REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills,
City of Mandaluyong, Metro Manila

COMPANY REG. NO. CS200319138

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

ALLIANCE SELECT FOODS INTERNATIONAL, INC.
(Amending Article VII thereof)

copy annexed, adopted on June 14, 2011 and August 01, 2011 by a majority vote of the Board of Director and by the vote of the stockholders owning or representing more than 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 Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 25th day of November, Twenty Eleven.

BENITO A. CATARAN
Director
Company Registration and Monitoring Department

DS/2010
11722989
11-29-11

AMENDED ARTICLES OF INCORPORATION

OF

ALLIANCE SELECT FOODS INTERNATIONAL, INC.
formerly Alliance Tuna International, Inc.

Know All Men By These Presents:

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

THAT WE HEREBY CERTIFY:

FIRST: That the name of this corporation shall be:

ALLIANCE SELECT FOODS INTERNATIONAL, INC.
(As amended by the Board of Directors in their meeting held on May 26, 2010 and approved by the stockholders in their meeting held on July 1, 2010)

SECOND: A. That the primary purpose of this corporation is to engage in the business of manufacturing, canning, preserving, preparing, processing, packing, repacking, trading on a wholesale basis, marketing, distributing, importing, exporting, shipping and selling food products such as marine, aquaculture, agriculture, and meat products, their by-products, other products with food base or their derivatives or those analogous or similar food products of every class and description, fresh, processed, preserved or otherwise, and all food and other preparations; to own, acquire, pledge, buy, sell, convey, assign and transfer, food products such as marine, aquaculture, agriculture, and meat products, their by-products, other products with food base or their derivatives or those analogous or similar food products of every class and

description, fresh, processed, preserved or otherwise, goods and merchandise of every kind or description which may be incidental in carrying out the business of the corporation.

and IN FURTHERANCE of the foregoing purposes:

1. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the Corporation and in accordance with Philippine laws.

2. To borrow or raise money necessary to meet the financial requirements of its business by issuances of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust, or lien upon the properties of the Corporation or to issue pursuant to law, shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the Corporation or for money borrowed in the prosecution of its lawful activities;

3. To invest and deal with the money and properties of the Corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the Corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;

4. To aid in any manner any corporation, association, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, and securities, evidences of indebtedness, contracts or obligations of which are held by or for the Corporation;

5. To enter into any lawful arrangement for sharing profits, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the Corporation;

6. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to the business of the Corporation;

7. To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and. business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within and/or outside the Philippines;

8. To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation; and

9. To make and alter all kinds of investments and make mortgage loans or with any kind of guarantee to make monetary investments; in whatever may be necessary or incidental to the business of the Corporation, guarantee in behalf of the Corporation, solely or jointly, any debt, obligation or loan of any of its subsidiary companies or any other company where it has an interest, or mortgage, pledge or encumber the properties and assets of the Corporation for stated purposes. *(As amended by the Board of Directors in their meeting held on May 26, 2010 and approved by the stockholders in their meeting held on July 1, 2010)*

B. That the corporation shall have all the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

THIRD: That the place where the principal office of the corporation is to be established is at:

Suite 1205, East Tower, Philippine Stock Exchange Centre,
Exchange Road, Ortigas Center, Pasig City, Metro Manila.

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

FIFTH: That the names, nationalities, and residences of the incorporators are as follows:

Name	**Nationality**	**Residence** (Complete Address)
Alvin Y. Dee	Filipino	1205 East Tower PSEC, Ortigas Center, Pasig City
Jonathan Y. Dee	Filipino	1205 East Tower PSEC, Ortigas Center, Pasig City
Joanna Dee-Laurel	Filipino	1205 East Tower PSEC, Ortigas Center, Pasig City
Teresita S. Ladanga	Filipino	1205 East Tower PSEC, Ortigas Center, Pasig City
Arak Ratboriharn	Thai	3300/12 Elephant Tower, Tower A 14/F, Phaholyothin Road, Chatujak, Bangkok, Thailand

SIXTH: That the number of directors of the corporation shall be seven (7), two (2) of whom shall be independent; *(As amended on June 6, 2006)*

SEVENTH: That the authorized capital stock of the corporation is ONE BILLION FIVE HUNDRED MILLION PESOS (Php1,500,000,000.00) in lawful money of the Philippines, divided into One Billion Five Hundred Million (1,500,000,000) shares, with the par value of One Peso (Php1.00) per share. *(As amended on January 19, 2004, December 14, 2005 and further amended on June 6, 2006, August 8, 2007 & August 1, 2011)*

No stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital or its treasury stock. (As amended on June 6, 2006.)

EIGHT: That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:

Name	Nationality	No. of shares Subscribed	Amount Subscribed	Amount Paid
Alvin Y. Dee	Filipino	20,000	P 20,000.00	P 20,000.00
Jonathan Y. Dee	Filipino	20,000	20,000.00	20,000.00
Joanna Dee-Laurel	Filipino	19,999	19,999.00	19,999.00
Teresita S. Ladanga	Filipino	1	1.00	1.00
Arak Ratboriharn	Thai	340,000	340,000.00	40,000.00
Total		**400,000**	**P 400,000.00**	**P 100,000.00**

NINTH: That JOANNA DEE-LAUREL has been elected by the subscribers 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, she has been authorized to receive for and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.

TENTH: That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

IN WITNESS WHEREOF, we have set our hands this 25th day of August 2003 at Pasig City, Metro Manila.

(Sgd.)
ALVIN Y. DEE

(sgd.)
JONATHAN Y. DEE

(Sgd.)
JOANNA DEE-LAUREL

(sgd.)
TERESITA S. LADANGA

(Sgd.)
ARAK RATBORIHARN

WITNESSES:

(Sgd.) (Sgd.)

ACKNOWLEDGMENT

Republic of the Philippines }S.c.
Pasig City }

BEFORE ME, a Notary Public in and for Pasig City, Philippines, this 25th day of August, 2003 personally appeared:

Name	Comm. Tax Cert. No.	Date & Place Issued
Alvin Y. Dee	02191479	01.06.03/Mandaluyong City
Jonathan Y. Dee	02191480	01.06.03/Mandaluyong City
Joanna Dee-Laurel	02191481	01.06.03/Mandaluyong City
Teresita S. Ladanga	23421483	03.26.03/Marikina City
Arak Ratboriharn	Passport # E545253	12.02.02/Bangkok, Thailand

all known to me and to me known to be the same persons who executed the foregoing Article of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

(Sgd.)
MARIA ROSARIO Z. DEL ROSARIO
Notary Public Until December 31, 2004
PTR No. 1589324; Pasig City; 4-09-03
IBP No. 584900; Rizal Chapter; 3-12-03

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