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2499 Glades Road, Suite 305A Boca Raton, FL 33431

January 14th, 2003

Florida Secretary of State 409 E. Gaines St. Tallahassee, FL 32399

Dear Carina:

Enclosed please find the articles of incorporation for Rosado's Sub Shop, Inc. and a check for \$70.00 to cover the filing fee.

Please process these articles of incorporation at your earliest convenience and return the file stamped copy to me.

If you have any questions I can be reached at 561-368-9777.

Sincerely,

John P. Miller Incorporator

ARTICLES OF INCORPORATION

of

FILED 03 FEB 10 PM 1:39 SECRETARY OF STATE TALLAHASSEE. FLORIDA

ROSADO'S SUB SHOP, INC.

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

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

ROSADO'S SUB SHOP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Rosado's Sub Shop, Inc. 1520 Cathedral Drive Margate, FL 33063

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100) Shares of One Dollar (\$1.00) Par Value Common Stock.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

John P. Miller 2499 Glades Road, Suite 305A Boca Raton, FL 33431

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

John P. Miller 2499 Glades Road, Suite 305A Boca Raton, FL 33431

ARTICLE IX -- OFFICERS AND DIRECTORS

The name, address, and title of the initial one corporate officer is as follows:

Adam Rosado, President 1520 Cathedral Drive Margate, FL 33063

The name, address, and title of the initial one corporate director is as follows:

Adam Rosado, Director 1520 Cathedral Drive Margate, FL 33063

The undersigned has executed these Afticles of Incorporation this seventh day of February 2003.

John P. Miller, Incorporator

CERTIFICATION OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is Rosado's Sub Shop, Inc.
- 2. The name and address of the registered agent and office is:

John P. Miller 2499 Glades Road, Suite 305A Boca Raton, FL 33431

SIGNATURE

TITLE: Registered Agent

DATE: February 7th, 2003

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 PREFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AMD ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE: February 7th, 2003