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CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 26, 1999

LINSKY & REIBER 601 EAST TWIGGS STREET, SUITE 200 TAMPA, FL 33602

SUBJECT: OLDSMAR STORAGE, L.L.C.

Ref. Number: W99000009750

We have received your document for OLDSMAR STORAGE, L.L.C. and your check(s) totaling \$250.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

There is a balance due of \$35.00.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 399A00021914

SECRETARY OF CORPORATIONS 99 MAY 12 PM 1:55

ARTICLES OF ORGANIZATION

OF

OLDSMAR STORAGE, L. L. C.

The undersigned hereby certifies that the members have associated ourselves for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of said limited liability company.

ARTICLE I

NAME

The name of this limited liability company shall be OLDSMAR STORAGE, L. L. C., and its principal place of business shall be in the City of Tampa, County of Hillsborough, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be 601 East Twiggs Street, Suite 300, Tampa, Florida 33602.

ARTICLE III

EXISTENCE

This limited liability company shall be perpetual or until dissolved in an manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to the following whose names and addresses are:

PALMA CEIA SELF STORAGE, INC.

whose addresses is 601 East Twiggs Street Suite 300 Tampa, Florida 33602

ARTICLE V

RESTRICTIONS ON MEMBERSHIP

There shall be no restrictions on membership. Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admissions to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a members, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE VI

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

The undersigned, being an original member and manager of the foregoing limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of OLDSMAR STORAGE, L. L.C.

ARTICLE VII

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of OLDSMAR STORAGE,, L. L.C. certifies

1.	The above named limited liability company has at least one member.	552
2.	The total amount of cash contributed by the members is \$10,000.00.	
3.	If any, the agreed value of property other than cash contributed by men \$450,000.00 (a description of the property is attached and made a part l	nbers is nereof).
4.	The amount of cash or property anticipated to be contributed by member	ers is \$40,000.00.
5.	The total amount of 2, 3, and 4 is \$500,000.00.	
them t	IN WITNESS WHEREOF, I have signed the Articles of Organization to bethisday of April 1999.	n and acknowledge

PALMA CEIA SELF STORAGE,

Its: President

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

EXHIBIT A

The Westerly One-Half of the Northerly One Half of Farm Tract No. 3, of Reolds Farm Plat No. 1, according to the map or plat thereof as recorded in Plat Book 1, Page 145 of the Public Records of Hillsborough County, Florida, Less that part lying East of State Road Drainage Easement and Less right-of-way of State Road 580.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §608.415 or §608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

- 2. The name of the limited liability company is OLDSMAR STORAGE, L. L.C.
- 3. The name and Florida street address of the registered agent are:

 Sam I. Reiber, Esquire, 601 E. Twiggs Street, Suite 200, Tampa, Florida 33602.

ACCEPTANCE OF REGISTERED AGENT

Having been named as the registered agent 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 his duties, and is familiar with and accept the obligations of the position of registered agent.

SAM I. REIBER
Registered Agent