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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 1, 1999

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Beach AC Mini-Storage, LLC

100003038301-1
-11/08/99--01106--004
***155.00 ***155.00

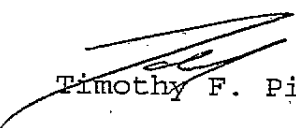
Gentlemen:

Enclosed herewith please find the original executed and one copy of the Articles of Organization for Florida Limited Liability Company, Affidavit of Membership and Contributions and a Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Upon filing, please return the copies stamped with the filing information.

Also enclosed is this firm's check in the amount of \$155.00 to cover the fee associated with filing the articles.

Should you have any questions regarding this corporation, please do not hesitate to contact me.

Sincerely,


Timothy F. Pickles

TFP: tlc

Enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME:

The name of the Limited Liability Company is: BEACH AC MINI-STORAGE, LLC

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is: BEACH AC MINI-STORAGE, LLC
1539 N. Cocoa Boulevard
Post Office Box 580
Cocoa, FL 32923-0580

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by the members and the names(s) and address(es) of the managing member is: KIM B. HOOPER, TRUSTEE, 1539 N. Cocoa Boulevard, Post Office Box 580, Cocoa, Florida 32923-0580.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

All members must consent to admission of additional members of the company.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be:

The remaining members shall have the right to continue the business notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or other event terminating a member's membership, provided all of the remaining members consent in writing to such continuation.


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The undersigned member or authorized representative of a member of BEACH AC MINI-STORAGE, LLC, deposes and says:

- 1) the above named limited liability company has at least one member
- 2) the total amount of cash contributed by the member(s) is \$
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$

A description of the property is attached and made a part hereto.

- 4) the amount of cash or property anticipated to be contributed by member(s) is
- 5) the total amount of 2, 3, and 4 is


KIM B. HOOPER, TRUSTEE

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TALLAHASSEE, FLORIDA

In accordance with section 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.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: BEACH AC MINI-STORAGE, L.L.C.

2. The name and address of the registered agent and office is:

KIM B. HOOPER

Name

1539 N. Cocoa Boulevard

Cocoa, Florida 32922

City/State/Zip

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TALLAHASSEE, FLORIDA

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.


KIM B. HOOPER

10-27-99
Date