

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

L07000086867
FILED 8:00 AM
August 24, 2007
Sec. Of State
dcurry

Article I

The name of the Limited Liability Company is:

SUBWAY NO. PALM BEACH # 31274 LLC

Article II

The street address of the principal office of the Limited Liability Company is:

12100 US HIGHWAY ONE

B

NORTH PALM BEACH, FL. US 33408

The mailing address of the Limited Liability Company is:

1051 NW 14TH STREET

130

MIAMI, FL. US 33136

Article III

The purpose for which this Limited Liability Company is organized is:

SALE OF FOOD AND BEVERAGE

Article IV

The name and Florida street address of the registered agent is:

ARS & ASSOCIATES INC

20810 WEST DIXIE HIGHWAY

NORTH MIAMI BEACH, FL. 33180

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: ANDREW SOCOL

Article V

The name and address of managing members/managers are:

Title: MGRM
HARA E FRANKEL
2100 NE 211 TERRACE
MIAMI, FL. 33179 US

Title: MGRM
STUART M FRANKEL
2100 NE 211 TERRACE
MIAMI, FL. 33179 US

Title: MGRM
LARRY J COHEN
1055 W LAKE STREET
HOLLYWOOD, FL. 33019 US

Title: MGRM
MARY A FERRERA
1450 NE 170 STREET
NO MIAMI BEACH, FL. 33162 US

Article VI

The effective date for this Limited Liability Company shall be:

08/24/2007

Signature of member or an authorized representative of a member

Signature: HARA FRANKEL

L07000086867
FILED 8:00 AM
August 24, 2007
Sec. Of State
dc Curry