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<u>CSC</u>	THE UNITED STATES CORPORATION
	COMPANY

ACCOUNT NO. : 07210000032

REFERENCE: 751393 9155A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: March 23, 1998

ORDER TIME : 1:49 PM

ORDER NO. : 751393-005

300002465693--3

CUSTOMER NO:

9155A

CUSTOMER: Frank Robert Gramling, Esq.

FERTIG & GRAMLING, P.A.

200 S. E. 13th Street

Ft. Lauderdale, FL 33316

DOMESTIC FILING

NAME:

DAVIE ROAD SUBS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

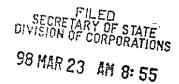
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION OF DAVIE ROAD SUBS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

DAVIE ROAD SUBS, INC.

The address of the principal office of this corporation shall be 3712 S.W. 63th Avenue, Davie, Florida 33314, and the mailing address of the corporation shall be the same.

ARTICLE IL NATURE OF BUSINESS

This corporation may engage or transact in any of 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 125 shares of common stock having \$5.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 200 Southeast 13th Street, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of the corporation at that address is Frank R. Gramling.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE IV. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until successors are elected or appointed are:

Rich Huovinen President 3712 S.W. 63rd Avenue Davie, Florida 33314

ARTICLE VII. INCORPORATOR

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

Frank R. Gramling 200 Southeast 13th Street Fort Lauderdale, Florida 33316

IN WITNESS THEREOF, the undersigned agent of Davie Road Subs, Inc., has hereunto set his hand on the seal of Davie Road Subs, Inc., on March 19, 1998.

DAVIE ROAD SUBS, INC.

Ita Agent Frenk P. Gram

LAW OFFICES

FERTIG AND GRAMLING

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

200 SOUTHEAST THIRTEENTH STREET

FORT LAUDERDALE, FLORIDA 33316

BROWARD (954) 763-5020 DADE (305) 945-6250

FAX: (954) 763-5412 e-mail: admin@fertig.com DIVISION OF CORPORATIONS

98 MAR 23 AM 8: 55

CHRISTOPHER R. FERTIG, P.A. FRANK R. GRAMLING, P.A. ALLEN L. CANNON DARLENE M. LIDONDICI*

ELIZABETH J. GREGOVITS
MICHAEL W. McLEOD***
CRIS EVAN BOYAR
TOBI I. JASPER
RAISSA I. ROUSE**
MERRYL S. HABER***
LEVI G. WILLIAMS, JR.
KEVIN A. FERNANDER

*ALSO ADMITTED IN NEW YORK

**ALSO ADMITTED IN COLISIANA

**ALSO ADMITTED IN CALIFORNIA

March 19, 1998

RE: Davie Road Subs, Inc. Our File No. 6585

I accept the position of registered agent for service of process for the above-referenced corporation.

The name and address of the registered agent should be reflected as:

Frank R. Gramling 200 Southeast 13th Street Fort Lauderdale, Florida 33316

I hereby accept the appointment as registered agent and I am familiar with and accept the obligations of Section 607.0505 Florida Statutes.

FRG/st

Enclosure