

Republic of the Philippines GEG EXPRESS LAND

Securities and Exchange Commission

EDSA, Greenhills, Mandaluyong Metro-Manila

AS094-008752

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS

WHEREAS, Articles of Incorporation and By-Laws duly signed and acknowledged for the organization of the

EQUI RESOURCES AND HOLDINGS, INC.

nder and in accordance with the provisions of the Corporation Code of the Philippines, tas Pambansa Blg. 68, approved on May 1, 1980, were presented for filing in this September 26, 1994 __, and a copy of said Articles and nmission on_ aws are hereto attached;

NOW, THEREFORE, by virtue of the powers and duties vested in me by law, I do certify that the said Articles of Incorporation and By-Laws were, after due examinadetermine whether they are in accordance with law, duly registered in this sion on the 27th day of September _, Anno Domini, Hundred and Ninety-four

> IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong, Metro-Manila, Philippines, this day of <u>September</u> year of our Lord nineteen hundred and ninety-four

ÉNITO A. CATARAN Officer-In-Charge

Corporate and Legal Department

SEC EXPRESS LANE

94 3EP 26 AID: 50

TER HESS.

ARTICLES OF INCORPORATION OF

EQUI RESOURCES AND HOLDINGS, INC. Name of Corporation

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, citizens and residents of the Republic of the Philippines, have this day 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 the said corporation shall be:

EQUI RESOURCES AND HOLDINGS, INC.

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

PRIMARY PURPOSE

To purchase, subscribe for, or otherwise acquire and hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, voting trust certificates for shares of capital stock contracts, or obligations securities, corporation or corporations, association or domestic or foreign, and to pay therefor in associations, whole or in cash or by exchanging stocks, bonds, or other evidences of indebtedness or securities of the corporation, while the owner or holder of any such real property, stocks, or other securities, contracts, or obligations, to receive, collect and dispose of the interest, dividends and income arising from such property, possess and exercise in respect thereof, all the ·power and privileges of ownership, including all voting powers on any stocks so owned; and to do every act and thing

No. _____ Note: (There should only be one Primary Purpose)

covered generally by the denomination "holding corporation", and especially to direct the operations of other corporations through the ownership of stock therein, provided, however, that the corporation shall not act as an investment company or a securities broker and/or dealer, nor exercise the

SECONDARY PURPOSES

partnership symbolic ratity, pason of the relation of the control of policy districts or bother, he are volve, and the

- perfies such as lands, buildings, factories and warehouses and machinerles, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares, of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation.
- 2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the re-payment, thereof by mortgage, pledge, deed of trust or lieu upon the properties of the corporation or to issue pursuant to law shares profit its placeful stock, debentures and other evidences of indebtedness, in payment for properties acquired by the corporation or for money phorrowed, in the prosecution of its lawful business; and to the total and the prosecution of its lawful
- the scorporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation for any part thereof for such consideration and under such terms as it shall see fit to accept;
- 4. To faid him any manner any corporation, association, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise.
- 5. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, reciprocal concession, or cooperation, with any corporation, association,

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partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation;

- 6. To acquire or obtain from any government or authority, mational, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation;
 - 7. To establish and operate one of more branch offices of agencies and to carry on any of all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines;
 - 8. To conduct and transact any and all lawful business, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one of more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

Philippines.

exist is fifty (50) years from and after the date of incorporation.

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

Lamb Name	Nationality	Residence
Richard L. Hsu	Filipino	1958 Claro M. Recto Avenue, Manila
Hrothgar O. Verde	Filipino	119-A P. Jacinto Street Caloocan City
Bernardino P. Concepcion	Filipino	1709 Bishop Street Brookside Hills, Cainta Rizal
Jorge H. Garcia	Filipino	13 Eustaquioo Street San Juan, Metro Manila
Vicente V. Canoneo	Filipino	No. 53 A, Malac Street Masambong, Quezon City

SINVENTIAL SINVENTIAL SINTH: That the number, of	The null black variable for	poration shall be FIVE
SIXTH: That the names n	nationalities and reside	nces of the directors who are to
(5) and that the lames, and	acted and qualified as	provided by the by-laws are as
serve until their successors are el	ected and demands a	
follows: (3 1.00	ு மன் ஒ	
Name established and	Nationality	Residence
e 300,000	1, elther	1
Richard L. Hsu	Filipine	1958 Claro M. Recto Avenue, Manila
None	Citizanian	j di žembal
Name	and the contract of the contra	
Hrothgar O. Verde	Filipino	119-A P. Jacinto Street Caloocan City
Richard to Fin	in the second	realized Fill of the letter . "
Bernardino P. Concepcion	Filipino	1709 Bishop Street Brookside Hillas, Cainta
BEAR S. S. T. L. L.	ten milita	
Jorge H. Garcia	Filipino	13 Eustaquio Street San Juan, Metro Manila
sh na can		

Vicente V. Canoneo	Filipino	No. 53 A, Malac Street Masambong, Quezon City

	and the second second	8	*	
SEVENTH: That in the	authorized capi	tal stock of	said corpo-	
THE PARTY OF THE P	VICTARITY	Pegas (T	00,000.00,	25
ration is FOUR HUNDRED THO Philippine Currency, and said ca	NOMINO	FOUR	HUNDRED THOUS	DIVID
Philippine Currency, and said ca	ipital stock is divi	ded into	D	
chares (400,000) w	ith a par value o			
(P 1.00 Mane) each.	. A. P	1	n n
EIGHT: That the ar	mount of said	capital stock	which has	
EIGHT: That the al	HOURT OF Sale	HOUSAND	Pesos	
been actually subscribed is	FOOR HONDICES 1	.IOOOI LO		
(P 400,000,00 ++++++++++++++++++++++++++++), and the	following per	sons have sub-	
scribed for the number of	shares and the	amount of cap	oital stock in-	
dicated opposite their respec			**************************************	
dicated opposite their respec				
morning or the bride	lej	u_{r} .		
Name	Citizenship	No. of	Amount	
Traine.		shares	subscribed	
		. "		
Richard L. Hsu	Filipino	80,000	¥80,000.00	
ACCIDICATION TIDA			4	
		g = 6	* N N N	
	milinino	80 -000	80,000.00	50
Hrotigar O. Verde	LITIPINO	00,000		
		80,000	80,000.00	*
Bernardino P. Concepcio	n Filipino	80,000	00,000.00	•
· ·	* **			
•				-1
Jorge H. Garcia	Filipino	80,000	80,000.00	* Y
			a a ⁰	
Vicente V. Canoneo	Filipino	80,000	80,000.00	
		• • • • • • • • • • • • • • • • • • • •	p400,000.00	
		400,000	p400,000.00	

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;

Name

Amount Paid

Amount Paid

to the first of the section of the first of the section of the sec

Richard L. Hsu ... 20,000.00

Hrothgar O. Verde 20,000.00

11 61 .

193 . . .

B. Janiah Yayam is Care

Bernardino P. Concepcion 20,000.00

Jorge H. Garcia 20,000.00

Vicente V. Canoneo 20,000.00

\$100,000.00

the transfer of at a subject to the same that the same

TENTH: That no issuance or transfer of shares of stock of the corporation while	J11
would reduce the stock ownership of Filipino citizens to less than the percentage of the	
outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed	ed
or permitted to be recorded in the books of the corporation. This restriction shall	be
printed or indicated in all the certificates of stock to be issued by the corporation:	
ELEVENTH: That Richard L. Hsu has been elected by the su	ub.
scribers as Treasurer of the corporation to act as such until his/her successor is duly elect	
and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he/s	
has been authorized to receive for the corporation, and to issue in its name receipts f	
all subscriptions paid in by the subscribers.	
IN WITNESS WHEREOF, we have hereunto set our hands, this 22nd d	lav
of September, 1994 at MANICA Philippines.	
of population, 194 at	
· · · · · · · · · · · · · · · · · · ·	1252
Co Meuro	٠
RICHARD L. HSU MROTHGAR O. VERDE	
1. Carera	
DERNARDIMO P. CONCEPCION JORGE M. GARCIA	
DEMONDING TO CONCIL CION	
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0./VMM	i i
VICEVIE V. CANONEO	

January 4, 1994 Caloocan City

February 2, 1994

Makati, Metro Manila

Signed in the presence of:

Jorge H. Garcia

Vicente V. Canoneo

ACKNOWLEDGEMENT

Republic of the Philippines) 4人的图像 Philippines, BEFORE ME, a Notary Public in and for___ , 19 94 _personally appeared: Date & Placed Issued . Res. Cert. No. Name đanuary 3, 1994 Makati, Metro Manila 18438433 Richard L. Hsu January 31, 1994 Hrothgar O. Verde 19636821 Manila January 31, 1994 Bernardino P. Concepcion 19636820 Manila

23481889

22496773

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.

IN TESTIMONY WHEROF, I have hereunto set my hand and at the place first above-written.

4NTO HO G MALONZO

NOTARY PUBLIC

THY 1029647 ML JAN. 3.19

TIN 105-187-030

INTIL DEC. 31. 1905

Doc. No. 102

Page No. $\frac{12}{1111}$

Book No.

Series of 1954

TREASURER'S AFFIDAVIT

Richard L. Hau , being first duly sworn, depose and states; That he was duly elected by the subscribers named in the foregoing Articles of Incorporation as Treasurer of the corporation, to act as such until his scucessor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such the corporation all subscriptions paid in by the subscribers for the capital stock; that out of the authorized capital stock, FOUR HUNDRED THOUSAND Pesos, (P. 400,000.00) worth of shares has been actually subscribed and that of the said subscription ONE HUNDRED THOUSAND (P. 100,000.00) has been paid in cash to him for the benefit and to the credit of the corporation; that at least twenty-five percentum (25%) of the entire number of authorized shares of capital stock has been subscribed and that at least twenty-five percentum (25%) of such subscription has been acutally paid up to him for the benefit and to the credit of the corporation. SUBSCRIBED AND SWORN to before me this day of SEP 2 2 1999 94 at Manual Philippines, affiant exhibiting to me his Residence Certifica No. 18438433 , issued at Makati on January 3, 1994 NOTARY PUBLIC DIVINITY OF THE PUBLIC PUBLIC PUBLIC SHALLON TO THE PUBLIC PUBLIC PUBLIC PUBLIC PUBLIC PUBLIC SHALLON TO THE PUBLIC	Republic of the Philippines)	c C	·*	3 · · · · · · · · · · · · · · · · · · ·		
That he was duly elected by the subscribers named in the foregoing Articles of Incorporation as Treasurer of the corporation, to act as such until his scucessor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such Treasurer, he has been authorized by the subscribers to receive for the corporation all subscriptions paid in by the subscribers for the capital stock; that out of the authorized capital stock, FOUR HUNDRED THOUSAND Pesos, (P 400,000.00) worth of shares has been actually subscribed and that of the said subscription ONE HUNDRED (P 100,000.00) has been paid in cash to him for the benefit and to the credit of the corporation; that at least twenty-five percentum (25%) of the entire number of authorized shares of capital stock has been subscribed and that at least twenty-five percentum (25%) of such subscription has been actually paid up to him for the benefit and to the credit of the corporation. SUBSCRIBED AND SWORN to before me this day of SEP 2.2 1995 94 at Subscription on January 3, 1994 NOTARY PUBLIC MALENZO	MANILA	5.5.	10 E			
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Signature RICHARD L. HSU Treasurer-in-Trust SUBSCRIBED AND SWORN to before me this day of SEP 2 2 1995 94 at Philippines, affiant exhibiting to me his Residence Certifica No. 18438433 , issued at Makati on January 3, 1994 NOTARY PUBLIC N	entire number of autl	horized shar	es of ca	ipital stoc	k has	been
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Signature RICHARD L. HSU Treasurer-in-Trust SUBSCRIBED AND SWORN to before me this day of SEP 2 2 1995 94 at Market on January 3, 1994 NOTARY PUBLIC NOTARY PUBLIC PUBLIC PUBLIC PUBLIC NOTARY PUBLIC NOTA	subscription has been a	cutally paid	up to hi	m for the	benefit	and
Signature RICHARD L. HSU Treasurer-in-Trust SUBSCRIBED AND SWORN to before me this day of SFP 2 2 1995 94 at MAN Philippines, affiant exhibiting to me his Residence Certifica No. 18438433 , issued at Makati on January 3, 1994 NOTARY PURILLE DE 1029647 MLA JAN. 3, 1004	to the credit of the corr	oration.				
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