



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

Company Reg. No. ASO95-003836

**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

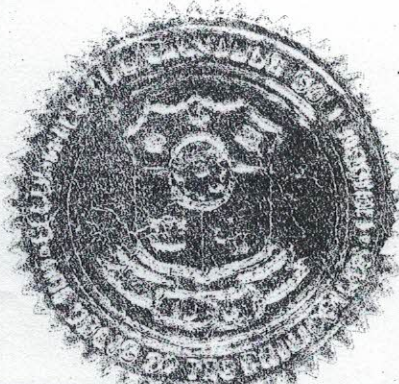
**PROTON MICROSYSTEMS, INC.**  
DOING BUSINESS UNDER THE NAME AND STYLE OF  
**OCTAGON COMPUTER SUPERSTORE and**  
**MICROVALLEY COMPUTER SUPERSTORE**  
(Formerly: PROTON MICROSYSTEMS, INC.)  
(Amending Articles I & III thereof.)

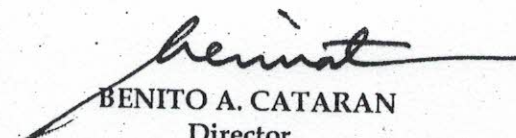
copy annexed, adopted on December 05, 2008 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on May 18, 2009 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.

This certificate is a replacement of the certificate I signed on May 18, 2009 which inadvertently misspelled the word "microsystems" in the corporate name.

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 10th day of June, Twenty Eleven.



  
**BENITO A. CATARAN**  
Director  
Company Registration and Monitoring Department





AS 09 J 0 0 3 8 3 6  
S.E.C. Registration Number

1. enc

PROTON MICROSYSTEMS, LNC.

(Company's Full Name)

1831 PAZ

( Business Address: No. Street City / Town / Province )

Alma M  
Contact Person

26-7172  
Company Telephone Number

Month Day  
Fiscal Year

Change of Name and Address  
FORM TYPE

Month Day  
Annual Meeting

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I.D.

LCU

3-24/09

Cashier

STAMPS

Wing

Remarks = pls. use black ink for scanning purposes

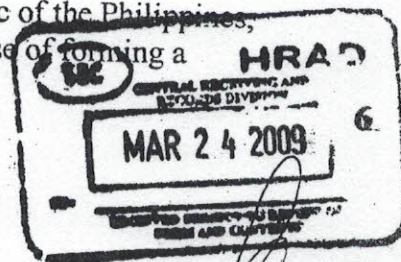


**AMENDED ARTICLES OF INCORPORATION  
OF  
PROTON MICROSYSTEMS, INC. DOING BUSINESS UNDER THE NAME AND  
STYLE OF OCTAGON COMPUTER SUPERSTORE AND MICROVALLEY  
COMPUTER SUPERSTORE**

Formerly : **PROTON MICROSYSTEMS, INC.**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, all of legal age, citizens and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.



**AND WE HEREBY CERTIFY:**

**FIRST:** That the name of the said corporation shall be:

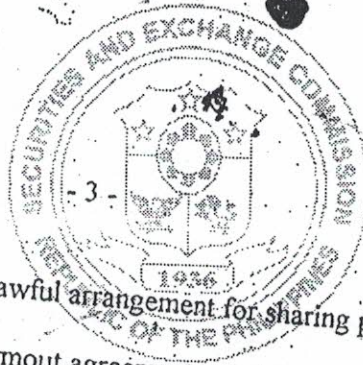
**PROTON MICROSYSTEMS, INC.**  
**DOING BUSINESS UNDER THE NAME AND STYLE OF OCTAGON**  
**COMPUTER SUPERSTORE AND MICROVALLEY COMPUTER SUPERSTORE** (as  
amended on Dec. 05, 2008)

**SECOND:** That the purposes for which the said corporation is formed are:

**PRIMARY PURPOSE**

To engage in, conduct, and carry on the business of buying, selling, distributing, marketing at wholesale and retail in so far as may be permitted by law, all kinds of goods, commodities, wares, and merchandise of every kind and description such as but not limited to computer hardware equipment, telecommunication equipment and other similar products, to enter into all kinds of contracts for the export, import, purchase, acquisition, sale at wholesale and retail and other disposition for its own account as principal or in representative capacity as manufacturer's representative, merchandise broker, indenter, commission merchant, factors or agents, upon consignment of all kinds of goods, wares, merchandise or products whether natural or artificial and to perform after sales services such as warranties, repairs and other services related thereto. (As amended on August 24, 2005)





5. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, 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 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, exception, 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 of agencies and to carry on any of 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 conduct and transact any and all lawful business, and 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

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

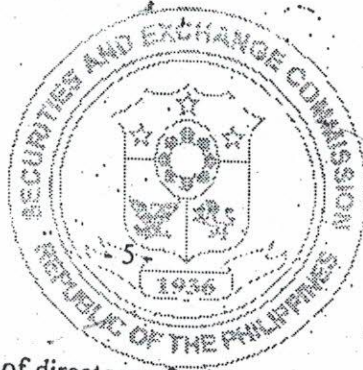
**THIRD:** That the place where the principal office of the corporation is to be established or located is at 747 Romualdez Street, Ermita, Manila. *CHS AMENDED*  
*IN DEC. 7, 1923*

**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>Residence</u>
Ricardo Lee		
William Lim		
Ruby Molina Wong		
Wilson Taneda		
Chung Sang Ong		
Lawrence Lee		





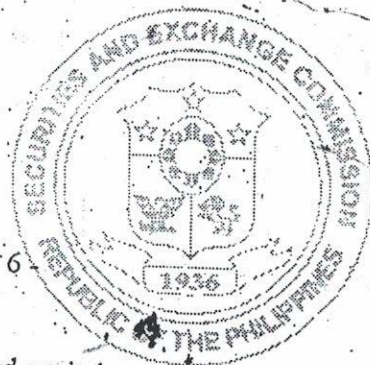
SIXTH: That the number of directors of said corporation shall be Six (6) and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
Ricardo Lee		
William Lim		
Ruby Molina Wong		
Wilson Taneda		
Chun Sang ong		
Lawrence Lee		

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User Name: PROTON08



SEVENTH: That the authorized capital stock of said corporation is Five million Pesos (P 5,000,000), Philippine Currency, and said capital stock is divided into Fifty Thousand shares (50,000.) with a par value of One hundred Pesos (P100.00) each.

EIGHT: That the amount of said capital stock which has been actually subscribed is Five Million Pesos (P 5,000,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

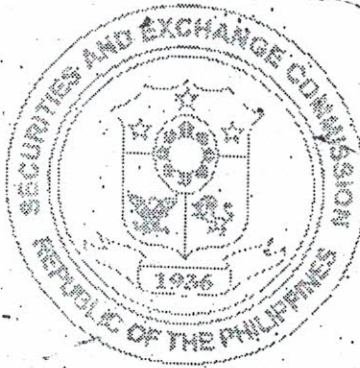
Name	Citizenship	No. of shares	Amount subscribed
Ricardo Lee		6,000	Php 600,000.00-
William Lim		6,000	600,000.00-
Ruby Molina Wong		6,000	600,000.00-
Wilson Taneda		6,000	600,000.00-
Ong Chun Sang		6,000	600,000.00-
Lawrence Lee		20,000	2,000,000.00-

Date: 18-12-2008 Time: 1:12:7 AM  
50,000 Php 5,000,000.00-

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User Name: PROTON08





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NINTH: That the following persons have paid on the shares of capital stock for which they have subscribed, the amount set out after their respective names;

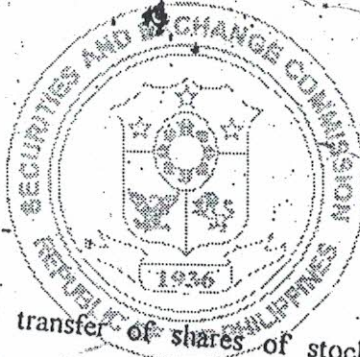
<u>Name</u>	<u>Amount Paid</u>
Ricardo Lee	P 600,000.00
William Lim	600,000.00
Ruby Molina Wong	600,000.00
Wilson Taneda	600,000.00
Ong Chun Sang	600,000.00
Lawrence Lee	2,000,000.00
	<u>P 5,000,000.00</u>

Date: 18-12-2008 Time: 1:12:8 AM

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User Name: PROTON08





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**TENTH:** That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed, or permitted to be recorded in the books of the corporation. This restriction shall be printed or indicated in all the certificates of stock to be issued by the corporation.

**ELEVENTH:** That William Lim has been elected by the subscribers as Treasurer of the corporation to act as such until his/her successor is duly elected and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he/she has been authorized to receive for the corporation, and to issue in its name receipts for, all subscriptions paid in by the subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands, this 8th day of Feb, 1995 at Manila, Philippines.

\_\_\_\_\_  
(Sgd.) Ricardo Lee

\_\_\_\_\_  
(Sgd.) William Lim

\_\_\_\_\_  
(Sgd.) Ruby Molina Wong

\_\_\_\_\_  
(Sgd.) Wilson Taneda

\_\_\_\_\_  
(Sgd.) Chun Sang Ong

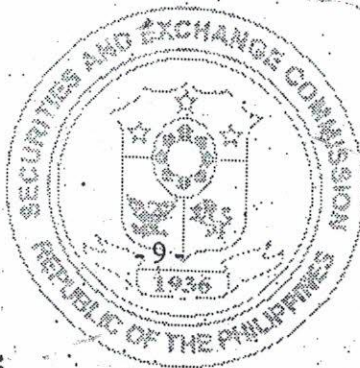
\_\_\_\_\_  
(Sgd.) Lawrence Lee

www.sec.gov.ph

Date: 18-12-2008 Time: 1:12:10 AM

User Name: PROTON08





Signed in the presence of :

(Sgd.) (Illegible)

(Sgd.) (Illegible)

ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public in and for Manila, Philippines, this  
17th day of April, 1995 personally appeared :

<u>Name</u>	<u>Res. Cert. No.</u>	<u>Date &amp; Place Issued</u>
Ricardo Lee		
William Lim		
Ruby Molina Wong		
Wilson Taneda		

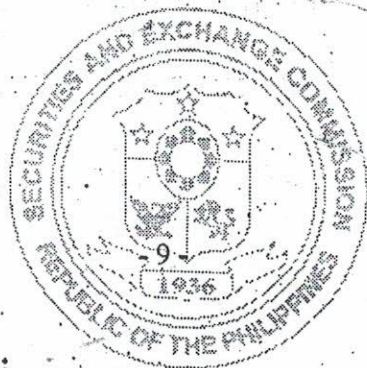
Date: 16-12-2000 Time: 4:12:11 AM

Lawrence Lee

www.sec.gov.ph

User Name: PROTON08





Signed in the presence of :

(Sgd.) (Illegible)

(Sgd.) (Illegible)

ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public in and for Manila, Philippines, this  
17th day of April, 1995 personally appeared :

<u>Name</u>	<u>Res. Cert. No.</u>	<u>Date &amp; Place Issued</u>
Ricardo Lee		
William Lim		
Ruby Molina Wong		
Wilson Taneda		

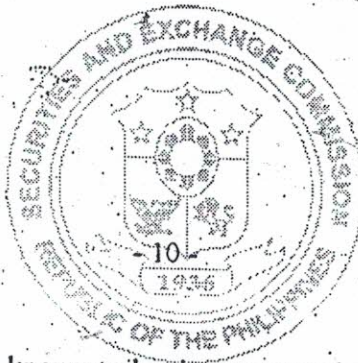
Date: 18-12-201

Lawrence Lee

www.sec.gov.ph

User Name: PROTON08





all known to me and to me known to be the 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.

(Sgd.) NOTARY PUBLIC  
ATTY JOSE S. TAYO  
UNTIL DEC. 31, 1995  
TAN. 6175-731-8  
PTR 061206  
1-2-95

Doc. No. 320 ;

Page No. 65 ;

Book No. 19 ;

Series of 1995 .

Date: 18-12-2008 Time: 1:12:13 AM

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User Name: PROTON08

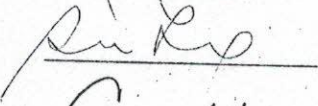
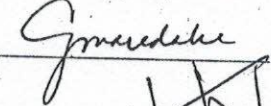
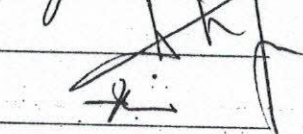
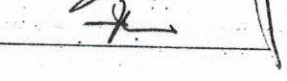


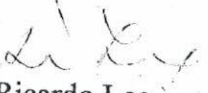
## DIRECTORS' CERTIFICATE

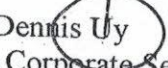
KNOW ALL MEN BY THESE PRESENTS:

We, constituting the majority of the Board of Directors of PROTON MICROSYSTEMS, INC. and the President and Assistant Secretary thereof, do hereby certify that the attached Articles of Incorporation of the aforementioned corporation has been amended by the affirmative vote of at least two-thirds (2/3) of the outstanding capital stock and majority of the Board of Directors at a meeting held on December 05, 2008 at the principal office of the corporation.

IN WITNESS WHEREOF, We hereby set our hands this 5<sup>th</sup> day of December 2008 at Manila, Philippines.

<u>NAME</u>	<u>SIGNATURE</u>	<u>CTC (Nos./Date/Place)</u>	<u>TIN</u>
Ricardo Lee			
Catherine M. Lee			
Kam Pui Wong, Choa Yu			
Anita Lim			
Attested By:			

  
Ricardo Lee  
( President


  
Dennis Uy  
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of \_\_\_\_\_  
JAN 20 2009 affiants exhibiting to me their CTC Nos. above noted.

Doc. No. 744  
Page No. 1  
Book No. 2009  
Series of 2009

ref. data/proton/dircert2

NOTARY PUBLIC

  
ATTY. DELEM N. AGCAOL JR.  
NOTARY PUBLIC  
COM. EXPIRED DEC. 31, '09  
PTR NO. 10838843/1-S-09/Q.C.  
IBP NO. 801213/1-S-09/Q.C.  
ROLL NO. 24655  
TIN NO. 144519066



Republic of the Philippines)  
\_\_\_\_\_ **MANILA** \_\_\_\_\_) S.S.

**UNDERTAKING TO CHANGE NAME**  
(For Amendment of Corporate/Partnership Name)

I, Anita Lim, of legal age, Filipino, and resident of No. 747 Street, Ermita, Manila, after having been sworn to in accordance with law hereby depose and state:

That I am a Director of Proton Microsystems, Inc., <sup>DOING BUSINESS UNDER THE NAME AND STYLE OF DETAGAN COMPUTER</sup> which is in the process of <sup>SUPERSTORE AND MICRO VALLEY COMPUTER</sup> amending its corporate name with the Securities and Exchange Commission. <sup>SUPERSTONE</sup>

That I in behalf of said corporation, hereby undertake to change its corporate name immediately upon receipt of notice or directive from the Commission that another corporation, partnership or person 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 customs or public policy.

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

**MAR 24 2009**

In witness whereof, I hereby signed this affidavit this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ at **MANILA**

\_\_\_\_\_  
Affiant

**MAR 24 2009**

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, affiant exhibiting to me his/her Tax Cert. No. \_\_\_\_\_ issued at \_\_\_\_\_ on \_\_\_\_\_

Doc. No. **267**  
Page No. **37**  
Book No. **9A**  
Series of 2009

Notary Public  
**ATTY. DELFIN R. AGUILAR, JR.**  
NOTARY PUBLIC  
PTR NO. 1174039 / JAN 7, 2009 / NLA  
IRP NO. 754429 / 1-6-09 NLA  
TIN NO. 144-019-066  
ROLL NO. 24055  
COMMISSION EXPIRES ON DEC. 31, 2009