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Division of Corporations

CT CORPORATION

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Florida Department of State
Division of Corporations
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MERGER OR SHARE EXCHANGE

UNIVERSAL STORAGE HIALEAH, LLC

Certificate of Status	0
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ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

Name and Street AddressJurisdictionEntity Type

1. Universal Storage Hialeah, LLC

Florida

Limited Liability Co.

1021 Ives Dairy Road, Suite 111

Miami, Florida 33179

Florida Document/Registration Number: L04000060297

FEI Number: 33-1098657

2. Sims-Palmetto Industrial Center, LLC

Florida

Limited Liability Co.

11900 Biscayne Blvd., Suite #801

North Miami, Florida 33181

Florida Document/Registration Number: L04000016724

FEI Number:

3.

Florida Document/Registration Number:

FEI Number:

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SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Universal Storage Hialeah, LLC	Florida	Limited Liability Co.
1021 Ives Dairy Road, Suite 111		
Miami, Florida 33179		

Florida Document/Registration Number: L04000060297FEI Number: 33-1098857

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

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NINTH: The merger shall become effective as of:

The date the Articles of Merger are filed with Florida Department of State

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:

Name of Entity

Signature(s)

Typed or Printed Name of Individual

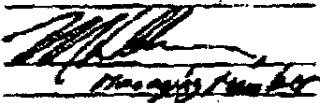
Universal Storage Hialeah, LLC


Managing Member

USM Hialeah, LLC,

Mitchell A. Feldman, Managing Member

Sims-Palmotto Industrial Center, LLC


Managing Member

Universal Storage Hialeah, LLC

Managing Member,

USM Hialeah, LLC, Managing Member

Mitchell A. Feldman, Managing Member

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Universal Storage Hialeah, LLC	Florida
Sims-Palmetto Industrial Center, LLC	Florida

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SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Universal Storage Hialeah, LLC	Florida

THIRD: The terms and conditions of the merger are as follows:

Universal Storage Hialeah, LLC owns the entire 100% membership interest of Sims-Palmetto Industrial Center, LLC, by purchasing all member interest of Cutler Ridge Regional Center, LTD,

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FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

All interest, shares, obligations, and other securities of Sims-Palmetto Industrial Center, LLC, were converted on a pro rata basis to the surviving member Universal Storage Hialeah, LLC.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

All rights to acquire all shares, obligations or other securities of Sims-Palmetto Industrial Center, LLC were converted on a pro rata basis to the survivor member Universal Storage Hialeah, LLC.

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FIFTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s) managing members are as follows:

The surviving entity's managing member is USM Hialeah, LLC, of 1021 Ives Dairy Road, Suite 111, Miami, Florida 33179.

SIXTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

NONE.

SEVENTH: Other provisions, if any, relating to the merger:

NONE.

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