



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

COMPANY REG. NO. 13335

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

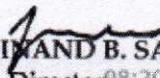
FMF DEVELOPMENT CORPORATION
(Amending Article III thereof)

copy annexed, adopted on July 8, 2015 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 Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

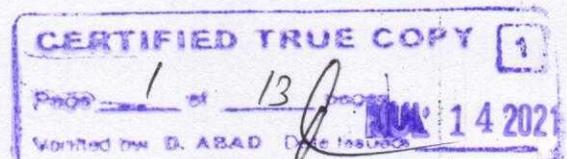
IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 15th day of September, Twenty Fifteen.

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FERDINAND B. SALES
Director 08:20:25 AM 07/13/2021

Company Registration and Monitoring Department

EV/lea



COVER SHEET
for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application Amendment of AOI	SEC Registration Number 1 3 3 3 5
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Former Company Name

F	M	F	D	E	V	E	L	O	P	M	E	N	T	C	O	R	P	O	R	A	T	I	O	N

AMENDED TO:
New Company Name

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

3	R	D	.	F	L	R	.	A	L	P	A	P	I	B	L	D	G	.						
1	4	0	.	L	E	V	I	S	T	E	S	T	.	S	A	L	C	E	D	O	.			
V	I	L	L	A	G	E	.	M	A	K	A	T	I	C	I	T	Y	.						

Company's Telephone Number/s
817-1180

Contact Person Marlon B. Tornito	Contact Person's Telephone Number 817-1180
Contact Person's Address 3/F ALPAP I Bldg., 140 Leviste St., Salcedo Village, Makati City	

To be accomplished by CRMD Personnel

Assigned Processor	Date	Signature
Ms. Villegas	7/13/21	<i>[Signature]</i>

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

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JUL 14 2021

Verified by D. ALVARO Date Received

AMENDED
ARTICLES OF INCORPORATION

OF

FMF 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 this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

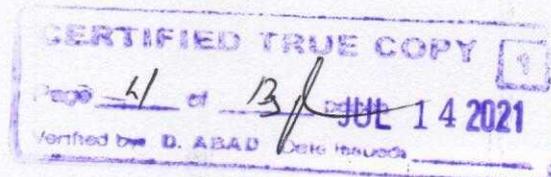
First. - That the name of the said corporation shall be:

FMF DEVELOPMENT CORPORATION

Second. - That the purposes for which the corporation is formed are as follows:

PRIMARY PURPOSE

To acquire by purchase, exchange, assignment, gift or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, lease, let, develop, mortgage, pledge, traffic, deal in, and with, and otherwise operate, manage, enjoy and dispose of, any and all properties of every kind and description and wherever situated, as and to the extent permitted by law, including but not limited to buildings, tenements, warehouses, factories, edifices and structures and other improvements and bonds, debentures, promissory notes, shares of stock, or other securities or obligations, created, negotiated or issued by any corporation, association, or other entity, foreign or domestic and while the owner, holder or possessors thereof, to exercise all the rights, powers and privileges of ownership or any other interest therein, including the right to receive, collect and dispose of, any and all rentals, dividends, interest and income derived therefrom, and the right to vote on any proprietary or other interest, on any shares of the capital stock, and upon any bonds,

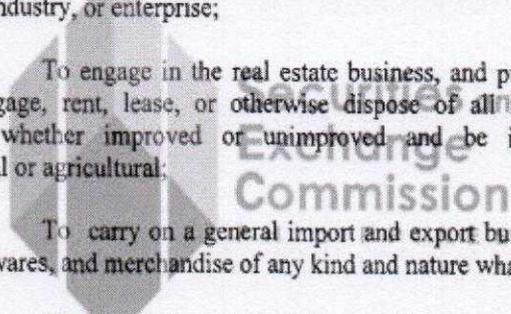


debentures, or other securities having voting power, so owned or held; and provided that it shall not engage in the business of an open-end or close-end investment company as defined in the Investment Company Act (Republic Act 2629), or act as securities broker or dealer. (As amended on December 12, 2000)

SECONDARY PURPOSES

Insofar as may be permitted by and subject to existing laws, to engage in the following business, particularly the following:

1. To purchase, acquire, and take over all or any part of the rights, assets, business, and property of any person, partnership, corporation or association, and to undertake and assume the liabilities and obligations of such person, partnership, corporation or association whose rights, assets, business or property may be purchased, acquired, or taken over;
2. To issue bonds, debentures, securities, collaterals, and other obligations or otherwise incur indebtedness in such manner as may be determined by the corporation;
3. To act as general agent of any insurance firm, whether domestic or foreign, or as commercial broker agent, or factor of any person, partnership, corporation, or association engaged in any kind of business, industry, or enterprise;
4. To engage in the real estate business, and purchase, own, sell, mortgage, rent, lease, or otherwise dispose of all kinds of real property, whether improved or unimproved and be it residential, commercial or agricultural;
5. To carry on a general import and export business dealing in goods, wares, and merchandise of any kind and nature whatsoever;
6. To enter into, make, perform, and carry out contracts of every kind and nature which may be necessary or convenient for the business of the corporation;
7. To guarantee the performance of contracts, agreements, undertaking, obligations or promises of any person, partnership, corporation or association, wherein the corporation has an interest without engaging in the business of a surety or guarantee company; and



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 Certified on 07.14.2021
 JUL 14 2021

8. To do all such other acts and things as are incidental or conducive to the attainment of the above objectives or which may be calculated directly or indirectly to enhance the value of, or render profitable, any business or property of the corporation.

Third. - That the place where the principal office of the corporation is to be established or located is at 3/F ALPAP I Building, 140 L. P. Leviste Street, Salcedo Village, Makati City, Philippines. (As amended on July 8, 2015)

Fourth. - That the term for which said corporation is to exist is for another FIFTY (50) YEARS from the expiry date of the original term on December 6, 2007. (As amended on Nov. 24, 2006)

Fifth. - That the names, nationalities and residences of the incorporators of said corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
Aurelio Montinola, Jr.	Filipino	11 Molave Rd., Forbes Park Makati, Rizal
Jose B. Fernandez, Jr.	Filipino	163 Leo Street Mandaluyong, Rizal
Romeo Villonco	Filipino	10 Broadway Street Quezon City
Sixto K. Roxas	Filipino	7 Gallego Court, Tambo Parañaque, Rizal
Wellington Koo, Jr.	American	120 Fourth Street Quezon City
Jose Olbes	Filipino	9 Harvard St., Forbes Park Makati, Rizal
Benito Legarda, Sr.	Filipino	1 Calabash Road Sampaloc, Manila
David Choa	American	2503 Taft Avenue Ext. Pasay City

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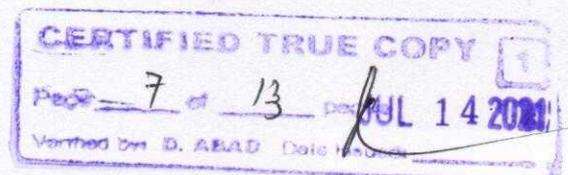
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Verified by G. ABAD Date Issued

P. G. Roxas	Filipino	600 P. Celle Street Pasay City
Federico V. Borromeo	Filipino	3 Briones Street, San Lorenzo Vill. Makati, Rizal
Alfonso T. Yuchengco	Filipino	250 Maria de Matimbangan Parañaque, Rizal
Robert P. Brooks	American	15 Narra Road Makati, Rizal
Carlos Palanca, Jr.	Filipino	2674 Taft Avenue Manila
Oliverio Laperal	Filipino	944 Rizal Avenue Manila
Benito Cu Unjieng	Filipino	518 Silencia Street Sta. Mesa, Manila

Sixth. - That the number of directors of said corporation shall be nine (9), who shall hold office for a period of one year. The names and residences of the directors who are to serve until their successors are elected and qualified, as provided by the by-laws, are:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
Aurelio Montinola, Jr.	Filipino	11 Molave Rd., Forbes Park Makati, Rizal
Jose B. Fernandez, Jr.	Filipino	163 Leo Street Mandaluyong, Rizal
Romeo Villonco	Filipino	10 Broadway Street Quezon City
Sixto K. Roxas	Filipino	7 Gallego Court, Tambo Parañaque, Rizal
Wellington Koo, Jr.	American	120 Fourth Street Quezon City
Alfonso T. Yuchengco	Filipino	250 Maria de Matimbangan Parañaque, Rizal



Ninth. - That the following persons have paid on the shares of capital stock for which they have subscribed, the amount set after their respective names:

Name	<u>Amount Paid on Subscription</u>
Aurelio Montinola, Jr.	P 875.00
Jose B. Fernandez, Jr.	500.00
Romeo Villonco	500.00
Sixto K. Roxas	200.00
Wellington Koo, Jr.	750.00
Jose Olbes	1,500.00
Benito Legarda, Sr.	1,500.00
David Choa	1,125.00
Joselito Yao	1,000
P. G. Roxas	2,000.00
Federico V. Borromeo	500.00
Alfonso Yuchengco	<u>500.00</u>
TOTAL	P 10,950.00 =====

Tenth. - That SIXTO K. ROXAS 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 said subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands in the City of Manila, Philippines, this 26 day of November, 1995.

(SGD) Aurelio Montinola, Jr.
AURELIO MONTINOLA

(SGD) Jose B. Fernandez, Jr.
JOSE B. FERNANDEZ, JR.

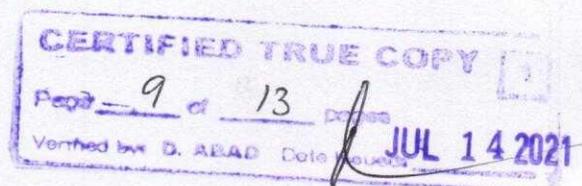
(SGD) Romeo Villonco
ROMEO VILLONCO

Securities and
Exchange
Commission
PHILIPPINES

(SGD) P. G. Roxas
P. G. ROXAS

(SGD) Federico Borromeo
FEDERICO BORROMEIO

(SGD) Alfonso Yuchengco
ALFONSO YUCHENGCO



(SGD) Sixto K. Roxas
SIXTO K. ROXAS

(SGD) Harry S. Stonehill
HARRY S. STONEHILL

(SGD) Wellington Koo, Jr.
WELLINGTON KOO, JR.

(SGD) Robert P. Brooks
ROBERT P. BROOKS

(SGD) Jose Olbes
JOSE OLBES

(SGD) Claude Wilson
CLAUDE WILSON

(SGD) Benito Legarda, Sr.
BENITO LEGARDA, SR.

(SGD) Carlos Palanca, Jr.
CARLOS PALANCA, JR.

(SGD) David Choa
DAVID CHOA

(SGD) Oliverio Laperal
OLIVERIO LAPERAL

(SGD) Joselito Yao
JOSELITO YAO

(SGD) Benito Cu Unjieng
BENITO CU UNJIENG

Signed in the Presence of:

(SGD)

(SGD)

(Witness)

(Witness)

BEFORE ME, a Notary Public in and for the City of Manila, Philippines, on this 26th day of November 1957, personally appeared the following with their respective residence certificates:

Name	Res. Cert. No.	Date & Place Issued
Aurelio Montinola, Jr.	A-0016652	1/2/57 Manila
	B-0019729	1/2/57 Manila
Jose B. Fernandez, Jr.	A-0331893	3/28/57 Manila
	B-0016689	3/28/57 Manila
Romeo Villonco	A-0078702	1/5/57 Manila
<small>pru_2secexpress</small>	B-00802743	2/13/57 Manila
Sixto K. Roxas	A-0050002	2/8/57 Manila
	B-0031771	1/31/57 Manila
Wellington Koo, Jr.	A-4847640	10/23/57 Manila

Securities and Exchange Commission PHILIPPINES

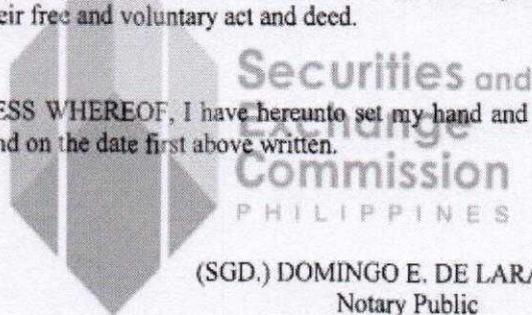
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JUL 14 2021
Verified by B. ABAD Date

B-(Exempt)

Jose Olbes	A-0078751	1/8/57 Manila
	B-0098448	2/20/57 Manila
Benito Legarda, Sr.	A-0010110	1/3/57 Manila
	B-0105201	2/22/57 Manila
David Choa	A-0246986	2/20/57 Manila
	B-0100122	2/20/57 Manila
P. G. Roxas	A-4714295	2/16/57 Pasay City
	B-0563089	2/16/57 Pasay City
Federico Borrromeo	A-0140751	1/16/57 Manila
	B-0096178	2/19/57 Manila
Alfonso Yuchengco	A-0255369	2/12/57 Manila
	A-0073809	2/12/57 Manila
Robert Brooks	A-0024388	1/2/57 Manila
	B-0003132	1/2/57 Manila
Carlos Palanca, Jr.	A-0001532	1/2/57 Manila
	B-0106981	1/25/57 Manila
Oliverio Laperal	A-0069988	1/5/57 Manila
	B-0033509	1/26/57 Manila
Benito Cu Unjieng	A-0005002	1/2/57 Manila
	B-0083157	3/21-57 Manila

known to me to be the same persons who executed the foregoing Articles of Incorporation of the "FILIPINAS MUTUAL FUND, INC., and they acknowledged to me that the same is their free and voluntary act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the place and on the date first above written.

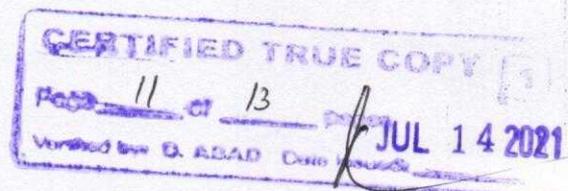


(SGD.) DOMINGO E. DE LARA
Notary Public
Until December 31, 1957

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Page No. 40
Book No. IV
Series of 1975.

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DIRECTORS' CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION

OF

FMF DEVELOPMENT CORPORATION

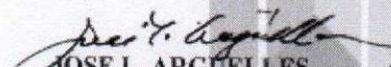


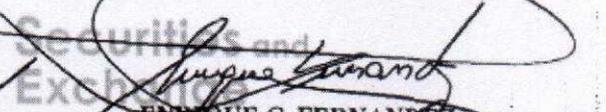
KNOW ALL MEN BY THESE PRESENTS:

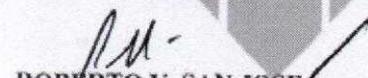
WE, the undersigned, the Chairman of the Board, Corporate Secretary and a majority of the directors of **FMF DEVELOPMENT CORPORATION** (the Corporation), do hereby certify that the attached is a true and correct copy of the Amended Articles of Incorporation of the Corporation. The amendment is indicated in Article Third thereof, fixing the location of the principal office of the Corporation from Metro Manila, Philippines to **3/F ALPAP I Building, 140 L. P. Leviste Street, Salcedo Village, Makati City.**

The said amendment was approved by the majority vote of the Board of Directors and by the affirmative vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meetings both held on July 8, 2015 at the Makati Sports Club, Inc., Leviste St., Salcedo Village, Makati City.

IN WITNESS WHEREOF, we have hereunto set our hands this 27th day of August 2015 at Makati City.


JOSE L. ARGUELLES
Director/Chairman of the Board
TIN NO: 106-740-005


ENRIQUE C. FERNANDEZ
Director
TIN NO: 107-786-588


ROBERTO V. SAN JOSE
Acting Corporate Secretary
TIN NO: 126-470-483


ROBERTO C. FERNANDEZ
Director
TIN NO: 108-160-029


GEORGE SYCIP
Director
TIN NO: 910-761-865


JAIIME C. FERNANDEZ
Director
TIN NO: 101-763-966

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[Signature]
FLORENTINO HERRERA III
Director
TIN NO: 106-098-926

DANILO R. DEEN
Director
TIN NO: 114-625-308

[Signature]
ROY L. CHIONGBIAN
Director
TIN NO: 104-570-655

[Signature]
CARL ANTHONY S. PALANCA
Director
TIN NO: 900-855-011

SUBSCRIBED AND SWORN to before me this AUG 27 2015 day of QUEZON CITY at QUEZON CITY, whose identity I have confirmed through their respective government IDs bearing their photographs and signatures, as follows:

Name	Evidence of Identity	Date and Place of Issue
Jose L. Arguelles	1436025	June 8, 2001/Manila
Enrique C. Fernandez	03-7683461-2	1984/Manila
Roberto C. Fernandez	N01-78-022164	Nov. 19, 2012/Muntinlupa
George Sycip	220464208	Jan. 18, 2007/USA
Jaime C. Fernandez	EC4253179	May 25, 2015/Manila
Florentino Herrera III	EC3606842	Mar. 7, 2015/NCR East
Daniilo R. Deen	EB7019908	Dec. 27, 2012/Cebu
Roy L. Chiongbian	EB4561448	Jan. 27, 2012/Manila
Carl Anthony S. Palanca	EB4021091	Nov. 9, 2011/Manila
Roberto V. San Jose	EB6079962	Aug. 3, 2012/Manila

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Book No. 840
Series of 2015.

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[Signature]
NOTARY PUBLIC
UNITE December 31, 2014
PTR NO. 0632937-C-1-20-08:20126/JANUARY 13/2021
ESP NO. 975600 12-11-2014-QUEZON CITY
ROLL NO. 1876
ADM. MATTER NO. SP-14 (2014-2016)
TIN NO. 1775089
MCLEB REGISTERED

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Verified by B. ASAD Date JUL 14 2021