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**BASIC AMENDMENT** 

QUIZNO'S MELBOURNE SHOPPING CENTER, INC.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 23, 2000

QUIZNO'S MELBOURNE SHOPPING CENTER, INC. PO BOX 2385 MELBOURNE, FL 32901

SUBJECT: QUINNO'S MELBOURNE SHOPPING CENTER, INC.

REF: P00000017435

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Darlene Connell Corporate Specialist

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF QUIZNO'S MELBOURNE SHOPPING CENTER, INC.

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

Article I is hereby restated as follows:

ARTICLE I

The name of this Corporation is QWIK FOODS MELBOURNE, INC.

2. The foregoing Amendment was adopted by the unanimous consent of all of the shareholders of the Corporation on the 234 day of May, 2000, in the manner prescribed by the Florida General Corporation Act.

Dated this 2300 day of May, 2000.

QUIZNO'S MELECURNE SHOPPING CENTER, INC.

Bu-

President

Attest:

Secretary

STATE OF FLORIDA COUNTY OF BREVARD

On this day personally appeared before me the undersigned officer duly authorized by the laws of the State of

THIS INSTRUMENT PREFARED BY: SCOTT KRASNY, ESQ. 304 S. Harbor City Boulevard Suite 201 Melbourns, Florida 32901 (321)723-5646 FL Bar No. 961231

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Florida to take acknowledgments, ROBERT S. PITTMAN, President, and CAROLINE D. PITTMAN, Secretary, of QUIZNO'S MELBOURNE SHOPPING CENTER, INC., a Florida corporation, both of whom are personally known to me, who acknowledged that they executed the foregoing Articles of Amendment as such officers for and on behalf of the Corporation after having been duly authorized to do so.

WITNESS my hand and official seal at Melbourne, Florida, this 332 day of \_\_\_\_\_\_\_\_, 2000.

Sharda Riccuss
Notary Public

My Commission Expires:

Sharon Ricoucci
MY COMMISSION # COB17547 EXPIRES
MAY 10, 2001
PUNDED THEIL TROY FAIN INSURANCE, INC.