

**Electronic Articles of Incorporation
For**

**P01000121494
FILED
December 27, 2001
Sec. Of State**

PHILLY'S FINEST CHEESE STEAK II, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHILLY'S FINEST CHEESE STEAK II, INC.

Article II

The principal place of business address:

10750-6 ATLANTIC BLVD.
JACKSONVILLE, FL. 32225

The mailing address of the corporation is:

10750-6 ATLANTIC BLVD.
JACKSONVILLE, FL. 32225

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

500 SHARES

Article V

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

MICHEALYN C ADAMS
1125 13TH AVENUE, NORTH
JACKSONVILLE BEACH, FL. 32250

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: MICHEALYN C. ADAMS

Article VI

The name and address of the incorporator is:

AAA BUSINESS AND TAX SERVICES, INC.
1112 THIRD ST, SUITE 7
NEPTUNE BEACH FL, 32266

Incorporator Signature: MICHEALYN C. ADAMS