

Aug. 26. 2008 10:26 AM Ms. M. Laughlin & Stern, LLP. N. 55 B P.
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FLORIDA PROFIT/NON PROFIT CORPORATION

BERT'S SUBS, INC.

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H08000201686 3

**ARTICLES OF INCORPORATION
OF**

BERT'S SUBS, INC.

The undersigned, acting as Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is: **BERT'S SUBS, INC.**
2. The initial mailing address of the Corporation is:
11955 Southern Boulevard
Royal Palm Beach, FL 33411
3. The Corporation shall have perpetual existence.
4. The general purpose for which the Corporation is initially organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
5. The aggregate number of shares which the Corporation shall have authority to issue is one hundred (100) shares of common stock having a par value of one dollar (\$1.00), all of one class.
6. The address of the initial registered office of the Corporation is 525 South Flagler Drive, Suite 200, West Palm Beach, Florida 33401. The Registered Agent at that address is Larry M. Mesches, P. A.
7. The name and address of the Incorporator is:

Larry M. Mesches
525 South Flagler Drive, Suite 200
West Palm Beach, FL 33401
8. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.
9. The date when corporate existence shall begin shall be the date of the execution of these Articles of Incorporation by the undersigned, provided these Articles are filed with the Secretary of State within the time allowed by law.

IN WITNESS WHEREOF, the undersigned has this 26 day of August 2008, made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.



Larry M. Mesches, Incorporator

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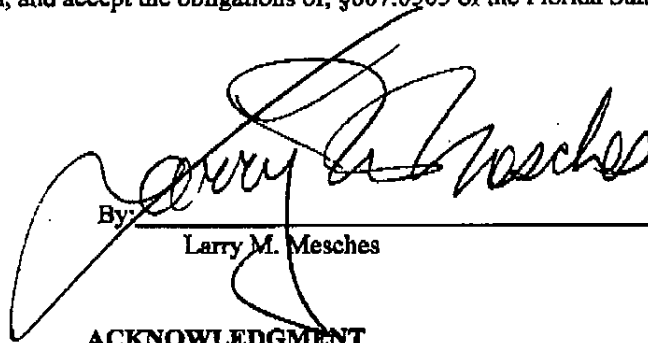
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ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Corporation. I am familiar with, and accept the obligations of, §607.0505 of the Florida Statutes.


By _____
Larry M. Mesches

ACKNOWLEDGMENT

STATE OF FLORIDA

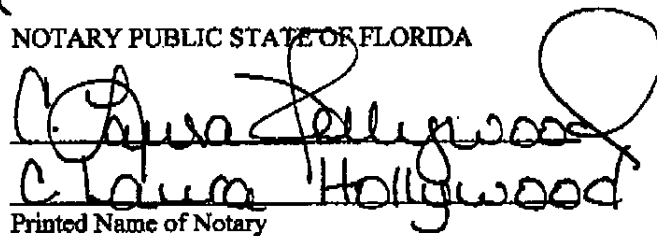
COUNTY OF PALM BEACH

BEFORE ME, the undersigned, a Notary Public, personally appeared Larry M. Mesches, who is and who is known to me to be the Incorporator named in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and seal this 26 day of August 2008.

NOTARY PUBLIC STATE OF FLORIDA




C. Laura Hollywood
Printed Name of Notary

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