



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

COMPANY REG. NO. CS200511816

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

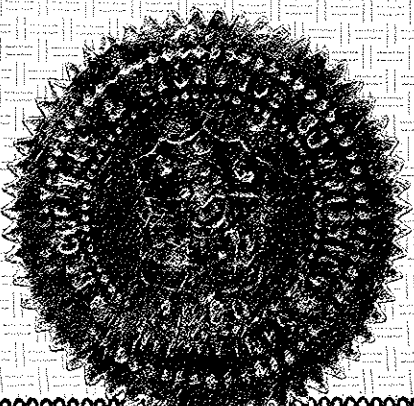
This is to certify that the amended articles of incorporation of the

8990 HOLDINGS, INC.
(Formerly: IP Converge Data Center Inc.)
(Amending Articles I, II and VII thereof)

copy annexed, adopted on December 21, 2012 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 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 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 Mandaluyong City, Metro Manila, Philippines, this 1st day of October, Twenty Thirteen.




FERDINAND B. SALES
Acting Director

Company Registration and Monitoring Department

AMENDED
ARTICLES OF INCORPORATION
OF
8990 HOLDINGS, INC.
(formerly IP CONVERGE DATA CENTER, INC.)

KNOW ALL MEN BY THESE PRESENTS:

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 Republic of the Philippines.

- WE HEREBY CERTIFY THAT -

FIRST: That the name of the Corporation shall be

8990 HOLDINGS, INC.

*As amended by the stockholders and Board of Directors during their
respective meetings on 21 December 2012)*

SECOND: That the purpose for which the Corporation is formed are:

To purchase, subscribe for, or otherwise acquire and own, hold, use, invest in, develop, sell, assign, transfer, lease, take options to, mortgage, pledge, exchange, and in all ways deal with, personal and real property of every kind and description, including shares of the capital stock of corporations, bonds, notes, evidence of indebtedness, and other securities, contracts or obligations of any corporation, domestic or foreign, without however, engaging in dealership in securities, in stock brokerage business or in the business of an investment company." (As amended by the stockholders and Board of Directors during their respective meetings on 21 December 2012)

AND IN FURTHERENCE OF THESE PURPOSES, the Corporation shall have the power:

1. To acquire by purchase, exchange, lease, bequest, devise or otherwise; to hold, own, use, maintain, manage, improve, develop and operate; and to sell, transfer, convey, lease, mortgage, pledge, exchange or otherwise dispose of real and personal properties, including vehicles and equipment necessary for the primary business, and any and all rights, interests or privileges therein necessary or incidental to the conduct of corporate business.

2. To borrow or raise money for the conduct of the business of the Corporation, and to draw, make, accept, endorse, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and non-negotiable instruments and evidences of indebtedness and to secure the payment thereof and of any interest thereon by mortgage upon, or pledge of, or grant of a security interest in, or conveyance or assignment in trust for, or lien upon the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds, debentures or other obligations of the Corporation for corporate purposes.

3. To invest and re-invest the money and property of the Corporation in such manner considered wise or expedient for the advancement of its interests.

4. To acquire the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities, of any person, partnership, association or corporation, and to pay therefor in cash, stocks or bonds of the corporation or otherwise.

5. To aid in any lawful manner, by loan, subsidy, guaranty or otherwise, any corporation whose stocks, bonds, notes, debentures or other securities or obligations are held or controlled directly or indirectly, by the Corporation, and to do any and all lawful acts or things necessary or desirable to protect, preserve, or enhance the value of such stocks, bonds, securities or other obligations or evidences of indebtedness, and to guarantee the performance of any contract or undertaking of any person, partnership, association or corporation in which the corporation is or become interested.

6. To enter into any lawful arrangement for the sharing of profits, union of interest, reciprocal concession or cooperation with any person, partnership, association, corporation, or government or 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 the Corporation.

7. To acquire or obtain from any government authority, national, provincial municipal or otherwise, or any person, partnership, association or corporation, such charters, contracts, franchise, privileges, exemptions, licenses and concessions required for the conduct of any of the purposes of the Corporation.

8. To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business, 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 in the Philippines.

9. To conduct and transact any and all lawful activities, 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 to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or 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: The place where the principal office of the Corporation is to be established or located shall be in Makati City, Metro Manila.

FOURTH: The term for which the Corporation is to exist is fifty (50) years from and after the date of incorporation.

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

Name	Nationality	Address
Jaime C. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City
Enrique Y. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City
Marco Antonio Y. Santos	Filipino	47 McKinley Road Forbes Park, Makati City
Emmanuel L. Jalandoni	Filipino	25 McKinley Road Forbes Park, Makati City
Catherine J. Uy	Filipino	Gracetown Bldg., 942 Alvarado St., Biondo Manila

SIXTH: The Corporation shall have seven (7) directors, and the names and residences of the directors of the Corporation who are to serve until their successors are elected and qualified, as follows:

Name	Nationality	Address
Jaime C. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City
Enrique Y. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City
Marco Antonio Y. Santos	Filipino	47 McKinley Road Forbes Park, Makati City
Emmanuel L. Jalandoni	Filipino	25 McKinley Road Forbes Park, Makati City
Catherine J. Uy	Filipino	Gracetown Bldg., 942 Alvarado St., Biondo Manila

(As amended on 05 April 2010)

SEVENTH: That the authorized capital stock of the Corporation is Seven Billion Pesos (Php7,000,000,000.00) Philippine currency, divided into Seven Billion (7,000,000,000) shares with par value of One Peso (₱1.00) share. (As amended by the stockholders and Board of Directors during their respective meetings on 21 December 2012)

The stockholders of the Corporation shall have no pre-emptive right to subscribe to any issued or dispositions of shares of any class. (As amended on 05 April 2010).

EIGHTH: The following persons have subscribed to and paid for number of shares and the amount of capital stock indicated opposite their respective names:

Name of Subscribers	Nationality	No. of Shares	Amount Subscribed (₱)	Amount Paid (₱)
IPVG CORP.	Filipino	2,500,000	2,500,000.00	625,000.00
Jaime C. Gonzalez	Filipino	1	1.00	1.00
Enrique Y. Gonzalez	Filipino	1	1.00	1.00
Marco Antonio Y. Santos	Filipino	1	1.00	1.00
Emmanuel L. Jalandoni	Filipino	1	1.00	1.00
Catherine J. Uy	Filipino	1	1.00	1.00
T o t a l		2,500,005	₱2,500,000.00	₱625,005.00

The foregoing subscription constitute at least twenty five percent (25%) of the authorized capital stock of the Corporation, and that the initial payment indicated therein constitute at least twenty five percent (25%) of the total subscription.

NINTH: MR. ENRIQUE Y. GONZALEZ has been elected by the subscribers as the Treasurer of the Corporation to act as such until his successor is duly elected and have qualified in accordance with the By-Laws. As Treasurer, he 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, at Makati City, Metro Manila, Philippines on this 29 June 2005.

(Signed)
JAIME C. GONZALEZ
TIN: 171-457-049

(Signed)
ENRIQUE Y. GONZALEZ
TIN: 201-868-133

(Signed)
MARCO ANTONIO Y. SANTOS
TIN: 123-267-393

(Signed)
EMMANUEL L. JALANDONI
TIN: 106-904-903

(Signed)
CATHERINE J. UY
TIN: 906-857-846

Signed in the presence of:

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

BEFORE ME, a Notary Public, for and in Makati City, Metro Manila, this _____,
personally appeared the following:

NAME	Passport No.	Place/Date Issued
Jaime C. Gonzalez	XX0226525	DFA, Manila/10 December 2007
Enrique Y. Gonzalez	TT0267765	DFA, Manila/23 June 2006
Marco Antonio Y. Santos	XX5352781	DFA, Manila/25 January 2010
Emmanuel L. Jalandoni	XX1463364	DFA, Manila/24 June 2008
Catherine J. Uy	XX3182870	DFA, Manila/ 7 March 2009

known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledgement to me that the same is their free and voluntary act and deed.

WITNESS MY HAND AND SEAL on the date and place first herein above stated.

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Page No.02
Book No. 583
Series of 2005.

(Signed)
ATTY. LOPE M. VELASCO
Notary Public
Until 31 December 2005
PTR O.R. No. 3548840 01-03-05
IBP O.R. No. 628318, 12-14-04 PASIG
Roll No. 28757

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

SECRETARY'S CERTIFICATE

I, **CRISTINA S. PALMA GIL-FERNANDEZ**, Filipino, of legal age, with business address at the 19th Floor, Liberty Center, 104 H.V. Dela Costa Street, Salcedo Village, Makati City, being duly sworn in accordance with law, hereby certify that:

1. I am the Corporate Secretary of **8990 HOLDINGS, INC.** (formerly IP CONVERGE DATA CENTER, INC.) (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at the 11th Floor, Liberty Center, 104 H.V. Dela Costa St., Salcedo Village, Makati 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 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.

IN WITNESS WHEREOF, I have hereunto set my hand this 09 JUL 2013 day of 09 JUL 2013 in Makati City, Metro Manila.


CRISTINA S. PALMA GIL-FERNANDEZ
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this 09 JUL 2013 day of 09 JUL 2013, at Makati City, Metro Manila affiant exhibited to me her Passport with Passport No. XX32119358 issued on 11 March 2009 at DFA, Manila.

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KEVIN EDRIK P. RELOPEZ
Appointment No. M-519
Notary Public for Makati City
Until December 31, 2013
18th 16th & 17th Floor, Liberty Center
104 H.V. Dela Costa Street
Salcedo Village, Makati City
Roll of Attorneys No. 60351
PTR 3676524/Makati City/01-07-2013
RD 908427/Makati City/01-02-2013

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA)S.S.

JOINT AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

We, **MARIANO D. MARTINEZ, JR.** and **JANUARIO JESUS GREGORIO III B. ATENCIO** both of legal age, Filipino and both with office address at 2/F PGM C Bldg., 76 Calbayog Street, Mandaluyong City, hereby certify that:

1. We are incumbent directors of **IP CONVERGE DATA CENTER, INC.** (the "Corporation"), which is in the process of applying with the Securities and Exchange Commission for the amendment of its Articles of Incorporation to change, among others, its corporate name to **"8990 HOLDINGS, INC."**

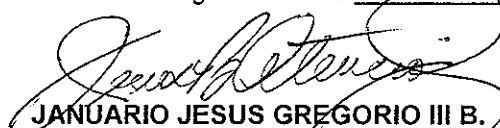
2. We, on behalf of the Corporation, hereby undertake to change its corporate name immediately upon receipt of notice or directive from the Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that the name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

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

29 MAY 2013

IN WITNESS WHEREOF, we have hereunto affixed our signatures this _____
at Makati City.

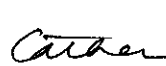

MARIANO D. MARTINEZ, JR.
Affiant


JANUARIO JESUS GREGORIO III B. ATENCIO
Affiant

SUBSCRIBED AND SWORN to before me this **29 MAY 2013** at Makati City, affiants exhibiting to me the following:

Name	Government ID	Place and Date of Issuance
Mariano D. Martinez, Jr.	Passport No. EB5662795	June 15, 2012/Manila
Januario Jesus Gregorio III B. Atencio	Passport No. EB4984285	March 21, 2013/Manila

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CATHERINE A. FLORES
Appointment No. **M-479**
Notary Public for Makati City
Until December 31, 2013
18th 19th & 17th Floor, Liberty Center
104 H.V. dela Costa Street
Salcedo Village, Makati City
Roll of Attorneys No. 61580
PTR 3676661/Makati City/01-07-2013
IBP 308426/Albay 101-02-2013

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA)S.S.

UNDERTAKING

I, **MARIANO D. MARTINEZ, JR.** of legal age, Filipino and with office address at 2/F PGMC Bldg., 76 Calbayog Street, Mandaluyong City, hereby certify that:

1. I am the Chairman of the Board of Directors of **8990 HOLDINGS, INC.** (formerly IP CONVERGE DATA CENTER, INC.) (the "Corporation"), which is in the process of applying with the Securities and Exchange Commission for the increase in its authorized capital stock via share swap and, consequently, the amendment of its Articles of Incorporation.

2. I, on behalf of the Corporation, hereby undertake to submit the proof of transfer of ownership of shares in the name of the Corporation, in payment for the subscription to the increase in the authorized capital stock of the Corporation within the prescribed period.

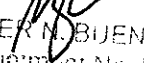
IN WITNESS WHEREOF, I have hereunto affixed my signatures this 09 JUL 2013 at Makati City.



MARIANO D. MARTINEZ, JR.
Affiant

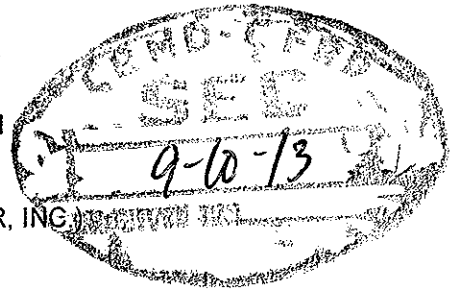
SUBSCRIBED AND SWORN TO before me this ___ day of 09 JUL 2013, at Makati City, Metro Manila affiant exhibited to me his Passport No. EB5662795 issued on June 15, 2012 at Manila.

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KRISTOFFER N. BUENAVENTURA
Appointment No. M-221
Notary Public for Makati City
Until December 31, 2014
18th 19th & 17th Floor, Liberty Center
104 H.V. dela Cruz Street
Salcido Village, Makati City
Roll of Attorneys No. 59100
PTR 3676857/Makati City/01-07-2013
IBP 909335/MAKATI/12-14-2012

**CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
8990 HOLDINGS, INC.
(formerly IP CONVERGE DATA CENTER, INC.)**



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being a majority of the members of the Board of Directors of **8990 HOLDINGS, INC.** (formerly IP CONVERGE DATA CENTER, INC.) (the "Corporation") and the Corporate Secretary and Chairman of the stockholders' meeting held on 21 December 2012, do hereby certify that the accompanying copy of the Amended Articles of Incorporation of the Corporation, embodying the underscored amendments to the FIRST, SECOND and SEVENTH Articles, is true and correct and was approved by the affirmative vote of at least a majority of the members of the Board of Directors at its meeting held on 21 December 2012, and 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 at the principal office of the Corporation.

The amendment to the First Article which was approved as aforesaid is the change of the corporate name and consequently, the First Article shall read as follows:

"FIRST: That the name of the Corporation shall be

8990 HOLDINGS, INC."

The amendment to the Second Article which was approved as aforesaid is the change in the primary purpose and consequently, the Second Article shall read as follows:

"SECOND: That the purpose for which the Corporation is formed is:

To purchase, subscribe for, or otherwise acquire and own, hold, use, invest in, develop, sell, assign, transfer, lease, take options to, mortgage, pledge, exchange, and in all ways deal with, personal and real property of every kind and description, including shares of the capital stock of corporations, bonds, notes, evidence of indebtedness, and other securities, contracts or obligations of any corporation, domestic or foreign, without however, engaging in dealership in securities, in stock brokerage business or in the business of an investment company."

The amendment to the Seventh Article which was approved as aforesaid is the increase in the authorized capital stock in the amount of up to Fifteen Billion Pesos (Php15,000,000,000.00) in one or more tranches. Pursuant to this, the Corporation shall increase its authorized capital stock to the amount of Seven Billion Pesos (Php7,000,000,000.00) and consequently, the Seventh Article shall read as follows:

"SEVENTH: That the authorized capital stock of the Corporation is
Seven Billion Pesos (Php7,000,000,000.00) Philippine currency, divided into Seven Billion (7,000,000,000) shares with par value of One Peso (P1.00) share."

29 MAY 2013

IN WITNESS WHEREOF, we have hereunto signed this Certificate of Amendment this ____ day of _____ 2013 in Makati City, Philippines.

MARIANO D. MARTINEZ, JR.
Chairman of the Board
TIN: 107-781-349

LUIS N. YU, JR.
Director
TIN: 150-003-678

ANTHONY VINCENT S. SOTTO
Director
TIN: 223-227-985

WILLIBALDO J. UY
Independent Director
TIN: 123-536-284

JANUARIO JESUS GREGORIO III B. ATENCIO
President and CEO
TIN: 115-883-995

CARLA R. LIPARDO
Director/Treasurer
TIN: 102-020-484

ARLENE C. KEH
Independent Director
TIN: 115-785-432

CRISTINA S. PALMA GIL-FERNANDEZ
Corporate Secretary
TIN: 184-160-403

SUBSCRIBED AND SWORN to before me this ____ day of _____ 29 MAY 2013, affiants exhibiting to me the following:

Name	Government ID	Date and Place of Issue
Mariano D. Martinez, Jr.	Passport No. EB5662795	June 15, 2012/Manila
Januario Jesus Gregorio III B. Atencio	Passport No. EB4984285	March 21, 2013/Manila
Luis N. Yu, Jr.	Passport No. EB6429803	Sept. 27, 2012/Manila
Carla R. Lipardo	Driver's License No. N0-2-88-078868	March 4, 2011/Manila
Anthony Vincent S. Sotto	Driver's License No. N03-94-6-18909	March 8, 2012/Cebu
Arlene C. Keh	Passport No. EB0757611	August 3, 2010/Manila
Willibaldo J. Uy	SSS No. 03-5297511-3	Manila
Cristina S. Palma Gil-Fernandez	Passport No. XX32119358	March 11, 2009/DFA, Manila

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CATHERINE A. FLORES
Appointment No. M-479
Notary Public for Makati City
Until December 31, 2013
18th 19th & 17th Floor, Liberty Center
104 H.V. delo Costa Street
Salcedo Village, Makati City
Roll of Attorneys No. 61580
PTR 3676661/Makati City/01-07-2013
IBP 008428/Makati City/01-02-2013