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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFTT CORPORATION OR P.A.

HARBOR SUBS & SANDWICHES, INC.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 17, 2002

EMPIRE

SUBJECT: HARBOR SUBS & SANDWICHES, INC.
REF: W02000010750

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ARTICLES OF INCORPORATION
OF

HARBOR SUBS & SANDWICHES, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: HARBOR SUBS & SANDWICHES, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 4699 TAMiami TRAIL UNITS A & B PORT CHARLOTTE, FL 33980-2984

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 1,000,000 shares having an individual par value of \$0.01

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: ERIC A. REYES 4485 TAMiami TRAIL PORT CHARLOTTE, FL 33980

ARTICLE VII

The name and address of the officers and initial board of directors shall be:

PRESIDENT

STEVEN R. HOLT

17380 BAY HARBOR CIRCLE
PORT CHARLOTTE, FL 33948-2452

TREASURER

ROBERT A. SCOTT

17380 BAY HARBOR CIRCLE
PORT CHARLOTTE, FL 33948-2452

SECRETARY

JOANNE L. HOLT

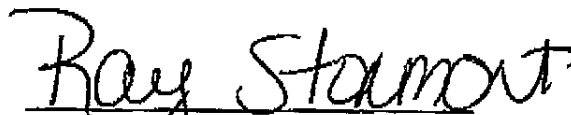
17380 BAY HARBOR CIRCLE
PORT CHARLOTTE, FL 33948

ARTICLE VIII

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

Empire Corporate Kit of America, Inc.
2444 N.W. 7TH PLACE
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 16TH day of APRIL, 2002.



INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

HARBOR SUBS & SANDWICHES, INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.



REGISTERED AGENT

Eric A Reyes

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