

P97000028322

LAMBERTUS & LAMBERTUS, P. A.

ATTORNEYS AT LAW

ARTHUR W. LAMBERTUS
CHRISTINE L. LAMBERTUS*

*FLORIDA BAR BOARD CERTIFIED
WILLS, TRUSTS AND ESTATES LAWYER

SUITE 604 BARNETT BANK TOWER
2929 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 772-1680
TELECOPIER (954) 772-1922

August 22, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/05/97--01025--003
*****35.00 *****35.00

Re: Filing of Articles of Amendment
Corporate Name: Subway Heros, Inc.
Corporate Number: P97000028322

To Whom it May Concern:

Enclosed are two duplicate original executed copies of Articles of Amendment the Articles of Incorporation of Subway Heros, Inc. and my office check in the amount \$35.00 for the filing of the Amendment.

Please file the subject Amendment and return a copy to my office in the enclosed self addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain

Very truly yours,

A

Arthur W. Lambertus

AWL:gdw
Enclosure
articles\amendment\filing

NIC Amend

38

FILED 35
R. AGENT
CERT. COPY
CUS
OVERPAYMENT
TOTAL 35

FILED STATE
SECRETARY OF CORPORATIONS
97 SEP -2 PM 2:39



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 26, 1997

Arthur W. Lambertus, Esquire
Suite 604, Barnett Bank Tower
2929 E. Commercial Blvd.
Ft. Lauderdale, FL 33308

SUBJECT: SUBWAY HEROS, INC.
Ref. Number: P97000028322

We have received your document for SUBWAY HEROS, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please sign and return your check in order to complete your filing.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 897A00043028

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUBWAY HEROS, INC**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -2 PM 2:30

Pursuant to Florida Statutes §607.1006, the Articles of Incorporation of the above named corporation are hereby amended as follows:

1. **ARTICLE I** is hereby amended to read as follows:

"The name of the corporation shall be SUBWAY HEROES, INC.


2. The foregoing amendment was adopted on **August 20, 1997.**
3. The following voting groups were entitled to vote separately on the amendment, and the number of votes cast for the amendment by each voting group was as follows:

<u>VOTING GROUP</u>	<u>NUMBER OF AFFIRMATIVE VOTES</u>
Common	600

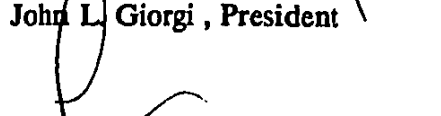
The number of votes cast fore the amendment by each voting group was sufficient for approval by that voting group.

4. The foregoing amendment was adopted by written consent of **all** of the Shareholders entitled to vote thereon, pursuant to Florida Statutes, §607.0704.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment this August 20, 1997.



John L. Giorgi , President



Charles B. Serabian, Secretary

STATE OF FLORIDA

COUNTY OF BROWARD

Sworn to and subscribed before me by John L. Giorgi, President and Charles B. Serabian, Secretary of Subway Heros, Inc., a Florida corporation, and acknowledged before me that they executed this instrument for the purposes therein stated and on behalf of the corporation.

Dated: August 20, 1997



NOTARY PUBLIC, Florida

My Commission Expires:



Arthur W. Lambertus
MY COMMISSION # CC571541 EXPIRES
July 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.