

Response to Corrections Letter of 11.13.2023 from The Pike's Place Market Historic Commission

*Provide the name of the hotel (will it be called Wayfarer's All, or something else?).*

The name of our hotel will be Wayfarers All (no apostrophe on Wayfarers).

It comes from a chapter title from the book *The Wind In The Willows* by Kenneth Graham.

*Provide a sample list of room rates and include any other offerings (such as food).*

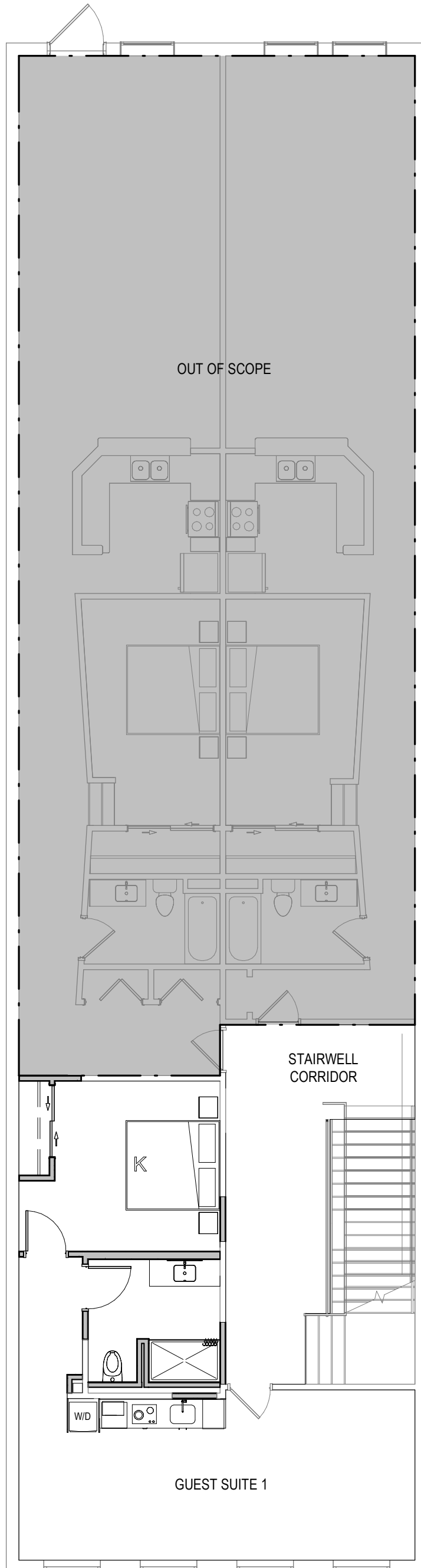
Our projected room rates may change as we get nearer to opening, and we see the state of the market for lodging. At present we are thinking our rates will fall between \$150 a night for the rooms that use shared bathroom facilities on the low end, to over \$300 a night for the suites.

We do not intend to offer food. We will provide a hospitality bar (a kitchenette) in the common room so travelers can make themselves simple things like teas or coffees and snacks, however because of our proximity to the market we would encourage our guests to go out and explore it and get their meals there.

Our goal will be to offer clean, safe, and comfortable accommodation in a central location. We expect to be chosen by travelers who want to spend most of their time outside of the hotel, exploring the city. Consequently we are not looking to provide anything apart from a great place to rest at the end of the day. The market will be our principle amenity.

Thank you.

John and Clara Meyer



First Avenue

**LEVEL 2**

SBHTL - SMITH BLOCK HOTEL  
10/03/2023



**LEVEL 3**

SBHTL - SMITH BLOCK HOTEL  
10/03/2023



**WASHINGTON**  
**Secretary of State**  
**Corporations & Charities Division**

Filed  
Secretary of State  
State of Washington  
Date Filed: 07/18/2023  
Effective Date: 07/18/2023  
UBI #: 605 268 127

## Initial Report

### BUSINESS INFORMATION

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Business Name:

**WAYFARERS ALL LLC**

UBI Number:

**605 268 127**

Business Type:

**WA LIMITED LIABILITY COMPANY**

Business Status:

**ACTIVE**

Principal Office Street Address:

**600 UNIVERSITY ST STE 3600, SEATTLE, WA, 98101-4109, UNITED STATES**

Principal Office Mailing Address:

**600 UNIVERSITY ST STE 3600, SEATTLE, WA, 98101-4109, UNITED STATES**

Expiration Date:

**06/30/2024**

Jurisdiction:

**UNITED STATES, WASHINGTON**

Formation/Registration Date:

**06/07/2023**

Period of Duration:

**PERPETUAL**

Inactive Date:

Nature of Business:

**ANY LAWFUL PURPOSE**

**REGISTERED AGENT** [RCW 23.95.410](#)

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| <b>Registered Agent Name</b> | <b>Street Address</b>   | <b>Mailing Address</b>  |
|------------------------------|---|---|
| C T CORPORATION SYSTEM       | 711 CAPITOL WAY S STE 204, OLYMPIA, WA, 98501-1267, UNITED STATES | 711 CAPITOL WAY S STE 204, OLYMPIA, WA, 98501-1267, UNITED STATES |

### PRINCIPAL OFFICE

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Phone:

Email:

**SRCORP\_MAINTENANCE@STOEL.COM**

Street Address:

**600 UNIVERSITY ST STE 3600, SEATTLE, WA, 98101-4109, USA**

Mailing Address:

**600 UNIVERSITY ST STE 3600, SEATTLE, WA, 98101-4109, USA**

## GOVERNORS

| Title    | Type   | Entity Name            | First Name | Last Name |
|----------|--------|------------------------|------------|-----------|
| GOVERNOR | ENTITY | DECATHLON HOLDINGS LLC |            |           |

## NATURE OF BUSINESS

ANY LAWFUL PURPOSE

## EFFECTIVE DATE

Effective Date:

**07/18/2023**

## RETURN ADDRESS FOR THIS FILING

Attention:

**CHRISTINA LECCESE**

Email:

**CHRISTINA.LECCESE@STOEL.COM**

Address:

**600 UNIVERSITY ST STE 3600, SEATTLE, WA, 98101-4109, USA**

## UPLOAD ADDITIONAL DOCUMENTS

Do you have additional documents to upload? - **No**

## EMAIL OPT-IN

By checking this box, I hereby opt into receiving all notifications from the Secretary of State for this entity via email only. I acknowledge that I will no longer receive paper notifications.

## AUTHORIZED PERSON

I am an authorized person.

Person Type:

**ENTITY**

First Name:

**CHRISTINA**

Last Name:

**LECCESE**

Entity Name:

**STOEL RIVES LLP**

Title:

**CASE ASSISTANT**

This document is hereby executed under penalty of law and is to the best of my knowledge, true and correct.

## OPERATING PROTOCOL

### FOR

### WAYFARERS ALL LLC

(a single member Washington Limited Liability Company)

#### 1. Formation

Name. The name of the limited liability company is **WAYFARERS ALL LLC** (the "LLC").

- a. Certificate of Formation. A Certificate of Formation was filed with the Secretary of State of Washington as of June 7, 2023.
- b. Duration. The existence of the LLC shall commence on the date of filing of the original Certificate of Formation and shall have perpetual existence.
- c. Purpose. The purpose of the LLC is to provide for the centralized management of investment assets, and such other business activities as permitted under Chapter 25.15 of the Revised Code of Washington ("the LLC Act") and as the Member may from time to time determine to be appropriate.
- d. Principal Place of Business. The principal place of business of the LLC is 600 University Street, Suite 3600, Seattle, Washington 98101. The Member may from time to time relocate the principal place of business or establish additional offices.
- e. Registered Agent and Office. The name of the initial registered agent is CT Corporation Systems and the initial registered office is 711 Capitol Way S, Suite 204, Olympia, Washington, 98501-1267.
- f. Formation Expenses. The LLC shall reimburse the Member for, or pay directly, all fees and expenses incident to and necessary for the organization of the LLC.
- g. Licenses and Permits. The Member shall make application for, obtain and file all licenses, permits, authorizations and reports required under any laws or regulations affecting the operations of the LLC and take all steps necessary for the LLC to comply with municipal, state and federal tax laws and applicable state and federal workmen's compensation and industrial insurance laws.

#### 2. Member, Contribution and Interest

- a. Sole Member. The name and address of the sole member of the LLC is John F. Meyer and Clara Inés Meyer, a married couple, 600 University Street, Suite 3600, Seattle, WA 98101 ("Member"). The Member's initial capital contribution is the transfer of investment assets.

- b. Ownership Interest. The Member's ownership interest in the LLC is 100%.
- c. Additional Members. Additional members shall not be admitted except upon the consent of the Member.

**3. Accounting And Records**

- a. Books of Account. The LLC shall maintain books and records of the operation of the LLC, which are appropriate and adequate for the LLC's business.
- b. Fiscal Year. The fiscal year end of the LLC is December 31.
- c. Tax Treatment. The LLC shall be treated as a disregarded entity for federal income tax purposes.
- d. Bank Accounts. The LLC shall deposit the funds of the LLC with such bank or banks as the Member may designate from time to time. The printed resolutions supplied by such banks shall be ratified, adopted and inserted in the minute book. The individual or individuals designated by the Member from time to time shall be authorized as signator(s) on the LLC's bank account(s).

**4. Dissolution**

- a. Events of Dissolution. The LLC shall dissolve upon the earlier of (a) the time, if any, for dissolution specified in the Certificate of Formation; or (b) ninety days following an event of dissociation of the Member, unless those having the rights of assignees in the LLC under RCW 25.15.131(1) have, by the ninetieth day, voted to admit one or more members, voting as though they were members, and in the manner set forth in RCW 25.15.121(1), or (c) the entry of a decree of judicial dissolution under RCW 25.15.274, or (d) the expiration of five years after the effective date of dissolution under RCW 25.95.610 without the reinstatement of the limited liability company under RCW 23.95.615.
- b. Liquidation and Winding Up. Upon the dissolution of the LLC, the Member or the personal representative shall wind up the business and affairs of the LLC. The Member or the personal representative shall take full account of the LLC's assets and liabilities, shall cause the LLC assets to be liquidated as promptly as is consistent with obtaining the fair value thereof and shall cause the proceeds, to the extent sufficient, to be applied and distributed in the following order: (i) first, to the payment and discharge of all LLC debts and liabilities to creditors other than the Member; and (ii) the balance, if any, to the Member. The LLC may, in the process of winding up, elect to distribute certain property in-kind.

**5. Indemnification and Liability Limitation**

- a. Indemnification. The LLC shall indemnify its Member to the fullest extent permissible under Washington law, as the same exists or may hereafter be amended, against all liability, loss and costs (including, without limitation,

attorneys' fees) incurred or suffered by such person by reason of or arising from the fact that such person is or was serving at the request of the LLC as a director, officer, manager, partner, trustee, employee or agent of another foreign or domestic limited liability company, corporation, partnership, joint venture, trust, benefit plan or other enterprise. The LLC may, by consent of the Member, provide indemnification to any employees and agents of the LLC. The indemnification provided in this Section shall not be exclusive of any other rights to which any person may be entitled under any statute, bylaw, agreement, resolution of the Member, contract or otherwise.

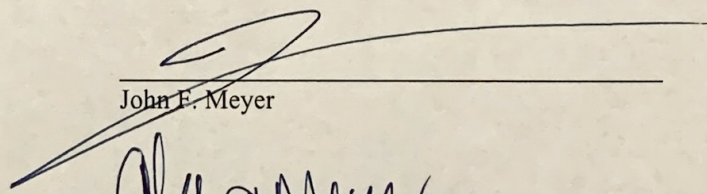
- b. Limitation of Liability. The Member serving as manager of the LLC, if any, shall not be liable to the LLC for monetary damages for conduct as manager except to the extent that the LLC Act, as it now exists or may hereafter be amended, prohibits elimination or limitation of manager liability. No repeal or amendment of this Section or of the LLC Act shall adversely affect any right or protection of a Member acting as a manager for actions or omissions before the repeal or amendment.

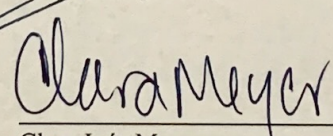
**6. No Third Party Beneficiaries**

The provisions of this Operating Protocol are intended solely for the benefit of the Member and shall create no rights or obligations enforceable by any third party, including creditors of the LLC, except as otherwise provided by applicable law.

ADOPTED Effective the 31<sup>st</sup> day of July, 2023.

**MEMBER:**

  
\_\_\_\_\_  
John F. Meyer

  
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Clara Inés Meyer

Address:

600 University St Ste 3600  
Seattle, WA 98101





The City of Seattle

## Pike Place Market Historical Commission

Mailing Address: PO Box 94649, Seattle WA 98124-4649  
Street Address: 600 4th Avenue, 4th Floor

### CERTIFICATE OF APPROVAL FOR USE

Date: February 13, 2020

MHC 24/20

Applicant: Edward Tudor

Business: Pensione Tudor

Address: 1923 1<sup>st</sup> Ave Seattle, WA 98101

Building: Smith Block

At its meeting of February 12, 2020, the Pike Place Market Historical Commission approved the following:

Change of ownership for an existing business offering overnight lodging and serving pastries, fruit, and juice to registered guests. To be operated by Pensione Tudor LLC owned by Edward Tudor (100%).

(This action is categorically exempt from SEPA by the provisions of WAC 197-11-800.)

The Certificate is issued with the understanding that the applicant will obtain all other permits and approvals that may be required.

Christine Vaughan, Commission Chair

By:

Minh Chau Le, Commission Coordinator  
Pike Place Market Historical Commission