



MO10000000204

ACCOUNT NO. : 072100000032

REFERENCE : 973582 4322603

AUTHORIZATION :

COST LIMIT : \$ 125.00

*Patricia Pruitt*

ORDER DATE : January 22, 2001

ORDER TIME : 3:23 PM

ORDER NO. : 973582-005

600003568636--3

CUSTOMER NO: 4322603

CUSTOMER: Ms. Lisa A. Morganelli  
Locke Liddell & Sapp  
2200 Ross Avenue, Suite 2200  
Dallas, TX 75201-6776

*W-1-1781*

FOREIGN FILINGS

NAME: SAFEGUARD GP II LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom -- EXT# 1104

EXAMINER:

*JP*  
*LW-01*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN 23 AM 11:03

APPROVED  
AND  
FILED

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

01 JAN 23 PH 3:59

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 25, 2001

CSC  
ATTN: TAMARA ODOM

SUBJECT: SAFEGUARD GP II LLC  
Ref. Number: W01000001781

We have received your document for SAFEGUARD GP II LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

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) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 501A00004314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN 23 AM 11:03

APPROVED  
AND  
FILED



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 24, 2001

CSC  
ATTN: TAMARA ODOM

SUBJECT: SAFEGUARD GP II LLC  
Ref. Number: W01000001781

We have received your document for SAFEGUARD GP II LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 001A00003842

RECEIVED  
AND  
FILED  
01 JAN 23 09:11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 22 2001 18:45 FR LOCKE LIDDELL 23 2 214 740 8800 TO 8290#041851#7898 P.03  
JAN 19 2001 18:14 FR LULKE LIDDELL 23 2 214 740 8800 TO 8290#041851#7898 P.03

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. Safeguard GP II LLC  
(Name of foreign limited liability company)

2. Delaware 3. applied for  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 01/19/01 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 01/19/01  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 111 Veterans Memorial Boulevard, Suite 1150  
Metairie, Louisiana 70005  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The usual business addresses of the managing members or managers are as follows:

111 Veterans Memorial Boulevard, Suite 1150

Metairie, Louisiana 70005

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Real Estate Investment

*[Signature]*  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  
Safeguard Storage Properties, LLC

Typed or printed name of signee

Name: Bruce C. Rock, Jr

Title: Chief Executive Officer

01 JAN 23 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Safeguard GP II LLC

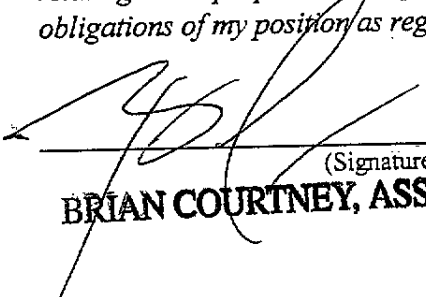
2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

1201 Hays Street  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301  
City/State/Zip

*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 as provided for in Chapter 608, F.S..*

  
(Signature)

**BRIAN COURTNEY, ASST. V.P.**

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

01 JAN 23 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

State of Delaware

PAGE 1

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAFEGUARD GP II LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

APPROVED AND FILED

01 JAN 23 AM 11:06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3346647 8300

AUTHENTICATION: 0930671

010036396

DATE: 01-23-01