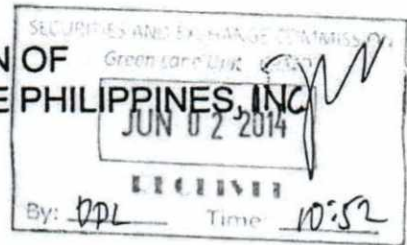


ARTICLES OF INCORPORATION OF
THE PERFORMERS' RIGHTS SOCIETY OF THE PHILIPPINES, INC.



KNOW ALL PERSONS BY THESE PRESENTS:

We, the undersigned incorporators, all of legal age, have this day voluntarily agreed to form a non-stock and non-profit association under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

Article I: That the name of this association shall be

THE PERFORMERS' RIGHTS SOCIETY OF THE PHILIPPINES, INC.

Article II: That the purposes for which the Society is formed are:

- a. To represent performers, as defined in the law, in all fora of discussion of performers' rights and other intellectual property-related issues between and among industry circles and the public in general;
- b. To establish programs and formulate and adopt strategic action plans that will provide for effective measures to promote and protect performers' rights and alleviate the welfare of performers in the industry;
- c. To establish an efficient and transparent system of collection and distribution of performers' fees and royalties, as provided by law;
- d. To perform such other tasks and functions as it may deem appropriate.

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MEM

JM

Articles and By-Laws of the
THE PERFORMERS' RIGHTS SOCIETY OF THE PHILIPPINES, INC.
Page 2 of 17 pages

Article III : That the Society shall have its principal office at Fourth Floor, MOWELFUND Building, 66 Rosario Drive corner Ilang-ilang Streets, Quezon City, Philippines.

Article IV: That the term for which the Society 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
Mitch O. Valdes	Filipino	Rm. 502 Crownpointe Condominiums, #668 Jose Abad Santos St., Little Baguio, San Juan City
John J. Lesaca	Filipino	16 Badjao Street, La Vista Subdivision, Quezon City
Leo G. Martinez	Filipino	#68 Agoho Street, Montevista Subdivision, Marikina City
Marie Celeste Legaspi Gallardo	Filipino	2212 Champaca Street, Tahanan Village, Paranaque City
Numeriano F. Rodriguez, Jr.	Filipino	33 Dapitan bay Drive, South Bay, Paranaque City 1700

Article VI: That the number of Trustees of the Society shall be five (5); and the names, nationalities and residences of the first Trustees of the Society, majority of whom are residents of the Philippines, are as follows:

ju *AKK* *Jr*

Name	Nationality	Residence
Mitch O. Valdes	Filipino	Rm. 502 Crownpointe Condominiums, #668 Jose Abad Santos St., Little Baguio, San Juan City
John J. Lesaca	Filipino	16 Badjao Street, La Vista Subdivision, Quezon City
Leo G. Martinez	Filipino	#68 Agoho Street, Montevista Subdivision, Marikina City
Marie Celeste Legaspi Gallardo	Filipino	2212 Champaca Street, Tahanan Village, Paranaque City
Numeriano F. Rodriguez, Jr.	Filipino	33 Dapitan bay Drive, South Bay, Paranaque City 1700

Article VII: That the total contributed capital of the Society is TWENTY-FIVE THOUSAND PESOS (Php25,000.00) contributed by the incorporators, as follows:

Name	Amount
Mitch O. Valdes	P5,000.00
John J. Lesaca	P5,000.00
Leo G. Martinez	P5,000.00
Marie Celeste Legaspi Gallardo	P5,000.00
Numeriano F. Rodriguez, Jr.	P5,000.00
Total	P25,000.00

Article VIII: That no part of the income which the Society may obtain as an incident to its operation shall be distributed as dividends to its members, trustees or officers subject to the provisions of Corporation Code of the Philippines on dissolution. Any profit obtained by the Society as a result of its operation, whenever necessary or proper, shall be used for the furtherance of the purposes enumerated in

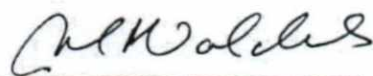
M *new* *J*

Article II, subject to the provisions of Title XI of the Corporation Code of the Philippines.

Article IX: That John J. Lesaca has been elected by the subscribers as Treasurer of the Society, 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 for the benefit of the Society, all contributions and donations to the Society.

Article X: That the incorporators and Trustees undertake to change the name of the Society 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 the name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good custom or public policy.

IN WITNESS WHEREOF, we have set our hands this _____ th day of
~~MAY 29~~ 2014 at Quezon City, Philippines.



Mitch O. Valdes
TIN: 103-211-063



Marie Celeste Legaspi Gallardo
TIN: 105-168-020



John J. Lesaca
TIN: 131-972-042-000



Leo G. Martinez
TIN: 137-708-969



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THE PERFORMERS' RIGHTS SOCIETY OF THE PHILIPPINES, INC.
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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 witness whereof, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

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Book No. 26
Series of 2014


ATTY. CESAR G. POBLETE
NOTARY PUBLIC
UNTIL DEC. 31, 2014
PTR NO. 2532586, 101-02-2014
IBP NO. 905607, 11-09-12
ROLL NO. 15654
MCLE COMPLIANCE NO. IV
0004741-03-05-12