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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jean Riese, C.P.A., P.A.
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Sanford, FL 32773

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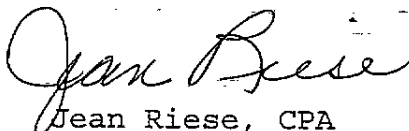
Date: July 28, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of PHOENIX STORAGE, INC. Also find enclosed a check made payable to the Secretary of State for \$122.50 that includes the statutory filing fee. Your assistance in establishing the corporation known as PHOENIX STORAGE, INC. is appreciated.


Respectfully;



Jean Riese, CPA

JR/sm
cc: file

enc.


GAVE
AUTHORIZATION BY PHONE TO
CORRECT Directors
DATE 8-7-98
DOC. EXAM mm

**ARTICLES OF INCORPORATION
OF
PHOENIX STORAGE, INC.**

ARTICLE ONE

The name of the corporation is: PHOENIX STORAGE, INC.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares that the corporation shall have authority to issue is 1,000 of the par value of one dollar (\$1) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000 consisting of money, labor done or property actually received.

ARTICLE SIX

The number of directors constituting the initial board of directors is two, and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
HORST RIESE	2920 W. AIRPORT BLVD. SANFORD, FL 32771
JEAN RIESE	2920 W. AIRPORT BLVD. SANFORD, FL 32771

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ARTICLE SEVEN

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE EIGHT

The street address of its initial registered office is: 2920 W. AIRPORT BLVD., STUART, FL 32771 and the name of its initial registered agent at such address is: JEAN RIESE.

ARTICLE NINE

The principal office is at 2920 W. AIRPORT BLVD., STUART, FL 32771 and the mailing address is at 2920 W. AIRPORT BLVD., STUART, FL 32771.

ARTICLE TEN


The name and address of the incorporator is:

Name	Mailing Address
JEAN RIESE	2920 W. AIRPORT BLVD. STUART, FL 32771

ARTICLE ELEVEN


The powers of the incorporator cease upon filing of the Articles of Incorporation.

STATE OF FLORIDA
COUNTY OF SEMINOLE


Incorporator

Sworn to and subscribed before me this 30 day of July 1998.

My commission expires: Sept 22, 2001


Notary Public-State of Florida



ACKNOWLEDGMENT

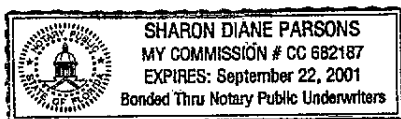
Having been named as the Registered Agent for PHOENIX STORAGE, INC.. at the place designed in said Articles, I hereby accept to act in this capacity and agree to comply with the provisions of all applicable statutes relative to keeping open said office.

STATE OF FLORIDA
COUNTY OF SEMINOLE

Jan Beise
Registered Agent

Sworn to and subscribed before me this 30 day of July 1998.
My commission expires: Sept. 22, 2001

Sharon Diane Parsons
Notary Public-State of Florida



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