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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

900003220399--5  
-04/24/00--01084--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Subject QUIZNO'S OF CARROLLWOOD INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$122.50  
Filing Fee  
& Certified Copy  
(ADD'T'L COPY REQ'D)

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate  
(ADD'T'L COPY REQ'D)

FROM:	Philip K. Akalp
	29395 Agoura Road, Suite 204 Agoura Hills, California 91301

FILED  
00 APR 24 AM 11:11  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles. Provide TWO copies if you have requested a certified copy as designated in the boxes above.

CC.  
42600

ARTICLES OF INCORPORATION  
OF  
QUIZNO'S OF CARROLLWOOD INC.

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.*

ARTICLE I      NAME

The name of the Corporation shall be: QUIZNO'S OF CARROLLWOOD INC.

ARTICLE II      PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13188 North Dale Mabry Hwy  
Tampa, Florida 33618

ARTICLE III      SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1,500 shares at \$1.00 par value per share.

ARTICLE IV      INITIAL REGISTERED AGENT AND STREET ADDRESS

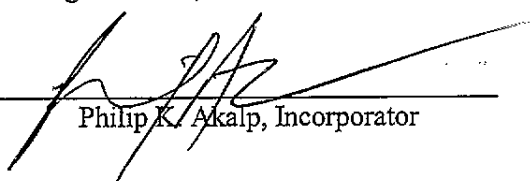
The name and Florida street address of the initial registered agent is:

Jeff Rubenstein  
9316 Heritage Oak Ct.  
Tampa, Florida 33647

ARTICLE V      INCORPORATOR

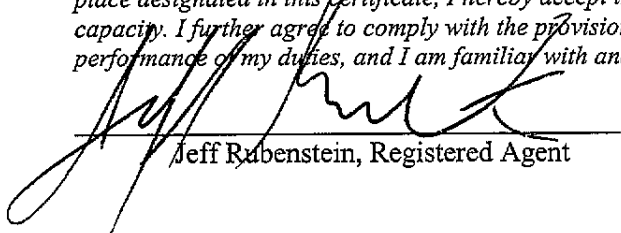
The name and address of the incorporator to these Articles of Incorporation is:

Philip K. Akalp  
29395 Agoura Road, Suite 204  
Agoura Hills, California 91301

  
Philip K. Akalp, Incorporator

4/18/2000  
Date

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Jeff Rubenstein, Registered Agent

4/20/00  
Date

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