



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. 105764

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

**LBP (LAND BANK OF THE PHIL.) INSURANCE
BROKERAGE, INC.**

(Amending Article VI thereof.)

copy annexed, adopted on September 13, 2017 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 29th day of November, Twenty Seventeen.



Ferdinand B. Sales
FERDINAND B. SALES

Director

Company Registration and Monitoring Department

**AMENDED
ARTICLES OF INCORPORATION
OF THE
LBP (LAND BANK OF THE PHIL.) INSURANCE
BROKERAGE, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of legal age, citizens and 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:

1. That the name of said Corporation shall be the **LBP (LAND BANK OF THE PHIL.) INSURANCE BROKERAGE, INC.**

2. That the purpose for which such Corporation is formed are:

PRIMARY PURPOSE

To engage in the business of general insurance brokerage management and consultancy, more particularly as follows:

- a. To act as insurance brokers for life, health, accident, property, motor car, casualty, surety and fidelity, marine cargo and hull, comprehensive liability insurance and such other insurance coverages allied with and incident to the above-mentioned lines.
- b. To engage in management and consultancy work on insurance, both life and non-life, for clients-insureds, and in this connection, to hold, own, purchase, acquire, underwrite, obtain participation in and manage the business of any corporation, partnership or entity.

SECONDARY PURPOSE

- a. To engage in the business of buying and selling of foreign currencies and buying, selling, importing, exporting and/or dealing in any other manner, at wholesale or retail, goods and merchandise such as, but not limited to rice, corn, abaca, coconut, fertilizers, agricultural tools and implements or machineries, and other goods, wares, products and commodities of every sort, kind and description by itself or as a factor, agent, commission merchant, or merchant, indenter, representative and distributor, producers and manufactures (As amended on September 14, 1994).
 - b. To enter into any lawful arrangements for sharing profits, union of interest, reciprocal concession with any person, firm, partnership, association, cooperative, corporation, whether domestic or foreign, to purchase, lease, own, hold, construct, acquire or otherwise accept such property, real or personal, as may be necessary, convenient or appropriate for any of the purposes herein set forth; in general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to enhance the value or promote the interest of the corporation or its properties.
3. That the place where the principal where the principal office of the Corporation is to be established or located is in 12th Floor, Sycip Law Center, 105 Paseo de Roxas, Legaspi Village, Makati City, and it may also establish branch offices or agencies in the Philippines or abroad. (as amended on May 27, 2014).
4. That the term for which said Corporation is to exist is fifty (50) years from and after the date of incorporation.

5. That the names and residences of the incorporators of the Corporation are as follows:

NAME	RESIDENCE
BASILIO ESTANISLAO	50 Scout Fernandez, Quezon City
RAUL I. GOCO	5 10 th St. New Manila, Quezon City
ILUMINADA L. E. CABIGAS	F. Dazo, Calbario, Meycauayan, Bul.
JUAN T. REYES, JR.	Malolos, Bulacan
RONALD T. ROY	542 Lafayette St. Greenhills, Mandaluyong City
MARIANO A. CORDERO	143 Don A. Roces Ave. Quezon City
SUNDAY A. LAVIN	84 Calbayog St. Mandaluyong City
JESUS F. DIAZ	No. 8 Davao St, Philamlife Village Pamplona, Las Piñas City
TEODULO R. DINO	57 E. Fernandez St. San Juan, MM

6. That the number of directors of said Corporation shall be **eleven** **(11)** and that the names and residences of the directors of the Corporation who are to serve until their successors are elected and nominated as provided by the by-laws are as follows: *(as amended on September 13, 2017).*

NAME	RESIDENCE
BASILIO ESTANISLAO	50 Scout Fernandez, Quezon City
RAUL I. GOCO	5 10 th St. New Manila, Quezon City
ILUMINADA L. E. CABIGAS	F. Dazo, Calbario, Meycauayan, Bul.
JUAN T. REYES, JR.	Malolos, Bulacan
RONALD T. ROY	542 Lafayette St. Greenhills, Mandaluyong City
MARIANO A. CORDERO	143 Don A. Roces Ave. Quezon City
SUNDAY A. LAVIN	84 Calbayog St. Mandaluyong City
JESUS F. DIAZ	No. 8 Davao St, Philamlife Village Pamplona, Las Piñas City
TEODULO R. DINO	57 E. Fernandez St. San Juan, MM

7. That the capital stock of said Corporation is **THREE HUNDRED MILLION (P300,000,000.00) PESOS, Philippine Currency, and said capital stock is divided into THREE MILLION (3,000,000) shares at the par value of ONE HUNDRED (P100.00) PESOS each.** (as last amended on November 4. 1996)

8. That at least twenty-five percent (25%) of the authorized capital stock has been actually subscribed representing 5,000 shares the total sum of FIVE HUNDRED THOUSAND (P500,000.00) PESOS, Philippine Currency, and the following persons have subscribed for the number of shares and have paid the amount of capital stock set out after their respective names:

NAME	RESIDENCE	No. of Capital Shares	Amount of Stocks Subscribed
BASILIO ESTANISLAO	50 Scout Fernandez Quezon City	568	P 56,800.00
RAUL I. GOCO	5 10 TH Street, New Manila, Quezon City	554	55,400.00
ILUMINADA L.E.CABIGAS	F. Dazo, Calbario Meycauayan, Bulacan	554	55,400.00
JUAN T. REYEX, JR.	Malolos, Bulacan	554	55,400.00
RONALD D. ROY	542 Lafayette Street Greenhills, Mandaluyong Metro Manila	554	55,400.00
MARIANO A. CORDERO	143 A. Don Rocas Ave. Quezon City	554	55,400.00
SUNDAY A. LAVIN	84 Calbayog Street Mandaluyong M. M.	554	55,400.00
JESUS F. DIAZ	121 A. Mabini, Pamplona Las Piñas, Metro Manila	554	55,400.00
TEODULO R. DIÑO	57 E. Fernandez Street San Juan, Metro Manila	554	55,400.00
		<u>5,000</u> =====	<u>P 500,000.00</u> =====

Amended Articles of Incorporation
Of LBP (Land Bank of the Philippines)
Insurance Brokerage, Inc.

8.a No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the Corporation and this restriction shall be indicated in all the stock certificates issued by the Corporation.

9. That the following persons have paid at least 25% on the shares of capital for which they have subscribed, the amount set out after their respective names:

NAME	RESIDENCE	No. of Capital Shares	Amount of Stock Subscribed
BASILIO ESTANISLAO	50 Scout Fernandez Quezon City	284	P 28,400.00
RAUL I. GOCO	5 10 TH Street, New Manila, Quezon City	277	27,700.00
ILUMINADA L.E.CABIGAS	F. Dazo, Calbario Meycauayan, Bulacan	277	27,700.00
JUAN T. REYEX, JR.	Malolos, Bulacan	277	27,700.00
RONALD D. ROY	542 Lafayette Street Greenhills, Mandaluyong Metro Manila	277	27,700.00
MARIANO A. CORDERO	143 A. Don Rocas Ave. Quezon City	277	27,700.00
SUNDAY A. LAVIN	84 Calbayog Street Mandaluyong M. M.	277	27,700.00
JESUS F. DIAZ	121 A. Mabini, Pamplona Las Piñas, Metro Manila	277	27,700.00
TEODULO R. DIÑO	57 E. Fernandez Street San Juan, Metro Manila	277	27,700.00
		2,500 =====	P 250,000.00 =====

10. That ILUMINADA L.E. CABIGAS, has been elected by the subscribers as Treasurer of the Corporation to act as such until her successor is duly elected and qualified in accordance with the By-Laws, and that as such Treasurer, she has been authorized to receive for the

Amended Articles of Incorporation
Of LBP (Land Bank of the Philippines)
Insurance Brokerage, Inc.

Corporation and to accept in its name for all subscriptions paid in by said subscribers.

IN WITNESS THEREOF, we have hereunto set our hands on this 22nd day of October, 1981 at Manila, Philippines

(sgd)
BASILIO ESTANISLAO
TAN: E2355-E0715-A-8

(sgd)
JUAN T. REYES, JR.
TAN: R-2522-1700-AO

(sgd)
SUNDAY A. LAVIN
TAN: L1526-0338-AO

(sgd)
RAUL I. GOCO
TAN: G2640-02430-A-8

(sgd)
RONALD D. ROY
TAN: R6549-K-1235-A-1

(sgd)
JESUS F. DIAZ
TAN: D2220-A01401-A-A

(sgd)
ILUMINADA L.E. CABIGAS
TAN: C1220-C0739-A-8

(sgd)
MARIANO A. CORDERO
TAN: 6363-H-12744-A-2

(sgd)
TEODULO R. DINO
TAN: 5334-f0733-A-6

SIGNED IN THE PRESENCE OF:

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
CITY OF MANILA)

BEFORE ME, this 23rd day of November 1981, in the City of Manila, Philippines, personally appeared:

NAMES	RES. CERT. NO.	DATE	PLACE OF ISSUE
BASILIO ESTANISLAO	2297A	01-12-81	Manila
RAUL I. GOCO	814372	04-13-81	Manila
ILUMINADA L.E. CABIGAS	618601A	03-17-81	Meycauyan, Bul.
JUAN T. REYES, JR.	16821459	01-12-81	Malolos, Bulacan
RONALD D. ROY	750204	02-28-81	Manila
MARIANO A. CORDERO	826604	03-17-81	Manila
SUNDAY A. LAVIN	749948	02-27-81	Manila
JESUS F. DIAZ	143000	02-14-81	Makati, M. Manila
TEODULO R. DIÑO	19725323P	02-20-81	Manila

All known to me and to personally known to be the very same persons who executed the foregoing instrument and they acknowledged to me that the same is their voluntary act and deed.

The foregoing instrument consists of six (6) pages, including the page whereon the acknowledgment is written, duly signed by the parties and their instrumental witnesses on each and every page thereof, sealed with my notarial seal and refers to the Articles of Incorporation of LBP (Land Bank of the Philippines) Insurance Brokerage, Inc.

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

ANITA S. MENZON TROCINO
Until December 31, 1981
PTR No. CT016881
Issued on January 22, 1981
At the City of Manila
TAN 3476-8374

Doc. No.
Page No.
Book No.
Series of 2014



**DIRECTORS' CERTIFICATE OF AMENDMENT
ON THE ARTICLES OF INCORPORATION AND BY-LAWS OF THE
LBP (LAND BANK OF THE PHIL.) INSURANCE BROKERAGE, INC.**

WE, the undersigned Directors, constituting the majority of the Members of the Board of Directors and the Corporate Secretary of the LBP (Land Bank of the Phil.) Insurance Brokerage, Inc. (LIBI), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with principal office at the 12th Floor, Sycip Law Center, 105 Paseo de Roxas, Legaspi Village, Makati City, do hereby depose and say as follows:

1.) That the attached Articles of Incorporation and By-Laws of the LBP (Land Bank of the Phil.) Insurance Brokerage, Inc., as amended, which are made as integral parts hereof, were unanimously approved by the Members of the Board of Directors during its Special Meeting held on September 13, 2017 and by a vote of stockholders representing more than two-thirds (2/3) of the outstanding capital stock of said Corporation during the Special Stockholders' Meeting held on the same date September 13, 2017 at its afore-mentioned principal office, are the true and correct copies of the Articles of Incorporation and By-Laws of the said Corporation;

2.) That the amendment in the Articles of Incorporation is in Article 6, increasing the number of Members of the Board of Directors of LBP (Land Bank of the Phil.) Insurance Brokerage, Inc. from seven (7) to eleven (11), or more particularly as follows:

"Article 6. That the number of directors of said Corporation shall be eleven (11) and that the names and residences of the directors of the Corporation who are to serve until their successors are elected and nominated as provided by the by-laws are as follows:

NAME	RESIDENCE
BASILIO ESTANISLAO	50 Scout Fernandez, Quezon City
RAUL I GOCO	5 10 th St. New Manila, Q. City
ILUMINADA L.E. CABIGAS	F. Dazo, Calbario, Meycauayan, Bul.
JUAN T. REYES, JR.	Malolos, Bulacan
RONALD D. ROY	542 Lafayette St. Greenhills, Mand. City
MARIANO A. CORDEJO	143 Don A. Roces Ave. Quezon City
SUNDAY A. LAVIN	84 Calbayog St. Mandaluyong City
JESUS F. DIAZ	No. 8 Davao St. Philamlife Village
	Pamplona, Las Piñas City
TEODULO R. DINO	57 E. Fernandez St. San Juan, MM"

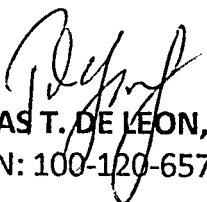
(As amended on September 13, 2017)


3.) That corresponding amendment was also proposed and approved in Article III-Board of Directors, Section 1 of the By-Laws by increasing the composition of the Board of Directors of LBP (Land Bank of the Phil.) Insurance Brokerage, Inc. from seven (7) to eleven (11) members, or more specifically as follows:

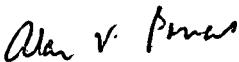
"SECTION 1. QUALIFICATIONS: The Board of Directors shall consists of eleven (11) members.

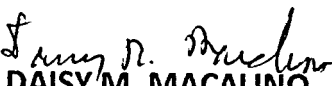
All directors shall be holders of at least one share, of the voting stock of the Company in their own right, and at least two of the directors shall be residents of the Philippines." (As amended on September 13, 2017)

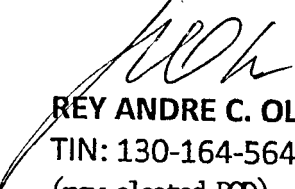
IN WITNESS WHEREOF, we have hereunto affixed our signatures on this 5th day of October 2017 at Manila.



TOMAS T. DE LEON, JR.
TIN: 100-120-657



REYNAULD R. VILLAFUERTE
TIN: 120-152-808



ALAN V. BORNAS
TIN: 120-157-672



DAISY M. MACALINO
TIN: 138-054-370


REY ANDRE C. OLEGARIO
TIN: 130-164-564
(new elected BOD)



YOLANDA D. VELASCO
TIN: 138-053-977


JENNIFER A. TANTAN
TIN: 301-104-032


PAMELA B. FELIZARTA
TIN: 231-893-356
(new elected BOD)


EUSEBIO A. CORTEZ
TIN: 199-335-297
(new elected BOD)

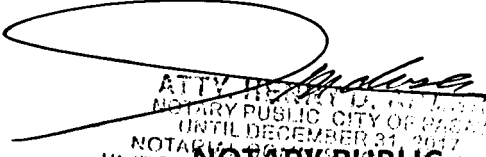
ATTESTED BY:


ATTY. DENNIS P. DINGLASAN
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME this CITY OF PASAY day
of OCT 30 2017, 2017 by the following persons named hereunder:

NAME	ID NO.	DATE/PLACE ISSUED
TOMAS T. DE LEON, JR.	SC ID No. 9701/TIN No. 100-120-657	
REYNAULD R. VILLAFUERTE	TIN No. 120-152-808	
ALAN V. BORNAS	TIN No. 120-157-672	
YOLANDA D. VELASCO	TIN No. 138-053-977	
DAISY M. MACALINO	TIN No. 138-054-370	
JENNIFER A. TANTAN	TIN No. 301-105-032	
EUSEBIO A. CORTEZ	TIN No. 199-335-297	
REY ANDRE C. OLEGARIO	TIN No. 130-165-564	
DENNIS P. DINGLASAN	LBP ID No. D885	Malate, Manila
PAMELA B. FELIZARTA	TIN No. 231-893-356	

Doc. No. 167
Page No. 30
Book No. 2
Series of 2017


ATTY. Henry D. de Leon
NOTARY PUBLIC, CITY OF PASAY
UNTIL DECEMBER 31, 2017
NOTARY PUBLIC
UNIT B, J. ROXAS TRAIL, STEPS, BIL PUYAN
AVE. COR. TRAMO PASAY CITY
IBP NO. 1047411 / 10100110172
PTR NO. 5996352 / 10100110172
MCLE COMPLIANCE AND MONITORING
ROLL OF ATTORNEYS NO. 2017
TIN: 172-528-620-000