

P10919



ACCOUNT NO. : 072100000032

REFERENCE : 981865 4304045

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : October 1, 1998

ORDER TIME : 12:23 PM

ORDER NO. : 981865-015

CUSTOMER NO: 4304045

CUSTOMER: Anne B. McCoy, Legal Asst  
Arnall Golden & Gregory  
2800 One Atlantic Center  
1201 West Peachtree St.  
Atlanta, GA 30309-3450

100002656121--6

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 OCT -5 PM 4: 29

FILED

FOREIGN FILINGS

NAME: NATIONWIDE WAREHOUSE &  
STORAGE, INC.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

\*\*\*\*\*FILE FIRST\*\*\*\*\*

CONTACT PERSON: Tamara Odom

N.C.  
10-6-98  
CC

DIVISION OF CORPORATION

98 OCT -5 PM 3: 27

RECEIVED

# PROFIT CORPORATION

## APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.)

### SECTION I

(1-3 must be completed)

1. NATIONWIDE WAREHOUSE & STORAGE, INC.  
Name of corporation as it appears on the records of the Department of State.
2. Georgia 3. 7/25/86  
Incorporated under the laws of Date authorized to do business in Florida

FILED  
98 OCT -5 PM 4:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 29, 1998
5. Nationwide Storage Corporation, Inc.  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
New Jurisdiction

Hilbert Margol  
Signature  
Hilbert Margol  
Typed or printed name

10-2-98  
Date  
President  
Title

DUPLICATE DUPLICATE



*I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that*

**"NATIONWIDE WAREHOUSE & STORAGE, INC."**

has been duly incorporated under the laws of the State of Georgia on the **30th** day of **August**, 19 **85**, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this **30th** day of **August** in the year of our Lord One Thousand Nine Hundred and Eighty **Five** and of the Independence of the United States of America the Two Hundred and **Ten**.

*Max Cleland*

SECRETARY OF STATE, EX-OFFICIO CORPORATION  
COMMISSIONER OF THE STATE OF GEORGIA

**Secretary of State  
Corporations Division  
Suite 315, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 982740017  
CONTROL NUMBER : 8513817  
DATE INC/AUTH/FILED: 08/30/1985  
JURISDICTION : GEORGIA  
PRINT DATE : 10/01/1998  
FORM NUMBER : 215

ARNALL, GOLDEN & GREGORY, LLP  
ANNE B. MCCOY  
1201 W. PEACHTREE ST., STE. 2800  
ATLANTA, GA 303093450

**CERTIFIED COPY**

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**NATIONWIDE STORAGE CORPORATION, INC.  
A DOMESTIC PROFIT CORPORATION**

Said entity was formed in the jurisdiction set forth above and has filed in the office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

IN THE OFFICE OF THE SECRETARY OF STATE OF GEORGIA

ARTICLES OF INCORPORATION

OF

NATIONWIDE WAREHOUSE & STORAGE, INC.

1.

The name of the corporation is NATIONWIDE WAREHOUSE & STORAGE, INC.

2.

The corporation shall have perpetual duration.

3.

The corporation is a corporation for profit and is organized for the following general purposes:

(a) To buy, sell, trade, exchange, and dispose of at wholesale or retail, as principal, broker or agent, all kinds of property, both real and personal, including but not limited to furniture, home furnishings, household appliances and similar items;

(b) To buy, sell, exchange, lease, subdivide and improve real estate for itself and others;

(c) To do every other act and thing for which corporations may be organized under the Georgia Business Corporation Code.

4.

The corporation has authority to issue not more than 20,000 shares of common stock of a par value of One Dollar (\$1.00).

5.

The corporation shall not commence business until it shall have received no less than Five hundred Dollars (\$500.00) in payment for the issuance of its shares of stock.

6.

The initial registered office of the corporation is at 1863 Enterprise Drive, Norcross, Gwinnett County, Georgia 30093. The initial registered agent of the corporation at such address is Howard Margol, whose written consent to such appointment is attached to these Articles of Incorporation.

7.

The initial Board of Directors shall consist of four (4) members who are:

Howard Margol  
4430 Mount Paran Parkway, N.W.  
Atlanta, Georgia 30327

Hilbert Margol  
4685 Chamblee Dunwoody Rd., No. E-2  
Atlanta, Georgia 30338

Christopher I. Prescott  
5937 Dana Drive  
Norcross, Georgia 30093

Gary Margol  
316 Chip Rd.  
Stone Mountain, Georgia 30087

8.

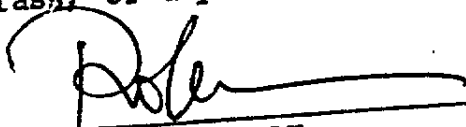
The name and address of the incorporator is:

Howard Margol  
4430 Mount Paran Parkway, N.W.  
Atlanta, Georgia 30327

9.

The Board of Directors of the corporation may authorize the issuance of bonds, debentures and other evidences of indebtedness of the corporation and may fix all the terms thereof, including without limitation, the conversion of such bonds into shares of

stock of the corporation of any class, or any series of the same  
class.

  
ROBERT P. WILDAU  
Attorney for Incorporator

TATE, MALLERNEE & WILDAU  
400 Colony Square  
Suite 1600  
Atlanta, Georgia 30361  
(404) 892-8917


<8B:ARTICLES.RPW>

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Max Cleland, Secretary of State  
Ex officio Corporation Commissioner of Georgia

I, Howard Margol, do hereby consent to serve as registered  
agent for the corporation Nationwide Warehouse & Storage, Inc.

This the 29<sup>th</sup> day of August, 1985.

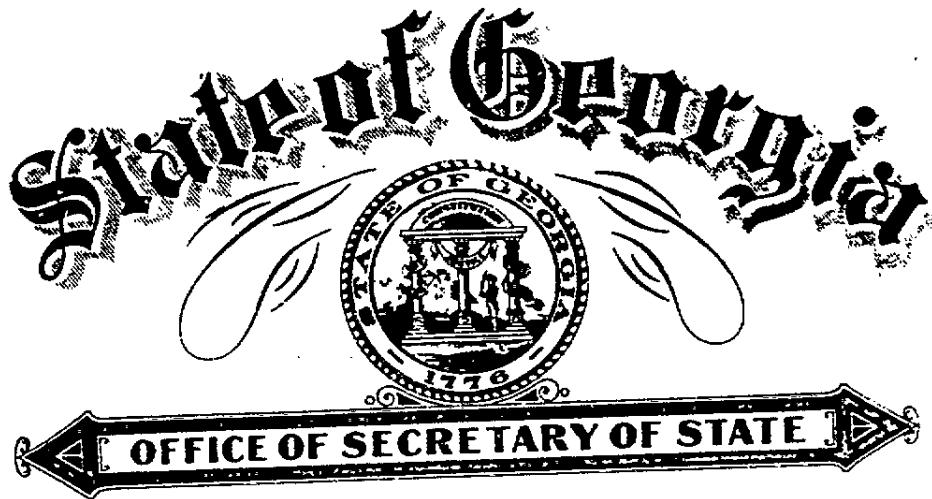
  
HOWARD MARGOL

Address of Registered Agent:

c/o Royal Mattress Shops  
1863 Enterprise Drive  
Norcross, Georgia 30093  
(404) 449-3127

<8B:CONSENT.APP>





*I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that*

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"NATIONWIDE WAREHOUSE & STORAGE, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 29th day of August, 1991, in the year of our Lord and of the Independence of the United States of America the Two Hundred and

85241058

*Max Cleland*

SECRETARY OF STATE, EX-OFFICIO CORPORATION  
STATE OF GEORGIA

**Secretary of State**  
**Business Services and Regulation**

**Suite 315, West Tower**

**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

TRANSACTION NUMBER : 91121560  
CHARTER NUMBER : 8513817  
DATE INCORPORATED : 08/30/85  
EFFECTIVE DATE : 04/30/91  
EXAMINER : M. MATEEN  
TELEPHONE : 404-656-0625

**REQUESTED BY:**

**ARNALL, GOLDEN, & GREGORY**  
**ATTN: LESLIE S. BRONSON**  
**55 PARK PLACE**  
**ATLANTA, GA. 30335**

**CERTIFICATE OF MERGER**

I, MAX CLELAND, Secretary of State and the Corporations Commissioner of the State of Georgia do hereby certify, under the seal of my office, that articles of merger have been duly filed on the effective date set forth above, merging

---

"PRESMAR ENTERPRISES, INC.", a Georgia Corporation  
merged with and into  
"NATIONWIDE WAREHOUSE & STORAGE, INC.", a GA. Corp.

---

and the fees therefor paid as provided by law, and that attached hereto is a true and correct copy of said articles of merger.

WITNESS, my hand and official seal, in the City of Atlanta and the State of Georgia on the date set forth below.

DATE: MAY 6, 1991  
FORM A6 (JULY 1989)



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*

VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE

91121560

8512817

3/30/85

**ARTICLES AND PLAN OF MERGER  
OF  
PRESMAR ENTERPRISES, INC.  
(A Georgia Corporation)  
INTO  
NATIONWIDE WAREHOUSE & STORAGE, INC.  
(A Georgia Corporation)**

Pursuant to the provisions of the Georgia Business Corporation Code governing the merger of a domestic business corporation into a domestic business corporation, the corporations herein named do hereby adopt the following articles and plan of merger.

1. The following is the Plan of Merger for merging Presmar Enterprises, Inc. with and into Nationwide Warehouse & Storage, Inc. (the "Merger") was adopted and approved by a unanimous written consent of the Board of Directors of each of said merging corporations:

"A. Presmar Enterprises, Inc., a Georgia corporation, shall, pursuant to the provisions of the Georgia Business Corporation Code, be merged with and into Nationwide Warehouse & Storage, Inc., a Georgia corporation, which shall be the surviving corporation when the merger takes effect and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the Georgia Business Corporation Code. The separate existence of Presmar Enterprises, Inc., which is the owner of all of the outstanding shares of stock in Nationwide Warehouse & Storage, Inc. and which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease when the merger takes effect in accordance provisions of the Georgia Business Corporation Code.

B. The Articles of Incorporation of the surviving corporation when the merger takes effect shall be the Articles of Incorporation of said surviving corporation and said Articles of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Georgia Business Corporation Code.

C. The present bylaws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed,

altered, or amended as therein provided and in the manner prescribed by the provisions of the Georgia Business Corporation Code.

D. The directors and officers in office of the surviving corporation when the merger takes effect shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their respective offices until their successors are duly elected and qualified or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

E. Each issued share of the non-surviving corporation when the merger takes effect shall be converted into one (1) share of the surviving corporation. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share shall be surrendered and extinguished.

F. The Board of Directors and the proper officers of the non-surviving corporation and the Board of Directors and the proper officers of the surviving corporation, respectively, are hereby authorized and empowered to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger provided for herein."

2. The Merger was duly approved by the shareholders of Presmar Enterprises, Inc. and by the sole shareholder of Nationwide Warehouse & Storage, Inc.

3. The Merger shall take effect at 11:59 p.m. on April 30, 1991.

IN WITNESS WHEREOF, the undersigned have caused this Articles and Plan of Merger to be executed on this 25<sup>th</sup> day of April, 1991.

PRESMAR ENTERPRISES, INC., a  
Georgia corporation

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

*Howard Margol*  
Name: HOWARD MARGOL  
Title: SECRETARY

NATIONWIDE WAREHOUSE & STORAGE,  
INC., a Georgia corporation

By: *Howard Margol*  
Name: HOWARD MARGOL  
Title: SECRETARY

JRW/140

**CERTIFICATE OF OFFICER  
OF SURVIVING CORPORATION**

It is hereby certified and verified by the undersigned officer of the surviving corporation of the merger of Presmar Enterprises, Inc. into Nationwide Warehouse & Storage, Inc., that the request for publication of a notice of intent to file the articles or certificate of merger and payment therefor have been made as required by subsection (b) of Section 14-2-1105.1 of the Georgia Business Corporation Code.

Executed on this 25 day of April, 1991.

Signature of officer: Hilbert Margol  
Name of officer: Hilbert Margol  
Title of officer: President

STATE OF GEORGIA                    )  
  ) SS.:  
COUNTY OF DeKalb                )

Hilbert Margol, being duly sworn, deposes and says that he is the person who executed the foregoing certificate; that he signed the same in the capacity stated opposite or beneath his signature thereon; that he has read the foregoing certificate and knows the contents thereof; and that the statements contained therein are true to his own knowledge.

Signature of officer: Hilbert Margol  
Name of officer: Hilbert Margol  
Title of officer: President

Subscribed and sworn to  
before me on April 25, 1991.

Shirley A. Dyer  
Notary Public

Notary Public, Gwinnett County, Georgia  
My Commission Expires April 6, 1993

**Secretary of State**  
**Business Services and Regulation**  
**Suite 315, West Tower**  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 931530764  
CONTROL NUMBER: 8513817  
EFFECTIVE DATE: 06/04/1993  
REFERENCE : 0091  
PRINT DATE : 06/02/1993  
FORM NUMBER : 411

C T CORPORATION SYSTEM  
DANIEL J. SULLIVAN  
1201 PEACHTREE STREET, N.E.  
ATLANTA, GA 30361

**CERTIFICATE OF MERGER**

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Georgia Law certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of said filing.

Surviving Entity:  
**NATIONWIDE WAREHOUSE & STORAGE, INC.**, a Georgia corporation

Nonsurviving Entity/Entities:  
**NATIONWIDE WAREHOUSE & STORAGE, INC.**, a Maryland corporation



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*

VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE

**ARTICLES OF MERGER**

**MERGING**

**NATIONWIDE WAREHOUSE & STORAGE, INC.  
(a Corporation of the State of Maryland)**

**INTO**

**NATIONWIDE WAREHOUSE & STORAGE, INC.  
(a Corporation of the State of Georgia)**

**FIRST:** Nationwide Warehouse & Storage, Inc., a corporation organized and existing under the laws of the State of Georgia ("Nationwide-Georgia"), and Nationwide Warehouse & Storage, Inc., a corporation organized and existing under the laws of the State of Maryland ("Nationwide-Maryland"), agree that Nationwide-Maryland shall be merged into Nationwide-Georgia. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these articles of merger ("Articles of Merger").

**SECOND:** Nationwide-Georgia shall survive the merger and shall continue under the name Nationwide Warehouse & Storage, Inc. (the "Surviving Corporation").

**THIRD:** Nationwide-Georgia is a corporation organized on the 30th day of August, 1985 and existing under the Business Corporation Code of the State of Georgia, and Nationwide-Maryland is a corporation organized on the 11th day of March, 1985 and existing under the Maryland General Corporation Law.

**FOURTH:** There are no amendments to the charter of the Surviving Corporation to be effected as part of the merger.

**FIFTH:** The total number of shares of stock of all classes which Nationwide-Georgia has authority to issue is Twenty Thousand (20,000) shares, all of one class, of the par



value of One Dollar (\$1.00) each, and of the aggregate par value of Twenty Thousand Dollars (\$20,000.00).

The total number of shares of stock of all classes which Nationwide-Maryland has authority to issue is Five Thousand (5,000) shares, all of one class, of the par value of One Dollar (\$1.00) each, and of the aggregate par value of Five Thousand Dollars (\$5,000.00).

SIXTH: The manner and basis of converting or exchanging issued stock of the merged corporation into different stock or other consideration, the manner of dealing with any issued stock of the merged corporation not to be so converted or exchanged and every other provision necessary to effect the merger shall be as set forth in the Plan of Merger of Nationwide-Maryland with and into Nationwide-Georgia (the "Plan of Merger"), a copy of which is attached hereto as Exhibit A and hereby incorporated and set forth herein by reference.

SEVENTH: The principal office of Nationwide-Maryland is located in Baltimore City, State of Maryland. Nationwide-Maryland does not own any real property in the State of Maryland.

EIGHTH: The location of the principal office of the Surviving Corporation in the State of Georgia, the state of its incorporation, is 6410 Atlantic Boulevard, Suite 180, Norcross, Gwinnett County, Georgia 30071, and the name and post office address of a resident agent of said Surviving Corporation in Maryland is The Corporation Trust Incorporated, 32 South Street, Baltimore, Maryland 21202.

NINTH: The terms and conditions of the merger transaction as set forth in these Articles of Merger and the Plan of Merger were advised, authorized and approved by Nationwide-Maryland, in the manner and by the vote required by its charter and the laws of Maryland. The merger was approved in the following manner:

The merger was (a) duly authorized and approved by the board of directors of Nationwide-Maryland, by the adoption on MAY 27, 1993, by unanimous written consent, of a resolution declaring that the merger herein proposed was advisable substantially upon the terms and conditions set forth in these Articles of Merger and the Plan of Merger, and directing that the Articles of Merger and the Plan of Merger be submitted to the stockholders of said corporation, and (b) duly authorized and approved by all of the stockholders of Nationwide-Maryland, by the adoption on MAY 27, 1993, by the unanimous written consent of the shareholders entitled to vote thereon, of a resolution approving these Articles of Merger and the Plan of Merger.

TENTH: The terms and conditions of the merger transaction as set forth in these Articles of Merger and the Plan of Merger were advised, authorized and approved by Nationwide-Georgia, in the manner and by the vote required by its charter and the laws of Georgia. The merger was approved in the following manner:

The merger was (a) duly authorized and approved by the board of directors of Nationwide-Georgia, by the adoption on MAY 27, 1993, by unanimous written consent, of a resolution declaring that the merger herein proposed was advisable substantially upon the terms and conditions set forth in these Articles of Merger and the Plan of Merger, and directing that the Articles of Merger and the Plan of Merger be submitted and recommended to the stockholders of said corporation, and (b) duly authorized and approved by all of the stockholders of Nationwide-Georgia, by the adoption on MAY 27, 1993, by the unanimous written consent of the shareholders entitled to vote thereon, of a resolution approving these Articles of Merger and the Plan of Merger.

ELEVENTH: The merger shall take effect as of 12:01 A.M., June 4, 1993.

IN WITNESS WHEREOF, Nationwide Warehouse & Storage, Inc., a Georgia corporation, and Nationwide Warehouse & Storage, Inc., a Maryland corporation, the parties to the merger, have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective presidents and attested by their respective assistant secretaries, as of the 27<sup>th</sup> day of MAY, 1993.

Nationwide Warehouse & Storage, Inc.,  
a Maryland corporation

By: Hilbert Margol  
Hilbert Margol, President

Attest: Christopher Prescott  
Christopher Prescott, Assistant Secretary

Nationwide Warehouse & Storage, Inc.,  
a Georgia corporation

By: Hilbert Margol  
Hilbert Margol, President

Attest: Christopher Prescott  
Christopher Prescott, Assistant Secretary

**THE UNDERSIGNED**, President of Nationwide Warehouse & Storage, Inc, a Maryland corporation, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

  
\_\_\_\_\_  
Hilbert Margol, President

**THE UNDERSIGNED**, President of Nationwide Warehouse & Storage, Inc, a Georgia corporation, who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

  
\_\_\_\_\_  
Hilbert Margol, President

**PLAN OF MERGER  
OF**

**NATIONWIDE WAREHOUSE & STORAGE, INC.  
(a Maryland corporation)**

**WITH AND INTO**

**NATIONWIDE WAREHOUSE & STORAGE, INC.  
(a Georgia corporation)**

**I.**

**NAMES**

The names of the corporations planning to merge are Nationwide Warehouse & Storage, Inc., a corporation for profit organized under the laws of the State of Georgia ("Nationwide-Georgia") and Nationwide Warehouse & Storage, Inc., a corporation for profit organized under the laws of the State of Maryland ("Nationwide-Maryland").

**II.**

**MERGER**

Nationwide-Maryland and Nationwide-Georgia shall, pursuant to the provisions of the Georgia Business Corporation Code and the Maryland General Corporation Law (the "State Laws"), be merged (the "Merger") with and into a single corporation, to wit, Nationwide-Georgia, which shall be the surviving corporation when the merger takes effect and which is sometimes hereinafter referred to as the "Surviving Corporation", and which shall continue to exist as the Surviving Corporation under the name "Nationwide Warehouse & Storage, Inc." pursuant to the provisions of the respective State Laws. The separate existence of Nationwide-Maryland, which is

sometimes hereinafter referred to as the "Terminating Corporation", shall cease when the merger takes effect (the "Effective Time") in accordance with the provisions of the State Laws.

III.

ARTICLES OF INCORPORATION

The Articles of Incorporation of the Surviving Corporation (the "Articles of Incorporation") as in effect immediately before the Effective Time of the Merger shall be the Articles of Incorporation of the Surviving Corporation and shall continue to be the Articles of Incorporation of the Surviving Corporation until thereafter amended as provided by law.

IV.

BYLAWS

The Bylaws of the Surviving Corporation as in effect immediately before the Effective Time of the Merger shall be the Bylaws of the Surviving Corporation and shall continue to be the Bylaws of the Surviving Corporation until thereafter amended as provided by law, the Articles of Incorporation of the Surviving Corporation or such Bylaws.

V.

DIRECTORS AND OFFICERS

The directors and officers of the Surviving Corporation in office immediately before the Effective Time of the Merger shall continue to be the directors and officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors

or until their tenure is otherwise terminated by law or in accordance with the Bylaws of the Surviving Corporation.

VI.

SHARES

The shareholders of Nationwide-Maryland and the shareholders of Nationwide-Georgia are the same persons, each of whom owns the same percentage of shares of Nationwide-Maryland and of Nationwide-Georgia. As of the Effective Time of the Merger, each issued share of common stock of Nationwide-Maryland shall not be converted in any manner but each said share shall be extinguished. As of the Effective Time of the Merger, the issued shares of common stock of Nationwide-Georgia shall not be converted in any manner but each said share shall continue to represent one issued share of the Surviving Corporation. No new shares of the Surviving Corporation shall be issued as a result of the Merger. As of the Effective Time of the Merger, all of the paid in capital, capital surplus and retained earnings of Nationwide-Maryland shall be contributed to the Surviving Corporation as additional paid in capital of the Surviving Corporation.

VII.

EFFECTIVE TIME OF MERGER

The Merger shall take effect as of 12:01 A.M., June 4, 1973.

VIII.

GENERAL AUTHORITY OF DIRECTORS AND OFFICERS

The Boards of Directors and the officers of the Terminating Corporation and of the Surviving Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to

make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or the Merger.

IN WITNESS WHEREOF, the undersigned duly authorized officers of Nationwide-Maryland and Nationwide-Georgia do hereby execute this Plan of Merger as of the 27<sup>th</sup> day of May, 1993.

NATIONWIDE WAREHOUSE & STORAGE, INC.  
a Maryland corporation

By: Hilbert V. Mayfield

Title: PRESIDENT

NATIONWIDE WAREHOUSE & STORAGE, INC.  
a Georgia corporation

By: Hilbert V. Mayfield

Title: PRESIDENT

BSR (1)

JUN 2 2 24 PM '93

SECRETARY OF STATE

BSR (1)

JUN 2 2 24 PM '93

SECRETARY OF STATE



VERIFICATION  
OF  
REQUEST FOR PUBLICATION

The undersigned hereby certifies that he is the duly elected, qualified and acting PRESIDENT of Nationwide Warehouse & Storage, Inc., a Georgia corporation (the "Corporation"), and further certifies, pursuant to Section 14-2-1105.1(a) of the Georgia Business Corporation Code (the "Code") that a request for publication of a notice of intent to file Articles of Merger and payment therefor have been submitted to the Gwinnett Post Tribune, as required by Section 14-2-1105.1(b) of the Code.

IN WITNESS WHEREOF, Nationwide Warehouse & Storage, Inc. has caused this Verification of Request for Publication to be executed by its duly authorized officer this 27<sup>TH</sup> day of MAY, 1993.

NATIONWIDE WAREHOUSE & STORAGE, INC.

By: Hilbert Mangol  
Title: PRESIDENT

BSR (1)  
JUN 2 2 24 PM '93  
SECRETARY OF STATE

**Secretary of State**  
**Business Information and Services**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 962050178  
CONTROL NUMBER: 8513817  
EFFECTIVE DATE: 07/15/1996  
REFERENCE : 0086  
PRINT DATE : 07/23/1996  
FORM NUMBER : 111

CSC NETWORKS  
LISA WILLIAMS  
100 PEACHTREE STREET, STE 660  
ATLANTA GA 30303

**CERTIFICATE OF AMENDMENT**

I, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**NATIONWIDE WAREHOUSE & STORAGE, INC.**  
**A DOMESTIC PROFIT CORPORATION**

has filed articles of amendment in the office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

*Lewis A. Massey*  
LEWIS A. MASSEY  
SECRETARY OF STATE



962050178

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
NATIONWIDE WAREHOUSE & STORAGE , INC.**

Pursuant to Sections 14-2-1001 and 14-2-1003 of the Georgia Business Corporation Code (the "Code"), **NATIONWIDE WAREHOUSE & STORAGE, INC.**, a Georgia corporation, hereby submits these Articles of Amendment:

1. The name of the corporation is Nationwide Warehouse & Storage, Inc. (the "Corporation").

2. Article 4 of the Articles of Incorporation of the Corporation is hereby amended by striking it in its entirety and submitting the following in lieu thereof:

"4.

The corporation has authority to issue not more than two million (2,000,000) shares of common stock, of a par value of one cent (\$.01) per share."

3. This Amendment to the Corporation's Articles of Incorporation was recommended to the shareholders of the Corporation by its Board of Directors on 7/10, 1996, and was adopted on 7/10, 1996 by written consent of the Corporation's shareholders, all in accordance with the provisions of Section 14-2-1003 of the Georgia Business Corporation Code.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment  
to be executed on this 10<sup>th</sup> day of July, 1996.

Nationwide Warehouse & Storage, Inc.

By: 

Its: VICE PRESIDENT

RECEIVED  
JUL 15 11 03 AM '96  
CLERK (1)

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 982730064  
CONTROL NUMBER: 8513817  
EFFECTIVE DATE: 09/29/1998  
REFERENCE : 0045  
PRINT DATE : 09/30/1998  
FORM NUMBER : 611

ARNALL, GOLDEN & GREGORY, LLP  
ANNE B. MCCOY  
1201 W. PEACHTREE ST., STE. 2800  
ATLANTA, GA 303093450

**CERTIFICATE OF NAME CHANGE AMENDMENT**

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**NATIONWIDE WAREHOUSE & STORAGE, INC.**  
**A DOMESTIC PROFIT CORPORATION**

has filed articles of amendment in the office of the Secretary of State changing its name to

**NATIONWIDE STORAGE CORPORATION, INC.**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

982730069

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
NATIONWIDE WAREHOUSE & STORAGE, INC.**

Pursuant to Sections 14-2-1001 and 14-2-1002 of the Georgia Business Corporation Code (the "Code"), NATIONWIDE WAREHOUSE & STORAGE, INC., a Georgia corporation, hereby submits these Articles of Amendment:

1. The name of the corporation is NATIONWIDE WAREHOUSE & STORAGE, INC. (the "Corporation").

2. The Articles of Incorporation of the Corporation are hereby amended by deleting the present Paragraph I in its entirety and substituting the following in lieu thereof:

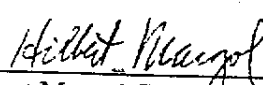
"I.

The name of the corporation shall be NATIONWIDE STORAGE CORPORATION, INC."

3. The foregoing Amendment was duly adopted by the Board of Directors of the Corporation on September 29, 1998, without shareholder action.

4. Pursuant to Section 14-2-1002 of the Code, shareholder action was not required.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its President this 29th day of September, 1998.

  
Hilbert Margol, President

25, 10 24 8 32 455

21-13 30 1 2008

**CERTIFICATE AS TO REQUEST FOR PUBLICATION  
OF  
NATIONWIDE WAREHOUSE & STORAGE, INC.**

Pursuant to Section 14-2-1006.1 of the Georgia Business Corporation Code (the "Code"), the undersigned hereby certifies:

1. The undersigned is the duly elected and acting President of NATIONWIDE WAREHOUSE & STORAGE, INC., a Georgia corporation (the "Corporation").
2. The Articles of Amendment to the Articles of Incorporation (the "Amendment") was duly authorized on September 29, 1998 by Consent of the Board of Directors of the Corporation pursuant to Section 14-2-821 of the Code.
3. The Amendment was duly adopted by the Board of Directors of the Corporation without shareholder action in accordance with Section 14-2-1002 of the Code.
4. On September 29, 1998, the undersigned caused a request for publication of Notice of Change of Corporate Name and payment therefor to be delivered to The Gwinnett Daily Post as required by Section 14-2-1006.1 of the Code.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on behalf of the Corporation this 29th day of September, 1998.

  
\_\_\_\_\_  
Hilbert Margol, President