

L99000005792

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DIVISION OF CORPORATIONS  
99 SEP 15 PM 3:48

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

9/13

200002986822--9

-09/14/99-01053-017

\*\*\*\*337.50 \*\*\*\*337.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Seawry Deco Plaza L.C. W99-21190  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

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Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 15, 1999

FILINGS, INC.  
ATTN: TERESA ROMAN

SUBJECT: SEAWAY DECO PLAZA, L.C.  
Ref. Number: W99000021190

We have received your document for SEAWAY DECO PLAZA, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article I must state the Principal Address in addition to the mailing address, if they are the same, please state that.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 399A00045362

RECEIVED  
99 SEP 15 PM 3:27  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**SEAWAY DECO PLAZA, L.C.**

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 15 PM 3:48

**ARTICLE I: NAME**

The name of this limited liability company is **SEAWAY DECO PLAZA, L.C.**, (hereinafter "Company"), whose mailing address is c/o Ronald Loewenthal, 5237 N.W. 33rd Avenue, Fort Lauderdale, Florida 33309. The principal office is the same as the mailing address.

**ARTICLE II: DURATION**

This limited company shall remain in existence perpetually; and the effective date of commencement is hereby designated as September 13, 1999.

**ARTICLE III: PURPOSE**

This limited company is organized to transact any lawful business for limited companies organized under Chapter 608 of the Florida Statutes "Limited Liability Companies", including purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

#### **ARTICLE IV: MEMBERS' OWNERSHIP AND MANAGEMENT**

The four members of the Company are Ronald Loewenthal, Connie D. Loewenthal, Walter L. Morgan, as Trustee, under Agreement dated June 12, 1995, and Brenda T. Seidel. Ronald Loewenthal, whose address is 5237 N.W. 33rd Avenue, Fort Lauderdale, Florida 33309, shall be the managing member who shall manage the Company. The management of the Company is reserved to Ronald Loewenthal, as the managing member, regarding all actions and business of the Company; excepting herefrom the right to sell or mortgage any real property which may be owned by the Company, which Company action shall require the joinder of two (2) additional members in addition to the execution by the managing member.

#### **ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 315 N.E. Third Avenue, Suite 200, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this limited company is Walter L. Morgan.

#### **ARTICLE VI: MEMBERS**

The names and addresses of each member of this organization, together with the relative percentage ownership of each member is as follows:

	<u>Ownership %</u>
<b>Ronald Loewenthal</b>	<b>1/3 of 1%</b>
<b>5237 N.W. 33rd Avenue</b>	
<b>Fort Lauderdale, Florida 33309</b>	
<b>Connie D. Loewenthal</b>	<b>33 %</b>
<b>5237 N.W. 33rd Avenue</b>	
<b>Fort Lauderdale, Florida 33309</b>	

**Walter L. Morgan, as Trustee**                      **33 1/3%**  
**Under Agreement Dated June 12, 1995**  
**315 N.E. 3<sup>rd</sup> Ave., Suite 200**  
**Fort Lauderdale, Florida 33301**

**BRENDA T. SEIDEL**                                      **33 1/3%**  
**5237 N.W. 33rd Avenue**  
**Fort Lauderdale, Fl 33309**

#### **ARTICLES VII: TRANSFER OF OWNERSHIP**

The ownership interest of any member may not be transferred to a non-member except as set forth in the Operating Agreement of the limited company. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, this limited company may continue to operate upon the written consent of all members owning a majority of interest in this limited company.

#### **ARTICLE VIII: ADDITIONAL MEMBERS**

Additional members may be added with the consent and written amendment executed by all (100%) of the members.

#### **ARTICLE XI: AMENDMENT**

This limited company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 10th day of September, 1999.

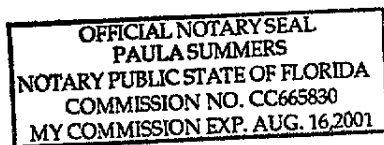
Walter L. Morgan, as Trustee  
Walter L. Morgan, Trustee under Agreement  
dated June 12, 1995

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 10th day of September, 1999, by Walter L. Morgan, as Trustee under Agreement dated June 12, 1995, ☒ who is personally known to me or ( ) who produced \_\_\_\_\_ as identification and who did not take an oath.

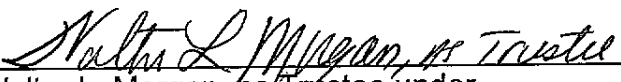
Paula Summers  
Notary Public, State of Florida  
My Commission Expires:



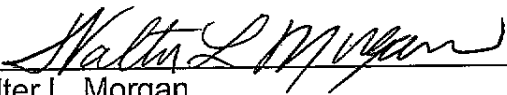
### REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.415 and 608.416, Florida Statutes, the following is submitted:

SEAWAY DECO PLAZA, L.C. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Fort Lauderdale, State of Florida, has named Walter L. Morgan as its agent to accept service of process within the State of Florida.

  
Walter L. Morgan, as Trustee under  
Agreement dated June 12, 1995  
Title: Member  
Date: September 10, 1999

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with, and accepts, the obligations of this position.

  
Walter L. Morgan  
Registered Agent  
Date: September 10, 1999

## AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared WALTER L. MORGAN, who, after being first duly cautioned and sworn, upon his oath deposes and states as follows:

1. Affiant is a member of SEAWAY DECO PLAZA, L.C., a Florida limited liability company (hereafter "SEAWAY").

2. Affiant makes these statements based upon his own personal knowledge.

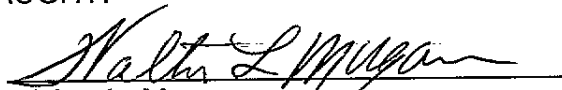
3. SEAWAY is a Florida limited liability company having four (4) members.

4. The names of the members are listed below, together with the amount of capital contributed and the amount anticipated to be contributed by that member:

<u>NAME</u>	<u>CAPITAL CONTRIBUTED</u>	<u>TO BE CONTRIBUTED</u>
Ronald Loewenthal	None	\$ 500.00
Connie D. Loewenthal	None	\$ 49,500.00
Walter L. Morgan	\$1,000.00	\$ 49,000.00
Brenda T. Seidel	None	\$ 50,000.00

Total Capital Contributions      \$150,000.00

5. FURTHER AFFIANT SAYETH NAUGHT.

  
Walter L. Morgan

SWORN TO and SUBSCRIBED before me this 10th day of September, 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:

