

Attorney at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUL 26 AM 9:46

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Phone (407) 521-0770 ∞ 7491 Conroy Windermere Road, Suite F, Orlando, FL 32835 ∞ FAX (407) 521 0880

ARTICLES OF INCORPORATION
OF

Healthy Subs, Inc.

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The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the state of Florida.

ARTICLE I - Name

The name of the corporation is Healthy Subs, Inc.

ARTICLE II - Principal Office

The street address of the initial principal office of the corporation is 6021 Westgate Drive, Apt. 814, Orlando, FL 32835, and the mailing address of the corporation is 6021 Westgate Drive, Apt. 814, Orlando, FL 32835.

ARTICLE III - Capital Stock

The maximum number of shares of stock that the corporation is authorized to issue is 100 shares of common stock having par value of one (\$1.00) dollar per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 6021 Westgate Drive, Apt. 814, Orlando, FL 32835, and the name of the initial registered agent of this corporation is Omar M. Rayan.

ARTICLE V - Incorporator

The name and street address of the Incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Omar M. Rayan	6021 Westgate Drive, Apt. 814 Orlando, FL 32835

ARTICLE VI - Directors

The corporation shall initially have one (1) director. The method of electing (eg., cumulative, non-cumulative), removing and replacing directors shall be prescribed by the By-Laws of the corporation. The number of directors may be increased or decreased from time to time by the By-Laws of the corporation. The names and street addresses of the initial directors who shall hold office until the first annual meeting of the Stockholders of the corporation or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
Omar M. Rayan	6021 Westgate Drive, Apt. 814 Orlando, FL 32835

ARTICLE VII - General Purpose

The purpose for which the corporation has been formed is: To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE VIII - Term of Existence

The corporation shall commence its corporate existence on the date these Articles of Incorporation are filed with the Department of State, and shall have perpetual existence thereafter unless dissolved according to law.

ARTICLE IX - Amendment to Articles

These Articles of incorporation may be amended in such manner as provided in the By-Laws of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this the 19th day of July, 2002.

Omar M. Rayan
Omar M. Rayan


STATE OF FLORIDA
COUNTY OF ORANGE

Before me, personally appeared Omar M. Rayan as Incorporator for Healthy Subs, Inc., this the 19th day of July, 2002, who executed the foregoing Articles of Incorporation before me, who acknowledged before me that (s)he executed the same freely and voluntarily for the purposes therein stated, and [] who is personally known to me, or [x] who produced a Fla Drivers license as identification.

R500-653-39-211-0

[Signature]
Notary Public

My Commission Expires:

 Stephen L. Skipper
My Commission DD124089
Expires June 09, 2006

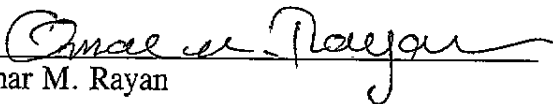
*ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT*

I, Omar M. Rayan, certify that I am an individual resident in this state and that my business office is identical with the registered office of the corporation which is 6021 Westgate Drive, Apt. 814, Orlando, FL 32835.

I hereby accept the appointment to serve as the initial registered agent of Healthy Subs, Inc. As registered agent, I agree to accept service of process on behalf of Healthy Subs, Inc.; to keep the registered office open during the prescribed hours; and to post my name in some conspicuous place in the Registered Office as required by law.

I also accept the obligations provided for in Sections 607.0505, Florida Statutes (concerning the production of corporate documents pursuant to subpoena).

Dated this the 7/19/02 day of July, 2002.


Omar M. Rayan

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