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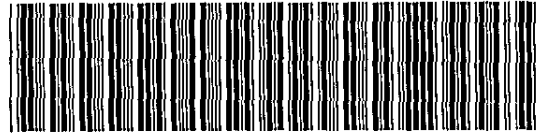
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05 JUN 15 PM 2:25

**THERESA A. RETH**  
**Attorney at Law**  
**108 North Magnolia Avenue**  
**Suite 103B**  
**Ocala Florida 34475**  
**(352) 732-7878**  
**fax: (352) 732-7443**

May 26, 2005

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee Florida 32314

**RE: ARTICLES OF ORGANIZATION**

Dear Sirs:

Enclosed please find Articles of Organization for ***A-1 AMERICAN MINI STORAGE L.L.C.*** along with my firm check in the amount of \$155.00. I have also enclosed the original Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida, with the check in the amount of \$25.00 to cover cost of filing this document as well..

This check covers the cost of filing as well as for a certified copy of same confirming the filing. Please send the certificate to this office.

Thank you.

Very truly yours,

  
THERESA A. RETH

TAR/ga  
Encl. (2)  
cc: Client



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 7, 2005

THERESA A. RETH  
108 NORTH MAGNOLIA AVENUE, SUITE 103B  
OCALA, FL 34475

SUBJECT: A-1 AMERICAN MINI STORAGE L.L.C.  
Ref. Number: W05000028178

We have received your document for A-1 AMERICAN MINI STORAGE L.L.C., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$155.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 805A00039978

*Check not received  
by Dept. of State*

ARTICLES OF ORGANIZATION  
OF  
A-1 AMERICAN MINI STORAGE L.L.C.

The undersigned, hereby forms a limited liability company, under Chapter 608, Florida Statute, providing for the formation, rights, powers, privileges and immunities of limited liability companies; and furthermore, declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE 1.

Name

Name. The name of the limited liability company shall be A-1 AMERICAN  
MINI STORAGE L.L.C.

ARTICLE 2.

Principal Place of Business

The principal place of business of the company shall be 5782 West Norvell Bryant HWY, Crystal River, Florida 34428. The mailing address for the company shall be P.O. Box 1996, Crystal River, Florida 34423.

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### **ARTICLE 3.**

#### **Duration**

This limited liability company shall have perpetual existence unless or until dissolved in a manner provided by law or as provided in the Company's Operating Agreement.

### **ARTICLE 4.**

#### **Registered Office and Agent**

The name and street address of the Registered Agent of the company, in the State of Florida, shall be Manuel J. Smigel, 52 SE Pinwheel Drive, Crystal River, Florida 34429.

### **ARTICLE 5.**

#### **Purposes and Powers**

This limited liability company is organized to engage in any and all activity or business authorized under the Florida Statutes. Specifically, this limited liability company is organized to act as a mini storage or self storage facility.

### **ARTICLE 6.**

#### **Members**

The initial members of this company shall be Manuel J. Smigel and Kevin Leach. No additional member shall be admitted, except with the unanimous written consent of all existing members and on such terms and conditions as shall be determined by all existing members.

**ARTICLE 7.**

**Transferability of Memberships**

No member's interest may be transferred in whole or in part, directly or indirectly, except pursuant to the terms and conditions of the Operating Agreement.

**ARTICLE 8.**

**Management of Business**

This company is to be managed by its members and is therefore a member-managed company, as provided in the Operating Agreement of the company.

**ARTICLE 9.**

**Termination of Existence**

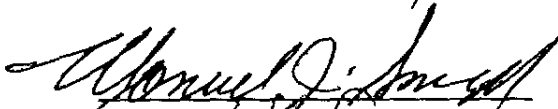
The company may be dissolved as provided by law, or in the Company's Operating Agreement.


**ARTICLE 10.**

**Liability of Members**

The members of this limited liability company, are not liable, solely by reason of being a member, under a judgment, decree, or order of the Court, or in any other manner for a debt, obligation or liability of the limited liability company.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these  
Articles of Organization at Ocala, Florida, this 20 day of MAY, 2005.

  
MANUEL J. SMIGEL

  
KEVIN LEACH

STATE OF FLORIDA

COUNTY OF MARION

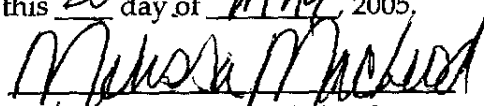
I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared Manuel J. Smigel and Kevin Leach, to me known to be the persons described as Subscribers in and who produced driver's licenses as identification, executed the foregoing Articles of Organization, and they acknowledged before me that they subscribed to these Articles of Organization and who [ X ] did [ ] did not take an oath.

WITNESS my hand and official seal this 20 day of MAY, 2005.

(Seal)



Melissa MacLeod  
My Commission DD243330  
Expires August 20, 2007

  
Notary Public, State of Florida

My commission expires: 8-20-07

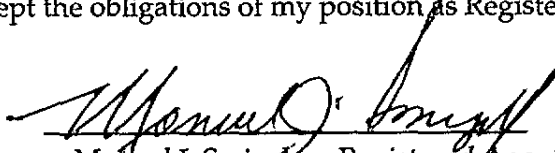
**CERTIFICATE OF REGISTERED AGENT-REGISTERED OFFICE OF**  
**A-1 AMERICAN MINI STORAGE L.L.C.**

Pursuant to the provisions of Section 608.415, Florida Statutes, and Section 608.407(1)(b) Florida Statutes, the Limited Liability Company identified below, submits the following statement in designating its Registered office and Registered Agent in the State of Florida.

The name of the Limited Liability Company is:  
A-1 AMERICAN MINI STORAGE L.L.C.

The name of the Registered Agent for A-1 AMERICAN MINI STORAGE L.L.C. is:  
Manuel J. Smigel and the street address where he is located is  
1530 SE Pinwheel Drive, Crystal River, Florida 34429

This statement is to acknowledge that, as indicated above, A-1 AMERICAN MINI STORAGE L.L.C. has appointed me, MANUEL J. SMIGEL, as its Registered Agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.



Manuel J. Smigel, as Registered Agent  
For A-1 AMERICAN MINI STORAGE L.L.C.

STATE OF FLORIDA  
COUNTY OF MARION


The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of May, 2005, by Manuel J. Smigel, Agent on behalf of A-1 AMERICAN MINI STORAGE L.L.C., a Florida Limited Liability Company. MANUEL J. SMIGEL, to me known to be the person described herein and who produced FL Drivers Lic as identification, executed the foregoing, and who [ X ] did [ ] did not take an oath.

WITNESS my hand and official seal this 20<sup>th</sup> day of May, 2005.

(Seal)



Melissa MacLeod  
My Commission DD243330  
Expires August 20, 2007

  
Notary Public, State of Florida