



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila

COMPANY REG. NO. CS201331753

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

LUMINISCENT INC.
(Amending Articles III and VII thereof)

copy annexed, adopted on April 20, 2024 by a 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 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019 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 to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 13th day of November, Twenty Twenty-Four.

ERWIN EDWARD P. MENDIETA
Officer-in-Charge
SO Order No. 951, Series of 2024

**AMENDED
ARTICLES OF INCORPORATION
OF**

LUMINISCENT INC.

(Name of Corporation)

KNOW ALL PERSONS BY THESE PRESENTS:

We, the undersigned incorporators, all of legal age, have this day voluntarily agreed to form a Stock Corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

Article I: That the name of this corporation shall be:

LUMINISCENT INC.

Article II: That the purposes for which this corporation is formed are:

PRIMARY PURPOSE

To import, distribute, market and promote by wholesale or retail, cellular phones and accessories. To conduct and perform such other related or allied services, including but not necessarily limited to design, repair and maintenance of the foregoing and other such activities or enterprise germane and/or desirable to the foregoing.

LUMINISCENT MEANS - AN EMITTING LIGHT
NOT CAUSE BY HEAT

SECONDARY PURPOSES

1. To purchase, acquire, own, lease, sell and convey to the extent allowed by law, property of every kind and description as may be necessary or incidental to the conduct of its corporate business.
2. To raise capital or borrow money to meet the financial requirements of its business by the issuance of securities, bonds, promissory notes and other evidence of indebtedness;
3. To invest in other companies and enter into joint venture agreements with any company, partnership, persons or government entities, domestic or foreign, for the advancement of its interest and in carry out its primary purpose;
4. To establish and operate branch offices or agencies to carry out any or all of its operations and business without any restriction as to place or amount;
5. To do and perform all acts and things necessary or incidental to the accomplishment of the foregoing purposes or the exercise of any or all the powers of a corporation for the benefit of this corporation and its stockholders.

Article III: That the corporation shall have its principal office at:

No./Street: **3/F CEBU LIBERTY LUMBER CPD 173 MJ CUENCO AVE**
TEJERO (VILLA GONZALO)

City/Town: **CEBU CITY 6000**

Province: **CEBU**

(AS AMENDED ON 20 APRIL 2024)

Article IV: That the term for which said corporation is to exist is FIFTY (50) years from and after the date of issuance of the certificate of incorporation.

Article V: That the names, nationalities, and residences of the incorporators, majority of whom are residents of the Philippines, are as follows:

Name	Nationality	Residence Complete address
MARIA MAY ARRANGUEZ	FILIPINO	LOWER KALUNASAN, CEBU CITY
MARVEN B. PAÑARES	FILIPINO	#17 DUCHESS LOOP NICOL'S PARK SUBD. GUADALUPE CEBU CITY
RAFIE P. PARDILLO	FILIPINO	1338 A ANDRES ABELLANA EXT. GUADALUPE, CEBU CITY
VICTOR G. YBAÑEZ	FILIPINO	RUBY ST. JAMESVILLE LAHUG, CEBU CITY
EMERALD L. BENITEZ	FILIPINO	SUNNY HILLS SUBD. TALAMBAN, CEBU CITY

Article VI: That the number of directors of the corporation shall be FIVE (5); and the names, nationalities and residences of the first directors of the corporation, majority of whom are residents of the Philippines, are as follows:

Name	Nationality	Residence Complete address
MARIA MAY ARRANGUEZ	FILIPINO	LOWER KALUNASAN, CEBU CITY
RAFIE P. PARDILLO	FILIPINO	1338 A ANDRES ABELLANA EXT. GUADALUPE, CEBU CITY
MARVEN B. PAÑARES	FILIPINO	#17 DUCHESS LOOP NICOL'S PARK SUBD. GUADALUPE CEBU CITY
VICTOR G. YBAÑEZ	FILIPINO	RUBY ST. JAMESVILLE LAHUG, CEBU CITY
EMERALD L. BENITEZ	FILIPINO	SUNNY HILLS SUBD. TALAMBAN, CEBU CITY

Article VII. That the authorized capital stock of the corporation is **TWELVE MILLION (Php12,000,000.00) pesos** in lawful money of the Philippines, divided into **ONE HUNDRED TWENTY THOUSAND (120,000.00) shares** with the par value of **ONE HUNDRED (Php100.00) pesos per share.**
(AS AMENDED ON 20 APRIL 2024)

Article VIII: That the following persons have subscribed to the authorized capital stock; and at least 25% of the authorized capital stock has been subscribed and at least 25% of the total subscription has been paid as follows:

*indicate TIN of corporate subscriber

Total

2,500

P 250,000.00

P62,500.00

Article IX: That no transfer of stock or interest which would reduce the stock 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 the stock certificates issued by the corporation.

Article X: That MARVIN B. PARARES 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 that as such Treasurer, he has been authorized to receive for and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.

Article XI: That the incorporators and directors undertake to change the name of the corporation immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

IN WITNESS WHEREOF, we have set our hands this JUL 23 2013 day of 20 at CABDO CITY, Philippines.

SMB
VICENTE B. YBARRA
TIN - 432-918-047-000

JK
JOAQUIN P. FABRILLO
TIN - 287-769-125-000 TIN -

TIN TIN TIN
SERGIO L. BENITES
TIN - 432-918-292-000

TIN TIN TIN
MARVIN B. PARARES
TIN - 297-853-936-000

Signed in the presence of

JD

Jed Cabato

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
CEBU CITY) S S

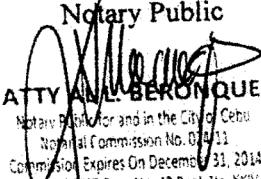
BEFORE ME, a Notary Public in and for CEBU CITY
Philippines, this th day of JUL 23 2013 20 personally appeared:

Name	TIN / ID / Passport No.	Date & Place Issued
MARIA MAY ARRANGUEZ	287-769-129-000	02-27-2013 - CEBU CITY
MARVEN B. PAÑARES	207-852-956-000	09-11-2000 - CEBU CITY
RAFLE P. PARDILLO	432-908-583-000	02-27-2013 - CEBU CITY
VICTOR G. YBANEZ	432-918-047-000	02-27-2013 - CEBU CITY
EMERALD L. BENITEZ	432-910-232-000	02-27-2013 - CEBU CITY

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 witness whereof, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

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Page No. 42
Book No. 02
Series of 2013

Notary Public

ATTY ALVIN BERONQUE
Notary Public for and in the City of Cebu
Notarial Commission No. 07411
Commission Expires On December 31, 2014
PO Box 57667 Page No. 42 Book No. XXIV
IBP No. 911329 January 4, 2013 Cebu City
PTB No. 25809801 December 26, 2012 Cebu
2F Gagfa Bldg. Wilson St. cor. Pasteur
Apas, Cebu City

DIRECTOR'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Directors and the Corporate Secretary of **LUMINISCENT INC.** do hereby certify that the Article of Incorporation of the said corporation was amended by a majority vote of the directors and the vote of stockholder representing at least two-thirds (2/3) of the outstanding capital at a meeting held on **April 20, 2024** at the principal office of the corporation.

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

ARTICLE III: That the corporation shall have its principal office at **3/F CEBU LIBERTY LUMBER CPD 173 MJ CUENCO AVE TEJERO (VILLA GONZALO) CEBU CITY CEBU 6000.**

We further certify that the attached Amended Articles of Incorporation are true and correct copy thereof.

this AUG 30 2024 witness WHEREOF, we have hereunto signed this certificate
this _____ day of _____ at MANILA

Albalta
ANA MAE B. ALBA

Director
TIN: 309-077-203-000

Sontoria
SHIRLEY O. ATIENZA

Director
TIN: 484-831-176-000

AA
ANGELA E. AMANDY

Director
TIN: 621-793-881-000

JR
HARLENE A. ROCREO

Director
TIN: 636-140-832-000

Dmonte
ROSELYN A. AMANTE

Corporate Secretary/Director
TIN: 483-044-460-000

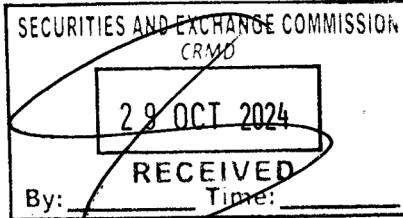
SUBSCRIBED AND SWORN TO before me on this AUG 30 2024 day of
in MANILA, Philippines, Affiant exhibiting to me his/her, TIN/ID:309-077-203-
000/TIN/ID:621-793-881-000/TIN/ID:483-044-460-000/TIN/ID:484-831-176-000/TIN/ID:636-140-
832-000 issued on _____ at _____.

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Book No.: Ch 01
Series of RDRX

ATTY. GARY CAMITAN AURE
NOTARY PUBLIC, ROLL NO. 60777
PTB No. 1527767 Issued on Jan 2, 2024 until Dec. 31, 2024 Manila
IBP Lifetime No. 14599 Issued on Feb. 2, 2013
Commission No. 2023-018 Issued on Nov 18, 2023 Effective Jan. 1, 2023 Until Dec. 31, 2024 Manila
MCLE No. VII-0001543 Issued on Nov. 20, 2019 Valid Until April 14, 2025 Pasig City
Office Address: L2F1 Upper Ground Floor, Burgundy Transpacific Place,
2444 A. Taft Avenue, Malate, Manila 1004

DIRECTOR'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:



We, the undersigned majority of the Directors and the Corporate Secretary of **LUMINISCENT INC.** do hereby certify that the Article of Incorporation of the said corporation was amended by a majority ~~vote~~ of the directors and the vote of stockholder representing at least two-thirds (2/3) of the outstanding capital at a meeting held on **April 20, 2024** at the principal office of the corporation.

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

ARTICLE VII: That the authorized capital stock of the Corporation is **TWELVE MILLION (P12,000,000.00) pesos in lawful money of the Philippines divided into ONE HUNDRED TWENTY THOUSAND (120,000) shares with the par value of ONE HUNDRED PESOS (P100.00) per share.**

We further certify that the attached Amended Articles of Incorporation are true and correct copy thereof.

IN WITNESS WHEREOF, we have hereunto signed this certificate this _____ day of JUL 17 2024 at MANILA.


ANA MAE B. ALBA

Director
TIN: 309-077-203-000


SHIRLEY O. ATIENZA

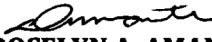
Director
TIN: 484-831-176-000


ANGELA E. AMANDY

Director
TIN: 621-793-881-000


HARLENE A. ROCREO

Director
TIN: 636-140-832-000


ROSELYN A. AMANTE

Corporate Secretary/Director
TIN: 483-044-460-000


JUL 17 2024

SUBSCRIBED AND SWORN TO before me on this _____ day of _____, in MANILA, Philippines, Affiant exhibiting to me his/her, TIN/ID:309-077-203-000/TIN/ID:621-793-881-000/TIN/ID:483-044-460-000/TIN/ID:484-831-176-000/TIN/ID:636-140-832-000 issued on _____ at _____.

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Book No.: CLVII
Series of 2024

ATTY. GARY CAMITAN AURE
NOTARY PUBLIC, ROLL NO. 60777
PTR No.1527767 issued on Jan. 2, 2024 until Dec. 31, 2024 Manila
ISP Lifetime No. 14599 issued on Feb. 2, 2016
Commission No. 2023-018 issued on Nov. 18, 2022 Effective Jan. 1, 2023 Until Dec. 31, 2024 Manila
MCLE No. VII-6301648 issued on Nov. 20, 2019 Valid Until April 14, 2025 Pasig City
Office Address: L2F1 Upper Ground Floor, Burgundy Transpacific Place,
2444 A. Taft Avenue, Makati, Manila 1004

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

SECRETARY'S CERTIFICATE

I, ROSELYN A. AMANTE, of legal age, single, a resident of Brgy. Nagsulang Lemery Iloilo Province 5043 being duly sworn, depose and state that:

1. I am duly elected and qualified Corporate Secretary of **LUMINISCENT INC.** (the Corporation), a corporation duly organized and existing under and by virtue of the Republic of the Philippines.
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 officer of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

IN WITNESS WHEREOF, we have hereunto signed this certificate
this _____ day of _____ at MANILA.

JUL 17 2024


ROSELYN A. AMANTE
Corporate Secretary

SUBSCRIBED AND SWORN TO before me on this JUL 17 2024 day of _____, in MANILA, Philippines, Affiant exhibiting to me his/her, TIN/ID: 483-044-460-000 issued on _____ at _____.

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Series of 2024


ATTY. GARY CAMITAN AURE

NOTARY PUBLIC, ROLL NO. 60777

PTR No. 1527767 Issued on Jan. 2, 2024 until Dec. 31, 2024 Manila

IPB Lifetime No. 14589 issued on Feb. 2, 2016

Commission No. 2023-016 Issued on Nov. 18, 2022 Effective Jan. 1, 2023 Until Dec. 31, 2024 Manila

MCLE No. VII-0001648 Issued on Nov. 20, 2019 Valid Until April 14, 2025 Pasig City

Office Address: L2F1 Upper Ground Floor, Burgundy Transpacific Place,
2444 A. Taft Avenue, Malate, Manila 1004