P0200013/35

DEBORAH E. PICONCELLI P.O. BOX 1215 LOXAHATCHEE, FLORIDA 33470-1215 (561) 793-3334 (561) 793-3248 FAX

June 20, 2002

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

Re: Quizno's At City Place P02000013135 Amendment to Name 900005926689--1 -06/24/02--01056-017 ******43.75 ******43.75

To Whom It May Concern:

Please be advised that I wish to amend the name of the above corporation. I am enclosing the Articles of Amendment form completed, along with a check in the amount of \$43.75. It includes \$8.75 for a certified copy of the amendment.

Please send the certified copy to the above captioned address. Thank you.

Sincerely,

Olebrate Hu Deborah E. Piconcelli

President

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SECRETARY OF STATE
SECRETARY OF STATE

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Ouiznos AT City PLACE, INC.

(present name)

PO2 0000 13 135

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1 - The name of the corporation shall be amended to read: Classic Subs of City PLACE, INC



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

ITIKD:	The date of each amendment's adoption: Jane 30, 3002.
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
;	
Ż	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 20th day of June, 2002.
Signature_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
	the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Deborah E. Piconcelli (Typed or printed name)
	President Director
	/*****