Electronic Articles of Incorporation For

P05000104424 FILED July 26, 2005 Sec. Of State dbrown

SUBWAY OF SEBASTIAN, II, 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: SUBWAY OF SEBASTIAN, II, INC.

Article II

The principal place of business address:

112 OGDEN STREET SEBASTIAN, FL. 32958

The mailing address of the corporation is:

112 OGDEN STREET SEBASTIAN, FL. 32958

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: 200

Article V

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

DONALD SHAFFER 112 OGDEN STREET SEBASTIAN, FL. 32958 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DONALD SHAFFER

Article VI

The name and address of the incorporator is:

PATRICIA A. BALDWIN 8000 S. FEDERAL HIGHWAY SUITE 300 PORT ST. LUCIE, FL 34952

Incorporator Signature: PATRICIA A. BALDWIN

Article VII

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

Title: P DONALD SHAFFER 112 OGDEN STREET SEBASTIAN, FL. 32958

Title: V HEATHER SHAFFER 112 OGDEN STREET SEBASTIAN, FL. 32958