

797000081425

SOUTH FINANCIAL CORPORATION
1724 NE 2nd STREET
GAINESVILLE, FL 32609
(352) 377-5626

September 17, 1997

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

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-09/18/97--01096--010
****122.50 ****122.50

Gentlemen:

Enclosed are the Articles of Incorporation for **BLIMPIE OF GAINESVILLE ONE, INCORPORATED**, together with a check in the amount of \$122.50 to cover the following filing fees:

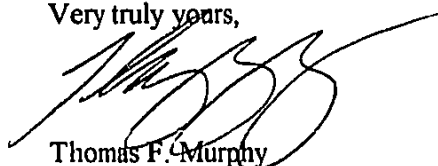
| | |
|------------------------------|-----------------|
| Corporation filing fee | \$35.00 |
| Registered Agent Certificate | 35.00 |
| Certification | <u>52.50</u> |
| TOTAL | \$122.50 |

Thank you for your prompt attention to this filing.

SEP 19

BSB

Very truly yours,


Thomas F. Murphy

FILED
SEP 18 PM 12:05
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BLIMPIE OF GAINESVILLE ONE, INCORPORATED

FILED

97 SEP 18 PM 12:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BLIMPIE OF GAINESVILLE ONE, INCORPORATED

The principal place of business of this corporation shall be 1724 NE 2nd Street,
Gainesville, FL 32609.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1724 NE 2nd

Street, Gainesville, FL 32609 and the name of the initial registered agent of the corporation at that address is Thomas F. Murphy, Jr..

ARTICLE V. BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have two Directors initially. The number of Directors may be increased or decrease from time to time, by the By Laws.

The names and addresses of the persons who are to serve as Directors until their successor or successors are elected and have qualified are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------------|--|
| Thomas F. Murphy, Jr. | 1724 NE 2nd Street Gainesville, Florida 32609 |
| Lorraine Murphy | 5307 NW 91 Blvd. Gainesville, Florida 32653 |

ARTICLE VI. BY-LAWS

The power to adopt, alter, amend or repeal By Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE VII. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the kind,
class or service as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as an 'C' Corporation.

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are;

NAME

ADDRESS

| | |
|---------------------------------|-----------------------|
| Thomas F. Murphy, Jr. | 1724 NE 2nd Street |
| | Gainesville, FL 32609 |
| President, Treasurer, Secretary | |

ARTICLE XI. INCORPORATOR

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

**Thomas F. Murphy
1724 NE 2nd Street
Gainesville, FL 32653**

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present, after notice in writing of the

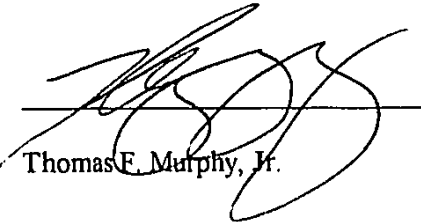
exact wording of the proposed amendment at two regularly scheduled meetings.

ARTICLE XIII. DISSOLUTION

In the event of dissolution, the assets of the corporation shall be distributed to the stockholders.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, has hereunto set

my hand and seal this 17 day of Sept 1997 for the purpose of forming this corporation.

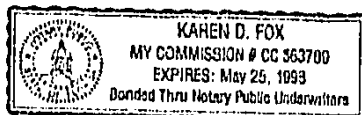

Thomas F. Murphy, Jr.


STATE OF FLORIDA

COUNTY OF ALACHUA

BEFORE ME, a Notary public duly authorized in the state and county above named to take acknowledgments, personally appeared **THOMAS F. MURPHY, JR.** to me well known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

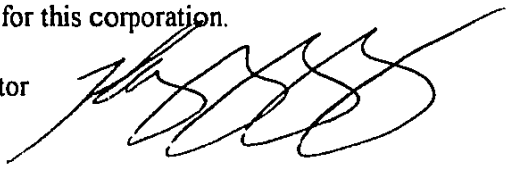
WITNESS my hand and official seal in the county and state names above this 17
day of Sept, 1997.




Karen D Fox

I, Thomas F. Murphy, Jr., certify that I am familiar with and accept the responsibilities as registered agent for this corporation.

Thomas F. Murphy, Jr., Incorporator

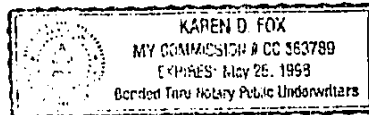


Notary

Karen D. Fox

Karen D Fox

9/11/97



FILED
97 SEP 18 PM 12:05
SEAL OF THE STATE
TALLAHASSEE, FLORIDA