



Tallahassee, FL 904 2-0393
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ACCOUNT NO. : 072100000032

REFERENCE : 623865 129753A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

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-06/21/95--01103--001
*****70.00 *****70.00

ORDER DATE : June 21, 1995

ORDER TIME : 12:20 PM

ORDER NO. : 623865

CUSTOMER NO: 129753A

CUSTOMER: Steven H. Kane, Esq
STEVEN H. KANE, P.A.

Suite 800
1900 Summit Tower Boulevard
Orlando, FL 32810

EFFECTIVE DATE
JUN 30 1995

FILED
95 JUN 21 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
CORPORATION

DOMESTIC FILING

NAME: NICCOLI'S SUBS #1, INC.

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS: T. BROWN JUN 22 1995

EFFECTIVE DATE
JUN 30 1995

ARTICLES OF INCORPORATION
OF
NICCOLI'S SUBS #1, INC.

FILED
95 JUN 21 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Niccoli's Subs #1, Inc.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended, including, but not limited to, the issuance and writing of real property title insurance.

III - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 12639 Lake Ridge Circle, Clermont, FL 34711.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of Ten Dollars (\$10.00) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 1900 Summit Tower Boulevard, Suite 800, Orlando, Florida 32810. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Steven H. Kane. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Christopher Niccoli	12639 Lake Ridge Circle Clermont, FL 34711

ARTICLE VII - TERM OF EXISTENCE

This Corporation shall commence on June 30, 1995 and shall exist perpetually unless dissolved according to law.

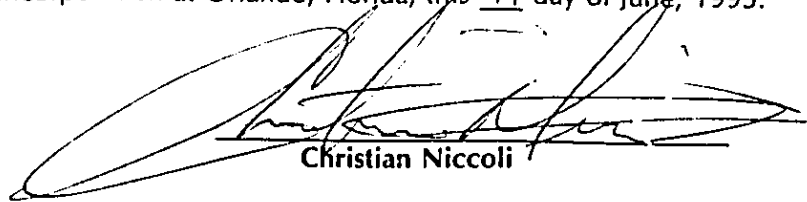
ARTICLE VIII - BYLAWS

The power to adopt, amend or repeal Bylaws for the management of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend these Article of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 14th day of June, 1995.


Christian Niccoli

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: Steven H. Kase
Date: 6/14/95