

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Chowking Food Corporation		11/10/2006	CORPORATION: PHILIPPINES
RECEIVING PARTY DATA			
Name:	Fresh N' Famous Foods Inc.		
Street Address:	10 F. Ortigas Jr. Ave.		
Internal Address:	6th Floor, Jollibee Plaza Building		
City:	Pasig City		
State/Country:	PHILIPPINES		
Postal Code:	1600		
Entity Type:	CORPORATION: PHILIPPINES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1758539	CHOWKING	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	tally.george@bakermckenzie.com, colleen.brennan@bakermckenzie.com		
Correspondent Name:	M. Tally George		
Address Line 1:	300 East Randolph Street, Suite 5000		
Address Line 2:	Baker & McKenzie LLP		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	45081425-002988		
DOMESTIC REPRESENTATIVE			
Name:			

900246482

TRADEMARK
 REEL: 004958 FRAME: 0890

CH \$40.00 1758539

Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

M. Tally George

Signature:

/m. tally george/

Date:

02/08/2013

Total Attachments: 7

source=Fresh N Famous - Amended AOI#page1.tif
source=Fresh N Famous - Amended AOI#page2.tif
source=Fresh N Famous - Amended AOI#page3.tif
source=Fresh N Famous - Amended AOI#page4.tif
source=Fresh N Famous - Amended AOI#page5.tif
source=Fresh N Famous - Amended AOI#page6.tif
source=Fresh N Famous - Amended AOI#page7.tif



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

COMPANY REG. NO. 124993

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the amended articles of incorporation of the

FRESH N' FAMOUS FOODS INC.
(Formerly: Chowking Food Corporation)
[Amending Article I thereof]


copy annexed, adopted on November 10, 2006 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 29th day of December, Two Thousand Two.


BENITO A. CATARAN
Director

Company Registration and Monitoring Department

CERTIFIED MACHINE
PAGE 1 OF 7
VERIFIED BY: 

TRADEMARK

REEL: 004958 FRAME: 0892

AMENDED ARTICLES OF INCORPORATION

OF

"FRESH N' FAMOUS FOODS INC."
(as amended on 10 November 2006)

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned incorporators, all of legal age and of whom are Filipino Citizens and residents of the Republic of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

AND WE HEREBY CERTIFY:

- FIRST: That the name of the corporation shall be
"FRESH N' FAMOUS FOODS INC."
(as amended on 10 November 2006)
- SECOND: That the purposes for which the corporation is formed are follows:

PRIMARY PURPOSE

To engage in restaurant or eatery business and to carry on the management, development and operation of various food services and food processing institution as well as the manufacture of food products to be sold and marketed to institutional consumers, dealers, other food service establishments or franchise establishments.

SECONDARY PURPOSES

- 1) To engage in the trading of all kinds of mercantile products whether food or non-food, supplies equipments and machineries and either as distributor, wholesaler, retailer, exporter, importer, agent or representative of any domestic or foreign firm, individual or corporation.
- 2) To offer and undertake general management and consultancy services in the food services and food processing industry, including real estate or business location or site and developments, promotions, market, research, public relations, financial management and other allied fields.
- 3) To engage in the hotel resorts, entertainment and recreation business either as partners, managers, principals or consultants.
- 4) To engage in such other business and endeavors as are necessary and proper for the accomplishment of any of the above purpose either alone or in association with other firms or individuals.

THIRD: That the place where the principal office of the corporation is to be established or located is at 4th Floor, Redo II Building, 2133 Taft Avenue, Malate, Manila.

FOURTH: That the term for which said corporation is to exist is fifty (50) years from and after the date of incorporation.

FIFTH: That the names, citizens and addresses of the incorporators of the said corporation are as follows:

CERTIFIED MACHINE COPY
PAGE 26 OF 7 PAGES
VERIFIED BY: _____

TRADEMARK

REEL: 004958 FRAME: 0893

NAME	CITIZENSHIP	ADDRESS
TONY TAN CAKTIONG	Filipino	No. 27 Purdue St, Cubao, Quezon City
WILLIAM TAN UNTIONG	Filipino	No. 37 Purdue St., Cubao, Quezon City
ROBERT F. KUAN	Filipino	Unit 410, Solex Condominium 1166 Soler St., Binondo, Manila
JOSEPH F. KUAN	Filipino	No. 15-D Roxas Street, Santol, Quezon City
WILSON CHU	Filipino	No. 30 Xavier St., Greenhills West, San Juan, Metro Manila
CHU BUN WAN	Filipino	No. 32 Demortis St., Quezon City

SIXTH: That the number of Directors of said corporation shall be six (6) and that the names, addresses of the first Directors of the corporation who are to serve as such, until the first regular directors are duly elected and qualified, as provided for, by-Laws are follows:

NAME	CITIZENSHIP	ADDRESS
TONY TAN CAKTIONG	Filipino	No. 27 Purdue St, Cubao, Quezon City
WILLIAM TAN UNTIONG	Filipino	No. 37 Purdue St., Cubao, Quezon City
ROBERT F. KUAN	Filipino	Unit 410, Solex Condominium 1166 Soler St., Binondo, Manila
JOSEPH F. KUAN	Filipino	No. 15-D Roxas Street, Santol, Quezon City
WILSON CHU	Filipino	No. 30 Xavier St., Greenhills West, San Juan, Metro Manila
CHU BUN WAN	Filipino	No. 32 Demortis St., Quezon City

SEVENTH: That the authorized capital stock of the corporation is FOUR HUNDRED MILLION (P400,000,000.00) PESOS, Philippine currency, divided into FOUR HUNDRED MILLION (400,000,000.00) common shares, with a par value of ONE PESO (P1.00), Philippine currency, per share, (as amended on May 10, 1997)

EIGHT: That the least twenty five (25%) percent of the authorized capital stock above-stated was actually subscribed for the number of shares indicated after their names with the corresponding amount of subscriptions, likewise indicated:

NAMES	NO. OF SHARES	AMOUNT
TONY TAN CAKTIONG	3,500	P 350,000.00
WILLIAM TAN UNTIONG	3,500	350,000.00
ROBERT F. KUAN	5,250	525,000.00
JOSEPH F. KUAN	1,750	175,000.00
WILSON CHU	3,500	350,000.00
CHU BUN WAN	3,500	350,000.00
TOTAL	21,500	2,100,000.00
	vvvvv	vvvvvvvvvv

CERTIFIED MACHINE COPY
PAGE 3 OF 7 PAGES
VERIFIED BY: *[Signature]*

NINETH: That the above-named subscribers have paid in full at least twenty five (25%) percent of their subscription, in the amount set after respective name, to wit:

NAMES		AMOUNT
JOSEPH F. KUAN	P	50,000.00
TONY TAN CAKTIONG		100,000.00
WILLIAM TAN UNTING		100,000.00
ROBERT F. KUAN		150,000.00
WILSON CHU		100,000.00
CHU BUN WAN		100,000.00
TOTAL		600,000.00

wwwvvvv

TENTH: That TONY TAN CAKTIONG has been elected by the subscribers as Treasurer of the corporation, to act as such until his successor is duly elected and qualified in accordance with By-Laws and that as such Treasurer, he has been authorized to receive for and in the name and benefit of the corporation, all subscriptions paid by the subscribers.

ELEVENTH: No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by the existing laws shall be allowed or permitted to be recorded in the proper books of the corporation, and this restriction shall be indicated in all the stock certificates issued by the corporation.

CERTIFIED MACHINE COPY
PAGE 4 OF 7 PAGES
VERIFIED BY _____

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES,
) S.S.

BEFORE ME, A Notary Public, for and in _____ this _____ day of _____, personally appeared the following persons who exhibited to me their Residence Certificates, to wit:

<u>NAMES</u>	<u>RES. CERT. NO.</u>	<u>DATE AND PLACE OF ISSUE</u>	
TONY TAN CAKTIONG	7554175	2-10-84	Quezon City
WILLIAM TAN UNTIONG	7554160-D	2-10-84	Quezon City
ROBERT F. KUAN	8328334	2-10-84	Manila
JOSEPH F. KUAN	7919527	3-09-84	Makati
WILSON CHU	70940-D	2-08-84	Manila
CHU BUN WAN	76657	2-08-84	Manila

All known to me and to me known to be the same persons who executed the foregoing instrument and they acknowledged to me that the same is their own, free and voluntary act and deed.

The foregoing instrument refers to Articles of Incorporation of CHOWKING FOOD CORPORATION, consisting of five (5) pages including the page whereon the acknowledgement is written, signed by the parties herein and their instrumental witnesses.

IN WITNESS WHEREOF, I have hereunto set my hand and affix my signature and seal, on the date and place first above stated.

Doc. No. _____
Page No. _____
Book No. _____
Series of 2006

CERTIFIED MACHINE COPY
PAGE 5 OF 7 PAGES
VERIFIED BY: _____

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION AND BY-LAWS OF
CHOWKING FOOD CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned Chairman and Secretary of the Special Joint Stockholders and Board of Directors Meeting, and a majority of the Board of Directors of CHOWKING FOOD CORPORATION, do hereby certify that:

At the Joint Special Meeting of the Stockholders and Board of Director of the said corporation held on 10 November 2006, stockholders representing more than two-thirds of the entire subscribed and outstanding capital stock, and a majority of the Board of Directors, resolved to amend the Articles of Incorporation and By-Laws of said corporation and adopted the following resolution:

Change of Name:

X x x x

RESOLVED FURTHER, that as part of the Plan of Merger and simultaneous with the foregoing merger, the corporate name of Chowking as the surviving entity be changed from "Chowking Food Corporation" to "Fresh N' Famous Foods, Inc." and to effect such amendment, Article I of the Articles of Incorporation as well as the appropriate heading of the Articles of Incorporation and By-Laws of Chowking be and the same is hereby amended to read as follows:

FIRST That the name of the said Corporation shall be:

Fresh N' Famous Foods, Inc.
(formerly: Chowking Food Corporation as
amended on 10 November 2006)

RESOLVED FURTHER, that the foregoing merger and change of name be made effective upon approval of the Securities and Exchange Commission.

RESOLVED FINALLY, that notice of the foregoing merger and change of name be given to the appropriate government agencies, creditors of Chowking, Greenwich and Baker Fresh and other parties concerned.

CERTIFIED MACHINE COPY
PAGE 6 OF 7 PAGES
VERIFIED BY _____

TRADEMARK

REEL: 004958 FRAME: 0897

We further certify that the attached documents are the full, true and correct copy of the Articles of Incorporation of CHOWKING FOOD CORPORATION as thus amended.

IN WITNESS WHEREOF, We have signed this Certificate on this 10th day of November 2006 at Pasig City.

[Signature]
ERNESTO TANMANTIONG
Chairman of the Meeting / Director
TIN # 111-391-753

[Signature]
WILLIAM TAN UNTIONG
Secretary of the Meeting / Director
TIN # 111-391-779

ATTEST

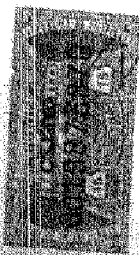
[Signature]
RUFINO DELA ROSA
Director
TIN # 111-391-796

[Signature]
ANASTACIA S. MASANCAY
Director
TIN # 000-388-771

SUBSCRIBED AND SWORN to before me on this 10th day of November 2006, at Pasig City, affiants exhibiting to me their Community Tax Certificate Nos. with date and place of issuance as follows:

Name	Comm. Tax Cert.	Date/Place issued
Rufino Dela Rosa	09421076	1-11-06/Bulacan
Ernesto Tanmantiong	21842075	2-10-06/Pasig City
William Tan Untiong	21842070	2-10-06/Pasig City
Anastacia S. Masancay	21857571	2-22-06/Pasig City

Doc. No. 399
Page No. 50
Book No. 10
Series of 2006.



[Signature]
LUIS ENRICO E. SALVADOR
NOTARY PUBLIC
NOTED DECEMBER 31, 2006
Pasig City

CERTIFIED MACHINE COPY
PAGE 7 OF 7 PAGES
VERIFIED BY: *[Signature]*