



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. 42542

**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

ST. PETER LIFE PLAN, INC.
(Amending Article III thereof)

copy annexed, adopted on February 28, 2018 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 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 Pasay City, Metro Manila, Philippines, this 2nd day of May, Twenty Eighteen.




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

42542

Former Company Name

ST. PETER LIFE PLAN INC

AMENDED TO:
New Company Name

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

QUEZON AVE. COR. NO. 2 WEST 4TH
ST. QUEZON CITY

ZIP CODE

Company Email Address

COMPANY INFORMATION

Company's Telephone Number/s

Mobile Number

CONTACT PERSON INFORMATION

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

Name of Contact Person

CARLOS VERZOSA

Email Address

Telephone Number/s

2712972

Mobile Number

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor

Date

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

COVER SHEET

4 2 5 4 2

S.E.C. Registration Number

ST PETER LIFE PLAN INC.

(Company's Full Name)

QUEZON AVE COR NO. 2 WEST 4TH

ST. QUEZON CITY.

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

CARLOS VERZOSA

Contact Person

3712972

Company Telephone Number

1 2

Month
Fiscal Year

3 1

Day

A A O 1

FORM TYPE

0 2

Month

0 1

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I.D.

LCU

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes



Republic of the Philippines
Department of Finance
INSURANCE COMMISSION
1071 United Nations Avenue
Manila



1st ENDORSEMENT
22 March 2018

Respectfully endorsed to the Securities and Exchange Commission, (SEC), Secretariat Building, PICC Complex, Roxas Boulevard, Manila the attached amended Articles of Incorporation of **ST. PETER LIFE PLAN, INC.** with the advise that the Insurance Commission has no objection to its registration and has taken note of the amendment which is the change of its principal office address from **Quezon Avenue, corner No. 2, West 4th Street, Quezon City to St. Peter Corporate Center, 999 EDSA, Quezon City, 1101.** (As amended on February 28, 2018)

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

By the Authority of the Insurance Commissioner:


FERDINAND GEORGE A. FLORENDO
Deputy Insurance Commissioner

SECURITIES AND EXCHANGE COMMISSION
Green Lane, 6000
APR 24 2018
RECEIVED
Date: _____
Time: _____

DIRECTORS' CERTIFICATE


KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the members of the Board of Directors and the Corporate Secretary of **ST. PETER LIFE PLAN, INC.**, do hereby certify that the Articles of Incorporation of said corporation was amended by an affirmative vote of a majority of the Directors and the affirmative vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on February 28, 2018, 10:00 a.m. at the principal office of the corporation.

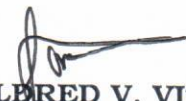
The amended provision of the attached Amended Articles of incorporation refers to the amendment of the Principal Office address of the Corporation from **"Quezon Avenue, Corner No. 2, West 4th St., Quezon City"** to **"St. Peter Corporate Center, 999 EDSA, Quezon City, 1101."**


MAR 16 2018


In witness whereof, we have hereunto signed this certificate this ____ day of _____ at Quezon City.


ORLANDO R. BAUTISTA
TIN No. 111-955-860


YORK B. VITANGCOL
TIN No. 111-956-308


DRA. MILARED V. VITANGCOL
TIN No. 159-094-912

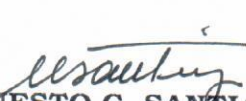

VICTOR JOSE R. TANCINCO
TIN No.:144-232-238



DIOSDADO R. BAUTISTA
TIN No. 104-002-957

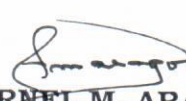

MELANIO R. BAUTISTA
TIN No. 181-239-568



EMMANUEL R. BAUTISTA
TIN No. 143-325-003


ERNESTO R. BAUTISTA
TIN No. 203-967-205


ERNESTO C. SANTIAGO
TIN No. 177-593-262


MATEO B. OCENAR
TIN No. 104-418-202


ARNEL M. ARAGON
TIN No. 157-282-545


RICARDO R. PALO
TIN No. 115-928-360


CARLOS VOLTAIRE M. VERZOSA
Corporate Secretary
TIN No. 911-615-277

MAR 16 2018

SUBSCRIBED AND SWORN to before me this ___ day of _____ 2018 in Quezon City by the above-named persons who executed to me their Community Tax Certificate Numbers as follows:

Name	Valid Identification	Valid Until
ORLANDO R. BAUTISTA		
FLORITA B. VITANGCOL		
DIOSDADO R. BAUTISTA		
ERNESTO R. BAUTISTA		
EMMANUEL R. BAUTISTA		
VICTOR JOSE R. TANCINCO		
YORK B. VITANGCOL		
MILDRED V. VITANGCOL		
ERNESTO C. SANTIAGO		
RICARDO R. PALO		
MATEO OCENAR		
ARNEL M. ARAGON		
CARLOS VOLTAIRE M. VERZOSA		

Doc. No. 354 ;
Page No. 71 ;
Book No. 100 ;
Series of 2018.

NOTARY PUBLIC

ATTY. JASON G. DE BELEN
Roll No. 36259
Adm. No. NP-006 Notary Public (2018-2019)
Unit M Panay Commercial Building
No. 7 Panay Ave. cor. Sgt. Borromeo St. Q.C.
IBPAR No. 000379; QC1-3-18
PTR No. 5520349; QC 1-3-18
MCLE V 0017261; 3-30-16



AMENDED ARTICLES OF INCORPORATION
OF
ST. PETER LIFE PLAN, INC.

(Formerly St. Peter Life Plan Securities, Inc.)

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of legal ages, and majority of whom are Filipino citizens and resident of the Philippines, have this 22nd day of September 1970, voluntarily associated ourselves 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:

"ST. PETER LIFE PLAN, INC."

(Amended on April 8, 1988)

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

PRIMARY PURPOSE

To engage in business of organizing, establishing, developing, conducting, maintaining, operating and selling of funeral plans and/or arrangements for funerals or memorial services and merchandise or articles of all kinds and descriptions pertinent or necessary thereto, to be delivered in the future to subscribers, purchasers, or planholders, workers and all types of merchandise, equipment and/or services pertaining to the cemetery business, to provide funeral or memorial services for the burial, cremation and care of the remains of the dead.

SECONDARY PURPOSES

1. To purchase, acquire, own, hold, manage, take over, or sell, assign, transfer, or otherwise dispose of any part of the business and property of any person, corporation or syndicate or partnership carrying on any business which this corporation is authorized to carry on, or possess property suitable for its purposes, and in any and all kinds, including stocks, bonds, securities, debentures, and all forms of assets, rights, interests or evidence of property or indebtedness, tangible or intangible as may be permitted by and in accordance with the requirements of the laws.

2. To manufacture, buy, sell and in all ways deal in and with respect to articles, goods, wares, merchandise and commodities of all kinds and descriptions; and to engage in, conduct, own, purchase, acquire, construct, build up, maintain and operate factories for the production or assemblies and sales of articles, goods, merchandise, wares, equipment, commodities, vehicles and products of any kind and description and to undertake and carry on all kinds of manufacturing and trading enterprises;

3. To purchase on commission, subscribe for, acquire, hold, sell, exchange and otherwise deal in and with respect to shares, stocks, bonds, obligations, debentures, securities and other evidence of indebtedness executed by any public or private corporation, government or municipality, firm, person or persons; and while the owner or holder thereof, to exercise all the rights and incidents or ownership, including the right to vote the same where votes are accorded thereto and to receive, collect and dispose of the interest, dividends and income therefrom;

4. To act as commission agent, manufacturer's representative, or principal for the purchase, sale, distribution, manufacture, assembly, import, export, or leasing of any and all classes of materials, merchandise, supplies and commodities of every kind and nature;

5. To make and enter into all kinds of contracts, agreements, and obligations with any person or persons, corporation or corporations, or other associations for the purchasing, acquiring, selling, or otherwise disposing of goods, products, wares and merchandise of all kinds, either as principal or agent upon commission, consignment, or indent orders;

6. To manage or administer as agent, representative or factor, the whole or any part of the business or property of any individual, partnership or corporation, carrying on any authorized business, and to sell or dispose of, arrange for the administration or management of, by any agent, the whole or any part of the corporation's business or property;

7. To purchase, hold, convey, sell, lease, lot, mortgage, encumber, and otherwise deal in and with respect to such real and personal property as transactions of the lawful business of the corporation any reasonably and necessarily require, and generally to perform any and all acts connected with the business above defined or arising therefrom or incidental thereto;

8. To act as agent, representative, commercial broker, factor, adviser or manager of any individual partnership or corporation; and, as such, to promote, develop and extend their business, or to aid in any lawful enterprise; and to carry on and undertake any business transaction or operation commonly carried on by manufacturer's agents;

9. To buy, sell, lease, assemble, import, export, process, and deal in any and all classes of materials, merchandise, supplies and commodities of every kind and nature.

10. To engage in and carry on the business of general wholesale and/or retail merchants, importers, exporters, commission merchants, brokers, factors, agents, manufacturers, processors, dealing in and with respect to any and all classes of materials, merchandise, supplies and commodities of every kind and nature.

11. To engage in and carry on the real estate business in general, and in particular to own, purchase, hold, sell, deal in, lease, exchange, improve, subdivide, mortgage, and otherwise dispose of lands, houses, buildings or any interest therein, and to erect on lands owned by the corporation, houses, buildings, warehouses, roads, bridges, alleys, artesian wells, reservoirs, irrigation ditches, sewers, and other improvements; and to manage and administer in behalf of any individual or corporation, lands, buildings, or any kind of business and properties, whether real or personal, and in general to act as agent of any person or persons, corporation or corporations or other associations;

12. To buy or otherwise acquire, own, use, hold, improve, develop, mortgage, lease, or take on lease, sell, dispose of, convey and in any and every other manner deal in and with respect to real estate, buildings, and other improvements, hereditaments, easements and appurtenances of every kind in connection therewith, or any estate or interests therein, of any tenure or description, and also any kind and all kinds of chattels, goods, wares, merchandise and agricultural, manufacturing and mercantile products and commodities, and patents, licenses and other forms of assets, rights, interests and property, tangible or intangible;

13. To undertake and carry on any business, investment, transaction, venture or enterprise which may be lawfully undertaken or carried on by a corporation, and any business whatsoever which may seem to the corporation convenient or suitable to be undertaken thereby directly or indirectly to promote any of its general purposes or interests or render more valuable or profitable any of its property, rights, interests or enterprises; and, for any of the purposes mentioned in these Articles, to acquire by purchase, lease or otherwise, the property, rights, franchises, assets, business and good-will of any person, firm, association or corporation engaged in or authorized to conduct any business of undertaking which may be carried on by this corporation or possessed of any property suitable or useful for any of its own purposes, and carry on the same, and undertake all or any part of the obligations and liabilities in connection

therewith, on such terms and conditions and for such consideration as may be agreed upon, and to pay for the same either all or partly in cash, stocks, bonds, debentures or otherwise; and to effect any such acquisition or carry on any business authorized by these Articles, either by directly engaging therein or indirectly by acquiring the shares, stock or other securities of such other business or entity, and holding and voting the same and otherwise exercising and enjoying the rights and advantages incident thereto;

14. To borrow such sums of money, and to contract such debts from time to time, as may be deemed necessary for or of aid in the accomplishment of any of its lawful purposes or objects; and to execute, issue and dispose of its promissory notes, bonds, debentures, debentures stock, warrants, certificates, and other negotiable or transferable instruments, or other securities, or evidence of indebtedness, for such amounts so borrowed, or debts so contracted, and to assure the same by any lien, charge, grant, pledge, deed of trust or mortgage of the whole or any part of the real and/or personal property of the corporation then owner and/or thereafter to be acquired, upon such lawful terms and conditions as may be set forth in the instruments or instruments mortgaging or affecting the same, or in any contract, deed or instrument relating thereto; to confer upon the holder of any debenture or bond or bonds of the corporation, secured or unsecured, the right to convert the principal thereof into stock of the corporation upon such lawful terms and conditions as shall be fixed by the Board of Directors, all subject to the limitations established by law; and/or to issue its promissory notes, bonds, debentures, debentures stocks, warrants, certifications, and other negotiable or transferable instruments, or other securities or evidence of indebtedness without any such security;

15. To purchase on commission or otherwise, hold, own, sell on commission or otherwise, or otherwise acquire or dispose of and generally to deal in stocks, script, bonds, notes, debentures, commercial papers, obligations and securities, including so far as permitted by law, its own issued shares of capital stock or other securities, and also any other securities or evidence of property or

indebtedness whatsoever or any interest therein, and while the owner of same, to exercise all the rights, powers, or privileges of ownership;

16. To draw, make, accept, endorse, execute and issue promissory notes, bills of exchange, drafts, warrants of all kinds, obligations and certificates and negotiable or transferable instruments, with or without security;

17. To aid in any manner any corporation of which any of the bonds or other securities or evidence of property or indebtedness or stock are held by this corporation, and to do any acts or things to preserve, protect, improve enhance the value of any such bonds or other securities or evidence of property or indebtedness or stock, including specifically the rights and power to enter into and take the management of any business enterprise of any kind or nature, and while so managing any such business, to do the acts and things incidental or necessary thereto;

18. To enter into and perform contracts, undertakings and obligations of every kind and character;

19. In so far as the same way now or hereafter be permitted by law, to amalgamate, merge, consolidate or unite with, to manage or combine into this corporation, any other corporation or association, or business, whether formed for object similar, analogue, or subsidiary to any of the objects of this corporation, carrying on any business capable of being conducted so as to directly or indirectly benefit this corporation; and to form, establish and bring out or assist in the formation or establishment of any such corporation or association, to acquire, hold and deal in shares or interests therein, likewise to the extent permitted by law;

20. To do all or any of the above things in any part of the world directly or indirectly, and as principal, agent, factor, contractor or otherwise, and either alone or in conjunction with others;

21. To effect any of the purposes mentioned in these Articles and to exercise such powers not mentioned either directly or through the medium of the acquisition and ownership of shares of stock of any other corporation or association and holding and voting the same or otherwise exercising and enjoying the rights and advantages incidental to such shares or shares of stock; and it deemed desirable, to operate wholly or partially as a holding company through the acquisition and ownership of shares or shares of stock of any other corporation or association, whether or not such shares or shares of stock so acquired or owned by this corporation shall give this corporation control of such other corporations or association;

22. To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the foregoing purposes and powers, or calculated directly or indirectly to promote the interest of the corporation or to enhance the values of its properties, and to have, enjoy and exercise all the rights, powers, and privileges which are now or which may hereafter be conferred upon any similar corporation organized under the laws of the Republic of the Philippines;

23. The foregoing clauses shall each be construed as purposes and powers and the matters expressed in each clause or any part of any clause shall be in no wise limited by reference to or influence from any other clause or any other part of the same clause but shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of the general purposes and powers of the corporation nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed. Likewise, the purposes and powers specified in each of the foregoing clauses shall not be regarded in any manner as a limitation of the powers granted or allowed to and exercisable by this corporation under the corporation law of the Republic Act of the Philippines.

THIRD: That the domicile and principal office of the corporation shall be established or located in **ST. PETER CORPORATE CENTER, 999 EDSA, QUEZON CITY, 1101** and agencies or branch office thereof may be established in any other place in the Philippines or elsewhere in foreign countries. (As amended on February 28, 2018)

FOURTH: That the term during which the said Corporation is to exist shall be for another fifty (50) years from and after October 22, 2020. (As amended on March 1, 2017)

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

NAME	NATIONALITY	RESIDENCE
1. MR. FRANCISCO M. BAUTISTA	FILIPINO	134 A. Bonifacio St., Quezon City
2. MR. BENICIO S. FRANCISCO	FILIPINO	134 A. Bonifacio St., Quezon City
3. MR. SANTIAGO L. CAYTON	FILIPINO	74 Apo Street Quezon City
4. MRS. FLORITA B. VITANGCOL	FILIPINO	134 A. Bonifacio St., Quezon City
5. MSGR. PEDRO VICEDO	FILIPINO	Caloocan Parish Caloocan City
6. MR. HECTOR A. TORRES	FILIPINO	101 Loyola Heights Quezon City
7. MRS. ZENAIDA B. FRANCISCO	FILIPINO	134 A. Bonifacio St., Quezon City

SIXTH: That the number of directors of said corporation shall be TWELVE (12) (As amended on April 2, 2008) and that the names, nationalities and

residences of the directors who are to serve until their successors are duly elected and qualified as provided by the by-laws are as follows:

NAME	NATIONALITY	RESIDENCE
1. MR. FRANCISCO M. BAUTISTA	FILIPINO	134 A. Bonifacio St., Quezon City
2. MR. BENICIO S. FRANCISCO	FILIPINO	134 A. Bonifacio St., Quezon City
3. MRS. ZENAIDA B. FRANCISCO	FILIPINO	134 A. Bonifacio St., Quezon City
4. MR. SANTIAGO L. CAYTON	FILIPINO	74 Apo Street Quezon City
5. MRS. FLORITA B. VITANGCOL	FILIPINO	134 A. Bonifacio St., Quezon City
6. MSGR. PEDRO VICEDO	FILIPINO	Caloocan Parish Caloocan City
7. MR. HECTOR A. TORRES	FILIPINO	101 Loyola Heights Quezon City

SEVENTH: That the authorized capital stock of said corporation is THREE BILLION PESOS (P3,000,000,000.00), Philippine Currency, and said capital stock is divided into THIRTY MILLION shares (30,000,000) with a par value of ONE HUNDRED PESOS (P100.00) for each share. (as amended on August 18, 2015)

EIGHT: That the number and the amount of said capital stock which has been actually subscribed is THREE THOUSAND TWENTY ONE shares, representing the sum of THREE HUNDRED TWO THOUSAND ONE HUNDRED PESOS (P302,100.00), and the following persons have subscribed for the number of shares with indication of the total amount of capital stock subscribed and actually paid by each on this subscription, as follows to wit:

NAME	No. of Shares <u>Subscribed</u>	Amount Capital Stock <u>Subscribed</u>	Amount Paid on <u>Subscription</u>
1. Mr. Francisco M. Bautista	3,000	300,000.00	75,000.00
2. Mr. Jose M. Abeleda	5	500.00	125.00
3. Mrs. Zenaida B. Francisco	5	500.00	125.00
4. Mr. Benicio S. Francisco	5	500.00	125.00
5. Mr. E. Tanza	1	100.00	25.00
6. Mr. Santiago L. Cayton	1	100.00	25.00
7. Mrs. Florita B. Vitangcol	1	100.00	25.00
8. Msgr. Pedro Vicedo	1	100.00	25.00
9. Mr. Hector A. Torres	1	100.00	25.00
10. Mr. Francisco E. Pico	<u>1</u>	<u>100.00</u>	<u>25.00</u>
Total	3,021	P302,100.00	P75,525.00

NINTH

That FRANCISCO M. BAUTISTA 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 and in the name of the corporation all subscription paid in by the subscribers.

TENTH

That no transfer of stock or interest which will reduce the ownership of Filipino Citizens to less than the required percentage of the capital stock shall be allowed or permitted to be recorded in the proper books and this restrictions shall be printed or indicated in all the stock certificates to be issued by the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands, this 12th day of October, 1970 in Quezon City, Philippines.

SGD. FRANCISCO M. BAUTISTA

SGD. BENICIO S. FRANCISCO

SGD. SANTIAGO L. CAYTON

SGD. FLORITA B. VITANGCOL

SGD. HECTOR A. TORRES

SGD. PEDRO VICEDO

SGD. ZENAIDA B. FRANCISCO

SIGNED IN THE PRESENCE OF:

SGD. FRANCISCO E. PICO

SGD. ALFONSO GONZALES

A C K N O W L E D G M E N T

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

BEFORE ME, the undersigned Notary Public in and for Quezon City, Philippines, personally appeared the following persons with their respective Residence Certificate No., as follows:

FRANCISCO M. BAUTISTA	A-380376	February 5, 1970	Quezon City
BENICIO S. FRANCISCO	A-238719	January 22, 1970	Manila
SANTIAGO L. CAYTON	A-416621	April 4, 1970	Quezon City
ZENAIDA B. FRANCISCO	A-238718	January 22, 1970	Manila
PEDRO VICEDO	A-235	January 6, 1970	Manila
FLORITA B. VITANGCOL	A-224464	January 17, 1970	Quezon City
HECTOR A. TORRES	A-4329842	January 22, 1970	Quezon City

all known to me and to me known to be the person whose names are subscribed and who executed the foregoing Articles of Incorporation and each of them acknowledged to me that they freely and voluntarily executed the same.

WITNESS MY HAND AND SEAL on this 15th day of October, 1970, at Quezon City, Philippines.

Doc. No. 417;
Page No. 85;
Book No. VIII;
Series of 1970.

SGD. FRANCISCO E. PICO
Notary Public
Until December 31, 1970

Republic of the Philippines)
Quezon City, Metro Manila) s.s.

CORPORATE SECRETARY'S CERTIFICATE

I, **CARLOS VOLTAIRE M. VERZOSA**, of legal age, Filipino citizen with business address at Quezon Avenue, corner No. 2 West 4th St., Quezon City, after having been duly sworn, hereby depose and state that:

1. I am the duly-appointed Corporate Secretary of **ST. PETER LIFE PLAN, INC.** (hereinafter referred to as the "CORPORATION"), a domestic corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at Quezon Avenue Cor. No. 2, West 4th St., Quezon City. As such Corporate Secretary, I have custody of the pertinent books and records of the Corporation.

2. According to said records, at a special joint meeting of the Board of Directors and Stockholders of the Corporation held at its principal office on February 28, 2018, 10:00 a.m. at which meeting a quorum was present, whereby the stockholders representing at least two-thirds (2/3) of the outstanding capital stock were present in person, or by proxy, and a majority of the directors of the Board of Directors were also present and acting throughout, the following resolutions were, upon motion duly made and seconded, unanimously approved and adopted:

BOARD RESOLUTION SERIES OF 2018

"BE IT RESOLVED AS IT IS HEREBY RESOLVED THAT, the CORPORATION transfer to and move to its new corporate offices (Head Office) at **St. Peter Corporate Center, 999 EDSA, Quezon City, 1101.**"

"BE IT RESOLVED AS IT IS HEREBY RESOLVED THAT, the CORPORATION amends Article 3 of its Articles of Incorporation to change its principal office address from **"Quezon Avenue, Corner No. 2, West 4th St., Quezon City"** to **St. Peter Corporate Center, 999 EDSA, Quezon City, 1101.**"

"BE IT RESOLVED AS IT IS HEREBY RESOLVED THAT, the majority of the Board of Directors of the Corporation and the stockholders representing at least two-thirds (2/3) of the outstanding capital stock hereby approve the necessary amendment to the Corporation's Articles of Incorporation specifically Article 3 referring to the Principal Office Address of the Corporation to effect the change and amendment of its principal office address and to reflect its new principal office address in the CORPORATION's Articles of Incorporation as **St. Peter Corporate Center, 999 EDSA, Quezon City, 1101.**"

"BE IT FURTHER RESOLVED THAT, any one of the Chairman of the Board, President/CEO, Directors or Corporate Secretary, and their authorized delegates are hereby authorized to file the necessary applications and other requisite documents and papers to secure approvals from the appropriate government agencies and other entities to implement the foregoing resolutions."

"BE IT FINALLY RESOLVED THAT, all previous board resolutions and secretary's certificates to this effect are hereby deemed amended, modified and updated accordingly and so far as this will serve the Corporation's best interests."

3. It is hereby certified that the above resolutions are in full force and effect and have not been revoked. It is likewise certified that the specimen signature appearing herein is the authentic and genuine signature of the CORPORATION's designated officer. All previous board resolutions and secretary's certificates to this effect are hereby deemed modified, amended and superseded accordingly.

4. It is likewise certified that, no action or proceeding has been filed or is pending before any Court or tribunal involving an intra-corporate dispute or claim by any person or group against the directors, officers or stockholders of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this 16 day of MAR 16 2018 2018 at Quezon City, Philippines.


CARLOS VOLTAIRE M. VERZOSA
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a duly authorized notary public for and in the above-named jurisdiction, on this 16 day of MAR 16 2018, 2018, affiant exhibiting to me competent evidence of identity and community tax certificate ("CTC"), with details as follows:

Name	Competent Evidence of Identity	Issued on/at and/or Valid Until
Carlos Voltaire M. Verzosa	DRIVERS LICENSE NO. 006-89-055023	

Doc. No. 257
Page No. 52
Book No. 100
Series of 2018.

NOTARY
ATTY. JASON G. DE BELEN
Roll No. 88259
Adm. No. NP-006 Notary Public (2018-2020)
Unit M Pandy Commercial Building
No. 7 Pandy Ave. cor. Sgt. Borromeo St. Q. C.
IBP AR No. 000379; QC 1-3-18
PTR No. 5520349; QC 1-3-18
MCLE V 0017261; 3-30-16

Republic of the Philippines)
Quezon City, Metro Manila) s.s.

CORPORATE SECRETARY'S CERTIFICATE

I, **CARLOS VOLTAIRE M. VERZOSA**, of legal age, Filipino citizen with business address at Quezon Avenue, corner No. 2 West 4th St., Quezon City, after having been duly sworn, hereby depose and state that:

1. I am the duly-appointed Corporate Secretary of **ST. PETER LIFE PLAN, INC.** (hereinafter referred to as the "CORPORATION"), a domestic corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at Quezon Avenue, Cor. No. 2, West 4th St., Quezon City. As such Corporate Secretary, I have custody of the pertinent books and records of the Corporation.

2. At a special joint meeting of the Board of Directors and stockholders held on February 28, 2018, 10:00 a.m. at Quezon Avenue, Cor. No. 2, West 4th St., Quezon City at which meeting there was a quorum (at least a majority of the Board of Directors were present) and the stockholders representing at least two-thirds (2/3) of the outstanding capital stock were also present, the Board of Directors and Stockholders of **ST. PETER LIFE PLAN, INC.** approved the necessary amendment to the Corporation's Articles of Incorporation. The amendment of the said Articles of Incorporation refers to the change of the principal office of **ST. PETER LIFE PLAN, INC.** from "**Quezon Avenue, Cor. No. 2, West 4th St., Quezon City**" to "**St. Peter Corporate Center, 999 EDSA, Quezon City, 1101.**"

3. In connection with the amendment of the Articles of Incorporation of **ST. PETER LIFE PLAN, INC.**, I hereby certify that as of this time no action or proceedings has been filed or is pending before any Court or tribunal involving an intra-corporate dispute or claim by any person or group against the directors, officers or stockholders of the Corporation.

4. This certification is being executed in compliance with the requirements by the Corporation Code of the Philippines (Batas Pambansa Blg. 68) for the amendment of the Articles of Incorporation and for whatever legal purposes this may serve.

FURTHER AFFIANT SAYETH NAUGHT.

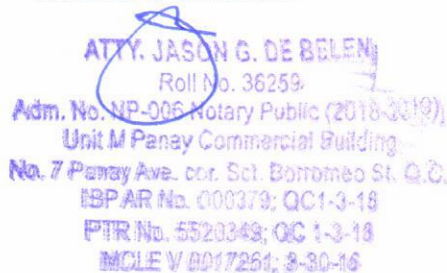

CARLOS VOLTAIRE M. VERZOSA
Corporate Secretary

SUBSCRIBED AND SWORN to before me, a duly authorized notary public for and in the above-named jurisdiction, on this ___ day of _____, 2018, affiant exhibiting to me competent evidence of identity and Community Tax Certificate ("CTC"), with details as follows:

Affiant	Competent Evidence of Identity	
	Type of ID	ID Number and Expiry Date (if applicable)
CARLOS VOLTAIRE M. VERZOSA		

Doc. No. 360
Page No. 72
Book No. 100
Series of 2018.

NOTARY PUBLIC


ATTY. JASON G. DE BELEN
Roll No. 36259
Adm. No. NP-006 Notary Public (2018-2019)
Unit M Panay Commercial Building
No. 7 Panay Ave. cor. Sgt. Borromeo St. Q.C.
ISPAR No. 000379; QC1-3-18
PTR No. 5520349; QC 1-3-18
MCLE V 0017261; 3-30-16



OFFICIAL RECEIPT
 Republic of the Philippines
 DEPARTMENT OF FINANCE
 SECURITIES & EXCHANGE COMMISSION
 SEC Building, EDSA, Greenhills
 City of Mandaluyong, 1554

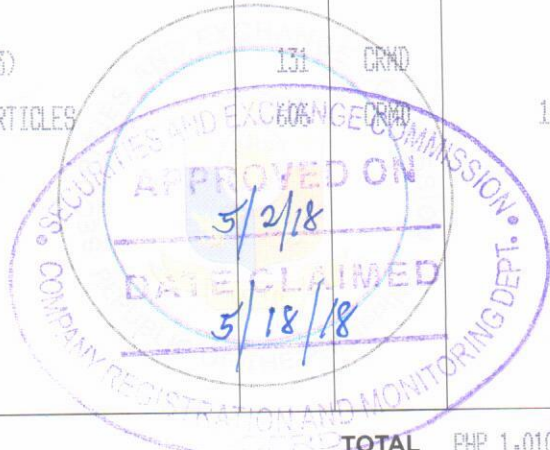


Accountable Form No. 51 Revised 2006	ORIGINAL
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DATE April 24, 2018	No. 1650684
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PAYOR ST. PETER LIFE PLAN, INC. GC
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NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
LRP (A0923)	131	CRND	10.00
AMENDED ARTICLES		CRND	1,000.00
TOTAL			PHP 1,010.00



AMOUNT IN WORDS
 ONE THOUSAND TEN PESOS AND 0/100

Received <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input type="checkbox"/> Check <input type="checkbox"/> Money Order	Received the Amount Stated Above Mary Jane Dominguez COLLECTING OFFICER
Treasury Warrant, Check, Money Order Number	
Date of Treasury Warrant, Check, Money Order	O.R. No. 1650684

NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.