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LAW OFFICES OF
STROMIRE, BISTLINE, MINICLIER & GRIFFITH
AN ASSOCIATION OF PROFESSIONAL ASSOCIATIONS

1970 MICHIGAN AVENUE
BUILDING E
COCOA, FLORIDA 32922

HAROLD T. BISTLINE, P.A.
JOSEPH E. MINICLIER, P.A.
FRANK J. GRIFFITH, JR., P.A.

OF COUNSEL:
PATRICIA K. OLNEY, P.A.
LEALAND L. LOVERING, P.A.

RETIRED:
LEON STROMIRE

MAIL: POST OFFICE BOX 6248
COCOA, FLORIDA 32924-8248

E-MAIL: sbmmglaw@aol.com

FAX: (407) 636-1170
PHONE: (407) 639-0505

FILED
00 FEB 10 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 7, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100003130891--8
-02/10/00--01054--010
122.50 **78.75

RE: Big Foot's Subs & Ice Cream Co.

Enclosed is an original and one copy of the Articles of Incorporation of the referenced corporation which is submitted for filing together with my trust account check in the amount of \$122.50 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	\$122.50

Please return the certified copy of the Articles of Incorporation to the undersigned. The Registered Agent certificate is also enclosed.

Very truly yours,



Harold T. Bistline

csc
Enclosures

D. BROWN FEB 15 2000

ARTICLES OF INCORPORATION
OF
BIG FOOT'S SUBS & ICE CREAM CO.

FILED
00 FEB 10 PM 5:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: BIG FOOT'S SUBS & ICE CREAM CO.

ARTICLE II - PRINCIPAL OFFICE

The principal office of the corporation for the transaction of business is to be located within the County of Brevard, State of Florida, at 2300 State Road 524, Cocoa, Florida 32926, and the mailing address of the corporation is P.O. Box 713, Cocoa, Florida 32923-0713.

ARTICLE III - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The general purpose for which the corporation is organized is to transact any lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares with \$1.00 par value common stock.

ARTICLE VI - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is:

2710 Friday Road
Cocoa, Florida 32926

and the name of the initial registered agent of this corporation is:

DIANE S. FORADER

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially, the number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The method of election of directors shall be as set forth in the By-laws. The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

DIANE S. FORADER
2710 Friday Road
Cocoa, Florida 32926

MARK S. FORADER
2710 Friday Road
Cocoa, Florida 32926

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

DIANE S. FORADER
2710 Friday Road
Cocoa, Florida 32926

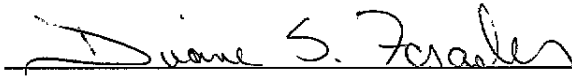
ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of February, 2000.



DIANE S. FORADER, Incorporator

STATE OF FLORIDA

COUNTY OF BREVARD

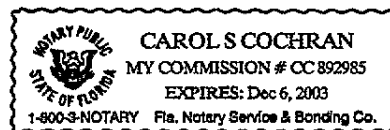
The foregoing instrument was acknowledged before me this 4th day of February, 2000, by DIANE S. FORADER who is personally known to me or who has produced Florida D/L F636-177-61-567-0 _____ as identification.

Carol S. Cochran

Printed Name: _____

Notary Public - State of Florida

My Commission expires: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


FILED
00 FEB 10 PM 5:43
RECEIVED BY THE STATE
CLERK, FLORIDA

Pursuant to Ch. 48.091, Fla. Stat., the following is submitted in compliance with said act:

That BIG FOOT'S SUBS & ICE CREAM CO., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in Cocoa, Brevard County, Florida, has named DIANE S. FORADER, whose address is 2710 Friday Road, Cocoa, Florida 32926, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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



DIANE S. FORADER
Registered Agent