

STATE OF HAWAII  
DEPARTMENT OF LAND AND NATURAL RESOURCES  
Land Division  
Honolulu, Hawaii 96813

August 26, 2011

Board of Land and Natural Resources  
State of Hawaii  
Honolulu, Hawaii

PSF: 11KD-092

Kauai

Consent to Assign General Lease No. S-4023, Tetsuro Maeda and Yoshio Hiranaka dba: T & Y Partners, Assignor, to T & Y, LLC, Assignee, Nawiliwili Harbor Lots, Lihue, Kauai, Tax Map Key:(4) 3-2-004:011.

APPLICANT:

Tetsuro Maeda and Yoshio Hiranaka dba: T & Y Partners, as Assignor, to T & Y, LLC, a Domestic Limited Liability Company (LLC), as Assignee.

LEGAL REFERENCE:

Section 171-36(a)(5), Hawaii Revised Statutes, as amended.

LOCATION:

Portion of Government lands of Nawiliwili situated at Nawiliwili Town Lots, Lihue, Kauai, identified by Tax Map Key:(4) 3-2-004:011, as shown on the attached map labeled Exhibit A.

AREA:

.618 acres, more or less.

TRUST LAND STATUS:

Section 5(b) lands of the Hawaii Admission Act

DHHL 30% entitlement lands pursuant to the Hawaii State Constitution: NO

CHARACTER OF USE:

Business purposes.

TERM OF LEASE:

55 years, commencing on November 17, 1966 and expiring on November 16, 2021. Last rental reopening occurred on November 17, 2006; next rental reopening is scheduled for November 17 2016.

ANNUAL RENTAL:

\$36,750.00

DCCA VERIFICATION:

ASSIGNOR:

Place of business registration confirmed: YES  
Registered business name confirmed: YES  
Good standing confirmed: YES

ASSIGNEE:

Place of business registration confirmed: YES  
Registered business name confirmed: YES  
Good standing confirmed: YES

REMARKS:

Tetsuro Maeda and Yoshio Hiranaka dba: T & Y Partners has formed a Domestic Limited Liability Company called T & Y, LLC. naming Hanaye Hiranaka and Bessie Maeda, Owners and Russell J. Maeda, Manager.

Tetsuro Maeda and Yoshio Hiranaka are now deceased and Hanaye Hiranaka and Bessie Maeda are the surviving spouses. Russell J. Maeda is the son of Tetsuro Maeda.

Russell J. Maeda has been running the company for several years.

The Articles of Organization is attached as Exhibit 'B'.

Lessee is compliant with all lease terms and conditions, including no defaults and current on rent payments.

Assignee has not had a lease, permit, easement or other disposition of State lands terminated within the last five years due to non-compliance with such terms and conditions.

Next rental reopening is scheduled for November 17, 2016.

Comments were solicited from:

State Agencies:

DOH	No environmental health concerns
Historic Preservation	No response by suspense date
OHA	No objections

County Agencies

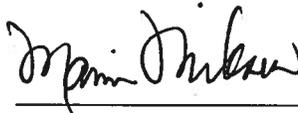
County Planning	No objections
Public Works	No comments or objections
Dept. of Water	No response by suspense date

RECOMMENDATION:

That the Board consent to the assignment of General Lease No. S-4023 from Tetsuro Maeda and Yoshio Hiranaka, dba: T & Y Partners, as Assignor, to T & Y, LLC, as Assignee, subject to the following:

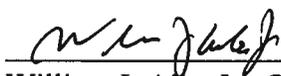
1. The standard terms and conditions of the most current consent to assignment form, as may be amended from time to time;
2. Review and approval by the Department of the Attorney General; and
3. Such other terms and conditions as may be prescribed by the Chairperson to best serve the interests of the State.

Respectfully Submitted,



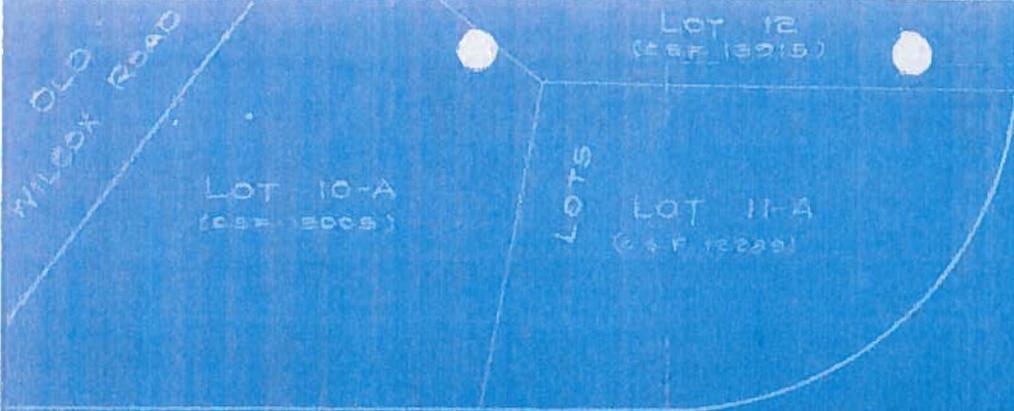
Marvin Mikasa  
Land Agent

APPROVED FOR SUBMITTAL:



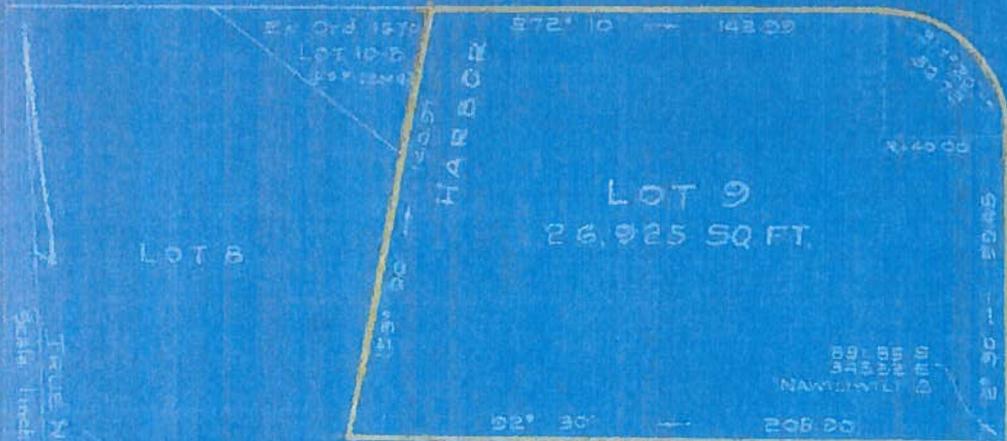
William J. Aila, Jr., Chairperson

ll



AVENUE

WILCOX ROAD  
P.A.S.F. 5 25402



NAWILIWILI

LOT 9  
26,925 SQ. FT.

LOT 8

Executive

Order

(48)

LOT 7

NAWILIWILI HARBOR LOTS

LOT 9

(Revised February 1963)  
Nawiiliwili, Lihue, Kauai, Hawaii  
Scale - 1 inch = 50 feet

JOB 1483  
C.M.

TAC 147 3-2-04

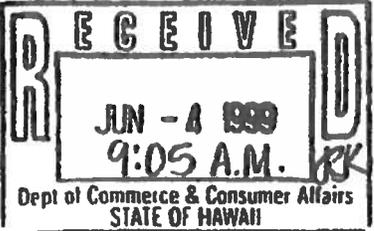
SURVEY DIVISION  
DEPARTMENT OF ACCOUNTING AND GENERAL SERVICES  
STATE OF HAWAII

AT 2/20/63

**EXHIBIT "A"**

05/13/2009 10:03

STATE OF HAWAII  
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS  
Business Registration Division  
1010 Richards Street  
P. O. Box 40, Honolulu, HI 96810



L12 00136416 13- 6/25/99 PAID 100.00  
L38 00136417 13- 6/25/99 PAID 10.75

3078 CS

ARTICLES OF ORGANIZATION RESULTING FROM CONVERSION  
(Section 428-902, Hawaii Revised Statutes)

The undersigned, for the purpose of converting to a limited liability company under the laws of the State of Hawaii, do hereby certify:

I

The name of the Company shall be: T & Y, LLC.

II

The street address of the initial designated office in Hawaii is: 3988 Halau Street, Lihue, Kauai, Hawaii 96766.

III

The company shall have and continuously maintain in the State of Hawaii an agent and street address of the agent for service of process on the company. (The agent must be an individual resident of Hawaii, a domestic corporation, or another domestic limited liability company.)

(a) The name of the company's initial agent for service of process is:  
RUSSELL MAEDA.

(b) The street address of the agent for service of process is:  
3988 Halau Street, Lihue, Kauai, Hawaii 96766.

IV

The name and address of the organizer is:

BESSIE MAEDA  
HANAYE HIRANAKA

2518860

EXHIBIT "B"

05/13/2009 10:03

DOMESTIC LIMITED LIABILITY COMPANY ANNUAL REPORT AS OF April 1, 2011

COMPANY NAME AND MAILING ADDRESS

T & Y, LLC  
364 LIKEKE PL  
KAPAA HI 96746

1. Principal Office Address

364 LIKEKE PL  
KAPAA HI 96746

2. Nature of Business (Optional)

3. Organized under the laws of: Hawaii

4. The name of the registered agent and the registered agent's street address of the place of business in Hawaii of the person to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to.

RUSSELL MAEDA  
364 LIKEKE PL  
KAPAA HI 96746

5. The company is: Member-managed

If the company is manager-managed, the total number of members is:

6. Managers or members are:

- Member HIRANAKA, BARON Y
- Member HIRANAKA, MARK H
- Member MAEDA, BESSIE



NO CHANGES

Checking this box means there are no changes reported. The Department will not be held responsible for any changes made to this report.

DECLARATION

I certify under the penalties of Section 428-1302, Hawaii Revised Statutes, that I have read the above, the information is true and correct, and I am authorized to sign this report.

April 4, 2011

RUSSELL J. MAEDA

RUSSELL J. MAEDA

Date

Signature of an authorized manager of a manager-managed company, member of a member-managed company, fiduciary (if the company is in the hands of a receiver, trustee, or other court-appointed fiduciary), or attorney-of-fact

Print Name

FILE NO. 3078 C5

Rev. 07/2010

2011 L17

L22



04/04/2011 14:12:57

V

The period of duration is for a specified term to expire on December 31, 2099.

VI

The company is member-managed, and the names and residence street addresses of the initial members are listed below.

BESSIE MAEDA  
HANAYE HIRANAKA

VII

The members of the company shall not be liable for the debts, obligations and liabilities of the company.

VIII

The name of the domestic partnership being converted is T & Y, a general partnership. <sup>5001 G5</sup>

IX

The agreement of conversion was approved by all of the partners.

X

The partnership registration statement is cancelled as of the effective date of the conversion. The effective date of the conversion is on the date and time of filing.

XI

The notice of conversion was published on May 17, 24, and 31, 1999, in the Honolulu Advertiser, and reasonable efforts to give notice thereof in a reasonable manner to persons with whom the partnership expects to have a continuing business relationship as of the time the conversion were made.

We certify, under the penalties set forth in the Hawaii Uniform Limited Liability Company Act, that we have read the above statements and that the same are true and correct.

Signed this 10<sup>th</sup> day of May 1999.

Bessie Maeda  
BESSIE MAEDA, also known as  
Toshiko Maeda, Organizer

Hanaye Hiranaka  
HANAYE HIRANAKA, Organizer

05/13/2009 10:009

05/13/2009 10:009