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Florida Department of State

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

BEULAH SELF STORAGE, L.L.C.

L-10013

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 27 AM 11:37

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Kramer A. Litvak, of
Ramanuel, Sheppard & Condon, P.A.
30 South Spring Street
Pensacola, Florida 32501
(850) 433-6581
FL Bar No.: 0965881

**ARTICLES OF ORGANIZATION
OF
BEULAH SELF STORAGE, L.L.C.**

The undersigned, acting as organizer of a limited liability company under the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this limited liability company is BEULAH SELF STORAGE, L.L.C., and its principal office is located at 5991 W. 9 Mile Road, Pensacola, Florida 32526, and its mailing address is the same.

ARTICLE II

DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III

PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

MANAGEMENT

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial managers, who shall serve until the earlier of their deaths,
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resignations, replacements or until the first annual meeting of members and their successors are elected and shall qualify, shall be:


JOHN G. PASSAUR

RICHARD P. PASSAUR

ARTICLE VINITIAL REGISTERED OFFICE AND AGENT

The street address of this limited liability company's initial registered office is 5991 W. 9 Mile Road, Pensacola, Florida 32526, and the name of this limited liability company's initial registered agent is JOHN G. PASSAUR.

IN WITNESS WHEREOF, the undersigned member and authorized agent has executed these Articles of Organization for this limited liability company this 23 of Sept., 2000.


JOHN G. PASSAUR
Authorized Agent

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STATE
TALLAHASSEE FLORIDA

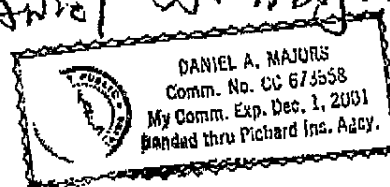
STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 23 day of Sept., 2000, by JOHN G. PASSAUR, who is personally known to me or who has produced _____ as identification.


NOTARY PUBLIC, State of Florida

Daniel A. Majors

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICER/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

BEULAH SELF STORAGE, L.L.C.
2. The name and address of the registered agent and office is:

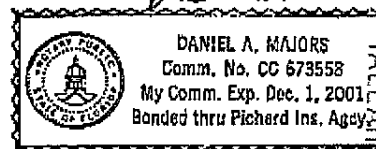
JOHN G. PASSAUR
5991 W. 9 Mile Road
Pensacola, Florida 32526

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 the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


JOHN G. PASSAUR

(Pk)

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