

MS4698



FILED

00 DEC 13 PM 3:23

ACCOUNT NO. : 072100000032

REFERENCE : 929808

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10072A

AUTHORIZATION :

COST LIMIT : \$ 43.75

Patricia Project

ORDER DATE : December 13, 2000

ORDER TIME : 10:39 AM

ORDER NO. : 929808-005

CUSTOMER NO: 10072A

CUSTOMER: Arthur Lambertus, Esq
Lambertus & Lambertus
Suite 604
2929 East Commercial Boulevard
Fort Lauderdale, FL 33308

500003499815--8

DOMESTIC AMENDMENT FILING

NAME: SUBWAY PARTNERS, INC.

EFFECTIVE DATE:

*Amend
12-13-00
BWS*

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER'S INITIALS: _____

RECEIVED
00 DEC 13 AM 11:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF AMENDMENT
OF
SUBWAY PARTNERS, INC.

FILED
00 DEC 13 PM 3:23
CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. Article IV is hereby amended to read as follows:

Article IV

The aggregate number of shares of common stock which the corporation has authority to issue is 5,000 shares and each share shall be the par value of \$1.00.

2. The amendment was adopted by the shareholders and the number of votes cast was sufficient for approval.

3. The foregoing amendment was adopted by the affirmative vote of the shareholders of all of the shares entitled to vote thereon, in accordance with Florida Statutes Section 607.1003.

4. The foregoing amendment was adopted on December 11, 2000.

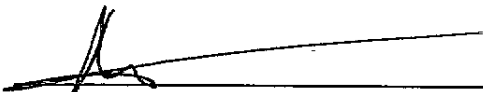
IN WITNESS WHEREOF, the undersigned, has executed these Articles of Amendment, this 11 day of December, 2000.


John L. Giorgi, President

STATE OF FLORIDA
COUNTY OF BROWARD

I **HEREBY CERTIFY** that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOHN L. GIORGI, the duly authorized President of **SUBWAY PARTNERS, INC.** who is personally known to me, and who executed the foregoing Articles of Amendment and acknowledged upon oath before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the City of Fort Lauderdale, County of Broward, and State of Florida, this 11 day of December, 2000.



Notary Public, State of Florida
Printed Name: _____
My Commission Expires: _____



CLIENT99-0174\AMEND.SHARES