

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 _____

Master No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY AB

WALK-IN Will Pick Up 10-9-11-12

RE: Subway Indianapolis, Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" 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	***\$122.50	***\$122.50
<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 Prep.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

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

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

96 OCT -19 AM 10:40
 RECEIVED
 TALLAHASSEE, FLORIDA

FILED

DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
SUBWAY INDIANTOWN, INC.**

FILED
96 OCT -9 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of a Corporation organized under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

SUBWAY INDIANTOWN, INC.

The principal place of business of this corporation shall be:

15375 SW Warfield Blvd. Hwy 710, Indiantown, Fl, 34956

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, each share having a par value of ONE DOLLAR PER SHARE (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V - CAPITAL

The amount of capital with which the corporation will begin business will be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation shall be:

767 So St Rd 7, Suite 13, Margate, Fl 33068

and the name of the initial registered agent of this Corporation at that address is:

Gary Onorati

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have two Directors and Officers initially. The number of Directors and Officers may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial Directors and Officers of this Corporation are:

1. Wayne Levin
2377 NE 28 Street, Lighthouse Pt., Fl 33064
Director / President, Treasurer
2. Jimmie Andrews
932 Prosperity Farms Rd, N. Palm Beach, Fl 33408
Director / Vice President, Secretary

ARTICLE VIII - INCORPORATORS

The name and street address of the subscriber to these Articles of Incorporation is:

1. Gary Onorati
767 So St Rd 7, Suite 13, Margate, Fl 33068

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREFORE, the undersigned subscriber has executed these Articles of Incorporation, on this day :
October 7, 1996


 Gary Onorati
 Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

BEFORE ME, a Notary Public authorized to take acknowledgments in and for the State and County set forth above, personally appeared Gary Onorati known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledge before me that they executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on this day: October 7, 1996

NOTARY PUBLIC,
State of Florida, at Large

My Commission Expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

FILED
96 OCT -9 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In Pursuance of Chapter 607.325, Florida Statutes, the following is submitted in compliance with said Act:

BE IT KNOWN THAT:

FIRST: That SUBWAY INDIANTOWN, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, at 15375 SW Warfield Blvd. Hwy 710, Indiantown, Fl, 34956 has named Gary Onorati located at 767 So St Rd 7, Suite 13, Margate, Fl 33068 as its agent to accept Service of Process within Florida.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of said Act relative to keeping open said office.

DATED on this day: October 7, 1996

By: 

Gary Onorati
Registered Agent