Electronic Articles of Incorporation For

P14000075133 FILED September 10, 2014 Sec. Of State vherring

VEI, 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:

VEI, INC.

Article II

The principal place of business address:

11721 BENNETTWOOD PLACE ZIONSVILLE, IN. US 46077

The mailing address of the corporation is:

11721 BENNETTWOOD PLACE ZIONSVILLE, IN. US 46077

Article III

The purpose for which this corporation is organized is:

TO OWN AND OPERATE "JIMMY JOHN'S" GOURMET SANDWICH FRANCHISE(S) IN THE STATE OF FLORIDA.

Article IV

The number of shares the corporation is authorized to issue is: 1,000

Article V

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

CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL. 32301

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: DAMARA SWEATMAN

Article VI

The name and address of the incorporator is:

MATTHEW R. MACALUSO 760 3RD AVENUE SW SUITE 210 CARMEL, IN 46032 P14000075133 FILED September 10, 2014 Sec. Of State vherring

Electronic Signature of Incorporator: MATTHEW R. MACALUSO

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P AMANDA J VERNON 13979 SAND CHERRY COURT CARMEL, IN. 46033 US

Title: VP SUZANNE S EMLING 11721 BENNETTWOOD PLACE ZIONSVILLE, IN. 46077 US

Title: T JOSEPH L EMLING 11721 BENNETTWOOD PLACE ZIONSVILLE, IN. 46077 US

Title: S DAVID M VERNON 13979 SAND CHERRY COURT CARMEL, IN. 46033 US

Article VIII

The effective date for this corporation shall be: 09/10/2014