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08/21/95

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6227
TALLAHASSEE, FLA. 32314

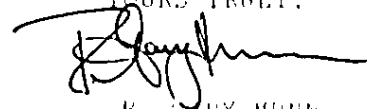
REF. SUBWAY OF HOLIDAY ISLE, INC.

GENTLEMEN,

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION, TOGETHER WITH MY CHECK IN THE AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED COPY OF ARTICLES OF INCORPORATION AND FEE FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

300001568229
-08/24/95--01030--017
****122.50 ****122.50
YOURS TRULY,



R. GARY MUNN

R. GARY MUNN
C/O SUBWAY OF HOLIDAY
ISLE, INC.
11400 SW 82 ST
MIAMI, FL 33176
CDB# 3943700

AUG 24 1995 BSB

FILED
95 AUG 24 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

FILED

Subway of Holiday Isle, Inc. 95 AUG 24 PM 3:32
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, the city form, corporation under the laws of the State of Florida. SECRETARY OF STATE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Subway of Holiday Isle, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares () of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>R. GARY MUNN</u>		
ADDRESS	<u>11400 SW 92 Ct.</u>		
CITY	<u>Miami</u>	FLORIDA	ZIP <u>33176</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>R. GARY MUNN</u>		
ADDRESS	<u>11400 SW 92 Ct.</u>		
CITY	<u>Miami</u>	FLORIDA <u>Fla.</u>	ZIP <u>33176</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

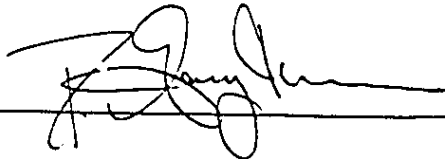
NAME	<u>ROBERT GARY MUNN</u>		
ADDRESS	<u>11400 SW 92 Ct.</u>		
CITY	<u>Miami</u>	STATE <u>Fl.</u>	ZIP <u>33176</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	ROBERT GARY MUNN				
ADDRESS	11400 SW 92 CT.				
CITY	MIAMI	STATE	FLA.	ZIP	33176
NAME					
ADDRESS					
CITY		STATE		ZIP	
NAME					
ADDRESS					
CITY		STATE		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 21 day of AUGUST, 1995.



(Seal)

(Seal)

(Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

SUBWAY OF HOLIDAY ISLE, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 11400 SW 92 Ct.
Miami, Fla. 33176

has named ROBERT GARY MUNN
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

FILED
95 AUG 24 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Robert Gary Munn
(registered agent)