

P0600038967

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

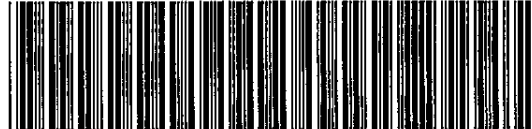
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400069263944

04/25/06--01030--020 **78.75

RECEIVED
06 APR 25 11:11:38
TALLAHASSEE, FLORIDA

FILED
06 APR 25 AM 11:31
TALLAHASSEE, FLORIDA

9/4/06

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. QUIZNO'S SUB OF SOUTH FLORIDA
(Corporation Name) (Document #)

2. INC.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Mail out

☒ Pick up time

☐ Will wait

2.00

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

*Please
Fill Corporation
First and
Second the
2 Fictitious
Name
Thank you*

Examiner's Initials

ARTICLES OF INCORPORATION
ARTICLES OF INCORPORATION OF
QUIZNO'S SUB OF SOUTH FLORIDA INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE ONE
NAME

The name of the corporation shall be QUIZNO'S SUB OF SOUTH FLORIDA INC.
The principal place of business of this corporation shall be: 17300 SW 63 Manor,
SW Ranches, Florida 33331

ARTICLE TWO
NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, and the laws of the State of Florida.

ARTICLE THREE
CAPITAL STOCK

This corporation is authorized to issue of stock as follows:

- A. Designation. The stock of this corporation shall be known as Common Stock.
- B. Authorized. The maximum number of shares of Common Stock that this corporation may issue is: 500
- C. Par Value: Each share of Common Stock shall have the par value of: \$1.00.
- D. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. Non-Accessibility. Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the part value thereof, and shall be fully paid and non-assessable.
- F. Voting Rights. Each share of Common Stock shall be entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation
- G. Dividends. Record holders of Common holders of Common Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

FILED
06 APR 25 AM 11:31
CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE FOUR
INITIAL REGISTERED ADDRESS**

The street address of the initial registered office of the corporation shall be 17300 SW 63 Manor, SW Ranches, FI 33331. and the name of the initial Registered Agent of this corporation at that address is Osvaldo J. Vega

**ARTICLE FIVE
SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE SIX
TERM OF DURATION**

This corporation shall exist perpetually unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: Upon filing with the Secretary of State.

**ARTICLE SEVEN
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE EIGHT
OFFICERS, DIRECTORS AND INCORPORATOR**

This corporation shall have a minimum of one director. The number of officers and directors may be either increased or decreased from time to time by the bylaws but shall never be less than one. The names and addresses of the initial officers and directors of this corporation are:

**Osvaldo J. Vega
Director/President**

**17300 SW 63 Manor
SW Ranches, FI 33331**

**Ivelise Avila
Director/Vice President/Secretary/Treasurer**

**17300 SW 63 Manor
SW Ranches, FI 33331**

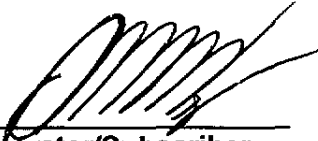
**Osvaldo J. Vega
Incorporator/Subscriber**

**17300 SW 63 Manor
SW Ranches, FI 33331**

**ARTICLE NINE
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contains in these articles of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to the reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 24 day of APRIL, 2006.



**Incorporator/Subscriber
Print Name: Osvaldo Vega**

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERD OFFICE**

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE
APPOINTMENT AS REGISTERED AND AGREE TO ACT IN THIS CAPACITY. I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,
AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION
AS REGISTERED AGENT.**



REGISTERED AGENT SIGNATURE

FILED
06 APR 25 AM 11:31
CLERK OF STATE
TALLAHASSEE, FLORIDA