



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. 39274

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

KNOW ALL PERSONS BY THESE PRESENTS:

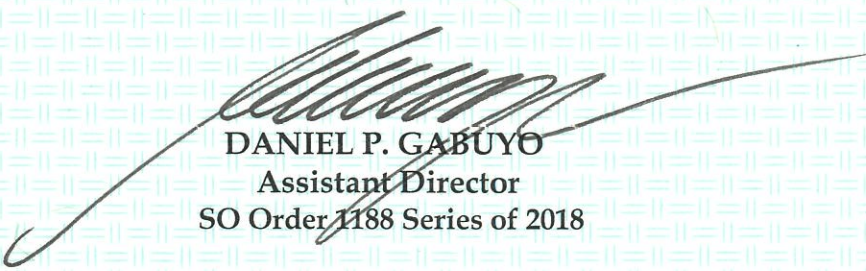
This is to certify that the amended articles of incorporation of the

AC ENERGY CORPORATION
(Formerly: AC ENERGY PHILIPPINES, INC.)
(Amending Article I thereof)

copy annexed, adopted on March 18, 2020 by majority vote of the Board of Directors and on April 20, 2020 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, 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/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. 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 5th day of January, Twenty Twenty One.


DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

MGT/qba

COVER SHEET

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

AMENDMENT

0	6	9	-	0	3	9	2	7	4
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Former Company Name

A	C	E	N	E	R	G	Y	P	H	I	L	I	P	P	I	N	E	S	,	I	N	C	.

AMENDED TO:
New Company Name

A	C	E	N	E	R	G	Y	C	O	R	P	O	R	A	T	I	O	N

Principal Office (No./Street/Barangay/City/Town)Province)

4	T	H	F	L	O	O	R	6	7	5	0	O	F	F	I	C	E	T	O	W	E	R		
A	Y	A	L	A	A	V	E	N	U	E	B	R	G	Y	S	A	N	L	O	R	E	N	Z	O
M	A	K	A	T	I	C	I	T	Y															
																					ZIP CODE			
																					1	2	2	6

COMPANY INFORMATION

Company Email Address	Company's Telephone Number/s	Mobile Number
	(02) 7730 6300	

CONTACT PERSON INFORMATION

*The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation*

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
ALAN T. ASCALON	ascalon.at@acenergy.com.ph	(02) 7730 6300	0917 555 0765

Contact Person's Address

4th Floor, 6750 Office Tower, Ayala Avenue, Brgy. San Lorenzo, Makati City
--

To be accomplished by CRMD Personnel

Assigned Processor	Date	Signature

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

- | | |
|--------------------------|---|
| <input type="checkbox"/> | Corporate and Partnership Registration Division |
| <input type="checkbox"/> | Green Lane Unit |
| <input type="checkbox"/> | Financial Analysis and Audit Division |
| <input type="checkbox"/> | Licensing Unit |
| <input type="checkbox"/> | Compliance Monitoring Division |

**AMENDED ARTICLES OF INCORPORATION
OF
AC ENERGY CORPORATION
(formerly AC Energy Philippines, Inc.)**

(As amended during the meeting of the Board of Directors held on 18 March 2020 and approved during the Annual Stockholders' Meeting held on 20 April 2020)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, citizens and a majority of whom are residents of the Philippines, have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines;

THAT WE HEREBY CERTIFY:

FIRST: The name of said corporation shall be AC Energy Corporation, hereinafter called the Corporation. *(As amended during the meeting of the Board of Directors held on 18 March 2020 and approved during the Annual Stockholders' Meeting held on 20 April 2020)*

SECOND: That the purposes for which said Corporation is formed are:

PRIMARY PURPOSE

To prospect for, explore, mine, extract, dig and drill for, exploit, produce, purchase, or otherwise obtain from the earth, any and all kinds of petroleum and petroleum products, rock or carbon oils, natural gas and other volatile materials, including geothermal steam, coal, chemical substances and salts, precious and base metals, diatomaceous earth as well as other minerals of whatever nature whether similar or dissimilar to those listed herein, and to store, hold, use, experiment with, treat reduce, distill manufacture, smelt, refine, blend, package, prepare for market, buy, sell, distribute, exchange, import, export, and transport, convert energy and generate electric power and otherwise deal in petroleum, fuel minerals and other minerals of whatever nature, whether similar or dissimilar thereto, their products, compounds, and derivatives and other minerals and chemical substances, in crude or refined condition, and to engage generally, as may be permitted by law, in the business of, and/or investing in, mining, manufacturing, contracting, electric power generation and distribution, and servicing, in addition to oil exploration within the Philippines and in other countries.

SECONDARY PURPOSE

And in furtherance of and as may be incident to the foregoing purposes, the Corporation shall have the power:

(a) To acquire petroleum, gas, and oil lands, leaseholds, franchises, privileges, concessions and other interest in gas, oil and other rights;

(b) To construct and maintain conduits, pipelines, and lines of tubing for the public generally as for the use of said Corporation, and to lay, rig, buy, lease, sell, and otherwise contract for, and operate said conduits, pipelines and lines of tubing, as well as storage tanks, railways, tramways,

roadways and trucks, for the purpose of transporting and storing oil and gas, and operating a general pipelines and storage business;

(c) To buy, sell, charter and maintain tank steamer and other vessels of all kinds for the transportation of merchandise dealt in by the Corporation;

(d) To purchase or otherwise acquire, assemble, install, construct, equip, repair, remodel, maintain, operate, hold, own lease, rent, mortgage, charge, sell, convey or otherwise dispose of, any and all kinds of refineries, as works, mill, factories, installations, plants, shops laboratories, electrical works, power plants, warehouses, terminals, office buildings and other buildings and structures, roads, railroad, cars, railroad equipment, garages, motor and road equipment, aircraft and aircraft equipment, aviation fields, telephone and telegraph lines, transmission lines, wireless facilities, water works, reservoir, dams canals, waterways, bridge, ports, docks, piers, wharves, marine equipment, and any and all kinds of machinery, apparatus, instruments, fixtures and appliances;

(e) To acquire by purchase lease, contract concession or otherwise any and all real estate, lands, land patents, options, grants, concessions, franchises, water, timber and other rights, privileges, easements, estates, interest and properties of every kind and description whatsoever which the Corporation may deem necessary or appropriate in connection with the conduct of any business enumerated in these Articles of Incorporation, or of any other business in which the Corporation may lawfully engage, and to won, hold, operate, improve, develop, reorganize, manage, grant, lease, sell, exchange or otherwise dispose of all the whole or any part thereof;

(f) To manufacture, purchase, or otherwise, and to hold, own, invest, trade and deal in, mortgage, pledge, charge, assign, sell exchange, transfer or otherwise dispose of goods, wares, merchandise and personal property of every class and description and to transport the same in manner;

(g) To purchase, drill for or otherwise acquire and to use, store, transport, distribute, sell or otherwise dispose of, water; and to acquire by purchase, lease, or otherwise and to erect, construct, enlarge, own, hold, maintain, use and operate water works and water systems for supplying water and water power for any and uses and purposes;

(h) To purchase, create, generate or otherwise acquire, use, sell, supply or otherwise dispose of, electric current and electric steam and water power of every kind and description, and to sell, supply or otherwise dispose of, light, heat and power of every kind and description;

(i) To enter into, make and perform contracts and arrangement of every kind and description for any lawful purposes with any person, firm, association, corporation, municipality, body politic, country, territory, province, state, government or colony or dependency thereof, without limit as to amount, and to obtain from any government or authority any rights, privileges, contracts and concessions which the Corporation may deem desirable to obtain and to carry out, exercise or comply with any such contracts, arrangements, rights, privileges and concessions;

(j) To acquire and take over all or any part of the business, goodwill, property and other assets, and to assume or undertake the whole or any part of the liabilities and obligations of any person, firm, association or corporation carrying on a business which the Corporation is or may become authorized to carry on, or possessed of property suitable for the purpose of the Corporation and to pay for the same in cash or in stock, bonds, or securities of the Corporation, or otherwise, and to hold, manage, operate, conduct and dispose of in any manner the whole or any part of any such acquisitions, and to exercise all the powers necessary or convenient in and about the conduct and management thereof;

(k) To apply for, obtain, register, purchase, lease or otherwise acquire and to hold, own, use, exercise, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect of, or otherwise to turn to account or dispose of any copyrights, trademarks, brand, labels,

patents or inventions, improvement, or processes used in connection with or secured under the letters patent of any country, government or authority, or otherwise, in relation to any of the purposes herein stated; and to acquire, use, exercise, or otherwise turn to gain licenses or rights in respect of any such copyrights, trademarks, tradenames, brands, labels, patents, inventions improvements, processes and the like;

(l) Insofar as may be permitted by law, to acquire by purchase, exchange or otherwise, and to own, hold for investment or otherwise, and to sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of shares of capital stock of, and any bonds, mortgages, securities and evidences of indebtedness of or other obligations issued or created by, any corporation or corporations organized under the laws of any state, country, nation or government, and while the holder or owner thereof, to exercise all the rights, powers and privileges of ownership, and to issue in exchange therefor shares of the capital stock, bonds or other obligations of the Corporation or to make payment therefore by any other lawful means whatsoever;

(m) To aid by loan, guaranty, subsidy or in any other manner whatsoever, insofar as may be permitted by law, any corporation or association, any shares or voting trust certificates for shares or bonds, other securities or evidences of indebtedness of which shall be held by or for the Corporation or in which, or in the welfare of which, the Corporation shall have any interest to do any act or things designated to protect, preserve, improve or enhance the value of any such shares, voting trust certificates, bonds or other securities or evidences of indebtedness or the property of the Corporation; and in connection with any such purposes to guarantee or become surety for the performance of any obligation or undertaking of such corporation or association and to do any and all such other acts or things as may be designated to accomplish any such purpose;

(n) To borrow or raise money for any of the purposes of the Corporation, and from time to time without limit as to amount, to draw, make, accept, endorse, discount, transfer, assign execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and transferrable instruments and evidences of indebtedness, and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage, and/or pledge all or any part of the property or assets at any time held or owned by the Corporation on such terms and conditions as the Board of Directors of the Corporation shall authorize and as may be permitted by law; and to see or otherwise dispose of any bonds, debentures, or other obligations of the Corporation for its corporate purposes;

(o) To purchase, hold, sell, exchange, reissue, transfer or otherwise deal in shares of its own capital stock, in its own bond or other obligations from time to time to such extent and in such manner and upon such terms as its Board of Directors shall determine, provided that the Corporation shall not use any of its funds or properties of the purchase of its own shares of stock when such use would cause any impairment of the capital of the Corporation;

(p) To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its ranches in any part of the world, and for its purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient;

(q) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them, or which may be conveniently carried on and done in connection therewith, or which be calculated directly or indirectly to enhance the value of, or render profitable any business or property of the Corporation, always provided that nothing shall be done in connection with any of the above objects which is prohibited by any laws of the Philippines now or hereafter existing; and

(r) Without in any particular limiting the powers and provided that the Corporation shall have the power to make and perform contracts of any kind and description with person, firm or corporation, whether public or private, without limit as to amount, and particularly but not by way of limitation, to make and perform contracts creating rights, easements and other privileges respecting any

of the property, real or personal or any kind owned by the Corporation; to have one or more offices out of the Philippines, or in any other country; and in carrying on its business and for the purpose of attaining or furthering its purpose or powers to do any and all other things which a natural person could do and exercise and which now hereafter may be authorized by law.

The foregoing clause shall be construed both as objects and powers of the Corporation, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the Corporation.

THIRD: That the place where the principal office of the corporation is to be established or located is at 4th Floor, 6750 Office Tower, Ayala Avenue, Makati City, Philippines. The Corporation may establish and maintain branch offices or agencies elsewhere in the Philippines or in foreign countries whenever warranted by exigencies of its business. *(As amended during the meeting of the Board of Directors held on 23 July 2019 and approved during the Annual Shareholders Meeting held on 17 September 2019).*

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. Thereafter, the term shall be extended for another fifty (50) years from and after September 1, 2019. *(As amended during the meeting of the Board of Directors held on 25 January 2016 and approved during the Annual Shareholders Meeting held on 12 April 2016).*

FIFTH: That the names, citizenships and residences of the incorporators of said Corporation are as follows:

NAMES	CITIZENSHIP	RESIDENCE
Filemon C. Rodriguez	Filipino	1333 Palm Avenue, Dasmariñas Village Makati Rizal
Ramon V. Del Rosario	Filipino	66 Horseshoe Drive, Cubao, Quezon City
William K. Whitefold	Filipino	10075 Humboldt St., Denver, Colorado, U.S.A
Burch E. Zehner	Filipino	41 Tamarind Road, Forbes Park, Makati Rizal
Ernesto O. Escaler	Filipino	726-E Quirino Ave., Tambo Paranaque Rizal
Vicente B. Fernandez	Filipino	360 Guevara Ave., San Juan Rizal
Cesar C. Zalamea	Filipino	18 Asteroid St., Bel Air Village, Makati Rizal
Miguel A. Magsaysay	Filipino	2124 Taft Ave., Pasay City
Mariano U. Godinez	Filipino	26 Pilar St., San Juan Rizal
Raymundo O. Feliciano	Filipino	1167 Tamarind St., Dasmariñas Village, Makati Rizal

SIXTH: That the number of directors of said corporation shall be eleven (11) and that the names 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:

	NAMES	RESIDENCE
1	Filemon C. Rodriguez	1333 Palm Avenue, Dasmaringas Village Makati Rizal
2	Ramon V. Del Rosario	66 Horseshoe Drive, Cubao, Quezon City
3	William K. Whitefold	10075 Humboldt St., Denver, Colorado, U.S.A
4	Burch E. Zehner	41 Tamarind Road, Forbes Park, Makati Rizal
5	Ernesto O. Escaler	726-E Quirino Ave., Tambo Paranaque Rizal
6	Vicente B. Fernandez	360 Guevara Ave., San Juan Rizal
7	Cesar C. Zalamea	18 Asteroid St., Bel Air Village, Makati Rizal
8	Miguel A. Magsaysay	2124 Taft Ave., Pasay City
9	Mariano U. Godinez	26 Pilar St., San Juan Rizal
10	Raymundo O. Feliciano	1167 Tamarind St., Dasmaringas Village, Makati Rizal

SEVENTH: That the authorized capital stock of said Corporation is TWENTY-FOUR BILLION FOUR HUNDRED MILLION PESOS (P24,400,000,000.00) Philippine Currency, and said capital stock is divided into TWENTY-FOUR BILLION FOUR HUNDRED MILLION (24,400,000,000.00) shares with a par value of One Pesos (P1.00) per share. *(As amended during the meeting of the Board of Directors held on 23 July 2019 and approved during the Annual Shareholders Meeting held on 17 September 2019)*

That no holder of the capital stock, whether said stock is now or hereafter authorized, shall have any right, as such stockholder, to purchase or subscribe to additional shares of the capital stock which are now or hereafter authorized by the Corporation, if the issue of the said additional stock not to exceed Thirty-Five percent (35%) of the resulting total subscribed capital stock shall be used exclusively for the benefit of the Corporation as determined by resolutions of the Board of Directors.

That existing stockholders shall have no pre-emptive right in relation to shares issued in good faith in exchange for property needed for corporate purposes or in payment of a previously contracted debt provided however, that shares to be issued for this purpose shall not exceed sixteen (16) billion shares. *(As amended during the meeting of the Board of Directors held on 05 September 2019 and approved during the Annual Shareholders Meeting held on 17 September 2019)*

EIGHT: That the amount of said capital stock which has been actually subscribed is FOUR MILLION PESOS (P4,000,000.00) and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

NAMES	RESIDENCE	NO. OF SHARES SUBSCRIBED	CAPITAL STOCK SUBSCRIBED
Filemon C. Rodriguez	1333 Palm Avenue, Dasmaringas Village Makati Rizal	40,000,000	₱400,000,000.00
Ramon V. Del Rosario	66 Horseshoe Drive, Cubao, Quezon City	40,000,000	₱400,000,000.00
William K. Whitefold	10075 Humbold St., Denver, Colorado, U.S.A	40,000,000	₱400,000,000.00
Burch E. Zehner	41 Tamarind Road, Forbes Park, Makati Rizal	40,000,000	₱400,000,000.00
Ernesto O. Escaler	726-E Quirino Ave., Tambo Paranaque Rizal	40,000,000	₱400,000,000.00
Vicente B. Fernandez	360 Guevara Ave., San Juan Rizal	40,000,000	₱400,000,000.00
Cesar C. Zalamea	18 Asteroid St., Bel Air Village, Makati Rizal	40,000,000	₱400,000,000.00
Miguel A. Magsaysay	2124 Taft Ave., Pasay City	40,000,000	₱400,000,000.00
Mariano U. Godinez	26 Pilar St., San Juan Rizal	40,000,000	₱400,000,000.00
Raymundo O. Feliciano	1167 Tamarind St., Dasmaringas Village, Makati Rizal	40,000,000	₱400,000,000.00
TOTAL		<u>400,000,000</u>	<u>₱4,000,000,000.00</u>

NINTH: That the following persons have paid on the shares of capital stock for which they have subscribed, the amount set out after their respective names:

NAMES	CITIZENSHIP	AMOUNT PAID ON SUBSCRIPTION
Filemon C. Rodriguez	Filipino	₱100,000.00
Ramon V. Del Rosario	Filipino	₱100,000.00
William K. Whitefold	Filipino	₱100,000.00
Burch E. Zehner	Filipino	₱100,000.00
Ernesto O. Escaler	Filipino	₱100,000.00
Vicente B. Fernandez	Filipino	₱100,000.00
Cesar C. Zalamea	Filipino	₱100,000.00
Miguel A. Magsaysay	Filipino	₱100,000.00
Mariano U. Godinez	Filipino	₱100,000.00
Raymundo O. Feliciano	Filipino	₱100,000.00

TOTAL

₱1,000,000.00

TENTH: That Mr. Raymundo O. Feliciano has been duly 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.

ELEVENTH: That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the percentage of the capital stock required by law shall be allowed or permitted to be recorded in the proper books and this restriction shall also be indicated in all stock certificates.

IN WITNESS WHEREOF, we have hereunto set our hands this 22nd day of August 1969 at Manila Philippines.

(SGD.) FILEMON C. RODRIGUEZ

(SGD.) RAMON V. DEL ROSARIO

(SGD.) WILLIAM K. WHITEFOLD

(SGD.) BURCH E. ZEHNER

(SGD.) ERNESTO O. ESCALER

(SGD.) VICENTE B. FERNANDEZ

(SGD.) CESAR C. ZALAMEA

(SGD.) MIGUEL A. MAGSAYSAY

(SGD.) MARIANO U. GODINEZ

(SGD.) RAYMUNDO O. FELICIANO

SIGNED IN THE PRESENCE OF:

(SGD.) ILLEGIBLE

(SGD.) ILLEGIBLE

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

BEFORE ME, a Notary Public for and in the City of Manila, Philippines came and personally appeared:

FILEMON C. RODRIGUEZ, with Residence Tax Certificate Nos. A-53701 issued at Manila on January 7, 1969 and B-105108 issued at Manila on April 12, 1969;

RAMON V. DEL ROSARIO, with Residence Tax Certificate Nos. A-305618 issued at Manila on January 7, 1969 and B-80655 issued at Manila on March 24, 1969.

WILLIAM K. WHITEFORD, with Passport No. G0-532579 issued in Denver, Colorado on May 1966;

BURCH E. ZEHNER, with Residence Tax Certificate Nos. A-578175 issued at Makati Rizal on April 15, 1969 and B-73565 issued at Makati, Rizal on April 15, 1969;

ERNESTO O. ESCALER, with Residence Tax Certificate Nos. A-107202 issued at Manila on January 6, 1969 and B-10000504 issued at Bacolor, Pampanga on March 7, 1969;

VICENTE B. FERNANDEZ, with Residence Tax Certificate Nos. A-5479818 issued at Manila on April 15, 1969 and B-0998424 issued at Manila on April 15, 1969;

CESAR C. ZALAMEA, with Residence Tax Certificate No. A-5951 issued at Manila on January 2, 1969 and B-51423 issued at Manila on March 13, 1969;

MIGUEL A. MAGSAYSAY, with Residence Tax Certificate No. A-370871 issued at Manila on February 1, 1969 NS v-137792 issued at Manila on April 14, 1969;

MARIANO U. GODINEZ, with Residence Tax Certificate Nos. A-181655 issued at Manila on January 10, 1969 and B-0953112 issued at Manila on April 4, 1969 and

RAYMUNDO O. FELICIANO, with Residence Tax Certificate Nos. A-269780 issued at Manila on January 15, 1969 and B-13377 issued at Manila on April 14, 1969;

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.

WITNESS MY HAND AND NOTARIAL SEAL at Manila, Philippines, this 4th day of September 1969

Doc. No. 422;
Page No. 86;
Book No. I;
Series of 1969

(SGD.) J. NICOLAS, JR.
Notary Public
Until December 31, 1970

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) SS.

CERTIFICATION

I, **DODJIE D. LAGAZO**, after having been duly sworn in accordance with law, hereby depose and state that:

1. I am the Head of Legal and Regulatory and Assistant Corporate Secretary of **AC ENERGY, INC.** (formerly AC Energy Holdings, Inc.), and the Head of Legal and Regulatory and Corporate Secretary of **ACE ENDEVOR INC.** (formerly, AC Energy Development, Inc., and San Carlos Clean Energy Inc.) and **AC ENERGY GP CORPORATION**, all corporations duly organized and existing under the laws of the Republic of the Philippines and with office address at the 4th Floor, 6750 Ayala Avenue Office Tower, Makati City.
2. The abovenamed corporations have all given their consent and approval of the use of the corporate name "**AC ENERGY CORPORATION**" by **AC ENERGY PHILIPPINES, INC.**, which is a subsidiary of AC Energy, Inc. and an affiliate of ACE Endeavor, Inc. and AC Energy GP Corporation.
3. Moreover, the name "**AC ENERGY CORPORATION**" does not appear to be in conflict with that of the abovenamed corporations nor with the names "**AC ENERGY AND INFRASTRUCTURE**", "**AC ENERGY INTERNATIONAL**" and "**AC ENERGY GROUP**", all of which were temporarily reserved at the request of AC ENERGY, INC., and for which AC ENERGY, INC. likewise allows the use of the name "**AC ENERGY CORPORATION**" by **AC ENERGY PHILIPPINES, INC.**,
4. This certificate is being issued in compliance with the requirement of the Securities and Exchange Commission in relation to the reservation and registration of the corporate name "**AC ENERGY CORPORATION**" by **AC ENERGY PHILIPPINES, INC.**

IN WITNESS WHEREOF, I have signed this Certificate this SEP 23 2020 at Makati City.



DODJIE D. LAGAZO

Head of Legal and Regulatory and Assistant Corporate Secretary, AC Energy, Inc.

Head of Legal and Regulatory and Corporate Secretary, ACE Endeavor, Inc.

Head of Legal and Regulatory and Corporate Secretary, AC Energy GP Corporation

SUBSCRIBED AND SWORN to before me this SEP 23 2020 at Makati City, affiant exhibiting to me as competent evidence of identity his Philippine Passport numbered EC6815340 issued on 20 February 2016 in DFA NCR South, and who took an oath before me as to such instrument.

Doc. No.: 181 ;

Page No.: 37 ;

Book No.: X ;

Series of 2020.



Notary Public for the City of Makati

Appointment No. M-67 until December 31, 2020

Attorney's Roll No. 63561/08 May 2014

PTR No. MKT 8127535/Makati City/07 January 2020

IBP Lifetime No. 012851

MCLE Compliance No. VI - 0015897 valid until 14 April 2020

4th Floor, 6750 Office Tower

Ayala Avenue, Makati City



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION SYSTEM

PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

Date: October 07, 2020
Transaction Number: 202010071255269068
Name: AC ENERGY CORPORATION

Be informed that the corporate name is reserved for 30 calendar days. Present this document together with other documentary requirements.

Important Reminders:

NOTE: The fact that the name is available at the date verified, it is not to be regarded as an approval of the registration of the company or any application for change of name. No expense for printing of materials using a verified name should be incurred until registration takes effect. As this is a computer printout, any erasure or alteration on this document nullifies verification.

*- Comment attached
- approval allowed as per
conversation w/ AD Gabuyo
- f payment ₱100 pls*



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION SYSTEM

PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

Date: December 14, 2020
Transaction Number: 202012140953321473
Name: AC ENERGY CORPORATION

Be informed that the corporate name is reserved for 30 calendar days. Present this document together with other documentary requirements.

Important Reminders:

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REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION SYSTEM

PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

Date: November 10, 2020
Transaction Number: 202011101321209810
Name: AC ENERGY CORPORATION

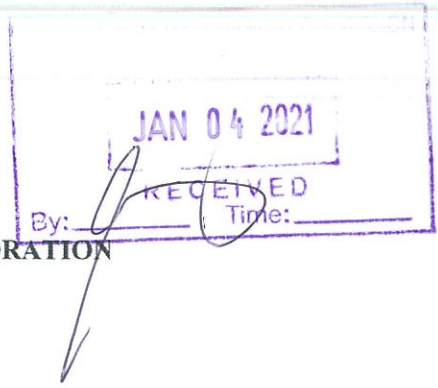
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#20.11
AA1

**DIRECTORS' CERTIFICATE OF
AMENDMENT OF ARTICLES OF INCORPORATION
AND BY-LAWS
of
AC ENERGY PHILIPPINES, INC.
(SEC Reg. No. 39274)**



We, the undersigned, being the Chairman, a majority of the directors, and the Assistant Corporate Secretary of **AC ENERGY PHILIPPINES, INC.** (the "**Corporation**") do hereby certify that:

1. At the special meeting of the Board of Directors of the Corporation held virtually via Zoom application on 18 March 2020, a majority of the members of the Board of Directors approved the following amendments to the Articles of Incorporation and By-Laws of the Corporation:
 - a. Change the Corporation's name from "AC ENERGY PHILIPPINES, INC." to "AC ENERGY CORPORATION", and the amendment of the Title and the First Article of the Articles of Incorporation for this purpose; and
 - b. Amendment of the Title on the first page of the By-Laws to reflect the change of the Corporation's name from "AC ENERGY PHILIPPINES, INC." to "AC ENERGY CORPORATION".
2. At the annual stockholders' meeting held virtually via Zoom application on 20 April 2020, stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation voted to approve the following:
 - a. Change the Corporation's name from "AC ENERGY PHILIPPINES, INC." to "AC ENERGY CORPORATION", and the amendment of the Title and the First Article of the Articles of Incorporation for this purpose; and
 - b. Amendment of the Title on the first page of the By-Laws to reflect the change of the Corporation's name from "AC ENERGY PHILIPPINES, INC." to "AC ENERGY CORPORATION".
3. The aforesaid amendment to the Corporation's Articles of Incorporation and By-Laws were approved by the affirmative vote of the stockholders of the Corporation owning and holding at least two-thirds (2/3) of the entire issued and outstanding capital stock of the Corporation during the annual stockholders' meeting held virtually via Zoom application on 20 April 2020.
4. As set forth above, all requirements of Sections 15 and 47 of the Revised Corporation Code of the Philippines have been complied with.
5. Attached herewith is a copy of the Articles of Incorporation and By-Laws of the Corporation as amended.

IN WITNESS WHEREOF, we signed this Certificate this DEC 03 2020 in Makati City. *W*

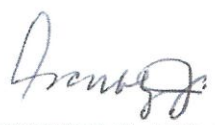
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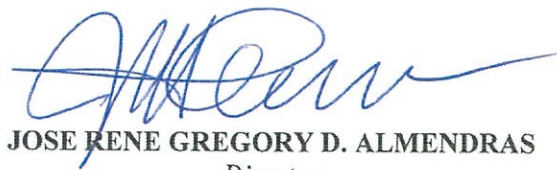
FERNANDO ZOBEL DE AYALA
Chairman of the Board
TIN:104-104-067



JAIME AUGUSTO ZOBEL DE AYALA
Director
TIN: 104-145-637



GERARDO C. ABLAZA, JR.
Director
TIN: 107-169-884



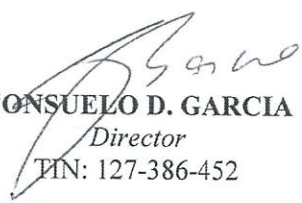
JOSE RENE GREGORY D. ALMENDRAS
Director
TIN: 118-827-363



JOHN ERIC T. FRANCIA
Director
TIN: 159-843-068



JOHN PHILIP S. ORBETA
Director
TIN: 121-207-098



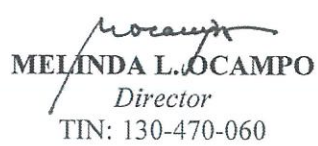
CONSUELO D. GARCIA
Director
TIN: 127-386-452



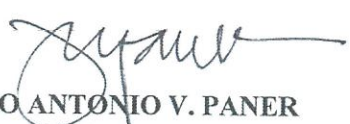
MA. AURORA GEOTINA-GARCIA
Director
TIN: 123-304-992



SHERISA P. NUESA
Director
TIN: 132-204-906



MELINDA L. OCAMPO
Director
TIN: 130-470-060



MARIO ANTONIO V. PANER
Director
TIN: 135-560-096



DOBBIE D. LAGAZO
Assistant Corporate Secretary
TIN: 228-446-337

[Notarial page follows.]



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

SUBSCRIBED AND SWORN to before me this DEC 03 2020 in Makati City, the affiants exhibited to me their respective competent evidence of identity described below:

Name	Competent Evidence of Identity	Date / Place Issued
Fernando Zobel de Ayala	Passport No. P0349883B	22 Jan 2019/ DFA Manila
Jaime Augusto Zobel de Ayala	Passport No. P9640299A	21 Nov 2018/ DFA Manila
Gerardo C. Ablaza, Jr.	Passport No. P5889232A	3 Feb 2018/ DFA NCR South
Jose Rene Gregory D. Almendras	Passport No. P4701378A	22 Oct 2017/ DFA NCR Northeast
John Eric T. Francia	Passport No. P3923362B	21 Nov 2019/ DFA Manila
John Philip S. Orbeta	Passport No. P0150862A	3 Sep 2016/ DFA NCR South
Consuelo D. Garcia	Passport No. P4867230A	28 Oct 2017/ DFA NCR South
Ma. Aurora Geotina-Garcia	Senior ID Control No. 40360-B	10 Oct 2012/ Quezon City
Sherisa P. Nuesa	Passport No. P8595622A	4 Sep 2018/ DFA NCR South
Melinda L. Ocampo	Driver's License No. N20-/8-000518	11 Dec 2018/ LTO
Mario Antonio V. Paner	Passport No. P0677976B	15 Feb 2019/ DFA NCR South
Dodjie D. Lagazo	Passport No. EC6815340	20 Feb 2016/ DFA NCR South

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Book No. 4 ;
Series of 2020.



Jordan Mae T. Chua
JORDAN MAE T. CHUA
Notary Public for the City of Makati
Appointment No. M-67 until December 31, 2020
Attorney's Roll No. 63561/08 May 2014
PTR No. MKT 8127535/Makati City/07 January 2020
IBP Lifetime No. 012851
ICLE Compliance No. VI - 0015897 valid until 14 April 2021
4th Floor, 6750 Office Tower
Ayala Avenue, Makati City