

AGREEMENT

This Agreement is entered into this 19th day of July, 2006 between Capitol Hill United Neighborhoods, Inc., South City Park Neighborhood Association, Congress Park Neighbors, Inc (collectively "Neighborhood Associations") and Neighborhood Flix Cinema and Café, LLC. ("Applicant").


Whereas, Applicant will soon be opening an establishment at 1480 Columbine Street, Denver, Colorado and has applied for a hotel and restaurant liquor license and a standard cabaret license for the premises and is scheduled to have a hearing on those applications on July 19, 2006 (the "Hearing") before the Denver Department of Excise and Licenses; and

Whereas, Neighborhood Associations are registered neighborhood organizations in Denver, Colorado and have been engaged in efforts for many years to protect and improve the safety, quality of life and peace and quiet in the residential and business neighborhood surrounding 1480 Columbine Street and all parties want to continue to protect and improve the safety, quality of life and peace and quiet of the surrounding area;

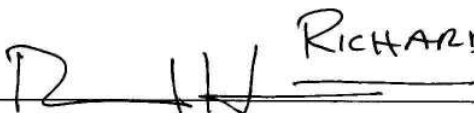
Therefore, in consideration of the mutual promises and covenants herein contained, the parties agree as follows:

1. Applicant agrees that it will:
 - a) not serve any alcohol beverages to patrons any later than 1:00am; provided, however, that any patron may finish an alcohol beverage properly served before 1:00am;
 - b) not serve any alcohol beverages on any outdoor patio space;
 - c) will use its best efforts at all times to reduce and abate noise and sound from escaping the building and disturbing nearby residents.
2. Neighborhood Associations agree to support Applicant's application for a hotel and restaurant liquor license and for a standard cabaret application. This includes, but is not limited to: attendance and verbal testimony by at least one member of the Neighborhood Associations at the Hearing who will testify that the Neighborhood Associations support the application for both licenses, based and conditioned upon the agreement between the parties stated herein.
3. All parties request the Denver Department of Excise and Licenses to attach the agreements in paragraph 1a and 1b herein as conditions upon any hotel and restaurant liquor license and standard cabaret license which may be issued to Applicant.


Neighborhood Flix Cinema and Café, LLC.

By:  Date: 7-19-06
 Title: Executive Director

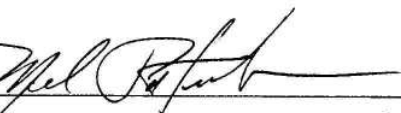
CAPITOL HILL UNITED NEIGHBORHOODS, INC.

By:  RICHARD KISSEBANTZ Date: 7/19/06
 Title: Vice President

SOUTH CITY PARK NEIGHBORHOOD ASSOCIATION

By:  Date: 7-19-06
 Title: Vice President

CONGRESS PARK NEIGHBORS, INC.

By:  Date: 7-19-06
 Title: Board Member, Congress Park Neighbors