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

COMPANY REG. NO. 39587

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

STARMALLS, INC.

(Amending Article III & IV by extending the term of its existence thereof.)

copy annexed, adopted on May 03, 2016 by majority vote of the Board of Directors and on June 27, 2016 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 30th day of September, Twenty Sixteen.

FERDINAND B. SALES
Director
Company Registration and Monitoring Department

COVER SHEET

for Applications at

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application: AMENDMENT

SEC Registration Number:

Former Company Name

STARMALLS, INC.

AMENDED TO:
New Company Name

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

LOWER GROUND FLOOR, BUILDING B EVIA LIFESTYLE CENTER VISTA CITY DAANG HARI ALMANZA II

ZIP CODE:

COMPANY INFORMATION

Company Email Address	Company's Telephone Number/s	Mobile Number
	2263552 Loc.0046	

CONTACT PERSON INFORMATION

The designated person MUST be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
JOMARIE C LAZARO			

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor: Ms. Chong

	Date	Signature
	7/18 - checklist of [illegible]	
	7/28/16 - Documents submitted for monitoring 7/28/16	

Document I.D.

For clearance of MSRD - 8/2/16

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

5849225

AMENDED
ARTICLES OF INCORPORATION

OF

STARMALLS, INC.

(Formerly POLAR PROPERTY HOLDINGS CORP.)
(as amended on June 18, 2012)

KNOW ALL MEN BY THESE PRESENTS:

That, WE, all of whom are of legal age, Filipino citizens and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together with 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 STARMALLS, INC. (formerly POLAR PROPERTY HOLDINGS CORP.) (as amended on June 18, 2012).

SECOND – That the purpose for which such corporation is formed is as follows:

PRIMARY PURPOSES

To invest in, purchase or otherwise acquire and own, hold, use, sell, assign, transfer, lease, mortgage, pledge, exchange, develop or otherwise, dispose of real and personal property of every kind and description, including shares of stocks, bonds, debentures, notes, evidence of indebtedness and other securities or obligation of any corporation or corporations, association or associations, domestic or foreign and to possess and exercise in respect thereof all the rights, powers and privileges of ownership, including all voting powers of any stock so owned, and to grant loans and/or assume or undertake or guarantee or secure whether as solidary obligor, surety, guarantor or any other capacity either on its general credit or on the mortgage, pledge, deed of trust, assignment and/or other security arrangement of any or all of its property, the whole or any part of the liabilities and obligations of its parent company, subsidiaries, investee companies, affiliates, or any third party, without engaging in the business of financing company or lending investor" (as amended on 30 June 2014).

SECONDARY PURPOSE

1. To carry on in connection with any or all of the foregoing objects the business of buying and selling goods, wares and merchandise; and to do and transact all business connected with or incident to any or all of said objects;

2. To purchase, hold, operate, use, convey, lease, rent, charter, mortgage, encumber, or otherwise acquire and deal in such real and personal property and rights, franchise, certificates, registers, permits and licenses, in any part of the Philippines, or elsewhere as the purposes for which the Corporation is formed may permit; and may be convenient or necessary for the transaction of the lawful business of the Corporation;

3. To purchase, apply for, register or otherwise acquire and to hold, use, manufacture under or in any manner dispose of and in any manner deal with and contract with reference to letters, patent, patent rights, patented processes, designs, copyrights, trademarks, tradenames, labels, brands and similar rights and privileges, or any interest therein, granted or recognized by, or existing under the laws of the Republic of the Philippines, or with any foreign country;

4. To enter into, make, perform and carry out contracts of every description with person, partnership form, association, corporation, private or municipal, or body politic and with government of the Republic of the Philippines, or with any foreign government;

5. To conduct its business in the Philippines, and on foreign countries; to have one or more branch offices;

6. To extent permitted by law, to acquire by purchase, underwriting, contract or otherwise, to hold for investment or otherwise, to sell, exchange, mortgage, pledge, otherwise to sell , exchange, mortgage, pledge, or otherwise dispose of, and generally to deal in and with any and all kinds of securities issued or created in any part of the world by corporation, associations, partnerships, firms, trustees, syndicates, individuals, governments, states, municipalities or other political or governmental divisions or subdivisions, or by any organizations or entities whatsoever, and to pay for the same by issuing its own securities in exchange therefore, or by any other lawful means of payments; to exercise any and all rights powers and privileges or individual ownership or interest in respect to such securities, including the right to vote thereon; to do any and all acts and things for the preservation, protection, improvement and enhancement in value of such securities to aid by loan, subsidy, guaranty or otherwise those issuing creating or responsible for any such securities or evidence of interest therein. The term "Securities" shall, without limitation of the generality thereof, be deemed to include all stocks, shares, certificates of participation, bonds, debentures, notes, mortgages or other obligations and any certificates, receipts, or other instruments representing rights to receive, purchase the same, or representing any other rights or interest therein or in any property or assets;

7. To purchase, hold, sell, exchange, or transfer or otherwise deal in shares of its own capital stock, bonds, or other obligations as its board of directors shall determine, provided that the Corporation shall not use any of its funds or property for the purchase of its own rights or shares of capital stock when such use would cause any impairment of the capital of the Corporation;

8. To purchase, or otherwise acquire the whole or any part of the property, assets, business, franchises, goodwill and rights and to undertake or assume the whole or any part of the bonds, mortgages, franchises, leases, contracts, indebtedness, guarantees, liabilities and obligations of any person, business, firm, associations, or corporations, or organizations and

to pay for the same or any part of combination thereof in cash, property, shares of stocks, bonds, debentures, notes and other obligations of this Corporation, or by undertaking and assuming the whole or any part of the liabilities or obligations of the transferor; and to hold or in any manner dispose of the whole or any certificates, receipts or other instruments representing rights to receive, purchase the same, or representing any other rights or interest therein or in any property or assets;

9. To purchase, hold, sell, exchange, or transfer or otherwise deal in shares of its own capital stock, bonds, or other obligations as its board of directors shall determine, provided, that the Corporation shall not use any of its funds or property for the purchase of its own rights or shares of capital stock when such use would cause any impairment of the capital of the Corporation;

10. To acquire and take over all or any part of the business, goodwill, property and other assets and to assume or undertake the whole or any part of the liabilities and obligations, of any persons, firm, corporation, association carrying on a business which the corporation is or may become authorized to carry on, or possessed of property suitable for the purposes of the Corporation and to pay same in cash or in stock, bonus or securities of the Corporation, or otherwise and to hold, manage, operate, conduct and dispose of in any manner the whole or any part of any such acquisitions, and to exercise all the power necessary or convenient in and about the conduct and management thereof;

11. To apply, for obtain, register, purchase, lease or otherwise acquire and to hold, own, use exercise, develop, operate and introduce and to sell, assign, grant licenses or territorial rights in respect of, or otherwise to turn to account of or dispose of any copyrights, trademarks, tradenames, brands, labels patents, or inventions, improvements, or processes used in connection with or secured under letters patent of any country, government of authority, in relation any of the purposes herein stated; and to acquire, use, exercise, or otherwise turn to gain licenses or rights in respect of any such copyrights, trademarks, tradenames, brands, labels, patent, inventions, improvements, process and the like;

12. Insofar as may be permitted by law , to acquire by purchase, exchange or otherwise, and to own, hold for invention or otherwise, and to sell, assign, transform, exchange, mortgage, pledge or otherwise dispose of shares of capital stock of, and any bonds, mortgages, securities and evidences of indebtedness of or any other obligations issued or created by, any corporation or corporations organized under the laws of any state, country, nation or government, and while the holder or owner thereof, to exercise all the rights, powers and privileges or ownership, and to issue in exchange therefore shares of the capital stock, bonds or other obligations of the corporation or make payment therefore by any other lawful means whatsoever;

13.To aid in any other manner whatsoever, insofar as may be permitted by law, or any corporation or association, any shares or voting trust certificates for shares or bonds or other securities or evidences of indebtedness which shall be held by or for the Corporation or in which, or in welfare of which, the Corporation shall have any acts or things destined to protect, preserve, improve, or enhance the value of such shares, voting trust certificates, bonds or other securities or evidences of indebtedness or the property of the Corporation;

and in connection with any such corporation or association and to do any acts or things and may be designed to accomplish any such purpose;

14. To borrow, or raise money for any purpose of the Corporation, and from time to time without limit as to amount to draw, make, accept, endorse, transfer, assign, execute, and issue promissory notes, drafts, bills or exchange, warrants, bonds, debentures, and other negotiable and transferable instrument and evidence of indebtedness, and for purpose of securing any of its obligations or contract to convey, transfer, assign, deliver, mortgage and/or pledge all or an part of the property of the Corporation at any time held or owned by it, on as much terms and conditions as the Board of Directors of the Corporation shall authorize and as may be permitted by law; and to sell or otherwise dispose of any bonds, debentures or other obligations of the Corporation for its corporate purposes;

15. To engage in realty business and dealings, such as the buying, acquisition and selling realty and buildings which include among others, the developing and construction of lands, buildings such as condominium, townhouses and subdivisions in a way that is feasible, proper and lucrative under the circumstances;

16. To do all such other things as are incidental or conducive to the attainment of the above objects or any of them, or which may be conveniently carried on any of them, or which may be conveniently carried on and done on connection therewith, or which may be calculated directly or indirectly to enhance the value of or render profitable any business or property of the Corporation, always provided that nothing shall be done in connection with any of the above objects which is prohibited by any laws of the Republic of the Philippines nor or hereafter existing;

THIRD – That the Corporation shall exist for another period of FIFTY (50) YEARS from October 15, 2019. (***as amended and approved by the Board of Directors during its meeting held on 03 May 2016 and by the Stockholders during its meeting held on 27 June 2016***) .

FOURTH – That the place where the principal office of said Corporation is to be established or located is at **Lower Ground Floor, Building B, EVIA Lifestyle Center, Vista City, Daang Hari, Almanza II, Las Pinas City**. (***as amended and approved by the Board of Directors during its meeting held on 03 May 2016 and by the Stockholders during its meeting held on 27 June 2016***)

FIFTH – That the names and residences of the incorporators of said Corporation are as follows:

Name	Nationality	Residence
Eligio D.L. Tolentino	Filipino	7 Bokawkan Rd. Dizon Subd. Baguio City
Lazaro A. Cruz	Filipino	221 West Avenue Quezon City
Jones R. Castro	Filipino	8234 Saturn St., Bel-Air Village, Makati
Ernesto del Rosario	Filipino	Talavera, Nueva Ecija

Jack D. F. Webber	Filipino	26 Avelino St. Quezon City
Geminiano R. Pineda	Filipino	Troy Cpd. Tandang Sora, Quezon City
Benjamin de Leon	Filipino	431 Remedios St., Malate Manila
Moises A. Zabala	Filipino	75-F San Rafael St., San Juan Rizal
Esmeraldo Tolentino	Filipino	7 Bokawkan Rd., Dizon Subd. Baguio City
Lutgarda Inocencio	Filipino	2317 Concha St., San Andres Manila
Amancio S. Donato	Filipino	63 A Samson St., SFDM Quezon City
Benjamin Benitez	Filipino	4154 Ponte St., Makati
Salvador Castilla	Filipino	349 Ampil St., Sta. Mesa Manila
Jose Pineda	Filipino	182 Don Manuel St., Quezon City

SIXTH – That the number of directors of said Corporation shall be SEVEN (7) and that the names and residences of the Directors of the Corporation who are to serve until their successors are elected and qualified, as provided by the By-Laws are as follows:

Name	Nationality	Residences
Eligio D.L. Tolentino	Filipino	7 Bokawkan Rd. Dizon Subd. Baguio City
Jack D. F. Webber	Filipino	26 Avelino St. Quezon City
Geminiano R. Pineda	Filipino	Troy Cpd. Tandang Sora, Quezon City
Moises A. Zabala	Filipino	75-F San Rafael St., San Juan Rizal
Amancio S. Donato	Filipino	63 A Samson St., SFDM Quezon City

Any person having at least one thousand (1, 000) shares of stock registered in his name in the books of the corporation mat be nominated and elected to the Board of Directors, provided, however, that no person shall qualify or be eligible for nomination or election to the Board of Directors if he is hostile or antagonistic to or is engaged in any business which competes with or is antagonistic to that of the corporation or any of its subsidiaries or affiliates without limiting the generality of the foregoing, a person shall be antagonistic or deemed to be so engaged:

(i) If he is, or he is an officer, manager, or controlling person of, or the owner or member of his immediate family is the owner (either of record or beneficial owner) of 20% or more of any outstanding class of shares of any corporation owns at least 30% of the capital stock), which is hostile or antagonistic to that of the corporation or any of its subsidiaries or affiliates, both as determined by the Board, by at least two-thirds 2/3 vote.

(ii) If he is, or he is an officer, manager, or controlling person of the owner of the owner or his immediate family is the owner (either of record or beneficial owner) of 20% or more of any outstanding class of shares of any corporation (other that in which this corporation owns at least 30% of the capital stock) which is an adverse party in any suit, action or proceeding (of whatever nature, whether civil, criminal, administrative or judicial) by or against the corporation or any of its subsidiaries or affiliates or probable to be filed, as determined by the Board by at least two-thirds (2/3) vote.

(iii) If the Board in the exercise of its judgment in good faith determined by at least two-thirds (2/3) vote that he is the nominee of office, trustee, adviser, legal counsel of any individual set forth in (i), (ii) or (iii).

In determining whether or not a person is hostile or antagonistic to the corporation or is controlling person, beneficial owner or the nominee of another, the Board may take into account such factors as business, family and professional relationships.

For purposes of these provisions, the term "SUBSIDIARY" of the Corporation shall refer to any company wherein at least 50% of whose outstanding capital stock is owned, directly or indirectly by the Corporation.

For purposes of this provision, the term "AFFILIATE" of the corporation shall refer to an entity or enterprise linked directly or indirectly to the Corporation by means of.

(i) Ownership, control and power to vote by the Corporation or any of its subsidiaries of 30% or more of the outstanding voting stock of such entity or enterprise.
(ii) Common major stockholders, i.e. owning a 30% or more of the outstanding voting stock of the Corporation and of such entity or enterprise.
(iii) Management contract or any arrangement between the corporation or any of its subsidiaries and such entity granting power to the corporation or any of its subsidiaries to direct or cause direction of management and policies of such entity or enterprise.
(iv) The Corporation or any of its subsidiaries is a voting trustee holding 30% or more of the outstanding voting stock of such entity or enterprise.
(v) The Corporation or any of its subsidiaries holds a continuing proxy constituting 30% or more of the outstanding voting stock of such entity or enterprise.

For purposes of this provision, "Immediate Family" shall mean any person related to another, whether by consanguinity or affinity, up to the third civil degree.

SEVENTH –That the capital stock of said Corporation shall be SEVENTEEN BILLION PESOS (PhP17,000,000,000.00) divided into SIXTEEN BILLION NINE HUNDRED MILLION (16,900,000,000) common shares with par value of ONE PESO (PhP1.00) per share and TEN BILLION (10,000,000,000) voting, cumulative, non-participating, non-convertible and non-redeemable preferred shares with par value of ONE CENTAVO (Php0.01) per share. Holders of preferred shares shall have no pre-emptive right to subscribe to any issue or disposition of shares of any class of Corporation.

Preferred shares may be issued from time to time in one or more series as the Board of Directors may be determined, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of preferred shares, to fix the number of shares to be included in each such series, and to determine the dividend rate, which shall in no case be more than ten percent (10%) per annum, issue price and other terms and conditions for each shares, Dividends shall be cumulative form and after the date of issue of the preferred shares and no dividends shall be declared or paid on the common shares unless the full accumulated dividends on all preferred shares for all past dividend periods and for the current dividend period shall have been declared and paid by the Corporation. Preferred shares of each and any series shall not be entitled to any participation or share in the retained earnings remaining after dividend payments shall have been made on the preferred shares. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series of preferred shares shall be specified in such resolutions as may be adopted by the Board of Directors prior to the issuance of each of such series (the Enabling Resolutions) which resolution (s) shall thereupon be deemed a part of these Amended Articles of Incorporation, upon approval by the Securities and Exchange Commission.

All stockholders of the Corporation shall not enjoy pre-emptive rights to subscribe to, or purchase all issues or disposition of shares of any class (as amended on June 18, 2012).

EIGHT – That the amount of said capital stock which has been actually subscribed is TWO MILLION TWO HUNDRED SIXTY NINE THOUSAND (Php 2,269,000.00) PESOS, and the following persons have subscribe for the number of shares and amount of capital stock set out after their respective names:

Name	No. Of Shares Subscribed	Amount Subscribed
Eligio D. L. Tolentino	20, 000	200,000
Lazaro A. Cruz	1,900	19,000
R. John R. Webber	20,000	200,000
Jones R. Castro	15,000	150,000
Ernesto del Rosario	10,000	100,000
Jack D. F. Webber	15,000	150,000
Geminiano R. Pineda	20,000	200,000
Benjamin de Leon	20,000	200,000
Moises A. Zabala	20,000	200,000
Lutgardo Inocencio	10,000	100,000
Esmeraldo Tolentino	10,000	100,000
Amancio S. Donato	20,000	200,000
Benjamin Benitez	20,000	200,000
Jose R. Pineda	10,000	100,000
Salvador Castilla	15,000	150,000
TOTAL	226,900	2,269,000

NINTH – That the following persons have paid on the series of capital stock for which they have subscribed the amount set forth after their respective names:

Name	Amount Paid-up
Eligio D. L. Tolentino	50,000
Lazaro A. Cruz	4,750
R. John R. Webber	50,000
Jones R. Castro	37,500
Ernesto del Rosario	25,000
Jack D. F. Webber	37,500
Geminiano R. Pineda	50,000
Benjamin de Leon	50,000
Moises A. Zabala	50,000
Lutgardo Inocencio	25,000
Esmeraldo Tolentino	25,000
Amancio S. Donato	50,000
Benjamin Benitez	50,000
Jose R. Pineda	25,000
Salvador Castilla	37,500
TOTAL	567,250

TENTH – That MOISES A. ZABALA, has been elected by the subscribers as Treasurer of the Corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws and as such Treasurer, he has been authorized to receive for the corporation and to receipt in its name for all subscriptions paid in by said subscribers.

ELEVENTH – That no transfer of stock or 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 of the Corporation, and these restrictions shall also be indicated in all its stock certificates.

IN WITNESS WHEREOF, we have hereunto set our hands on this 30th day of September 1969, in the City of Manila, Philippines.

SGD. ELIGIO D.L. TOLENTINO

SGD. ERNESTO DEL ROSARIO

SGD. GEMINIANO R. PINEDA

SGD. MOISES A. ZABALA

SGD. SALVADOR CASTILLA

SGD. LAZARO A. CRUZ

SGD. JONES R. CASTRO

SGD. JACK D.F. WEBBER

SGD. ESMERALDO TOLENTINO	SGD. BENJAMIN DE LEON
SGD. LUTGARDO INOCENCIO	SGD. AMANCIO S. DONATO
SGD. SALVADOR CASTILLA	SGD. JOSE R. PINEDA

SIGNED IN THE PRESENCE OF

SGD. H.M. JANUSZKIEWITZ SGD. JOSEPH R. HERNANDEZ

ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public in and for the City of Manila, Philippines, this 30th day of September 1969, personally appeared the following persons who exhibited to me their respective residence certificates, to wit:

Name	Res. Cert. No.	Issued at/On
Elegio Tolentino	333595	Baguio City, 1-13-69

REPUBLIC OF THE PHILIPPINES}
MANDALUYONG CITY } S.S.

SECRETARY'S CERTIFICATE

I, **MA. NALEN SJ. ROSERO-GALANG**, Filipino, of legal age, with office address at Upper Ground Floor, Worldwide Corporate Center, Shaw Boulevard, Mandaluyong City, being duly sworn in accordance with law hereby depose and state that:

1. I am the duly elected and qualified Corporate Secretary of **STARMALLS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with office address at 3RD Floor, Starmall Las Piñas, CV Starr Avenue, Pamplona, Las Piñas 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 as its duly elected and/or appointed directors or officers or vice versa.

IN WITNESS WHEREOF, I have signed this Secretary's Certificate this JUL 15 2016 at MANDALUYONG CITY.

MA. NALEN SJ. ROSERO-GALANG
TIN No. 123-254-535
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this JUL 15 2016 at MANDALUYONG CITY by the Affiant with TIN No. 123-254-535.

Doc. No. 353;
Page No. 72;
Book No. IX;
Series of 2016.

ATTY. ARBIN OMAR P. CARIÑO
NOTARY PUBLIC
UNTIL DECEMBER 31, 2016
ROLL NO. 57146
IBP No. 1020718 / 05 Jan. 2016 / RSM
PTR No. 2599905 / 04 Jan. 2016 / Mandaluyong City
MCLE Compliance No. V-0019608, issued dated 21 April 2016
Notarial Commission Appointment No. 0388-15
Vista Corporate Center, Upper Ground Floor,
Worldwide Corporate Center, Shaw Blvd., Mandaluyong City

SECURITIES AND EXCHANGE COMMISSION
SEP 02 2016
RECEIVED BY:

DIRECTOR'S CERTIFICATE

We, the undersigned, constituting the majority of the members of the Board of Directors of **STARMALLS, INC.** ("Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office at the 3rd Floor, Starmall, Philamlife Village, Pamplona, Las Pinas City, do hereby certify that the amendments to the Third and Fourth Articles of the attached Amended Articles of Incorporation of the Corporation have been approved by affirmative vote of at least a majority of the members of the Board of Directors of the Corporation at the meeting held on 03 May 2016 at Worldwide Corporate Center, Shaw Blvd., Mandaluyong City, and ratified by the stockholders of the Corporation holding at least two-thirds (2/3) of its outstanding capital stock at the Annual Stockholders' Meeting held on 27 June 2016 at Palazzo Verde, Daang Reyna, Las Piñas City.

WITNESS our hands this JUL 15 2016 at MANDALUYONG CITY

MANUEL B. VILLAR, JR.
Director
TIN No. 119-622-297

JERRY M. NAVARRETE
Director
TIN No. 119-618-943

MANUEL PAOLO A. VILLAR
Director
TIN No. 218-221-293

BENJAMARIE THERESE N. SERRANO
Director
TIN No. 119-618-951

ADISORN THANANAN-NARAPOOL
Director
TIN No. 902340

JOEL L. BODEGON
Independent Director
TIN No. 137-737-915

RAUL N. ESTEBAN
Independent Director
TIN No. 133-076-677

Attested by:

MA. NALEN S.J. ROSERO-GALANG
Corporate Secretary
TIN No. 123-254-535

SUBSCRIBED AND SWORN to before me this JUL 15 2016 at MANDALUYONG CITY, by the following:

Name	Valid Identification	Place of Issuance
Manuel B. Villar, Jr.	TIN# 119-622-297	
Jerry M. Navarrete	PP# EC4138753	UNTIL 5/10/2020
Manuela Paolo A. Villar	TIN# 218-221-293	
Benjamarie Therese N. Serrano	TIN# 119-618-951	
Joel L. Bodegon	TIN# 137-737-951	
Raul N. Esteban	TIN# 133-076-677	
Ma. Nalen SJ. Rosero-Galang	PP# EC5435543	UNTIL 9/21/2020

Doc. No. 346;
Page No. 71;
Book No. IX;
Series of 2016.

ATTY. ARBIN OMAR P. CARIÑO
NOTARY PUBLIC
UNTIL DECEMBER 31, 2016
ROLL NO. 57146
IBP No. 1020718 / 05 Jan. 2016 / RSM
PTR No. 2599905 / 04 Jan. 2016 / Mandaluyong City
MCLE Compliance No. V-0019608, issued dated 21 April 2016
Notarial Commission Appointment No. 0388-15
Vista Corporate Center, Upper Ground Floor,
Worldwide Corporate Center, Shaw Blvd., Mandaluyong City

CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF

STARMALLS, INC.
(Formerly: Polar Property Holdings Corp.)

KNOW ALL MEN BY THESE PRESENTS:

The undersigned Corporate Secretary and majority of the members of the Board of Directors of **STARMALLS, INC.** (*Formerly, Polar Property Holdings Corp.*) ("Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, do hereby certify that the attached Amended Articles of Incorporation of the Corporation reflecting the underscored amendments to the Third and Fourth Articles thereof, as follows:

> "THIRD – **That the Corporation shall exist for another period of FIFTY (50) YEARS from 15 October 2019**"

> "FOURTH – That the place where the principal office of said Corporation is to be established or located is at **Lower Ground Floor, Building B, EVIA Lifestyle Center, Vista City, Daang Hari, Almanza II, Las Pinas City**"

are true and correct and were approved by the affirmative vote of at least majority of the Board of Directors at their duly constituted meeting held on 03 May 2016 at Worldwide Corporate Center, Shaw Blvd., Mandaluyong City, and ratified by the affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of its outstanding capital stock during the Annual Stockholders' Meeting held on 27 June 2016 at Palazzo Verde, Daang Reyna, Las Pinas City

WITNESS our hands this JUL 1 5 2016 at MANDALUYONG CITY

MANUEL B. VILLAR, JR.
Director
TIN No. 119-622-297

JERRY M. NAVARRETE
Director
TIN No. 119-618-943

MANUEL PAOLO A. VILLAR
Director
TIN No. 218-221-293

BENJAMARIE THERESE N. SERRANO
Director
TIN No. 119-618-951

ADISORN THANANAN-NARAPOOL
Director
TIN No. 902340

JOEL L. BODEGON
Independent Director
TIN No. 137-737-915

RAUL N. ESTEBAN
Independent Director
TIN No. 133-076-677

Attested by:

MA. NALEN S.J. ROSERO-GALANG
Corporate Secretary
TIN No. 123-254-535

SUBSCRIBED AND SWORN to before me this JUL 1 5 2016, at the MANDALUYONG CITY by the following persons:

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