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July 15, 2009

VIA HAND-DELIVERY

City of Las Vegas
Planning & Development Department
731 South 4th Street
Las Vegas, NV 89101

Re: Pre-Application Conference Request for:

Applicant: Nevada Fine Wine & Spirits, LLC d/b/a Total Wine & More
APN: 138-32-312-005
Business Address: 730 S. Rampart Blvd.
Las Vegas, NV 89145

Dear Sir/Madam:

This firm represents Nevada Fine Wine & Spirits, LLC, a Nevada limited liability company, doing business as Total Wine & More ("Total Wine"). Enclosed for processing, please find Total Wine's Planning and Development Department Pre-Application Conference Request Form, and supporting documents, for the purpose of scheduling with you a Pre-Application Conference (the "Conference"). We would appreciate your assistance in scheduling the Conference as soon as possible. We thank you in advance for your assistance in this regard.

Total Wine is planning to open a retail liquor store at the above-referenced location (the "Location") which store would engage in the following business activities:

- 1) Sale of package alcohol, including liquor, wine, beer and spirit based products, for off-premises consumption as permitted by Section 6.50.170 of the Las Vegas Municipal Code;
- 2) Wine/beer/cordial/liqueur tasting as permitted by Section 6.50.270 of the Las Vegas Municipal Code; and
- 3) Sale of wine accessories, cigars and gift items.

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ATTORNEYS AT LAW

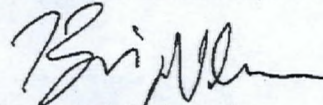
The introduction of package alcohol sales and wine/beer/cordial/liqueur tasting at the Location will not adversely affect the environment or character of the immediate community, nor will it have a detrimental impact on adjacent properties. No additional public services, utilities, parking or waivers should be necessary to accommodate Total Wine's proposed business operations at the Location. Further, as an upscale liquor establishment and as the largest independent fine wine retailer in the country, Total Wine will provide a benefit to the community and the businesses within Boca Park.

It is our understanding that the Location is within Phase III of the Boca Park Master Development Plan, which is currently zoned as a Planned Development ("PD") pursuant to the Boca Park Phase III Master Development Plan and Development Standards (the "Phase III Master Plan"), a copy of which is attached hereto. As the Phase III Master Plan does not specifically identify the permitted uses at the Location, we will want to discuss at the Conference the precise type of zoning approval that will be required.

In the event you have any questions with regard to the foregoing, please do not hesitate to contact us. Thank you.

Very truly yours,

KOLESAR & LEATHAM, CHTD.



Benjamin J. Volmer, Esq.

BJV:lhv
Enclosures: as stated

cc: Matthew D. Saltzman, Esq. (w/o encls.)
Dianne M. Sheridan, Paralegal (w/o encls.)

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