

P98000042285

Law Office of William J. DiPetrillo
5001 Hiatus Rd.
Sunrise, FL 33351

Dated: April 30, 1998

Secretary of State
P.O. Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314

700002512737--7
-05/06/98--01019--003
*****70.00 *****70.00

Re. Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for Bite Rite Subs, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,



Prepared by:
William J. DiPetrillo
5001 Hiatus Road
Sunrise, FL 33351

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 11 AM 11:19

W98-10089
5/11



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 5, 1998

WILLIAM J. DIPETRILLO
5001 HIATUS ROAD
SUNRISE, FL 33351

SUBJECT: BITE RITE SUBS, INC.
Ref. Number: W98000010089

Resubmitting - The check
was sent.
Thank you.

We have received your document for BITE RITE SUBS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 398A00024619

**ARTICLES OF INCORPORATION
OF
BITE RITE SUBS, INC.**

FILED
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DIVISION OF CORPORATIONS
98 MAY 11 AM 11:19

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the Corporation is

Bite Rite Subs, Inc.
5885 Margate Blvd., Margate, FL 33063

Article II. Term of Existence. This corporation shall have perpetual existence.

Article III. Nature of Business. This corporation will engage in food service permitted under the laws of the United States and of this State.

Article IV. Capital Stock. This corporation authorized to issue 1000 shares with \$1.00 par value.

Article V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. Initial Registered Office and Agent. The Street address of the initial registered office of the corporation is 5885 Margate Blvd., Margate, FL 33063

The name of the initial registered agent of the corporation at that address is Michael Gerstner.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS. The corporation shall have 2 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never less than one.

ARTICLE IX. INCORPORATOR. The person signing these Articles of Incorporation has the following name and address: Michael Gerstner
5885 Margate Blvd., Margate, Fl. 33063

ARTICLE X. BY-LAWS. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI. AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII. The street address of the principal place of business is 5885 Margate Blvd. , Margate, Fl. 33063.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th Day of April, 1998.

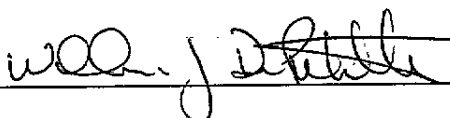
 (SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

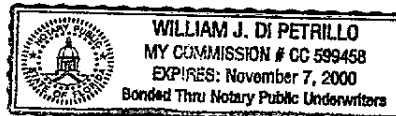
BEFORE ME, the undersigned authority, personally appeared, Michael Gerstner, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purpose therein expressed.

WITNESS my hand and official seal this 30th Day of April, 1998.



NOTARY PUBLIC


Commission:



CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of Corporations Department of State Tallahassee, FL.
32304

I, Michael Gerstner, do hereby consent to serve as registered agent for the corporation, Bite Rite Subs ,
Inc. this 30th Day of April, 1998.



Michael Gerstner

DATE:

Address of registered agent:

5885 Margate Blvd. , Margate Fl. 33063

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