

P98000013684

 Bookkeeping Center, Inc.

Telephone 352-376-9757
Fax 352-371-8231

5200 Newberry Road, Suite B-2
Gainesville, FL 32607

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****122.50 ****122.50

January 28, 1998

Department of State
Corporate Records/Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

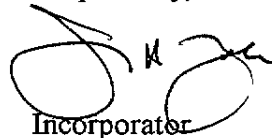
Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Subway of Cross City, Inc.

Also find enclosed a check made payable to Secretary of State in the amount of \$122.50 which includes the statutory filing fee.

Your assistance in establishing the corporation known as Subway of Cross City, Inc. is appreciated.

Respectfully,


Incorporator

FILED
98 FEB 10 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enc.

59-

2/11/98 T.M.

ARTICLES OF INCORPORATION
OF
SUBWAY OF CROSS CITY, INC.
(A FLORIDA CORPORATION)

ARTICLE ONE

The name of the corporation is Subway of Cross City, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares without par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of the initial registered office is 738 Highway 19 North, Cross City, FL 32628 and the name of its initial registered agent at such address is Thomas D. Harrington.

The principle office and mailing address of the corporation is 738 Hwy 19 North, Cross City, FL 32628.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Thomas D. Harrington	12390 NW Old Fannin Road Chiefland, FL 32626
John P. Harrington	Rt. 7 Box 756A Lake City, FL 32055

ARTICLE EIGHT

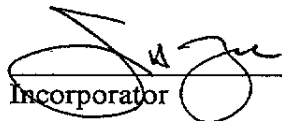
The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and mailing address of the incorporator is as follows:

Name	Mailing Address
John H. Zele	Bookkeeping Center, Inc. 5200 Newberry Road, Suite B-2 Gainesville, FL 32607

(signed)

 1/28/98
Incorporator

ARTICLE TEN

The powers of the Incorporator cease upon filing of the Articles of Incorporation.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Subway of Cross City, Inc. at the place designated in Article Six of its Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Thomas H. Hargrett

2/2/98
Date

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98 FEB 10 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA