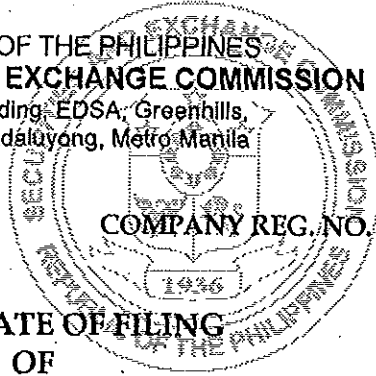




REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

**TRANS-ASIA OIL AND ENERGY DEVELOPMENT
CORPORATION**
(Amending Article VII thereof)

copy annexed, adopted on February 10, 2012 by majority vote of the Board of Directors and on March 20, 2012 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 12th day of November, Twenty Twelve, : 3:25:27 AM

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FERDINAND B. SALES
Officer-in-Charge

ISSUE NAME: TRANSASIA

Company Registration and Monitoring Department

JS/ghlo

Page 1 of 7 pages APR 29 2014
Verified by: Date Issued: _____

AMENDED ARTICLES OF INCORPORATION
OF
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: **TRANS-ASIA OIL AND ENERGY DEVELOPMENT CORPORATION**, hereinafter called the Corporation. (As amended on February 5, 1996)

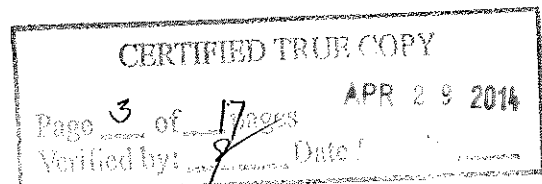
SECOND: That the purposes for which said Corporation is formed are:

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.

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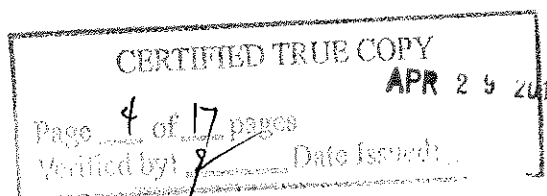
User Name: TRANSASIAOIL



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 tubings, 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;

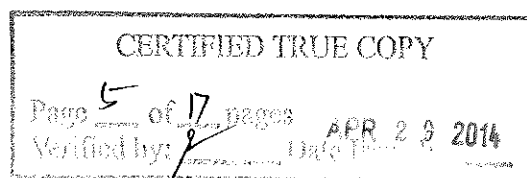
(g) To purchase, drill for or otherwise acquire, and to use, store, transport, distribute, sell or otherwise dispose of, water, and to acquire by purchase, lease, or otherwise and to erect, construct, enlarge, own, hold, maintain, use and operate water works and water systems for supplying water and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

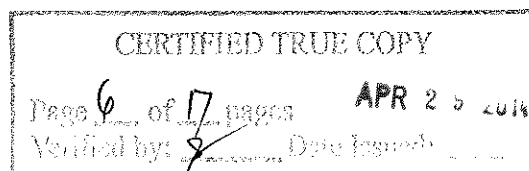


account or dispose of, any copyrights, trademarks, tradenames, brand, labels, patents or inventions, improvements, or processes used in connection with or secured under the letters patent of any country, government or authority, or otherwise, in relation to any of the purposes herein stated, and to acquire, 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 sell 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 property for the purchase of its own shares of stock when such use would cause any impairment of the capital of the Corporation.

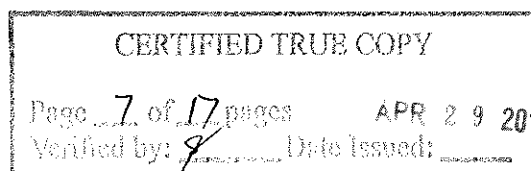
(p) To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in any part of the world, and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient;

(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 person, or any kind owned by the Corporation; to have one or more offices out of the Philippines, and to conduct its business and exercise its powers in any part 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 clauses 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 Makati, Rizal, Philippines. The Corporation may establish and maintain branch offices or agencies elsewhere in the Philippines or in foreign countries or agencies elsewhere in the Philippines or in foreign countries whenever warranted by the exigencies of its business.

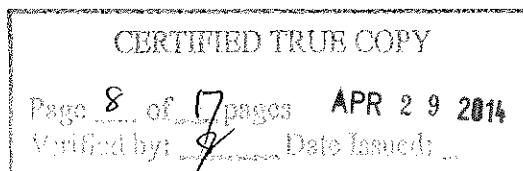


FOURTH. - That the term of which said Corporation is to exist in fifty (50) years from and after the date of incorporation.

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:

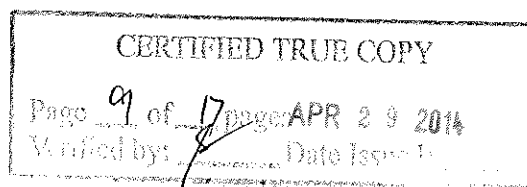


NAMES

- | | <u>RESIDENCE</u> |
|---------------------------|---|
| 1. Filemon C. Rodriguez | 133 Palm Avenue, Dasmaringas Village, Makati, Rizal |
| 2. Ramon V. Del Rosario | 66 Horseshoe Drive, Quezon City |
| 3. William K. Whitefold | 1075 Humboldt St., Denver Colorado USA |
| 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. Ext., 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 EIGHT BILLION FOUR HUNDRED MILLION PESOS (P8,400,000,000.00), Philippine Currency, and said capital stock is divided into EIGHT BILLION FOUR HUNDRED MILLION (8,400,000,000) shares with a par value of One Peso (P1.00) 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 ~~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

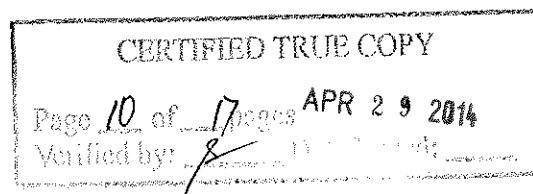


EIGHT. - That the amount of said capital stock which has been actually subscribed is FOUR MILLION PESOS (P4,000,000.00) Philippine Currency, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<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	P 400,000,000.00
Ramon V. del Rosario	66 Horseshoe Drive, Cubao, Quezon City	40,000,000	P 400,000,000.00
William K. Whitefold	1075 Humboldt St., Denver Colorado, U.S.A.	40,000,000	P 400,000,000.00
Burch E. Zehner	41 Tamarind Road, Forbes Park Makati, Rizal	40,000,000	P 400,000,000.00
Ernesto O. Escaler	726-E Quirino Ave., Tambo, Parañaque, Rizal	40,000,000	P 400,000,000.00
Vicente B. Fernandez	360 Guevarra Ave., San Juan, Rizal	40,000,000	P 400,000,000.00
Cesar C. Zalamea	18 Asteroid St., Bel-Air Village Makati, Rizal	40,000,000	P 400,000,000.00
Miguel A. Magsaysay	2124 Taft Ave. Ext., Pasay City	40,000,000	P 400,000,000.00
Mariano U. Godinez	26 Pilar St., San Juan, Rizal	40,000,000	P 400,000,000.00
Raymundo O. Feliciano	1167 Tamarind St., Dasmariñas Village, Makati, Rizal	40,000,000	P 400,000,000.00
Total		400,000,000	P4,000,000,000.00

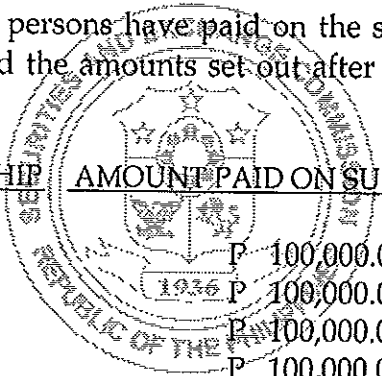
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NINTH. - That the following persons have paid on the shares of capital stock for which they have subscribed the amounts set out after their respective names:

<u>NAMES</u>	<u>CITIZENSHIP</u>	<u>AMOUNT PAID ON SUBSCRIPTION</u>
Filemon C. Rodriguez	Filipino	P 100,000.00
Ramon V. del Rosario	Filipino	P 100,000.00
William K. Whiteford	Filipino	P 100,000.00
Burch E. Zehner	American	P 100,000.00
Ernesto O. Escaler	Filipino	P 100,000.00
Vicente B. Fernandez	Filipino	P 100,000.00
Cesar C. Zalamea	Filipino	P 100,000.00
Miguel A. Magsaysay	Filipino	P 100,000.00
Mariano U. Godinez	Filipino	P 100,000.00
Raymundo O. Feliciano	Filipino	P 100,000.00
	Total	P1,000,000.00



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 subscriptions 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 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

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User Name: TRANSASIAOIL/

CERTIFIED TRUE COPY
 Page 11 of 17 pages
 APR 29 2014
 Noted by: [Signature]

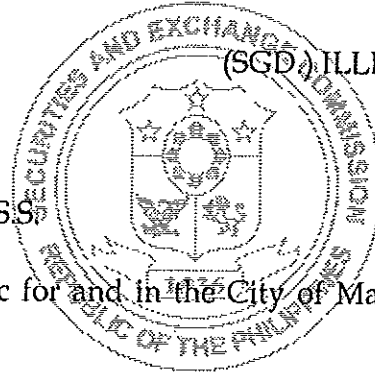
SIGNED IN THE PRESENCE OF:

(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 27, 1969 and B-80655 issued at Manila on March 24, 1969;

WILLIAM K. WHITEFORD, 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;

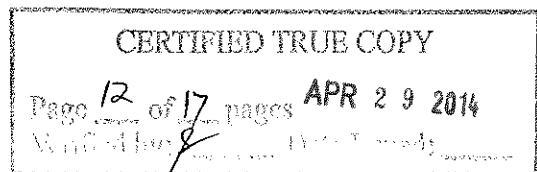
ERNESTO O. ESCALER, with Residence Tax Certificate Nos. A-107202 issued at Manila on January 6, 1969 and B-10000504 issued at Bacolor, Pampanga on March 7, 1969;

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, 1870

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

Date: 29-4-2014 Time: 3:25:42 AM

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User Name: TRANSASIAOIL

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Page <u>13</u> of <u>17</u> pages	APR 29 2014
Verified by: <u>[Signature]</u>	Date Issued: _____

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DIRECTORS' CERTIFICATE
RE: AMENDMENT OF THE ARTICLES OF INCORPORATION OF
TRANS-ASIA OIL AND ENERGY DEVELOPMENT CORPORATION

The undersigned Chairman, Corporate Secretary, and a majority 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 duly held on February 10, 2012 at the Phinma Plaza, 39 Plaza Drive, Rockwell Center, Makati City, at which majority of the directors constituting a quorum was present and acting throughout, the following resolution was duly approved:

"RESOLVED, as it is hereby resolved, subject to the approval of the shareholders and the Securities and Exchange Commission, that the authorized capital stock of the Corporation be increased from ₱4,200,000,000.00 divided into 4,200,000,000 common shares of the par value of ₱1.00 each share to ₱8,400,000,000.00 divided into 8,400,000,000 shares of the par value of ₱1.00 each share, to be funded by a stock rights offering, the terms and conditions of which, including the final issue size, rights entitlement, offer price and record date, shall be determined by the Board of Directors; and to effect the foregoing increase of authorized capital stock, Article Seventh of the Articles of Incorporation be amended as follows:

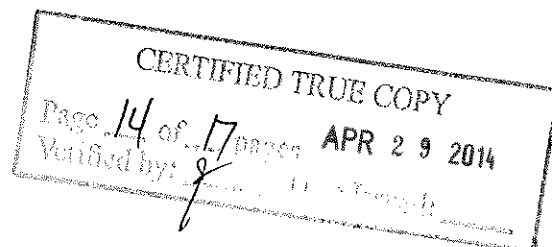
"SEVENTH: - That the total authorized capital stock of this Corporation is EIGHT BILLION FOUR HUNDRED MILLION PESOS (₱8,400,000,000.00) Philippine Currency, and said capital stock shall be divided into EIGHT BILLION FOUR HUNDRED MILLION (8,400,000,000) common shares of the par value of ₱1.00 per share.

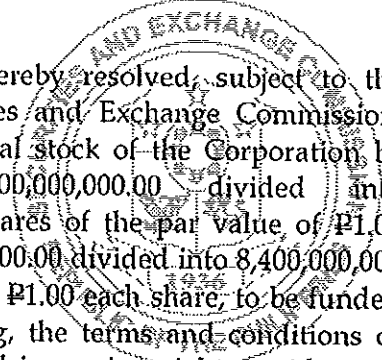
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2. At the Annual Meeting of Shareholders of the Corporation held on March 20, 2012, wherein the owners representing more than two-thirds (2/3) of all issued and outstanding shares were present in person or by proxy and acting throughout, the following resolution was duly approved:

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"RESOLVED, as it is hereby resolved, subject to the approval of the Securities and Exchange Commission, that the authorized capital stock of the Corporation be increased from ₱4,200,000,000.00 divided into 4,200,000,000 common shares of the par value of ₱1.00 each share to ₱8,400,000,000.00 divided into 8,400,000,000 shares of the par value of ₱1.00 each share; to be funded by a stock rights offering, the terms and conditions of which, including the final issue size, rights entitlement, offer price and record date, shall be determined by the Board of Directors; and to effect the foregoing increase of authorized capital stock, Article Seventh of the Articles of Incorporation be amended as follows:

"SEVENTH: - That the total authorized capital stock of this Corporation is EIGHT BILLION FOUR HUNDRED MILLION PESOS (₱8,400,000,000.00) Philippine Currency, and said capital stock shall be divided into EIGHT BILLION FOUR HUNDRED MILLION (8,400,000,000) common shares of the par value of ₱1.00 per share.

3. Written notice of the meeting on the proposed amendments of the Amended Articles of Incorporation had been sent to all shareholders.

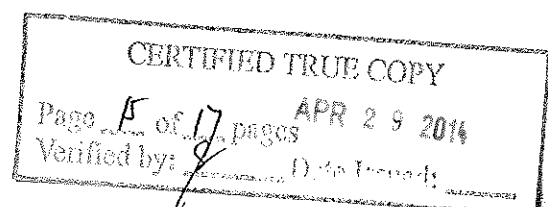
4. The requirements of Section 16 of the Corporation Code of the Philippines have been complied with.

5. The attached is a true and correct reproduction of the Amended Articles of Incorporation of the Corporation containing the underscored amendments which were duly approved by the Board of Directors and the shareholders as aforesaid.

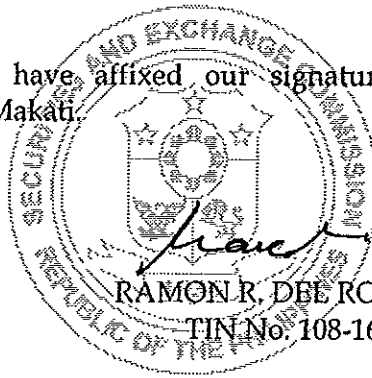
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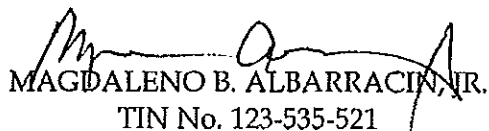


IN WITNESS WHEREOF, we have affixed our signatures hereto this
Sept. 17, 2012 in the City of Makati.





OSCAR J. HILADO
Chairman of the Meeting
TIN No. 123-535-799



RAMON R. DEL ROSARIO, JR.
TIN No. 108-160-999



MAGDALENO B. ALBARRACIN, JR.
TIN No. 123-535-521

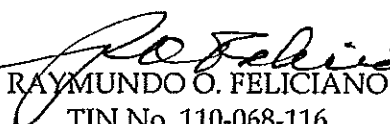
ANTONIO V. DEL ROSARIO
TIN No. 105-790-502

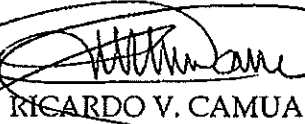

ROBERTO M. LAVIÑA
TIN No. 123-535-822

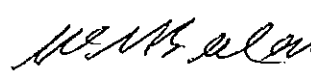
FRANCISCO L. VIRAY
TIN No. 134-668-764

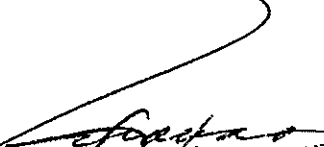

VICTOR J. DEL ROSARIO
TIN No. 123-535-650


ALFREDO M. VELAYO
TIN No. 100-718-827


RAYMUNDO O. FELICIANO
TIN No. 110-068-116


RICARDO V. CAMUA
TIN No. 113-383-630

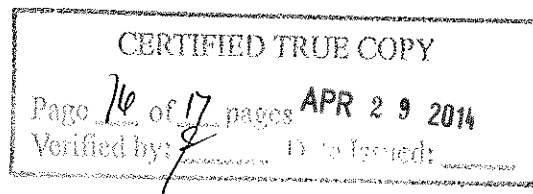

DAVID L. BALANGUE
TIN No. 123-304-967


JUAN J. DIAZ
Secretary of the Meeting
TIN No. 123-535-668

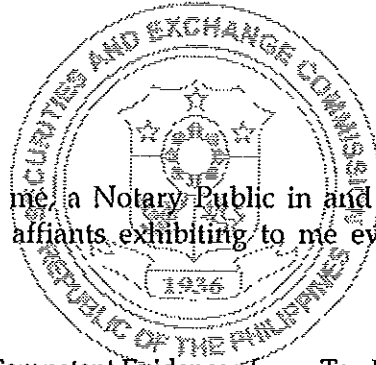
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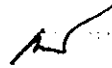


REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI)S.S.



SUBSCRIBED AND SWORN to before me, a Notary Public in and for the City of Makati, this SEP 17 2012, affiants exhibiting to me evidence of their respective identities as follows:

Names	Competent Evidence of Identity	Tax Identification Number
OSCAR J. HILADO	SSS ID # 07-0016283-7	123-535-799
MAGDALENO B. ALBARRACIN, JR.	SSS ID # 03-0520317-5	123-535-521
ROBERTO M. LAVIÑA	SSS ID # 03-2488819-9	123-535-822
ANTONIO V. DEL ROSARIO	SSS ID # 03-0493261-2	105-790-502
FRANCISCO L. VIRAY	SSS ID # 03-3165051-4	134-668-764
VICTOR J. DEL ROSARIO	SSS ID # 03-3560895-7	123-535-650
ALFREDO M. VELAYO	SSS ID # 03-2156425-0	100-718-827
RAYMUNDO O. FELICIANO	GSIS ID # 26020100361	110-068-116
RICARDO V. CAMUA	SSS ID # 03-0238935-1	113-383-630
DAVID L. BALANGUE	SSS ID # 03-2290635-8	123-304-967
JUAN J. DIAZ	SSS ID # 03-018031-6	123-535-668


MIGUEL ROMUALDO T. SANIDAD
NOTARY PUBLIC
Until December 31, 2013
Appointment No. M-42 (2012-2013)
IBP No. 883076/ 1-10-2012/ Makati Chapter
PTR No. 3187750/ 1-10-2012/ Makati City
Roll No. 33861

Doc. No. 382
Page No. 79
Book No. 90
Series of 2012.

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