

CEO25510



REPUBLIC OF THE PHILIPPINES

SECURITIES AND EXCHANGE COMMISSION

CEBU EXTENSION OFFICE

Cebu City

COMPANY REG. NO. CS200825974

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

**INFINITY LOOP RETAIL, INC.
DOING BUSINESS UNDER THE BUSINESS NAME
ISTORE DIGITAL LIFESTYLE**

(Formerly: INFINITY LOOP RETAIL, INC.)

(Amending Article I of the original articles of incorporation thereof)

copy annexed, adopted on October 15, 2016 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds (2/3) 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 Cebu City, Philippines, this 21st day of December, Two Thousand Sixteen.



LINDEZA ROGERO-GAVINO
Director
SEC CEBU OFFICE

CO V E R S H E E T

Nature of Application

AAI

S.E.C. Registration Number

C S 2 0 0 8 2 5 9 7 4															
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CEO25510

Former Company Name

I N F I N I T Y	L O O P	R E T A I L	I N C.												

AMENDED TO:
New Company Name

I N F I N I T Y	L O O P	R E T A I L	I N C.	D O I N G											
B U S I N E S S	U N D E R	T H E	B U S I N E S S												
N A M E	I S T O R E	D I G I T A L	L I F E S T Y L E												

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

H P S	B U I L D I N G	P L A R I D E L	S T												
B R G Y	A L A N G	A L A N G	M A N D A U E	C I T Y											

Company's Telephone Number/s

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Contact Person

STANLEY T. YAP

Contact Person's Telephone Number

032 3442261

Contact Person's Address

HPS Building, Plaridel St., Brgy. Alang-Alang, Mandaue City

To be accomplished by SEC personnel concerned

Date:

Signature

Assigned Processor

Document I.D.

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Received by Corporate Filing and Records Division (CFRD)

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Forwarded to:



Corporate and Partnership Registration Division
Green Lane Unit
Financial Analysis and Audit Division



AMENDED
ARTICLES OF INCORPORATION

OF

INFINITY LOOP RETAIL, INC.
Doing business under the business name
ISTORE DIGITAL LIFESTYLE

Formerly: INFINITY LOOP RETAIL, INC.

(As amended on October 15, 2016.)

Know All Men By These Presents:

The undersigned incorporators, all of legal age and majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

FIRST: That the name of this corporation shall be:

INFINITY LOOP RETAIL, INC.
Doing business under the business name
ISTORE DIGITAL LIFESTYLE

Formerly: INFINITY LOOP RETAIL, INC.

(As amended on October 15, 2016.)

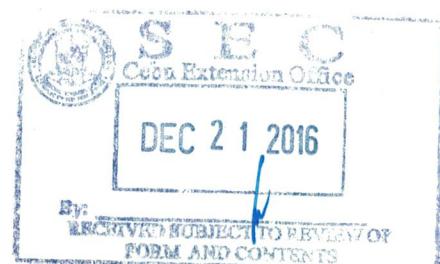
SECOND: A. That the primary purpose of this corporation is

Retail/Distribution of digital lifestyle products and accessories and provide installation and repair services as incidental thereto.

B. That the corporation shall have all the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

THIRD: That the place where the principal office of the corporation is to be established or located is at

HPS BLDG., PLARIDEL STREET, ALANG-ALANG MANDAUE CITY, CEBU.



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 are as follows:

Name	Nationality	Residence
PHILIP A. YAP	FILIPINO	#6 COUNTRY CLUB VILLAGE, BANILAD, CEBU CITY
STANLEY T. YAP	FILIPINO	#6 COUNTRY CLUB VILLAGE, BANILAD, CEBU CITY
LAWRENCE C. SISON	FILIPINO	UNIT 6 # 285 P. GUEVARRA STREET SAN JUAN, METRO MANILA
BEN LOO	FILIPINO	1840 SANTAN STREET, DASMARINAS VILLAGE, MAKATI CITY
CHARLES PAW	FILIPINO	UNIT 7 59 KANILANGAN STREET PASIG CITY

SIXTH: That the number of directors of said corporation shall be FIVE (5) and that the names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

Name	Nationality	Residence
PHILIP A. YAP	FILIPINO	#6 COUNTRY CLUB VILLAGE, BANILAD, CEBU CITY
STANLEY T. YAP	FILIPINO	#6 COUNTRY CLUB VILLAGE, BANILAD, CEBU CITY
LAWRENCE C. SISON	FILIPINO	UNIT 6 # 285 P. GUEVARRA STREET SAN JUAN, METRO MANILA
BEN LOO	FILIPINO	1840 SANTAN STREET, DASMARINAS VILLAGE, MAKATI CITY
CHARLES PAW	FILIPINO	UNIT 7 59 KANILANGAN STREET PASIG CITY Metro Manila

SEVENTH: That the authorized capital stock of the corporation is TWO MILLION (P 2,000,000.00) pesos in lawful money of the Philippines, divided into TWENTY THOUSAND (20,000) shares with the par value of ONE HUNDRED (P100.00) pesos per share.

EIGHTH: That at least 25% of the authorized capital stock has been subscribed and at least 25% of the total subscription has been paid as follows:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
PHILIP A. YAP	FILIPINO	650	P 65,000.00	P 16,250.00
STANLEY T. YAP	FILIPINO	650	65,000.00	16,250.00
LAWRENCE C. SISON	FILIPINO	1,225	122,500.00	30,625.00
BEN LOO	FILIPINO	1,250	125,000.00	31,250.00
CHARLES PAW	FILIPINO	1,225	122,500.00	30,625.00
Total		5,000	P 500,000.00	P125,000.00

NINTH: 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 corporation and this restriction shall be indicated in the stocks certificates issued by the corporation.

TENTH: That STANLEY T. YAP has been elected by the subscribers as treasurer of the corporation to act as such until his/her successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, he/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: That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

In Witness whereof, we have set our hands, this February 26, 2008 at CEBU CITY.

(SGD) PHILIP A. YAP
TIN: 105-329-597

(SGD) LAWRENCE C. SISON
TIN: 152-274-674

(SGD) STANLEY T. YAP
TIN: 106-260-523

(SGD) BEN LOO
TIN: 121-863-089

(SGD) CHARLES PAW
TIN: 183-944-000

WITNESSES:

(SGD) ILLEGIBLE

(SGD) ILLEGIBLE

ACKNOWLEDGEMENT

Republic of the Philippines)
CEBU CITY) S.S.

BEFORE ME, a Notary Public in and for Cebu City, Philippines, this February 26, 2008 personally appeared:

Name Community Tax Certificate No. Date & Placed Issued

PHILIP A. YAP	8942685	01-09-08/Mandaue City
STANLEY T. YAP	8942687	01-09-08/Mandaue City
LAWRENCE C. SISON	21559748	02-16-07/Manila
BEN LOO	18204155	03-07-07/Pasig City
CHARLES PAW	10171655	01-03-08/Pasig City

all known 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 TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

Doc. No. ;
Page No. 80 ;
Book No. ;
Series of 2008.

(SGD) ATTY. NELSON B. PANARES
Notary Public
Until December 31, 2009
PTR O.R. # 3612351
IBP O.R. # 705368
BOTH AT CEBU CAPITOL
JANUARY 2, 2008
ROLL No. 21702

TREASURER'S AFFIDAVIT

REPUBLIC OF THE PHILIPPINES)
CITY/MUNICIPALITY OF CEBU) S.S.
PROVINCE OF CEBU)

I, STANLEY T. YAP, being duly sworn, depose and say:

That I have been elected by the subscribers of the corporation as Treasurer thereof, to act as such until my successor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such treasurer, I hereby certify under oath that at least 25% of the authorized capital stock of the corporation has been subscribed and at least 25% of the subscription has been paid, and received by me in cash for the benefit and credit of the corporation.

This is also to authorize the Securities and Exchange Commission and Bangko Sentral Ng Pilipinas to examine and verify the deposit in the

BANCO DE ORO CEBU NORTH MANDAUE BRANCH
(Name of Bank) (Branch)
in my name as treasurer in trust for the INFINITY LOOP RETAIL, INC.
(Name of Corporation)

in the amount of ONE HUNDRED TWENTY FIVE THOUSAND PESOS (P125,000.00) representing the paid-up capital of the said corporation which is in the process of incorporation. This authority is valid and inspection of said deposit may be made even after the issuance of the Certificate of Incorporation to the corporation. Should the deposit be transferred to another bank prior to or after incorporation, this will also serve as authority to verify and examine the same. The representative of the Securities and Exchange Commission is also authorized to examine the pertinent books and records of accounts of the corporation as well as all supporting papers to determine the utilization and disbursement of the said paid-up capital.

In case the said paid-up capital is not deposited or withdrawn prior to the approval of the articles of incorporation, I, in behalf of the above named corporation, waive our right to a notice and hearing in the revocation of our Certificate of Incorporation.

SGD. STANLEY T. YAP
Treasurer

SUBSCRIBED AND SWORN to before me this FEB 26 2008 at Cebu City, Philippines, affiant exhibiting to me his Community Tax Certificate No. 8942687 issued at Mandaue City on January 09, 2008.

(SGD) ATTY. NELSON B. PANARES
Doc. No. ; Notary Public
Page No. 80 ; Until December 31, 2009
Book No. ; PTR O.R. # 3612351
Series of 2008. IBP O.R. # 705368
BOTH AT CEBU CAPITOL
JANUARY 2, 2008
ROLL No. 21702

DIRECTORS' CERTIFICATE

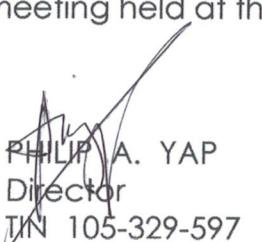
WE, the undersigned majority members of the Board of Directors and the Corporate Secretary, do hereby certify that the Articles of Incorporation of

INFINITY LOOP RETAIL INC.

was amended by an affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held for that purpose at the principal office of the corporation on October 15, 2016.

The amendment refers to Article I thereof.

The amendment was likewise approved by majority of the Directors at a meeting held at the principal office on October 15, 2016.

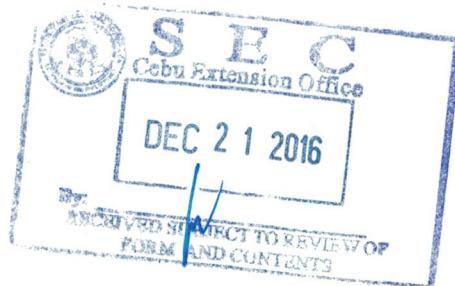

PHILIP A. YAP
Director
TIN 105-329-597


STANLEY T. YAP
Director
TIN 106-260-523


MARIA FRANCESCA M. YAP
Director
TIN 225-731-945

COUNTERSIGNED BY:


STANLEY T. YAP
Corporate Secretary
TIN 106-260-523



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

OCT 28 2016

SUBSCRIBED AND SWORN to before me this day of
2016, affiants exhibiting to me their TIN Numbers stated below their
names.

DOC. NO. 305
PAGE NO. 01
BOOK NO. 01
SERIES OF 2016


NOTARY PUBLIC
UNTIL DECEMBER 31, 2016
IBP NO. 16034-1/5/16
PTR NO. 6631897-1/5/16
ROLL OF ATTORNEYS NO. 31311
MCLECERT. OF COMPLIANCE # D011897
NOTARIAL COMMISSION NO. 68-17
NOTARIAL PRACTICE PERMIT NO. 17

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

AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

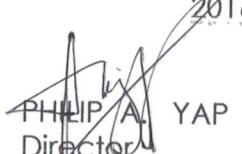
We, PHILIP A. YAP and STANLEY T. YAP, of legal age, Filipino, and both residents of Country Club Village, Banilad, Cebu City, after having been sworn to in accordance with law, do hereby depose and state:

That we are directors of INFINITY LOOP RETAIL INC., which is in the process of amending its corporate name to INFINITY LOOP RETAIL INC. doing business under the business name ISTORE DIGITAL LIFESTYLE.

That we, on behalf of said corporation, hereby undertake to change its corporate name, as herein provided or as amended thereafter, immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation has acquired a prior right to the use of that name or that the name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good custom or public policy.

That this affidavit is executed to attest to the truth of the foregoing and for whatever legal purpose and intent it may serve.

OCT 28 2016
IN WITNESS WHEREOF, we hereby sign this affidavit this day
of 2016 at Cebu City,


PHILIP A. YAP
Director
TIN 105-329-597


STANLEY T. YAP
Director
TIN 106-260-523

OCT 28 2016
SUBSCRIBED AND SWORN to before me this day of
, 2016, Affiants exhibiting their TIN Numbers as stated below their
respective names.

Doc. No. 304
Page No. 1
Book No. 20
Series of 2016




MITY. BONIFACIO T. DESAMO JR.
NOTARY PUBLIC
UNTIL DECEMBER 31, 2016
IBP NO. 16034-1/5/16
PTR NO. 8631897-1/5/16
ROLL OF ATTORNEYS NO. 31311
"CLECERT. OF COMPLIANCE # DO 1181"
NOTARIAL COMMISSION NO. 68-11
EXPIRES DECEMBER 31, 2016

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

SECRETARY'S CERTIFICATE

I, STANLEY T. YAP, of legal age, and a resident of Country Club Village, Banilad, Cebu City, being duly sworn, depose and state that:

I am the duly elected and qualified Corporate Secretary of
INFINITY LOOP RETAIL INC.

a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at HPS Building, Plaridel St., Alang-alang, Mandaue City, Cebu.

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.

OCT 28 2016
Cebu City, ___ day of ___, 2016


STANLEY T. YAP
Corporate Secretary

OCT 28 2016

SUBSCRIBED AND SWORN TO before me on this ____ day of
2015, in Philippines, affiant exhibiting to me his TIN 106-260-523.

Doc. No. 306
Page No. 42
Book No. 27
Series of 2016.

Notary Public
~~STANLEY T. DESAMO JR.~~
NOTARY PUBLIC
UNTIL DECEMBER 27, 2016
IBP NO. 16034-1/5/16
PTR NO. 6631897-1/5/16
ROLL OF ATTORNEYS NO. 31311
CLECERT. OF COMPLIANCE # DO 118
NOTARIAL COMMISSION NO. 68-11
443-001-11



HPS ICT INC.
Doing business under the business name
ISTORE DIGITAL LIFESTYLE

HPS Building, Plaridel St., Alang-alang, Mandaue City

Board Resolution
Approved during the Joint Special Meeting
Of the Board of Directors and Stockholders
Held at its principal office On November 03, 2016

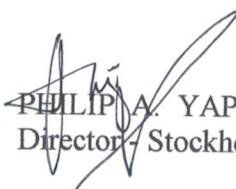
WHEREAS, the corporation, HPS ICT INC. doing business under the business name ISTORE DIGITAL LIFESTYLE is a domestic corporation with address at HPS Building, Plaridel St., Alang-alang, Mandaue City;

WHEREAS, the Board of Directors and the Stockholders interposes no objection to the use of their trade name ISTORE DIGITAL LIFESTYLE by INFINITY LOOP RETAIL INC. and that INFINITY LOOP RETAIL INC. will amend its registered corporate name from INFINITY LOOP RETAIL INC. to INFINITY LOOP RETAIL INC doing business under the business name ISTORE DIGITAL LIFESTYLE;

WHEREAS, the following resolutions were passed and approved:

“RESOLVED, AS IT IS HEREBY RESOLVED, that HPS ICT INC. Doing business name under the business name ISTORE DIGITAL LIFESTYLE interposes no objection for INFINITY LOOP RETAIL INC. to use the business name ISTORE DIGITAL LIFESTYLE”

“RESOLVED, AS IT IS HEREBY RESOLVED, that the necessary papers and documents be executed.”


PHILIP A. YAP
Director - Stockholder


STANLEY T. YAP
Director - Stockholder


MARIA FRANCESCA M. YAP
Director - Stockholder

