



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. 175222

**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

VIVANT CORPORATION

[Amending Articles II Secondary Purposes & III thereof.]

copy annexed, adopted on June 26, 2015 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 Mandaluyong City, Metro Manila, Philippines, this 7th day of July, Twenty Fifteen.


FERDINAND B. SALES

Director

Company Registration and Monitoring Department



COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDED ARTICLES OF INCORPORATION

SEC Registration Number

1 7 5 2 2 2

P.S.E. Control Number

F 0 - 0 5 0

Company Name

V I V A N T C O R P O R A T I O N

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

U N I T 9 0 7 - 9 0 8 A Y A L A L I F E - F G U

C E N T E R , M I N D A N A O A V E N U E

C O R N E R B I L I R A N R O A D , C E B U

B U S I N E S S P A R K , B A R A N G A Y L U Z ,

C E B U C I T Y , P H I L I P P I N E S 6 0 0 0

Company's Telephone Number/s

(032) 2342256

Contact Person

ATTY. CHRISTINE GRACE E. ZAMORA

Contact person's Telephone Number

(032) 2320253

Contact Person's Address

Unit 1501-1502, FGU Building, Cebu Business Park, Cebu 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

VIVANT CORPORATION
(FORMERLY: PHILSTAR.COM, INC.)
(As amended on January 10, 2003)

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:

VIVANT CORPORATION
(FORMERLY: PHILSTAR.COM, INC.)
(As amended on January 10, 2003)

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

PRIMARY PURPOSE

To invest in, purchase, or otherwise acquire and own, hold, develop, use, sell, lease, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of, real and personal property, of every kind and description, including buildings, apartments, shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations, domestic or foreign, for whatever lawful

~~purpose or purposes the same may have been organized and to pay therefor in money or by exchanging therefor stocks, bonds, or other evidences of indebtedness or securities of this or any other corporation, and while the owner or holder of any such real and personal property, stocks, bonds, debentures, contracts or obligations, to receive, collect and dispose of the interest, dividends and income arising from such property, and to possess and exercise in receipt thereof all the rights, powers and privileges of ownership, including all voting powers of any stock so owned; except, management of fund securities portfolios and other similar assets of the managed entity. (As amended on 30 July 2003 by the Board and 24 September 2003 by the stockholders.)~~

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, 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, including the issuance of third party accommodations, surety, guarantees or otherwise, lending of its credit to its subsidiaries and affiliates, and for the purpose of securing any of its obligations or contracts, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts or obligations or which are held by or for this corporation, directly or indirectly or through other corporations or otherwise; *(As amended on Jun 24, 2015)*
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, 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 purpose 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 of all 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 properties anywhere within the Philippines;

8. To distribute the surplus profits of the corporation to the stockholders thereof in kind, namely properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to this corporation; and

9. 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. *d*

THIRD: That the place where the principal office of the corporation is to be established or located is at Unit 907-908, Ayala Life-FGU Center, Mindanao Avenue Corner Biliran Road, Cebu Business Park, Barangay Luz, Cebu City, Philippines 6000. (As amended on December 20, 2002; As further amended on June 26, 2015)

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 incorporations of said corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
JOSE A. CONCEPCION III	Filipino	12 Talisay Road, North Forbes Park, Makati City
EDGARDO A. GARCIA	Filipino	22 Flamingo Street, Quezon City

JOHN A. CONCEPCION	Filipino	11 Tanguile Road, Makati City
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LAURO B. RAMOS	Filipino	Lot 23, Block 23, Fonsettias St., La Colina Subd., Antipolo Valley Homes, Antipolo, Rizal
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CORAZON R. MARTINEZ	Filipino	12 Tyrone St. Tierra Pura Subd. Quezon City
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SIXTH: That the number of directors of said corporation shall be ELEVEN (11) 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: *(As amended on September 30, 2004.)*

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
JOSE A. CONCEPCION III	Filipino	12 Talisay Road, North Forbes Park, Makati City
EDGARDO A. GARCIA	Filipino	22 Flamingo Street, Quezon City
JOHN A. CONCEPCION	Filipino	11 Tanguile Road, Makati City
LAURO B. RAMOS	Filipino	Lot 23, Block 23, Fonsettias St., La Colina Subd., Antipolo Valley Homes, Antipolo, Rizal
CORAZON R. MARTINEZ	Filipino	12 Tyrone St. Tierra Pura Subd. Quezon City

ANTONIO DING	Filipino	Pioneer St., Mandaluyong City
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ZENAIDA D. ARCE	Filipino	44 Sampaguita St., Pasig City
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SEVENTH: That the authorized capital stock of the said Corporation is TWO BILLION PESOS (P2,000,000,000.00), Philippine Currency, (*As amended on February 24, 2003*) and said capital stock is divided into TWO BILLION (2,000,000,000) common shares with a par value of Php 1.00 each. (*As amended on September 30, 2004*)

EIGHT: 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:

Name	Citizenship	No. of Shares Subscribed	Amount
RFM CORPORATION	Filipino	149,995	P14,995,000.00
TRIPLE EIGHT, INC.	Filipino	25,000	2,500,000.00
HORIZON'S REALTY, INC.	Filipino	25,000	5,500,000.00
JOSE A. CONCEPCION,III	Filipino	1	100.00
JOHN A. CONCEPTION	Filipino	1	100.00
LAURO B. RAMOS	Filipino	1	100.00
CORAZON R. MARTINEZ	Filipino	1	100.00
ANTONIO DING	Filipino	1	100.00
PEDRO A. GARCIA	Filipino	1	1,249,900.00
EDGARDO A. GARCIA	Filipino	1	100.00
ZENAIDA D. ARCE	Filipino	1	1,250,000.00
EULALIO C. ARCE	Filipino	12,500	500,000.00

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

SECRETARY'S CERTIFICATE

I, **JESS ANTHONY N. GARCIA**, Filipino, of legal age and with office address at Suite 1501-1502 Ayala Life-FGU Center, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, Philippines, after having been duly sworn in accordance with law hereby depose and state that:

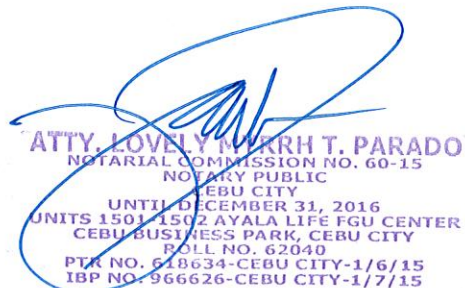
1. I am the duly elected Corporate Secretary of **VIVANT CORPORATION**, a corporation duly organized and existing pursuant to and under the laws of the Republic of the Philippines, with principal business address at Suite 907 Ayala Life-FGU Center, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City (the "Company").
2. I have no personal knowledge of any pending action or proceeding involving an intra-corporate dispute and claim by any person or group against the Board of Directors as a group, individual directors and/or major corporate officers as such duly elected or appointed directors or officers, and vice-versa;
3. No action has been filed or is pending before any Court or tribunal involving an intra-corporate dispute or claim by any person or group against the directors, officers or stockholders of the Company;
4. The foregoing are in accordance with the records of the Company.


JESS ANTHONY N. GARCIA
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in the City of Cebu, this JUN 08 2015, at Cebu City, Philippines. Affiant, who is personally known to me, personally exhibited to me his Passport No. EB1938910, which expires on February 16, 2016 and issued at DFA Cebu, Philippines, as competent proof of his identity.

Witness my hand and notarial seal.

Doc. No. 272 ;
Page No. 55 ;
Book No. IV ;
Series of 2015.



**DIRECTORS' CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION**

OF

VIVANT CORPORATION



We, the undersigned, being the Chairman, the Corporate Secretary and at least a majority of the Board of Directors of **VIVANT CORPORATION** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at Unit 907, Ayala Life-FGU Center, Mindanao Avenue, Corner Biliran Road, Cebu Business Park, Cebu City, do hereby certify that:

1. The following Article in the Articles of Incorporation of the Corporation was amended by an affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock during the special stockholders meeting held at the principal office of the Corporation on June 26, 2015:

SECOND PURPOSES

XXXXXXXXXX

4. To aid in any manner any corporation, association, or trust estate, domestic or foreign, or any firm or individual, including the issuance of third party accommodations, surety, guarantees or otherwise, lending of its credit to its subsidiaries and affiliates, and for the purpose of securing any of its obligations or contracts, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts or obligations or which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;

THIRD: That the place where the principal office of the corporation is to be established or located is at Unit 907-908, Ayala Life-FGU Center, Mindanao Avenue Corner Biliran Road, Cebu Business Park, Barangay Luz, Cebu City, Philippines 6000.

2. The amendments to the Articles of Incorporation were unanimously approved by the directors at a meeting held at the principal office of the Corporation on June 26, 2015.

3. The attached Articles of Incorporation is the true copy of the Articles of Incorporation, as amended.

IN WITNESS WHEREOF, we have hereunto set our hands this JUN 26 2015 at Cebu City, Philippines.



DENNIS NICOLAS A. GARCIA

Director

T.I.N. 118-937-593



RAMONITO E. GARCIA

Director

T.I.N. 133-404-660



CHARLES SYLVESTRE A. GARCIA

Director

T.I.N. 118-937-584



EMIL ANDRE M. GARCIA

Director

T.I.N. 200-434-109



GIL A. GARCIA II

Director

T.I.N. 118-937-615



ELBERT M. ZOSA

Director

T.I.N. 123-371-870



JOSE MARKO ANTON G. SARMIENTO

Director

T.I.N. 230-756-673




JESUS B. GARCIA, JR.

Independent Director

T.I.N. 105-073-467



Countersigned by:



JESS ANTHONY N. GARCIA
Corporate Secretary

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

SUBSCRIBED AND SWORN to before me, a Notary Public for and in the City of Cebu, Philippines, this JUN 26 2015, affiants exhibited to me the following competent proofs of their identities:

Name	Proof of Identity	Date and Place of Issue
DENNIS NICOLAS A. GARCIA	Passport No. EC0044262	Expires January 19, 2019 / DFA Consular Office Cebu
RAMONTITO E. GARCIA	Passport No. EB2133231	Expires March 22, 2011/DFA Cebu
EMIL ANDRE M. GARCIA	Passport No. EB6077223	Expires August 1, 2017 / DFA Consular Office Cebu
CHARLES SYLVESTRE A. GARCIA	Passport No. EB9613606	Expires November 17, 2018 / DFA Cebu
GIL A. GARCIA II	Passport No. EC0958937	Expires on April 29, 2019 / DFA Cebu
ELBERT M. ZOSA	Driver's License No. G01-68-043475	Expires on July 26, 2016/ DFA Cebu
JOSE MARKO ANTON G. SARMIENTO	Driver's License No. G06-96-031340	Expires on April 9, 2017 / LTO Cebu City
JESUS B. GARCIA, JR.	Passport No. EC1139625	Expires on May 18, 2019/ DFA Cebu
JESS ANTHONY N. GARCIA	Passport No. EB1938910	Expires February 17, 2016 / DFA Cebu

In witness whereof, I have hereunto set my hand and affixed my notarial seal.

Doc. No. 367 ;
 Page No. 74 ;
 Book No. IV ;
 Series of 2015.

