

Document Number Only

B960UU000300

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

- ☐ Profit
☐ NonProfit
☐ Limited Liability Company
☐ Foreign
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
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- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
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Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. ACQUILPORT/AMSDELL II LIMITED PARTNERSHIP

(Name of limited partnership as it is in the home state,

2. -----

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. July 25, 1996

(Date of Formation)

5. -----

C T CORPORATION SYSTEM

(Name of Registered Agent for Service of Process)

6. -----

c/o C T Corporation System, 1200 South Pine Island Road

(Street Address of Registered Office)

Plantation

(City)

, Florida

33324

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

Francis P. Regan

(Officer must sign on this line)

Francis Regan, Asst. Secy.

(Type Name and Title of Officer)

8. 6745 Engle Road, Suite 300, Middleburg Heights, OH 44130

(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

Amsdell Partners, Inc.

SPECIFIC ADDRESS

6745 Engle Road, Suite 300

Middleburg Heights, OH 44130

F96000003745

10. 6745 Engle Road, Suite 300, Middleburg Heights, OH 44130

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 6745 Engle Road, Suite 300, Middleburg Heights, OH 44130

(Mailing Address of Limited Partnership)

This _____ day of July 19 96

[Signature]
General Partner
Amadell Partners, Inc.

STATE OF

COUNTY OF

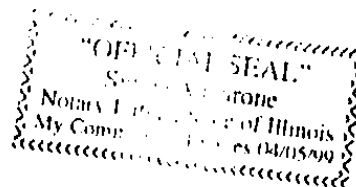
THE FOREGOING instrument was acknowledged and sworn to before me this 5th day of July, 19 96, by Robert J. Gaudet (Name of General Partner) of Amadell Partners, Inc. (Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Notary Public

State of _____ at Large

(SEAL)

My Commission Expires: _____



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared ACQUIFORT/AMSDELL II L.P., a
Delaware limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 18,537,609.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 9,309,869.00

This 7 day of July, 19 96.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief

AMSDELL PARTNERS, INC.

General Partner

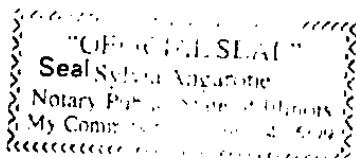
By: [Signature]

Title:

STATE OF IL
COUNTY OF COOK
DATE 7/31/96

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Robert J. AMSDELL (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 31 day of July, 19 96.



Notary Public

State of _____ at Large
My Commission Expires _____