

Republic of the Philippines  
SECURITIES AND EXCHANGE COMMISSION  
Philcomex Bldg., Ortigas Avenue  
Pasig, Metro-Manila

S. E. C. - ORIGINAL

Reg. No. 77487

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

WHEREAS, Articles of Incorporation duly signed and acknowledged for the organization of the JOLLIBEE FOOD CORPORATION

under and in accordance with the provisions of Act of the Philippine Commission Numbered Fourteen hundred and fifty-nine, enacted March first, Nineteen hundred and six, as amended by Acts of the Philippine Legislature, Numbered Fifteen hundred and six, Fifteen hundred and sixty-five, Sixteen hundred and thirty, Seventeen hundred and forty-four, Eighteen hundred and thirty-four, Eighteen hundred and ninety-five, Twenty hundred and three, Twenty hundred and twelve, Twenty hundred and thirty-seven, Twenty hundred and ninety-two, Twenty-one hundred, Twenty-one hundred and thirty-five; Twenty-four hundred and fifty-two, Twenty-seven hundred and twenty-eight, Twenty-seven hundred and ninety-two, Twenty-nine hundred, Twenty-nine hundred and ninety-four, Thirty-five hundred and eighteen, Thirty-six hundred and ten, Thirty-seven hundred and forty-one, Thirty-eight hundred and forty-nine and Thirty-eight hundred and fifty, and Commonwealth Acts Numbered Two hundred and eighty-seven, and Four hundred and thirty-seven, were presented for filing in this Commission on January 9, 1978, and a copy of which said Articles is hereto attached:

Now, THEREFORE, by virtue of the powers and duties vested in me by law, I hereby certify that the said Articles of Incorporation were, after due examination to determine whether they are in accordance with law, duly registered in the Commission on the 11 day of January, Anno Domini, Nineteen hundred and seventy-eight.



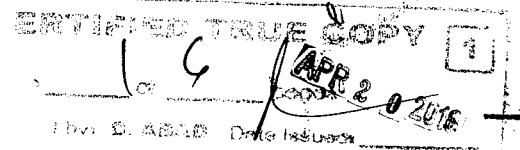
IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Pasig, Metro-Manila, this 11 day of January, in the year of our Lord nineteen hundred and seventy-eight.

RECEIVED ORIGINAL

BY [Signature]  
ADDRESS No. 6 Jollibee Bldg. Pasig  
DATE 1-12-78

JULIO A. SULTI, JR.  
Associate Commissioner

JAP/ehs



STAMP: SEC. OF COM. INQUIRY...  
DOCK FOR RECEIPT  
BY: 1-1-78

PRESENTED BY  
NAME Dominador A. Baccion  
ADDRESS 1166...ville  
TEL. NO. 87-92-33 82-57-22

ARTICLES OF INCORPORATION  
OF  
JOLLIBEE FOOD CORPORATION

RECEIVED  
DATE 1-9-78  
RECORDS DIV.  
COMMISSION

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are of legal age, Filipino and are residents of the Philippines, have this day voluntarily associated ourselves for the purpose of forming a corporation under the laws of the Republic of the Philippines  
AND WE HEREBY CERTIFY:

FIRST: That the Name of the corporation shall be  
JOLLIBEE FOOD CORPORATION

SECOND: PRIMARY PURPOSE

To establish, operate, and maintain restaurants, coffee shops, refreshments parlors, cocktail lounges, make, cook, arrange, serve and cater foods drinks, refreshments and other foods or commodities commonly served in such establishments, and to offer such other services to the public in connection with the operation of restaurant and other enterprises and to do and perform such other acts and things as may be incidental to the accomplishment of the foregoing corporate business and objects insofar as may be allowed by applicable laws and rules and regulation.

SECONDARY PURPOSE

1. To manufacture, purchase, or acquire in any lawful manner, and to hold, use, own, mortgage, pledge, sell, acquire, exchange, transfer or otherwise dispose of, and to deal and trade in and with goods, wares merchandise and personal property of every class and description and in any part of the world, either as principal or agent and upon commission or otherwise.

2. To acquire by purchase, lease, license, registration or in any legal manner trademarks, tradenames, patents, goodwill or other valuable rights and interests in trade, whether processed, developed or registered with the patent office or from other countries; and dispose of, transfer, arrange, lease, pledge or deal with rights, privilege or interest therein or acquired or held by the corporation as may be deemed necessary and proper insofar as may be allowed by applicable laws.

3. To carry on a general mercantile and commercial business of exporting buying, acquiring, selling by wholesale or retail or otherwise disposing of or dealing on any kind of goods, chattels, merchandise and commodities whether artificial or natural, which are or may be articles of commerce.

4. To enter into whatever contracts which may be necessary or convenient for the business of this corporation with any person, firm, association or corporation.

5. To mortgage, pledge or otherwise encumber all or any part of its real or personal properties, rights, interests and franchise, including any or all shares of stock, bonds, debentures, notes, scrip or other evidence of indebtedness at any time owned by it, for the purpose of guarantying the obligation of, or securing the credits granted to, the corporation of any other corporation, partnership, association or person in which or with whom it has an interest, direct or indirect.

*Handwritten signature*

*Handwritten signature*

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ADP  
R.No. 0800950  
DATE 1-9-78

ADP  
R.No. 0800950  
DATE 1-9-78

ADP  
R.No. 1095067  
DATE 1-9-78

THIRD: That the place where the principal office of the corporation is to be located or to be established is 663 E. de los Santos Ave., Cubao, Quezon City, Philippines. The corporation may establish and maintain branches or agencies elsewhere in the Philippines whenever warranted by the exigencies of the business.

FOURTH: That the names, citizenships and members of incorporators of said corporation and as follows:

NAMES	CITIZENSHIP	RESIDENCE
1. Ang, Ngo Chiong	Filipino	663 E. de los Santos, Q.C.
2. Ang, Un Bon	Filipino	663 E. de los Santos, Q.C.
3. Tan, Caktiong Tony	Filipino	663 E. de los Santos, Q.C.
4. Tan, Reynaldo	Filipino	38 Purdue, Quezon City
5. Ang, Cho Sit	Filipino	663 E. de los Santos, Q.C.

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

SIXTH: That the number of directors of said incorporation shall be five (5) and that the names and residence of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the By-Laws and as follows:

NAMES	RESIDENCE
1. Ang, Ngo Chiong	663 E. de los Santos Ave., Cubao, Quezon City
2. Ang, Un Bon	663 E. de los Santos Ave., Cubao, Quezon City
3. Tan, Caktiong Tony	663 E. de los Santos Ave., Cubao, Quezon City
4. Tan, Reynaldo	38 Purdue, Quezon City
5. Ang, Cho Sit	663 E. de los Santos Ave., Cuabo, Quezon City

SEVENTH: That the capital stock of said corporation is Six Million Pesos (P6,000,000.00) Philippine Currency, and said capital stock is divided into Six Hundred Thousand Shares (600,000) of the Par Value of Ten Pesos (P10.00) each.

EIGHT: That the amount of capital stock which has been actually subscribed is One Million Two Hundred Thousand Pesos (P1,200,000.00) and the following persons have subscribed for the number of shares and amount of capital stock set after their respective names.

NAMES	NO. OF SHARES	AMOUNT SUBSCRIBED
1. Ang, Ngo Chiong	36,000	P 360,000.00
2. Ang, Un Bon	36,000	360,000.00
3. Tan, Caktiong Tony	24,000	240,000.00
4. Tan, Reynaldo	12,000	120,000.00
5. Ang, Cho Sit	12,000	120,000.00

P1,200,000

P1,200,000.00  
 vvvvvvvvvvvvvvvvv

CERTIFIED TRUE COPY  
 Page 3 of 6  
 Certified by: [Signature] Date Issued: [Date]

*Handwritten notes and signatures on the left margin:*  
 W. J. [Signature]  
 Cho Sit [Signature]  
 [Signature]  
 [Signature]


NINTH: That the following persons have paid on their shares of capital stock for which they have subscribed the amount set out after their names:

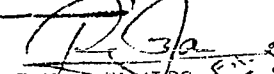
<u>NAMES</u>	<u>AMOUNT PAID ON SUBSCRIPTION</u>
Ang, Ngo Chiong	₱ 90,000.00
Ang, Un Bon	90,000.00
Tan, Caktiong Tony	60,000.00
Tan, Reynaldo	30,000.00
Ang, Cho Sit	30,000.00
	<u>₱ 300,000.00</u>

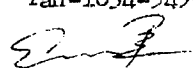
TENTH: That no transfer of stock on interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock shall be allowed or permitted to be recorded in the proper books and this restriction shall be indicated in all its certificate.

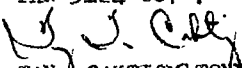
ELEVENTH: That ANG UN BON has been elected by the subscriber as TREASURER of the corporation to act as such until her successor is duly elected and qualified in accordance with the By-Laws, and that as such Treasurer, he has been authorized to receive for the corporation and to receipt in its name for all subscription paid in by said subscribers.


IN WITNESS WHEREOF, we have signed these presents this JAN 4 1978 day of JANUARY in MAKATI, METRO MANILA, Philippines.

  
 ANG, NGO CHIONG  
 Tan-1034-549-4  
 Fil. Rev. B.S. No. 21075

  
 TAN, REYNALDO  
 TAN-3124-867-7  
 Fil. Rev. B.S. No. 21075

  
 ANG, UN BON  
 TAN-3097-191-5  
 Fil. Rev. B.S. No. 21076

  
 TAN, CAKTIONG TONY  
 TAN-3982-311-7  
 Fil. Rev. B.S. No. 21079

  
 ANG, CHO SIT  
 TAN-3097-189-9  
 Fil. Rev. B.S. No. 21077

SIGNED IN THE PRESENCE OF:


Republic of the Philippines )  
 Makati, Metro Manila ) S.S.  
**MAKATI, METRO MANILA**

BEFORE ME, a notary public this JAN 4 1978 day of JANUARY at the above stated municipality personally appeared the following:

Ang, Ngo Chiong	Res. Cert. A-835485	1-24-77	G.C.
Ang, Un Bon	Res. Cert. A-835460	1-10-77	G.C.
Tan, Reynaldo	Res. Cert. A-279016	1-3-77	Mia
Tan, Caktiong Tony	Res. Cert. A-835461	1-3-77	G.C.
Ang, Cho Sit	Res. Cert. A-835512	1-3-77	G.C.

REPRODUCED TRUE COPY  
 Y. G. [Signature]  
 Notary Public  
 W. D. ARAD Date Issued: 0 2078

all known to me to be the same persons who executed the foregoing Articles of Incorporation, and each of them acknowledged to me that the same is their free act and voluntary deed and sworn to the truth thereof.

WITNESS MY HAND and SEAL hereto affixed this JAN 4 1978 day of 1978 in the municipality of Pasig, Metro Manila, Philippines.

NOTARY PUBLIC  
PASIG, METRO MANILA

*Zacarias Y. Lures*  
**ZACARIAS Y. LURES**  
NOTARY PUBLIC  
UNTIL DEC. 31, 1978  
TAX 1227-454-1  
PTR # 7881909  
JAN. 12, 1977, MKTI

Doc. No. 1836  
Page No. 16  
Book No. XVII  
Series of 1978



**CERTIFIED TRUE COPY** 1  
Page 5 of 6 pages  
Verified by: E. ABAD Date Issued: \_\_\_\_\_

TREASURER'S AFFIDAVIT

REPUBLIC OF THE PHILIPPINES )  
Pasig, Metro Manila ) S.S.

ANG UN BON, of legal age, Filipino, married and resident of 663  
E. de los Santos, Quezon City, Philippines after duly sworn to in accor-  
dance with law depose and says;

THAT in the 8th day of December 1977 she was elected by the subs-  
cribers named in the foregoing articles of incorporation as Treasurer of  
the corporation to act as such until her successor has been elected and  
qualified in accordance with the By-Laws of the corporation, and that  
as such Treasurer she was authorized by the subscribers to received for  
the corporation all subscription paid in by the subscribers for the ca-  
pital stock of the total authorized capital stock one hundred twenty  
thousand share (120,000) worth One Million two hundred thousand pesos  
(P1,200,000.00) Philippine Currency, has been actually subscribed and  
that of the said subscription Three Hundred Thousand Pesos (P300,000.00)  
Philippine Currency, in cash has been actually received by her for the be-  
nefit and to the credit of the corporation, and that at least twenty per-  
centum of authorized number of shares of capital stock has been subscribed  
and at least twenty five percentum of said subscription has actually been  
transferred to her for the benefit and to the credit of the corporation.

**JAN 4 1978**

Pasig, Metro Manila, Philippines

*[Signature]*  
ANG UN BON

SUBSCRIBED AND SWORN to before me this **JAN 4 1978** of December  
1977 at **PASIG, METRO MANILA**, Philippines, affiant exhibiting her  
Residence Certificate No. **93546** issued at **Pasig** on  
**1-10-77**.

*[Signature]*  
**ZACARIAS Y LURES**  
NOTARY PUBLIC  
UNTIL DEC 31 1978  
TAN 1227-484-1  
PTR# 7881909  
JAN. 12. 1977, MKTI

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*[Handwritten notes and stamps]*  
D. ABAD