

REPUBLIC OF THE PHILIPPINES

SECURITIES AND EXCHANGE COMMISSION

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

Company Reg. No. CS200930354

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

DOUBLEDRAGON PROPERTIES CORP.

[Amending Article VII by changing its par value from P1.00 to P0.10 per share.]

copy annexed, adopted on November 12, 2013 by unanimous 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 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.



FERDINAND B. SALES
Acting Director
Company Registration and Monitoring Department

COVER SHEET

Ms. Villegas 1/27 2: 20

		12	×			7.0		70										1	0				0	12		3.1	5
					*											27 ¹⁰		0	S	æ .E.C	. Re		9 ratio		o		0
																								5			
Pol	UB	L	E	D	R	a	a	0	N		P	R	0	P	6	R	T	1	Б	2		C	0	R	P		
, T				<u> </u>											<u> </u>							-					$\overline{}$
[F]	OR	m	E	R	L	7	<u></u>	1	n	1	a	b		1	19	n	D				_		L				
0	RP	0	R	a	T	I	0	N	1)														٠.				
1				7		T								_	Г	T								1			
				<u> </u>			ļ																				
		*			*			2		(Co	mpa	any's	Ful	l Na	me)		•				٠		,				-
E	OP	L	E	2		H	0	T	E	L		F	u	E	n	T	E	2		a	n	D					
) E	LG	a	<u></u>	0	_	2	T	D	E	E	t	S		1	1,	0	1		0	Г	C	,	T	V		ĖТ	
101	- 10	Joi.	10.	10	<u></u>	_		_	_				reet	City	y / To		/ Pro	ovinc	-			1	1				
												1	i.					_				-		-		-	
<u> </u>		ATH	SPECIAL PROPERTY.	NÉ	-		_			-								_	_			6-			umb	4.5	
			Co	ntac	Pe	rson				10	CH	ANG	EI	N P	AR				C	omp	any	leie	pnoi	ne iv)	eı	
1	Π.									١,			T.		T							1	Ti	2] .	,	2
<i>fonth</i>	D	ay	1	٠."					*			FOR	M T	YPE		1			-				M	onth	1 .	D	-
Fisca	al Year			7											_	,	8						A	เกทน	al Me	eetin	g
						8													59			Contract of the Contract of th					
		2				10,			Sec	onda	ary L	icen	se T	уре	, if A	pplic	able	•									
TT	-					٠,										60			-4			VII					
Dept. R	Requirin	a thi	s Do	oc.										27				L.,	Ame	ende			s Nu	ımbe	er/Se	ction	
											×						District Co.	e.				,					
			1	*							*						Tot	al An	nou	nt of 7	Bor	row	ngs				
Total N	1	,							*2	4				_	,		4:-]	L_	-		- and		-	
Total N	o. of St	ockn	olde	ers						-	-				D0	omes	stic -			n	-	-		orei	gn 		
				78			. *			in and a														**			
r *		***		E to	Ţ	o b	e a	ccor	mpl	ishe	ed b	y S	EC	Pe	erso	nne	el co	once	eme	be							
111		T	T	T:	T	T	T	7		•• *				(٠,					*		ī				
		le N	umb	er	_	_		1						LCI	1	7	1	7	. 10			÷					
-						· ·		_									·	7		7							\$
							ľ						e e					÷.		I			.*				
	Do	cum	ent l	I.D.	-		,	-						,													
						•							Ca	ash	ier	ė											
																			1.0	15			197				
							i					*						*									
	S	TAI	MF	S						-										Ŧ							
	4.		10																								

ok Provide another cover sheet

AMENDED ARTICLES OF INCORPORATION OF

DOUBLEDRAGON PROPERTIES CORP.

(Formerly Injap Land Corporation)

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: The name of this corporation shall be:

DOUBLEDRAGON PROPERTIES CORP.

(Formerly Injap Land Corporation) (As amended on 29 June 2012)

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

To engage in the business of real estate development including but not limited to residential and commercial subdivisions, buildings, and condominium projects in accordance with Republic Act 4726 (otherwise know as The Condominium Act) as amended; to buy and acquire by purchase, lease or otherwise, lands, and interest in land and to own, hold, impose, promote, develop, subdivide and manage any land owned, held or occupied by the Corporation or belonging to them; to construct, erect and manage or administer buildings such as condominiums, apartments hotels, restaurants, stores or other structures now or hereafter erected on any land owned, held or occupied and to mortgage, sell, lease or otherwise dispose of lands or interests in lands and buildings or other structures at any time owned or held by the corporation or belonging to others in the Philippines or elsewhere for such other lawful, commercial and charitable purposes as may be deemed proper for the corporation. (As amended on 4 March 2011)

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 and the following:

- (i) To acquire by purchase, lease, donation or otherwise, and to own, use, improve, develop, subdivide, sell, mortgage, exchange, lease, develop, and hold for investment or otherwise dispose of buildings, houses, apartments, and other structures of whatever kind, together with their appurtenances;
- (ii) To purchase, acquire, own lease, sell and convey real properties, such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of he corporation business, and to pay in cash, shares of its indebtedness, or other securities, as may be deemed expedient, for any business of property acquired by the corporation;
- (iii) To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and others evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, upon

the properties of the corporation, or to issue pursuant to law shares of its capital stock, debentures and others evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the process of its lawful business;

- (iv) To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient shares of stocks, bonds or obligations or evidences of indebtedness in the same manner and to the same extent as natural persons might, could or would do and to exercise all the rights powers and privileges of ownership, including the right to vote thereof or consent in respect thereof for any and all purpose without engaging in stock brokerage business;
- (v) To enter into any lawful arrangement for sharing profits, union of interest., reciprocal concession, or cooperation, with any corporation, association, partnership syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incident to carrying out any of the purposes of the corporation;
- (vi) To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, corporation or partnership or person, such charter, contracts, franchise, privileges exemption, licenses and concessions as may be conducive to any of the objects of the corporation;
- (vii) To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or amount including the right to hold, purchase, or otherwise acquire, lease, mortgage, pledge, and convey or otherwise deal in and with real and personal property any where within the Philippines;
- (viii) To distribute the surplus profits of the corporation to the shareholders thereof in cash or in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to the corporation; and
- (ix) To do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purpose or the exercise of any one or more of its powers, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation. (As amended on 4 March 2011)

THIRD: That the place where the principal office of the corporation is to be established is at: No./Street:: Four-season Hotel Cor, Fuentes & Delgado Sts. Iloilo City City/Town: Iloilo Province: Iloilo

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 (Complete Address)

EDGAR J. SIA, SR.

Filipino

Brgy. Cagay, Roxas City

EDGAR J. SIA II	Filipino	c/o Four Season Hotel cor. Fuentes-
FERDINAND J. SIA	Filipino	Delgado Sts., Iloilo City c/o Four Season Hotel cor. Fuentes-
SHELLA A. SIA	Filipino	Delgado Sts., Iloilo City c/o Four Season Hotel cor. Fuentes-
RIZZA MARIE JOY J. SIA	Filipino	Delgado Sts., Iloilo City Brgy. Cagay, Roxas City

SIXTH: That the number of directors of said corporation shall be SEVEN (7) 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: (As amended on 10 April 2013)

<u>Name</u>	Nationality	Residence
EDGAR J. SIA, SR. EDGAR J. SIA II	Filipino Filipino	(Complete Address) Brgy. Cagay, Roxas City c/o Four Season Hotel cor. Fuentes-
FERDINAND J. SIA	Filipino	Delgado Sts., Iloilo City c/o Four Season Hotel cor. Fuentes-
SHELLA A. SIA	Filipino	Delgado Sts., Iloilo City c/o Four Season Hotel cor. Fuentes-
RIZZA MARIE JOY J. SIA	Filipino	Delgado Sts., Iloilo City Brgy. Cagay, Roxas City

SEVENTH: That the authorized capital stock of the corporation is FIVE HUNDRED MILLION PESOS (P500,000,000.00) in lawful money of the Philippines, divided into <u>FIVE BILLION (5,000,000,000)</u> shares with the par value of <u>TEN CENTAVOS (P0.10)</u> per share. (As amended on 12 November 2013).

The stockholders shall have no pre-emptive right to subscribe to all issues or dispositions of shares of any class. (As amended on 10 April 2013).

The corporation shall comply with the lock-up requirement provided under the Listing Rules for the Main and SME Boards of the Philippine Stock Exchange dated 6 June 2013. (As amended on 10 April 2013).

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

*Name	Nationality	No. of	Amount	Amount
		Shares	Subscribed	Paid
73 77 / 75 77 77		Subscribed		
INJAP INVESTMENTS, INC.	Filipino	12,495	1, 249,500.00	312,375.00
EDGAR J. SIA, SR	Filipino	1	100.00	25.00
EDGAR J. SIA II	Filipino	1	100.00	25.00
FERDINAND J. SIA	Filipino	1	100.00	25.00
SHELLA A. SIA	Filipino	1	100.00	25.00
RIZZA MARIE JOY J. SIA	Filipino	1	100.00	25.00
TOTAL		12,500	1, 250,000.00	312,500.00

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 RIZZA MARIE JOY J. SIA 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 incorporators 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 the name or that the name has been declared as misleading, customs or public policy.

IN WITNESS WHEREOF, we have set our hands this 21st day of November 2009 at Iloilo City, Philippines

SGD: EDGAR J. SIA, SR.

TIN: 102-220-627

SGD: EDGAR J. SIA II

TIN: 192-003-450

SGD: FERDINAND J. SIA

TIN: 917-782-960

SGD: SHELLA A. SIA

TIN: 942-465-082

SGD: RIZZA MARIE JOY J. SIA

TIN: 286-871-120

WITNESSES:

SGD: MA. LEILAH Y. GERONIMO SGD: VENANCIO C. PARCON

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
ILOILO CITY
)

BEFORE ME, a notary public in and for <u>Iloilo City</u> Philippines, this December 8, 2009, personally appeared:

Name	Co	mmunity Tax Cert. No.	Date & Place Issued
Edgar J. Sia, Sr.		06833970	01-05-09 Roxas City
Edgar J. Sia II		10373484	01-08-09 Iloilo City
Ferdinand J. Sia		10374949	01-12-09 Iloilo City
Sheila A. Sia		10374948	01-12-09 Iloilo City
Rizza Marie Joy J. Sia		03278396	03-02-09 Roxas 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 TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and the place first above written.

(signed)
Plaridel C. Nava II
Notary Public
Province and City of Iloilo
Until December 31, 2009
SC Roll No. 46649
IBP No. 724911/IC/1.05.09
PTR No. 3156629/IC/01.05.09
MCLE 2nd Compliance No. 10888

Doc No. 198 Page No. 41 Book No. LXI Series of 2009.

Date: 12-2-2014 Time: 1:48:10 PM

www.sec.gov.ph

User Name: 06rvpascua

Republic of the Philippines)
City of Manila
PASI6 CITY

SECRETARY'S CERTIFICATE

- I, **WILLIAM TAN UNTIONG**, of legal age, Filipino, a resident of 108 Kennedy St., North Greenhills, San Juan, Metro Manila, being duly sworn, depose and state that:
- 1. I am the duly elected and qualified Corporate Secretary of DOUBLE DRAGON PROPERTIES CORP. (the Corporation), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at Peoples Hotel corner Fuentes and Delgado, Iloilo 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 o Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

JAN 27 2014
PASI6itÇITY day of, 20___.

WILLIAM TAN UNTIONG
Corporate Secretary

Doc. No. 247
Page No. 74
Book No. 74401
Series of 20 [4]

A NOTARY PUBLIC UNTIL TO STATE OF MCLE MG. IV - U JOS 21 A 174 A 174 A 174 A 175 A 1

CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF DOUBLEDRAGON PROPERTIES CORP.



KNOW ALL MEN BY THESE PRESENTS:

The undersigned Corporate Secretary and majority of the members of the Board of Directors of DOUBLEDRAGON PROPERTIES CORP. (hereinafter, the "Corporation") do hereby certify that the accompanying copy of the Amended Articles of Incorporation of the Corporation embodying the underscored amendment to the SEVENTH ARTICLE reducing the par value of each share from One Peso (Php1.00) per share to Ten Centavos (Php0.10) per share, is true and correct and was unanimously approved by majority of the Board of Directors at their duly constituted meeting held on 12 November 2013 at the Corporation's principal office and ratified by the affirmative vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held on the same date and at the same place:

JAN 0 NAMENTALESS WHEREOF, we have hereunto signed this Certificate this at CITY OF MANICA

EDGAR J. SIA II

Myai

Chairman

TIN 192-003-450

FERDINAND J. SIA

Director and President

TIN 917-782-960

RIZZA MARIE JOY J. SIA /

Director and Treasurer

TIN 286-871-1/20

ONY TAN CAKTIONS

TIN 111-391-733

WILLIAM TAN UNTIONG

Director and Corporate Secretary

TIN 111-391-779

JOSEPH TANBUNTIONG

Director

TIN 301-643-744

e/7

SUBSCRIBED AND SWORN TO before me this AN 0 8 2014 at CITY OF MANaffiants exhibiting to me the following:

Name	Government ID	Validity
Edgar J. Sia II	TIN 192-003-450	
Ferdinand J. Sia	TIN 917-782-960	
Rizza Marie Joy J. Sia	TIN 286-871-120	
Tony Tan Caktiong	TIN 111-391-733	*
William Tan Untiong	TIN 111-391-779	-
Joseph Tanbuntiong	TIN 301-643-744	

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

ATTY. SOCRATES G. MARANAN
NATARY PUBLIC UNTIL DEC. 31, 2015
E/F RM. 570 USD, MANILA CITY HALL
13P No. 901984, MLA. 10-22-13
PTR No. 2393220, MLA. 11-19-13
NC No. 2014-023 RDA No. 31923
MCLE No. IV-0018168

REPUBLIC OF THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION



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

COMPANY REGISTRATION AND MONITORING DEPARTMENT COMPLIANCE MONITORING DIVISION

MONITORING SHEET

DOUBLEDRAGON PROPERTIES CORP.

Registration No. CS200930354			Date of Registration		ion	DECEMBER 09, 20	09		
Term of Existence 50 YEARS			Annu	Annual Meeting		NOVEMBER 11		•	
la .	FOU	R-SEASON HOTEL (COR.				NOVEMBER 12, 20	113	-
Principal Offic	IOLI	NTES & DELGADO S O CITY	STS.	——— Actua	I Meeting	-	:=		-
No. of Directors/Trus	tees 7			Fisca	l Year	_	DECEMBER 31		-
STOC	K CORPORAT	TION	X	NON S	тоск с	ORPO	DRATION		
Authorized Capi	tal P 500	,000,000.00							
Retained Earnin	gs P 92,7	23,894.00	Equi	ty/Fund Balar	nce P)			
Deficit	Р	**	Nega	ative Fund Ba	lance P)			
Capital Deficience	су Р		Fisca	al Year ended					
Fine: P 10000 p	ed DECE er year per repor	MBER 31, 2012 t	Fine	: P year, per	report				
		CC	OMPU	TATION OF	FINES				
YEAR	General Inf	ormation Sheet		Financial		nts		FINE	
2009	7								

MONITORED

MONITORED

OT	-	On Time
NF	_	Not Filed
FL/RL	-	Filed/Registered Late

Stock and Transfer Book / Membership Book 12/11/09 OT

07-25-12

09-12-13

MONITORED

MONITORED

OT Additional charges (%, violation)

2010

2011

2012 2013

Monitored by:	.C. LUNZAGA	01/16/14
Reviewed by:	8/	1.21 14

Compliant with all reportorial requirements as of	1/22/14
---	---------

For the Director:

07-25-12

09-12-13

Officer -in- Charge

Mandaluyong City. _

FAND plan when

LIST OF STOCKHOLDERS OF DOUBLEDRAGON PROPERTIES CORP. BEFORE THE REDUCTION OF THE PAR VALUE

STOCKHOLDER	NATIONALITY	NO. OF SHARES	AMOUNT
OTOGRI IOLDEIX	TO CHOICE LITT	SUBSCRIBED	SUBSCRIBED AND
			PAID-UP
Injap Investments Inc.	Filipino	82,499,700	Php82,499,700.00
Honeystar Holdings Corp.	Filipino	82,499,700	82,499,700.00
Edgar J. Sia II	Filipino	100	100.00
Ferdinand J. Sia	Filipino	100	100.00
Rizza Marie Joy J. Sia	Filipino	100	100.00
Tony Tan Caktiong	Filipino	100	100.00
William Tan Untiong	Filipino	100	100.00
Joseph Tanbuntiong	Filipino	100	100.00
TOTAL		165,000,000	Php165,000,000.00

LIST OF STOCKHOLDERS OF DOUBLEDRAGON PROPERTIES CORP. AFTER THE REDUCTION OF THE PAR VALUE

STOCKHOLDER	NATIONALITY	NO. OF SHARES	AMOUNT
		SUBSCRIBED	SUBSCRIBED
		-	AND PAID-UP
Injap Investments Inc.	Filipino	824,997,000	Php82,499,700.00
Honeystar Holdings Corp.	Filipino	824,997,000	82,499,700.00
Edgar J. Sia II	Filipino	1,000	100.00
Ferdinand J. Sia	Filipino	1,000	100.00
Rizza Marie Joy J. Sia	Filipino	1,000	100.00
Tony Tan Caktiong	Filipino	1,000	100.00
William Tan Untiong	Filipino	1,000	100.00
Joseph Tanbuntiong	Filipino	1,000	100.00
TOTAL		1,650,000,000	Php165,000,000.00

CERTIFIED CORRECT BY:

Corporate Secretary

Doc. No. Page No. Series of 2018.

ATTY, JOEL G. CORDOLA

The 1974 ENGLESS DEC. 31, 2015

1 111 CIL MY NO. 25103



Republic of the Philippines DEPARTMENT OF FINANCE SECURITIES & EXCHANGE COMMISSION SEC Building, EDSA, Greenhills City of Mandaluyong, 1554



PAYMENT ASSESSMENT FORM No. 01272014-301956

57112			PONSIBILITY CENTER PARTMENT) CRMD			
PA	YOR: DOUBLEDRAGON PROPERTILOILO CITY					
	NATURE OF COLLECTION	2	ACCOUNT CODE	AMOUNT		
	LRF (A0823)		131	20.00		
	AMENDED ARTICLES / Reclar	er	606	2,000.00		
-					1	
-					1	
-			_		-	
-						
					1	
				_		
					_	
TOTAL AMOUNT TO BE PAID				Php 2,020.00		
Assessed bý: (/ /						
	EMS VILLEGAS OR# 1019767 Jan 27, 2014 02:41PM SEC NO MILIT					
(NED 7 000 000 000 000 000 000 000 000 000						
1	Machine Validation:					