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PATRICK B. CASEY, J.D., CPA
Counselor & Attorney at Law

October 14, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of
Boston Subs Grill, Inc.

100002665591--9
-10/16/98--01070--002
*****70.00 *****70.00

Dear Document Specialist:

Enclosed please find the original and one photocopy of the executed Articles of Incorporation for the referenced corporation. Also enclosed is a check in the amount of \$70.00 for the following fees:

Filing Fees	\$ 35.00
Registered Agent Designation	<u>35.00</u>
TOTAL	<u>\$ 70.00</u>

Please return the copy of the Articles of Incorporation bearing your time and date stamp, together with your standard letter acknowledging the filing of the Articles, to the undersigned as soon as they are accepted for filing.

Sincerely,


Patrick B. Casey

cc: file
encl: as stated

FILED
98 OCT 16 PM 2:57
TALLAHASSEE, FLORIDA

98 OCT 16 PM 2:57
TALLAHASSEE

Articles of Incorporation of Boston Subs Grill, Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

Article I

The name of the corporation ("Corporation") is **BOSTON SUBS GRILL, INC.**

Article II

The existence of the corporation shall begin on October 13, 1998.

Article III

The street address of the principal office of the Corporation is 841 Bluebird Street, Naples, Florida 34104.

Article IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

Article V

The initial street address of the Corporation's registered office is Suite 2209, Sunshine Professional Center, 9240 Bonita Beach Road, Bonita Springs, Florida 34135. The initial registered agent for the Corporation at that address is PATRICK B. CASEY, Esquire.

Article VII

The initial board of directors shall consist of 01 members. The names and address of the persons who will serve on the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
MORAD BAHRAMI	841 Bluebird Street Naples, Florida 34104

Article VIII

The names and street addresses of the persons signing these articles of incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
MORAD BAHRAMI	841 Bluebird Street Naples, Florida 34104

Article IX

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

In Witness Whereof, the undersigned incorporator has executed these articles of incorporation this 10-14-98 day of October, 1998.

Morad Bahrami
MORAD BAHRAMI, Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for ~~Boston Subs Grill, Inc.~~ at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



PATRICK B. CASEY, Esquire

Date: 10/14/98

FILED

98 OCT 16 PM 2:57

NOTARY PUBLIC
MILWAUKEE, WISCONSIN