

Form PTO-1594
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Spectra Food Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other Corporation --Canada
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Statutory Amalgamation
- Merger
- Change of Name

Execution Date: September 14, 1998

2. Name and address of receiving party(ies)

Name: The Spectra Group of Great Restaurants Inc.

Internal Address: 2nd Floor

Street Address: 1880 West 1st Avenue

City: Vancouver State: BC Zip: V6J 1G5

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Corporation -- British Columbia, Canada

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1,738,765

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Jason M. Rhodes

Internal Address: _____

Street Address: 1420 Fifth Avenue

Suite 2400

City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

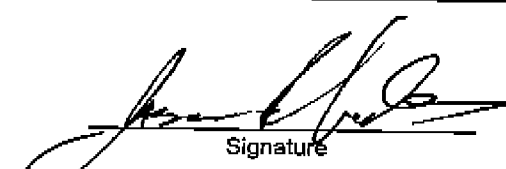
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DO NOT USE THIS SPACE

9. Signature.

Jason M. Rhodes

Name of Person Signing



Signature

June 12, 2002

Date

Total number of pages including cover sheet, attachments, and document: 1

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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FAX NO.

P. 02



Industry Canada

Industrie Canada

**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

**THE SPECTRA GROUP OF GREAT RESTAURANTS 353063-9
INC.**

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director - Directeur

September 14, 1998/le 14 septembre 1998

Date of Amalgamation - Date de fusion

Canada

FORM 9

ARTICLES OF AMALGAMATION
CANADA BUSINESS
CORPORATIONS ACT
(Section 185)

1. Name of amalgamated corporation:

THE SPECTRA GROUP OF GREAT RESTAURANTS INC.

2. The place in Canada where the registered office is to be situated:

Vancouver, British Columbia

3. The classes and any maximum number of shares that the Corporation is authorized to issue:

- unlimited Common shares
- unlimited Non-Voting shares
- unlimited Preferred shares

The Common shares, Non-Voting shares and Preferred shares shall have attached thereto the special rights, privileges, restrictions and conditions set forth in Appendix I.

4. Restrictions if any on share transfers:

None

5. Number (or minimum or maximum number) of Directors:

Minimum 3 - maximum 12, with the actual number of directors being established from time to time by the directors.

The Board of Directors of the Corporation may, between annual general meetings, appoint one or more additional directors, to serve until the next annual general meeting, provided that the number of additional directors shall not at any time exceed one-third of the number of directors who held office at the expiration of the last annual meeting and provided further that the total number of directors of the Corporation after any such appointment shall not exceed the maximum number of directors permitted by these articles.

6. Restrictions if any on businesses the Corporation may carry on:

None

- 2 -

7. Other provisions if any:

The annexed Appendix II is incorporated in this form.

8. The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

- 183
- 184(1)
- 184(2)

9.

<u>Name of amalgamating corporation</u>	<u>Corporation No.</u>	<u>Signature</u>	<u>Date</u>	<u>Description of office</u>
The Spectra Group of Great Restaurants Inc.	353061-2	<i>Bubali</i>	98.09.02	Vice President & Secretary
Coho Properties Ltd.	353062-1	<i>Bubali</i>	98.09.02	Vice President & Secretary
Spectra Food Corporation	353059-1	<i>Bubali</i>	98.09.02	Vice President & Secretary
Spectra Restaurants Inc.	353060-4	<i>Bubali</i>	98.09.02	Vice President & Secretary

FOR DEPARTMENT USE ONLY:

Corporation No.:

Filed:

353062-9

SEP 14 1998