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David E. Platte

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(727) 461-0420

Also Admitted in Colorado

Fax (727) 461-5655

January 29, 1999

Buck Kohr, Corporate Specialist
Office of the Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -3 PM 3:10

Re: Blue Springs Self-Storage, Ltd.

Dear Mr. Kohr:

Enclosed for filing on behalf of Blue Springs Self-Storage, Ltd. are the following documents:

- (1) Certificate of Limited Partnership;
- (2) Affidavit Regarding Limited Partnership; and
- (3) Consent of Corporation.

Also enclosed is my Trust Account check for the maximum Filing Fee, Registered Agent Designation and Certified Copy in the total amount of \$1,837.50. I would appreciate your forwarding the certified copy to me at the above address.

Thank you for your many courtesies in this matter.

Sincerely yours,

David E. Platte
David E. Platte

BK
2/3/99

DEP/pga
Enclosures

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-02/08/99--01068--025
***1837.50 ***1837.50

LP-1785.00
CERT 52.50

CERTIFICATE OF LIMITED PARTNERSHIP
OF
BLUE SPRINGS SELF-STORAGE, LTD.

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The undersigned, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act, does hereby certify as follows:

1. The name of the partnership is "Blue Springs Self-Storage, Ltd."

2. a. The address of the office of the limited partnership and the address of the office of the registered agent is: 1123 Overcash Drive, Dunedin, FL 34698.

b. The name and address of the agent for service of process required to be maintained by Florida Statutes section 620.105 is Daniel L. Vietto, 1123 Overcash Drive, Dunedin, FL 34698.

3. The name and the business address of each general partner is as follows:

a. Blue Springs Self-Storage, Inc.
1123 Overcash Drive
Dunedin, FL 34698

89900002137

4. The mailing address for the limited partnership is:

1123 Overcash Drive
Dunedin, FL 34698

5. The latest date upon which the limited partnership is to dissolve is December 31, 2025.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been duly executed and sworn to by the parties hereto as of the 22 day of JANUARY, 1999.

Witnesses:

Alona Cypher
Helen Amman

BLUE SPRINGS SELF-STORAGE, INC.
a Florida corporation

Wayne D. Mucci
Wayne D. Mucci, President

STATE OF FLORIDA

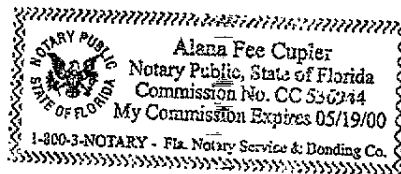
COUNTY OF

Pinellas

The foregoing instrument was acknowledged before me this 20th day of January, 1999, by Wayne D. Mucci, President of Blue Springs Self-Storage, Inc., a Florida corporation, on behalf of the corporation. He (✓) is personally known to me or () has produced _____ as identification.

Alana Fee Cupier
Notary Public
My commission expires:

(SEAL)



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AFFIDAVIT REGARDING LIMITED PARTNERSHIP

The undersigned, being first duly sworn, does, upon personal knowledge, say as follows:

1. A limited partnership named Blue Springs Self-Storage, Ltd. has been duly formed.

2. The general partner of Blue Springs Self-Storage, Ltd. is Blue Springs Self-Storage, Inc., a Florida corporation.

3. The undersigned, Wayne D. Mucci, is the president and a director and shareholder of Blue Springs Self-Storage, Inc.

4. The names, addresses, percentage ownership and the amount of the capital contributions of all of the limited partners and the general partner are identified on Exhibit "A", attached hereto and by this reference made a part hereof.

5. The total amount anticipated to be contributed by the limited partners, above and beyond their initial capital contributions, is the sum of \$1,000,000.00.

IN WITNESS WHEREOF, the undersigned has set his hand and seal the day and year first above written.

Blue Springs Self-Storage, Inc.

By:

Wayne D. Mucci
Wayne D. Mucci, President

STATE OF FLORIDA

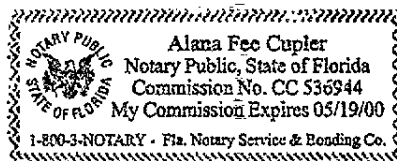
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 22nd day of January, 1999, by Wayne D. Mucci, President of Blue Springs Self Storage, Inc., a Florida corporation, on behalf of the corporation. He (☒) is personally known to me or (☐) has produced _____ as identification.

Alana Fee Cuyler
Notary Public

My commission expires:

(SEAL)



BLUE SPRINGS SELF-STORAGE, LTD.
PARTNERS

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LIMITED PARTNERS*

	<u>Percentage Ownership</u>	<u>Initial Capital Contribution</u>
Marquis Capital, Inc.	50%	\$550,000.00
Sub-total	50%	

GENERAL PARTNER*

Blue Springs Self-Storage, Inc.	50%	\$100,000.00
TOTAL	100.00%	\$650,000.00

*All partner's addresses are 1123 Overcash
Road, Dunedin, Florida 34698.

CONSENT OF CORPORATION

BLUE SPRINGS SELF-STORAGE, INC., a Florida corporation, hereby consents to the use of the name BLUE SPRINGS SELF-STORAGE, LTD. by the limited partnership of that name in which BLUE SPRINGS SELF-STORAGE, INC. is the General Partner.

BLUE SPRINGS SELF-STORAGE, INC.

By: Wayne D. Mucci
Wayne D. Mucci, President

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