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TALLAHASSEE, FLORIDA

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DEC 17 2009

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** PSA Management LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Brandon A.S. Ross, Esq.  
(Contact Person)  
Cummings & Lockwood LLC  
(Firm/Company)  
3001 Tamiami Trail N, 4th Floor  
(Address)  
Naples, FL 34103  
(City, State and Zip Code)  
bross@cl-law.com  
E-mail Address: (to be used for future annual report notifications)

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For further information concerning this matter, please call:

Brandon A.S. Ross, Esq. at ( 239 ) 390-8061  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

<input type="checkbox"/> \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	<input type="checkbox"/> \$155.00 Filing Fees and Certificate of Status	<input checked="" type="checkbox"/> \$180.00 Filing Fees and Certified Copy	<input type="checkbox"/> \$185.00 Filing Fees, Certified Copy, and Certificate of Status
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**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

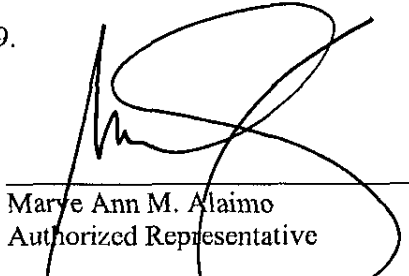
**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**CERTIFICATE OF CONVERSION**  
**for**  
**"OTHER BUSINESS ENTITY"**  
**into**  
**FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Section 608.439 of the Florida Statutes, the following "Other Business Entity" hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida Limited Liability Company:

1. The name of the "Other Business Entity" immediately prior to the filing of this document was the **PRIVATE STORAGE ASSOCIATES PARTNERS**.
2. The "Other Business Entity" was a Florida General Partnership first formed in June of 1983 under the laws of Florida.
3. After the filing of this document, the "Other Business Entity" shall become a Florida Limited Liability Company to be known as **PSA MANAGEMENT LLC**, as set forth in the attached Articles of Organization.

Dated this 21 day of October, 2009.

  
\_\_\_\_\_  
Marye Ann M. Alaimo  
Authorized Representative

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

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**ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY  
OF  
PSA MANAGEMENT LLC**

**ARTICLE I**  
Name

The name of this Limited Liability Company is PSA MANAGEMENT LLC (the "Company").

**ARTICLE II**  
Address

The mailing address and street address of the principal office of the Company are:

c/o Cummings & Lockwood LLC  
8000 Health Center Boulevard, Suite 300  
Bonita Springs, FL 34135

**ARTICLE III**  
Purpose

The purpose for which this limited liability company is organized is for any and all lawful business as a limited liability company.

**ARTICLE IV**  
Duration

The period of duration for the Company is perpetual.

**ARTICLE V**  
Registered Office and Agent

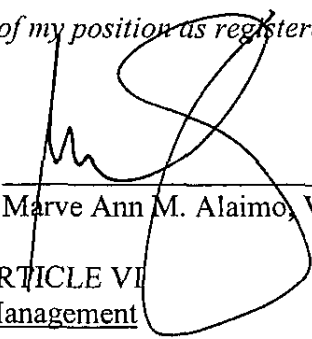
The name and the Florida street address of the registered agent are:

CLASP Inc.  
3001 Tamiami Trail North, Suite 400  
Naples, FL 34103

*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 proper and complete performance of my duties, and I*

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*am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

  
Marve Ann M. Alaimo, Vice President

ARTICLE VI  
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of the initial managers of the Company are:

Janice S. Albion  
17501 Pine Ridge Road  
Fort Myers Beach, FL 33931

Marilyn P. Albion  
3301 S.E. 22<sup>nd</sup> Place  
Cape Coral, FL 33904-4426

ARTICLE VII  
Limitation on Agency Authority of Members

Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VIII  
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

Dated this 21<sup>st</sup> day of October, 2009.

By:

  
Marve Ann M. Alaimo, Authorized Representative

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

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