



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. A200117595

**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

**TOUCH SOLUTIONS, INC
(Amending Article VII thereof)**

copy annexed, adopted on July 01, 2004 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 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 16th day of December, Two Thousand Four.



Benito A. Cataran
BENITO A. CATARAN

Director

Company Registration and Monitoring Department



AMENDED
ARTICLES OF INCORPORATION
OF
TOUCH SOLUTIONS, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and a 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.

AND WE HEREBY CERTIFY:

FIRST: - That the name of this corporation shall be:

“TOUCH SOLUTIONS, INC.”

SECOND: - That the purpose or purposes for which the corporation is formed
are:

PRIMARY PURPOSE

“To establish and operate information technology services and products”

SECONDARY PURPOSES

1. 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 the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness or other securities, as may be deemed expedient, for any business or property acquired by the corporation.

2. To borrow or raise money necessary to meet that financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the re-payment thereof by mortgage, pledge, deed of trust or lieu upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;

3. To invest and deal with the moneys and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;

4. To aid in any manner any corporation, association, trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise.

5. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmount agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person for governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary convenient or incidental to carrying out any of the purposes of this corporation;

6. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise or any corporation company 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;

7. To establish and operate one or more branch offices or agencies and to carry on any 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 anywhere within the Philippines;

8. 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 purposes or the exercise of any one of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

Articles of Incorporation
TOUCH SOLUTIONS, INC.
Page Three

THIRD: - That the place where the principal office of the corporation is to be established or located is at Arnaiz Ave., Makati City.

FOURTH: - That the term for which said corporation is to exist is fifty (50) years from and after the date of incorporation.

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

| <u>Name</u> | <u>Nationality</u> | <u>Address</u> |
|--------------------------|--------------------|--|
| 1 ANSON T. UY | Filipino | 21 C Benitez St., Cubao Quezon City |
| 2 MARC JASON G. TIONG | Filipino | 3A Silvercord Tower, 803 S. Laurel St., Mandaluyong |
| 3 JOHN Y. TIU, JR. | Filipino | 2/F JTKC Center, Pasong Tamo, Makati City |
| 4 ANDY PAUL T. UY | Filipino | 21 C Benitez St., Cubao Quezon City |
| 5 KATRINE PERLE L. GOTUA | Filipino | 364 Columbia St., Greenhills East, Mandaluyong City |

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

| <u>Name</u> | <u>Nationality</u> | <u>Address</u> |
|--------------------------|--------------------|--|
| 1 ANSON T. UY | Filipino | 21 C Benitez St., Cubao Quezon City |
| 2 MARC JASON G. TIONG | Filipino | 3A Silvercord Tower, 803 S. Laurel St., Mandaluyong |
| 3 JOHN Y. TIU, JR. | Filipino | 2/F JTKC Center, Pasong Tamo, Makati City |
| 4 ANDY PAUL T. UY | Filipino | 21 C Benitez St., Cubao Quezon City |
| 5 KATRINE PERLE L. GOTUA | Filipino | 364 Columbia St., Greenhills East, Mandaluyong City |

SEVENTH: That the authorized capital stock of said corporation is PESOS: TEN MILLION PESOS Philippine Currency, and said capital stock is divided into TEN MILLION (10,000,000) shares with a par value of PESOS: ONE PESOS (P 1.00) each. (As amended on July 1, 2004)

EIGHT: - That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:


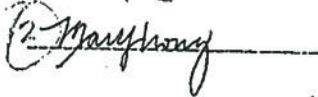

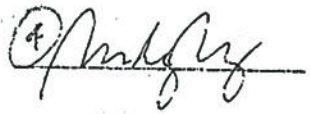

| <u>Name</u> | <u>Nationality</u> | <u>No of Shares Subscribed</u> | <u>Amount Subscribed</u> | <u>Amount Paid-up</u> |
|------------------------|--------------------|--|------------------------------|---------------------------|
| ANSON T. UY | Filipino | 50,000 | 50,000.00 | 20,000.00 |
| MARC JASON G. TIONG | Filipino | 75,000 | 75,000.00 | 30,000.00 |
| JOHN Y. TIU, JR. | Filipino | 625 | 625.00 | 250.00 |
| ANDY PAUL T. UY | Filipino | 50,000 | 50,000.00 | 20,000.00 |
| KATRINE PERLE L. GOTUA | Filipino | 625 | 625.00 | 250.00 |
| JT PERLE CORP. | | 73,750 | 73,750.00 | 29,500.00 |
| TOTAL | | 250,000 | 250,000.00 | 100,000.00 |

NINTH: That no transfer of stock or interest which would 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 stocks certificates issued by the corporation.

TENTH: That MARC JASON G. TIONG has been elected by the subscribers as treasurer of the corporation to act as such until her successor is duly elected and qualified in accordance with the by-laws; 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 in 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 hereunto set our hands, this
November 21, 2001 at Quezon City - Philippines.

| <u>NAME</u> | <u>SIGNATURE</u> |
|------------------------|--|
| ANSON T. UY | ①  |
| MARC JASON G. TIONG | ②  |
| JOHN Y. TIU, JR. | ③  |
| ANDY PAUL T. UY | ④  |
| KATRINE PERLE L. GOTUA | ⑤  |

Signed in the presence of:



ACKNOWLEDGMENT

Republic of the Philippines)

) S.S.
QUEZON CITY

Jonathan Ang
QUEZON CITY on Nov-29, 2001
A, Philippines,

BEFORE ME, A Notary Public in and for
personally appeared the following:

| <u>Name</u> | <u>CTC#</u> | <u>Date & Place Issued</u> |
|------------------------|-------------|--------------------------------|
| ANSON T. UY | 05989441 | 02/02/01 Quezon City |
| MARC JASON G. TIONG | 05960116 | 01/31/01 Quezon City |
| JOHN Y. TIU, JR. | 14495061 | 02/29/00 Makati City |
| ANDY PAUL T. UY | 05989447 | 02/05/01 Quezon City |
| KATRINE PERLE L. GOTUA | 08166197 | 01/31/01 Pasig City |

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and acknowledgment to me that the same are 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. 113
Page No. 5
Book No. AN
Series of 2001.

Notary Public

Jonathan Ang
ATTY. HECTOR S. CENTENO
NOTARY PUBLIC
PTR NO. 1973510
DATE ISSUED: JAN. 2, 2001
ISSUED AT: QUEZON CITY
VALID UNTIL: DEC 31, 2001

