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USA STOR-A-WAY®

5224 W. State Road 46 Sanford, Florida 32771
Phone/Fax (407) 321-5811

Gary V. Cardamone
President and COO

March 10, 2000

To: Department of State
RE: Florida Stor-A-Way #1, LC Registration

Enclosed please find the total of \$160.00 for:

1. \$100 Articles Registration
2. \$35 Registered Agent
3. \$30 Certified Copy

Check #1003 \$140.00 and check #1005 \$25.00

900003192359- -3
-03/31/00--01099--010
*****25.00 *****25.00

I can be reached at:

Phone: 407-321-5811
FAX: 407-321-5811

900003192359- -3
-03/31/00--01099--011
****140.00 ****140.00

Address:
USA Stor-A-Way, Incorporated
Gary Cardamone
President and COO
467 5224 West State Road 46
Sanford, Florida 32771

Name	Sanford, Florida 32771
Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Clean Climate Controlled Storage Solutions®

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FILED
00 MAR 31 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
FLORIDA STOR-A-WAY #1, LC

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The undersigned Organizers/Organizing Members to these Articles of Organization hereby form a limited liability company under the laws of the State of Florida and Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of the limited liability Company shall be FLORIDA STOR-A-WAY #1, LC, a Florida limited liability company.

ARTICLE II - DURATION

The period of the limited liability Company's existence shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE OF COMPANY

The mailing address and the street address of the principal office of the principal office of the limited liability Company shall be:

5224 W. State Road 46
Sanford, Florida 32771

ARTICLE IV - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida for the limited liability Company shall be:

Gary V. Cardamone
5224 West State Road 46
Sanford, Florida 32771

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with all provisions of all statutes relating to the complete and proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 F.S..


Gary V. Cardamone

ARTICLE V - NATURE OF BUSINESS

This limited liability company may engage in or transact any and all lawful activities or business permitted under Chapter 608 of the Florida Statutes, the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE VI - RIGHTS OF MEMBERS TO ADMIT ADDITIONAL MEMBERS

The Organizing Members of this limited liability company, whom are signatories to these Articles of Organization, have the right to admit additional members to the limited liability company in their sole discretion, upon the unanimous consent of the Organizing Members of this limited liability company.

ARTICLE VII

RIGHT TO CONTINUE BUSINESS OF THE LIMITED LIABILITY COMPANY UPON THE DEATH, RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY OR DISSOLUTION OF A MEMBER OR THE OCCURRENCE OF ANY OTHER EVENT WHICH TERMINATED THE CONTINUED MEMBERSHIP OF A MEMBER IN THE LIMITED LIABILITY COMPANY

A. Right of Substitution. The right of a Member to substitute an assignee as contributor in his or her place, and the terms and conditions of the substitution-are as follows:

1. A fully executed and acknowledged written instrument of assignment must be filed with the Organizing Members setting forth the intention of the assignor that the assignee become a Member in his or her place;

2. The assignor and the assignee must execute and acknowledge such other instruments as the Organizing Members may deem necessary or desirable to effect such admission, including the written acceptance and adoption by the assignee of the provisions of the Articles of Organization and a written opinion of counsel that the assignment does not violate any provision of federal, state or local law, ordinance, rule or code section, or any provision of the Articles of Organization;

3. A reasonable transfer fee shall have been paid to the limited liability company; and

4. The written consent of the Organizing Members to the substitution must be obtained, the denial of which is in the sole and absolute discretion of the Organizing Members.

B. Admission of Additional Members. The Organizing Members of this limited liability company have the right to admit additional Members in their sole discretion, upon the unanimous consent of the Organizing Members.

C. Termination of Membership of a Member. The membership of a Member in this limited liability company may only be terminated upon the occurrence of any of the following events: death, retirement, resignation, expulsion by unanimous consent of the remaining Members of the limited liability company, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company. Upon the

termination of a Member's membership in this limited liability company, the Organization shall, within 120 days following such termination, pay the fair market value appraisals of the terminated Member's interest in the limited liability company, to the Member, the Member's successors, heirs and/or assigns, as the case may be.

D. Right to Continue Business. All of the remaining Members of this limited liability company may elect to continue the business of this limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company, upon the vote of a majority of the remaining Members of this limited liability company.

COUNT VIII - MANAGEMENT OF THE ORGANIZATION

This limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of said managers is:


Name of Manager	Address of Manager
Michael Murray	1399 West State Road 434 Longwood, Florida 32750
Gary Cardamone	5224 West State Road 46 Sanford, Sanford, Florida 32771

The aforesaid persons shall serve as a manager of the limited liability Company until the first annual meeting of the members or until their successors are elected and qualify.

IN WITNESS WHEREOF, the undersigned has hereunto set his

hand and seal on this 6 day of MARCH, 2000.

ORGANIZING MEMBERS:


USA STORAWAY, Inc., by Gary V. Cardamone and his
Capacity as Registered Agent of the Limited Liability
Company FLA STOR-A-WAY, LC

FILED
00 MAR 31 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.


Gary V. Cardamone