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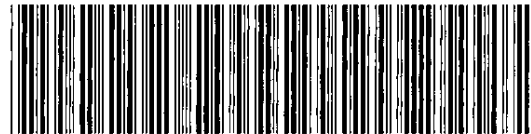
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J. Sh... MAY 27 2008
605-25967
509



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 585202 10072A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : May 27, 2008

ORDER TIME : 12:21 PM

ORDER NO. : 585202-005

CUSTOMER NO: 10072A

DOMESTIC FILING

NAME: SUBWAY TQSJLG, INC.

EFFECTIVE DATE:

XX_____ ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ PLAIN STAMPED COPY

CONTACT PERSON: Doreen Wallace - EXT. 2928

EXAMINER'S INITIALS:

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TALLAHASSEE, FL 32301

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ARTICLES OF INCORPORATION

OF

SUBWAY TQSJLG, INC.

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 TQSJLG, INC. The principal office of the corporation is 2501 East Commercial Boulevard, Suite 212, Fort Lauderdale, Florida 33308 and the mailing address of the corporation is 2501 East Commercial Boulevard, Suite 212, Fort Lauderdale, Florida 33308.

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 100 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) members; but may be increased or decreased by a

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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>
TAKUHI Q. SERABIAN	2501 E. Commercial Blvd., #212, Ft. Lauderdale, FL 33308
JOHN L. GIORGI	2501 E. Commercial Blvd., #212, Ft. Lauderdale, FL 33308

ARTICLE VI **INCORPORATOR**

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

<u>NAME</u>	<u>ADDRESS</u>
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 28th of May, 2008.




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 28th day of May, 2008.



Notary Public, State of
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 TQSJLG, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2501 East Commercial Boulevard, Suite 212, Fort Lauderdale, Florida 33308 has named ARTHUR W. LAMBERTUS, ESQUIRE 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: May 28, 2008

REGISTERED AGENT:


ARTHUR W. LAMBERTUS

DATE: May 28, 2008

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TALLAHASSEE, FLORIDA

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