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May 18, 2022

To: City of Miami Beach  
1700 Convention Center Drive  
Miami Beach, FL 33139

**Re: Bancroft Hotel and Ocean Steps – 1501 Collins Avenue – Historic Preservation Board  
File No. HPB 22-0504 a/k/a HPB 29-0444 – Objection to June 14, 2022 Hearing**

**By Hand:**

Tom Mooney,  
Director,  
Planning Department

Rogelio Madan,  
Chief of Community  
Planning & Sustainability,  
Planning Department

Rafael Granado,  
City Clerk

**By Email:**

1501 Collins, LLC, Property Owner<sup>1</sup>  
Attn: Todd Rosenberg,  
Manager

**By Hand:**

Debbie Tackett,  
Historic Preservation  
& Architecture Officer,  
Planning Department

Nick Kallergis,  
First Deputy City Attorney,  
City Attorney's Office

**By Email:**

Rory Bret Greenberg,  
Registered Lobbyist  
for Todd Rosenberg

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<sup>1</sup>1501 Collins, LLC became the Property Owner through a conveyance, dated September 3, 2021—more than eight months ago—from the previous Property Owner, Bancroft Oceans Five Holdings LLC.

In the context of the separate Planning Board case (Planning Board File No. 20-0416), the undersigned has presented to the Planning Department the issue of the failure of the no-longer “new” Property Owner, 1501 Collins, LLC—over that period of eight-plus months and continuing—to file an Application for a Modified Conditional Use Permit to authorize the change in ownership and operation.

By Email:

Tracy Slavens,  
Holland & Knight,  
Counsel to 1501 Collins, LLC

By Email:

Vanessa Madrid,  
Holland & Knight,  
Counsel to 1501 Collins, LLC

Historic Preservation Board Members:

Barry Klein  
Kirk Paskal  
Laura Weinstein-Berman  
Nancy Liebman  
Ray Breslin  
Ricardo Lopez

**OBJECTION**  
**TO**  
**HISTORIC PRESERVATION BOARD HEARING**  
**SCHEDULED FOR JUNE 14, 2022 (Agenda Item No. 5)**  
**OF THE**  
**PROPERTY OWNER'S**  
**APPLICATION FOR MODIFICATION OF BOARD'S PREVIOUS ORDER**

The undersigned files this Objection as a property owner of real estate within 375 feet of the property whose owner has filed an Application for Modification of the Order approved on May 11, 2021 by the Historic Preservation Board. The real estate owned by the undersigned is Unit 803 of the 1500 Ocean Drive Condominium.

For purposes of this Objection, the following terms have the following respective meanings:

|                                   |  |
|-----------------------------------|--|
| Application<br>or App.            | the Land Use Board Hearing Application dated February 4, 2022,<br>posted to the City's website on May 12, 2022, and currently set for<br>hearing at the HPB's June 14, 2022 meeting  |
| Objector                          | the undersigned  |
| Bancroft<br>or<br>Property        | the real estate, located at 1501 Collins Avenue, Miami Beach,<br>Florida, currently known generally as Bancroft Hotel and<br>Ocean Steps   |
| Bancroft Owner<br>or<br>Applicant | 1501 Collins, LLC, a limited liability company formed under<br>Delaware law on September 17, 2020, and admitted to conduct<br>business in Florida on August 20, 2021. This entity is both the<br>Property Owner and the Applicant (App. Page 1). |
| HPB                               | Historic Preservation Board  |

## **SUMMARY OF OBJECTION**

The Application is fatally defective and, therefore, cannot be heard by the HPB. The Application needs to be amended and, as so amended, needs to be placed at the beginning of the queue for satisfaction of the conditions precedent that are required for an application can be heard.

The Application's fatal defects arise from its failure to comply with the City Code's "complete application" requirement, and that requirement's underlying legislative policies of sunshine, disclosure, and transparency.

## **ARGUMENT**

The City Code includes the following clear and unambiguous prerequisite for an HPB hearing on an application:

"No application shall be considered complete until all requested information has been submitted and all applicable fees paid."  
*(Historic Preservation Board: Article X – Division 3 Sec. 118-563. - Review procedure, last sentence – underscoring added).*

This requirement is supported by common sense. It is not up to an applicant to decide which items of information to submit and which items of information to withhold.

Applications to the Planning Board are subject to an identical completeness requirement, expressed in identical language (*Planning Board: Sec. 118-193. - Applications for conditional uses, last sentence*).

Objector submits that there is nothing trivial about the items of information that the Application fails to include. They are egregious, and fall into the following four categories:

**(1) The Purported Disclosure of Interest.** The long-standing Disclosure of Interest requirement is fundamental. It seeks to answer the basic question: After you strip away the corporations, the limited liability companies, the limited liability partnerships, the real estate investment trusts, and all the other entities, who are the real live actual people who own the property?

The purported Disclosure of Interest filed by the Applicant as part of its Application is a mockery of the requirement. A copy of it is attached to and incorporated into this Objection.

**(A) Unreadability.** The Application's purported Disclosure of Interest is largely unreadable. With proper glasses and a magnifying glass, some of it can be made out, but not nearly enough to understand the whole picture. The Disclosure of Interest is not intended to be a Bascom Palmer eye test.

**(B) The Very Height of Non-Disclosure.** The purported Disclosure of Interest is a monument to the impermeable, the opaque, the impenetrable. I count 23 boxes. The prescribed Disclosure of Interest is not designed to be an intellectual exercise for a tiny band of elite Wall Street and Brickell Avenue lawyers that shuts out any hope of comprehension by the other 99.9% of the world—i.e., people of both considerable education and people of limited education.

The Application's excursion into this type of rarefied esoterica is exactly the non-disclosure exercise that the prescribed application form is intended to block. Attached is a copy of this Application's page 6. As part of the standard printed application form, the attached page 6 is a model of simplicity and clarity. The introductory mandatory language could not be more explicit:

"If the owners consist of one or more corporations, partnerships, trusts, partnerships [sic] or other corporate entities, the applicant shall further disclose the identity of the individual(s) (natural persons) having the ultimate ownership interest in the entity." (underscoring added).

What could be clearer? Continuing down on the attached page 6, what is required is plain—namely, completion of the table so that it looks like the following:

|  |              |
|--|--------------|
| Jane Smith, 423 Adams, Keokuk IA 17834               | 17.5%        |
| Harold Jones, 1134 Pine, Kankakee, IL 45129          | 23.8%        |
| John Doe, 7721 Kalamazoo, MI 63105                   | 30.9%        |
| Adrian Green, 4082 Chestnut<br>Walla Walla, WA 41087 | <u>27.8%</u> |
|  | 100.0%       |

And, to add a personal note, during my six years as a Planning Board member, both large and small developers "got it". They submitted Disclosures of Interest like my hypothetical one immediately above. They did not engage in the obfuscation that is present in this case. (And this Application's page 6 reference, "Please see attached", does not redeem the Application, because the reference is to the above-described unreadable and incomprehensible purported Disclosure of Interest.)

It is almost superfluous to add that the Application simply blew off the standard form's clear requirement for an address for each individual owner.

And, equally almost superfluous is that, squinting at a couple of the 23 boxes, it appears that many contain some utterly unexplained six- and seven-digit numbers. To the extent that the boxes can be read, those numbers sure do not look like the prescribed form's plain requirement for percentages.

The required Disclosure of Interest is not intended to be a game for idle and bored members of Mensa International.

**(2) Incomplete Application.** This is a second category of the requirements of the prescribed Application form that the Applicant simply ignored. Following is the page-by-page box score of the Application's simply leaving items blank:

|        |  |
|--------|--|
| Page 1 | 1 item left blank  |
| Page 2 | 8 items left blank (Objector finds interesting the fact that, of the four individuals identified by their professional roles on Page 2, only Rory Bret Greenberg left blank whether his role is that of Attorney, Agent, Contact, or Other. Please see Paragraph Nos. 3 and 4, below.) |

**(3) Role of Todd Rosenberg.** There are four signatures on the Application. All of them are by Todd Rosenberg. Since the Disclosure of Interest is indecipherable, it seems appropriate to ask his role in this enterprise.

Where an Application signature block requires a statement of the capacity in which he signs for the Applicant, 1500 Collins LLC, his stated capacity is that of "Authorized Representative" or "Authorized Signatory".

The only individual listed for the Applicant in the records of the Florida Division of Corporations is Mr. Rosenberg, who is listed as the Manager. Ownership and management of the Applicant is further obscured by the Applicant's use of the titles for Mr. Rosenberg of "Authorized Representative" or "Authorized Signatory", instead of his actual title, "Manager".

**(4) Role of Rory Bret Greenberg.** Objector finds equally unclear the role of Rory Bret Greenberg. To my knowledge, for quite some time he has been, in public and private meetings, the sole representative of the Applicant.

In the Application, Mr. Greenberg appears under the heading of "Compensated Lobbyist" (App. page 8).

Yet when Messrs. Rosenberg and Greenberg filed a Lobbyist Registration Form with the Office of the City Clerk on February 18, 2022, Mr. Greenberg's "Compensated" status was identified as "0 per hour" (Lobbyist Registration Form, Page 2, Item V).

Separately, the Lobbyist Registration Form, curiously, does not identify the Applicant entity, 1501 Collins, LLC, as the Principal. Instead, it identifies an individual, Todd Rosenberg, as the Principal (Lobbyist Registration Form, Page 1, Item II).

So, Mr. Greenberg is the uncompensated lobbyist only for Mr. Rosenberg. But, given the unreadability and the incomprehensibility of the Disclosure of Interest, there is no way to know whether Mr. Greenberg is representing 7% or 70% of the equity.

Unless and until Mr. Rosenberg's equity percentage becomes known, it is not at all clear that Mr. Greenberg, as only an unpaid lobbyist for one individual, is authorized to speak for the Applicant entity, 1501 Collins, LLC.

### **CONTROLLING AUTHORITY**

Objector would welcome being advised of any law, ordinance, judicial opinion, or CAO or Attorney General opinion which concludes that an application, in form and substance similar to this Application, complies with the City's complete-application requirement and, therefore, is eligible for HPB consideration.

If Objector were to find any such authority convincing, Objector will modify or withdraw this Objection.

### **AVAILABILITY AND COMMUNICATION**

My wife Suzanne and I will leave town tomorrow on a long trip. During that period, I will not see any of my inbound email.

The decision that the appropriate City authorities (presumably the CAO and the Planning Department) needs to make strikes me as exceedingly straightforward. It's an up-or-down, Yes-or-No decision. Either this Application complies with our Code's complete-application requirement (above) and can therefore proceed to hearing, or it does not and the Applicant needs to start from scratch with an application that does comply.

For that reason, I doubt that there will be any need to contact me during our extended absence (which will go well beyond the HPB meeting on June 14). But, having filed this Objection, it is not appropriate for me to become incommunicado. So, I can be reached through Suzanne's email, [ssolar@bellsouth.net](mailto:ssolar@bellsouth.net), or her cell: 314-724-8134.

But, please do let me know the outcome: either this Application is eligible to proceed or it is not.

### **CONCLUSION**


This is a watershed moment for applications to any of the four Land Use Boards. It is a certainty that, if the Applicant is allowed to proceed to hearing with the Application in its present form, this same Applicant will use the same obfuscating pattern when it files with the Planning Board an Application for a Modified Conditional Use Permit (Planning Board File No. 20-0416).

And, then, there will be no limit that can fairly be applied to other Applicants and their Applications. And, that's exactly the way it should be. If this Applicant—with its proposed complex project estimated to cost \$90,000,000—is allowed to proceed with this non-disclosure of individual beneficial owners and this non-disclosure of their respective ownership percentages—then every applicant is entitled to do the same.

Ownership counts. Both the City and the public are entitled to know who, by reason of beneficial equity ownership, has the greatest authority to make and implement the entity's representations and decisions.

Respectfully submitted,

HENRY S. STOLAR REVOCABLE TRUST U/A DATED 10/13/89



Henry S. Stolar, Trustee

“Objector”

Attachments – (1) Applicant's Disclosure of Interest (one page) – Reference: page 3, above

(2) Application Page 6 – Reference: page 4, above

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**DISCLOSURE OF INTEREST**  
**CORPORATION, PARTNERSHIP OR LIMITED LIABILITY COMPANY**

If the property that is the subject of the application is owned or leased by a corporation, partnership or limited liability company, list ALL of the owners, shareholders, partners, managers and/or members, and the percentage of ownership held by each. If the owners consist of one or more corporations, partnerships, trusts, partnerships or other corporate entities, the applicant shall further disclose the identity of the individual(s) (natural persons) having the ultimate ownership interest in the entity.

**1501 Collins, LLC**

**NAME OF CORPORATE ENTITY**

NAME AND ADDRESS

% OF OWNERSHIP

Please see attached.

**NAME OF CORPORATE ENTITY**

NAME AND ADDRESS

% OF OWNERSHIP

If there are additional corporate owners, list such owners, including corporate name and the name, address and percentage of ownership of each additional owner, on a separate page.