

AMENDED  
ARTICLES OF INCORPORATION  
OF

Z.C. RAMTHEL CORPORATION DOING BUSINESS UNDER THE NAME AND  
STYLE OF CECILE'S PHARMACY , CECILE'S CONVENIENCE STORE,  
CECILE'S PHARMACY AND CONVENIENCE STORE ( Formerly : Z.C. RAMTHEL  
CORPORATION DOING BUSINESS UNDER THE NAME AND STYLE OF  
CECILE'S PHARMACY AND CONVENIENCE STORE)

(Name of 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 :

Z.C. RAMTHEL CORPORATION DOING BUSINESS UNDER THE NAME AND  
STYLE OF CECILE'S PHARMACY, CECILE'S CONVENIENCE STORE,  
CECILE'S PHARMACY AND CONVENIENCE STORE

(As amended on July 25, 2015)

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

To engage in, conduct and carry on the business of buying and selling of pharmaceutical products and all kinds of grocery and food items usually known as convenience stores in the Philippines whether it is domestic produced or imported products on retail and wholesale basis.



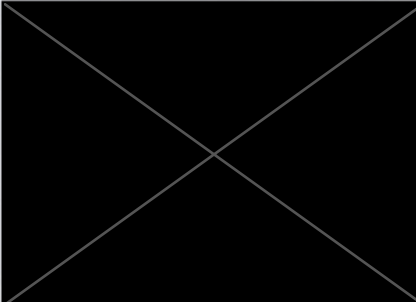
B. That the corporation shall have all the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

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

No. / Street : 197 San Jose Road  
City / Town : Zamboanga City  
(As amended July 25, 2015.)

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.

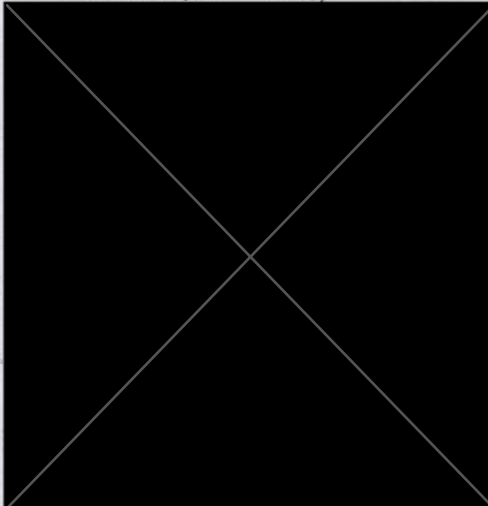
FIFTH : That the names, nationalities, and residences of the incorporators are as follows:

Name	Nationality	Residence (Complete Address)
1. Gil G. Saavedra	Filipino	
2. Ramon G. Saavedra, Jr.	Filipino	
3. Jose Ray G. Saavedra	Filipino	
4. Ma. Cecilia S. Argos	Filipino	
5. Primer Alberto S. Asprer, Jr.	Filipino	
6. Tris Marty S. Asprer	Filipino	
7. Deuciele Marie S. Asprer	Filipino	
8. Felix Louell G. Saavedra	Filipino	

\*\*\*\*\*NOTHING FOLLOWS\*\*\*\*\*



**SIXTH:** That the number of directors of said corporation shall be Eight ( 8 ) 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 (Complete Address)
1. <u>Gil G. Saavedra</u> <u>XXXXXXXXXXXXXXXXXXXX</u>	<u>Filipino</u> <u>XXXXXXX</u>	
2. <u>Ramon G. Saavedra, Jr.</u>	<u>Filipino</u>	
3. <u>Jose Ray G. Saavedra</u>	<u>Filipino</u>	
4. <u>Ma. Cecilia S. Argos</u>	<u>Filipino</u>	
5. <u>Primer Alberto S. Asprer, Jr.</u>	<u>Filipino</u>	
6. <u>Tris Marty S. Asprer</u>	<u>Filipino</u>	
7. <u>Deuciele Marie S. Asprer</u>	<u>Filipino</u>	
8. <u>Felix Louelle G. Saavedra</u>	<u>Filipino</u>	

\*\*\*\*\*NOTHING FOLLOWS\*\*\*\*\*

**SEVENTH:** That the authorized capital stock of the corporation is Ten Million ( P 10,000,000.00 ) pesos in lawful money of the Philippines, divided into One Hundred Thousand ( 100,000.00 ) shares with the par value of One Hundred ( P 100.00 ) pesos per share.

*mm* ✓

and at least 25% of the total subscription has been paid as follows:

	Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
1.	Gil G. Saavedra	Filipino	8,000	800,000.00	200,000.00
	XXXXXXXXXXXXXXXXXXXXX	XXXXXXXXXX	XXXXXX	XXXXXXXXXXXXX	XXXXXXXXXXXXX
2.	Ramon G. Saavedra, Jr.	Filipino	3,500	350,000.00	87,500.00
3.	Jose Ray G. Saavedra	Filipino	3,500	350,000.00	87,500.00
4.	Ma. Cecilia S. Argos	Filipino	3,500	350,000.00	87,500.00
5.	Primer Alberto S. Asprer, Jr.	Filipino	1,000	100,000.00	25,000.00
6.	Tris Marty S. Asprer	Filipino	1,000	100,000.00	25,000.00
7.	Deuciele Marie S. Asprer	Filipino	1,000	100,000.00	25,000.00
8.	Felix Louelle G. Saavedr	Filipino	3,500	350,000.00	87,500.00
	*****NOTHING FOLLOWS*****				
	Total		25,000 =====	2,500,000.00 =====	625,000.00 =====

**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 Ramon G. Saavedra, Jr. 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 9th day of June, 2009 at San Antonio City

1. GIL G. SAAVEDRA

XXXXXXXXXXXXXXXXXXXXXXXXXXXX  
XXXXXXXXXXXXXXXXXXXXXXXXXXXX

2. RAMON G. SAAVEDRA, JR.

3. JOSE RAY G. SAAVEDRA

4. MA. CECILIA S. ARGOS

5. PRIMER ALBERTO S. ASPRER, JR.

6. TRIS MARTY S. ASPRER

7. DEUCIELE MARIE S. ASPRER

8. FELIX LOUELLE G. SAAVEDRA

\*\*\*\*\*NOTHING FOLLOWS\*\*\*\*\*

WITNESSES:

(All incorporators appearing on the fifth article and the two witnessess should affix their signatures on the blanks provided in this page above their respective names.)



## ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public in and for Zamboanga City Philippines, this  
9th day of June, 20 09 personally appeared:

Name	Community Tax Certificate No.	Date & place Issued
1. Gil G. Saavedra	17111599	Jan. 02, 2009 / Zambo. City
XXXXXXXXXXXXXXXXXXXXX	XXXXXXXX	XXXXXXXXXXXXXXXXXXXXXXXXXXXXX
2. Ramon G. Saavedra, Jr.	3008000	Jan. 01, 2009 / Maasin, Z.C.
3. Jose Ray G. Saavedra	17110298	Jan. 03, 2009 / Ballwasan, Z.C.
4. Ma. Cecilia S. Argos	17225326	May 06, 2009 / Zambo. City
5. Primer Alberto S. Asprer, Jr.	17225323	May 06, 2009 / Zambo. City
6. Tris Marty S. Asprer	17225324	May 06, 2009 / Zambo. City
7. Deucele Marle S. Asprer	17225325	May 06, 2009 / Zambo. City
8. Felix Louelle G. Saavedra	17108908	Jan. 13, 2009 / Zambo. 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 at the place first above written.

Doc. No. 64 ;  
Page No. 13 ;  
Book No. 44 ;  
Series of 2009 .

NOTARY PUBLIC  
Until December 31, 20

REBALDO, JR

NOTARY PUBLIC

SEP 21, 2009

0140500 20

01/05/99: 2.0

45710

104-375-442

7/28/04

06/10

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 Z.C. RAMTHEL CORPORATION DOING BUSINESS UNDER THE NAME AND STYLE OF CECILE'S PHARMACY AND CONVENIENCE STORE 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 San Jose Road, Zamboanga City and approved likewise by the majority of the directors on July 25, 2015.

IN WITNESS WHEREOF, we have here to set our hands this 13<sup>th</sup> day of August 2015 at Zamboanga City, Philippines.

Gil G. Saavedra  
CTC # 04331544  
Date Issued : Jan. 22, 2015  
Place Issued : Zamboanga City  
[Redacted]

Jose Ray G. Saavedra  
CTC # 04388709  
Date Issued : Jan. 28, 2015  
Place Issued : Zamboanga City  
[Redacted]

Ramon G. Saavedra, Jr.  
CTC # 04387148  
Date Issued : Feb. 13, 2015.  
Place Issued : Zamboanga City  
[Redacted]

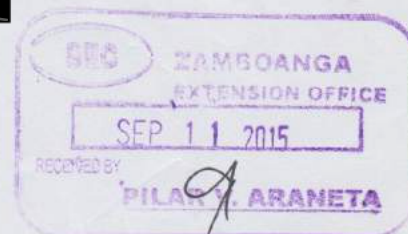
Felix Louell G. Saavedra  
CTC # 04379861  
Date Issued : Jan. 22, 2015  
Place Issued : Zamboanga City  
[Redacted]

Primer Alberto S. Asprer, Jr.  
CTC # 25966414  
Date Issued : Feb. 16, 2015.  
Place Issued : Zamboanga City  
[Redacted]

Tris Marty S. Asprer  
CTC # 01658245  
Date Issued : July 02, 2015  
Place Issued : Zamboanga City  
[Redacted]

Attested By :

Primer Alberto S. Asprer, Jr.  
Secretary



SUBSCRIBED AND SWORN TO BEFORE ME THIS 14<sup>th</sup> day of Sept. 2015 at Zamboanga City, affiants exhibited to me their Community Tax Certificate Nos. as indicated above.

*Evangelina S. Doctolero*  
EVANGELINA S. DOCTOLERO

Notary Public  
Until December 31, 2016  
Roll of Attorney No. 38466  
IBP Lifetime No. 03821  
PTR No. 0998017 : 01-07-2015  
MCLE V-0002096 : 05-13-14  
Notarial Commission 03-2015

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