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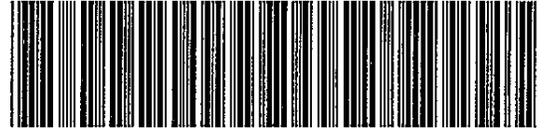
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DAVID R. FARBSTEIN, P.A.
ATTORNEY AT LAW

8010 NORTH UNIVERSITY DRIVE
TAMARAC, FLORIDA 33321

TEL. (954) 586-0441
FAX (954) 586-0444

August 30, 2005

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Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: Subway 33183, Inc.

Dear Sirs:

Enclosed please find the following documentation regarding the above-mentioned matter, to-wit:

1. ORIGINAL of Articles of Incorporation and Registered Agent form for the above-referred corporation.

Also enclosed is my office account checks no. 7246 in the amount of \$70.00 for the filing fees.

Very truly yours,


DAVID R. FARBSTEIN, ESQ.

DRF/me

ARTICLES OF INCORPORATION

OF

SUBWAY 33183, INC.

ARTICLE I - Name

The name of this Corporation is SUBWAY 33183, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is: 13822 NW 11th Ct., Pembroke Pines, Fl. 33028-2352 and the name of the initial registered agent of this corporation is: MOHAMMED H. KARIM, whose address is 13822 NW 11th Ct., Pembroke Pines, Fl. 33028-2352.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTEN, ESQ.
8010 N. Univ. Dr., 2nd Fl.
Tamarac, Fl. 33321
Fla. Bar No. 198889
954-586-0441

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ARTICLE VI - Initial Board of Directors

This corporation shall have three (3) Directors 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 name and address of the initial Director of this corporation is:

MOHAMMED H. KARIM	13822 NW 11th Ct. Pembroke Pines, Fl. 33028-2352
AFZAL MAJID	13822 NW 11th Ct. Pembroke Pines, Fl. 33028-2352
QADIR A. NAVIWALA	13822 NW 11th Ct. Pembroke Pines, Fl. 33028-2352

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles are:

MOHAMMED H. KARIM	13822 NW 11th Ct. Pembroke Pines, Fl. 33028-2352
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ARTICLE VIII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, 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 30 day of August, 2005.

M. H. Karim
MOHAMMED H. KARIM

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, MOHAMMED H. KARIM, known by me to be the persons who executed the foregoing Articles of Incorporation. Further, said individuals furnished the following types of identification to the undersigned, to-wit: Personal Knowledge.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 20 day of August, 2005.



DAVID R. FARBSTEIN
MY COMMISSION # DD 281947
EXPIRES: March 7, 2008
Bonded Thru Budget Notary Services

[Signature]
NOTARY PUBLIC

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

PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in compliance with
said Act:

FIRST: That SUBWAY 33183, INC. is qualified to do business under the laws of the State
of Florida with its principal office at: 13822 NW 11th Ct., Pembroke Pines, Fl. 33028-2352 and has
appointed MOHAMMED H. KARIM, of 13822 NW 11th Ct. Pembroke Pines, Fl. 33028-2352 as its agent
to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, a place designated in this
certificate, I am familiar with, and hereby accept the duties and responsibilities as registered agent for said
corporation and agree to comply with the provisions of said Act relative to keeping open said office.

M. H. Karim
MOHAMMED H. KARIM
Resident Agent

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