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From:
Account Name : EVAN MARBIN & ASSOCIATES, P.A.
Account Number : I20000000289
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Fax Number : (305)372-0681

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

SUBWAY 25316, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

SUBWAY 25316, INC.

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2005 MAY 16 A 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **SUBWAY25316, INC.**

ARTICLE II

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares Authorized	Par Value	Class of Stock
1,000	$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE V

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

SHERRIE COHEN MARBIN, ESQUIRE
48 East Flagler Street
Penthouse 104
Miami, Florida 33131

ARTICLE VI

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time, unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the first directors of the corporation who shall hold office for the first year or until their successor(s) are duly elected and qualified, shall be:

STEVEN SAGER
508 East Boynton Beach Blvd.
Boynton Beach, FL 33435

ARTICLE VII

The name and address of the Incorporator is:

SHERRIE COHEN MARBIN, ESQ.
48 East Flagler Street
Penthouse 104
Miami, Florida 33131

ARTICLE VIII

The address of the corporation is:

508 East Boynton Beach Blvd.
Boynton Beach, FL 33435

ARTICLE IX

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE X

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by the law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above-named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 16th day of May, 2005.

SHERRIE COHEN MARBIN

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ACKNOWLEDGMENT

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared SHERRIE COHEN MARBIN, ESQUIRE, personally known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 16th day of May, 2005.

NOTARY PUBLIC, State of Florida
Print Notary Name
Commission No.:
My Commission Expires:

OFFICIAL NOTARY SEAL
SANDRA LEE ASBURY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD076667
MY COMMISSION EXP. DEC. 21,2005

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS 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:

SUBWAY 25316, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, at 48 East Flagler Street, Penthouse 104, Miami, Florida 33131, has named SHERRIE COHEN MARBIN, ESQ., as its agent to accept service of process within this State.

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ACKNOWLEDGMENT

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

By: _____
SHERRIE COHEN MARBIN, ESQ.

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TALLAHASSEE, FLORIDA