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ARTICLES OF ORGANIZATION FOR STORAGE EAST XII GUARDIAN, LLC

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<u>Article I</u> Name

The name of the Limited Liability Company is Storage East XII Guardian, LLC.

Article II Address

The mailing address and street address of the principal office of the Limited Liability Company is 3500 SW Corporate Parkway, Palm City, Florida 34990.

<u>Article III</u> Duration

The period of duration for the Limited Liability Company shall be perpetual and commence upon the date of filing of these Articles of Organization.

Article IV Management

The Limited Liability Company will initially have three members, JAMES W. MARTIN, ALDIS EJUPS and SABIN COMPANIES, INC.. The Limited Liability Company is to be managed by a manager and the name and address of the manager is:

James W. Martin 100 Windlass Drive Wilmington, NC 28409

Article V Registered Agent. Registered Office. and Registered Agent's Signature

The name of the Florida street address of the registered agent are:

Charles H. Sabin 3500 SW Corporate Parkway Palm City, Florida 34990 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 property and complete performance of my duties, and I am familiar with and accept the obligations as registered agent as provided for in Chapter 508, Florida Statutes.

ES H. SABIN, Registered Agent

Article VI Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: The admission of new members shall be solely by majority vote (in interest) by the existing members, or as otherwise provided in the Agreement of Operations or Regulations.

Article VII Members Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptey, or dissolution of a member or the occurrence of any other extent which terminates the continued membership of a member in the limited liability companies shall be by majority vote of the members.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of STORAGE EAST XII GUARDIAN, LLC, effective this <u>29</u> day of <u>MARGH</u>, 2005.

SABIN COMPANIES, INC., Member

By: CHARLES H. SABIN, its President

STATE OF Florida

The foregoing instrument was acknowledged before me this <u>29</u> day of <u>March</u>, 2005, by CHARLES H. SABIN, on behalf of SABIN COMPANIES, INC., as Member of STORAGE EAST XII GUARDIAN, LLC, [] who is personally known to me or [] who has produced _______ as identification.

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Signature of Notary Public My Commission Expires: January 30, 2009

