

COVER SHEET

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S.E.C. Registration Number										

S	T	A	R	M	A	L	L	S	,	I	N	C	.	(F	O	R	M	E	R	L	Y	:
P	O	L	A	R		P	R	O	P	E	R	T	Y		H	O	L	D	I	N	G	S	
C	O	R	P	O	R	A	T	I	O	N)												

(Company's Full Name)

3	R	D		L	E	V	E	L		S	T	A	R	M	A	L	L	A	S			
P	I	N	A	S	,	C	V			S	T	A	R	R		A	V	E	N	U	E	,
P	H	I	L	A	M	L	I	F	E		V	I	L	L	A	G	E	,				
P	A	M	P	L	O	N	A	,		L	A	S	P	I	N	A	S		C	I	T	Y

(Business Address : No. Street/City/Province)

Jo L. Ilijay

Contact Person

571-5948

Company Telephone Number

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1	2				
3	1				
<i>Month</i>	<i>Day</i>				
Calendar Year					

23-B

FORM TYPE

<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr><td style="width: 20px; height: 20px;"></td><td style="width: 20px; height: 20px;"></td></tr> </table>			<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr><td style="width: 20px; height: 20px;"></td><td style="width: 20px; height: 20px;"></td></tr> </table>		
<i>Month</i>	<i>Day</i>				
Annual Meeting					

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Secondary License Type, If Applicable	

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Dept. Requiring this Doc.			

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Amended Articles Number/Section	

<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr><td style="width: 100px; height: 20px;"></td></tr> </table>	
Total No. of Stockholders	

Total Amount of Borrowings			
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Domestic	Foreign		

To be accomplished by SEC Personnel concerned

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File Number												
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Document I.D.												

LCU

Cashier

FORM 23B

REVISED

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 23 of the Securities Regulation Code

Check box if no longer subject to filing requirement

1. Name and Address of Reporting Person FINE PROPERTIES, INCORPORATED		2. Issuer Name and Trading Symbol STARSMALLS, INC. (Formerly, Polar Property Holdings Corp.)		7. Relationship of Reporting Person to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other <input type="checkbox"/> (give title below) (specify below)	
(Last)	(First) (Middle)	3. Tax Identification Number 001-221-699	5. Statement for Month/Year July 2014		
3F STARMALL, CV STARR AVENUE, PAMPLONA		4. Citizenship FILIPINO	6. If Amendment, Date of Original (Month/year)		
(Street)	(City) (Province) (Postal Code)				
LAS PINAS CITY	1740				

Table 1 - Equity Securities Beneficially Owned

1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)		3. Amount of Securities Owned at End of Month %	Number of Shares	4. Ownership Form: Direct (U) or indirect (I) *	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)				
COMMON SHARES				36.28%	3,085,076,761	(D)	
PREFERRED SHARES				0.28%	2,350,000,000	(D)	
COMMON SHARES				25.96%	2,193,951,434	(I)	See Note 1 below
					7,609,028,195		
COMMON SHARES	July 1-31, 2014			0.03%	2,808,000	(I)	See Note 2 below
					62.55%		
TOTAL					7,611,836,195		

NOTE 1: CONSIST OF SHARES OWNED BY FINE PROPERTIES, INC. ("FINE") HELD BY PCD NOMINEE CORPORATION, AND SHARES OWNED BY ALTHORP HOLDINGS, INC. ("ALTHORP") AND VITALE PROPERTY DEVELOPMENT CORP. ("VITALE"), WHICH ARE EITHER HELD DIRECTLY BY ALTHORP AND VITALE, OR HELD BY PCD NOMINEE CORPORATION. FINE IS THE BENEFICIAL OWNER OF THE SHARES HELD BY ALTHORP AND VITALE

NOTE 2: SHARES ACQUIRED BY ALTHORP HELD BY PCD NOMINEE CORPORATION FOR THE PERIOD JULY 1-31, 2014. FINE IS THE BENEFICIAL OWNER OF THE SHARES HELD BY ALTHORP

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
 - (A) voting power which includes the power to vote, or to direct the voting of, such security; and/or
 - (B) investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
 - (A) held by members of a person's immediate family sharing the same household;
 - (B) held by a partnership in which such person is a general partner;
 - (C) held by a corporation of which such person is a controlling shareholder; or
 - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

