

**Electronic Articles of Incorporation
For**

P05000000551
FILED
January 03, 2005
Sec. Of State
jshivers

FSJ SUBWAY, 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:

FSJ SUBWAY, INC.

Article II

The principal place of business address:

4668 TOWN CROSSING DRIVE
SUITE 105
JACKSONVILLE, FL. 32246

The mailing address of the corporation is:

7757 BURNT OAK TRAIL
STORE #33441
JACKSONVILLE, FL. US 32256

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:

100

Article V

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

FORD, BOWLUS, DUSS, MORGAN, KENNEY, ET AL
10110 SAN JOSE BOULEVARD
JACKSONVILLE, FL. 32257

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

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Registered Agent Signature: MICHAEL BOWLUS

Article VI

The name and address of the incorporator is:

FORD, BOWLUS, DUSS, MORGAN, KENNEY, SAFER & HAMPTON, P.A.
10110 SAN JOSE BOULEVARD
JACKSONVILLE, FL 32257

Incorporator Signature: MICHAEL BOWLUS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,D
SAM YUNICK
7757 BURNT OAK TRAIL
JACKSONVILLE, FL. 32256 US

Title: VP,D
FRANK MALLE
12782 FERN BANK LANE
JACKSONVILLE, FL. 32223 US

Title: D
JOHN RAYMER
5439 RIVERWOOD STREET N.
ST. AUGUSTINE, FL. 32091 US

Article VIII

The effective date for this corporation shall be:

01/03/2005