

L11104

ARTICLES OF MERGER
Merger Sheet

MERGING: _____

700002921797--6

BLIMPIE CAPITAL VENTURE, INC., A FLORIDA CORPORATION, (L11104)

INTO

BLIMPIE CAPITAL VENTURE NEWCO, LLC which changed its name to
BLIMPIE CAPITAL VENTURE, LLC, a Florida entity, L99000003953.

File date: July 1, 1999

Corporate Specialist: Diane Cushing