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JERRY W. GERDE  
ALLEN N. JELKS, JR.

MAYO C. JOHNSTON  
(1912-1983)  
WILLIAM E. HARRIS  
(1923-1988)

September 24, 1999

Corporate Records Bureau  
Division Of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

800002997729--6  
-09/27/99--01106--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: SANDHILLS MINI-STORAGE, INC.

Dear Sir or Madam:

Please find enclosed herewith the original and a copy of proposed Articles of Incorporation for the new corporation to be known as SANDHILLS MINI-STORAGE, INC., together with a check in favor of the Secretary of State in the amount of \$78.75 for the following fees:

Filing Fee:	\$35.00
Certified Copy	8.75
Designation of Resident Agent	35.00
	<u>\$ 78.75</u>

Please note that Article V in the Corporate Charter designates the place of business of the Corporation; and the name and address of the Registered Agent.

Your assistance in filing same would be most appreciated; please forward a certified copy of the Articles of Incorporation to me. Thank you.

Very truly yours,

JOHNSTON, HARRIS, GERDE & JELKS, P.A.

*Allen N. Jelks, Jr.*  
Allen N. Jelks, Jr.

cc : Phyliss Reppen  
: Charlotte Reppen

ANJ/mh  
mh:9  
a:\reppsec.let

FILED  
99 SEP 27 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

66-6

ARTICLES OF INCORPORATION  
OF  
SANDHILLS MINI-STORAGE, INC.

FILED  
99 SEP 27 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles Of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is SANDHILLS MINI-STORAGE, INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of business to be conducted by this Corporation shall be to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing laws may hereafter be repealed.

ARTICLE III - DURATION

This Corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one hundred shares of common stock, each share having the par value of \$10.00 per share.

ARTICLE V - PRINCIPAL OFFICE ADDRESS  
AND ACCEPTANCE BY REGISTERED AGENT

The street address of the principal office of this Corporation is: 13525 Highway 77, Panama City, Florida, 32409, and the name of the initial registered agent of this Corporation is Phyllis Reppen, 747 Jenks Avenue, Panama City, Florida, 32401, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered agent of this Corporation is: 747 Jenks Avenue, Panama City, Florida, 32401.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial director of this Corporation are:

Phyllis Reppen  
747 Jenks Avenue  
Panama City, Florida, 32401

Charlotte Reppen  
1004 Crooked Lane  
Panama City, Florida 32409

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles Of Incorporation is:

Phyllis Reppen  
747 Jenks Avenue  
Panama City, Florida, 32401

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles Of Incorporation under the laws of the State of Florida, this 24th day of September, 1999.

*Phyllis Reppen*  
Phyllis Reppen,  
Incorporator and Registered Agent

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 24th day of September, 1999 by Phyllis Reppen, who:

- is personally known to me.
- produced a current driver's license as identification \_\_\_\_\_ (state and number)
- produced \_\_\_\_\_ as identification

mh9a:\reppen.noi

*Amanda N. Hewett*  
NOTARY PUBLIC Comm. No. \_\_\_\_\_

(Type or Print Name of Notary)

**AMANDA N. HEWETT**  
MY COMMISSION # CC 864943  
EXPIRES: AUGUST 22, 2003  
Bonded Thru Notary Public Underwriters