



CERTIFIED TRUE COPY OF
ORIGINAL DOCUMENT

ATTY. LEAH B. TINAZA
Asst. Corporate Secretary

Republic of the Philippines
Securities and Exchange Commission

EDSA, Greenhills, Mandaluyong
Metro-Manila

S.E.C. Reg. No. 158561

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

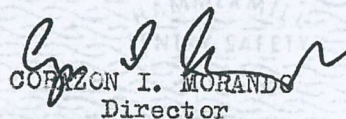
WHEREAS, Articles of Incorporation and By-Laws duly signed and acknowledged for
the organization of the

UNILEASE AND FINANCE CORPORATION

and in accordance with the provisions of the Corporation Code of the Philippines,
Pambansa Blg. 68, approved on May 1, 1980, were presented for filing in this
Commission on October 14, 1988, and a copy of said Articles and
are hereto attached;

THEREFORE, by virtue of the powers and duties vested in me by law, I
do hereby certify that the said Articles of Incorporation and By-Laws were, after due
examination to determine whether they are in accordance with law, duly registered in this
Commission on the 2nd day of January, Anno Domini,
one thousand nine hundred and eighty-nine.

IN TESTIMONY WHEREOF, I have hereunto set
my hand and caused the seal of this Commission to be
affixed at Mandaluyong, Metro-Manila, Philippines, this
2nd day of January, in the
year of our Lord nineteen hundred and eighty-nine.


GONZON I. MORANDO
Director

Corporate and Legal Department