



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**  
SEC-Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

COMPANY REG. NO. AS094-006309

**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

**BOULEVARD HOLDINGS, INC.**

[Amending Article VII thereof.]

copy annexed, adopted on December 06, 2012 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing more than 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 Mandaluyong City, Metro Manila, Philippines, this 31<sup>st</sup> day of October, Twenty Thirteen.



  
**FERDINAND B. SALES**  
Acting Director

Company Registration and Monitoring Department

AMENDED<sup>1</sup> ARTICLES OF INCORPORATION

OF

**BOULEVARD HOLDINGS, INC.**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, all 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 THAT:**

**I**

The name of the said corporation shall be:

**BOULEVARD HOLDINGS, INC.<sup>2</sup>**

**II**

The purpose for which said corporation is formed are the following:

**PRIMARY PURPOSE**

To invest in, purchase, or otherwise acquire and own, hold, use, develop, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligation of any other corporation, partnership or association, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized, and to pay therefore in money or by exchanging therefore stocks, bonds, securities or other evidences of indebtedness of this or any other corporation, partnership or association and while the owner or holder of any such real or personal property, stocks, bonds, debentures, contracts, or obligations to receive, collect and dispose of the interest, dividends, and income arising from such property, and to

---

<sup>1</sup> As last amended on December 6, 2012 by the Board of Directors and stockholders.

<sup>2</sup> As amended on November 28, 1997.

possess and exercise in respect thereof all the rights, powers and privileges of ownership.<sup>3</sup>

## **SECONDARY PURPOSES**

1) To acquire by purchase or lease, or otherwise lands and/or interests in lands, and to own, hold, improve, develop and manage real estate so acquired and to erect or cause to be erected on any land, owned, held or acquired by the corporation, buildings or other structures as well as to rebuild, enlarge, alter, or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease, or otherwise dispose of any land or interest in land and any building, or other structure, and any store, shop, suite, room, or any part of any building or other structure at any time owned or held by the corporation.

2) To purchase, acquire, and take over, all or any part of the securities, rights, property or assets of all kinds, and to undertake or assume the whole or any part of the obligations and liabilities of, any person, corporation, association or partnership or any government entity or authority, whether municipal or national, and to conduct the whole or any part of business so acquired.

3) To borrow or raise money for any of the purpose of the corporation from time to time in such amount and under such terms, means and conditions as may be deemed proper and necessary by the Board of Directors, and to issue bonds, debentures, securities, collaterals and other obligations, or otherwise incur indebtedness in such manner and under such terms and conditions that the corporation may determine.

4) To engage in the business of importing, exporting, buying, selling or otherwise trading and dealing, at wholesale or retail, general merchandise and wares of all kinds and descriptions which are the lawful objects of commerce.

5) To act as local agent or representative of any corporation, association, firm or individual, organized, located or residing in the Philippines or any part of the world, including steamships, airships, buses, automobiles, railway and other transportation corporations, or firms, all to the extent permitted by law.

6) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, including the principal purposes of the corporation or the attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and things incidental thereto or connected therewith as far as may be permitted by law

---

<sup>3</sup> As amended on December 19, 1995.

of the Philippines.

### **III**

The principal office of the corporation shall be in Metro Manila, Philippines.<sup>4</sup>

### **IV**

The term for which said corporation is to exist is fifty (50) years from and after the date of incorporation.

### **V**

The names, residences and citizenship of the incorporations of said corporation are as follows:

<b><u>NAMES</u></b>	<b><u>CITIZENSHIP</u></b>	<b><u>RESIDENCE</u></b>
Rebecca E. Panlilio	Filipino	1607 Cypress Street Dasmariñas Village Makati, Metro Manila
Noel A. Laman	Filipino	The Valero Tower 122 Valero Street Salcedo Village Makati, Metro Manila
Jose Marcel E. Panlilio	Filipino	1215 Acacia Street Dasmariñas Village Makati, Metro Manila
Erlinda E. Panlilio	Filipino	1607 Cypress Street Dasmariñas Village Makati, Metro Manila
Katrina E. Panlilio	Filipino	117 Ecology Village Makati, Metro Manila
Nicole E. Panlilio	Filipino	1607 Cypress Street

---

<sup>4</sup> As amended on June 6, 1995.

		Dasmariñas Village Makati, Metro Manila
Marlo T. Cristobal	Filipino	c/o 18 <sup>th</sup> Floor, Silahis International Hotel 1990 Roxas Boulevard Manila
Paulino C. Petralba	Filipino	47 Don Jesus Boulevard Alabang Hills Muntinlupa, Metro Manila
Abelardo F. Villacorta	Filipino	c/o 18 <sup>th</sup> Floor, Silahis International Hotel 1990 Roxas Boulevard Manila

## VI

The number of directors of said corporation shall be nine (9) and the names, residences and citizenship of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

<b><u>NAMES</u></b>	<b><u>CITIZENSHIP</u></b>	<b><u>RESIDENCE</u></b>
Rebecca E. Panlilio	Filipino	1607 Cypress Street Dasmariñas Village Makati, Metro Manila
Noel A. Laman	Filipino	The Valero Tower 122 Valero Street Salcedo Village Makati, Metro Manila
Jose Marcel E. Panlilio	Filipino	1215 Acacia Street Dasmariñas Village Makati, Metro Manila
Erlinda E. Panlilio	Filipino	1607 Cypress Street Dasmariñas Village Makati, Metro Manila
Katrina E. Panlilio	Filipino	117 Ecology Village Makati, Metro Manila

Nicole E. Panlilio	Filipino	1607 Cypress Street Dasmariñas Village Makati, Metro Manila
Marlo T. Cristobal	Filipino	c/o 18 <sup>th</sup> Floor, Silahis International Hotel 1990 Roxas Boulevard Manila
Paulino C. Petralba	Filipino	47 Don Jesus Boulevard Alabang Hills Muntinlupa, Metro Manila
Abelardo F. Villacorta	Filipino	c/o 18 <sup>th</sup> Floor, Silahis International Hotel 1990 Roxas Boulevard Manila

## VII

The authorized capital stock of said corporation is ONE BILLION TWO HUNDRED MILLION (Php1,200,000,000.00) PESOS, Philippine Currency, and said capital stock is divided into TWELVE BILLION SHARES (12,000,000,000) AT PAR VALUE OF Php0.10 per share.<sup>5</sup>

No stockholder of the corporation shall have a pre-emptive right or other right to purchase, subscribe for or take any part of any stock or of any other securities convertible into carrying options or warrants to purchase stock of the corporation. Any part of such stock or other securities may at any time be issued, optioned for sale and sold or disposed of by the corporation pursuant to resolutions of its Board of Directors to such person and upon such terms as such Board of Directors may deem proper without first offering such stock or securities or any part thereof to existing stockholders.<sup>6</sup>

## VIII

The amount of said capital which has been actually subscribed is TWO HUNDRED FIFTY MILLION (Php250,000,000.00) PESOS, PHILIPPINE CURRENCY, and the following persons have subscribed for the number of

<sup>5</sup> Amended on December 12, 2003; Amended on August 24, 2005; Amended on May 26, 2006; Amended on January 9, 2007; Amended on December 7, 2009; Amended on November 19, 2010 by the stockholders and February 14, 2012 by the Board of Directors and approved by the SEC on February 28, 2012.

<sup>6</sup> Amended on December 6, 2012 by the Board of Directors and stockholders.

shares and amount of capital stock indicated opposite their respective names:

Name	Citizenship	No. of Shares Subscribed	Amount
Rebecca E. Panlilio	Filipino	249,992,000	P 249,992,000.00
Noel A. Laman	Filipino	1,000	1,000.00
Jose Marcel E. Panlilio	Filipino	1,000	1,000.00
Erlinda E. Panlilio	Filipino	1,000	1,000.00
Katrina E. Panlilio	Filipino	1,000	1,000.00
Nicole E. Panlilio	Filipino	1,000	1,000.00
Marlo T. Cristobal	Filipino	1,000	1,000.00
Paulino C. Petralba	Filipino	1,000	1,000.00
Abelardo F. Villacorta	Filipino	1,000	1,000.00
		----- 250,000,000 =====	----- P 250,000,000.00 =====

At least twenty five (25%) per cent of the amount of capital stock subscribed has been paid, and the following persons have paid on the shares of capital stock for which they have subscribed, the amounts set out after their respective names:

<u>Name</u>	<u>Amount Subscribed</u>	<u>Paid</u>
Rebecca E. Panlilio	P 249,992,000.00	P 62,492,000.00
Noel A. Laman	1,000.00	1,000.00
Jose Marcel E. Panlilio	1,000.00	1,000.00
Erlinda E. Panlilio	1,000.00	1,000.00
Katrina E. Panlilio	1,000.00	1,000.00
Nicole E. Panlilio	1,000.00	1,000.00
Marlo T. Cristobal	1,000.00	1,000.00

Paulino C. Petralba	1,000.00	1,000.00
Abelardo F. Villacorta	1,000.00	1,000.00
	-----	-----
P	250,000,000.00	P 62,500,000.00
	=====	=====

**IX**

That no transfer of shares which shall reduce the percentage of Filipino ownership to less than that required under pertinent laws to be held by Filipino citizens shall be allowed or permitted to be recorded in the books of the corporation.<sup>7</sup>

**X**

Erlinda E. Panlilio has been elected by the subscriber as the Treasurer of the corporation to act as such until her successor is duly elected in accordance with the by-laws and that, as such Treasurer, she has been authorized to receive for the corporation and to issue receipts in its name for all the subscriptions paid in by the subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands in Makati, Metro Manila, Philippines this 7th day of July 1994.

(SGD) REBECCO E. PANLILIO  
TIN: 106-197-847

(SGD) NOEL A. LAMAN  
TIN: 104-112-228

(SGD) JOSE MARCEL E. PANLILIO  
TIN: 137-741-121

(SGD) ERLINDA E. PANLILIO  
TIN:

(SGD) KATRINA E. PANLILIO  
TIN: 144-528-144

(SGD) NICOLE E. PANLILIO  
TIN: 144-528-021

(SGD) MARLO T. CRISTOBAL  
TIN: 137-177-144

(SGD) PAULINO C. PETRALBA  
TIN: 106-973-834

(SGD) ABELARDO F. VILLACORTA  
TIN: 137-177-233

SIGNED IN THE PRESENCE OF:  
(SGD) (SGD)

<sup>7</sup> Amended on December 19, 1995.



### ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)  
MAKATI, METRO MANILA ) S.S.

NAME	CTC NO.	DATE/PLACE OF ISSUE
Rebecca E. Panlilio	22191890	01-21-94/Ternate, Cavite
Noel A. Laman	7207853	03-09-94/Makati, M. M.
Jose Marcel E. Panlilio	7220784	03-20-94/Makati, M. M.
Erlinda E. Panlilio	22191891	01-21-94/Ternate, Cavite
Katrina E. Panlilio	9857658	03-24-94/Makati, M. M.
Nicole E. Panlilio	9857659	03-24-94/Makati, M. M.
Marlo T. Cristobal	10010756	01-28-94/Manila
Paulino C. Petralba	7207859	03-09-94/Makati, M. M.
Abelardo F. Villacorta	15442399	03-25-94/Muntinlupa, M. M.

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.

WITNESS MY HAND AND SEAL, this 7th day of July 1994 at Makati, Metro Manila.

(SGD) PILAR S. CAYETANO  
Notary Public  
Until December 31, 1994  
PTR #9991799/1-28-93/Makati  
IBP # 345226/3-1-93/Rizal  
TIN: 156-235-107

Doc. No.: 317;  
Page No.: 64;  
Book No.: IV;  
Series of 1994