



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City Of Mandaluyong, 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

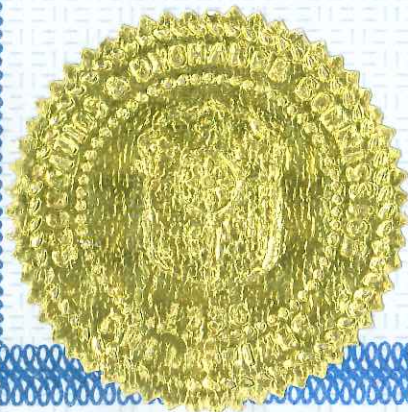
PHINMA ENERGY CORPORATION

(Formerly: TRANS-ASIA OIL AND ENERGY DEVELOPMENT COPORATION)
(Amending Article I thereof.)

copy annexed, adopted on January 25, 2016 by majority vote of the Board of Directors and on April 12, 2016 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 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 and time shares/club shares/membership certificates issuers or selling agents thereof. 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 Mandaluyong City, Metro Manila, Philippines, this 15th day of August, Twenty Sixteen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department



COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

AMENDMENT

0690390274

Former Company Name

TRANS ASIA OIL AND ENERGY
DEVELOPMENT CORPORATION

AMENDED TO:
New Company Name

PHINMA ENERGY CORPORATION

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

LEVEL 11 PHINMA PLAZA
39 PLAZA DRIVE ROCKWELL CENTER
MAKATI CITY

ZIP CODE

COMPANY INFORMATION

Company Email Address

Company's Telephone Number/s

Mobile Number

8700 100

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

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor

Ms. Subido

Date

6/8
6/10

Signature

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

AMENDED ARTICLES OF INCORPORATION
OF
PHINMA ENERGY CORPORATION
(formerly Trans-Asia Oil and Energy Development Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age 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.

AND WE HEREBY CERTIFY:

FIRST: That the name of said corporation shall be **PHINMA ENERGY CORPORATION**, hereinafter called the Corporation. *(As amended during the meeting of the Board of Directors held on January 25, 2016 and approved during the Annual Shareholders Meeting held on April 12, 2016.)*

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 PURPOSES

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 interests in gas, oil and other rights;

(b) To construct and maintain conduits, pipelines, and lines of tubing for the public generally as well 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 of operating a general pipelines and storage business;

(c) To buy, sell, charter, operate and maintain tank steamers 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, gas works, mill, factories, installations, plants, shops, laboratories, electrical works, power plants, warehouses, terminals, office buildings and other buildings and structures, roads, railroads, 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 own, 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 acquire, 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 any 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 all 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 arrangements 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, improvements, 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 therefor 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 acts or things designed 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 designed 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 transferable 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 bonds 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 for 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 branches 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 may 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 descriptions with any 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 Level 11, PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City, Philippines. The Corporation may establish and maintain branch offices or agencies elsewhere in the Philippines or in foreign countries whenever warranted by the exigencies of its business. *(As amended during the meeting of the Board of Directors held on November 24, 2014 and approved during the Annual Shareholders Meeting held on April 7, 2015.)*

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

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

<u>NAMES</u>	<u>CITIZENSHIP</u>	<u>RESIDENCE</u>
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	American	1075 Humboldt St., Denver, Colorado, U.S.A.

Burch E. Zehner	American	41 Tamarind Road, Forbes Park, Makati, Rizal
Ernesto O. Escaler	Filipino	726-E Quirino Ave., Tambo, Parañaque, Rizal
Vicente B. Fernandez	Filipino	360 Guevarra Ave., San Juan, Rizal
Cesar C. Zalamea	Filipino	18 Asteroid St., Bel-Air Village, Makati, Rizal
Miguel A. Magsaysay	Filipino	2124 Taft Ave. Ext., 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 directors of the Corporation who are to serve until their successors are elected and qualified as provided by the By-Laws are as follows:

<u>NAMES</u>	<u>RESIDENCE</u>
1. Filemon C. Rodriguez	1333 Palm Avenue, Dasmariñas Village, Makati Rizal
2. Ramon V. del Rosario	66 Horseshoe Drive, Cubao, Quezon City
3. William K. Whitefold	1075 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, Parañaque, Rizal
6. Vicente B. Fernandez	360 Guevarra Ave., San Juan, Rizal
7. Cesar C. Zalamea	18 Asteroid St., Bel-Air Village, Makati, Rizal
8. Miguel A. Magsaysay	2124 Taft Ave. Ext., Pasay City
9. Mariano U. Godinez	26 Pilar St., San Juan, Rizal
10. Raymundo O. Feliciano	1167 Tamarind St., Dasmariñas Village, Makati, Rizal

SEVENTH: That the authorized capital stock of said Corporation is EIGHT BILLION FOUR HUNDRED MILLION PESOS (₱8,400,000,000.00), Philippine Currency and said capital stock is divided into EIGHT BILLION FOUR HUNDRED MILLION (8,400,000,000.00) shares with a par value of One Peso (₱1.00) per share. (*As amended on February 10, 2012 and March 20, 2012.*)

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.

EIGHTH: That the amount of said capital stock which has been actually subscribed is FOUR MILLION PESOS (₱4,000,000.00), Philippine Currency, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<u>NAMES</u>	<u>RESIDENCE</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>CAPITAL STOCK SUBSCRIBED</u>
Filemon C. Rodriguez	1333 Palm Avenue, Dasmariñas 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	1075 Humboldt 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, Parañaque, Rizal	40,000,000	₱400,000,000.00
Vicente B. Fernandez	360 Guevarra 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. Ext., 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., Dasmariñas 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 amounts set out after their respective names:

<u>NAMES</u>	<u>CITIZENSHIP</u>	<u>AMOUNT PAID ON SUBSCRIPTION</u>
Filemon C. Rodriguez	Filipino	₱100,000.00
Ramon V. del Rosario	Filipino	₱100,000.00
William K. Whitefold	American	₱100,000.00
Burch E. Zehner	American	₱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	<u>₱1,000,000.00</u>

TENTH: That Mr. Raymundo O. Feliciano has been 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 the Corporation and to receipt in its name for all subscription paid in 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 WITNES 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. G-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-735965 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-0984247 issued at Manila on April 15, 1969;

CESAR C. ZALAMEA, with Residence Tax Certificate Nos. 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 Nos. A-370871 issued at Manila on February 1, 1969 and B-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 14, 1969; and

RAYMUNDO O. FELICIANO, with Residence Tax Certificate Nos. A-269780 issued at Manila on January 15, 1969 and B-138377 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.

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

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

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

SECRETARY'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, **JUAN J. DIAZ**, of legal age, Filipino, and with office address at Level 11, PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City, after being duly in accordance with law, hereby depose and state that:


1. I am the duly elected and qualified Corporate Secretary of Trans-Asia Oil and Energy Development Corporation (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines.
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 affixed my signature this JUN 06 2016 at Makati City, Philippines.


JUAN J. DIAZ
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JUN 06 2016 in the City of Makati, affiant exhibiting to me his Senior Citizen ID 1714595.

Doc. No. 203 ;
Book No. 41 ;
Page No. 397 ;
Series of 2016.


MARY MELANIE H. GUTNO
Notary Public City of Makati
Until December 31, 2016
PTR No. 2607811 - 1/4/16
IBP Lifetime No. 67635
Roll No. 43915
MCLE Compliance No. V-0007145-4/15

Republic of the Philippines)
Makati City) s.s.

JOINT AFFIDAVIT OF UNDERTAKING TO CHANGE NAME
(For Amendment of Corporate / Partnership Name)


We, **PYTHAGORAS L. BRION, JR.** and **FRANCISCO L. VIRAY**, both of legal age, Filipinos, and with residence address at 10 Sydney Street, Vista Real Classica, Batasan Hills, Quezon City and 4 Granada Street, Las Villas de Valle Verde, Pasig City, respectively, after having been sworn to in accordance with the law hereby depose and state:

1. That we are directors of **Trans-Asia Oil and Energy Development Corporation** which is in the process of amending its corporate name with the Securities and Exchange Commission to **PHINMA Energy Corporation**.

2. That we, in behalf of said corporation, hereby undertake to change its corporate name as herein provided, or as amended thereafter, immediately upon receipt of notice or directive from the Commission that another corporation, partnership or person has acquired a prior right to 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.

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

IN WITNESS WHEREOF, I hereby sign this affidavit this JUN 07 2016 at Makati City, Philippines.


FRANCISCO L. VIRAY
Affiant



PYTHAGORAS L. BRION, JR.
Affiant

SUBSCRIBED AND SWORN to before me this JUN 07 2016 in Makati City by the above-named persons who exhibited to me the following competent proof of identity:

<u>Name</u>	<u>Government-issued ID</u>	<u>Valid Until</u>
Francisco L. Viray	Passport No. EC3546900	February 26, 2020
Pythagoras L. Brion, Jr.	Passport No. XX5492753	October 23, 2017

Doc. No. 376 ;
Page No. 77 ;
Book No. 598 ;
Series of 2016.

NOTARY PUBLIC


RUBEN T. M. RAMIREZ
NOTARY PUBLIC
IBP NO. 100548
ROLL NO. 20046711

Print Finish



Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION

Reservation Payment Confirmation

This certifies that the name PHINMA ENERGY CORPORATION has been reserved from May 17, 2016 to August 15, 2016.

Reference Reservation Number (RRN): RRN20160517105335355

Type of Industry: Generation, Collection And Distribution Of Electricity

Breakdown of Fees:

Reservation Fee: Php 120.00

TOTAL: Php 120.00

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.

The applicant undertakes to change the reserved name in case another person or firm has acquired a prior right to the use of the said firm name or the same is deceptively or confusingly similar to one already registered.

Please do not pay for your Name Reservation and Extension WITHIN THE SAME DAY via Funds Transfer. You may course your payment at any selected UnionBank branches or at the SEC Teller.

For SEC use only:

Override By: cmfurugganan

Reason: Other Override Remark(s) - w/ consent via sec. cert. from Philippine Investment Management (PHINMA), Inc.; approved by Atty. D. Gabuyo dtd. 5.17.16

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www.sec.gov.ph



Print Finish



Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION

Reservation Notice:

This certifies that the name **PHINMA ENERGY CORPORATION** has been reserved from **May 17, 2016 to August 15, 2016** by **RANILO DAGAMINA**.

Reference Reservation Number (RRN): **RRN20160517105335355**

Type of Industry: [E40100] Generation, Collection And Distribution Of Electricity

Activation Key: **EyZ75061FGX**

Payment Transaction Number: (refer to SEC Teller)

Reservation Fee: **Php 120.00**

Important Reminders:

Please pay within 4 days at any SEC office.

Please file your SEC Registration forms within the reservation period at SEC office.

You may also accomplish and print your SEC Registration forms online. For more details, please visit the **SEC i-Register** site at iregister.sec.gov.ph. In case you don't have an internet access, you may go to the nearest SECCCU Internet desk. You will be assisted by SECCCU staff during your online registration.

Please do not pay for your Name Reservation and Extension **WITHIN THE SAME DAY** via Funds Transfer. You may course your payment at any selected UnionBank branches or at the SEC Teller.

Please secure an Endorsement from the Department of Energy (DOE). Afterwards, please proceed to SEC for approval of documents.

Please remember the Activation Key and Reference Reservation Number printed on this reservation notice. These two codes will enable you to add your reservation on your Online Account.

You may reserve a company name for a maximum of 90 calendar days.

If you have not completed your company registration within the reservation period, you may apply for reservation extension online or at any SEC office.

If the reservation period has elapsed and you still have not completed your company registration, your company name reservation will be forfeited. In this case, you should verify and reserve the company name again.

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.

The applicant undertakes to change the reserved name in case another person or firm has acquired a prior right to the use of the said firm name or the same is deceptively or confusingly similar to one already registered.

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Republic of the Philippines
DEPARTMENT OF ENERGY

DOE-EPIMB-SEC NO. 2016-07-011

1st ENDORSEMENT
28 July 2016

We are favorably endorsing to the Securities and Exchange Commission, the attached Amended Articles of Incorporation of PHINMA ENERGY CORPORATION (formerly Trans-Asia Oil and Energy Development Corporation), with the statement that this Bureau interposes no objection to amending the First Article of the Articles of Incorporation:

That the name of said corporation shall be PHINMA ENERGY CORPORATION, hereinafter called the Corporation;

Provided, That PHINMA ENERGY CORPORATION shall comply with the provisions of the Republic Act No. 9136 (Electric Power Industry Reform Act of 2001 or EPIRA), Republic Act No. 9513 (Renewable Energy Act of 2008) and their implementing rules and regulations (IRR), including any amendments thereto, and policy of the Department of Energy, Department of Environment and Natural Resources (DENR) and other relevant government agencies. PHINMA ENERGY CORPORATION shall also secure from the Energy Regulatory Commission (ERC) the necessary clearances, permits and licenses, as well as compliance with the Competition Rules promulgated by the ERC pursuant to the EPIRA and its IRR.

However, The amendment stated in the Amended By-Laws are not covered by the Department's jurisdiction, since the Department only issues endorsement of the Articles of Incorporation and amendment thereto of companies engaging in i.e. electric power generation, transmission, distribution and supply, and monitoring of plant performance.

IRMA C. EXCONDE
OIC - Director
Electric Power Industry Management Bureau



DIRECTORS CERTIFICATE

**RE: AMENDMENT OF THE ARTICLES OF INCORPORATION AND BY-LAWS
OF TRANS-ASIA OIL AND ENERGY DEVELOPMENT CORPORATION
TO CHANGE THE NAME OF THE CORPORATION
AND TO STATE THE PRECISE ADDRESS OF THE CORPORATION**

We, the undersigned Chairman, Secretary and at least a majority of the members of the Board of Directors of Trans-Asia Oil and Energy Development Corporation (the "Corporation"), do hereby certify that:

1. At the meeting of the Board of Directors of the Corporation held on January 25, 2016 at PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City, at which a majority of the Board of Directors constituting a quorum was present and acting throughout, the Board of Directors approved, subject to shareholders' approval, the change of the name of the Corporation from "TRANS-ASIA OIL AND ENERGY CORPORATION" to "PHINMA ENERGY CORPORATION", the corresponding amendments of the caption and Article First of the Articles of Incorporation as well as the amendment of the caption of the By-Laws to reflect the change of corporate name, and the amendment of the Corporation's By-Laws to state the precise address of the Corporation's principal office.
2. To change the name of the Corporation, amend the caption and Article First of the Articles of Incorporation and amend the caption of the By-Laws, the Corporation's Board of Directors adopted the following resolutions:

RESOLVED, that the name of the Corporation be changed from "TRANS-ASIA OIL AND ENERGY DEVELOPMENT CORPORATION" to "PHINMA ENERGY CORPORATION," and in furtherance thereof, that Article First of the Corporation's Articles of Incorporation be amended to read as follows:

FIRST: That the name of said corporation shall be PHINMA ENERGY CORPORATION, hereinafter called the Corporation.

RESOLVED, FURTHER, that the caption of the Articles of Incorporation be amended to read as follows:

AMENDED ARTICLES OF INCORPORATION
OF PHINMA ENERGY CORPORATION

RESOLVED, FINALLY, that the caption of the By-Laws be amended to read as follows:

AMENDED BY-LAWS
OF PHINMA ENERGY CORPORATION

3. To amend Article I of the Corporation's By-Laws, the Corporation's Board of Directors adopted the following resolution:

RESOLVED, that the Corporation be authorized to amend Article I of its By-Laws to state the precise address of its principal office as follows:

ARTICLE I
OFFICE

The principal office of the Corporation shall be located at Level 11, PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City.

4. The aforesaid change of the name of the Corporation, amendments of the caption and Article First of the Corporation's Articles of Incorporation and amendments of the caption and Article I of the Corporation's By-Laws were approved, ratified and confirmed 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 present in person or duly represented by proxy during the annual meeting of the stockholders of the Corporation held on April 12, 2016 at the Manila Peninsula Hotel.
5. Written notice of the aforesaid meeting on the proposed amendments to the Articles of Incorporation and By-Laws had been duly sent to all shareholders.
6. The requirements of Section 16 of the Corporation Code of the Philippines have been complied with.
7. Attached is a true and correct reproduction of the Amended Articles of Incorporation and By-Laws of the Corporation containing the underscored amendments which were duly approved by the Board of Directors and the shareholders as aforesaid.

IN WITNESS WHEREOF, we have affixed our signatures hereto this May 16, 2016 in the City of Makati, Philippines.


OSCAR J. HILADO
Chairman
TIN 123-535-799

RAMON R. DEL ROSARIO, JR.
Vice-Chairman
TIN 108-160-999


FRANCISCO L. VIRAY
TIN 134-668-764

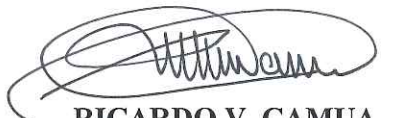
ROBERTO M. LAVIÑA
TIN 123-535-822


MAGDALENO B. ALBARRACIN, JR.
TIN 123-535-521



VICTOR J. DEL ROSARIO
TIN 123-535-650


PYTHAGORAS L. BRION, JR.
TIN 107-268-344


CORAZON DELA PAZ BERNARDO
TIN 112-070-586


RICARDO V. CAMUA
TIN 113-383-630


DAVID L. BALANGUE
TIN 123-304-967


GUILLERMO D. LUCHANGCO
TIN 106-185-062


JUAN J. DIAZ
Corporate Secretary
TIN 123-535-668


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

SUBSCRIBED AND SWORN to before me, a Notary Public for and in Makati City
this MAY 17 2016, affiants exhibiting to me evidence of their respective
identities as follows:

<u>Name</u>	<u>Evidence of Identity</u>
Oscar J. Hilado	TIN 123-535-799
Ramon R. Del Rosario, Jr.	TIN 108-160-999
Francisco L. Viray	TIN 134-668-764
Roberto M. Laviña	TIN 123-535-822
Magdaleno B. Albarracin, Jr.	TIN 123-535-521
Victor J. Del Rosario	TIN 123-535-650
Pythagoras L. Brion, Jr.	TIN 107-268-344
Corazon Dela Paz Bernardo	TIN 112-070-586
Ricardo V. Camua	TIN 113-383-630
David L. Balangue	TIN 123-304-967
Guillermo D. Luchangco	TIN 106-185-062
Juan J. Diaz	TIN 123-535-668

WITNESS MY HAND AND SEAL on the day and at the place first above written.

Doc. No. 121 ;
Page No. 26 ;
Book No. 8 ;
Series of 2016.


NOTARY PUBLIC
JOEL S. LLANILLO
COMMISSION NO. M-149
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2016
11/F THE PHINMA PLAZA, 39 PLAZA DRIVE
ROCKWELL CENTER, MAKATI CITY
ROLL NO. 53693
PTR NO. 5323613; 1/4/16; MAKATI CITY
IBP NO. 974819; 9/15/14 LIFETIME; BULACAN CHAPTER