



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

COMPANY REG. NO. A200000652

**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

CYBERZONE PROPERTIES, INC.

[Amending Article III thereof.]

copy annexed, adopted on May 30, 2014 by 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 Corporate 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 (GBED), 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 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 set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 10th day of April, Twenty Fifteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department



COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

A 2 0 0 0 0 - 0 0 0 5 2

Former Company Name

CYBERZONE PROPERTIES, INC.

**AMENDED TO:
New Company Name**

Principal Office (No./Street/Barangay/City/Town)Province)

FAI ADMINISTRATION BLDG. ALABANG
 ZAPOTE ROAD FIVINVEST CORP. CITY
 ALABANG MUNTINLUPA CITY

COMPANY INFORMATION

Company's Email Address:

Company's Telephone Number/s: 918-81-88

Company's Facsimile Number/s:

CONTACT PERSON INFORMATION

Name of Contact Person: ATTY. SHARON PROCALINGO-REQUIERO

Email Address:

Telephone Number/s: 918-81-88 - Wx-6124

Facsimile Number/s:

Contact Person's Address

10th Floor, FINVEST BUILDING # 7A ENSA HIGHWAY HUK MANDALUYONG CITY

To be accomplished by CRMD Personnel

Assigned Processor _____

Date

Signature

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

AMENDED
ARTICLES OF INCORPORATION
OF
CYBERZONE PROPERTIES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal ages, citizens and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of said Corporation shall be:

CYBERZONE PROPERTIES, INC.

SECOND: That the purposes for which said corporation is formed are:

PRIMARY PURPOSE

To acquire by purchase, lease, donation or otherwise, and/or to own, use, improve, develop, subdivide, sell, mortgage, exchange, lease, develop and hold for investment or otherwise, deal in real estate of all kinds, nature and purpose and/or any interest or right therein, whether improved or not, erect, construct, enlarge, alter, improve, develop, manage, lease, deal in, or otherwise dispose of commercial, business, residential, recreational complexes, buildings, houses, apartments, and other structures and immovables or whatever kind, together with their appurtenances.

SECONDARY PURPOSE

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;

2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance 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 business;

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, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;

5. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, reciprocal concession or cooperation, with any corporation, association, partnership, syndicate, entity, persons 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 this 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 any of the objects 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 with any real and personal property anywhere within the Philippines;

8. To conduct and transact any and all lawful business, 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 the 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 or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

THIRD: That the place where the principal office of the corporation is to be established or located is at 5th – 7th Floors Vector One Building, Northgate Cyberzone, Filinvest City, Alabang, Muntinlupa City. *(As amended by the Board of Directors and stockholders representing at least 2/3 of the outstanding capital stock of the Corporation during the joint meeting held on May 30, 2014)*

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, nationalities and residences of the incorporators of said Corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
JOSEPH M. YAP	Filipino	766 cor. Harvard and Princeton St., Wack-Wack Subd., Mandaluyong City
EFREN M. REYES	Filipino	125 Cardinal Street, Moonville Subdivision, Parañaque, Metro Manila
DANTE T. RAMOS	Filipino	173 P. Gomez Street, San Juan, MM
CONCEPCION T. FERNANDEZ	Filipino	173 P. Gomez Street, San Juan, MM
RICARDO G. VILLAROSA	Filipino	173 P. Gomez Street, San Juan, MM

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

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
JOSEPH M. YAP	Filipino	766 cor. Harvard and Princeton St., Wack-Wack Subd., Mandaluyong City
EFREN M. REYES	Filipino	125 Cardinal Street, Moonville Subdivision, Parañaque, Metro Manila
DANTE T. RAMOS	Filipino	173 P. Gomez Street, San Juan, MM
CONCEPCION T. FERNANDEZ	Filipino	173 P. Gomez Street, San Juan, MM
RICARDO G. VILLAROSA	Filipino	173 P. Gomez Street, San Juan, MM

SEVENTH: That the authorized capital stock of said corporation is TWO BILLION PESOS (P 2,000,000,000.00) Philippines Currency, and said capital stock is divided into TWO BILLION (2,000,000,000.00) shares, with a par value of One Peso (P1.00) each. (*as amended on February 1, 2006*).

EIGHTH: That the amount of said capital stock which has been actually subscribed is Twenty Five Million Pesos (P25,000,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

<u>Name</u>	<u>Nationality</u>	<u>No. of Shares</u>	<u>Amount Subscribed</u>
Filinvest Alabang, Inc.	Filipino	24,999,995	24,999,995
Joseph M. Yap	Filipino	1	1
Efren M. Reyes	Filipino	1	1
Dante T. Ramos	Filipino	1	1
Concepcion T. Fernandez	Filipino	1	1
Ricardo G. Villarosa	Filipino	<u>1</u>	<u>1</u>
		25,000,000	P 25,000,000.00

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

<u>Name</u>	<u>Amount Paid</u>
Filinvest Alabang, Inc.	P 24,999,995
Joseph M. Yap	1
Efren M. Reyes	1
Dante T. Ramos	1
Concepcion T. Fernandez	1
Ricardo G. Villarosa	<u>1</u>
	P 25,000,000

TENTH: That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed or permitted to be recorded in the books of the corporation. This restriction shall be printed or indicated in all the certificates of stock to be issued by the corporation.

ELEVENTH: That Joseph M. Yap has been elected by the subscribers as Treasurer of the corporation to act as such until his successor is duly elected and shall have qualified in accordance with the by-Laws; and that, as such Treasurer, he has been authorized to receive for the corporation and to issue in its name receipts for all subscriptions paid in by said subscribers.

TWELFTH: 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 to it.

IN WITNESS WHEREOF, we have hereunto set our hands this 13th day of January, 2000 at San Juan, M. M., Philippines.

(Sgd.) JOSEPH M. YAP

(Sgd.) EFREN M. REYES

(Sgd.) DANTE T. RAMOS

(Sgd.) CONCEPCION T. FERNANDEZ

(Sgd.) RICARDO G. VILLAROSA

SIGNED IN THE PRESENCE OF:

Illegible

Illegible

ACKNOWLEDGMENT

Republic of the Philippines)

) S.S

BEFORE ME, a Notary Public in and for Manila, Philippines this 13th day of January, 2000, personally appeared:

<u>Name</u>	<u>Comm. Tax Cert. No.</u>	<u>Date/Place Issued</u>
Joseph M. Yap	173209010	2-19-99/San Juan
Dante T. Ramos	17333392	4-15-99/San Juan
Efren M. Reyes	05799071	4-12-99/Paranaque
Concepcion T. Fernandez	17321161	2-19-99/San Juan
Ricardo G. Villarosa	1731162	2-19-99/San Juan

all known to me and to me known to be the same persons who executed the foregoing Articles 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.

Doc. No. 270;
Page No. 55;
Book No. 1;
Series of 2000.

(Sgd) Barbara Aleli C. Hernandez
Notary Public
Until December 31, 2000
PTR 2641340/1-20-99/San Juan
IBP 465010 10-02-99/Quezon City


Republic of the Philippines)
Mandaluyong City) S.S.

SECRETARY'S CERTIFICATE

I, **SHARON P. PAGALING-REFUERZO**, of legal age, married, a resident of #26 Franc Street, CBE Town, Pasong Tamo, Quezon City, being duly sworn, depose and state that:

1. I am the duly elected and qualified Corporate Secretary of Cyberzone Properties, Inc. (the "Corporation"), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at Metro Manila.
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

Mandaluyong City, 13th day of November 2014.

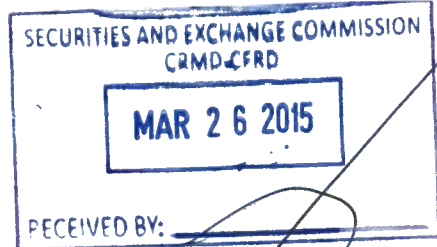

SHARON P. PAGALING-REFUERZO
Corporate Secretary

NOV 13 2014
SUBSCRIBED AND SWORN to before me on this ___ day of November 2014 in Mandaluyong City, Philippines, affiant exhibiting to me her Driver's License with No. A10-10-000513, bearing her photograph and signature, and valid until June 18, 2015.

Doc. No. 267
Page No. 52
Book No. 49
Series of 2014.

File No. 1.19
SC_CPI_SEC Certification/SPR

Notary Public
JOVEN GÓNEZ SEVILLANO
NOTARY PUBLIC
COMMISSION NO. 0285-13 UNTIL DECEMBER 31, 2014
ROLL NO. 53970
IBP LIFETIME NO. 011302 RIZAL
PTR NO. 1944131; 1-3-14; MANDALUYONG
MCLE COMPLIANCE NO. IV-0014990 23 APRIL 2013
METRO MART COMPLEX, MANDALUYONG CITY



DIRECTORS' CERTIFICATE


KNOW ALL MEN BY THESE PRESENTS:

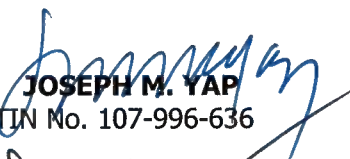
We, the undersigned majority of the Board of Directors and the Corporate Secretary of **CYBERZONE PROPERTIES, INC.** (the "Corporation"), do hereby certify that the Articles of Incorporation of said Corporation was amended by a majority vote of the directors and the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on May 30, 2014 at the principal office of the Corporation.

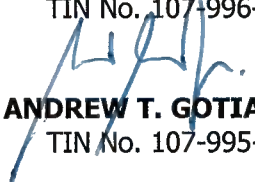
The amended provision of the attached Amended Articles of Incorporation refers to the Third Article:

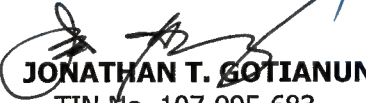
"THIRD: That the place where the principal office of the corporation is to be established or located is at 5th - 7th Floors Vector One Building, Northgate Cyberzone, Filinvest City, Alabang, Muntinlupa City."

IN WITNESS WHEREOF, we have hereunto signed this Certificate this JUN 23 2014 day of _____, 2014 at QUEZON CITY.


JOSEPHINE G. YAP
TIN No. 107-996-643


JOSEPH M. YAP
TIN No. 107-996-636


ANDREW T. GOTIANUN JR.
TIN No. 107-995-667


JONATHAN T. GOTIANUN
TIN No. 107-995-683



EFREN M. REYES
TIN No. 107-996-339


SHARON P. PAGALING-REFUERZO
Corporate Secretary
TIN No. 244-453-789

SUBSCRIBED AND SWORN to before me this JUN 23 2014 in QUEZON CITY by the above-named persons who exhibited to me their TIN as follows:

Name	TIN	Place/Date of Issue
Josephine G. Yap	107-996-643	
Joseph M. Yap	107-996-636	
Andrew T. Gotianun, Jr.	107-995-667	
Jonathan T. Gotianun	107-995-683	
Efren M. Reyes	107-996-339	
Sharon P. Pagaling-Refuerzo	244-453-789	

Doc. No. 290
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Book No. 30
Series of 2014.


ATTY. RAMIRO S. OSORIO
Notary Public for Quezon City
Until December 31, 2015
IBP Lifetime No. 01683 / 1-4-00 / Quezon City
PTR No. 9043357 / Quezon City / 1-2-14
Roll No. 35267 / MCLE Com. IV-0002955