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Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

May 20, 2002

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 23 AM 10:16

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Space Maker Storage Center, Inc.

Dear Sirs:


Enclosed are an executed original and one copy of the Articles of Incorporation of Space Maker Storage Center, Inc., and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total	\$ 78.75

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*****78.75 *****78.75

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very truly,


Sheila T. Taylor
Assistant to Jack Locklin, Jr.
Locklin & Jones, PA

AJJ/stt
Enclosures

file
5-24-02

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 23 AM 10:16

ARTICLES OF INCORPORATION

OF

SPACE MAKER STORAGE CENTER, INC.

ARTICLE - I

The name of this corporation is: **SPACE MAKER STORAGE CENTER, INC.**

ARTICLE - II

The purpose of this corporation is to develop, market, sell and rent to the public commercial properties, and any and all other lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV - PRE EMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 5425 Oakmont Drive, Pace, Florida 32571, and the name of the initial registered agent of this corporation at that address is Melvin A. Burklow. The principal office is the same as the registered office.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than

one. The names and addresses of the initial directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Melvin A. Burklow	5425 Oakmont Drive Pace, Florida 32571
Faye Burklow	5425 Oakmont Drive Pace, Florida 32571

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Melvin A. Burklow.

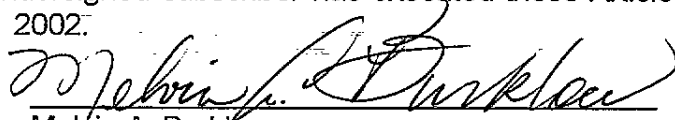
ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 20th day of May, 2002.


Melvin A. Burklow

STATE OF FLORIDA
COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared Melvin A. Burklow, to me well known and known to me to be the individual described in or who presented _____ as identification, and who executed the foregoing Articles of Incorporation of **SPACE MAKER STORAGE CENTER, INC.** and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 20th day of May, 2002.





Notary Public
My commission expires: _____

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

02 MAY 23 AM 10:16

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:
SPACE MAKER STORAGE CENTER, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Pace, Santa Rosa County, Florida, has named Melvin A. Burklow of 5425 Oakmont Drive, Pace, Florida 32571, as agent to accept service of process within the state.


Dated this the 20th day of May, 2002.

SPACE MAKER STORAGE CENTER, INC.

BY: 
Melvin A. Burklow

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.


Melvin A. Burklow