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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 841499 163159A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 122.50

ORDER DATE : June 2, 1998

ORDER TIME : 10:07 AM

ORDER NO. : 841499-005

CUSTOMER NO: 163159A

CUSTOMER: Vincent J. Whibbs, Jr., Esq
VINCENT J. WHIBBS, JR., P.A.

421 North Palafox Street

Pensacola, FL 32501

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -3 AM 11:30

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DOMESTIC FILING

NAME: CORRY FIELD SUBWAY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
[Signature]

ARTICLES OF INCORPORATION

OF

CORRY FIELD SUBWAY, INC.

FILED
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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is CORRY FIELD SUBWAY, INC., and its principal office is located at 3059 Gulf Breeze Parkway, Gulf Breeze, Santa Rosa County, Florida 32561.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing these Articles of Incorporation with the State of Florida.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale 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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT


The street address of this corporation's initial registered office is 421 N. Palafox Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Vincent J. Whibbs, Jr.

ARTICLE VII

INCORPORATOR

The name and the address of the incorporator is Vincent J. Whibbs, Jr., 421 North Palafox Street, Pensacola, FL 32501.

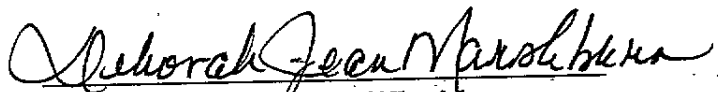
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of May, 1998.



Vincent J. Whibbs, Jr., Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this the 28th day of May, 1998, by Vincent J. Whibbs, Jr., who personally appeared before me and is personally known by me.



Notary Public, State of Florida

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT/REGISTERED OFFICE

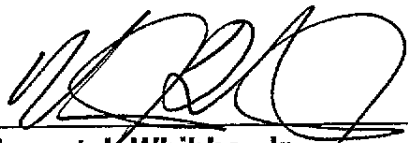
Pursuant to the provisions of Section 607.0501 or 617.0501, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

1. The name of the Corporation is: CORRY FIELD SUBWAY, INC.
2. The name and address of the registered agent and office is:

Vincent J. Whibbs, Jr.
421 N. Palafox Street
Pensacola, Florida 32501

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 28th day of May, 1998.



Vincent J. Whibbs, Jr.

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