

Subway #702, Inc  
2870 N.W. 112th Avenue  
Coral Springs, FL 33065  
May 4, 1998

P97000006527

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

Subject: Corporate Name Change for  
Subway #702, Inc.  
Document #P9000006527

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-05/06/98--01130--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Enclosed you will find the following:

- 1.) Amendment to the Articles of Incorporation for a name change for the above Florida Corporation.
- 2.) A check for \$35.00 payable to the Department of State for the filing fee, for said amendment.

Please process the amendment request ASAP and return approval in writing to the above corporate address. In the event you have any questions, I can be reached at 954-752-0915. Thank you in advance for your cooperation and consideration.

Sincerely,

Anthony T. Esposito, Jr.  
President, Director

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY -6 PM 12:45

APPROVED  
AND  
FILED

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Amendment to the Articles of Incorporation  
of Subway #702, Inc.

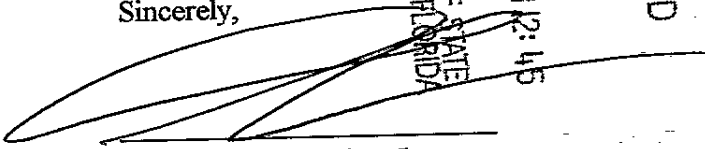
The undersigned, being the President/Director of Subway #702, Inc. a Corporation organized and existing under the laws of the State of Florida, do hereby consent to order and resolve the following Corporate AMENDMENT taken on May 4, 1998 at 2870 N.W. 112th Avenue, Coral Springs, Florida 33065.

1.) The undersigned hereby waives all formal requirements, including any necessity for Shareholder action or meeting to approve said AMENDMENT.

2.) Subway #702, Inc. from this day forward will have a name change and be known as Lauderdale Beanery, Inc.

IN WITNESS where of, the undersigned President/Director and Shareholder executed this document for the purpose herein expressed.

Sincerely,

  
Anthony T. Esposito, Jr.  
President, Director

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY -6 PM 12:45

APPROVED  
AND  
FILED