

P95000059850

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001549579
-07/31/95--01066-0009
****122.50 ****122.50

SUBJECT: Blimpie Franchise Development Company, Inc.
(Proposed Name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$122.50 – Filing Fee & Certified Copy

From: David Krause
9140 Golfside Drive, Suite 4-North
Jacksonville, FL 32256
(904)448-1147 Daytime Phone

95 JUL 31 AM 11:31
TALLAHASSEE, FLORIDA

OK
8/3

ARTICLES OF INCORPORATION
OF
BLIMPIE FRANCHISE DEVELOPMENT COMPANY, INC.

95 JUL 31 AM 11:31

STATE OF FLORIDA

ARTICLE I
CORPORATE NAME

The name of the corporation is: **Blimpie Franchise Development Company, Inc.**

ARTICLE II
CAPITAL STOCK

The maximum number of shares which this Corporation shall have authority to issue is 50,000 common shares. Common shares shall have a par value of \$1.00. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

ARTICLE III
BUSINESS PURPOSE

The general nature of the business to be transacted is all lawful business, including the authority to manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE IV
INCORPORATOR

The name and address of the incorporator is:

David Krause

**9140 Golfside Drive, Suite 4 - North
Jacksonville, FL 32256**

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: **9140 Golfside Drive, Suite 4 - North, Jacksonville, FL 32256**. The name of the initial registered agent of this Corporation at that address is: **David Krause**

**ARTICLE VI
PRINCIPAL OFFICE**

The address of the principle office of this Corporation shall be 9140 Golfside Drive,
Suite 4 - North, Jacksonville, FL 32250.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation on July 20, 1996.



David Krause, incorporator.

**CERTIFICATE OF DESIGNATION OF 95 JUL 31 AM 11:31
REGISTERED AGENT/REGISTERED OFFICE**

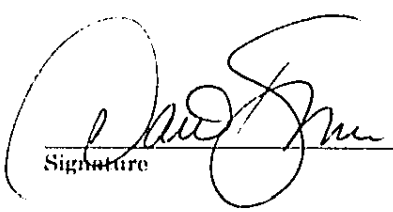
STATE OF FLORIDA
JUL 31 1995

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **BImple Franchise Development Company, Inc.**
2. The name and address of the registered agent and office is:

**David Krause
9140 Golfside Drive
Suite 4 - North
Jacksonville, FL 32256**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent 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.


Signature

7/28/95
Date