

P96 0000 64471

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: BENGLTON Subway
18570, INC

<input checked="" type="checkbox"/> Capital Express™	
<input checked="" type="checkbox"/> Art. of Inc. File	
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> Ltd. Partnership File	
<input checked="" type="checkbox"/> Foreign Corp. File	
<input type="checkbox"/> () Cert. Copy(s)	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> C U B	
<input type="checkbox"/> Fictitious Name File	
<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	
<input type="checkbox"/> Corporate Kit	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
<input type="checkbox"/> Document Retrieval	
<input type="checkbox"/> UCC 1 or 3 File	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> File No.'s, _____ Copies	
<input type="checkbox"/> Courier Service	
<input type="checkbox"/> Shipping/Handling	
<input type="checkbox"/> Phone () _____	
<input type="checkbox"/> Top Priority _____	
<input type="checkbox"/> Express Mail Prop. _____	
<input type="checkbox"/> FAX () _____ pgs.	

C.O. FEE. 1 DISBURSED

200007110382
 08/01/96 01030-019
 111122.50 111122.50

SUBTOTALS

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
.....	\$ _____

F. CHESLER AUG 1 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	8/1	_____	_____
TIME	12:00	_____	CK No. _____
BY	bs	_____	_____

WALK-IN
 Will Pick Up _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED
6 AUG - 1 PM 2:18
CLERK OF DISTRICT COURT

ARTICLES OF INCORPORATION
OF
SINGLETON SUBWAY #18570, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation is: SINGLETON SUBWAY #18570, INC.

ARTICLE II.

NATURE OF BUSINESS

The nature of business to be transacted by this corporation is to engage in any or all lawful businesses pursuant to the laws of Florida.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7500 shares of common stock, which shall have a par value of \$.50 per share.

ARTICLE IV.

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than \$500.00.

ARTICLE V.

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI.

ADDRESS OF PRINCIPAL OFFICE AND DESIGNATION OF RESIDENT AGENT

The initial address of the principal office of the corporation is to be 625-C NW 60th Street, Gainesville, Florida 32607, and the name of the initial resident agent at such address is ROBERT B. SINGLETON. The Board of Directors may from time to time designate such other address for the principal office of the corporation as it may seem fit.

ARTICLE VII.

DIRECTORS AND OFFICERS

The corporation shall have three (3) directors, initially who shall be:

Zoe H. Singleton, 4235 SW 96th Drive, Gainesville, Florida 32608, who shall serve as President;

George T. Singleton, Rt. 2, Box 2007, Melrose, Florida 32666, who shall serve as Vice-President;

Robert B. Singleton, 4235 SW 96th Drive, Gainesville, Florida 32608, who shall serve as Secretary and Treasurer.

The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII.

SUBSCRIBERS

The names and addresses of the subscriber to these Articles of Incorporation, the number of shares of stock subscribed, and the

value of the consideration therefore is as follows:

Robert B. Singleton, 4235 SW 96th Drive, Gainesville,
Florida 32608 - 1,000 shares for a consideration of
\$500.00.

ARTICLE IX.

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon filing
with the Secretary of State.

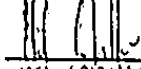
ARTICLE X.

AMENDMENT

These Articles of Incorporation may be amended in the manner
provided by law. Every amendment shall be approved by the Board of
Directors, proposed by them to the stockholders, and approved at a
stockholder's meeting by a majority of the stock entitled to vote
thereon, unless all the directors and all the stockholders sign a
written statement manifesting their intention that a certain
amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has executed these
Articles this 31 day of July, 1996.

WITNESSES:



Carol W. Overacker
CAROL W. OVERACKER



ROBERT B. SINGLETON

ACCEPTANCE BY RESIDENT AGENT

ROBERT B. SINGLETON hereby acknowledges appointment to serve
as resident agent of SINGLETON SUBWAY #18570, INC., and by
execution hereof accepts such appointment.



ROBERT B. SINGLETON
Resident Agent

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 9/
day of July, 1996, by ROBERT B. SINGLETON, who is
personally known to me or (if not personally known check applicable
box) who produced () Driver's license issued within 5 years from
date; () Other: _____ as identification.

Carol W. Overacker
Typed name: Carol W. Overacker
Notary Public
Commission Number: CC510630

FILED
96 AUG -1 PM 2:18
TALLAHASSEE, FLORIDA



Carol W. Overacker
MY COMMISSION # CC510630 EXPIRES
March 28, 2000
DONATED THRU TROY FARM INSURANCE, INC.