

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000081384
FILED 8:00 AM
August 17, 2005
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:
QUIZNOS OF BROOKSVILLE LLC

Article II

The street address of the principal office of the Limited Liability Company is:
WISCON AND US 41
BROOKSVILLE, FL. US 34601

The mailing address of the Limited Liability Company is:
3200 WILLIAMSBURG RD
ANN ARBOR, MI. US 48108

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
ADRIAAN FOLGER
WISCON AND US 41
BROOKSVILLE, FL. 34601

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: ADRIAAN FOLGER

Article V

The name and address of managing members/managers are:

Title: MGRM
ADRIAAN FOLGER
3200 WILLIAMSBURG RD
ANN ARBOR, MI. 48108 US

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Signature of member or an authorized representative of a member

Signature: ADRIAAN FOLGER