

REPUBLIC OF THE PHILIPPINES

SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. ASO94-08880

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

PetroEnergy Resources Corporation (Amending Article VII thereof)

copy annexed, adopted on <u>September 30, 2014</u> by a majority vote of the Board of Directors and on <u>December 05, 2014</u> 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 this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

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

AM

4secexpr

ww.sec.gov.ph

FERDINAND B. SALES

Director

Company Registration and Monitoring Department

AV/ghic

Page Of 9 pages
Verified by: W. FRAM ISCO Date is



DATE

Republic of the Philippines DEPARTMENT OF FINANCE SECURITIES & EXCHANGE COMMISSION SEC Building, EDSA, Greenhills City of Mandaluyong, 1554





PAYMENT ASSESSMENT FORM

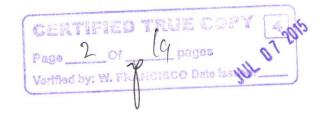
No. 06022015-199945

	06/02/2015	O15 (DEPAR				
PA	OR: PETROENERGY RESOURCE ORTIGAS CITY	CÉS COR	RPORATION			
	NATURE OF COLLECTION		ACCOUNT CO	DE AMOUNT		
	LRF (A0823)		131	12.0	03.50	
	INCREASE/DECREASE CAPITA	L STOCK	606	1,199,3		
H	AMENDED ARTICLES		606		00.00	
H						
		······································				
H				+		\
то	TAL AMOUNT TO BE PAID			Php 1,211,85	53.59	
	Sessed by: (AGVILLANUEVA		UR# 125 O 8≋ jsda	52265 Jun 2, 2015 mainguez PHP 1,2	11,855.39	SEC No: Aul1
Ma	chine Validation: CS	20 150	16B-0x	?		1
	74/ 2	0/50	6033			

RESPONSIBILITY CENTER

Date: 7-7-2015 Time: 10:33:58 AM

www.sec.gov.ph



COVER SHEET COMPANY REGISTRATION AND MONITORING DEPARTMENT

	Г	Nature of Application						3/								SEC Registration Number																	
	L													300	n I				Ź	\$\$ /	1	S		9	4	-	0	0	8	8	8	0	
	-						5,0							For	me	r Co	mp	any f	lan	ne /	4		7	l									
	P	E	Т	R	0	E	N	E	R	G	Y		R	E	S	0	U	R	s	ES	\$	C		OF	P	0	R	A	T	١	0	N	
																		T		1	T	T	T	T	T	T	Г	Г					
																		р то		12			_			_		_					
	П	New Company Name																															
	H	\dashv	+	=							Н	_	Н	_	Н			+	+	十	+	+	+	十	+	+	_						
	Н	_	+	닉								_	Н	=				+	+	+	<u> </u>	+	+	+	+	<u> </u>	H	L				_	
	Ш								D	inc	inal	Off	ico	No	ICH		Par			ih./T		/D=			L		\perp		L.,				
	7	Т	Н		F	L	0	0	R	1110		M	T	NO	В	U	l l	anga L I	D D	, ii	A (T	(e)	T	Г	Γ						
	A	D	В		A	v	E	N	U	E		0	R	Т	1	G	A	s	+	+	=	+	+	EF	T	T	T	-					
	P		s	1	G	'	C	1		Y		_		÷		_	_	+	+	+	<u> </u>	T	Τ.	1	<u> </u>	+	H						
		^	3	'	G		-			1		_	Ш								_		L								_		
				œ	MIDI	w	e FM	AIL A	nne	cee			(CO				TELE				-D#C				~~~			~~~				
		pet	ro_								com	.pl	1	-				6372			/=0<	.703			ſ	- Company	ANY		606		(UMA)	-	
		NAM	ME OF	F CO	NTA	CT P	ERS	ON					E	IAIL.	ADD	RES	s		840		,	ELS	но	NE N	MESE	R		FA	CS MA	LEN	UMB	E R	
		AR	LA	N P	. P	RO	FE	ΓΑ		a	ppro	ofe	a@	pet	troe	ne	rgy.	com	.pt			E	37	291	7				634	160	66		
														c	OMT	ACT	DED	ON'S	ADD	DE66													
•	ſ		7	TH F	-LO	OR	, JN	πв	UILI	DIN	G, Al	DB	AVE					ENTE				TTY:	M	ETR	OM	ANII	A, F	HIL	JPP	NE	s		
	_										T	- h	-			liel		h., (`DI	up r	2											- 20	
												O L	re a		ипр	onsi	iea	d by CRMD Personnel															
															-						Date							S	igna	ture			
		As	signe	ed P	TOCE	SSO										_										_							
							- 5				500000		···	20%	2004				×.					90	,000g .	_	9000	//			de:		
						L)	4	<u> </u>				-		lin	V	ode to	nest [®]	**************************************	dia di	880	* *	30) 		<u> </u>	\$.00 0/	2	4	200			
		Do	cun	nen	rt I.	D.																											
		Boo	nhan	d bus	Con		eto E	ni		Das	cords	n:	.		- DO																		
w.sec	w ₆							ming	asru	rtet	JOIUS	יוע	risioi	ı (C	rku,)	\$ one	J _e	m.	9/40	N	-400 00	***	400 00		4.			,eec. 40	27.20	4,40	- 1000	
	F	Forv	warde					d Par	tners	ship	Regis	strat	ion D	ivisi	ion						200 - 2							-		do			
				(Gree	n La	ine (Jnit										_								_							
	-	-					Ana Uni		and	Aud	it Div	isior	1				1	Zes.	572 B	ig lega	9 50	E STATE		melin i	51	100	60	# 10 T	a Y	1	A	1	
								vionit	oring	Div	ision						-	STR.	1381	20	2	-	-	To	100 100	The same of	-		-	1		10	
1									3								200	100		-	4	100	-	+		mar.	TAR.	_	_	-	1	-	

AMENDED ARTICLES OF INCORPORATION

S EXCHAIR

OF

PETROENERGY RESOURCES CORPORATION

(Formerly Petrotech Consultants, Inc.)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are of legal age 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:

(as amended on April 24, 1997) FIRST: That the name of the said corporation shall be:

PetroEnergy Resources Corporation (PERC)

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

PRIMARY PURPOSE

To prospect and explore for, extract, beneficiate, produce, purchase, or otherwise obtain from the earth, any and all kinds of petroleum and petroleum products, natural gas and other volatile materials, precious and base metals, as well as other minerals and chemical substances of whatever nature whether similar and chemical substances of whatever nature whether similar or dissimilar to those listed herein, and to manufacture, refine, prepare for market, buy, sell on wholesale only, 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 in addition to oil exploration.

on April 24, 1997)

www.sec.gov.ph



SECONDARY PURPOSES

- a. To engage in the commercial delivery of technical services in the fields of geology, geophysics, paleontology, computer wares and other related fields such as mathematics and economics as applied to petroleum exploration. development and production. mineral development, beneficiation and exploration and other industries requiring such expertise and technology via consultancy or advisory arrangement, general/synergistic research activity (such as petroleum basin assessment, resource/risk management, project economics), specialized studies (such as biostratigraphic analysis, petrology/petrographic analysis, geophysical interpretation, computer modeling), or sale or lease or licensing of the softwares embodying the aforesaid technological knowhow.
- b. To prospect and explore for, extract, beneficiate, produce, purchase, or otherwise obtain from the earth, any and all kinds of petroleum and petroleum products, natural gas and other volatile materials, precious and base metals, as well as other minerals and chemical substances of whatever nature whether similar or dissimilar to those listed herein, and to manufacture, refine, prepare for market, buy, sell or wholesale only, import, export, and 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.

 7-7-2015 Time: 10:34:1 AM
- To acquire petroleum, gas and oil lands, leaseholds, franchises, privileges, concessions and other interests in gas, oil and other rights;

www.sec.gov.ph



- d. To construct and maintain conduits, pipelines, and lines of tubing for the public generally as well as for the use of said corporation, and to lay, rig, buy, lease, sell and otherwise contract for, and operate said conduits, pipelines and lines of tubings, as well as storage tanks, railways, runways, roadways and tracks, for the purpose of transporting and storing oil and gas, and of operating a general pipeline and storage business;
- To buy, sell, charter, operate and maintain tank steamers and other vessels of all kinds exclusively for the transportation of merchandise dealt in by the corporation;
- f. To purchase or otherwise acquire, assemble, install, construct, equip, repair, remodel, maintain, operate, hold, own, lease, rent, mortgage, charge, sell, convey or otherwise dispose of, any and all kinds of refineries, gas works, mills, factories, installations, plants, shops, laboratories, electrical works, power house, warehouses, terminals, office buildings and other buildings and structures, roads, railroads, cars, railroad equipment, garages, motor and road equipment, aircraft and aircraft equipment, aviation fields, telephone and telegraph lines, transmission lines, wireless facilities, water works, reservoirs, dams, canals, waterways, bridges, ports, docks, piers, wharves, marine equipment, and any and all kinds of machinery, apparatus, instruments, fixtures and appliances;
- g. To acquire by purchase, lease, contract, concession or otherwise any and all real estate, lands, land patents, options, grants, concessions, franchises, water and other rights, privileges, easements, estates, interests and properties of every kind and description whatsoever which the Corporation may deem necessary or appropriate in connection with

the conduct of any business enumerated in these Articles of Incorporation,



or of any other business in which the Corporation may lawfully engage, and to own, hold, operate, improve, develop, reorganize, manage, grant, lease, sell, exchange or otherwise dispose of all the whole or any part thereof:

SO EXCHANG

- To manufacture, purchase or otherwise acquire, and to hold, own, invest, h. trade and deal in, mortgage, pledge, charge, assign, sell, exchange, transfer or otherwise dispose of goods, wares, merchandise and personal property of every class and description and to transport the same in any manner;
- To purchase, drill for or otherwise acquire and to use, store, transport, i. distribute, sell or otherwise dispose of, water, and to acquire by purchase, lease, or otherwise and to erect, construct, enlarge, own, hold, maintain, use and operate water works and water systems for supplying water and water power for any and all uses and purposes;
- To carry on the general business of generating power derived from conventional sources such as coal, fossil fuel, natural gas, nuclear, and other viable sources of power and from renewable energy sources such as, but not limited to, biomass, hydro, solar, wind, geothermal, ocean, and such other renewable sources of power, for lighting and power purposes and whole selling the electric power to any power corporation, public electric utilities and electric cooperatives, and for carrying on of all business incident thereto, and to acquire, build, construct, own, maintain and operate all necessary and convenient buildings, structures, machinery, sub-stations, transmission lines, poles, wires, and other things and devices, and to acquire and hold water and flowage rights and to acquire, lease, hold, occupy or use lands, rights of way and easement therein.
- k. To enter into, make and perform contracts and arrangements of every kind and description for any lawful purposes with any person, firm, association, corporation municipality, body politic, country, territory, province, state.

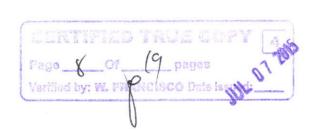
www.sec. government or colony or dependency thereof, without limit as to amount xoression

a July 22, 2009 by the



and to obtain from any government or authority any rights, privileges, contracts and concessions which the Corporation may deem desirable to obtain and to carry out, exercise or comply with any such contracts, arrangements, rights, privileges and concessions;

- I. To acquire and take over all or any part of the business, goodwill, property and other assets, and to assume or undertake the whole or any part of the liabilities and obligations of, any person, firm, association or corporation carrying on a business which the Corporation is or may become authorized to carry on, or possessed of property suitable for the purposes of the Corporation and to pay for the same in cash or in stock, bonds or securities of the Corporation, or otherwise, and to hold, manage, operate, conduct and dispose of in any manner the whole or any part of any such acquisitions, and to exercise all the powers necessary or convenient in and about the conduct and management thereof;
- m. To apply for, obtain, register, purchase, lease or otherwise acquire and to hold, own, use, exercise, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect of, or otherwise to turn to account or dispose of, any copyrights, trade marks, trade names, brands, labels, patents, inventions, improvements or processes used in connection with or secured under letters patent of any country, government or authority, or otherwise, in relation to any of the purposes herein stated and to acquire, use, exercise, or otherwise turn to gain licenses or rights in respect of any such copyrights, trademarks, tradenames, brands, labels, patents, inventions, improvements, processes and the like;
- n. Insofar as may be permitted by law, to acquire by purchase, exchange or otherwise, and to own, hold for investment or otherwise, and to sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of shares of capital stock of, and any bonds, mortgages, securities and evidences of



indebtedness of or other obligations issued or created by, any corporation or corporation organized under the laws of any state, country, nation or government, and while the holder or owner thereof, to exercise all the rights, powers and privileges of ownership, and to issue in exchange therefore shares of the capital stock, bonds or other obligations of the corporation or to make payment therefore by any other lawful means whatsoever;

TO EXCHANA

- o. To aid by loan, guaranty, subsidy or in any other manner whatsoever insofar as may be permitted by law, any corporation or association, any shares or voting trust certificates for shares or bonds or other securities or evidences of indebtedness or the property of the Corporation; and in connection with any such purposes to guarantee or become surety for the performance of any obligation or undertaking of such corporation or association and to do any and all such other acts or things as may be designed to accomplish any such purpose;
- p. To borrow or raise money for any of the purposes of the Corporation, and from time to time without limit as to amount, to draw, make, accept, endorse, transfer, assign, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and transferable instrument and evidences of indebtedness; and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage and/or pledge all or any part of the property or assets at any time held or owned by the Corporation on such terms and conditions as the Board of Directors of the Corporation shall authorize and as may be permitted by law; and to sell or otherwise dispose of any bonds, debentures or other obligations of the Corporation for its corporate purposes;
- q. To purchase, hold, sell, exchange, reissue, transfer or otherwise deal in shares of its own capital stock, in its own bonds or other obligations from time



of Directors shall determine, provided that the Corporation shall not use any of its own shares of stock when such use would cause any impairment of the capital of the Corporation;

SO EXCHANA

- r. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in any part of the world, and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient;
- s. To do all such other things as are incidental or conducive to the attainment of the above objects or any of them, or which may be conveniently carried on and done in connection therewith, or which may be calculated directly or indirectly to enhance the value of, or render profitable any business or property of the Corporation, always provided that nothing shall be done in connection with any of the above objects which is prohibited by any laws of the Philippines now or hereafter existing; and
- t. Without in any particular limiting the powers expressly provided herein, the corporation shall have the power to make and perform contracts of any kind and descriptions with any person, firm or corporation, whether public or private, without limit as to amount, and particularly, but not by way of limitation, to make and perform contracts creating rights, easements and other privileges respecting any of the property, real or personal, of any kind owned by the corporation, to have one or more offices out of the Philippines and to conduct its business and exercise its powers in any part of Philippines, or in any other country; and in carrying on its business and for the purpose of attaining or furthering its powers to do any and all other things which a natural person could do and exercise and which now or hereafter may be authorized by law.

www.sec.gov.ph



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

GO EXCHAIN

(as amended on May 6, 2014 Regular Board of Directors Meeting THIRD: That the place where the principal office of the Corporation is to be established or located is at 7th Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City, Metro Manila, 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:

Name	Nationality	Residence
ROGELIO G. LARAYA	Filipino	12 Sta. Teresita St.,
		Bo. Kapitolyo, Pasig
		City
MILAGROS V. REYES	Filipino	#39 Hercules St., Bel-
		Air, Makati City
CESAR A. BUENAVENTURA	Filipino	Unit K27 Kasiyahan
		Homes, 58th McKinley
		Road, Forbes Park,
		Makati City
HELEN Y. DEE	Filipino	1150 Tamarind Rd.
Date: 7-7-2	O15 Time:	Dasmarinas Village, Makati City
DENNIS R. BELMONTE	Filipino	30 Swallow Drive,
		Greenmeadows Subd.

www.sec.gov.ph

User Napasig City secempression



(as amended on Jan. 27, 2003 by the Board of Directors and on March 14, 2003 by the Stockholders) SIXTH: That the number of directors of said corporation shall be seven (7) and that the names, nationalities and residence of the first directors, who are to serve until their successors are elected and qualified as provided by the By-Laws are as follows:

SO EXCHAN

COPTHE PO

Name	Nationality	Residence
EDUARDO M. SACRIS	Filipino	31 Mabait Street, Teacher's Village, Diliman,
HELEN Y. DEE	Filipino	Quezon City 1150 Tamarind Road
NOE L. CAAGUSAN	Filipino	Dasmarinas Village, Makati 14 Main Avenue, Cubao
RENE DANIEL S. RIEZA	Filipino	Quezon City 41 Karpa St., Silvina Village
ADOLFO G. GARCIA	Filipino	Talipapa, Quezon City 7 Maalindog Street
		U.P. Village, Diliman Quezon City

(as amended on September 30, 2014 by the Board of Directors and on December 5, 2014 by the Stockholders) SEVENTH: That the capital stock of said corporation is <u>SEVEN HUNDRED</u> <u>MILLION PESOS (P700,000,000.000)</u>, Philippine currency, and said capital is divided into <u>SEVEN HUNDRED MILLION (700,000,000)</u> shares with par value of One Peso (P1.00) per share.

That no holder of the capital stock, whether said stock is now or hereafter authorized, shall have any right, as such stockholder, to purchase or subscribe to any additional shares of the capital stock, whether such shares of capital stock are now or hereafter authorized by the Corporation as determined by resolution of the Board of Directors.

Varified by: W. Fir Piciaco Date Issuit

EIGHTH: That the amount of said capital stock which has actually been subscribed is ONE MILLION TWO HUNDRED FIFTY THOUSAND PESOS (P1,250,000.00), Philippine Currency, consisting of ONE MILLION TWO HUNDRED FIFTY THOUSAND (1,250,000) shares and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

SO EXCHANA

Name	No. of Shares	Subscriptio(P)
ROGELIO G. LARAYA	100	100.00
EDUARDO M. SACRIS	100	100.00
MILAGROS V. REYES	100	
NOE L. CAAGUSAN	100	100.00
CESAR A. BUENAVENTURA	100	100.00
RENE DANIEL S. RIEZA		100.00
HELEN Y. DEE	100	100.00
ADOLFO G. GARCIA	100	100.00
DENNIS R. BELMONTE	100	100.00
SAC ROOM R	100	100.00
AND DEVELOPMENT CO., INC.	1,249,100	1,249,100.00
TOTAL	1,250,000	1,250,000.00

Date: 7-7-2015 Time: 10:34:8 AM

www.sec.gov.ph



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:

EXCHAN

Name	Amount Paid on Subscription (P)
ROGELIO G. LARAYA	190.00
EDUARDO M. SACRIS	100.00
MILAGROS V. REYES	100.00
NOE L. CAAGUSAN	100.00
CESAR A. BUENAVENTURA	100.00
RENE DANIEL S. RIEZA	100.00
HELEN Y. DEE	100.00
ADOLFO G. GARCIA	100.00
DENNIS R. BELMONTE	100.00
PETROFIELDS EXPLORATION AND DEVELOPMENT CO., INC.	1,249,100.00
TOTAL	1,250,000.00

TENTH: That no transfer of stock or interest, which will reduce the ownership of Filipino stockholders to less than the percentage of the capital stock required by law, shall be allowed or permitted to be recorded in the proper books, and this restriction shall also be indicated in all stock certificates of the Corporation.

ELEVENTH: That FRANCIS G. TARCELO 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 subscription paid in by said subscribers.

www.sec.gov.ph



IN WITNESS WHEREOF, we have hereunto set our hands this 29th day of July, 1994 in Pasig, Metro Manila.

(SGD.) DENNIS R. BELMONTE TIN NO.: 102-116-756

(SGD.) MILAGROS V. REYES TIN NO.: 100-732-775

(SGD.) CESAR A. BUENAVENTURA (SGD.) HELEN Y. DEE TIN NO.: 121-507-656

TIN NO.: 101-562-991

(SGD.) ROGELIO G. LARAYA TIN NO.: 102-117-813

SIGNED IN THE PRESENCE OF:

Date: 7-7-2015 Time: 10:34:10 AM

www.sec.gov.ph



ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES MAKATI, METRO MANILA

S.5

BEFORE ME, a Notary public for and in Makati, Metro Manila, this 29th day of July, 1994, personally appeared the following:

Name	Com. Tax Cert.	Date & Place of Issue
ROGELIO G. LARAYA	20223056	March 15, 1994/Pasig City
MILAGROS V. REYES	7967776A	March 30, 1994/Cainta, Rizal
CESAR A. BUENAVENT	URA 7204305	March 04, 1994/Makati City
HELEN Y. DEE	26756	February 28, 1994/Manila
DENNIS R. BELMONTE	3597467	March 1, 1994/Quezon City

who are known to me to be the same persons who executed the foregoing Articles of Incorporation and that they acknowledged the same to be their own free and voluntary acts and deeds.

I further certify that this Articles of Incorporation consists of thirteen (13) pages, including this page and that each and every page hereof were duly signed by the parties, together with their instrumental witnesses.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal this 29th day of July, 1994 at Makati, Metro Manila.

(SGD.) PERICLES JOSE CONRADO R. CASUELA Notary Public PTR No. 2175441 Issued 1-4-94 Makati, Metro Manila

Doc. No. 195 Page No. 40 Book No. I Series of 1994.

Date: 7-7-2015 Time: 10:34:11 AM

www.sec.gov.ph



JUN 0 2 2015

ARIZHO FROMAN PRICONINISS

PETROENERGY RESOURCES CORPORATION ---

TO EXCHAN.

KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, being all the members of the Board of Directors, the Chairman of the Board and the President, as well as the Corporate Secretary of **PETROENERGY RESOURCES CORPORATION** ("Corporation"), do hereby CERTIFY:

- A. That the Board of Directors of the Corporation at its Special Board of Directors' meeting held on September 30, 2014, at Conference Room 1, 47th Floor, Yuchengco Tower, RCBC Plaza Building, 6819 Cor. Sen. Gil J. Puyat and Ayala Avenues, Makati City, by at least the affirmative vote of a majority of its members; and
- B. That the stockholders of the Corporation at its Special Stockholders' Meeting held on December 5, 2014, at Rooms 507-508 YIAS, Level 5, Podium 4, RCBC Plaza Building, 6819 Cor. Sen. Gil J. Puyat and Ayala Avenues, Makati City, by all the stockholders being present and/or duly represented.

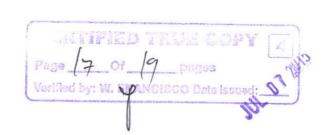
approved the amendment to the Articles of Incorporation of the Corporation, as follows:

1. Amending SEVENTH Article

SEVENTH: That the capital stock of said Corporation is Seven Hundred Million Pesos, (P700,000,000.00), Philippine currency, and said capital is divided into Seven Hundred Million (700,000,000) shares with par value of One Peso (P1.00) per share.

Date: 7-7-2015 Time: 10:34:12 AM

www.sec.cov.ph



IN WITNESS WHEREOF, we have hereunto set our hands this 14 th have at cuty on MANUTE., Philippines.

HELEN Y. DEE Chairman

TIN: 101-562-982

MILAGROS V. REYES

Director/President TIN: 100-732-775

YVONNE S. YUCHENGCO

Director/Treasurer TIN: 106-573-924

RAUL M. LEOPANDO

Director '

TIN: 108-737-232

BASIL L. ONG

Director

TIN: 175-418-805

ELISEO, B. SANTIAGO

Director

TIN: 106-210-036

Attest:

7-2015 Time: 10:34:12 AM

ATTY. SAMUEL V. TORRES

Corporate Secretary

TIN: 133-734-895

www.sec.gov.ph

User Name: 4secempréssdoc

Page (Cof Epages
Vonfield by: W. Fractisco Data housed: 111

GO EXCHAN,

Name	Tax Identification Number/Passport No
Helen Y. Dee	101-562-982
Milagros V. Reyes	100-732-775
Yvonne S. Yuchengco	106-573-924
Raul M. Leopando	108-737-232
Basil L. Ong	175-418-805
Eliseo B. Santiago	106-210-036
Samuel V. Torres	133-734-895

Doc. No. ______;
Page No. ______;
Book No. _______;
Series of 2014.

ATTY. MARIA CRISTINA A. TAN-DIAZ NOTARY PUBLIC - PASIG CITY PTR No. 1915166 / 01-03-14 PASIG CITY IBP LIFETIME No. 010342 PASIG CITY ROLL No. 58573 Appointment No. 40 COMMISSION EXPIRES ON 12-31-14 MCLE COMPLIANCE No. IV-0010114

Date: 7-7-2015 Time: 10:34:13 AM

JEANNU MIRUSAGULAN

www.sec.gov.ph

User Name: 4secempressdoc

Page G Of 19 pages
Verified by: W. MANCISCO Date Issued: 13

Corp

Vermed by: Wendalyn Francisco Fees Photographs

Dated JOL 072015



MA. LORELEI M. LIWANAG
PSRU Specialist III

Electronic Records Management Division Information and Communications Technology Department