

REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. AS96004967

**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

KOLIN MARKETING, INC.
(Amending Article III thereof)

copy annexed, adopted April 05, 2018 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 (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 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 Pasay City, Metro Manila, Philippines, this 26th day of June, Twenty Eighteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amendment

SEC Registration Number

A S O 9 6 0 0 4 9 6 7

Former Company Name

K O L I N M A R K E T I N G I N C

AMENDED TO:
New Company Name

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

K o l i n B l d g E D S A c o r
M a g a l l a n e s A v e M a g a l l a n e s
V i l l a g e M a k a t i C i t y

COMPANY INFORMATION

Company Email Address

Company's Telephone Number/s

Company's Facsimile Number/s

Name of Contact Person

Cayanga, Zuniga & Angel Law Off.

CONTACT PERSON INFORMATION

Email Address

Telephone Number/s

810-0430

Facsimile Number/s

Contact Person's Address

Rm. 201, One Corporate Plaza, 845 Arnaiz Ave., Legaspi Village, Makati City

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

Document I.D.

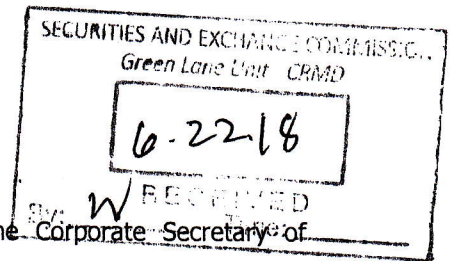
Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

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

DIRECTORS' CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

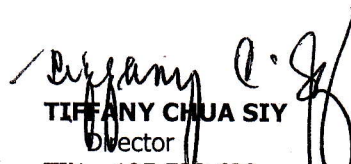
We, the undersigned majority of the directors and the ~~Corporate Secretary~~ of **KOLIN MARKETING, INC.,** do hereby certify that the Articles of Incorporation of said corporation was amended by a majority vote of the directors and the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on **April 5, 2018** at the principal office of the corporation.

The amended provisions of the attached Amended Articles of Incorporation refer to

ARTICLE THIRD

We further certify, that the attached document is a true and correct copy of the Amended Articles of Incorporation of the above-mentioned Corporation.

In witness whereof, we have hereunto signed this certificate this _____ day of **MAY 10 2018**, 20____, at **MAKATI CITY**.


TIFFANY CHUA SIY
Director
TIN - 105-728-629


LE SIANG CHUA YAP
Director
TIN - 107-885-488


VICHELLI CHURCHILL TAN SAY
Director
TIN - 187-740-266


EFRENILO M. CAYANGA
Director
TIN - 105-345-898

COUNTERSIGNED:


TIFFANY CHUA SIY
Chairman of the Meeting


EFRENILO M. CAYANGA
Corporate Secretary
TIN - 105-345-898

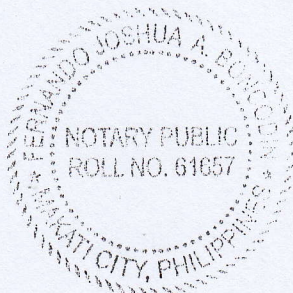
Page 2
Directors' Certificate
Amending Art. Third
Kolin Marketing, Inc.

SUBSCRIBED AND SWORN to before me this MAY 10 2018 day of 2018 at Makati City, affiants exhibiting to me their:

<u>Name</u>	<u>Name of ID</u>	<u>Date of Issue</u>
Tiffany Chua Siy	TIN No. 105-728-629	
Le Siong Chua Yap	TIN No. 107-885-488	
Vichelli Churchill Tan Say	TIN No. 187-740-266	
Efrenilo M. Cayaña	TIN No. 105-345-898	

WITNESS MY HAND AND SEAL on the date and place first above-written.

Doc. No. 568
Page No. 114
Book No. 1
Series of 2018.



Fernando Joshua A. Boncodin
FERNANDO JOSHUA A. BONCODIN
Notary Public for Makati City
Comm. No. 64-52 until December 31, 2019
PTR No. 0067609, 0164858; Makati City
IBP Lifetime No. 017972709017; Camarines Sur
Roll No. 01637
2/F One Corporate Plaza, 845 Ainalz Ave.,
Legaspi Village, Makati City

SEC EXPRESS LANE

AMENDED
ARTICLES OF INCORPORATION
OF

KOLIN MARKETING, INC.

Name of Corporation

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, 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 the said corporation shall be:

KOLIN MARKETING, INC.

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

PRIMARY PURPOSE

To engage in, conduct and carry on the business of selling, dealing in, purchase and sale, and delivery of goods, wares, merchandise and other products, including but not limited to consumer items, articles and commodities of personal and household use and consumption, goods manufactured locally or imported, and such commodities, materials, provisions, produce and articles of commerce of every kind and description.

No. _____

Note: (There should only be one Primary Purpose)

SECONDARY 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.

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 lieu 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,

Supplementary to Charter

Charter of the City of San Francisco

[Signature]

[Signature]

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 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 of agencies and to carry on any of 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 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 Kolin Building, No. 1854 Sta. Rita Street, Brgy. Guadalupe Nuevo, Makati City 1212

(as Amended on April 5, 2018)

Copy of the

Chia-yee. de la Cruz

JP

143110

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>Residence</u>
JONATHAN C. GO	Filipino	# 96 10th St., New Manila, Quezon City
LE SIONG CHUA YAP	Filipino	# 50 Isarog St. cor. Ma. Clara St., La Loma, Quezon City
TIFFANY CHUA	Filipino	# 6 Apo st., Quezon City
VICHELLI CHURCHILL TAN SAY	Filipino	# 13 Roosevelt St. West Greenhills, San Juan, Mla.
EFRENILO M. CAYANGA	Filipino	2/F One Corporate Plaza, Pasay Rd., Makati City

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>Residence</u>
JONATHAN C. GO	Filipino	# 96 10th St., New Manila, Quezon City
LE SIONG CHUA YAP	Filipino	# 50 Isarog St. cor. Ma. Clara St., La Loma, Quezon City
TIFFANY CHUA	Filipino	# 6 Apo st., Quezon City
VICHELLI CHURCHILL TAN SAY	Filipino	# 13 Roosevelt St. West Greenhills, San Juan, Mla.
EFRENILO M. CAYANGA	Filipino	2/F One Corporate Plaza, Pasay Rd., Makati City

Jonathan C. Go
Le Siong Chua Yap
Tiffany Chua
Vichelli Churchill Tan Say
Efrenilo M. Cayanga

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SEVENTH: That the authorized capital stock of said corporation is ONE MILLION Pesos (P1,000,000.00) Philippine Currency, and said capital stock is divided into TEN THOUSAND FIFTY THOUSAND shares (250,000) with a par value of ONE HUNDRED Pesos (P 100.00) each.

EIGHT: That the amount of said capital stock which has been actually subscribed is TWO HUNDRED FIFTY THOUSAND Pesos (P 250,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

Name	Citizenship	No. of shares	Amount subscribed
JONATHAN C. GO	Filipino	875	P87,500.00
LE SIONG CHUA YAP	Filipino	850	85,000.00
TIFFANY CHUA	Filipino	375	37,500.00
VICHELLI CHURCHILL TAN SAY	Filipino	375	37,500.00
EFRENILO M. CAYANGA	Filipino	25	2,500.00
		2,500	P250,000.00
		VVVVV	VVVVVVVVVVV

Tiffany Chua
Chua Yap Le Siong T.
GP

143110

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>
JONATHAN C. GO	P21,900.00
LE SIONG CHUA YAP	21,200.00
TIFFANY CHUA	9,400.00
VICHELLI CHURCHILL TAN SAY	9,400.00
EFRENILO M. CAYANGA	600.00

P62,500.00
VVVVVVVVVV

Chung-yee Le Siong T. Sipping & Son

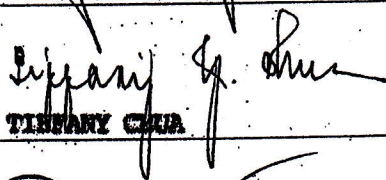
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TENTH: That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall 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.

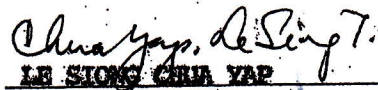
ELEVENTH: That LE SIONG CHUA YAP has been elected by the subscribers as Treasurer of the corporation to act as such until his/her successor is duly elected and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he/she has been authorized to receive for the corporation, and to issue in its name receipts for, all subscriptions paid in by the subscribers.

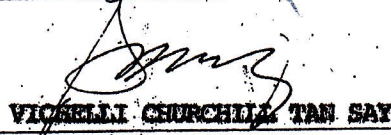
IN WITNESS WHEREOF, we have hereunto set our hands, this MAY 07 1996 day of , 19 at MAKATI CITY Philippines.


JONATHAN C. GO


TIFFANY CHUA


ERENILO M. CAYANGA


LE SIONG CHUA YAP


VICELLI CHURCHILL TAN SAY

143110

Signed in the presence of:

[Signature] [Signature]

ACKNOWLEDGEMENT

Republic of the Philippines)
MAKATI CITY) S.S.

BEFORE ME, a Notary Public in and for MAKATI CITY Philippines,
this _____ day of MAY 07 1996, 19____ personally appeared:


<u>Name</u>	<u>Res. Cert. No.</u>	<u>Date & Placed Issued</u>
JONATHAN C. GO	14263070	3/18/96 - Makati City
LE SIONG CHUA YAP	13343050	2/26/96 - Quezon City
TIFFANY CHUA	12149542	1/21/96 - Makati City
VICHELLI CHURCHILL TAN SAY	8097984	4/08/96 - Manila
EFRENILLO M. CAYANGA	18927485	4/03/96 - Baguio City

[Signature]

*Copy of the
Signature of the
Notary Public
Chia Yee de Sept.*

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.


BENJAMIN C. ANGEL
NOTARY PUBLIC
UNTIL DECEMBER 31, 1996
PTR # 2492148
MAKATI, M.M.

Doc. No. 183 :
Page No. 38 :
Book No. 1 :
Series of 1996 :

Chavez de Sigt.
Sigurny J. An



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

COMPANY REGISTRATION AND MONITORING DEPARTMENT

IN THE MATTER OF

KOLIN MARKETING, INC.

: FOR THE VIOLATION OF THE
: CORPORATION CODE OF THE PHILIPPINES
: AND THE SEC GUIDELINES ON
: REPORTORIAL REQUIREMENTS

SEC Registration No. AS96004967

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CONFIRMATION OF PAYMENT OF FINES

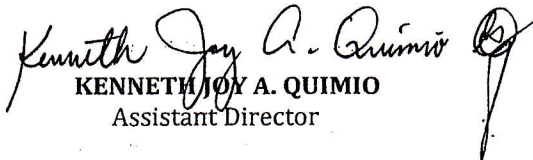
The KOLIN MARKETING, INC. registered on May 4, 1996 violated for the second time, SEC Memorandum Circular No. 8, Series of 2009 (i.e. Material Deficiency in its 2017 Audited Financial Statements).

The corporation was directed to pay a total fine of P 4,000.00 paid on June 5, 2018 under Official Receipt No. 1663658.

This serves as a confirmation that the corporation has paid the fines for its failure to comply with the above-stated requirements. However, in case the corporation is subject of a complaint or investigation by the Commission or any party, the computation of penalty may be for years, earlier than five (5) years and imposition of fine shall also be made if warranted.

It is warned that if the corporation commits a similar violation in the future, the Commission shall be constrained to impose heavier penalties on the corporation and/or its responsible officers.

Pasay City, Philippines. 13 June 2018.


KENNETH JOY A. QUIMIO
Assistant Director

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **EFRENILO M. CAYAÑA**, of legal age, with office address at Rm. 201, One Corporate Plaza, 845 Arnaiz Ave., Legaspi Village, Makati City, being duly sworn, depose and state that:

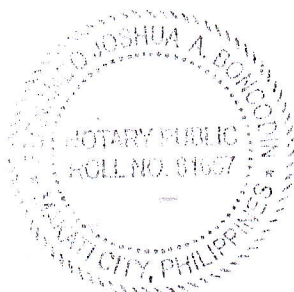
1. I am the duly elected and qualified Corporate Secretary of **KOLIN MARKETING, INC.**, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with offices and place of business at the Kolin Bldg., EDSA cor. Magallanes Ave., Magallanes Village, Makati City;
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 or its duly elected and/or appointed directors or officers or vice-versa.

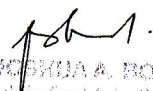
Makati City, MAY 10 2018, 2018.


EFRENILO M. CAYAÑA
Corporate Secretary

MAY 10 2018
SUBSCRIBED AND SWORN to before me in the City of Makati this ____ day of May, 2018, affiant, personally known to me, who is the same person who personally signed before me the foregoing Secretary's Certificate and acknowledged that he executed the same.

Doc. No. 109;
Book No. 114
Page No. 1;
Series of 2018




FERNANDO JOSHUA A. BONCODIN
Notary Public for Makati City
Comm. No. 0440, dated the 31st of March, 2019
PTA No. 0007608, dated 01/01/19, Makati City
ISP License No. 017477, issued 01/17/17, Camarines Sur
P.O. Box 61707
2/F One Corporate Plaza, 845 Arnaiz Ave.,
Legaspi Village, Makati City