D A T O N

0 N

687-3900

Verifing

Acknowledgment

CR2E031 (R8-85)

W.P. Verifier

700002001567--6 -11/12/96--01017--026 ****122.50 ****122.50

CORPORATION(S) NAME TO Toll Free: 1-800-432-3028 Profit ED) NonProfit () Amendment () Merger) Foreign) Dissolution () Mark 8) Limited Partnership 96) Annual Report () Other) Reinstatement) Reservation) Change of Registered Agent. Certified Copy () Photo Coples () Certificate Under Seal () Call When Ready () Call If Problem 1:30 () Mail Qut-() After 4:30 Walk in () Will Walt Fick Up Neme Avallability Document Examinar CERTIFIED COPY Updaler



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 12, 1996

EMPIRE

MIAMI, FL

SUBJECT: J & A ASSOCIATES Ref. Number: W96000023901

We have received your document for J & A ASSOCIATES and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please c (904) 487-6926.

Teresa Brown Corporate Specialist

Letter Number: 596A00051596

ARTICLES OF INCORPORATION

ARTICLE I

1. The name of this corporation is BLIMPIE AT PINESONEST, INC.

ARTICLE II

2. This corporation is organized for the purpose of transacting any and all lawful business in the State of Florida.

ARTICLE III

3, This corporation shall have perpetual existence.

ARTICLE IV

 This corporation is authorized to issue ten (10) shares; no par value.

ARTICLE V

5. The street address of the initial registered office of this corporation is:

17101 Pines Blvd. Pembroke Pines, Florida 33329

and the initial registered agent of this corporation is JOSEPH J. PANGIA.

This Instrument Prepared By: BRUCE N. CROWN, ESQ. 15490 NW 7th Ave., Ste. 205 Miami, FL 33169 305-687-3900

ARTICLE VI

6. The principal place of business of this corporation is:

17101 Pines Blvd., Pembroke Pines, FL 33329

ARTICLE VII

7. This corporation shall have two (2) director initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one (1). The name and addresses of the initial directors of this corporation are as follows:

JOSEPH J. PANGIA, President 4830 SW 193rd Lane Ft. Laud., FL 33332

AILEEN L. PANGIA, Vice President 4830 SW 193rd Lane Ft. Laud., FL 33332 ARTICLE VIII

8. The name and post office address of each subscriber of these Articles of Incorporation, and a statement of the number of shares which each agrees to take is as follows:

NAME ADDRESS # OF SHARES VALUE
Joseph J. Pangia 4830 SW 193rd Lane -5Ft. Laud., FL 33332

Aileen L. Pangia 4830 SW 193rd Lane -5-Ft. Laud., FL 33332

The provisions of the Charter, and each and every

article and section thereof, and bylaws of this corporation shall be a part of every contract and transaction to which this corporation shall be a party. Every person, association and/or corporation dealing with this corporation is hereby charged with notice and knowledge of this corporation.

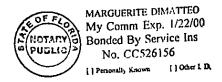
STATE OF FLORIDA)
COUNTY OF DADE)

appeared, _________, and _______, to me known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation and he acknowledged before me that he executed the same and subscribed to the same for the purpose therein expressed.

WITNESS, my hand and seal at Miami, Dade County, Florida on this 28 th day of Colors 1996.

Notary Public at Large.

My Commission Expires:





CERTIFICATE DESIGNATING PLACE OF DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT WHOM MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

FIRST AND THAT BLIMPIE AT PINES WEST, INC.

Desiring to organize under the laws of the State of Florida with its principal office, as idicated in the Articles of Incorporation, at City of Pembroke Pines, County of Broward, State of Florida, has named JOSEPH J. PANGIA, located at 17101 Pines Boulevard, Pembroke Pines, Florida 33329, as its agent to accept Service of Process within the State of Florida.

ACKNOWLEDGMENT: (MUST BE SIGNED BY RESIDENT AGENT)

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

JOSEPH J. PANGIA

Registered Agent