REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor. Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. CS201629673

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

ALLDAY MARTS, INC.

Doing business under the name/s and style/s of
ALLDAY RX
(Formerly: ALLDAY MARTS, INC.)
(Amending Articles I & II Primary Purpose thereof.)

copy annexed, adopted on January 10, 2018 by 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 Corporate 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.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 13th day of February, Twenty Eighteen.

FERDINAND B. SALES
Director
Company Registration and Monitoring Department

CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF ALLDAY MARTS, INC.

The undersigned Corporate Secretary and majority of the members of the Board of Directors of **ALLDAY MARTS, INC.**, (the "Corporation"), do hereby certify that the accompanying copy of the Amended Articles of Incorporation of the Corporation embodying the underscored amendment to the **First and Second Articles**, amending its **Corporate Name and Primary purpose** as follows:

Article I: That the name of this corporation shall be

<u>ALLDAY MARTS, INC.</u>
<u>DOING BUSINESS UNDER THE NAME AND STYLE OF ALLDAY RX</u>

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

PRIMARY PURPOSE

To engage in, conduct, carry on and deal in the business of retailing, merchandising, buying, selling, marketing, importing, exporting, franchising, acquiring, holding, distributing, warehousing, trading, exchanging or otherwise dealing in all kinds of products and services, which generally include grocery items, dry goods, foods, foodstuffs, beverages, drinks, drugs, medicines and other pharmaceutical products and services and all various items and services for all kinds of consumer needs or requirements, emphasizing convenience to the consumer, and any all goods, wares, merchandise or articles of commerce of all kinds, classes and descriptions, including management services, systems, techniques and technologies for the distribution, retailing, merchandising, marketing, purchase, acquisition or sale of any of all the above, and as incidental or related thereto, acquiring, buying, selling exchanging, building, constructing, operating, managing, or otherwise dealing in the outlets, warehouses, bodegas, storages, stores, groceries, sales stands or centers, eateries, automats, cafeterias, shops, bazaars, emporiums, commissaries, or similar establishments, and/or a combination of chain thereof, contrivances vehicles, machines or apparatus employed in or related to the sales, purchases, marketing or distribution of said food or foodstuffs, beverages, drinks, items, goods, wares, merchandise, as principal, license, promoter, factor, agent or in any other capacity; **<u>and operating, owning, managing or otherwise dealing in pharmacies, drugstores or in any form of drug retail.</u>** Provided that the same shall not engage in solicitation of investment contracts from public ownership.

are true and correct and was approved by the affirmative vote of at least a majority of the members of the Board of Directors at their duly constituted meeting held on January 10, 2018 at the principal office of the Corporation 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 a Special Meeting duly called for the purpose on 10 January 2018 held at its principal office.

IN WITNESS WHEREOF, we have hereunto signed this Certificate this JAN 3 0 2018 at PASAY CITY.

BENJAMARIE THERESE N. SERRANO
Chairman / President
TIN: 119-618-951

FRANCES ROSALIE T. COLOMA
Treasurer
TIN: 119-618-513

CAMILLE A. VILLAR
Director
TIN: 235-183-601

EARL B. MILLANES
Director
TIN: 209-684-312

JO MARIE C. LAZARO-LIM
Director/ Corporate Secretary
TIN: 225-076-376

SUBSCRIBED AND SWORN TO before me this JAN 3 0 2018 at PASAY CITY, affiants exhibiting to me the following:

NAME	VALID IDENTIFICATION	PLACE ISSUED
BENJAMARIE THERESE N. SERRANO	TIN 119-618-951	Quezon City, Phils.
CAMILLE A. VILLAR	TIN 235-183-601	Quezon City, Phils.
FRANCES ROSALIE T. COLOMA	TIN 119-618-513	Quezon City, Phils.
EARL B. MILLANES	TIN 209-684-312	Quezon City, Phils.
JO MARIE C. LAZARO-LIM	TIN 225-076-376	Quezon City, Phils.

Doc. No. 418;
Page No. 82;
Book No. 111;
Series of 2018.

Atty. Jovino R. Angel
Notary Public and in Pasay City
Notarial Commission 17-08
Until December 31, 2018
PTR No. 5826093 / IBP No 1062667
Both issued in Pasay City on Jan. 03, 2018
MCLE Compliance No. V-0024151/10-25-18
Roll of Attorney's No. 28761

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

SECRETARY'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, **JO MARIE C. LAZARO-LIM** of legal age, Filipino, with office address at the Worldwide Corporate Center, Shaw Blvd., Mandaluyong City, after having been sworn to in accordance with law hereby depose and say:

1. I am the duly elected Corporate Secretary of **ALLDAY MARTS, INC.** (the Corporation), a corporation duly organized and existing under and by virtue of the laws of the Philippines with principal office address at LGF Evia Lifestyle Center, Daang Hari, Brgy. Almanza Dos, Las Piñas 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/inter-corporate dispute and/or intra-corporate/inter-corporate 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.

PASAY CITY City, ____ day of JAN 3 0 2018.

JO MARIE C. LAZARO-LIM
Corporate Secretary

SUBSCRIBED AND SWORN to before me this ____ day of JAN 3 0 2018 in PASAY CITY Philippines, affiant exhibiting to me her Tax Identification Number ____.

NOTARY PUBLIC

Atty. Jovino R. Angel
Notary Public and in Pasay City
Notarial Commission 17-08
Until December 31, 2018
PTR No. 5826093 / IBP No 1062667
Both Issued in Pasay City on Jan. 03, 2018
MCLE Compliance No. V-0024151/10-25-18
Roll of Attorney's No. 28761

Doc. No. 417;
Page No.: 82;
Book No.: III;
Series of: 2018.

AMENDED ARTICLES OF INCORPORATION
OF
ALLDAY MARTS, INC.

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

ALLDAY MARTS, INC.
DOING BUSINESS UNDER THE NAME AND STYLE OF ALLDAY RX[1]

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

PRIMARY PURPOSE

To engage in, conduct, carry on and deal in the business of retailing, merchandising, buying, selling, marketing, importing, exporting, franchising, acquiring, holding, distributing, warehousing, trading, exchanging or otherwise dealing in all kinds of products and services, which generally include grocery items, dry goods, foods, foodstuffs, beverages, drinks, drugs, medicines and other pharmaceutical products and services and all various items and services for all kinds of consumer needs or requirements, emphasizing convenience to the consumer, and any all goods, wares, merchandise or articles of commerce of all kinds, classes and descriptions, including management services, systems, techniques and technologies for the distribution, retailing, merchandising, marketing, purchase, acquisition or sale of any of all the above, and as incidental or related thereto, acquiring, buying, selling exchanging, building, constructing, operating, managing, or otherwise dealing in the outlets, warehouses, bodegas, storages, stores, groceries, sales stands or centers, eateries, automats, cafeterias, shops, bazaars, emporiums, commissaries, or similar establishments, and/or a combination of chain thereof, contrivances vehicles, machines or apparatus employed in or related to the sales, purchases, marketing or distribution of said food or foodstuffs, beverages, drinks, items, goods, wares, merchandise, as principal, license, promoter, factor, agent or in any other capacity; **and operating, owning, managing or otherwise dealing in pharmacies, drugstores or in any form of drug retail**[2]**.** Provided that the same shall not engage in solicitation of investment contracts from public ownership.

---

[1] *As amended on 10 January 2018*
[2] *As amended on 10 January 2018*

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 from not more than nineteen (19) lenders, including its stockholders, to meet the financial requirements of its business;
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: LGF Evia Lifestyle Center, Daang Hari, Brgy. Almanza Dos,
City/Town: Las Piñas City

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)
Benjamarie Therese N. Serrano	Filipino	130 Parklane St. La Marea Subd., San Pedro Laguna
Frances Rosalie T. Coloma	Filipino	Block 1, Lot 10 Granwoods Villas, BF Homes, Quezon City
Camille A. Villar	Filipino	Caroline Masibay St., BF Resort Village, Talon, Las Piñas City
Earl B. Millanes	Filipino	U7K Monet Bldg., Prsedio Sucat, Muntinlupa City
Jo Marie C. Lazaro-Lim	Filipino	Maia Alta, Courtyard Subd. Antipolo 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)
Benjamarie Therese N. Serrano	Filipino	130 Parklane St. La Marea Subd., San Pedro Laguna
Frances Rosalie T. Coloma	Filipino	Block 1, Lot 10 Granwoods Villas, BF Homes, Quezon City

Camille A. Villar	Filipino	Caroline Masibay St., BF Resort Village, Talon, Las Piñas City
Earl B. Millanes	Filipino	U7K Monet Bldg., Prsedio Sucat, Muntinlupa City
Jo Marie C. Lazaro-Lim	Filipino	Maia Alta, Courtyard Subd. Antipolo City

Article VII: That the authorized capital stock of the corporation is One Billion (P 1,000,000,000.00) pesos in lawful money of the Philippines, divided into Ten Million (10,000,000) shares with the par value of One Hundred (P100) pesos per share.

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:

Name	Nationality	No. of shares Subscribed	Amount Subscribed	Amount Paid
AllValue HOLDINGS, CORP. (TIN: 008-539-070)	Filipino	2,495,000	249,500,000	62,000,000
Benjamarie Therese N. Serrano	Filipino	1,000	100,000	100,000
Frances Rosalie T. Coloma	Filipino	1,000	100,000	100,000
Camille A. Villar	Filipino	1,000	100,000	100,000
Earl B. Millanes	Filipino	1,000	100,000	100,000
Jo Marie C. Lazaro-Lim	Filipino	1,000	100,000	100,000
	TOTAL	**2,500,000**	**250,000,000**	**62,500,000**

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 Frances Rosalie T. Coloma 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 as herein provided, or as amended thereafter, 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 custom or public policy.