

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Garlic Jim's Franchise Corp.		11/01/2005	CORPORATION: WASHINGTON

**RECEIVING PARTY DATA**

<b>Name:</b>	Garlic Jim's Franchise International, Inc.
<b>Street Address:</b>	802 - 134th Street S.W., Suite 130
<b>City:</b>	Everett
<b>State/Country:</b>	WASHINGTON
<b>Postal Code:</b>	98204
<b>Entity Type:</b>	CORPORATION: WASHINGTON

**PROPERTY NUMBERS Total: 12**

Property Type	Number	Word Mark
Registration Number:	2958812	FAMOUS GOURMET PIZZA
Registration Number:	3019859	THE WORDS "GARLIC JIM'S"
Registration Number:	3007389	GARLIC JIM'S FAMOUS GOURMET PIZZA
Registration Number:	3044604	GARLIC JIM'S FAMOUS GOURMET PIZZA
Registration Number:	2975942	GARLIC JIM'S ULTIMATE
Registration Number:	2940019	GOURMET...RIGHT AWAY!
Registration Number:	2989443	ISN'T IT TIME FOR A PIZZA UPGRADE?
Registration Number:	2943845	JIM'S GOURMET GARLIC
Registration Number:	3186768	JIM'S SMOKIN' SWEET BBQ CHICKEN
Registration Number:	2946099	QUEEN MARGHARITA
Registration Number:	2968949	SOUTHWESTERN CHICKEN
Registration Number:	2941947	THE HURCULES

**CORRESPONDENCE DATA**

900190078

**TRADEMARK**  
**REEL: 004527 FRAME: 0488**

OP \$315.00 2958812

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ATTORNEY DOCKET NUMBER:	GJFC-5-24010
NAME OF SUBMITTER:	IP Paralegal Manager, Submitter
Signature:	/Gina Scott/
Date:	04/22/2011

Total Attachments: 3  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GARLIC JIM'S FRANCHISE CORP.**

FILED  
SECRETARY OF STATE  
MAY 03 2006  
STATE OF WASHINGTON

The undersigned hereby submits the following Articles of Amendment to the Articles of Incorporation of Garlic Jim's Franchise Corp. (the "Corporation") pursuant to the provisions of RCW 23B.10:

- A. The name of the Corporation is Garlic Jim's Franchise Corp.
- B. The amendments to the Articles of Incorporation are as follows:

Article I shall be deleted in its entirety and the following shall be substituted therefor:

**ARTICLE I.**

**NAME**

The name of this Corporation shall be "GARLIC JIM'S FRANCHISE INTERNATIONAL, INC."

Article II shall be deleted in its entirety and the following shall be substituted therefor:

**ARTICLE II.**

**CAPITAL STOCK**

1. Number. The total number of shares authorized which may be issued by this corporation shall be one hundred thousand (100,000) shares of common stock with a par value of \$.001 per share, of which eighty-seven thousand (87,000) shares shall be "Class A Voting Common Shares" and thirteen thousand (13,000) shares shall be "Class B Nonvoting Common Shares." Each class of shares shall be identical in all respects, except that the following shall apply only to the Class B Nonvoting Common Shares ("NCS"):

(a.) NCS shall carry no right to vote for the election of directors of the corporation; and

(b.) NCS shall have no right to vote on any matter presented to the shareholders for their vote or approval, except only as the laws of this state require that voting rights be granted to such Class B Nonvoting Common Shares.

2. Each common share of the corporation issued and outstanding as of November 1, 2005, shall be reclassified as of such date as equal to nineteen and 25/100 (19.25) Class A Voting Common Shares.

A new Article IX shall be inserted as follows:

## **ARTICLE IX.**

### **SHAREHOLDER CONSENT TO ACTION**

Any action required or permitted by law to be taken at a shareholders' meeting may be taken without a meeting or a vote if either:

1. The action is taken by all shareholders entitled to vote on the action and is evidenced by unanimous written consent; or
2. The following occurs in accordance with RCW § 23B.07.040:
  - (a.) the action is taken by shareholders holding of record or otherwise entitled to vote in the aggregate not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote on the action were present and voted, and at the time the action is taken the corporation is not a public company;
  - (b.) the action is evidenced by one or more written consents describing the action;
  - (c.) the notice of the taking of the action is given no less than one day before the date on which the action becomes effective to those shareholders entitled to vote on the action who have not consented in writing and, if required by law, to nonvoting shareholders (although this notice can be given by the corporation before it has received consents by the requisite number of shareholders); and
  - (d.) the notice shall be in writing and shall contain or be accompanied by the same material that would have been required to be sent to nonconsenting or nonvoting shareholders in a notice of meeting at which the proposed action would have been submitted for shareholder action; provided further, if the action would constitute a significant business transaction under RCW § 23B.19.020(15), then the written notice accompanied by the proper supporting material must be given no fewer than twenty (20) days before the effective date of the action.

C. The amendments contain provisions describing the manner in which any exchange, reclassification, or cancellation of issued shares required by the amendments is to be effected.

D. The date of the adoption of the amendments by the shareholders of the Corporation was November 1, 2005.

E. The amendments were duly approved by the shareholders in accordance with the provisions of RCW 23B.10.030 and 23B.10.040.

Dated: November 1, 2005.

  
DWAYNE NORTHROP, President