

P06000050931

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

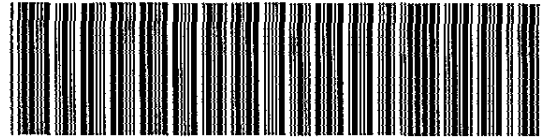
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200069832492

04/10/06 --01034--002 **70.00

FILED
2006 APR 10 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. GUTH APR 10 2006

LAMBERTUS & LAMBERTUS, P. A.

ATTORNEYS AT LAW

ARTHUR W. LAMBERTUS
CHRISTINE L. LAMBERTUS*

*FLORIDA BAR BOARD CERTIFIED
WILLS, TRUSTS AND ESTATES LAWYER

2929 EAST COMMERCIAL BOULEVARD
SUITE 604

FORT LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 772-1680
TELECOPIER (954) 772-1922

April 7, 2006

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Filing of Articles of Incorporation
Corporate Name: Subway CLJ, Inc.

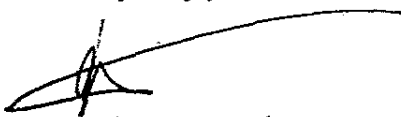
To Whom it May Concern:

Enclosed is an original executed copy of Articles of Incorporation of SUBWAY CLJ INC. and my office check in the amount \$70.00 for the filing of the Articles of Incorporation.

Please file the subject Articles of Incorporation and return a copy to my office in the enclosed self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain

Very truly yours,



Arthur W. Lambertus

AWL/dba
Enclosure

**ARTICLES OF INCORPORATION
OF
SUBWAY CLJ, INC.**

**FILED
2006 APR 10 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be Subway CLJ, Inc. The principal office of the corporation is 6555 Somerset Circle, Boca Raton, Florida 33496 and the mailing address of the corporation is 6555 Somerset Circle, Boca Raton, Florida 33496.

**ARTICLE II
DURATION**

The term of existence is perpetual.

**ARTICLE III
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 1,000 shares and each share shall be the par value of \$1.00. The stock of this corporation shall be common stock and shall be fully paid and non-assessable. The transfer or other disposal of stock of this corporation shall not be legal, valid or binding unless a record of such transfer or disposal is recorded in the books of the corporation.

ARTICLE IV
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 2929 East Commercial Boulevard, Suite 604, Fort Lauderdale, Florida 33308 and the name of the initial registered agent at that address is Arthur W. Lambertus.

ARTICLE V
BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors which shall consist of two (2) directors; but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-Laws of the corporation. The members of the Board of Directors need not be stockholders of the corporation.

The name and mailing address of each initial member of the first Board of Directors who shall hold office until the first annual meeting or until such member's successor is elected and qualified, are set forth below:

<u>NAME</u>	<u>ADDRESS</u>
JOHN L. GIORGI	6555 Northwest 40 Court Boca Raton, Florida 33496
CHARLES B. SERABIAN	10097 Cleary Boulevard Suite 505 Plantation, Florida 33324

ARTICLE VI
INCORPORATOR

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

NAME

ADDRESS

ARTHUR W. LAMBERTUS

2929 East Commercial Boulevard
Suite 604
Fort Lauderdale, Florida 33308

ARTICLE VII
INDEMNIFICATION

This corporation shall indemnify any director, officer, employee or agent of the corporation to the fullest extent permitted by Florida law.

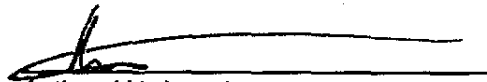
ARTICLE VIII
AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE IX
CONTROL SHARE ACQUISITIONS

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
this 7 of April, 2006.


Arthur W. Lambertus

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Arthur W. Lambertus, who is personally known to me or who has produced a _____ as identification, and who executed the foregoing and acknowledged before me that executed the same freely and voluntarily for the purposes therein expressed, and who did take an oath.

WITNESS my hand and Official seal in the City of Fort Lauderdale, County of Broward, State of Florida this ____ day of April, 2006.

Notary Public, State of Florida
My Commission Expires:

REGISTERED AGENT DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Subway CLJ, Inc., desiring to organize or qualify under the laws of the State
of Florida, with its principal place of business at 6555 Somerset Circle, Boca Raton,
Florida has named ARTHUR W. LAMBERTUS located at 2929 East Commercial
Boulevard, Suite 604, Fort Lauderdale, Florida 33308, as its agent to accept service of
process within Florida.

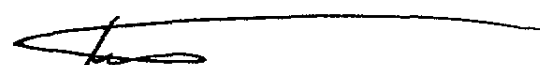
Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity; and I further agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties.

INCORPORATOR:


Arthur W. Lambertus

DATE: 4-7-06

REGISTERED AGENT:


Arthur W. Lambertus

DATE: 4-7-06

FILED
2006 APR 10 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA