverage Control Board
550 West 7th Ave. Suite 1600
Anchorage, AK 99501

(907) 269-0350
Fax: (907) 334-2285
<http://commerce.alaska.gov/dnn/abc/Home.aspx>

License is: Full Year OR Seasonal List Dates of Operation: _____

SECTION A - LICENSE INFORMATION			FEES
License Year: 2016 - 2017	License Type: Beverage Dispensary - Tourism	Statute Reference Sec. 04.11. 400 (d)	13939 Filing Fee: \$100.00 Rest. Desig. Permit Fee: (\$50.00) \$ 50.00 Fingerprint: \$ (\$49.75 per person) TOTAL 150.00
Local Governing Body: (City, Borough or Unorganized) Fairbanks North Star Borough		Community Council Name(s) & Mailing Address:	
Name of Applicant (Corp/LLC/LP/LLP/Individual/Partnership): Alaska Hotel Properties, LLC		Doing Business As (Business Name): Fairbanks Princess Riverside Lodge	Business Telephone Number: 206-336-6105 Fax Number: 206-287-9706
Mailing Address: Attn: Michelle Pipkin 800 5th Ave, Suite 2600 Seattle, WA 98104-3176		Street Address or Location of Premises: 4477 Pikes Landing Road, Fairbanks	Email Address: mpipkin@princess.com
Is any shareholder related to the current owner? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "yes" please state the relationship New owner (Westmark Hotels, Inc) is an indirect wholly owned subsidiary of the previous owner (Princess Cruises and Tours, Inc).			

SECTION B - TRANSFER INFORMATION	
<input checked="" type="checkbox"/> Regular Transfer (Stock Transfer Only) <input type="checkbox"/> Transfer with security interest: Any instrument executed under AS 04.11.670 for purposes of applying AS 04.11.360(4)(b) in a later involuntary transfer, must be filed with this Application. Real or personal property conveyed with this transfer must be described. Provide security interest documents. <input type="checkbox"/> Involuntary Transfer. Attach documents which evidence default under AS 04.11.670.	Name and Mailing Address of CURRENT Licensee: Alaska Hotel Properties, LLC 800 5 th Ave, Suite 2600, Seattle, WA 98104-3176 Business Name (dba) BEFORE transfer: Fairbanks Princess Riverside Lodge Street Address or Location BEFORE transfer: 4477 Pikes Landing Road, Fairbanks

SECTION C - PREMISES TO BE LICENSED		
Distance to closest school grounds: 4 Miles	Distance measured under: <input checked="" type="checkbox"/> AS 04.11.410 OR <input type="checkbox"/> Local ordinance No.	<input type="checkbox"/> Premises is GREATER than 50 miles from the boundaries of an incorporated city, borough, or unified municipality. <input type="checkbox"/> Premises is LESS than 50 miles from the boundaries of an incorporated city, borough, or unified municipality. <input checked="" type="checkbox"/> Not applicable
Distance to closest church: 3 Miles	Distance measured under: <input checked="" type="checkbox"/> AS 04.11.410 OR <input type="checkbox"/> Local ordinance No.	
Premises to be licensed is: <input type="checkbox"/> Proposed building <input checked="" type="checkbox"/> Existing facility <input type="checkbox"/> New building		<input type="checkbox"/> Plans submitted to Fire Marshall (required for new & proposed buildings) <input type="checkbox"/> Diagram of premises attached

Alcoholic Beverage Control Board
 550 West 7th Ave. Suite 1600
 Anchorage, AK 99501

Transfer Liquor License

(907) 269-0350
 Fax: (907) 334-2285
<http://commerce.alaska.gov/dnn/abc>

SECTION D – LICENSEE INFORMATION

1. Does any individual, corporate officer, director, limited liability organization member, manager or partner named in this application have any direct or indirect interest in any other alcoholic beverage business licensed in Alaska or any other state?

Yes No If Yes, complete the following. Attach additional sheets if necessary.

Name	Name of Business	Type of License	Business Street Address	State
See Attached				

2. Has any individual, corporate officer, director, limited liability organization member, manager or partner named in this application been convicted of a felony, a violation of AS 04, or been convicted as a licensee or manager of licensed premises in another state of the liquor laws of that state?

Yes No If Yes, attach written explanation.

SECTION E – OWNERSHIP INFORMATION - CORPORATION

Corporations, LLCs, LLPs and LPs must be registered with the Dept. of Community and Economic Development.

Name of Entity (Corporation/LLC/LLP/LP) (or N/A if an Individual ownership):		Telephone Number:	Fax Number:
Alaska Hotel Properties, LLC		206-336-6105	206-287-9706
Corporate Mailing Address		City:	State
800 5 th Ave, Suite 2600		Seattle	WA
Name, Mailing Address and Telephone Number of Registered Agent		Date of Incorporation OR Certification with DCED:	State of Incorporation
CT Corporation System 9360 Glacier Hwy, Suite 202, Juneau, AK 99801 (907) 586-3340		5/18/00	Delaware
Is the Entity in "Good Standing" with the Alaska Division of Corporations? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
If no, attach written explanation Your entity <i>must</i> be in compliance with Title 10 of the Alaska Statutes to be a valid liquor licensee			

Entity Members (Must include President, Secretary, Treasurer, Vice-President, Manager and Shareholder/Member with at least 10%)					
Name	Title	%	Home Address & Telephone Number	Work Telephone Number	Date of Birth
See Attached					

NOTE: If you need additional space, please attach a separate sheet.

APR 21 '16 AM 8:11

SECTION D

NAME OF BUSINESS	TYPE OF LICENSE	ADDRESS	STATE
Coral Princess	Common Carrier - Seasonal	Alaska Waters	Alaska
Crown Princess	Common Carrier - Seasonal	Alaska Waters	Alaska
Golden Princess	Common Carrier - Seasonal	Alaska Waters	Alaska
Grand Princess	Common Carrier - Seasonal	Alaska Waters	Alaska
Ruby Princess	Common Carrier - Seasonal	Alaska Waters	Alaska
Sea Princess	Common Carrier - Seasonal	Alaska Waters	Alaska
Westmark Inn Skagway	Beverage Dispensary Tourism - Seasonal	3rd & Spring Street, Skagway	Alaska
Red Lantern Steak & Spirits	Beverage Dispensary	820 Noble Street, Fairbanks	Alaska
Solstice Café	Beverage Dispensary	720 W 5th Ave, Anchorage	Alaska
Lynx Creek Pizza/Denali Princess Lodge	Beverage Dispensary Tourism - Seasonal	Mile 238.5 George Parks Hwy, Denali Borough	Alaska
Eagle Crest Dining Room & Lounge	Beverage Dispensary - Tourism AS 04.11.400(d)	Bean Creek Rd, Kenai Peninsula Borough	Alaska
Fairbanks Princess Riverside Lodge	Beverage Dispensary - Tourism AS 04.11.400(d)	4477 Pikes Landing Rd, Fairbanks North Star Borough	Alaska
Fairbanks Princess Riverside Lodge	Beverage Dispensary - Tourism Duplicate	4477 Pikes Landing Rd, Fairbanks North Star Borough	Alaska
King Salmon Restaurant/Denali Princess Lodge	Beverage Dispensary Tourism - Seasonal	Mile 238.5 George Parks Hwy, Denali Borough	Alaska
Denali North Star Inn	Beverage Dispensary - Tourism AS 04.11.400(d)	248.8 Mile Parks Hwy, Denali Borough	Alaska
Grizzly's Bar	Beverage Dispensary Tourism - Seasonal	Mile 133.1 Parks Hwy, Matanuska-Susitna Borough	Alaska
ANC-FAI	Common Carrier - Seasonal	Alaska Railroad	Alaska
FAI-ANC	Common Carrier - Seasonal	Alaska Railroad	Alaska
Copper River Princess Wilderness Lodge	Beverage Dispensary Tourism - Seasonal	102 Richardson Hwy, Copper Center	Alaska
Princess Tours (Anch-Sew)	Common Carrier - Seasonal	Alaska Railroad	Alaska
Princess Tours (Sew-Anch)	Common Carrier - Seasonal	Alaska Railroad	Alaska
Princess Tours (WHIT-TALK)	Common Carrier - Seasonal	Alaska Railroad	Alaska
Princess Tours (TALK-WHIT)	Common Carrier - Seasonal	Alaska Railroad	Alaska
Princess Tours (Denali-Whittier)	Common Carrier - Seasonal	Alaska Railroad	Alaska
Princess Tours (Whittier-Denali)	Common Carrier - Seasonal	Alaska Railroad	Alaska
Denali Princess Wilderness Lodge Rapids	Beverage Dispensary Tourism - Seasonal	238.5 Parks Hwy, Denali Borough	Alaska
Mt. McKinley Princess Wilderness Lodge 20,320 Alaskan Bar & Grill	Beverage Dispensary Tourism - Seasonal	133 Parks Hwy, Denali State Park, Matanuska-Susitna Borough	Alaska
Denali Princess Wilderness Lodge - Base Camp Bistro	Beverage Dispensary Tourism - Seasonal	238.5 Parks Hwy, Denali Borough	Alaska
Denali Princess Wilderness Lodge - Music of Denali	Beverage Dispensary Tourism - Seasonal	238.5 Parks Hwy, Denali Borough	Alaska
Mt. McKinley Princess - The Hangar	Beverage Dispensary Tourism - Seasonal	133 Parks Hwy, Denali State Park, Matanuska-Susitna Borough	Alaska
Westmark Inn Skagway - The Chilkoot Room	Beverage Dispensary Tourism - Duplicate Seasonal	3rd & Spring Street, Skagway	Alaska
Mt. McKinley Princess Wilderness Lodge - The Snack Cache	Beverage Dispensary Tourism - Duplicate Seasonal	133 Parks Highway (Denali State Park)	Alaska
Nenana View Bar and Grille	Beverage Dispensary Tourism - Seasonal	Mile 238.9 Parks Highway, Denali Borough	Alaska
Cabin Nite Dinner Theatre	Beverage Dispensary Tourism - Seasonal	Mile 238.9 Parks Highway, Denali Borough	Alaska
Courtyard Café	Beverage Dispensary Tourism - Seasonal	Mile 238.9 Parks Highway, Denali Borough	Alaska

SECTION D

NAME OF BUSINESS	TYPE OF LICENSE	ADDRESS	STATE
Princess Cruise Lines, Ltd.	On-Sale General Dockside	Los Angeles County, San Diego County, San Francisco County @ assigned pier	California
Princess Cruise Lines, Ltd.	On-Sale General Vessel	Coral Princess, Crown Princess, Golden Princess, Grand Princess, Island Princess, Pacific Princess, Ruby Princess & Star Princess	California
Caribbean Princess	PVP	Florida Waters	Florida
Coral Princess	PVP	Florida Waters	Florida
Crown Princess	PVP	Florida Waters	Florida
Emerald Princess	PVP	Florida Waters	Florida
Island Princess	PVP	Florida Waters	Florida
Ocean Princess	PVP	Florida Waters	Florida
Pacific Princess	PVP	Florida Waters	Florida
Regal Princess	PVP	Florida Waters	Florida
Royal Princess	PVP	Florida Waters	Florida
Ruby Princess	PVP	Florida Waters	Florida
Crown Princess	Transient Vessel	Hawaiian Waters	Hawaii
Grand Princess	Transient Vessel	Hawaiian Waters	Hawaii
Pacific Princess	Transient Vessel	Hawaiian Waters	Hawaii
Star Princess	Transient Vessel	Hawaiian Waters	Hawaii
Caribbean Princess	Vessel	New York Waters	New York
Regal Princess	Vessel	New York Waters	New York
Sea Princess	Vessel	New York Waters	New York
Caribbean Princess	Mixed Beverage	Houston Waters	Texas
Coral Princess	Interstate Common Carrier	Seattle	Washington
Crown Princess	Interstate Common Carrier	Seattle	Washington
Ruby Princess	Interstate Common Carrier	Seattle	Washington

02/20/18 04:10:00

**Alaska Hotel Properties, LLC
LLC Member/Manager**

Westmark Hotels, Inc
800 5th Ave, Suite 2600
Seattle, WA 98104
(206) 336-6105

100%

**Alaska Hotel Properties, LLC
Officers**

Stein Kruse Chairman (206) 281-3535
8840 NE 15th Pl
Clyde Hill, WA 98004
Birth Date: November 08, 1958

Janet Swartz President (661) 753-1850
27008 E. Island Road
Valencia, CA 91355
Birth Date: December 27, 1969

Charles E Ball Executive Vice President and Treasurer (206) 336-5980
5496 176th Pl SE
Bellevue, WA 98006
Birth Date: April 15, 1960

Mona Ehrenreich Senior Vice President, General Counsel and Secretary (661) 753-1550
3166 Colby Avenue
Los Angeles, CA 90066
Birth Date: June 28, 1960

Lisa K Syme Vice President (206) 336-5901
9419 NE 37th Pl
Yarrow Point, WA 98004
Birth Date: August 10, 1961

David McGlothlin Vice President (206) 336-5910
3264 56th Avenue SW
Seattle, WA 98116
Birth Date: May 04, 1967

SECTION F – OWNERSHIP INFORMATION – SOLE PROPRIETORSHIP (INDIVIDUAL OWNER & SPOUSE)

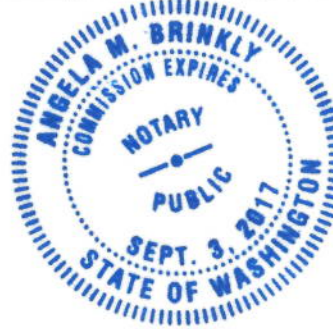
Individual Licensees/Affiliates (The ABC Board defines an "Affiliate" as the spouse or significant other of a licensee. Each Affiliate must be listed.)

Name: Address:	Applicant <input type="checkbox"/> Affiliate <input type="checkbox"/>	Name: Address:	Applicant <input type="checkbox"/> Affiliate <input type="checkbox"/>
Home Phone: Work Phone:	Date of Birth:	Home Phone: Work Phone:	Date of Birth:
Name: Address:	Applicant <input type="checkbox"/> Affiliate <input type="checkbox"/>	Name: Address:	Applicant <input type="checkbox"/> Affiliate <input type="checkbox"/>
Home Phone: Work Phone:	Date of Birth:	Home Phone: Work Phone:	Date of Birth:

Declaration

- I declare under penalty of perjury that I have examined this application, including the accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct and complete, and this application is not in violation of any security interest or other contracted obligations.
- I hereby certify that there have been no changes in officers or stockholders that have not been reported to the Alcoholic Beverage Control Board. The undersigned certifies on behalf of the organized entity, it is understood that a misrepresentation of fact is cause for rejection of this application or revocation of any license issued.
- I further certify that I have read and am familiar with Title 4 of the Alaska statutes and its regulations, and that in accordance with AS 04.11.450, no person other than the licensee(s) has any direct or indirect financial interest in the licensed business.
- I agree to provide all information required by the Alcoholic Beverage Control Board in support of this application.

Signature of Current Licensee(s) Signature	Signature of Transferee(s) Signature
Signature	Signature
Name & Title (Please Print) David McGlothlin, Vice President	Name & Title (Please Print) David McGlothlin, Vice President
Subscribed and sworn to before me this 20 th day of January 2016	Subscribed and sworn to before me this 20 th day of January 2016
Notary Public in and for the State of Washington Angela M. Brinkly	Notary Public in and for the State of Washington Angela M. Brinkly
My commission expires: SEPTEMBER 3, 2017	My commission expires: SEPTEMBER 3, 2017



Fairbanks Princess Riverside Lodge

Tourism Statement

Offering a combination of wilderness lodge atmosphere and modern amenities, Fairbanks Princess Riverside Lodge is conveniently located near the Heart of Alaska's interior. With beautifully landscaped grounds and a large outdoor deck extending to the water's edge, this Lodge takes every advantage of its exclusive setting on the Chena River. Guests have easy access to the airport, downtown shopping and attractions, the rail depot and the University of Alaska. Complimentary shuttle service is provided to both the Fairbanks International Airport and the Alaska Railroad depot.

The Fairbanks Princess Riverside Lodge offers the opportunity to rejuvenate yourself with a brisk workout in the health club followed by a refreshing steam bath. Then enjoy a relaxing meal at one of our dining venues. High-speed wi-fi access is available throughout the public areas of the hotel. Enjoy sophisticated cuisine and serene views of the Chena River while dining in the Edgewater Restaurant. Visit Trackers Bar & Grill for spirits, appetizers and light fare or stroll out to the Riverview deck to sip your favorite beverage and select from a menu of tantalizing treats while relaxing at river's edge. Season's Gifts and Coffee offers a variety of snacks and your favorite espresso beverage in addition to a fine selection of collectible art crafted by native Alaskans.

The Lodge also offers complete business services, audio-visual support and the Golden Heart City's finest catering. Our five full-service meeting rooms can be configured to support a wide range of group sizes and needs. The Edgewater Room accommodates meetings for up to 400 guests with audio-visual equipment and telecommunication media available.

In 2014, Fairbanks Princess Riverside Lodge upgraded furniture and fixtures in 197 guest rooms in Wings 1 and 2 and replaced 127 guest room beds in Wing 3 in addition to replacing corridor carpeting. The Lobby furniture and fixtures were upgraded during 2015 as well as king bed refurbishments done in rooms located in Wing 3.

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**STATE OF ALASKA
ALCOHOLIC BEVERAGE CONTROL BOARD
APPLICATION FOR RESTAURANT DESIGNATION PERMIT
AS 04.16.049 & 3 AAC 304.715 - 794**

The granting of this permit allows access of persons under 21 years of age to designated licensed premises for purposes of dining, and persons between the ages of 16 - 20 for employment. If for employment, please indicate in detail what the employment duties will be in question #3.

License Number: 3316 Type: Beverage Dispensary - Tourism

This application is for designation of premises where: (Please check the appropriate items below)

- 1. Bona fide restaurant pursuant to 3 AAC 304.305 & 3 AAC 304.715-794.
- 2. Persons 16 - 20 years of age may dine unaccompanied.
- 3. Persons under 16 may dine accompanied by a person 21 years of age or older.
- 4. Persons between 16 - 20 years of age may be employed. *(See note below)

Licensee's Name: Alaska Hotel Properties, LLC

Name of Business: Fairbanks Princess Riverside Lodge

Business Address: 4477 Pikes Landing Road City: Fairbanks

1. Hours of operation 6am to 1am Telephone Number: 907-455-4477

2. Have police been called to your premises for any reason? [] Yes [X] No
(If you answered yes, please explain below).

3. * Duties of employment: Bus Tables, Set Tables, Serve Food, Janitorial

4. Are video games available to the public on your premises? [] Yes [X] No

5. Do you provide live entertainment, such as live music, pool tables, karaoke, dancing, sports or pin-ball?
[] Yes [X] No

6. How is food served? [X] Table Service [] Buffet Service [X] Counter Service [] Other _____

7. Is an owner, manager or supervisor 21 years of age or older always present during business hours? [X] Yes [] No

*** A MENU AND DETAILED PREMISES DIAGRAM MUST ACCOMPANY THIS APPLICATION ***

*Employees 16 and 17 years of age must have a valid work permit and a letter maintained in your files from a parent or guardian authorizing employment at your establishment.

**Please attach additional sheets of paper if more space is needed to describe food service, entertainment, etc.

[Signature]
Licensee Signature

X See email approval
Local Governing Body Approval

Subscribed and sworn to before me this 7th day of MARCH

Date

Angela M. Brinkly
Notary Public in and for Alaska Washington

My Commission expires: SEPTEMBER 3, 2017

Director, ABC Board

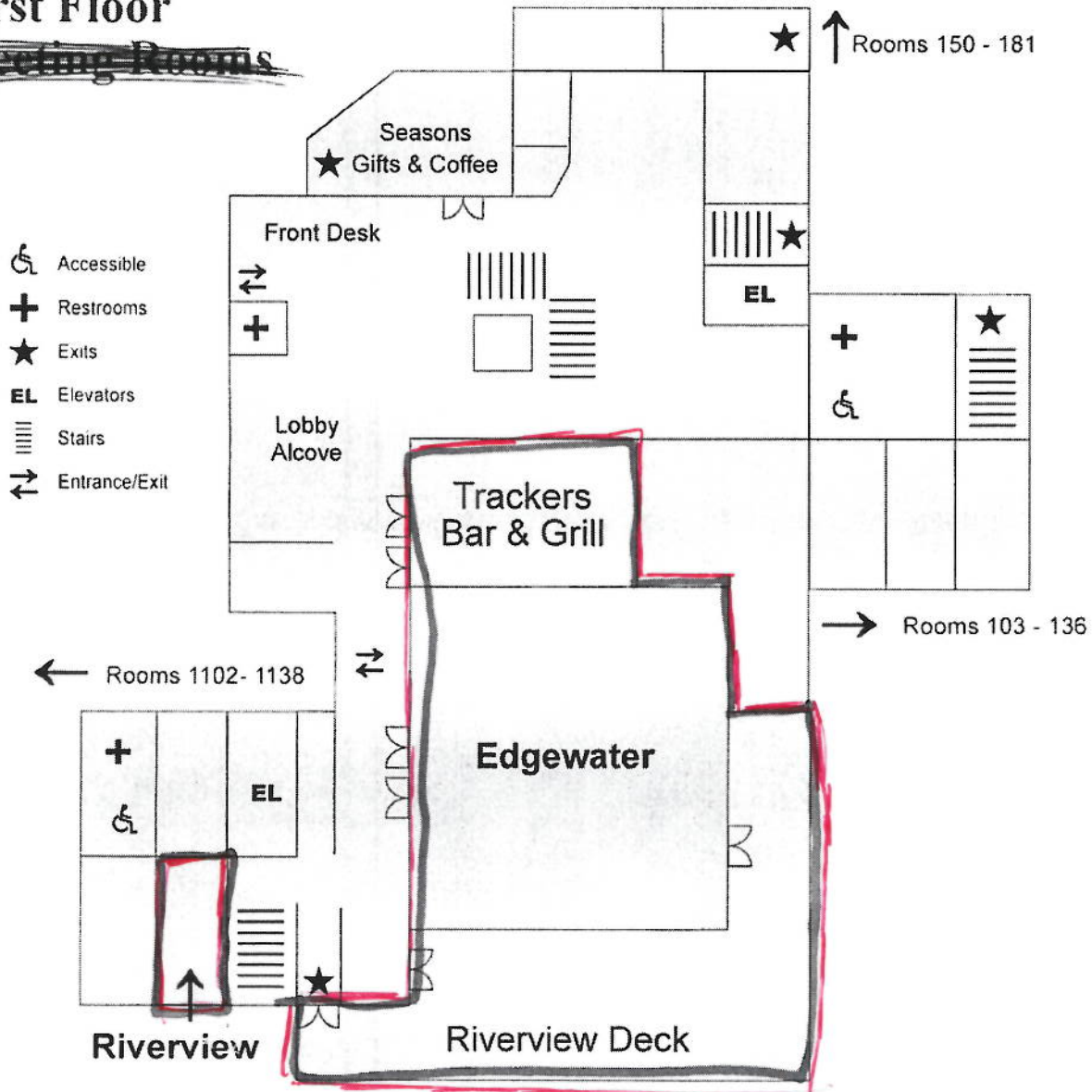
Date



Fairbanks Princess Riverside Lodge™

First Floor

~~Meeting Rooms~~



	Square Feet	Dimensions	Hollow-Square Seating		U-Shaped Seating	Banquet Round Seating	Boardroom Seating	Classroom Seating	Theater Seating	Reception
Edgewater	4,800	80' x 60'	200	120	360	120	220	370	400	
Jade	2,200	50' x 44'	50	40	150	50	100	185	200	
Copper	1,240	40' x 31'	45	30	90	36	50	100	125	
Marble	527	31' x 17'	-	20	30	24	22	40	55	
Riverview	368	16' x 23'	-	-	20	20	18	25	20	
Fireside	312	12' x 26'	-	-	-	-	-	-	20	

Appetizers

Melon and Prosciutto

Ripe cantaloupe, fresh basil and thinly sliced prosciutto ham. 9

Seared Alaskan Scallops

Alaskan Weathervane Scallops dusted with our cajun spice blend, pan seared and served with a sweet blueberry sauce.

12

Dynamite Crab Roll

Traditional style sushi roll with fresh King crab, avocado and rice. Laced with dynamite and unagi sauce. 10

Onion Rings

Soups and Salads

Wild Alaskan Smoked Salmon Chowder

Roasted red pepper and cream with potatoes, garlic, onion and celery. Smoked the traditional Northwest style.

Cup 5 Bowl 7

Caesar

Fresh Romaine from Basically Basil Farms. Tossed with parmesan cheese, house-made croutons and classic dressing.

Half 9 Full 11

Glacier Salad

Locally sourced greens tossed with a raspberry vinaigrette, candied pecans, sliced apples, mandarin oranges, raisins and blue cheese.

Princess House

Seasonal greens, sourced from a variety of local farms. Served with your choice of dressing. 9

Signature Sandwiches

Bacon Lettuce Avocado Tomato

A Lodge favorite among the Fairbanks Princess Team. Think BLT and add avocado. Thick sliced whole wheat bread smeared with lemon mayo. Served with fries. 16

Roasted Dip

Angus prime rib roasted and thinly sliced with melted provolone. Served on a croissant bun with French fries and au jus. 16

Bacon Cheddar Burger

APR 20 15 11:00

Half-pound beef patty grilled and topped with sharp cheddar and bacon. Built on a parmesan cracked black pepper bun with lettuce, tomato, onion and house sauce. Served with french fries. 15

Seafood

Wasabi Halibut

6 ounce serving of wild Alaskan Halibut marinated in our signature wasabi sauce.

Served with sautéed Tanana Valley fresh vegetables and mashed potatoes. 36

Cedar Planked Salmon

6 ounce Alaskan Sockeye or Coho Salmon filet, cooked on a maple bourbon infused cedar plank.

Served with sautéed farm fresh vegetables and mashed potatoes. 35

Bering Sea Crab Legs

The world renowned King Crab and Bairdi Crab steamed and served with drawn butter.

Steak House

Steak entrees come with a choice of two of the following sides:

Served with sautéed farm fresh vegetables and mashed potatoes. 49

Filet Mignon

6 ounce certified Angus Filet. Grilled and served with our signature blue cheese chive butter. 36

Rib Eye

12 ounce certified Angus Rib Eye. Grilled and served with our signature Knob Creek Maple Bourbon butter. 42

Sirloin

8 ounce certified Angus Sirloin served with our signature Cabernet Sauvignon butter. 34

APR 20 15 4:10 PM

Northern Comfort

Beer Battered Fish and Chips


A Princess signature recipe. Alaskan Pacific Cod, hand dipped in Denali Gold beer batter and fried until golden brown. Served with french

Seafood Mac and Cheese

A creamy house made classic with crab, shrimp, asiago, cheddar and parmesan cheeses. Served with garlic bread. 23

Princess Pot Pie

Chunks of grilled rosemary chicken or Savory pieces of beef tenderloin with potatoes, onions and carrots in a creamy sauce. Topped with a puffed pastry and baked. Served with our house salad. 18

 The apple icon indicates healthier menu choices. Consuming raw or undercooked eggs, meat, poultry, seafood or shellfish may increase your risk of food borne illness. If you have any special dietary needs or food allergies, please alert your server prior to ordering.