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ARTICLES OF ORGANIZATION

OF

VANGUARD STORAGE LEESBURG, LLC



ARTICLE I

The name of this Limited Liability Company is Vanguard Storage Leesburg, LLC.

ARTICLE II DURATION

This limited liability company shall have a perpetual existence commencing on the date these Articles are filed with the Secretary of State for the State of Florida, unless sooner terminated as provided herein.

ARTICLE III PURPOSE

This limited liability company is created for the purpose of transacting all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act as agreed upon by the members.

ARTICLE IV PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business of this limited liability company shall be 23318 Oak Prairie Circle, Sorrento, Florida 32776, or such other place or places as the members from time to time may determine.

The mailing address of this limited liability company shall be 23318 Oak Prairie Circle, Sorrento, Florida 32776.

The initial Registered Agent of this limited liability company shall be WILLIAM S. BATTILLO, 23318 Oak Prairie Circle, Sorrento, Florida 32776.

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ARTICLE V MANAGEMENT OF THE BUSINESS

This limited liability company shall be a manager-managed company. The initial manager shall be WILLIAM S. BATTILLO whose address is 23318 Oak Prairie Circle, Sorrento, Florida 32776. Such manager shall continue to manage this limited liability company until a qualified successor is duly elected by a majority of members.

ARTICLE VI INITIAL MEMBERS

The initial members of this limited liability company shall be WILLIAM S. BATTILLO and VANGUARD ASSOCIATES HOLDINGS, LLC., a Georgia limited liability company.

ARTICLE VII ADDITIONAL MEMBERS

The initial members of this limited liability company may admit additional members only according to the terms and conditions of a unanimous vote of the members.

ARTICLE VIII TRANSFERABILITY OF MEMBER'S INTEREST

A member's interest in this Company may be transferred only with the unanimous written consent of all the remaining members if the transferee_intends to become a member. Without this consent, the transferee shall not be entitled to become a member or to participate in the management of the Company, but shall be entitled only to distributions to which the transferor otherwise would be entitled.

ARTICLE IX PROPERTY

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise,

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shall be held and owned, and conveyance shall be made, in the name of this limited liability company.

ARTICLE X AMENDMENTS

These Articles, except for the vested rights of the members, may be amended from time to time by a two-thirds (2/3) majority in interest of the members, and the amendments shall be filed, duly signed by all members of the Company, with the Florida Department of State. All members agree to abide by the majority decision and agree to sign the amendments for the purpose of filing with the Florida Department of State.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization on this 30 day of January, 2007.

WILLIAM S. BATTILLO

STATE OF FLORIDA COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared WILLIAM S. BATTILLO, who produced Florida Driver's License as identification or X is personally known to me, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this day of January, 2007.

NOTARY PUBLIC

Landa H. Kossman Notary Public Printed Name

My Commission Expires: 11/1/2010



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - that VANGUARD STORAGE LEESBURG, LLC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at the City of Clermont, County of Lake, State of Florida, has named WILLIAM S. BATTILLO, of 23318 Oak Prairie Circle, Sorrento, Florida 32776, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Company, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said offices.

WILLIAM S. BATTILLO, Registered Agent

Sworn to and subscribed before me this day of January, 2007 by WILLIAM S. BATTILLO.

Janda Q. Kossman

Notary Public Printed Name

My Commission Expires: 11/21/20/0



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