



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City of Pasay, Metro Manila

COMPANY REG. NO. CS201120475

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

**BETHEL GENERAL INSURANCE AND SURETY
CORPORATION**
(Amending Article VII thereof)

copy annexed, adopted on October 8, 2019 by a 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 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019 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 Pasay City, Metro Manila, Philippines, this 17th day of January, Twenty Twenty.


GERARDO E. DEL ROSARIO
Director

Company Registration and Monitoring Department

AMENDED

ARTICLES OF INCORPORATION

of

BETHEL GENERAL INSURANCE AND SURETY CORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

We, the undersigned incorporators, all of legal age, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

Article 1: That the name of this corporation shall be

BETHEL GENERAL INSURANCE AND SURETY CORPORATION

(As amended on January 18, 2018)

Article II: That the purposes for this corporation is formed are:

PRIMARY PURPOSE

To engage in the business of Insurance

SECONDARY PURPOSES

1. To purchase, acquire, own, lease, sell and convey to the extent allowed by law, property of every kind and description as may be necessary or incidental to the conduct of its corporate business,
2. To raise capital or borrow money to meet the financial requirements of its business by the issuance of securities, bonds, promissory notes and other evidence of indebtedness;
3. To invest in other companies and enter into joint venture agreements with any company, partnership, persons or government entities, domestic or foreign, for the advancement of its interest and in carry out its primary purpose;

4. To establish and operate branch offices or agencies to carry out any or all of its operations and business without any restriction as to place or amount;
5. To do and perform all acts and things necessary or incidental to the accomplishment of the foregoing purposes or the exercise of any or all the powers of a corporation for the benefit of this corporation and its stockholders.

Article III: That the corporation shall have its principal office at:

No./Street UNIT 200, 2ND FLOOR, VALERO PLAZA, 124 VALERO ST.
City/Town SALCEDO VILLAGE, MAKATI CITY 1227
Province

(As amended on January 18, 2018)

Article IV: That the term for which said corporation is to exist is FIFTY (50) years and after the date of issuance of the certificate of incorporation.

Article V: That the names, nationalities, and residences of the incorporators, majority of whom are residents of the Philippines, are as follows:

Name	Nationality	Residence (complete address)
TEODORO O. ARCENAS	FILIPINO	4 Jordan St. Parañaque City
MAXY S. ABAD	FILIPINO	821 Tangier St. BF International Las Piñas City
BENJAMIN B. BERNARDINO	FILIPINO	4 San Gabriel St. Barrio Kapitolyo Pasig City
RENE CARLOS P. BARRETTO	FILIPINO	4 Kalipayan Homes, Alabang Hills Muntinlupa City
RAMON F. MONTAÑO	FILIPINO	27 Laoag St., Alabang, Muntinlupa City
VIRGINIA V. SERRANO	FILIPINO	3 Creekside Drive Townhomes, Alabang, Muntinlupa City
MARY LOU A. VASQUEZ	FILIPINO	79 Luna St., BF Homes, Parañaque City
DOMINGA G. GARCIA	FILIPINO	311 Royce St., Camella Homes, Sucat Parañaque City
ROSEMARIE H. LARAÑO	FILIPINO	Road-9E, San Dionisio, Sucat Parañaque City
HENRI S. KAHN	FILIPINO	27 8th St. New Manila Quezon City
ROSAURO C. BERNARDO	FILIPINO	1835 Oroquieta St., Sta. Cruz Manila

Article VI: That the number of directors of the shall be seven (7); and the names, nationalities and residences of the first directors of the corporation, majority of whom are residents of the Philippines, are as follows:

Name	Nationality	Residence (complete address)
TEODORO O. ARCENAS	FILIPINO	4 Jordan St. Parañaque City
MAXY S. ABAD	FILIPINO	821 Tangier St. BF International Las Piñas City
BENJAMIN B. BERNARDINO	FILIPINO	4 San Gabriel St. Barrio Kapitolyo Pasig City
RENE CARLOS P. BARRETTO	FILIPINO	4 Kalipayan Homes, Alabang Hills Muntinlupa City
RAMON F. MONTAÑO	FILIPINO	27 Laoag St., Alabang, Muntinlupa City
VIRGINIA V. SERRANO	FILIPINO	3 Creekside Drive Townhomes, Alabang, Muntinlupa City
MARY LOU A. VASQUEZ	FILIPINO	79 Luna St., BF Homes, Parañaque City
DOMINGA G. GARCIA	FILIPINO	311 Royce St., Camella Homes, Sucat Parañaque City
ROSEMARIE H. LARAÑO	FILIPINO	Road-9E, San Dionisio, Sucat Parañaque City
HENRI S. KAHN	FILIPINO	27 8th St. New Manila Quezon City
ROSAURO C. BERNARDO	FILIPINO	1835 Oroquieta St., Sta. Cruz Manila

(As amended on February 3, 2017)

Article VII: That the authorized capital stock of the corporation is **SIX HUNDRED MILLION PESOS (P600,000,000.00)**, pesos in lawful money of the Philippines, divided into **SIXTY MILLION (60,000,000)** shares with the par value of TEN (P10.00) pesos per share.

(As amended on October 8, 2019)

Article VIII: That the following persons have subscribed to the authorized capital stock; and at least 25% of the authorized capital stock has been subscribed and at least 25% of the total subscription has been paid as follows:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
BF Homes Inc. TIN#000-745-059	FILIPINO	29,964,000	299,640,000	174,649,800
BF CITILAND CORP. TIN#520-000-516	FILIPINO	35,970	359,700	350,000

TOP MANAGEMENT				
PROGRAMS CORP TIN#340-000-899	FILIPINO	19	190	90
TEODORO O. ARCENAS	FILIPINO	1	10	10
MAXY S. ABAD	FILIPINO	1	10	10
BENJAMIN B. BERNARDINO	FILIPINO	1	10	10
RENE CARLOS BARRETTO	FILIPINO	1	10	10
RAMON F. MONTANO	FILIPINO	1	10	10
VIRGINIA V. SERRANO	FILIPINO	1	10	10
MARY LOU A. VASQUEZ	FILIPINO	1	10	10
ROSAURO C. BERNARDO	FILIPINO	1	10	10
DOMINGA G. GARCIA	FILIPINO	1	10	10
ROSEMARIE H. LARAÑO	FILIPINO	1	10	10
HENRI S. KAHN	FILIPINO	1	10	10
Total		30,000,000	P300,000,000	P175,000,000

Article IX: That no transfer of stock or interest which would reduce the stock ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing law shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated in the stock certificates issued by the corporation.

Article X: That ROSALINA E. TACOLOD 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 and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.

Article XI: That the incorporators and directors undertake to change the name of the corporation immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

IN WITNESS WHEREOF, we have set our hands this 16h day of Nov., 2011 at PARANAQUE CITY, Philippines.

(SGD)TEODORO O. ARCENAS
TIN- 113-380-083

(SGD) VIRGINIA V. SERRANO
TIN- 121-442-556

(SGD) ROSAURO C. BERNARDO
TIN- 901-445-812-000

(SGD) MAXY S. ABAD
TIN- 104-783-458

(SGD) MARY LOU A. VASQUEZ
TIN- 110-232-785

(SGD) BENJAMIN B. BERNARDINO
TIN- 261-098-280

(SGD) DOMINGA G. GARCIA
TIN- 101-262-675

(SGD) RENE CARLOS BARRETTO
TIN- 132-457-712

(SGD) ROSEMARIE H. LARAÑO
TIN-101-262-675

(SGD) RAMON F. MONTANO
TIN- 136-503-054

(SGD) HENRI S. KAHN
TIN- 128-835-232

Signed in the Presence of:

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)
PARANAQUE CITY) SS

BEFORE ME, a Notary Public in and for _____, Philippines,
this Nov 16 2011 personally appeared:

Name	TIN/ID/Passport No.	Date & Place Issued
TEODORO O. ARCENAS	11535687	Jan. 20,2011/Parañaque City
MAXY S. ABAD	09414405	Jan. 05,2011/Las Piñas City
BENJAMIN B. BERNARDINO	12126942	Jan. 04,2011/Pasig City
RENE CARLOS P. BARRETTO	14546137	Jan. 06,2011/Muntinlupa City
RAMON F. MONTAÑO	05939462	Jan. 11,2011/Makati City
VIRGINIA V. SERRANO	17959387	Jan. 11,2011/Muntinlupa City
MARY LOU A. VASQUEZ	15251615	Jan. 31,2011/Las Piñas City
DOMINGA G. GARCIA	11423861	Jan. 07,2011/Parañaque city
ROSEMARIE H. LARAÑO	14546138	Jan. 06,2011/Manila

HENRI S. KAHN

15946169

Feb. 11,2011/Quezon City

ROSAURO C. BERNARDO

14578381

Jan. 17,2011/Manila

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.

In witness whereof, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

(SGD) ATTY. DERVIN V. CASTRO

Notary Public

Until December 31, 2011

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TREASURER'S AFFIDAVIT

REPUBLIC OF THE PHILIPPINES)
PARAÑAQUE CITY) SS

I, ROSALINE E. TACULOD, being duly sworn to, depose and say:

That I have been elected by the subscribers of the herein corporation as Treasurer thereof, to act as such until my successor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such Treasurer, I hereby certify that at least 25% of the authorized capital stock of the corporation has been subscribed and at least 25% of the subscription has been paid, and received by me in cash for the benefit and credit of the corporation.

This is also to authorize the Securities and Exchange Commission and Bangko Sentral ng Pilipinas to examine and verify the deposit in the BANCO DE ORO, TAYUMAN branch, in my name as Treasurer in trust for BF GENERAL INSURANCE COMPANY, INC. in the amount of One Hundred Seventy Five Million (P175,000,000.00) Pesos representing the paid-up capital of the said corporation which is in the process of incorporation. This authority is valid and inspection of said deposit may be made even after the issuance of the Certificate of Incorporation to the corporation. Should the deposit be transferred to another bank prior to or after the incorporation, this will serve as authority to verify and examine the same. The representative of the Securities and Exchange Commission is also authorized to examine the pertinent books and records of accounts of the corporation as well as all supporting papers to determine the utilization and disbursement of the said paid-up capital.

In case the said paid-up capital is not deposited or withdrawn prior to the approval of the articles of incorporation, I, in behalf of the above named corporation, waive our right to a notice and hearing in the revocation of our Certificate of Incorporation.

(SGD.) ROSALINE E. TAGULOD

SUBSCRIBED AND SWORN TO before me this Nov. 16, 2011 at _____ affiant exhibited to his CTC # 1102983 issued on November 16, 2011 at _____.

(SGD.) ATTY. DERVIN V. CASTRO
Notary Public
Until December 31, 2011

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DIRECTORS' CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Directors and the Corporate Secretary of **BETHEL GENERAL INSURANCE AND SURETY CORPORATION**, 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 at least two-thirds (2/3) of the outstanding capital stocks at a meeting held on October 8, 2019 at Unit 200, 2nd Floor, Valero Plaza, 124 Valero Street, Salcedo Village, Makati City.

The amended provisions of the attached Amended Articles of Incorporation refer to ARTICLE VII of the Articles of Incorporation as follows:

Article VII: That the authorized capital stock of the corporation is SIX HUNDRED MILLION (P600,000,000.00), pesos in lawful money of the Philippines, divided into SIXTY MILLION (60,000,000) shares with the par value of TEN (P10.00) pesos per share.

IN WITNESS HEREOF, we have hereunto signed this certificate this October 10, 2019 at Makati City, Metro Manila.

SIEGFRED B. MISON
Chairman/ Director/ Stockholder
TIN: 137-378-694

AMIEL M. MERCADO
Vice-Chairman/Director/Stockholder
TIN: 189-037-288

LANIE D. SANTOS
Director / Stockholder
TIN: 225-523-921

DOMINGA G. GARCIA
Director/Stockholder
TIN: 101-261-887

RICHIE Q. CARANTO
Director/Stockholder
TIN: 206-126-745

EDMUNDO T. ARUGAY
Director/Stockholder
TIN: 125-367-482

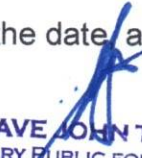

VIDA T. CHIONG
 Director/Stockholder
 TIN: 101-107-761

SUBSCRIBED AND SWORN to before me this 10th day of October 2019 in Makati City, Metro Manila, by the above-named persons who exhibited to me their respective competent evidence of identity:

NAME	COMPETENT EVIDENCE OF IDENTITY	DATE/PLACE ISSUED
SIEGFRED B. MISON	TIN 137-378-694	BIR
AMIEL M. MERCADO	TIN 189-037-288	BIR
LANIE D. SANTOS	TIN 225-523-921	BIR
DOMINGA G. GARCIA	TIN 101-261-887	BIR
RICHIE Q. CARANTO	TIN 206-126-745	BIR
EDMUNDO T. ARUGAY	TIN 125-367-482	BIR
VIDA T. CHIONG	TIN 101-107-761	BIR

WITNESS MY HAND AND NOTARIAL SEAL on the date and at the place first abovementioned.

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ATTY. DAVE JOHN T. HERNANDEZ
 NOTARY PUBLIC FOR MAKATI CITY
 COMMISSION No. M-278
 UNTIL DECEMBER 31, 2020
 6TH / F-ZETA II ANNEX BUILDING
 191 SALCEDO STREET, LEGASPI VILLAGE
 MAKATI CITY, METRO MANILA
 ROLL OF ATTORNEYS No. 59749
 IBP OR No. 058211 / 01-03-2019 / MANILA III
 PTR No. 8009947 / 01-03-2019 / MANILA
 MCLE COMPLIANCE No. V-0014633 / 02-29-2016



Republic of the Philippines
Department of Finance
INSURANCE COMMISSION
1071 United Nations Avenue
Manila



1st ENDORSEMENT
15 November 2019

Respectfully endorsed to the Securities and Exchange Commission, (SEC), Ground Floor, Secretariat Building, PICC Complex, Roxas Boulevard, City of Pasay, Metro Manila, the attached amended Articles of Incorporation of **BETHEL GENERAL INSURANCE AND SURETY CORPORATION** with office address at Unit 200, 2nd Floor, Valero Plaza, 124 Valero Street, Salcedo Village, Makati City, 1227 with the advise that the Insurance Commission has no objection to its registration with the Securities and Exchange Commission.

AMENDED ARTICLES OF INCORPORATION

Article VII: That the authorized capital stock of the corporation is **SIX HUNDRED MILLION PESOS (P600,000,000.00)**, pesos in lawful money of the Philippines, divided into **SIXTY MILLION (60,000,000)** shares with the par value of TEN (P10.00) pesos per share. (As amended on (October 8, 2019)

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

By Authority of the Insurance Commissioner:


FERDINAND GEORGE A. FLORENDO
Deputy Insurance Commissioner