



THE UNITED STATES  
CORPORATION  
COMPANY

L970000000311

ACCOUNT NO. : 072100000032

REFERENCE : 288691 4320888

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 11, 1997

ORDER TIME : 9:33 AM

ORDER NO. : 288691-005

CUSTOMER NO: 4320888

CUSTOMER: Linda Shea, Legal Assistant  
LIVINGSTON PATTERSON  
STRICKLAND & WEINER, P.A.  
46 N. Washington Blvd.

Sarasota, FL 34236

DOMESTIC FILING

NAME: MANAVE L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: \_\_\_\_\_

W97-5129

K.R.

MAR 11 1997

K.R.

MAR 14 1997

FILED  
97 MAR 11 AM 8:18  
TALLAHASSEE

RECEIVED  
97 MAR 11 AM 10:50  
DIVISION OF CORPORATION

100002117381--9  
-03/19/97--01004--015  
\*\*\*\*337.50 \*\*\*\*337.50



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 11, 1997

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: MANAVE L.C.  
Ref. Number: W97000005729

We have received your document for MANAVE L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

The corporate name must be identical throughout the document.

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 (904) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 197A00012414

**RESUBMIT**  
Please give original  
submission date as file date.

**RESUBMIT**  
Please give original  
submission date as file date.  
97 MAR 13 PM 1:04  
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DIVISION OF CORPORATIONS

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97 MAR 11 AM 8 18  
SECRET  
TALLAHASSEE  
DATE  
1994

ARTICLES OF ORGANIZATION  
MANAVE L.C.

The undersigned, desiring to form a limited liability company (the "Company") pursuant to the Florida Limited Liability Company Act, hereby make and declare these Articles of Organization.

Article I - Name

The name of the Company is MANAVE L.C.

Article II - Duration and Commencement

This Company shall commence on the date these Articles are filed with the Department of State, and the duration of the Company shall continue thereafter for a period of 30 years unless the Company is sooner dissolved by unanimous vote of its members.

Article III - Purpose

The Company is organized for the purpose of acquiring, developing, owning, operating, and selling storage facilities, and any other lawful purpose.

Article IV - Mailing Address and Principal Office

The mailing address of the Company is 2106 Bispham Road, Suite B, Sarasota, FL 34231, and the street address of the principal office of the Company is 2106 Bispham Road, Suite B, Sarasota, FL 34231.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Company is John Patterson, 46 North Washington Boulevard, Suite 1, Sarasota, FL, 34236.

Article VI - Membership

Additional members may be admitted to the Company with the consent of members holding at least two-thirds interest in the Company if permitted by law and upon such terms as may be agreed upon by such members.

A member's interest in the Company may not be transferred or assigned except with the prior written consent of all other members.

Article VII - Continuance of Company

The remaining members shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member at the election of those members who then have a majority interest in the Company.

Article VIII - Management

The management of the Company shall be reserved to its members. The names and addresses of the members are set forth in Exhibit "A".

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13<sup>th</sup> day of February, 1997.

SANVIN, INC., a Florida  
corporation

By: 

Donald F. Greer  
Its President  
Organizing Member

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# EXHIBIT A

## MANAVE L.C. Limited Partners

MEMBER	CASH CONTRIBUTED
891157 Ontario Inc. Attn: Terry Yates 253 Robina Road Ancaster, Ontario L9G 2L6	\$100,000.00
Balsalm L. Corporation Attn: Paul S. Curley c/o Advance Planning & Comm. Inc. 95 St. Clair Avenue W. #1605 Toronto, Ontario M4V 1N6	\$100,000.00
Rawec Holdings Limited Attn: Ross A. Wemp 5500 Dixie Road, Box E Mississauga, Ontario L4W 4N3	\$ 50,000.00
Sanvin, Inc. Attn: Donald F. Greer c/o Livingston, Patterson, Strickland & Weiner, P.A. 46 No. Washington Blvd., #1 Sarasota, Florida 34236	\$100,000.00
Sackville Holdings, Inc. Attn: Arthur S. Labatt c/o Trimark Investment Management, Inc. One First Canadian Place, #5600 Toronto Ontario M5X 1E5	\$100,000.00
994362 Ontario Limited Attn: William W. Hefler 60 Laurentide Drive Don Mills, Ontario M3A 3C9	\$ 50,000.00
Ronald Loughheed 44 Blue Ridge Road Willowdale, Ontario M2K 1R9	\$ 50,000.00
Lincoln Trust Company, as Custodian fbo John E. Johnson P. O. Box 5831 Denver, Colorado 80217	\$ 50,000.00
	<u>\$600,000.00</u>

AFFIDAVIT

~~PROVINCE OF ONTARIO~~ STATE OF FLORIDA  
~~CITY OF TORONTO~~ COUNTY OF SARASOTA  
~~XXXXXX~~

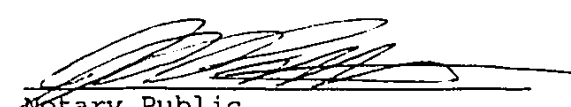
BEFORE ME, the undersigned authority, personally appeared Donald F. Greer, as President of Sanvin, Inc., a Florida corporation, who, being by me first duly sworn on oath, deposes and says:

1. That Sanvin, Inc. is a member of Manave L.C.
2. That he is authorized to make and execute this Affidavit on behalf of Sanvin, Inc.
3. That Manave L.C. has at least two members.
4. That the total amount of cash contributed by the members is \$600,000.00 as set forth in Exhibit "A." No other property has been contributed by the members.

Dated: February 13, 1997.

  
Donald F. Greer

The foregoing was acknowledged before me this 13 day of February, 1997, by Donald F. Greer, as President of Sanvin, Inc., a Florida corporation. He is personally known to me or has produced identification.

  
Notary Public

(print name of notary)

(serial number, if any)

My Commission Expires:



JOHN PATTERSON  
MY COMMISSION # CC423516 EXPIRES  
February 21, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

Instrument Prepared By:  
John Patterson  
LIVINGSTON, PATTERSON, STRICKLAND  
& WEINER, P.A.  
46 N. Washington Blvd., #1  
Sarasota, FL 34236  
w:\bennett\manatee\llc\affi.4

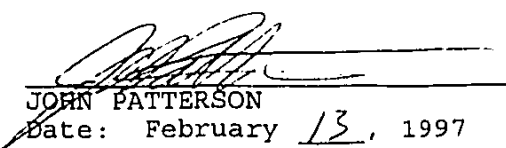
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, Manave L.C. submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is MANAVE L.C.

2. The name and address of the registered agent and office is: John Patterson, 46 N. Washington Boulevard, Suite 1, Sarasota, Florida 34236.

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 am familiar with and accept the obligations of my position as registered agent.

  
JOHN PATTERSON

Date: February 13, 1997

FILED  
97 MAR 11 AM 8:18  
TALLAHASSEE  
FLORIDA