



UCC FILING & SEARCH SERVICES, INC.  
526 East Park Avenue  
Tallahassee, Florida 32301  
(850) 681-6528

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UCC SERVICES  
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**PD1000055373**

July 26, 2001

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

LT by the Sea, Inc.

**Filing Evidence**

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

- ☐ All Charter Documents to Include  
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

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-07/26/01--01066--002  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

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

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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

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

COULLETTE JUL 26 2001

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
2001 JUL 26 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LT by the Sea, Inc.  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*  
Article added:

SIXTH: See "Schedule A" attached hereto.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

**THIRD:** The date of each amendment's adoption: July 24, 2001

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

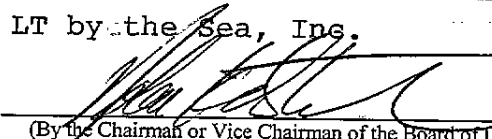
"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24th day of July, 2001

LT by the Sea, Inc.

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

John H. Streicker, Director

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

\_\_\_\_\_  
Typed or printed name

\_\_\_\_\_  
Title

## SCHEDULE A

The Corporation:

- (a) shall not own any interests in any asset other than the property known as Lauderdale Towers, located at 2900 NE 30<sup>th</sup> Street, Fort Lauderdale, Florida (the "Property") and such incidental personal property necessary for the operation of the Property;
- (b) shall not engage in any business other than those necessary to act as the general partner of the owner of the Property in connection with the ownership, management or operation of the Property and such business transactions with any principal or any affiliate shall be entered into upon terms and conditions that are intrinsically fair and substantially similar to those that would be available on an arm's-length basis with third parties other than an affiliate;
- (c) shall not incur any debt, secured or unsecured, direct or contingent (including guaranteeing any obligation), other than as guarantor of the existing loan secured by the property, now held by LaSalle National Bank, as Trustee for the Registered Holders of LB Commercial Mortgage Trust, Commercial Mortgage Pass-Through Certificates, Series 1998-C1 (the "Loan"), while the Loan is outstanding;
- (d) shall not make, and shall not permit the owner of the Property to make, any loans or advances to any third party (including any affiliate);
- (e) shall be, and shall cause the owner of the Property to be, solvent and pay its debts from its assets as the same become due;
- (f) shall do, and shall cause the owner of the Property to do, or cause to be done all things necessary to preserve its existence, and shall not amend, modify or otherwise change its partnership certificate, partnership agreement, articles of incorporation or by-laws in a manner which adversely affects its existence as a single-purpose entity;
- (g) shall maintain, and shall cause the owner of the Property to maintain, books and records and bank accounts separate from those of its affiliates;
- (h) shall be, and shall cause the owner of the Property to be, and at all times hold itself out to the public as, a legal entity separate and distinct from any other entity (including any affiliate thereof, including the general partner or any affiliate of the general partner);
- (i) shall file, and shall cause the owner of the Property to file, its own tax returns;

(j) shall maintain, and shall cause the owner of the Property to maintain, adequate capital for the normal obligations reasonably foreseeable in a business of its size and character and in light of its contemplated business operations;

(k) shall not seek the dissolution or winding up, in whole or in part, of the corporation, or voluntarily file, or consent to the filing of, a petition for bankruptcy, reorganization, assignment for the benefit of creditors or similar proceeding or cause the owner of the Property to seek the dissolution or winding up, in whole or in part, of the partnership; and

(l) shall not commingle, and shall cause the owner of the Property not to commingle, its funds or other assets with any other person or entity.