



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

Company Reg. No. 50553

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

KNOW ALL PERSONS BY THESE PRESENTS:

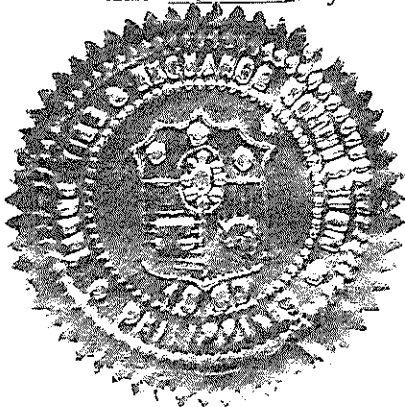
THIS IS TO CERTIFY that the amended articles of incorporation of the

**ALSONS INSURANCE BROKERS CORPORATION
(Amending Article VI thereof.)**

copy annexed, adopted on July 17, 2006 by majority vote of the Board of Directors and 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 this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 23rd day of August, Two Thousand Six.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department



COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

		2	2	8	6		C	H	I	N	O		R	O	C	E	S		E	X	T	E	N	S	I	O	N	
			M	A	K	A	T	I		C	I	T	Y		M	E	T	R	O		M	A	N	I	L	A		

(Business Address No. Street City / Town / Province)

ATTY. IRENEO U. GACAD, JR.

Contact Person

(02) 816-6740

Company Telephone Number _____

1	2
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3	1
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Month _____ Day _____

Fiscal Year

	A	A	I	
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FORM TYPE

ANY DAY OF APRIL

Month	Day
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Annual Meeting

N.A.

N.A.

C	R	M	D
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Dept Requiring this Doc.

ARTICLE SIXTH

Amended Articles Number/Section

13

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel/concerned

[illegible]

File Number

[illegible]

Document 1 D

~~LCU~~

Cashier

STAMPS

Remarks = pls use black ink for scanning purposes



CENTRAL RECORDING
UNIT
Received by: *[Signature]*

DIRECTORS' CERTIFICATE
OF THE
AMENDED ARTICLES OF INCORPORATION 06 AUG 11 AUG 22
OF

ALSONS INSURANCE BROKERS CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being the Chairman of the Board of Directors, the Assistant Corporate Secretary, and a majority of the members of the Board of Directors of ALSONS INSURANCE BROKERS CORPORATION (the "Corporation") hereby certify that at the Special Meeting of both the Stockholders and Board of Directors of the Corporation, both held on July 17, 2006, at the principal office of the corporation, by resolution unanimously adopted and confirmed by the stockholders of the Corporation representing at least two-thirds (2/3) of the outstanding capital stock and the majority of the Board of Directors, the Articles of Incorporation were duly amended as follows:

STOCKHOLDERS' RESOLUTION NO. AIBC 06/I-01

"RESOLVED, AS IT IS HEREBY RESOLVED, that the Stockholders approve the amendment of Article SIXTH of the Articles of Incorporation, as recommended by the Board of Directors and Management to increase the number of directors from five (5) to seven (7);

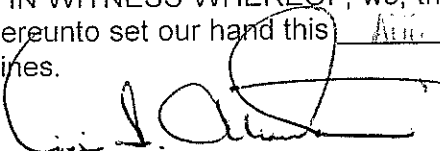
"RESOLVED FURTHER, that said amendment shall read as follows:


SIXTH

That the number of Directors of the corporation shall be seven (7) and that the names and residences of the Directors of the Corporation who are to serve as such until their successors are elected and qualified as provided by the By-Laws, are as follows: (As amended, July 17, 2006)

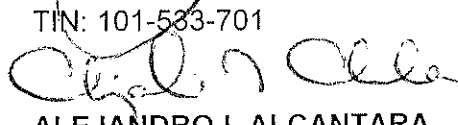
That the attached is a true and correct copy of the Articles of Incorporation as amended.

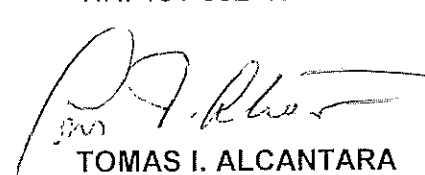
IN WITNESS WHEREOF, we, the undersigned Directors of the said corporation have hereunto set our hand this Aug. 13 2006 at Makati City, Metro Manila, Philippines.


NICASIO I. ALCANTARA
TIN: 105-252-527


EDITHA I. ALCANTARA
TIN: 101-533-701

ROSVIDA A. DOMINGUEZ
TIN: 131-352-458


ALEJANDRO I. ALCANTARA
TIN: 105-252-501


TOMAS I. ALCANTARA
Chairman of the Board
TIN: 105-252-550

ATTEST:

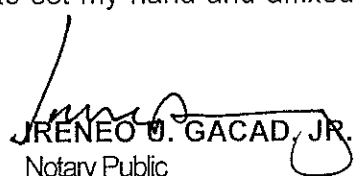

PREMY ANN G. BELOY
Assistant Corporate Secretary
TIN: 123-317-380

REPUBLIC OF THE PHILIPPINES)
Makati City, Metro Manila) S. S.

SUBSCRIBED AND SWORN to before me this Aug. 13 2006, with the presentation of their respective Community Tax Certificates, to wit:

<u>Name</u>	<u>Comm. Tax Cert. No.</u>	<u>Issued On / At</u>
Nicasio I. Alcantara	24808809	01-12-06 / Makati City
Tomas I. Alcantara	04057115	01-16-06 / Davao City
Editha I. Alcantara	24808808	01-12-06 / Makati City
Rosvida A. Dominguez	13759458	02-28-06 / Sarangani Province
Alejandro I. Alcantara	13759459	02-28-06 / Sarangani Province
Premy Ann G. Beloy	12518501	01-09-06 / Quezon City

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal at Makati City, Metro Manila, Philippines.


JRENEO O. GACAD, JR.

Notary Public
Until December 31, 2007
PTR No. 4186298; 1-06-06; Makati City
IBP No. 666896; 1-05-06; Manila 1 Chapter
TIN: 108-447-582
Appointment/Commission No. M-30
Roll No. 22596
3/F ALSONS Bldg., 2286 Chino Roces Ext.
Makati City, Metro Manila

Doc. No. 252 ;
Page No. 52 ;
Book No. XLIV ;
Series of 2006.

roy/abc/102/102 dc2006

AMENDED
ARTICLES OF INCORPORATION
OF

ALSONS INSURANCE BROKERS CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are of legal age and residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Republic of the Philippines, and we hereby certify:

FIRST

That the name of the said corporation shall be:

ALSONS INSURANCE BROKERS CORPORATION

SECOND

That the purposes for which such corporation is formed are:

PRIMARY PURPOSE

a) To act as insurance and reinsurance brokers of life and non-life insurance companies, and such, engage in the solicitation, negotiation, or procurement of any insurance contract, place risk or take out insurance; and, generally, engage in the business of insurance, reinsurance and guaranty in any and all branches to the extent permitted by law, for a consideration or any compensation, commission or other thing of value. (As amended, June 13, 1996)

b) To purchase, receive, take or grant, hold, convey, sell, lease, pledge, mortgage and otherwise deal with such real and personal property or any interest thereon, including securities and bonds of other corporations, as the transactions of the lawful business of the corporation may reasonably and necessarily require, all in accordance with law;

c) 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.

d) To exercise such other powers, which may now or hereafter be permitted by law, as may be essential or necessary to carry out the purpose for which the corporation is created.

THIRD

That the place where the principal office of the corporation is to be established is at 4B City Triangle, C.M. Recto Street, Davao City, Philippines. (As amended, December 22, 2005)

FOURTH

That the term for which the said corporation is to exist is fifty (50) years from and after the date of incorporation.

FIFTH

That the names, nationalities and residences of the incorporators of the corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residences</u>
Conrado Alcantara	Filipino	Bonifacio St., Davao City
Ladislawa I. Alcantara	Filipino	Bonifacio St., Davao City
Nicasio I. Alcantara	Filipino	San Pedro Village Davao City
Felicisimo I. Alcantara	Filipino	Bonifacio St., Davao City
Tomas I. Alcantara	Filipino	Bonifacio St., Davao City
Editha I. Alcantara	Filipino	Bonifacio St., Davao City
Rosvida I. Alcantara	Filipino	Bonifacio St., Davao City
Ricardo Escueta	Filipino	C-1 Bungalow Lanzona Subdivision Matina, Davao City

SIXTH

That the number of Directors of the corporation shall be seven (7) and that the names and residences of the Directors of the Corporation who are to serve as such until their successors are elected and qualified as provided by the By-Laws, are as follows: (As amended, July 17, 2006)

<u>Name</u>	<u>Nationality</u>	<u>Residences</u>
Conrado Alcantara	Filipino	Bonifacio St., Davao City
Nicasio I. Alcantara	Filipino	San Pedro Village Davao City
Felicisimo I. Alcantara	Filipino	Bonifacio St., Davao City
Editha I. Alcantara	Filipino	Bonifacio St., Davao City
Ricardo Escueta	Filipino	C-1 Bungalow Lanzona Subdivision Matina, Davao City

SEVENTH

That the authorized capital stock of the corporation is FIFTY MILLION (P50,000,000.00) PESOS in lawful money of the Philippines, divided into 500,000 shares with a par value of One Hundred (P100.00) Pesos per share. (As amended, April 30, 2002)

EIGHT

That the amount of said capital stock which has been actually subscribed is One Hundred Thousand (P100,000.00) Pesos, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<u>Name</u>	<u>Residences</u>	<u>No. of Shares</u>	<u>Amount Subscribed</u>
Conrado Alcantara	Bonifacio Street Davao City	300	P 30,000.00
Ladislawa I. Alcantara	- do -	150	15,000.00
Nicasio I. Alcantara	San Pedro Village Davao City	120	12,000.00
Felicitismo I. Alcantara	Bonifacio Street Davao City	107	10,700.00
Tomas I. Alcantara	- do -	107	10,700.00
Editha I. Alcantara	- do -	107	10,700.00
Rosvida I. Alcantara	- do -	107	10,700.00
Ricardo Escueta	C-1 Bungalow Lanzona Subdivision Matina, Davao City	2	200.00
		<u>1,000</u>	<u>P 100,000.00</u>

NINTH

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

<u>Name</u>	<u>Residences</u>	<u>Amount Paid</u>
Conrado Alcantara	Bonifacio Street, Davao City	P 11,900.00
Ladislawa I. Alcantara	- do -	5,000.00
Nicasio I. Alcantara	San Pedro Village, Davao City	2,000.00
Felicisimo I. Alcantara	Bonifacio Street, Davao City	1,500.00
Tomas I. Alcantara	- do -	1,500.00
Editha I. Alcantara	- do -	1,500.00
Rosvida I. Alcantara	- do -	1,500.00
Ricardo Escueta	C-1 Bungalow, Lanzona Subdivision, Matina, Davao City	100.00
Total -		<u>P 25,000.00</u>

TENTH

That EDITHA I. ALCANTARA has been elected by the subscribers as Treasurer of the Corporation to act as such until her successors is duly elected and qualified in accordance with the By-Laws, and that as such Treasurer, she has been authorized to receive for the Corporation and to receipt in its name for all subscriptions paid in by the said subscribers.

ELEVENTH

That no transfer of shares of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of capital shall be allowed or permitted to be recorded in the books of the corporation. This restriction shall be printed in all stock certificates to be issued by the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands, this 14th day of November 1972, at Davao City, Philippines.

(SGD.) CONRADO ALCANTARA
TAN: 1644-592-6

(SGD.) LADISLAWA I. ALCANTARA
TAN: 1644-592-6

(SGD.) NICASIO I. ALCANTARA
TAN: 1019-518-8

(SGD.) FELICISIMO I. ALCANTARA
TAN: 1019-300-1

(SGD.) TOMAS I. ALCANTARA
TAN: 1019-677-2

(SGD.) EDITHA I. ALCANTARA
TAN: 1019-242-5

(SGD.) ROSVIDA I. ALCANTARA
TAN: 2265-00-37

(SGD.) RICARDO ESCUETA
TAN: 1203-677-6

SIGNED IN THE PRESENCE OF:

1. (SGD.) ILLEGIBLE

2. (SGD.) ILLEGIBLE

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
IN THE CITY OF DAVAO) S. S.

BEFORE ME, a Notary Public for and in the City of Davao, Philippines, personally appeared the following persons, exhibiting to me their respective Residence Certificates No. as follows:

Conrado Alcantara	No. A-2725151, issued on Jan. 7, 1972, at Davao City, Philippines
Ladislawa I. Alcantara	No. A-2725152, issued on Jan. 7, 1972, at Davao City, Philippines
Nicasio I. Alcantara	No. A-2725153, issued on Jan. 7, 1972, at Davao City, Philippines
Felicisimo I. Alcantara	No. A-2725154, issued on Jan. 7, 1972, at Davao City, Philippines
Tomas I. Alcantara	No. A-2725155, issued on Jan. 7, 1972, at Davao City, Philippines
Editha I. Alcantara	No. A-2725156, issued on Jan. 7, 1972, at Davao City, Philippines
Rosvida I. Alcantara	No. A-2725157, issued on Jan. 7, 1972, at Davao City, Philippines
Ricardo Escueta	No. A-2449215, issued on Jan. 19, 1972, at Davao City

all known to me and to me known to be the same persons whose names appear to be the incorporators and who executed the foregoing Articles of Incorporation, which consists of Five (5) pages, including that on which this acknowledgment is written, and all of them acknowledged to me that the same to be of their free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand this 14th day of December 1972, at the City of Davao, Philippines.

(SGD.) CAESAR R. DULAY
Notary Public
Until December 31, 1973
PTR No. 5141576;
January 6, 1972; Davao City

Doc. No. 252 ;
Page No. 51 ;
Book No. 1 ;
Series of 1972.

REPUBLIC OF THE PHILIPPINES)
IN THE CITY OF DAVAO) S.S.

TREASURER'S AFFIDAVIT

I, EDITHA I. ALCANTARA, of legal age, Filipino, after having been duly sworn in accordance with law, depose and say:

That on the 14th day of December, 1972, at the City of Davao, Philippines, I was duly elected by the subscribers named in the foregoing Articles of Incorporation of the C. Alcantara Insurance Agencies Group, Inc., as Treasurer, to act as Treasurer until my successor has been duly elected and qualified in accordance with the By-Laws of the Corporation; that as such Treasurer, I have been duly authorized by the subscribers to receive for the Corporation all subscriptions paid in by them for the capital stock.

That of the total number of authorized capital, One Thousand (1,000) Shares of stock worth ONE HUNDRED THOUSAND (P100,000.00) PESOS have been actually subscribed, and that of said subscription, TWENTY FIVE THOUSAND (P25,000.00) PESOS, Philippine Currency, in Cash, has been actually transferred to me in trust and received by me for the benefit and to the credit of the Corporation, and that at least Twenty (20%) per centum of the entire number of authorized shares of capital stock has been subscribed and at least Twenty Five (25%) per centum of the subscription has been actually paid to me in cash and received by me for the benefit and to the credit of the C. Insurance Agencies Group, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand to this instrument this 16th day of December 1972, at the City of Davao, Philippines.

(SGD.) EDITHA I. ALCANTARA
Treasurer

SUBSCRIBED AND SWORN to before me this 18th day of December, 1972, at the City of Davao, Philippines, affiant exhibiting to me her Res. Cert. No. A-2725156, issued at Davao City on January 7, 1972.

(SGD.) CONCORDIO Y. BAGUIO
Notary Public
Until December 31, 1973
PTR No. 5141567, Jan. 6, 1972
Davao City

Doc. No. 438 ;
Page No. 88 ;
Book No. I ;
Series of 1972.

royal/bc/102 aoi

COMPANY DATA MAINTENANCE FORM
GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION
(FOR DOMESTIC COMPANIES ONLY)

SEC NUMBER 1111111111 FOR SEC TO PROVIDE: MAINTENANCE NO. 11111111 TRANSACTION DATE 111111

FILL UP INSTRUCTIONS - Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Check appropriate boxes. FILL UP ONLY THOSE ITEMS FOR WHICH AMENDMENTS OR CHANGES ARE TO BE MADE. Refer to the back of this form for additional instructions.

CURRENT COMPANY NAME ALSONS INSURANCE BROKERS CORPORATION RESTRICT USE BY OTHERS? ☐ YES ☐ NO

RESERVATION NUMBER NEW COMPANY NAME

GENERAL INFORMATION

COMPANY TYPE ☐ DS - DOMESTIC STOCK ☐ DN - DOMESTIC NON-STOCK ☐ DP - DOMESTIC PARTNERSHIP CHANGE FROM STOCK TO NON-STOCK? ☐ YES ☐ NO CHANGE IN PRIMARY PURPOSE? ☐ YES ☐ NO

PRINCIPAL OFFICE ADDRESS B4 CITY TRIANGLE, C.M. RECTO STREET, DAVAO CITY, PHILIPPINES

AREA CODE 1111111111 POSTAL CODE 1111111111 TEL. NO. (082) 227-3295 & 227-1371 FAX NO. (082) 226-3635

BUSINESS OFFICE ADDRESS B4 CITY TRIANGLE, C.M. RECTO STREET, DAVAO CITY, OR ALSONS BUILDING, 2286 CHINO ROCES EXTENSION, MAKATI CITY

AREA CODE 1111111111 POSTAL CODE 1111111111 TEL. NO. (082) 227-3295 & 227-1371 OR (02) 817-5506 FAX NO. (082) 226-3635 OR (02) 813-7868

BUSINESS INFORMATION

PARTNERSHIP TYPE ☐ L - LIMITED ☐ G - GENERAL TYPE OF ENTERPRISE ☐ X ☐ N - NO SPECIAL REGISTRATION ☐ H - FIA HOLDING ☐ F - FINANCIAL INSTITUTION ☐ E - FIA EXPORT ☐ R - FIA REPRESENTATIVE OFF ☐ Z - EPZA REGISTERED ☐ D - FIA DOMESTIC ☐ S - SUBIC REGISTERED ☐ B - BOI REGISTERED

INDUSTRY CODE TERM OF EXISTENCE END DATE OF EXISTENCE FISCAL YEAR END ANNUAL MEETING (For domestic companies only)

111111 FIFTY (50) YEARS MARCH 2023 (MM/DD) DECEMBER 31 ☐ F - FIXED (MM/DD) 1111 ☐ V - VARIABLE ANY DAY OF APRIL

NUMBER OF DIRECTORS (if stock co.) SEVEN (7) TRUSTEES (if non-stock co.) PARTNERS (if partnership) STOCKHOLDERS (if stock co.) THIRTEEN (13)

TYPE OF NON-STOCK CORPORATION (Refer to back of page for the classification). TOTAL CONTRIBUTION (of non-stock companies) % OF FOREIGN MEMBERSHIP (of non-stock companies) TOTAL CONTRIBUTION (of domestic partnership)

111111 COMPANY RELATIONSHIP - List all companies related to registrant. (Use additional sheets, if necessary).

RELATIONSHIP TYPE M - DISSOLVED COMPANY (If due to merger) S - PARENT COMPANY (If registrant is a subsidiary) O - OTHERS

(RELN TYPE) V - DISSOLVED COMPANY (If change in company type) A - AFFILIATE (Of the registrant)

MAIN IND RELN TYPE SEC NUMBER COMPANY

START DATE END DATE

MAIN IND - A (NEW), E (UPDATE EXISTING), OR D (DELETE) RELATIONSHIP

INDICATE START (if NEW) OR END DATE OF RELATIONSHIP

CERTIFIED CORRECT: IRENEO B. GACAP, JR.

(Signature over printed name)

POSITION CORPORATE SECRETARY DATE AUGUST 9, 2006

PROCESSING ATTORNEY: DATA CONTROL CLERK: DATA ENCODED:

DATE REVIEWED: DATE ENCODED: