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

cumpeor.	BAGUBS, INC	=	· 	-
SUBJECT: <u></u>	(Proposed corpo	orate name - must include suf	ffix)	
			RECEIVED OF OUT 29 PL 2: OF OU	
Enclosed is an original \$70.00 Filing Fee	sal and one(1) copy of the article \$78.75 Filing Fee & Certificate of Status	*\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	Filing Free, Certified Copy & Certificate of Status	
FROM:	Russell M. Mele Name (F	20	0004657852 -10/30/0101001001 *****78.75 *****78.7	· C ?5
	7792CAHASSEE City, 850-386-586 Daytime T	-	FILED 010CT 29 PM 2: 1 SECRETARY OF STATALLAHASSEE FLORE	

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION OF

BaySubs, Inc.

010CT 29 PM 2:56 SECRETARY OF STATE TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I - Name

The name of the corporation is BaySubs, Inc..

Article II - Duration

The term of existence of the corporation is perpetual.

Article III - Purpose

The corporation is formed for the sole purpose of operating Subway Sandwich Shops.

Article IV - Capital Stock

The corporation is authorized to issue 7,500 shares, all of one class, at \$1.00 par value.

Article V - Registered Office and Agent

The name and address of the initial registered agent and the office of this corporation is as follows: Russell M. McGregor, 3102 Ortega Drive, Tallahassee, Florida 32312.

Article VI - Incorporator

The name and address of the incorporator signing these Articles of Incorporation is Russell M. McGregor, 3102 Ortega Drive, Tallahassee, Florida 32312.

Article VII - Mailing Address Of Corporation

The mailing address of the initial principal office of the corporation is 3102 Ortega Drive, Tallahassee, Florida 31312.

Article VIII - Amendment of Articles

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

Article IX - Management By Shareholders

The business of the corporation shall be managed by the shareholders without a board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October 25, 2001.

Incorporator

Having been named to act as registered agent for the above-named corporation, at the place designated in these Articles, I hereby accept such appointment. I further state that I am familiar with, and accept the obligations provided for in F.S. §607.325.

Registered Agent