

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 VI thereof)

copy annexed, adopted on June 08, 2020 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 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/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. 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 day of September, Twenty Twenty.

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DANIEL FIGABUYO
Assistant Director
SO Order/1188 Series of 2018

SJ/qba

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DEC 10 2020
Verified by: 6. A LAY Date Issued.



Mechine Validation:



Republic of the Philippines DEPARTMENT OF FINANCE SECURITIES AND EXCHANGE COMMISSION Secretarist Building, PICC Complex Roxas Boulevard, Pasay City, 1307



PAYMENT ASSESSMENT FORM

No. 20200824-2519199

DATE 08/24	/2020	RESPONSIBILITY CENTER CRMD	
PAYOR:	BETHEL GENERAL INSURANCE A	AND SURETY CORPORATION	

NATURE OF COLLECTION	QUANTITY	ACCOUNT CODE	AMOUNT			
Amended Articles of Incorporation		4020102000 (606)	1,000.00			
Legal Research Fee (A0823)		2020105000 (131)	10.00			
Documentary Stamp Tax		4010401000 (4010401)	30.00			
NOTHING	FOLLOWS-					
TOTAL AMOUNT TO BE PAID			Php 1,040.00			
Assessed by: rcjavinez		Amount in words: ONE THOUSAND FORTY PESOS AND 00/100				
Romarka:		WW0403-19				

			FUND ACCOUNT	AMOUNT	ACCOUNT #					
			BTR Account	10.00	see SEC dearing accounts	-				
	SEC Clearing	SEC Account	BTR Account - DST only	30.00	see SEC dearing accounts					
Landbank Region/Area	Account	OLU PULLISTA	SEC RCC Current Account	1,000.00	3762-1001-43					
			TOTAL	Php 1,043.08						
			Notate:							
Ragion II, III-A, III-B, IV, Area IV-A, AREA IV-B, and Region VIII	3402-2319-20	Head Office / Testac			far days from the date of Paym	ent Assessment Form				
Region I	3402-2319-88	Bagule	8. Accepted modes of psym 1. Cach 2. Managers/C	advers Over	3. Postel Money Order					
Region V	3400-2310-46	Legespi		ashior's Check	payable to the Securities and E					
Region VI	3402-2510-54	toto / Bacco	summary. At checks must b	e provide to Se	irale checks per fund account a curties and Exchands Commis	aion				
Ragion VII	3402-2319-62	Cebu	Lind account as indicated or if fund code is STR, use if fund code is SRC of Ri Send through email the o	i the breaktown on oncoll paym CC, use a regul opy of the map	ert silp. er deposit silp. Hine-vyktioled organi peyment s					
Region IX	\$407-2319-75	Zamboenga	F. ANY ALTERATIONS WE							
Region X	3402-2319-89	Cepeperi De Oro								
Region XI & XII	3402-2319-97	Caveo								

For National Capital Region (NCR), payments are only allowed thru the ff. Landbank branches:

Mazne of Branch	SEC Clearing Account
Edaa Greenhills	
Edsa Congressional	
Araneta E.O.	
YMCA	3402-2319-20
DOTC	3402-2313-20
Ortigas É.O.	
Muntiniupa	
North Avenue	

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W LANDBANK ONCOLL PAYMENT SLIP	Date 8/24/20
Please check the apprograte mode of payment.	**
Cash	Check Debit from Account
MERCHANT/AGENCY DEPOSIT ACCOUNT NUMBER	MERCHANT/AGENCY NAME
3402 23 1920	SEC
Reference Number 1	Printed Name and Signature of Payou Depositor, Representative
Belhol Furma	Deeys ellege
Reference Number 2 402010200 (Cass-26-	2020 12:21 Trxn. Seq. 8: 25200
Reference Number 3 (Numeric) Gling. SEC-RR ACTURES	Acot No. O 3402-2319-20 H/CO NAM BETHEL GENERAL INS
AGENCY	CODE A0232
Amount SEC CO Amount	1,000.00
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Revised June 2018



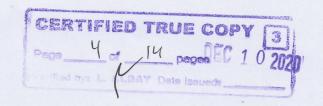
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S LANDBANK ONCOLL PAYMENT SLIP	Cate : 4/14/12
Please check the appropriate mode of payment. Cash	Check Debit from Account
MERCHANT/AGENCY DEPOSIT ACCOUNT NUMBER	MERCHANT/AGENCY NAME
Bethel Justivance	Printed Name and Signature of Payor/Depositor/Representative
40 040 (000 LBP-YMC)	T4(RAINIER ANTHO) 120 12:22 Trxn. Seq. #: 79200 CASH Payment
G 17W Clauder SEC-8UN ACENCY	cct, No. 10 3402-2319-20
Amount SEC COOL Amount pru 3	4010401 30.00 02:25:24 PM 12/07/2020
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Revised June 2018



ONCOLL PAYMENT SLIP
This is your receipt when machine validated

W LANDBANK ONCOLL PAYMENT SLIP	Date 8/26/20
Please check the appropriate mode of payment.	
[Cash	Check Debit from Account
MERCHANT/AGENCY DEPOSIT ACCOUNT NUMBER	MERCHANT/AGENCY NAME
3467731970	S€C
Reference Number L	Printed Name and Signature of Payor/Depositor/Representative
Bethel Inmaci	beaut
Reference Number 2 7070 (0 5000 LBP YM) 08-26-	Yalifation 14 (RAINIER ANTHO) 2020 12:22 Trxn. Seq. #: 26400 Acct. No.S. On 3402-2319-20
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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

- 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,
- 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;
- To invest in other companies and enter into joint venture agreements with 2020 any company, partnership, persons or government entities, domestic or foreign, for the advancement of its interest and in carry out its primary purpose;

- 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;
- 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

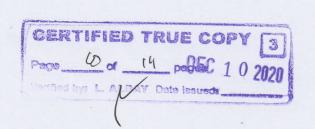
Province

(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 821 Tangier St. BF International
MAXY S. ABAD	FILIPINO	Las Piñas City 4 San Gabriel St. Barrio
BENJAMIN B. BERNARDINO	FILIPINO	Kapitolyo Pasig City 4 Kalipayan Homes, Alabang Hills
RENE CARLOS P. BARRETTO	FILIPINO	Muntinlupa City
RAMON F. MONTAÑO	FILIPINO	27 Laoag St., Alabang, Muntinlupa City 3 Creekside Drive Townhomes,
VIRGINIA V. SERRANO	FILIPINO	Alabang, Muntinlupa City
MARY LOU A. VASQUEZ	FILIPINO	79 Luna St., BF Homes, Parañaque City 311 Royce St., Camella Homes,
DOMINGA G. GARCIA	FILIPINO	Sucat Parañaque City Road-9E, San Dionisio, Sucat
ROSEMARIE H. LARAÑO	FILIPINO	Parañaque City 02:25:24 PM 12/07/2020
HENRI S. KAHN	FILIPINO	27 8th St. New Manila Quezon City 1835 Oroquieta St., Sta. Cruz
ROSAURO C. BERNARDO	FILIPINO	Manila



Article VI: That the number of directors of the shall be <u>NINE (9)</u>; and the names, nationalities and residences of the first directors of the corporation, majority of whom are residents of the Philippines, are as follows:

(As amended on June 8, 2020)

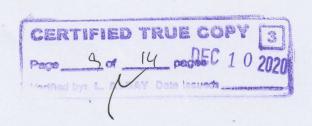
Name	Nationality	Residence (complete address)
TEODORO O. ARCENAS	FILIPINO	4 Jordan St. Parañaque City 821 Tangier St. BF International
MAXY S. ABAD	FILIPINO	Las Piñas City 4 San Gabriel St. Barrio
BENJAMIN B. BERNARDINO	FILIPINO	Kapitolyo Pasig City 4 Kalipayan Homes, Alabang Hills
RENE CARLOS P. BARRETTO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

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:

pru_3		No. of Shares	Amount	Amount
Name	Nationality	Subscribed	Subscribed	Paid
BF Homes Inc. TIN#000-745-059	FILIPINO	29,964,000	299.640.000	174,649,800



(7) (6) (9) (7)	BF CITILAND CORP. TIN#520-000-516 TOP MANAGEMENT	FILIPINO	- 20 Ki	35,970	359,700	350,000
C	PROGRAMS CORP TIN#340- 000-899	FILIPINO		19	190	90
C	TEODORO O. ARCENAS	FILIPINO		1	10	10
600	MAXY S. ABAD	FILIPINO		1	10	10
C	BENJAMIN B. BERNARDINO	FILIPINO		1	10	10
	RENE CARLOS BARRETTO	FILIPINO		1	10	10
6	RAMON F. MONTANO	FILIPINO		1	10	10
6	VIRGINIA V. SERRANO	FILIPINO		1	10	10
(3)	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.

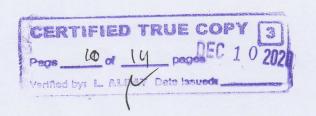
Article X: That ROSALINA E. TACOLOD has been elected by the subscribers as Treasurer of the corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, he has been authorized to receive for and in the name and for the benefit 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.

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(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) HENRIS, KAHN TIN- 128-835-232

Signed in the Presence of:

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES) Securities and PARANAQUE CITY

) ss Exchange

BEFORE ME, a Notary Public in and for

Philippines,

this Nov 16 2011 personally appeared:

TIN/ID/Passport No. Date & Place Issued Name Jan. 20,2011/Parañaque City TEODORO O. ARCENAS 11535687 Jan. 05,201 /Las Pinas City 07/2020 MAXY S. ABAD 3 09414405 BENJAMIN B. BERNARDINO Jan. 04,2011/Pasig City 12126942 RENE CARLOS P. BARRETTO Jan. 06,2011/Muntinlupa City 14546137 RAMON F. MONTAÑO 05939462 Jan. 11,2011/Makati City

CERTIFIED TRUE COPY

Amended Articles of incorporation

6)			
9	VIRGINIA V. SERRANO	17959387	Jan. 11,2011/Muntinlupa City
CCI	MARY LOU A. VASQUEZ	15251615	Jan. 31,2011/Las Piñas City
0	DOMINGA G. GARCIA	11423861	Jan. 07,2011/Parañaque city
05	ROSEMARIE H. LARAÑO	14546138	Jan. 06,2011/Manila
0	HENRI S. KAHN	15946169	Feb. 11,2011/Quezon City
6	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.

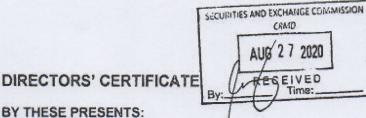
(SGD) ATTY. DERVIN V. CASTRO Notary Public Until December 31, 2011

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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 June 8, 2020 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 VI of the Articles of Incorporation as follows:

Article VI: That the number of directors of the corporation shall be nine (9); xxx.

IN WITNESS HEREOF, we have hereunto signed this certificate this June 10, 2020 at Makati City, Metro Manila.

SIEGFBED B. MISON

Chairman/ Director/ Stockholder

TIN: 137-378-694

AMIEL M. MERCÁDO

Vice-Chairman/Director/Stockholder

TIN: 189-037-288

LANIE D. SANTOS Director / Stockholder

TIN: 225-523-921

Director/Stockholder TIN: 101-261-887

(Ind.) Director/Stockholder

TIN: 101-107-761

EDMUNDO T. ARUGAY

(Ind.) Director/Stockholder

TIN: 125-367-482

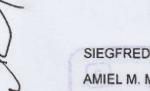
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M.

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

SUBSCRIBED AND SWORN to before me this 10th day of June 2020 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	
LANIE D. SANTOS	TIN 225-523-921	BIR
	TIN 101-261-887	BIR
RICHIE Q. CARANTO	TIN 206-126-745	BIR-
	TIN 125-367-482	
VIDA T. CHIONG	TIN 101-107-761	BIR
sebnu blen PT	H. LEONORS ALDAY FASC	Salt-tay

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

Doc. No. 314 Page No. 33 Book No. 44 Series of 2020. Securities and Exchange

ATY: DAVE JOHE T. HERNANDEZ

NOTARY PUBLIC FOR MAKATI CITY
COMMISSION NO. M-278

I P P COMMISSION NO. M-278

191 SALEDO STREET, LEGASPI VILLAGE
MAKATI CITY, METRO MANILA
ROLL OF ATTORNEYS NO. 59749

IBP OR NO. 100591/01-02-2020/ MANILA III
PTR NO. 1923696/01-02-2020/ MANILA
MCLE COMPLIANCE NO. VIOO21957/04-12-2019

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