

P970000 97817

November 12, 1997

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

900002347069--4  
-11/14/97--01020--001  
\*\*\*\*210.00 \*\*\*\*\*70.00

Dear Sir/ Madam:

Please file the enclosed Articles of Incorporation for  
COBRA SEAL, CORP.  
A A MIAMI SUBS, CORP.  
BANO MIAMI SUBS, CORP.

I have enclosed my check for filing fees of \$210.00.

Please mail the filed copy of the articles to:

Frank Gutta C.P.A.  
300 N.W. 82nd Ave. #506  
Plantation, Fl. 33324

Sincerely,

Frank Gutta

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 PM 3:10

11-17-97  
105

ARTICLES OF INCORPORATION

OF

COBRA SEAL, CORP.

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:

COBRA SEAL, CORP.

The principal place of business of this corporation shall be 11540 NW 29TH STREET SUNRISE, FL 33323.

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, territory 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 1000 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 11540 NW 29TH STREET SUNRISE, FL 33323. The name of the initial registered agent of the corporation at that address is JOHN HOWELL.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series 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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 PM 3:10

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer/director, initially. The name and street address of the initial officers/directors who shall hold office for the first year of the corporation and every year thereafter until their successors are elected or appointed are:

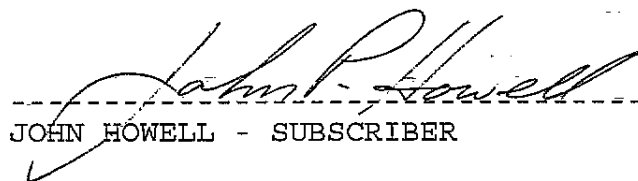
JOHN HOWELL - PRESIDENT/DIRECTOR  
11540 NW 29TH STREET  
SUNRISE FL 33323

ARTICLE VIII. SUBSCRIBER

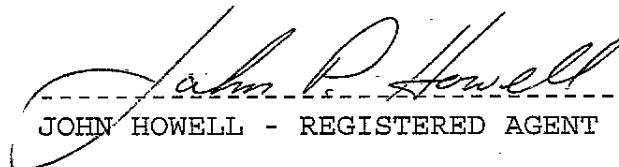
The names and street address of the subscribers to these articles of incorporation is:

JOHN HOWELL  
11540 NW 29TH STREET  
SUNRISE FL 33323

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 11 day of *NOVEMBER* 1997.

  
-----  
JOHN HOWELL - SUBSCRIBER

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
-----  
JOHN HOWELL - REGISTERED AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 14 PM 3:10