

# P00000017435

## KRASNY AND DETTMER

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MEDIATOR-ARBITRATOR  
\*\* BOARD CERTIFIED IN TAXATION

† CERTIFIED PUBLIC ACCOUNTANT

February 10, 2000

200003134822--8  
-02/14/00-01108-014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Quizno's Melbourne Shopping Center, Inc.

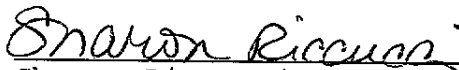
To Whom It May Concern:

You will find enclosed the original and one copy the Articles of Incorporation of Quizno's Melbourne Shopping Center, Inc. Also enclosed is our trust account check in the amount of \$78.75 to cover the cost of filing and a certified copy of the Articles.

Your assistance in this matter is appreciated.

Very truly yours,

KRASNY AND DETTMER

  
Sharon Riccucci, Secretary to  
Scott Krasny

/sr  
encs.

FILED  
00 FEB 14 AM 7:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch FEB 18 2000

FILED

ARTICLES OF INCORPORATION  
OF  
QUIZNO'S MELBOURNE SHOPPING CENTER, INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 FEB 14 AM 7:59

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to the formation of a corporation under the laws of the State of Florida.

ARTICLE I  
Name

The name of this Corporation is QUIZNO'S MELBOURNE SHOPPING CENTER, INC.

ARTICLE II  
Term of Existence

This Corporation shall commence upon the filing of these Articles and shall exist perpetually.

ARTICLE III  
Purpose

The purpose of this corporation is to engage in any activity or business lawful under the laws of the State of Florida or the United States of America.

ARTICLE IV  
Capital Stock

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value, common stock.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series.

**ARTICLE V**  
**Pre-emptive Rights**

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

**ARTICLE VI**  
**Initial Registered Office, Agent and Corporation**

The initial street address in Florida of the initial registered office of this Corporation is 304 S. Harbor City Boulevard, Suite 201, Melbourne, FL 32901, and the name of the initial registered agent of this Corporation at that address is SCOTT KRASNY. The initial address of the Corporation is P. O. Box 2385, Melbourne, FL 32901.

**ARTICLE VII**  
**Board of Directors**

The initial Board of Directors shall consist of 2 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 names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified are as follows:

Robert S. Pittman  
229 Melbourne Avenue  
Melbourne, Florida 32901

Caroline D. Pittman  
229 Melbourne Avenue  
Melbourne, Florida 32901

**ARTICLE VIII**  
**Cumulative Voting**

The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of shares to distribute them among as many candidates as he may wish. Notice must be given to the President of this Corporation not less than twenty-four (24) hours prior to the time set for the holding of the shareholders' meeting for the election of directors that said shareholder intends to accumulate his vote at the election.

**ARTICLE IX**  
**Incorporators**

The name and address of the initial incorporator is as follows:

Robert S. Pittman  
229 Melbourne Avenue  
Melbourne, FL 32901

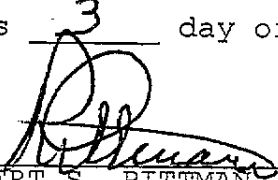
**ARTICLE X**  
**Amendment to Articles**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting with not less than a majority vote of the common stock.

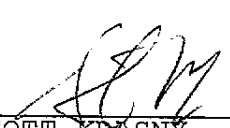
**ARTICLE XI**  
**Acceptance by Registered Agent**

The Registered Agent is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned have made and  
subscribed to these Articles of Incorporation in Melbourne,  
Brevard County, Florida, this 3 day of February, 2000.

  
ROBERT S. PITTMAN  
Incorporator

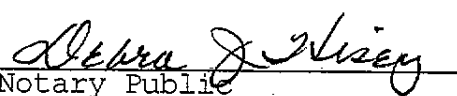
(Seal)

  
SCOTT KRASNY  
Registered Agent

(Seal)

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this  
3 day of February, 2000, by ROBERT S. PITTMAN. He is  
[ ] personally known to me or [ ☒ ] produced a  
Florida Driver's License as identification.

  
Notary Public

My Commission Expires:



STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this  
3 day of February, 2000, by SCOTT KRASNY. He is  
[ ☒ ] personally known to me or [ ] produced a  
\_\_\_\_\_ as identification.

  
Notary Public

My Commission Expires:



Sharon Riccucci  
MY COMMISSION # CC617547 EXPIRES  
May 10, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.