

PO1000068843

A.B.S. PARALEGAL AND TAX SERVICES, Inc.

7628-5 103rd Street  
Jacksonville, FL 32210  
904-777-1533

July 3, 2001

Department of State  
Division Of Corporations  
P.O. BOX 6327  
Tallahassee, FL 32314

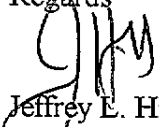
500004465125--0  
-07/03/01--01101--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Articles of Incorporation

Dear Sir:

Please find enclosed the original and 1 copy of the Articles of Incorporation for Marathon Subs, Inc.. If you have any questions, please contact me at 904-777-1533.

Regards

  
Jeffrey L. Hill  
ABS Paralegal  
7628-5 103rd St.  
Jacksonville, FL 32210

FILED  
01 JUL -9 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

gjc 7/12

ARTICLES OF INCORPORATION  
OF  
Marathon Subs, Inc.

The undersigned incorporator's, 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: **Marathon Subs, Inc.**

**ARTICLE II. PRINCIPAL OFFICE**

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

1516 Greenway Place  
Orange Park, FL 32003

**ARTICLE III. SHARES**

The number of shares that this corporation is authorized to have outstanding at any one time is:

1000 shares having a par value of one dollar (\$1.00) per share.

**ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

Feras Rashid.  
1516 Greenway Place  
Orange Park, FL 32003

**ARTICLE V. INCORPORATOR(S)**

The name and address of the incorporator(s) to these Articles of Incorporation are:

Feras Rashid  
1516 Greenway Place  
Orange Park, FL 32003

FILED  
01 JUL -9 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI. LIABILITY OF STOCKHOLDERS**

The private property of the stockholders shall not be subject to the payment of corporate debts.

**ARTICLE VII. AMENDMENTS**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation, this 3 day of JULY, 2001.

Feras Rashid  
Feras Rashid, Incorporator

FILED  
01 JUL -9 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation at the place of 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*

Feras Rashid  
Feras Rashid/ Registered Agent

7-3-01  
Date