



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**

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

COMPANY REG. NO. 108476

**CERTIFICATE OF FILING  
OF  
AMENDED ARTICLES OF INCORPORATION**

**KNOW ALL MEN BY THESE PRESENTS:**

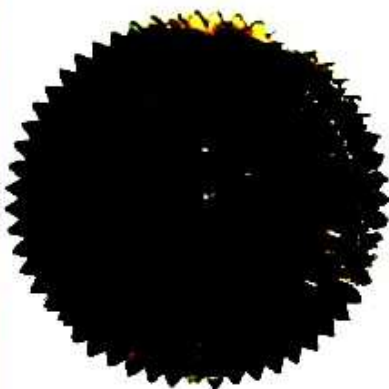
**THIS IS TO CERTIFY** that the amended articles of incorporation of the

**PHILIPPINE SEVEN CORPORATION  
(Amending Articles II Primary and Secondary Purposes thereof.)**

copy annexed, adopted on June 8, 2004 by a majority vote of the Board of Directors and by the written assent of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the 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, pre-need plan issuer, general agent in pre-need plans 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 hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 29<sup>th</sup> day of December, Two Thousand Four.



  
BENITO A. CATARAN  
Director

Company Registration and Monitoring Department

# COVER SHEET

## PHILIPPINE SEVEN CORPORATION

(Company's Full Name)

7<sup>th</sup> Floor, The Columbia Tower  
Ortigas Avenue, Mandaluyong City  
(Company's Address: No. Street City/Town/Province)

705-52-00

(Company's Telephone Number)

**December 31**  
(Fiscal Year Ending)  
(Month & Day)

Every 2<sup>nd</sup> Tuesday of June of each year  
(Annual Meeting)

### AMENDMENT TO THE AMENDED ARTICLES OF INCORPORATION (FORM TYPE)

**December 22, 2004**  
(Date)

**Primary and Secondary Purposes**  
(Amendment Designation if Applicable)

\_\_\_\_\_  
(Secondary License Type, if any)

\_\_\_\_\_  
Cashier

  
\_\_\_\_\_  
DTU

**108476**  
S.E.C. Reg. No.

\_\_\_\_\_  
Central Receiving Unit

\_\_\_\_\_  
File Number

\_\_\_\_\_  
Document I.D.

**AMENDED ARTICLES OF INCORPORATION  
OF  
PHILIPPINE SEVEN CORPORATION**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, all of legal and the majority of whom are residents of the Philippines, on this 7<sup>th</sup> day of October 1982 at Makati, Metro Manila, have voluntarily associated ourselves together for the purpose of forming a corporation (the "Corporation") under the laws of the Republic of the Philippines.

**AND WE HEREBY CERTIFY:**

FIRST: That the name of the Corporation shall be:

**PHILIPPINE SEVEN CORPORATION**

SECOND: That the purpose for which the Corporation is formed are:

**PRIMARY PURPOSE**

To engage in, conduct, carry on and deal in the business of retailing, merchandising, buying, selling, marketing, importing, exporting, franchising, acquiring, holding, distributing, warehousing, trading, exchanging or otherwise dealing in all kinds of products and services, which generally include grocery items, dry goods, foods, or foodstuffs, beverages, drinks, services and all various items and services for all kinds of consumer needs or requirements emphasizing convenience to the consumer, and any and all goods, wares, merchandise, commodities, or articles of commerce of all kinds, classes and descriptions, including management services, systems, techniques and technologies for the distribution, retailing, merchandising, marketing, purchase, acquisition or sale of any and all of the above, and as incidental or related thereto, acquiring, buying, leasing, selling, exchanging, building, constructing, operating, managing or otherwise dealing in the outlets, warehouses, bodegas, storages, stores, groceries, sales stands or centers, eateries, automats, cafeterias, shops, bazaars, emporiums, commissaries, restaurants, hotels, or similar establishments and/or a combination or chain thereof, contrivances, vehicles, machines or apparatus employed in or related to the sales, purchase, marketing or distribution of said foods or foodstuffs, beverages, drinks, items, goods, wares, merchandise and commodities, as principal, licensee, promoter, factor, agent or in any other capacity; *( as amended on June 8, 2004 )*

**SECONDARY PURPOSES**

In furtherance of the primary purpose hereinbefore set forth and not in limitations of the powers granted by stature, the Corporation may do and perform any and all acts and things which may be necessary, proper or convenient for the attainment of the objectives and purposes of the

Corporation, it being expressly provided that the foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the general purposes and powers of the Corporation; nor shall the expression of one thing be deemed to exclude another, although of like nature, not expressed, it being understood that the Corporation may exercise any and all rights, privileges, powers and attributes of other corporations in general and especially of corporations of like nature organized under and by virtue of the laws of the Philippines;

1. To own, buy, plan, develop, redevelop, rehabilitate, design, construct, build, finance, manage, subdivide, promote, offer, sell, market, lease, exchange, operate, maintain, administer or otherwise deal in any and all kinds of industrial, commercial, residential and other lands, housing, subdivisions, complexes, factories, buildings, apartments, houses, dwelling units, tenements, condominiums, plants, structures, other similar properties, or real estates and to provide or render general management and specialized technical services to land-owners, land developers, contractors and other persons and entities involved in the real estate industry.

2. To purchase, own, hold, acquire, sell, exchange, convey, lease, mortgage, pledge or otherwise dispose of such machineries, equipments, vehicles, tools, materials, supplies or other parts as may be necessary, convenient or appropriate for the purpose of the Corporation, without, however, engaging in the business of a financing company.

3. To acquire, purchase, own, hold, sell, convey, exchange, pledge, mortgage, encumber, or obtain an interest in real and/or personal property that may be necessary or appropriate to carry on its objects and purposes, or to protect the Corporation from loss on account of a credit, guaranty, accommodation or other agreement that may be contracted by it in good faith.

4. To enter into any agreement or contract with any government or any of the agencies and instrumentalities thereof or with any person or company or any undertaking that may seem conducive to the attainment of the objectives of the Corporation or any of them, and to obtain from any government, authority, person or company any rights, privileges and concessions which the Corporation may deem desirable to obtain and utilize.

5. To obtain or borrow money to support or carry out its objects and purposes and to make, issue or accept notes, bonds and other evidence of indebtedness of all kinds, and to issue securities of all kinds, including but not limited to, warrants, and to secure the same to the extent required, by mortgage, pledge or otherwise.

6. To make interim placements of its funds in any short-term or liquid or readily marketable securities so as not make such funds idle and unproductive pending their full devotion or use to the principal objects and purpose for which the Corporation has been organized without necessarily engaging in stock brokerage and securities dealership.

7. To the extent allowed by law, to subscribe to or purchase for business purposes the capital stock of other corporations or entities within or outside the Philippines, in the continuing viability of which the Corporation may be interested.

8. To enter, within the limits allowed by law, into any arrangement for sharing profits, union of interest, joint ventures, reciprocal concessions or otherwise with any person or juridical entity engaging in or about to engage in any business or transaction which the Corporation is authorized to carry on or engage in, whether such business or transaction may directly or indirectly benefit the Corporation.

9. Subject to the provisions of applicable laws, if any, to purchase, hold accept, or otherwise acquire any merger, consolidation or other methods of combination, the whole or any part of the property, assets, business, goodwill, rights, privileges and franchises of all kinds, and to undertake or assume the whole or any part of the liabilities and obligations of any person, firm,

association or corporation and to pay for the same or any part of the liabilities or obligations of the transferor, and to hold or in any manner dispose of the whole or any part of the property and assets so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management and carrying on of such business.

10. To establish and/ or maintain such reasonable employee and/or executive benefit plans or deferred compensation, arrangements including stock option, bonus or stock purchase plans as the exigencies or resources of the Corporation may permit and as its Board of Directors may authorize.

11. To apply for, obtain, register, lease or otherwise acquire, and to hold, use, own operate, sell, assign, or otherwise dispose of, any trade marks, trade names, business names, patents, inventions, designs, copyrights, improvements and processes used in connection with or secured under letters-patents of the Philippines or of other countries.

12. To carry on any business as principals, commission agents, factors, general merchants or dealers in every description or products, goods, articles, merchandize or services and to carry on the business of exporters, importers, indentors, concessionaires, wholesale and retail traders, contractors, forwarding agents, brokers, or agents except as insurance for any person, firm or corporation. **( As amended on June 8, 2004)**

13. To build, erect, construct, purchase, lease or otherwise acquire, buy, sell, own, dispose of, establish, maintain, operate and furnish buildings care, and related services for factories, warehouses, agencies, buildings, structures, offices, houses, works, machineries, plants, garages and other buildings and structures and any and all other properties and things of whatever kind and character, real, personal or mixed, tangible or intangible, suitable or necessary in connection with the business hereinabove set forth.

14. To do all and everything suitable, convenient and proper for the accomplishment of any of the purposes and for the attainment of any of the objects herein enumerated or incidental to the purposes herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the Corporation, including the exercise of the powers, authorities, attributes conferred upon juridical persons by the corporate laws of the Philippines, such as the making, execution, performance and carrying out of contracts of every part or kind, including contracts creating rights, easements and other privileges respecting any of the property, real or personal, owned by the Corporation.

THIRD - That the principal office of the Corporation shall be located and established in Metro Manila, Philippines; however, the Board of Directors may establish and maintain such branch offices within or outside the country as it may deem convenient or necessary for the business of the Corporation.

FOURTH - That the term for which the Corporation is to exist is fifty (50) years from and after the date of issuance of the certificate of incorporation.

FIFTH - That the names, nationalities and residences of the incorporators of the Corporations are as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Vicente T. Paterno	Filipino	159 M. Paterno St., San Juan, Metro Manila
Jose T. Pardo	Filipino	No. 15 12 <sup>th</sup> Street New Manila, Quezon City

Marilyn V. Pardo	Filipino	No. 15 12 <sup>th</sup> Street New Manila, Quezon City
Francisco R. Sibal	Filipino	No. 1 Acacia, Valle Verde III, Pasig Metro Manila
Aleli L. Sibal	Filipino	No. 1 Acacia, Valle Verde III, Pasig Metro Manila

\* **SIXTH.** - That the number of directors of the Corporation shall be eleven (11) and the names, nationalities and residences of the first directors of the Corporation who shall act as such until their successors shall have been duly elected and qualified are as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Vicente T. Paterno	Filipino	159 M. Paterno St., San Juan, Metro Manila
Jose T. Pardo	Filipino	No. 15 12 <sup>th</sup> Street New Manila, Quezon City
Marilyn V. Pardo	Filipino	No. 15 12 <sup>th</sup> Street New Manila, Quezon City
Francisco R. Sibal	Filipino	No. 1 Acacia, Valle Verde III, Pasig Metro Manila
Aleli L. Sibal	Filipino	No. 1 Acacia, Valle Verde III, Pasig Metro Manila

\*\* **SEVENTH.** - that the authorized capital stock of the Corporation is Four Hundred Million Pesos (P 400,000,000.00), in lawful money of the Philippines, and the said capital stock is divided into Four Hundred Million (400,000,000) shares with a par value of One Peso (P 1.00) per share.

No transfer of stock or of any interest therein which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the Corporation and this restriction shall be indicated in all the stock certificates of the Corporation.

**EIGHT.** - That at least twenty-five (25%) percent of the authorized capital stock above-stated has been actually subscribe as follows:

\*As amended by the majority vote of the Board of Directors in a meeting held on April 17, 1996 and by the Stockholders representing at least 2/3 of the outstanding capital stock in a meeting held on May 2, 1996

\*\*As amended by the majority vote of the Board of Directors in a meeting held on January 14, 1997 and by the Stockholders representing at least 2/3 of the outstanding capital stock at a meeting held on February 15, 1997, as further amended by the majority vote of the Board of Directors in a meeting held on October 23, 1998 and by the Stockholders representing at least 2/3 of the outstanding capital stock in a meeting held on October 23, 1998.

NAME OF SUBSCRIBER	NATIONALITY	NO. OF SHARES SUBSCRIBED	AMOUNT OF CAPITAL STOCK SUBSCRIPTION
Vicente T. Paterno	Filipino	36,666	P 3,666,600.00
Jose T. Pardo	Filipino	18,334	1,833,400.00
Marilyn V. Pardo	Filipino	18,333	1,833,300.00
Francisco R. Sibal	Filipino	18,334	1,833,400.00
Aleli L. Sibal	Filipino	18,333	1,833,300.00
		-----	-----
		110,000	P11,000,000.00
		=====	=====

NINTH. - That the aforesaid subscribers have actually paid at least twenty-five (25%) percent of the total subscription as follows:

<u>NAMES OF SUBSCRIBERS</u>	<u>AMOUNT SUBSCRIBED</u>	<u>TOTAL PAID-IN</u>
Vicente T. Paterno	P 3,666,600.00	P 1,000,000.00
Jose T. Pardo	1,833,400.00	500,000.00
Marilyn V. Pardo	1,833,300.00	500,000.00
Francisco R. Sibal	1,833,400.00	500,000.00
Aleli L. Sibal	1,833,300.00	500,000.00
	-----	-----
	P 11,000,000.00	P 3,000,000.00

TENTH. - That Mrs. Marilyn V. Pardo has been elected by the subscribers as Treasurer of the Corporation to act as such until her successors shall have been duly elected and qualified in accordance with the By-Laws of the Corporation, and that as such Treasurer, she has been authorized to receive for and in the name and for the benefit of the Corporation, all subscriptions paid by the subscribers.

\* ELEVENTH - Each shareholder of the Corporation shall at all times be entitled to preemptive rights in respect of all issues of stock whether such issues are to be made out of the present authorized capital stock or out of the proposed increase of authorized capital stock or from treasury, except that such preemptive right shall not extend to the first issue of the bonds with warrants and the issues of stock of the Corporation in connection with the exercise of such warrants, as well as to the initial public offering of the shares of the Corporation. Except as aforesaid, such preemptive rights shall extend to shares issued for property, for services, or in payment of indebtedness, or for shares of another corporation, to securities convertible into or exchangeable for any shares of stock and to options to purchase any such share or any such convertible or exchangeable security. In the exercise of her/its preemptive right, each shareholder shall be given sufficient time to permit her/it to obtain any prior governmental or regulatory approvals required under applicable Philippine or foreign laws in connection with the exercise of such rights; provided, however, that the refusal or failure of any shareholder to subscribe to or purchase all or any of the shares offered for subscription or sale shall not prevent the other shareholders from subscribing to or purchasing, and the Corporation from issuing or selling, the shares being offered for subscription or sale.

These restrictions shall be indicated in all the stock certificates of the Corporation. Any violation of these provisions shall be null and void.

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\*As amended by the majority vote of the Board of Directors in a meeting held on April 17, 1996 and by the Stockholders representing at least 2/3 of the outstanding capital stock in a meeting held on May 2, 1996.

IN WITNESS WHEREOF, we have hereunto set our hands on the day and place first above set forth.

(Sgd.) VICENTE T. PATERNO

(Sgd.) JOSE T. PARDO

(Sgd.) MARILYN V. PARDO

(Sgd.) FRANCISCO R. SIBAL

(Sgd.) ALELI L. SIBAL

SIGNED IN THE PRESENCE OF:

(Sgd.) L. Rosacia

(Sgd.) E. Buñing

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)  
MAKATI, METRO MANILA ) S.S

BEFORE ME, Notary Public for and in the above jurisdiction this 8<sup>th</sup> day of November 1982, personally appeared the following:

Name	Residence Certificate Date & Place of Issue	No. Taxpayers' Account Number
Vicente T. Paterno	A&B-3458916 b/4-29-82 Makati, Metro Manila	P 3659-L 1825-A-4
Jose T. Pardo	A&B-3417712/3-04-82 Makati, Metro Manila	P 6327-0 2439-A-4
Marilyn V. Pardo	A&B-3438175/3-18-82 Makati, Metro Manila	P 6327-V2439-A-4
Francisco R. Sibal	A&B-4843298 B/2-03-82 Quezon City	S 1410-M1151-A-9
Aleli L. Sibal		A 1410-M1151-A-9

All known to me and by me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their own free and voluntary act and deed.

WITNESS MY HAND AND NOTARIAL SEAL on the date and at the place first above set forth.

Doc. No.: 179;  
Page No. 37;  
Book No. VI;  
Series of 1982.

(Sgd.) MARIO G. AGLIPAY  
Notary Public for Makati  
Until December 31, 1983  
PTR No. 7705193 A  
January 14, 1982  
Makati, Metro Manila



**DIRECTORS' CERTIFICATE OF AMENDMENTS  
TO THE AMENDED ARTICLES OF INCORPORATION OF  
PHILIPPINE SEVEN CORPORATION**

We, the undersigned, constituting at least a majority of the members of the Board of Directors and the Corporate Secretary of **PHILIPPINE SEVEN CORPORATION** ("Corporation"), do hereby certify that the attached Amended Articles of Incorporation embodying the amendments in the primary and secondary purposes hereof is true and correct and that the aforesaid amendment were duly approved by the affirmative vote of at least majority vote of the members of the Board of Directors of the Corporation at the meeting duly called for the purpose with a quorum present and acting throughout, held on June 8, 2004, and by the written assent of the stockholders of the Corporation owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at the principal office.

The amendment to the Amended Articles of Incorporation modifies the:

**Primary Purpose**

To engage in, conduct, carry on and deal in the business of retailing, merchandising, buying, selling, marketing, importing, exporting, franchising, acquiring, holding, distributing, warehousing, trading, exchanging or otherwise dealing in all kinds of products and services, which generally include grocery items, dry goods, foods, or foodstuffs, beverages, drinks, services and all various items and services for all kinds of consumer needs or requirements emphasizing convenience to the consumer, and any and all goods, wares, merchandise, commodities, or articles of commerce of all kinds, classes and descriptions, including management services, systems, techniques and technologies for the distribution, retailing, merchandising, marketing, purchase, acquisition or sale of any and all of the above, and as incidental or related thereto, acquiring, buying, leasing, selling, exchanging, building, constructing, operating, managing or otherwise dealing in the outlets, warehouses, bodegas, storages, stores, groceries, sales stands or centers, eateries, automats, cafeterias, shops, bazaars, emporiums, commissaries, restaurants, hotels, or similar establishments and/or a combination or chain thereof, contrivances, vehicles, machines or apparatus employed in or related to the sales, purchase, marketing or distribution of said foods or foodstuffs, beverages, drinks, items, goods, wares, merchandise and commodities, as principal, licensee, promoter, factor, agent or in any other capacity;

**Secondary Purposes**

**Section 12.** To carry on any business as principals, commission agents, factors, general merchants or dealers in every description or products, goods, articles, merchandize or services and to carry on the business of exporters, importers, indentors, concessionaires, wholesale and retail traders, contractors, forwarding agents, brokers, or agents except as insurance for any person, firm or corporation.

XXX.

Note:


- 1. Underline words are the proposed amendments.

As amended, said primary purpose shall now read as appearing in Annex "A" hereof.

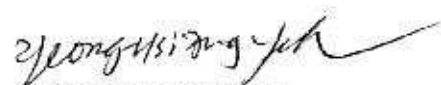


IN WITNESS WHEREOF, we have hereunto affix our signatures 2004 22 day of  
2004 at Mandaluyong City, Philippines.

QUEZON CITY

  
VICENTE T. PATERNO  
Chairman of the Board

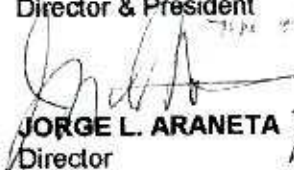
TIN# 100-133-865



YEONG-HSIANG YEH  
Director & President

TIN# 221-582-937

CHUNG-JEN HSU  
Director



JORGE L. ARANETA  
Director

TIN# 102-752-579



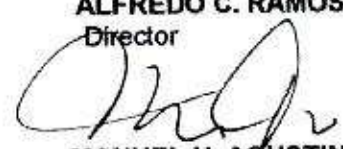
CHIEN-NAN HSIEH  
Director



ALFREDO C. RAMOS  
Director

TIN# 132-017-513

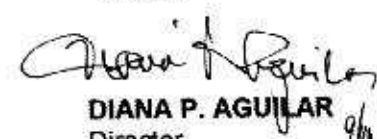
JUI-TANG CHEN  
Director



MANUEL U. AGUSTINES  
Director

TIN# 100-453-560

FU-TANG CHEN  
Director

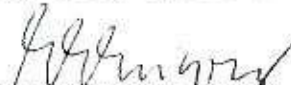


DIANA P. AGUILAR  
Director

TIN# 101-902-566  
9/2/04

KUO-HSUAN WU  
Director

CERTIFIED AND ATTESTED BY:

  
EVELYN S. ENRIQUEZ  
Corporate Secretary

**22 DEC 2004**

**SUBSCRIBED AND SWORN** to before me this \_\_\_ day of \_\_\_ 2004 at  
QUEZON CITY, affiants exhibiting to me their Passport Nos./Community Tax Certificates Nos.  
 as follows:

Name	Comm. Tax Cert. No.	Date/Place of Issue
Vicente T. Paterno Yeong-Hsiang Yeh Chung-Jen Hsu Jorge L. Araneta Manuel U. Agustines Alfredo C. Ramos Chien-Nan Hsieh Fu-Tang Chen Jui-Tang Chen Diana P. Aguilar Kuo-Hsuan Wu Evelyn S. Enriquez	15245609 - G12033392 -	02/19/2004 MAKATI CITY 12/05/2000 TAIWAN
	13872439 -	01/29/2004 Q.C.

Doc. No. 18 ;  
 Page No. 24 ;  
 Book No. 675 ;  
 Series of 2004

*[Signature]*  
**NOTARY PUBLIC**  
**NOTARY PUBLIC**  
 PTR NO. 200405007  
 DATE ISSUED JAN 5, 2004  
 ISSUED AT QUEZON CITY  
 VALID UNTIL DEC 31, 2006

## WRITTEN ASSENT OF THE STOCKHOLDERS

We, the undersigned, stockholders constituting at least 2/3 of the outstanding capital stock of Philippine Seven Corporation (the "Corporation") hereby certify its assent and approval to the amendment of the Articles of Incorporation as approved by the majority of the Board of Directors of the Corporation in its meeting of June 8, 2004, whereby a quorum was acting throughout, indicated below:

### Primary Purpose

To engage in, conduct, carry on and deal in the business of retailing, merchandising, buying, selling, marketing, importing, exporting, franchising, acquiring, holding, distributing, warehousing, trading, exchanging or otherwise dealing in all kinds of products and services, which generally include grocery items, dry goods, foods, or foodstuffs, beverages, drinks, services and all various items and services for all kinds of consumer needs or requirements emphasizing convenience to the consumer, and any and all goods, wares, merchandise, commodities, or articles of commerce of all kinds, classes and descriptions, including management services, systems, techniques and technologies for the distribution, retailing, merchandising, marketing, purchase, acquisition or sale of any and all of the above, and as incidental or related thereto, acquiring, buying, leasing, selling, exchanging, building, constructing, operating, managing or otherwise dealing in the outlets, warehouses, bodegas, storages, stores, groceries, sales stands or centers, eateries, automats, cafeterias, shops, bazaars, emporiums, commissaries, restaurants, hotels, or similar establishments and/or a combination or chain thereof, contrivances, vehicles, machines or apparatus employed in or related to the sales, purchase, marketing or distribution of said foods or foodstuffs, beverages, drinks, items, goods, wares, merchandise and commodities, as principal, licensee, promoter, factor, agent or in any other capacity;

### Secondary Purposes

**Section 12.** To carry on any business as principals, commission agents, factors, general merchants or dealers in every description or products, goods, articles, merchandize or services and to carry on the business of exporters, importers, indentors, concessionaires, wholesale and retail traders, contractors, forwarding agents, brokers, or agents except as insurance for any person, firm or corporation.

xxx..

IN WITNESS WHEREOF, this certificate has been signed this 22<sup>nd</sup> DEC 2004, 2004.


**PRESIDENT CHAIN STORE  
(LABUAN) HOLDINGS LTD.**

By:

**CHIEN-NAN HSIEH**  
Vice President

  
**PROGRESSIVE DEVELOPMENT CORP.**

By:

  
**JORGE L. ARANETA**  
President


**ASIAN HOLDINGS CORPORATION**

By:

  
**ELIZABETH P. ORBETA**  
President

**AGUS DEVELOPMENT CORP.**

By:

  
**MANUEL U. AGUSTINES**  
President

ANGLO PHILIPPINE HOLDINGS CORP.

By:

CHRISTOPHER M. GOTANCO  
President

  
VICENTE T. PATERNO

**QUEZON CITY** SUBSCRIBED AND SWORN to before me this 29 day of DEC. 2004, 2004 in the City of QUEZON CITY, Philippines, affiants exhibiting to me their Community Tax Certificate No./Passport No. with details as follows:

Name	Community Tax. Cert. No.	Date/Place of Issue
President Chain Store (Labuan) Holdings Corp. By: Chien-Nan Hsieh		
Asian Holdings Corp. By: Elizabeth P. Orbeta	09568133 -	02/19/2004 MUNTINLUPA CITY
Progressive Development Corp. By: Jorge L. Araneta		
Agus Development Corp. By: Manuel U. Agustines		
Anglo Phil. Holdings Corp. By: Christopher M. Gotanco	14199842 -	01/29/2004 MANDALUYONG CITY
Vicente T. Paterno	15245609 -	02/19/2004 MAKATI CITY

All known to me and by me known to be the same persons who executed the foregoing instrument and they acknowledged to me that the same is their own free and voluntary act and deed.

WITNESS MY HAND AND SEAL on the date and at the place first above set forth.

Doc. No. 117;  
Page No. 24;  
Book No. 10725  
Series of 2004.

ATTY. FLORENTO B. CENTENO  
NOTARY PUBLIC  
PTR NO. 49685837  
DATE ISSUED: JAN. 5, 2004  
ISSUED AT QUEZON CITY  
VALID UNTIL DEC 31, 2005