



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**

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

COMPANY REG. NO. ASO93-005277

**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

**FEDERAL RESOURCES INVESTMENT GROUP INC.**

[Amending Article III thereof.]

copy annexed, adopted on June 09, 2014 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 Mandaluyong City, Metro Manila, Philippines, this 8th day of October, Twenty Fourteen.

Date: 2-9-2015 Time: 8:41:11 AM

**FERDINAND B. SALES**

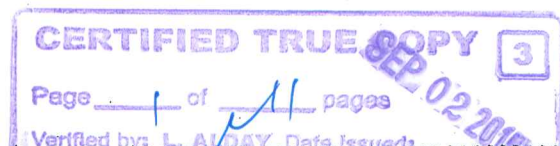
Director

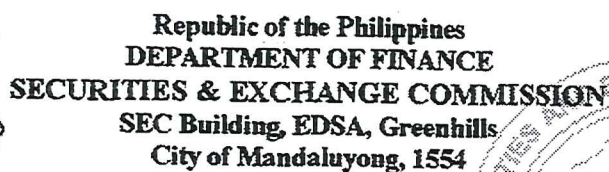
Company Registration and Monitoring Department

VBnelly

www.sec.gov.ph

User Name: 2secexpr





15

# PAYMENT ASSESSMENT FORM

**No. 10012014-501422**

DATE 10/01/2014	RESPONSIBILITY CENTER (DEPARTMENT) CRMD
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PAYOR:	FEDERAL RESOURCES INVESTMENT GROUP INC. Q.C.
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NATURE OF COLLECTION	ACCOUNT CODE	AMOUNT
LRF (A0823)	131	10.00
AMENDED ARTICLES	606	500.00
TOTAL AMOUNT TO BE PAID		Php 510.00

**Assessed by:**

MS. VBIROL

### Machine Validation:

DR# 1193240 Oct 1, 2014 00:26 PM  
08cabrown PHP 510.00\*\*\*\*

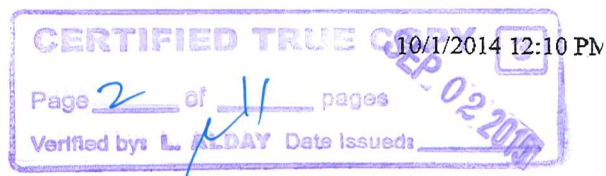
~~SEC No: null~~

20141002-50

Date: 2-9-2015 Time: 8:41:12 AM

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User Name: 2secexpressd
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# COVER SHEET

## COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amendment of Articles (to change principal address)

SEC Registration Number

AS 093005277

Former Company Name

FEDERAL RESOURCES INVESTMENT GROUP INC.

AMENDED TO:  
New Company Name

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

No. 35 San Antonio St.  
San Francisco Del Monte Quezon

Company's Email Address

COMPANY INFORMATION

Company's Telephone Number/s

6376923 to 25

City

Company's Facsimile Number/s

6376920

Name of Contact Person

Juana Lourdes M. Buyson

CONTACT PERSON INFORMATION

Email Address

jeannie\_buyson@yahoo.com

Telephone Number/s

6376923-25

Facsimile Number/s

6376920

Contact Person's Address

-Same as above address-

To be accomplished by CRMD Personnel

Assigned Processor

*Mr. Rind*

Signature

*8/3 2/2/14*  
*10/10/2014*

Document I.D.

20141002-50

Date: 2-9-2015 Time: 8:41:13 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

10-2-14

User Name: 2secexpres

CERTIFIED TRUE COPY  
Page 3 of 3 pages  
Verified by: L. ALDAY Date Issued: 8/13/14

AMENDED  
ARTICLES OF INCORPORATION  
OF

FEDERAL RESOURCES INVESTMENT GROUP INC.  
(FORMERLY: FEDERAL CHEMICALS, INCORPORATED)

KNOW ALL MEN BY THESE PRESENTS:

That, we, all of legal age, Filipino citizens and residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a stock Corporation under the laws of the Philippines:

AND WE HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be "FEDERAL RESOURCES INVESTMENT GROUP INC.". (As amended on July 6, 2007)

SECOND: That the purposes for which such corporation is formed are as follows:

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, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of any corporation or corporations, association or associations, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized and to pay therefore in money or by exchanging shares of stock of this corporation or any other corporation, and while the owner or holder of any such real or personal property, stocks, bonds, debentures, contracts, or obligations, to receive, collect and dispose of the interest, dividends, and income arising from such property; and to possess and exercise in respect thereof all the rights, powers and privileges of ownership, including all voting powers of any stock so owned; to carry on and manage the general business of any company. (As amended on July 6, 2007)

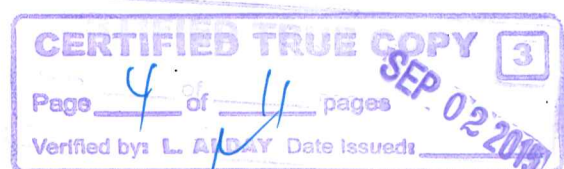
SECONDARY PURPOSES

To manufacture, produce, buy, sell and deal in chemicals of every description, organic and inorganic, natural or synthetic, in the form of raw materials, intermediaries or finished products and any other related products whatsoever and by-products derived from the manufacture thereof and products to be made therefrom and to do all things incident thereto.

To manufacture, buy, or otherwise acquire, and to sell and deal in all kinds of materials, goods, wares and merchandise which may be required for any of the purposes of the corporation's business, or which may seem capable of being profitably manufactured or deal in connection with such business except the manufacture of food, drugs and cosmetics.

To engage in and carry on a general mercantile and trading business, and to buy or otherwise acquire, hold, own, use, import, export, trade or otherwise dispose of, any and all kinds of goods, wares and merchandise and other articles of commerce personal property.

To conduct a general real estate agency brokerage business, and to act as agent, commercial broker or attorney-in-fact for any person, firm or corporation except as insurance agent.





To acquire, hold, sell, reissue, any share of its own stock, provided, however, that this corporation shall not use any of its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation, and that the shares of its own capital stock belonging to the corporation shall not be voted directly or indirectly.

To make, enter into, perform, and carry out contracts for constructing, altering, decorating, maintaining, furnishings, fitting up and improving, buildings of every sort and kinds, to property owners and others; to carry on in all kinds to enter into contracts and arrangements of all kinds with builders, property owners and others; to carry on in all their respective branches and business of builders, contractors, decorators, dealers in stone, brick, timber, hardware and other building materials or requisites, to purchase for investments or resale, and to sell houses, lands, real property of all kinds and any interest therein, and generally to deal in, sell, lease, exchange, or otherwise deal in lands, buildings, and any property whether real or personal.

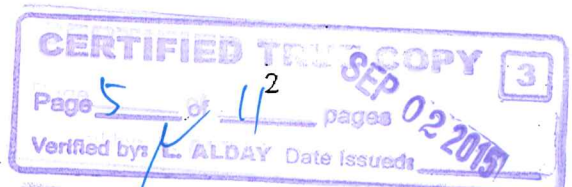
To borrow or raise money for any of the purpose of this corporation, issue bonds, debentures, notes and other evidences of indebtedness or obligations of any nature in any manner, for money so borrowed or for property of this corporation, and to secure the payment of the property of this corporation, real, personal or mixed, including contracts and contractual and other rights, whether at the time owned or thereafter acquired; and to sell, pledge or dispose of such bonds, debentures, notes, evidences of indebtedness or other obligations of his corporation for its lawful purposes.

To invest and deal with money and properties of the corporation in such manner as may from time to time be considered wise and expedient for the advancement of the business, properties and goodwill of the corporation or any part thereof for such consideration and under such terms and conditions as it shall see fit to accept to the extent allowed by law.

Subject to the limitations established by law, to purchase, acquire and take over, as a going concern or otherwise, and to carry on, maintain and operate all parts of the property or business of any person, firm, association, partnership or corporation deemed to be or benefit to the corporation, or of use in any manner, in connection with any of its object and purposes, and to pay for the same in cash, stocks, bonds, debentures or other obligations of the corporation and to undertake, assume and guarantee the liabilities of any such person, firm, association, partnership or corporation whose property or business may be taken over by the corporation.

In general, to do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in conjunction with other corporations, firms, or individuals, and either as principals, agents or otherwise, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes, or powers of any of them.

The foregoing clauses are to be construed as objects, and powers, and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner, the general powers of the corporation.



THIRD: That the principal office address of the Corporation shall be at No. 35 San Antonio St., San Francisco Del Monte, Quezon City. (As amended on June 9, 2014)

FOURTH: That the term for which said corporation is to exist is FIFTY (50) YEARS from and after the date of incorporation.

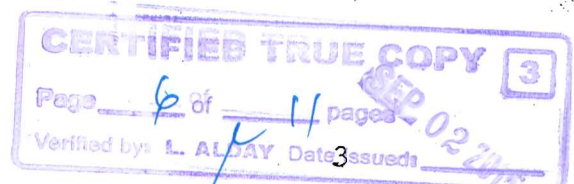
FIFTH: That the name and respective nationality and residence of the incorporators of said corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
Edwin Keh	Filipino	321 San Nicolas Street Binondo, Manila
Benjamin Co	Filipino	257 Juan Luna Street Binondo, Manila
Edward Y. Kwa	Filipino	1049 Banawe Street Quezon City
Charles Y. Kwa	Filipino	1049 Banawe Street Quezon City
Wilfred Co	Filipino	257 Juan Luna Street Binondo, Manila

SIXTH: That the number of directors of the corporation shall be seven (7) and that the name and residence of the directors of the corporation who are to serve until their successors are duly elected and qualified as provided by the by-laws are as follows: (As amended on July 15, 2001)

<u>Name</u>	<u>Residence</u>
Edwin Keh	321 San Nicolas Street Binondo, Manila
Benjamin Co	257 Juan Luna Street Binondo, Manila
Edward Y. Kwa	1049 Banawe Street Quezon City
Charles Y. Kwa	1049 Banawe Street Quezon City
Wilfred Co	257 Juan Luna Street Binondo, Manila

Date: 2-9-2015 Time: 8:41:15 AM





SEVENTH: That the authorized capital stock of said corporation is ONE HUNDRED MILLION PESOS (P100,000,000) divided into ONE HUNDRED MILLION (100,000,000) shares with par value of ONE PESO (P1.00) per share. (As amended on July 15, 2001)

Shareholders shall have no pre-emptive right or any preferential right to subscribe to, acquire or purchase any issuance or distribution or sale by the corporation of its shares of stock.

EIGHTH: That at least Twenty-Five (25%) percent of the authorized capital stock above stated has been subscribed as follows:

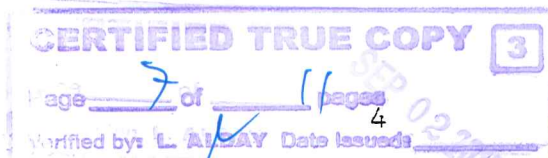
<u>Name of Subscriber</u>	<u>Shares Subscribed</u>	<u>Amount</u>
Edwin Keh	3,300	P 330,000
Benjamin Co	1,700	170,000
Edward Y. Kwa	1,700	170,000
Charles Y. Kwa	1,700	170,000
Wilfred Co	1,600	160,000
	<u>10,000</u>	<u>P 1,000,000</u>

NINTH: That the above-named subscribers have paid at least twenty-five (25%) of the total subscription, as set out after their respective names:

<u>Name of Subscriber</u>	<u>Amount Paid</u>
Edwin Keh	P 82,500
Benjamin Co	42,500
Edward Y. Kwa	42,500
Charles Y. Kwa	42,500
Wilfred Co	40,000
	<u>P 250,000</u>

TENTH: No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the outstanding capital shall be allowed or permitted to be recorded in the stock and transfer book, and this restriction shall be indicated in all stock certificates.

ELEVENTH: That WILFRED CO 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 the said subscribers.





IN WITNESS WHEREOF, we have hereunto signed these presents on this  
16<sup>th</sup> day of June 1993 at Makati, Metro Manila.

(original signed)  
EDWIN KEH  
TIN: 107-381-401

(original signed)  
BENJAMIN CO  
TIN: 111-187-040

(original signed)  
EDWARD Y. KWA  
TIN: 103-961-105

(original signed)  
CHARLES Y. KWA  
TIN: 122-577-587

(original signed)  
WILFRED CO  
TIN: 121-653-467

SIGNED IN THE PRESENCE OF:

(original signed)  
\_\_\_\_\_

(original signed)  
\_\_\_\_\_

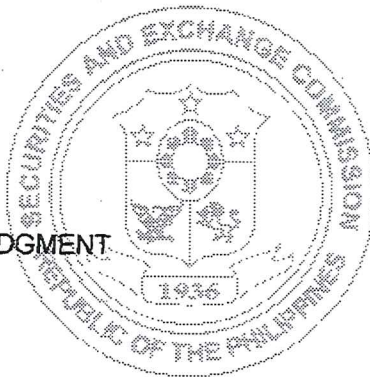
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ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES}  
MUNICIPALITY OF MAKATI }S.S.

BEFORE ME, a Notary Public for and in the Municipality of Makati, this 16<sup>th</sup> day of June, 1993, personally appeared to me the following with their respective Community Tax Certificates:

<u>Name</u>	<u>Comm. Tax Cert. Nos.</u>	<u>Issued On/At</u>
Edwin Keh	13721959	2-15-93/Manila
Benjamin Co	8721725	2-05-93/Manila
Edward Y. Kwa	17091652	3-01-93/Quezon City
Charles Y. Kwa	17091703	3-01-93/Quezon City
Wilfred Co	8721719	2-05-93/Manila

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation consisting of six (6) pages including this page, signed by them and their witnesses, and they acknowledged to me that the same is their free and voluntary act and deed.

WITNESS MY HAND AND SEAL, on the date and in the place first above written.

Date: 2-9-2015 Time: 8:41:18 AM

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User Name: 2secexpressd



**DIRECTORS' CERTIFICATE**

**KNOW ALL MEN BY THESE PRESENTS:**

We, the undersigned majority of the Directors of **FEDERAL RESOURCES INVESTMENT GROUP INC.**, do hereby certify that the Articles of Incorporation of said Corporation was amended by a majority vote of the directors and the vote of stockholders representing and owning more than two-thirds (2/3) of the total issued and outstanding capital stock of the company at a meeting held on June 09, 2014 at the Makati Sports Club, L. P. Leviste corner Gallardo Sts., Makati City.

The approved amendment pertains to the change in the Company's principal office address from "Metro Manila" to "No. 35 San Antonio St., San Francisco Del Monte, Quezon City" (Pursuant to SEC Memo Circular No. 6 Series of 2014).

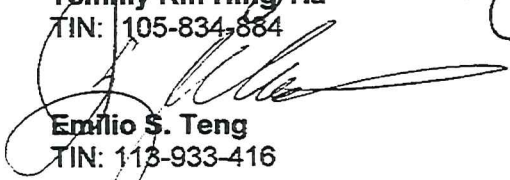
Article III as amended will read as follows:

"THIRD: That the principal office address of the Corporation shall be at No. 35 San Antonio St., San Francisco Del Monte, Quezon City."

subject to the approval of the Securities and Exchange Commission.

In witness, we have hereunto signed this certificate this JUN 09 2014 day of \_\_\_\_\_ at QUEZON CITY.

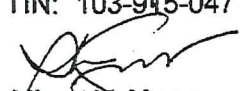
  
**Tommy Kin Hing Tia**  
TIN: 105-834-884

  
**Emilio S. Teng**  
TIN: 113-933-416

  
**John Edwin N. Co**  
TIN: 222-920-493

  
**Maria Elena F. Alqueza**  
TIN: 147-626-896

  
**Anna Mei Nga Tia**  
TIN: 103-915-047

  
**Albert Y. Yung**  
TIN: 146-050-222

  
**Juana Lourdes M. Buyson**  
TIN: 131-482-310

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**Emilio S. Teng**  
Corporate Secretary  
TIN: 113-933-416



NAME	COMPETENT EVIDENCE OF IDENTITY/COMMUNITY TAX CERTIFICATE	VALIDITY/ DATE/PLACE ISSUED
my Kin Hing Tia	CTC15377788	02//11/14, Manila
a Mei Nga Tia	CTC05955501	01/18/14, Manila
io S. Teng	CTC10866329	01/14/14. Makati City
rt Y. Yung	LTON04-82-015403	Valid until 09/15/2015
Edwin N. Co	LTOD09-01-083257	Valid until 07/19/2015
a Lourdes M. Buyson	CTC15188848	02/18/14, Cainta, Rizal
a Elena F. Alqueza	CTC14950353	03/26/14, San Pedro, Laguna

Until December 31, 200

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Page No. 16  
Book No. 160  
Series of 2014.

*Tomas F. Dula Jr.*  
ATTY. TOMAS F. DULAY JR.  
NOTARY PUBLIC  
Until December 31, 2014  
ADM. MATTER # NP-061-2014-2015  
PTRY 90 LMS201-02 03 07-14 Q.C.  
IFRABLENACY INC.  
FOR THE COUNTY OF CLATSOP  
TIN 01 05 15  
ACCT# 0000000000000000

Date: 2-9-2015 Time: 8:41:20 AM

