

P98000065778

Deborah Bianchi Tracht, P. A.

Attorney at Law

50 N. E. 26th. Ave., Ste. 204

Pompano Beach, FL 33062

954-781-2340 • Fax: 954-781-5510

August 4, 1999

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

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-08/09/99--01050--006
*****43.75 *****43.75

Re: Bronxites, Inc. DBA Planet Subs
Corp. Document #P98000065778
Date of Incorporation: July 24, 1998
Date of Amendments to Articles of Incorporation: July 30,
1999

To Whom it May Concern:

Enclosed please find the following:

(1) The Articles of Amendment to the Articles of
Incorporation of Bronxites, Inc. DBA Planet Subs, some of which
needs to be filed with the State.

(2) A check in the amount of \$43.75, representing the filing
fee, along with \$8.75 required for a certified copy.

Upon the filing of the enclosed Amendment, please forward a
certified copy, in the self-addressed stamped envelope to the
undersigned. If anything further is required, please advise.

Sincerely,



Deborah Bianchi Tracht

DBT:jg

Enc.

cc: Ken Dickinson

FILED
99 SEP -7 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Amend
T. LEWIS SEP 7 1999

Deborah Bianchi Tracht, P. A.
Attorney at Law

50 N. E. 26th. Ave., Ste. 204
Pompano Beach, FL 33062

954-781-2340 • Fax: 954-781-5510

September 2, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attention: Thelma Lewis
Corporate Specialist Supervisor
Letter No.: 199A00042445

Re: Bronxites Inc.
Ref. No.: P98000065778

TO WHOM IT MAY CONCERN:

Enclosed please the Articles of Amendment to the Articles of Incorporation of Bronxites Inc., which have been corrected pursuant to your letter dated August 24, a copy of which is enclosed.

Please file the enclosed documents and return a certified copy to the undersigned at your earliest convenience.

Thank you for your attention in this matter.

Sincerely,


Deborah Bianchi Tracht

DBT:bs
Enc.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 24, 1999

DEBORAH BIANCHI TRACHT, ESQ.
50 N.E. 26TH AVENUE
SUITE 204
POMPANO BEACH, FL 33062

SUBJECT: BRONXITES CORPORATION
Ref. Number: P98000065778

We have received your document for BRONXITES CORPORATION and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return 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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 199A00042445

Deborah Bianchi Tracht, P. A.
Attorney at Law

50 N. E. 26th. Ave., Ste. 204
Pompano Beach, FL 33062
954-781-2340 • Fax: 954-781-5510

August 17, 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Attn: Thelma Lewis
Corporate Specialist Supervisor
Letter No.: 299A00040910

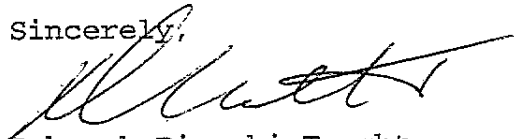
Re: Bronxites Corporation
Ref. No.: P98000065778

Dear Ms. Lewis:

Enclosed please find a copy of the letter you submitted to the undersigned on August 13, along with the corrected Articles of Amendment.

If anything further is required from the undersigned, please advise.

Sincerely,



Deborah Bianchi Tracht

DBT:bs
Encs.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 13, 1999

DEBORAH BIANCHI TRACHT, ESQ.
50 N.E. 26TH AVENUE
SUITE 204
POMPANO BEACH, FL 33062

SUBJECT: BRONXITES CORPORATION
Ref. Number: P98000065778

We have received your document for BRONXITES CORPORATION and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return 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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 299A00040910

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
99 SEP -7 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BRONXITES INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE V: Article V is to be amended to read as follows: The corporations registered agent and registered office of the State of Florida shall be: Deborah Bianchi Tracht, PA, 50 NE 26th Ave. Suite 204, Pompano Beach, Florida 33062.

ARTICLE VII: Article VII is to be amended to read as follows: "The name and post office address of the directors of the corporation are Kenneth Dickinson, President/Secretary, 7607 West Courtyard Run, Boca Raton, Florida 33433.

PLEASE NOTE THAT ANGELO GIORDANO IS TO BE DELETED AS A DIRECTOR, OFFICER, AND/OR MEMBER, AND IS NO LONGER AFFILIATED WITH, IN ANY CAPACITY, BRONXITES INC.

SECOND: This amendment provides for a cancellation of issued shares, provisions for implementing the amendment, are as follows:

This is to amend and/or cancel any issued shares as and for Angelo Giordano, as he has voluntarily removed himself from any interest, whatsoever, in the aforementioned corporation.

THIRD: The date of each amendment's adoption: July 9, 1999.

FOURTH: Adoption of Amendments

The foregoing amendments were approved by the shareholders.
The number of votes cast for the amendments were sufficient for approval.

Signed this 30 day of July, 1999.

July 30, 1999

D/S, atty for KD
BRONXITES, INC. ~~d/b/a PLANET-SUBS~~

By: *Kenneth Dickinson*
KENNETH DICKINSON, President

AGREEMENT

I, ANGELO GIORDANO, individually and as Vice President of
BRONXITES, INC. ^{Opt Gr KD} ~~d/b/a PLANET SUBS~~, being of sound mind, hereby
voluntarily agree that I relinquish any and all rights, title or
interest I may have now, or in the future, in reference to
BRONXITES, INC., ^{Opt Gr KD} ~~d/b/a PLANET SUBS~~, located at 3104 N.E. 9th
Street, Fort Lauderdale, Florida 33304.

Dated this 30 day of July, 1999.

30th, July, 1999

Samuel D. DeKusie
Witness

Angelo Giordano
ANGELO GIORDANO

Leslie Day
Witness