



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

COMPANY REG. NO. ASO92-06441

**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


SOCResources, Inc.
(Formerly: South China Resources, Inc.)
(Amending Articles I & III thereof.)

copy annexed, adopted on April 25, 2014 by majority vote of the Board of Directors and on May 30, 2014 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 Mandaluyong City, Metro Manila, Philippines, this 4th day of September, Twenty Fourteen.

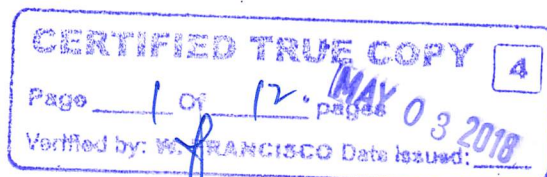
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FERDINAND B. SALES
Director

Company Registration and Monitoring Department

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MV wheng

User Name: 7secexp





No. 09022014-274717

20140903-21

S.S.X. CERTIFIED TRUE *Mary* 9/2/2014 4
2 12
Page 2 of 12 pages
Verified by: W FRANCISCO Date Issued: 9/2/2014

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

CHANGE NAME AND ADDRESS

SEC Registration Number

AS09206441

Former Company Name

SOUTH CHINA RESOURCES, INC.

AMENDED TO:
New Company Name

SOCRESOURCES, INC.

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

4F ENZO BLDG., 399 SEN. GIL

PUYAT AVE., MAKATI CITY

Company's Email Address

COMPANY INFORMATION
Company's Telephone Number/s

Company's Facsimile Number/s

Name of Contact Person

ATTY. VIVIAN S. TAN-DELA ROSA

CONTACT PERSON INFORMATION
Email Address

Telephone Number/s

840-34-13

Facsimile Number/s

813-81-85

Contact Person's Address

4F SGL BLDG., DELA ROSA COR. ESTEBAN ST., LEGASPI VILLAGE, MAKATI CITY

To be accomplished by CRMD Personnel

Assigned Processor Ms. Velasquez

Date

8.12
8/18
9.2

Signature

112
2:30
4:12

Document I.D.

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Date: 2-5-2018 Time: 11:51:8 AM

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

9-3-14

User Name: 7secexpressd

CERTIFIED TRUE COPY 4
Page 3 of 12 pages 03 2018
Issued by: F. FRANCISCO Date Issued:

AMENDED
ARTICLES OF INCORPORATION
OF
SOCResources, Inc.
(formerly known as South China Resources, Inc.)

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:

SOCResources, Inc.

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

PRIMARY PURPOSE*

To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, in particular shares of stocks, voting trust certificates, bonds, debentures, notes, evidences of indebtedness of associations and corporations, domestic or foreign, including those of the Government of the Republic of the Philippines, or any of its instrumentalities, without being a stockbroker or dealer, and to issue in exchange therefore shares of the capital stock, bonds, notes, or other obligations and/or assets of the Corporation and while the owner thereof, to exercise all the rights, powers, and privileges of ownership, including the right to vote any shares of stock or voting trust certificates so owned, and to do every act and thing that may generally be performed by entities known as "holding companies".

SECONDARY PURPOSES

1. To purchase, acquire, own lease, sell and convey real properties such as lands buildings, factories and warehouses and machineries, equipment and other personal

Date: 2-5-2018 Time: 11:51:10 AM

* As amended at the special meeting of the Board of Directors held on 11 September 2003 and at the special stockholders' meeting held on 22 October 2003; and as further amended at the special meeting of the Board of Directors held on 25 April 2014 and at the annual stockholders' meeting held on 30 May 2014.
As amended at the regular meeting of the Board of Directors held on 12 March 1998 and at the annual stockholders' meeting held on 08 May 1998.



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.

1.A* 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, 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 manufacture, refine, prepare for market, buy, sell, import, export, and transport and otherwise deal in petroleum and other minerals of whatever nature, whether similar or dissimilar thereto, their products, compounds and derivatives and other mineral 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, and servicing, in addition to oil exploration.

1.B* To acquire by purchase, lease, donation or otherwise, and to own, use, improve, develop, subdivide, sell, mortgage, exchange, lease and hold for investment or otherwise, real estate of all kinds, and to manage or otherwise dispose of buildings, houses, apartments, and other structures of whatever kind, together with their appurtenances.

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 repayment thereof by mortgage, pledge, deed of trust or lieu upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;

3. To invest and deal with the money and properties of the corporation 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 or any part thereof for such consideration and under such terms as it shall see fit to accept;

4. To aid in 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.

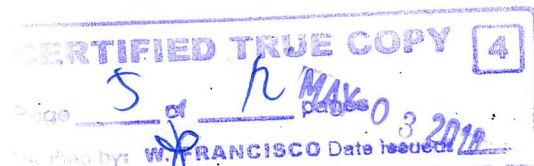
Date: 2-5-2018 Time: 11:51:11 AM

* As amended at the special meeting of the Board of Directors held on 07 April 1994 and at the annual stockholders' meeting held on 13 May 1994, and as further amended at the special meeting of the Board of Directors held on 11 September 2003 and at the special stockholders' meeting held on 22 October 2003.

* As amended at the regular meeting of the Board of Directors held on 12 March 1998 and at the annual stockholders' meeting held on 08 May 1998.

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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, 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, national, 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 or more branch offices or 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 or 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.

THIRD: * That the place where the principal office of the corporation is to be established or located is at the 4th Floor Enzo Building, 399 Senator Gil Puyat Avenue, Makati City, Philippines.

FOURTH: That the term for which 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 said corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
Belen R. Castro	Filipino	4889 Pasay Road Dasmariñas Village Makati, Metro Manila
Edgardo P. Reyes	Filipino	1371 Caballero Street Dasmariñas Village

Date: 2-5-2018 Time: 11:51:13 AM

As amended at the special meeting of the Board of Directors held on 25 April 2014 and at the annual stockholders' meeting held on 30 May 2014.

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Wilfrido P. Reyes	Filipino	Makati, Metro Manila 1545 Mahogany Street Dasmariñas Village City of Makati
Jaime M. Blanco, Jr.	Filipino	1181 Tamarind Road Dasmariñas Village Makati City
Jaime R. Blanco	Filipino	114 Cambridge Circle Forbes Park, Makati Metro Manila

SIXTH: That the number of directors of said corporation shall be FIVE (5) and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

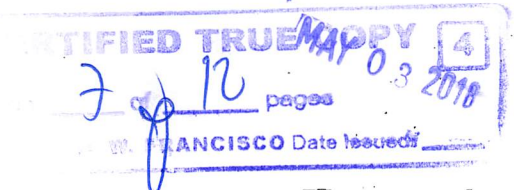
<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
Belen R. Castro	Filipino	4889 Pasay Road Dasmariñas Village Makati, Metro Manila
Edgardo P. Reyes	Filipino	1371 Caballero Street Dasmariñas Village Makati, Metro Manila
Wilfrido P. Reyes	Filipino	1545 Mahogany Street Dasmariñas Village Makati, metro Manila
Jaime M. Blanco, Jr.	Filipino	1181 Tamarind Road Dasmariñas Village Makati City
Jaime R. Blanco	Filipino	114 Cambridge Circle Forbes Park, Makati Metro Manila

SEVENTH:* That the authorized capital stock of said corporation is ONE BILLION (P1,000,000,000.00) PESOS, Philippine Currency, and said capital stock is divided into ONE BILLION (1,000,000,000) SHARES with a par value of ONE PESO (P1.00) each.

Date: 2-5-2018 Time: 11:51:15 AM

That the stockholders of the Corporation shall not have the pre-emptive right to subscribe to all issues or disposition of shares.

* As amended at the special joint meetings of the Board of Directors and stockholders held on 31 October 1992 and on 26 November 1993, and at the special meetings of the Board of Directors and stockholders held on 25 August 1995 and 04 October 1995, respectively, and as further amended at the regular meeting of the Board of Directors held on 20 March 1997 and at the annual stockholders' meeting held on 09 May 1997.



EIGHTH: That the amount of said capital stock which has been actually subscribed is EIGHTY MILLION Pesos (P80,000,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

<u>Name</u>	<u>Citizenship</u>	<u>No. of Shares</u>	<u>Amount Subscribed</u>
Belen R. Castro	Filipino	2,666,660,000	P 26,666,600.00
Edgardo P. Reyes	Filipino	2,666,660,000	26,666,600.00
Wilfrido P. Reyes	Filipino	2,666,660,000	26,666,600.00
Jaime M. Blanco, Jr.	Filipino	10	100.00
Jaime R. Blanco	Filipino	10	100.00
Total		8,000,000,000	P 80,000,000.00

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:

<u>Name</u>	<u>Amount Paid</u>
Belen R. Castro	P 6,666,650.00
Edgardo P. Reyes	6,666,650.00
Wilfrido P. Reyes	6,666,650.00
Jaime M. Blanco, Jr.	25.00
Jaime R. Blanco	25.00
Total	P 20,000,000.00

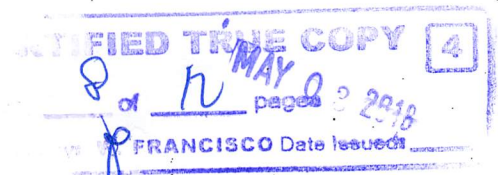
TENTH: That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed or permitted to be recorded in the books of the corporation. This restriction shall be printed or indicated in all the certificates of stock to be issued by the corporation.

ELEVENTH: That Belen R. Castro has been elected by the subscribers as Treasurer of the corporation to act as such until his successor is duly elected and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he has been authorized to receive for the corporation, and to issue in its name receipts for, all subscriptions paid in by the subscribers.

Date: 2-5-2018 Time: 11:51:16 AM

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IN WITNESS WHEREOF, we have hereunto set our hands this 23rd day of September 1992 at Makati, Metro Manila, Philippines.

(SGD.) BELEN R. CASTRO
Incorporator

(SGD.) EDGARDO P. REYES
Incorporator

(SGD.) WILFRIDO P. REYES
Incorporator

(SGD.) JAIME M. BLANCO, JR.
Incorporator

(SGD.) JAIME R. BLANCO
Incorporator

Signed in the presence of:

(SGD.) SALVACION A. LUPENA

(SGD.) NANCY R. NAUI

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA)^{S.S.}

BEFORE ME, a Notary Public in and for Makati, Metro Manila, this 23rd day of September 1992 personally appeared:

<u>Name</u>	<u>Res. Cert. No.</u>	<u>Date & Place Issued</u>
Belen R. Castro	4240540 TIN 123-295-809	12 Mar. 1992/Makati, MM.
Edgardo P. Reyes	11156858 TIN 102-748-031	22 Jan. 1992/Makati, MM.
Wilfrido P. Reyes	1539030 TIN 102-748-064	26 Feb. 1992/Makati, MM.
Jaime M. Blanco, Jr.	11150104L TIN 115-155-507	17 Jan. 1992/Makati, MM.
Jaime R. Blanco	11150103L TIN 105-340-583	17 Jan. 1992/Makati, MM.

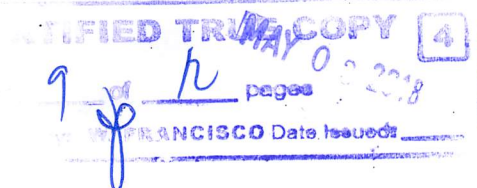
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all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

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- 7 -

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IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my
notarial seal on the date and at the place first above written.

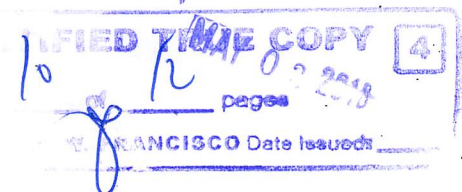
(SGD.) JUAN VICTOR R. LLAMAS
Notary Public
Until December 31, 1992
PTR #8394134 - 10 August 1992
IBP #334636 - 10 August 1992

Doc. No. 519;
Page No. 5;
Book No. II;
Series of 1992.

Date: 2-5-2018 Time: 11:51:19 AM

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REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

DIRECTORS' CERTIFICATE

WE, the undersigned, constituting at least a majority of the Board of Directors of SOUTH CHINA RESOURCES, INC. (the "Corporation"), its Chairman and Corporate Secretary, at the annual meeting of the stockholders of the said Corporation held on 30 May 2014 at the West Room, Manila Golf & Country Club, Harvard Road, Forbes Park, Makati City, at which a quorum was present, DO HEREBY CERTIFY:

1. That at the aforesaid annual meeting of the stockholders of the Corporation, at which meeting stockholders holding at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present in person or by proxy, said stockholders considered and unanimously adopted and approved the amendment of the FIRST Article of the Amended Articles of Incorporation of the Corporation, so that as amended, said article shall read:

FIRST: That the name of the said corporation shall be:

SOCResources, Inc.
(formerly known as South China Resources, Inc.)

2. That at the aforesaid annual meeting, said stockholders likewise considered and unanimously adopted and approved the amendment of the THIRD Article of the Amended Articles of Incorporation of the Corporation, so that as amended, said article shall read:

THIRD: That the place where the principal office of the corporation is to be established or located is at the 4th Floor Enzo Building, 399 Senator Gil Puyat Avenue, Makati City, Philippines.

3. That the aforesaid amendments to the FIRST and THIRD Articles of the Amended Articles of Incorporation of the Corporation were also unanimously approved by the affirmative vote of at least majority of the Board of Directors of the Corporation at its special meeting held on 25 April 2014 at the 4th Floor ENZO Building, 399 Senator Gil Puyat Avenue, Makati City.

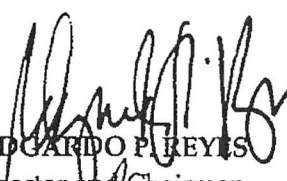
4. That the attached Amended Articles of Incorporation embodies the amendment and is true, faithful and correct copy of the Amended Articles of Incorporation.

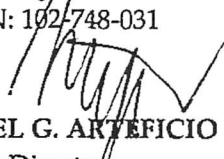
Date: 2-5-2018 Time: 11:51:27 AM
IN WITNESS WHEREOF, we have hereunto set our hands on this 5th day of June 2014, at Makati City, Metro Manila.

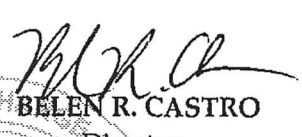
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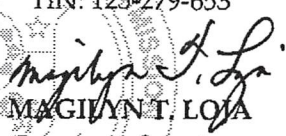
User Name: 7secexpressd

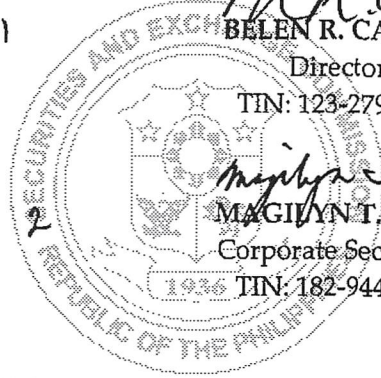



EDGARDO P. REYES
Director and Chairman
TIN: 102-748-031


MANUEL G. ARTEFICIO
Director
TIN: 126-250-185


BELEN R. CASTRO
Director
TIN: 123-279-653


MAGILYN T. LOJA
Corporate Secretary
TIN: 182-944-280



REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.


BEFORE ME, a Notary Public for and in Makati City on this 5th day of June 2014 at Makati City, appeared the following with their Community Tax Certificates (CTC) and Tax Identification Nos. set forth after their respective names:

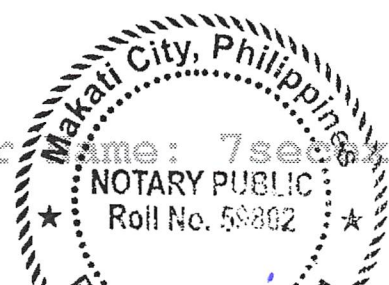
<u>Name</u>	<u>CTC No. / Passport Date/Place Issued</u>	<u>TIN</u>
Belen R. Castro	EB0366990 06-09-2015	123-279-653
Edgardo P. Reyes	EB7987031 4-25-2018	102-748-031
Manuel G. Arteficio	10843210 1-08-2014/Makati City	126-250-185
Magilyn T. Loja	10860751 1-13-2014/ Makati	182-944-280

who are personally known to me, and/or have satisfactorily proven to me their respective identities through competent evidence, to be the same persons who executed the foregoing Directors Certificate consisting of two (2) pages including this page on which this Acknowledgment is written/continued, duly signed by them and their two instrumental witnesses, and who acknowledged to me that the same is their respective free and voluntary act and deed.

WITNESS MY HAND AND SEAL 2018 Time: 11:51:28 AM

Doc. No. 399 ;
Page No. 42 ;
Book No. II ;
Series of 2014.


EMIL REY I. BALALENG
Commission No. M-581
Notary Public - Makati City
Until December 31, 2014
Esguerra & Blanco Law Offices
4th & 5th Floors, S&L Building, De La Rosa corner
Esteban Sts., Legaspi Village, Makati City 1229
PTR No. 4234097/1-7-14/Makati City
IBP No. 951993/1-7-14/Makati Chapter
Roll No. 59802



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