

556787

ARTICLES OF MERGER
Merger Sheet

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MERGING:

SUBWAY EQUIPMENT LEASING CORP., a Florida corporation, document
number S56787

FRANCHISE WORLD HEADQUARTERS INC., a Delaware corporation, not
qualified in Florida

INTO

DOCTOR'S ASSOCIATES INC., a Florida corporation, S56783

File date: December 23, 1996, effective December 31, 1996

Corporate Specialist: Karen Gibson

Account number: 072100000032

Account charged: 157.50