

PERRY D. MONIOUDIS
ATTORNEY AT LAW

235 N. UNIVERSITY DRIVE
PEMBROKE PINES, FLORIDA 33024

TELEPHONE: (954) 963-6697
FAX: (954) 964-5409

P97000004559
January 2, 1997

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

000002054570--3
-01/10/97--01099--015
****122.50 ****122.50

Re: SUBWAY 1674, INC.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Incorporation for the above referenced corporation and a check in the amount of \$122.50, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these copies stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,

Perry D. Monioudis
Perry D. Monioudis

PDM/sdl

Enclosures
cc: Eduardo M. Rivero

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 10 PM 12:19

JP 1/10/97

**ARTICLES OF INCORPORATION
OF
SUBWAY 1674, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 10 PM 12:19

ARTICLE I

NAME OF CORPORATION

The name of this organization shall be SUBWAY 1674, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 100 shares of Common Stock, par value \$0.01 per share.

ARTICLE V

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin

business shall be determined by the initial Board of Directors.

ARTICLE VI

ADDRESS OF PRINCIPAL OFFICE

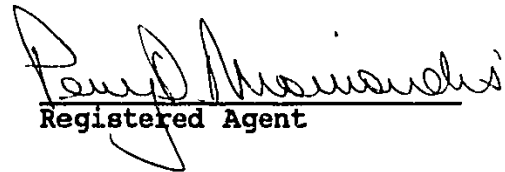
The address of the principal office of the Corporation is:

7751 N.W. 39th Street
Hollywood, FL 33024

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 4520 N.E. 18th Avenue, Suite 101, Ft. Lauderdale, Florida 33334, and the initial registered agent of this Corporation at that address shall be Perry D. Monioudis, Esq., who, by his signature below accepts this designation.


Registered Agent

ARTICLE VIII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors is:

NAME

EDUARDO M. RIVERO

ADDRESSES

7751 N.W. 39TH STREET
HOLLYWOOD, FLORIDA 33024

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 10 PM 12:19

ARTICLE X

INCORPORATOR

The name and street address of the person signing these
Articles of Incorporation is:

NAME

ADDRESS

EDUARDO M. RIVERO

7751 N.W. 39TH STREET
HOLLYWOOD, FLORIDA 33024

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal,
this 2nd day of JANUARY, 1997.

Ed. Rivero
EDUARDO M. RIVERO

STATE OF FLORIDA)

COUNTY OF Broward) SS:

The foregoing instrument was acknowledged before me this 2nd
day of January, 1997, by EDUARDO M. RIVERO, the Incorporator
and who executed the foregoing Articles of Incorporation, and who
is personally known to me or who produced A Driver's License as
identification and who did (did not) take an oath.

NOTARY PUBLIC

Sign: Perry D. Moniodis

Print: PERRY D. MONIODIS

(SEAL)

My Commission Expires:

3

