

LO3000043731

William A. Grow Jr.

(Requestor's Name)

3012 Brookmont Dr.

(Address)

(Address)

Tallahassee FL 32312

(City/State/Zip/Phone #)

422 0290

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Storage Ventures III LLC

(Business Entity Name)

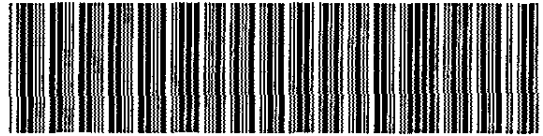
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OR

ARTICLES OF ORGANIZATION
OF
STORAGE VENTURES III, LLC

The undersigned Members hereby file these Articles of Organization in order to form a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I.

Name

The name of the Company shall be Storage Ventures III, LLC

ARTICLE II.

Nature of Business

The Company may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

Death, Retirement, Resignation, Etc. of a Member

The remaining Members, if more than one, shall have the right to continue to carry on the business of the Company in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a member in a limited liability company.

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ARTICLE IV.

Admission of Additional Members

Except as otherwise provided in the regulations, new members may be admitted by agreement of all existing Members upon payment of contribution agreed upon by the Members at the time of admission.

ARTICLE V.

Management by the Members

Management of the Company is reserved to the managing member. The initial managing Member and his/her address is:

William A. Grow, Jr., 3012 Brookmont Drive, Tallahassee, Florida 32312

ARTICLE VI.

Duration of Company's Existence

The Company shall exist until November 5, 2031 unless dissolved according to law.

ARTICLE VII.

Address of Registered Office, Registered Agent and Principal Office

The address of the initial registered office and principal office of the Company in the State of Florida shall be 1546 Metropolitan Boulevard, # 4, Tallahassee, Florida 32308-3775. The name of the initial registered agent at the above address shall be William A. Grow, Jr. The Company may from time to time change the registered office to any other address in the State of Florida or change the registered agent. The mailing

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address of the Company is 1546 Metropolitan Boulevard, # 4, Tallahassee, Florida 32308-3775.

ARTICLE VIII.

Transactions in Which Members Are Interested

(a) No contract or other transaction between the Company and one or more of its Members, or between the Company and any other Company, firm or entity in which one or more of the Company's Member(s) are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, or solely because such Member(s) are present at or participate in the meeting of the Members or a committee thereof which authorizes, approves or ratifies such contract or transaction or solely because his/her or their votes are counted for such purpose if:

(1) The fact of such relationship or interest is disclosed or known to the Members or the committee which authorizes, approves or ratifies the contract or transaction by a vote of consent sufficient for the purpose, without counting the votes or consents of such interested Members; or

(2) The fact of such relationship or interest is disclosed or known to the Members entitled to vote thereon, and they authorize, approve or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Company at the time it is authorized.

(b) Interested Members may be counted in determining the presence of a quorum at a meeting of the Members or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

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ARTICLE IX.

Indemnification of Members and Managers

The Company hereby indemnifies and agrees to hold harmless from claim, liability, loss or judgment any Member or manager made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action, suit or proceeding by or on behalf of the Company to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as a Member or manager of the Company of a Members, manager, Director, officer, employee or agent of any other company, partnership, joint venture, trust or other enterprise in which he/she served at the request of the Company, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, to the fullest extent permitted by Florida law and accordance with the procedures specified by Florida law for determining the legality, applicability or appropriateness of such indemnification.


ARTICLE X.

Amendment

These Articles of Organization may be amended in any manner now or hereafter provided for by law and all rights of conferred upon Members hereunder are granted subject to this reservation.

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IN WITNESS WHEREOF, the undersigned, being an original subscribing Member to the foregoing Articles of Organization has hereunto set his hand and seal this 12th day of November, 2003.



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

William A. Grow, Jr., Managing Member / *Registered Agent*
Typed or printed name of signee

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