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P96000017422

August 23, 2002

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

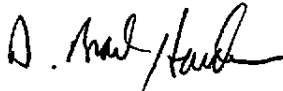
Re: Articles of Merger

To Whom It May Concern:

Enclosed with this letter please find the Articles of Merger of Lock-N-Store, Inc., an Alabama Corporation and Lock-N-Store, Inc., a Florida Corporation. If you have any questions or need additional information, please feel free to give me a call.

With regards, I am

Sincerely,



D. BRAD HARDIN

/ab

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 8/28
merger

ARTICLES OF MERGER
Merger Sheet

MERGING:

LOCK-N-STORE, INC., A FLORIDA CORP., #P96000017422

INTO

LOCK-N-STORE, INC., an Alabama entity not qualified in Florida.

File date: August 26, 2002

Corporate Specialist: Anna Chesnut

ARTICLES OF MERGER

OF

LOCK-N-STORE, INC.

The undersigned, being all of the shareholders of Lock-N-Store, a Florida Corporation, do hereby file these Articles of Merger and provides the following as required by §607.1105, as amended:

1. A copy of the Plan of Merger is attached hereto as Exhibit "A" and incorporated herein by referenced.

2. The effective date of the merger shall be the 31st day of August, 2002.

3. The date of adoption of the Plan of Merger was the 1st day of August, 2002.

2. Approval of the shareholders being required:

1. The number of outstanding shares by group is 1,000 shares of common voting stock;

2. The number of shares entitled to vote for the merger is 1,000;

3. The number of shares voting for the merger is 1,000;

4. The number of shares voting against the merger is 0.

3. The Articles of Incorporation of Lock-N-Store, Inc. were filed with and are maintained in the records of the Judge of Probate of Baldwin County, Alabama.

4. These Articles of Merger shall be effective the 31st day of August, 2002.

IN WITNESS WHEREOF, we have hereunto set our hands.

8-21-02
Date

Wendell Barnhill
Wendell Barnhill

8-21-02
Date

Allen Barnhill
Allen Barnhill

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 AUG 26 AM 9:13

FILED

8-21-02
Date


Ron Mitchell

8/23/02
Date

Jean M. Mitchell
Jean M. Mitchell, as Trustee of the
Benjamin B. Mitchell Trusts

8/23/02
Date

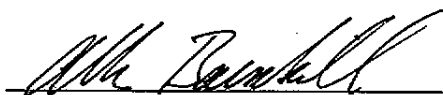
Jean M. Mitchell
Jean M. Mitchell, as Trustee of the
Matthew R. Mitchell Trusts

The undersigned, being all of the shareholders of Lock-N-Store, an Alabama Corporation, do hereby join in the execution of these Articles of Merger and provides the following as required by §607.0120, as amended:

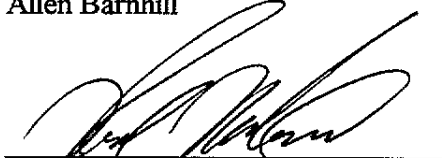
8-21-02
Date


Wendell Barnhill

8-21-02
Date


Allen Barnhill

8-21-02
Date


Ron Mitchell

8/23/02
Date

Jean M. Mitchell
Jean M. Mitchell, as Trustee of the
Benjamin B. Mitchell Trusts

8/23/02
Date

Jean M. Mitchell
Jean M. Mitchell, as Trustee of the
Matthew R. Mitchell Trusts

STATE OF ALABAMA

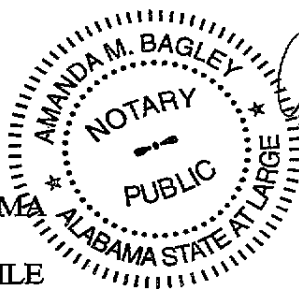
COUNTY OF MOBILE

I, the undersigned notary public in and for said state and county, hereby certify that WENDELL BARNHILL, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this date that being informed of the contents of the foregoing document, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal this the 21st day of August, 2002.

STATE OF ALABAMA

COUNTY OF MOBILE



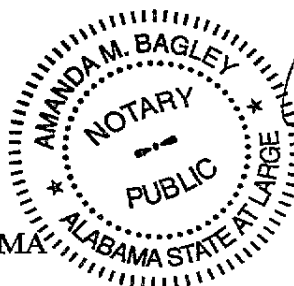
Amanda M. Bagley
NOTARY PUBLIC
My Commission Expires: 7-5-05

I, the undersigned notary public in and for said state and county, hereby certify that RON BARNHILL, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this date that being informed of the contents of the foregoing document, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal this the 21st day of August, 2002.

STATE OF ALABAMA

MOBILE COUNTY

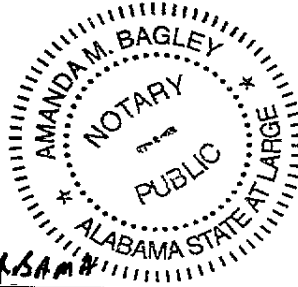


Amanda M. Bagley
NOTARY PUBLIC
My Commission Expires: 7-5-05

I, the undersigned notary public in and for said state and county, hereby certify that JEAN M. MITCHELL, whose name is signed to the foregoing document individually, as Trustee of the Benjamin B. Mitchell Trusts, and as Trustee of the Matthew R. Mitchell Trusts, and who is known to me, acknowledged before me on this

day that, being informed of the contents of the document, he, individually and in his capacity as such Trustee(s), and with full authority, executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal this 23rd day of August, 2002.

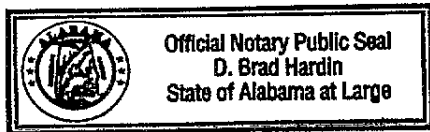


Amanda M. Bagley
NOTARY PUBLIC
My Commission Expires: 7-5-05

STATE OF Alabama
COUNTY OF Mobile

I, the undersigned notary public in and for said state and county, hereby certify that ALLEN BARNHILL, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this date that being informed of the contents of the foregoing document, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal this the 21st day of August, 2002.



D. Brad Hardin
NOTARY PUBLIC
My Commission Expires: 12/1/02

This Document Prepared by:
D. Brad Hardin, Esq.
160 So. Cedar St.
Mobile, AL 36602-1904

UNANIMOUS CONSENT TO THE MEETING OF
THE BOARD OF DIRECTORS OF LOCK-N-STORE, INC. (a Florida corporation)
AND ADOPTION OF THE PLAN OF MERGER SETFORTH BELOW

We, the undersigned, being all of the members of the Board of Directors of Lock-N-Store, Inc., a Florida corporation, hereby waived any notice of the Board of Directors meeting of said corporation, held jointly with the Board of Directors of Lock-N-Store, Inc., an Alabama corporation, at a special meeting held at 160 So. Cedar St., Mobile, AL 36602, on August 1, 2002, and by our affixing our signatures hereto, adopt the Plan of Merger agreed to at said joint meeting as set forth below, and recommend approval of same by the shareholders of the corporation.

1. The names of the corporations to be merged are:

Lock-N-Store, Inc. – an Alabama corporation (“LNC-Alabama”);

Lock-N-Store, Inc. – a Florida corporation (“LNC-Florida”).

2. The name of the survivor corporation is:

Lock-N-Store, Inc. – an Alabama corporation.

3. The terms and conditions of the merger shall be as follows:

One hundred percent of the outstanding shares of common voting stock of LNC-Florida shall be converted to shares of common voting stock of LNC-Alabama and LNC Florida shall cease to exist as a separate legal entity.

4. The manner and basis of converting shares the shares of common voting LNC-Florida shares shall be as follows:

Each shareholder of LNC-Florida shall receive one (1) share of common voting stock of LNC-Alabama for each share of common voting stock of LNC-Florida owned.

The plan of merger as set forth above shall be immediately submitted to the shareholders for approval.

8-21-02
Date


Wendell Barnhill, Chairman

8-21-02
Date

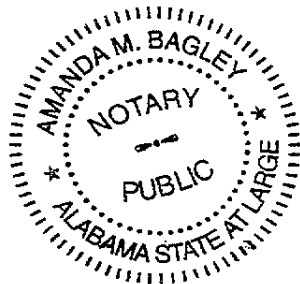

Ron Mitchell, director

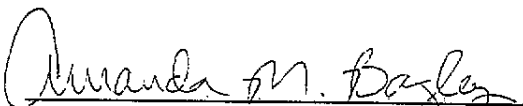
STATE OF ALABAMA

COUNTY OF MOBILE

I, the undersigned notary public in and for said state and county, hereby certify that WENDELL BARNHILL, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this date that being informed of the contents of the foregoing document, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal this the 21st day of August, 2002.



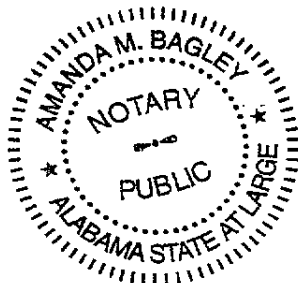

NOTARY PUBLIC
My Commission Expires: 7-5-05

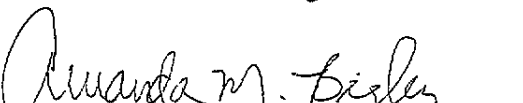
STATE OF ALABAMA

COUNTY OF MOBILE

I, the undersigned notary public in and for said state and county, hereby certify that RON MITCHELL, whose name is signed to the foregoing document, and who is known to me, acknowledged before me on this date that being informed of the contents of the foregoing document, he executed the same voluntarily on the day the same bears date.

GIVEN under my hand and seal this the 21st day of August, 2002.




NOTARY PUBLIC
My Commission Expires: 7-5-05