

MINUTES OF THE JOINT ORGANIZATION MEETING
OF THE STOCKHOLDERS AND BOARD OF DIRECTORS OF
CONSUMER PRODUCTS DISTRIBUTION SERVICES, INC.
HELD ON JANUARY 08, 2008

PRESENT:

Metro Alliance Holdings
and Equities Corporation
(Represented by Renato B. Magadia)
Renato B. Magadia
Kenneth T. Gatchalian
Weslie T. Gatchalian
Elvira A. Ting
Lamberto Mercado Jr.
Arthur R. Ponsaran

PROCEEDINGS OF THE MEETING

CALL TO ORDER

The Organizational meeting was called to order by Mr. Renato B. Magadia, Chairman of the meeting who thereafter presided. Atty. Arthur R. Ponsaran, Corporate Secretary, recorded the minutes of the meeting.

QUORUM

The Secretary certified that the stockholders representing at least two third (2/3) of the outstanding capital stock, and majority of the Board of Directors were present and that there was a quorum for the transaction of corporate business.

ELECTION OF THE BOARD OF DIRECTORS

The Chairman informed the stockholders that the first item of the agenda of the meeting is the election of the Board of Directors of the Corporation for the year 2008. Thereafter, upon nominations, and on motion duly made and seconded, the stockholders unanimously elected the following as Directors of the Corporation to serve as such until the next annual meeting, and until their successors shall have been elected and qualified;

Renato B. Magadia
Kenneth T. Gatchalian
Weslie T. Gatchalian
Elvira A. Ting
Lamberto Mercado Jr.

ELECTION OF THE OFFICERS

The newly elected Directors were thereupon convened into a Board Meeting. The Chairman informed the Board that the next item on the agenda is the election of Officers of the Corporation. Thereafter, upon nominations duly made and seconded, the Board unanimously elected the following Officers to serve in the capacity indicated, until their successors shall have been elected and qualified:

Chairman : Mr. Renato B. Magadia
President : Ms. Elvira a. Ting
Treasurer : Mr. Kenneth t. Gatchalian
Corporate Secretary : Atty. Arthur R. Ponsaran

AUTHORITY TO RENEW BUSINESS NAME REGISTRATION

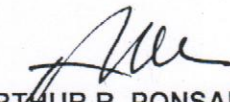
Lastly, on motion duly made and seconded, the Board approved the following resolutions:

"RESOLVED, as it is hereby resolved, that the Corporation be authorized to renew the registration of its business name, CONSUMER PRODUCTS DISTRIBUTION SERVICES, INC., with the Department of Trade and Industry.

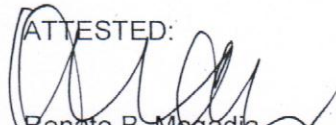
"RESOLVED FURTHER, that for this purpose, MS.CARMELITA E. ELEGIO, be authorized to represent the Corporation in the renewal of the registration of its business name with the Department of Trade and Industry, to finalize, sign and execute in behalf of the Corporation the application to renew the business name registration or documents relative thereto, and do or cause to be done all other things necessary, proper or convenient to give effect to the foregoing authorizations."

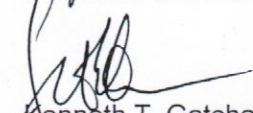
ADJOURNMENT

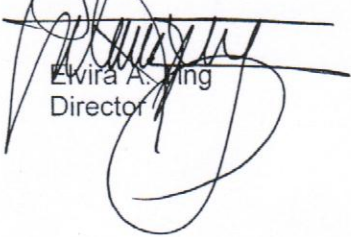
There being no further business to transact, the meeting was, on motion duly made and seconded, adjourned.

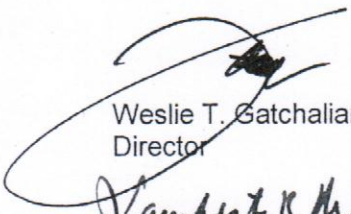

ARTHUR R. PONSARAN
Corporate Secretary


ATTESTED:


Renato B. Magadia
Chairman of the Board


Kenneth T. Gatchalian
Director


Elvira A. Ting
Director


Weslie T. Gatchalian
Director


Lamberto Mercado Jr.
Director