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ARTICLES OF MERGER
Merger Sheet

MERGING:

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SOUTHSTAR STORAGE, LLC A FLORIDA LIMITED LIABILITY COMPANY

INTO

SOUTHSTAR STORAGE LIMITED PARTNERSHIP, a Florida entity,
A00000000146

File date: January 27, 2000

Corporate Specialist: Agnes Lunt

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF MERGER

The following Articles of Merger are being submitted in accordance with *Fla. Stat.* 55608.4382 and 620.203.

ARTICLE I

The exact name, street address of its principal office, jurisdiction, and entity type for each *merging* party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
SOUTHSTAR STORAGE, LLC 751 Park of Commerce Drive Suite 128 Boca Raton, Florida 33487	Florida	Limited Liability Company

Florida Document/Registration Number: L98000001230
FEI Number: 66-0852278

ARTICLE II

The exact name, street address of its principal office, jurisdiction, and entity type of the *surviving* party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
SOUTHSTAR STORAGE LIMITED PARTNERSHIP 751 Park of Commerce Drive Suite 128 Boca Raton, Florida 33487	Florida	Limited Partnership

Florida Document/Registration Number: A00000000146
FEI Number: _____

ARTICLE III

The attached Plan of Merger meets the requirements of *Fla. Stat.* 55607.1108, 608.438, 617.1103, and/or 620.201, and was approved by each domestic limited liability company, and limited partnership that is a party to the merger in accordance with Chapter(s) 608, and/or 620, *Fla. Stat.*

Prepared By:
Nancy B. Cokman, Esquire
Florida Bar No.: 744858
Quarles & Brady, LLP
1900 Glades Road, Suite 280
Boca Raton, Florida 33431
(561) 386-6400

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ARTICLE IV

All merging parties and surviving parties are organized or otherwise formed under the laws of the State of Florida.

ARTICLE V

The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the regulations or limited partnership agreement of any entity that is a party to the merger.

ARTICLE VI

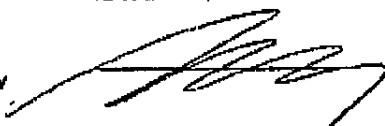
The merger shall become effective as of the date the Articles of Merger are filed with Florida Department of State

ARTICLE VII

The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ARTICLE VIII**SIGNATURE(S) FOR EACH PARTY:****Name of Entry****Signature(s)****Typed or Printed Name of Individual**

Southstar Storage, LLC, a
Florida Limited Liability Company



Stephen Black, as Managing Member

Southstar Storage Limited Partnership,
a Florida Limited Partnership

Jade Investments, Inc.,
General Partner

Martin Pechter, President

By: 

Martin Pechter, President

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with §§607.1107, 617.1103, 608.4361, and/or 620.202, is being submitted in accordance with §§607.1108, 608.438, and/or 620.201, *Fla. Stat.*

FIRST

The exact name and jurisdiction of the *merging* party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
SOUTHSTAR STORAGE, LLC.	FLORIDA

SECOND

The exact name and jurisdiction of the *surviving* party is as follows:

<u>Name</u>	<u>Jurisdiction</u>
SOUTHSTAR STORAGE LIMITED PARTNERSHIP	FLORIDA

THIRD

The terms and conditions of the merger are as follows:

The merging Florida Limited Liability Company shall be merged with and into the surviving Florida Limited Partnership. The Florida Limited Partnership shall continue after the merger and the Florida merging Limited Liability Company shall cease on the effective date of merger.

FOURTH

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

There is only one (1) class of membership interests in the merging party and there shall be one (1) class of limited partnership interests in the surviving entity. The percentage of membership interest owned by each member of the merging limited liability company as it relates to the total issued membership interests in the merging limited liability company shall be converted into the same percentage of limited partnership interest in the surviving limited partnership. Other than MHP Investments, LP and JSP Investments, LP shall each be given a 34.5% limited partnership interest instead of a 35% interest each. Any interests existing before in the limited liability company shall be unaffected by the merger (other than as set forth above) and shall continue to constitute outstanding limited partnership interests in the surviving entity, pursuant to the Partnership Agreement.

Prepared By:
Nancy B. Colman, Esquire
Florida Bar No.: 744859
Quarles & Brady, LLP
1900 Glades Road, Suite 280
Boca Raton, Florida 33431
(561) 368-5400

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B. The manner and basis of converting *rights to acquire* interests, shares, obligations or other securities of each merged party into *rights to acquire* interests, shares, obligations, or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

There is only one (1) class of membership interests in the merging party and there is only one (1) class of limited partnership interests in the surviving entity. The same manner and proportionate right to acquire shares in the limited liability company merging entity shall be converted in the same manner and rights to acquire the same percentage of limited partnership interests in the surviving limited partnership, except as otherwise set forth in the Partnership Agreement.

FIFTH

The surviving entity will be a limited partnership. The name and address of the general partner is as follows:

Name and Address of General Partner

Florida Document/Registration No.

Jada Investments, Inc.
751 Park of Commerce Drive, Suite 128
Boca Raton, Florida 33487

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SIXTH

There are no non-Florida business entities that are a party to the merger.

SEVENTH

The effective date of the merger shall be the date of filing the Certificate of Merger.

Southstar Storage, LLC

By: 
Stephen Black, Managing Member

Southstar Storage Limited Partnership
by Jada Investments, Inc., its Sole
General Partner

By: 
Martin Pechtel, President

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