



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

COMPANY REG. NO. 108270  
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

**GOLDEN HAVEN MEMORIAL PARK, INC.**  
(Amending Articles III and VII thereof)

copy annexed, adopted on March 08, 2016 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 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 17<sup>th</sup> day of March, Twenty Sixteen.



  
**FERDINAND B. SALES**  
Director

Company Registration and Monitoring Department

# COVER SHEET

for Application at

## COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amended

SEC Registration Number

0000108270

Company Name

GOLDEN HAVEN MEMORIAL PARK INC.

New Company Name

Principal Office (No./Street/Barangay/City/Town/Province)

#40 REAL ST. ZAPOTE LAS PIÑAS

CITY

### COMPANY INFORMATION

Company's Email Address

NA

Company's Telephone Number/s

NA

Company's Facsimile Number/s

NA

### CONTACT PERSON INFORMATION

Name of Contact Person

Kaye

Email Address

NA

Tel. Number/s

871-40-01

Fax Number/s

871-40-01

Contact Person's Address

Worldwide Corporate Center, Shaw Blvd., Mandaluyong City

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor:

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

<input type="checkbox"/>
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<input type="checkbox"/>
<input type="checkbox"/>
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Corporate and Partnership registration Division

Green Lane Unit

Financial Analysis and Audit Division

Licensing Unit

Compliance Monitoring Division

**AMENDED ARTICLES OF INCORPORATION**  
**OF**  
**GOLDEN HAVEN MEMORIAL PARK, INC.**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, all of legal age and citizens and residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Republic of the Philippines.

**AND WE HEREBY CERTIFY:**

**FIRST:** That the name of said corporation shall be:

**GOLDEN HAVEN MEMORIAL PARK, INC.**

**SECOND:** That the purposes for which the said corporation is formed are as follows:

**PRIMARY PURPOSE**

To carry on the business of management company in all the elements and details thereof and details thereof and to develop, organize, sell, funeral plans providing for funeral services and merchandise, pertaining thereto to be delivered in the future plan holders, to buy, develop and sell cemetery plots, funeral niches, urns, markers and all types of merchandise, equipment and services pertaining to the cemetery to the cemetery and mortuary business.

**SECONDARY PURPOSE**

- a. To buy, acquire, invest, hold, sell, dispose or otherwise deal in stocks, bonds, notes, drafts, debentures, acceptances, bills of exchange, commercial papers, warrants or other negotiable securities of other companies without necessarily engaging in the business as stock broker or dealer.

- b. To buy, sell, mortgage, encumber, hold, own, exchange, rent or otherwise acquire and dispose or, and to develop, improve, manage and generally to deal and trade in real property, improved and unimproved and wheresoever situated; and to build, erect, construct, alter, maintain, sell or otherwise dispose of buildings, structures, and other improvements on real property; without however engaging in real estate subdivision business;
- c. To conduct researches, investigations and examinations, of business and enterprise of every kind and description, throughout the world with the aim of securing information and particulars for the investment and employment of capital;
- d. To undertake and transact all kinds of business relating to the gathering and distribution of financial and investment information and statistics throughout the world;
- e. To borrow or raise money for any of the purpose of the corporation, and from time to time to draw, make accept, endorse, execute and issue bonds, debentures, notes, drafts, acceptances, bills of exchange, warrants and other negotiable or non-negotiable instruments and evidences of indebtedness and other securities; and to secure the payment thereof and of the interest thereon by mortgage upon or pledge of, or conveyance or assignment in trust of, the whole or any part of the property and franchises of the corporation, real, personal, and mixed, tangible or intangible, and wheresoever situated, whether at the time owned or thereafter acquired; and to issue, negotiate, pledge, or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes;
- f. To acquire all or any part of the goodwill, right, property and business of any individual, association or corporation, to pay for the same in cash or in shares of stock, bonds, notes or other obligations of the corporation, or otherwise to hold, utilize, operate, reorganize, liquidate and in any manner dispose of the whole or any part of the goodwill, rights, property and business of the whole or any part of the goodwill, rights, property and business so acquired, to assume in connection therewith the whole or any part of the liabilities and obligations of any such person, association or corporation; and to conduct in any lawful manner the whole or any part of the business thus acquired;
- g. To carry on the business of exporter and importer, as principal, factor, agent or commission merchant in respect to buying, selling, trading, or dealing in any kind

of goods, as well as to carry on the business of warehousing, merchandising and general commercial brokerage;

- h. To produce, process, manufacture, buy, sell or otherwise deal in any and all commodities, wares, equipments, facilities, supplies and merchandise of whatever kind and nature which may be deemed desirable and are legal objects of commerce except the manufacture of food, drugs, and cosmetics;
- i. To conduct its business and maintain branch offices both within and outside the Philippines and any foreign countries and places and to purchase or otherwise acquire, hold, possess, convey, transfer or otherwise dispose of real and personal properties therein up to the extent that the same may be permissible under their respective laws;
- j. To enter, make, performs and carry out contracts of every kinds and for any lawful purposes pertaining to the business of the corporation;
- k. To apply for, obtain, register, purchase, lease or otherwise acquire, and to hold, use, pledge, lease, sell, assign, or otherwise dispose of formulas, secret processes, distinctive marks, improvements, processes, trade names, trademarks, copyrights, patents, licenses, concessions and the like, whether used in connection with or secured under letters patent of, or issued by any country or authority; and to exercise, develop and grant licenses in respect thereof or otherwise turn the same to account;
- l. To carry out all or any part of the foregoing objects and purposes and to exercise any or all of the foregoing rights and powers, and to do any and all of the foregoing acts and things, as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with or jointly with, any individual, association or corporation;
- m. In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of the Philippines upon corporation formed under the Corporation Law.

The foregoing clauses shall each be construed as purposes, object and powers, and it is hereby expressly provided that the foregoing enumeration of specific purposes, objects and powers shall not be held to limit or restrict in any manner the powers of the corporation, and that they are in furtherance of, and in addition to, and not in limitation of, the general powers, conferred upon the corporation by the laws of the Philippines or otherwise; nor shall

be enumeration of one thing to be deemed to exclude another, although it is of like nature, not expressed.

**THIRD:** That the place where the principal office of the corporation is to be established or located is in San Ezekiel, C5 Extension, Las Piñas City, Metro Manila. (As amended on March 8, 2016.)

**FOURTH:** That the term for which the corporation is to exist is FIFTY (50) YEARS from and after the date of incorporation.

**FIFTH:** That the names and residences of the incorporators are as follows:

Names	Citizenship	Address
Edita Tan-Ong	Filipino	Polo, Valenzuela, Metro Manila
Corazon C. Manalon-Davila	Filipino	4426 Calatagan St., Makati, Metro Manila
Rosario H. Javier	Filipino	Fruto Santos Avenue, Zapote, Las Piñas Metro Manila
Edna C. Advincula	Filipino	316 P. Justo St., Caridad, Cavite City
Catherine B. Rivera	Filipino	Y. Alfon St., BF Resort Village, Pamplona, Las Piñas, Metro Manila

**SIXTH:** That the number of directors of said corporation shall be five (5) and the names, citizenship and residences of the directors who are to serve until their successors are elected and qualified as provided by laws are as follows:

Names	Citizenship	Address
Edita Tan-Ong	Filipino	Polo, Valenzuela, Metro Manila
Corazon C. Manalon-Davila	Filipino	4426 Calatagan St., Makati, Metro Manila
Rosario H. Javier	Filipino	Fruto Santos Avenue, Zapote, Las Piñas Metro Manila
Edna C. Advincula	Filipino	316 P. Justo St., Caridad, Cavite City
Catherine B. Rivera	Filipino	Y. Alfon St., BF Resort Village, Pamplona, Las Piñas, Metro Manila

SEVENTH: That the capital stock of said corporation is One Billion Pesos (Php1,000,000,000.00) divided into Nine Hundred Ninety Six Thousand (996,000,000) common shares with a par value of One Peso (Php 1.00) per share and Four Hundred Million (400,000,000) voting, non-cumulative, non-participating, non-convertible and non-redeemable preferred shares with a par value of One Centavo (Php 0.01) per share. (As amended on March 8, 2016).

Preferred Shares may be issued from time to time in one or more series as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of preferred shares, to fix the number of shares to be included in each of such series, and to determine the dividend rate, which shall not be more than five percent (5%) per annum or the 1-year PDST-R1 rate whichever is lower, issue price and other terms and conditions for each such shares. Dividends shall be non-cumulative but no dividends shall be declared or paid on the common shares unless dividends on all preferred shares shall have been declared and paid by the Corporation. Preferred shares of each and any series shall not be entitled to any participation or share in the retained earnings remaining after dividend payments shall have been made on the preferred shares. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series of preferred shares shall be specified in such resolutions as may be adopted by the Board of directors prior to the issuance of such series (the Enabling Resolutions) which resolution(s) shall thereupon be deemed a part of these Amended Articles of Incorporation.

The stockholders of the Corporation shall have no pre-emptive right to subscribe to any issue or disposition of shares of any class of the Corporation. (As amended on March 8, 2016.)

That no transfer of share or interest which will reduce the ownership of Filipino citizens to less than the required percentage of capital stock ownership shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall appear in all of its stock certificates.

Provided, however, that the subscription for and the ownership of all shares of stock in this corporation are made and taken upon the condition that any holder of shares of stock desiring to sell the same shall first offer his shares of stock to the other stockholders at book value of the same in the last balance sheet approved by the corporation. Said offer shall be given by means of a registered letter addressed to the principal office of the corporation, or hand-delivered to the Secretary of the Corporation who shall duly acknowledge delivery in writing and said offer shall stand within a period of thirty (30) days from the receipt of notice from the stockholders. After the lapse of said period of thirty (30) days from receipt of notice and the stockholders shall fail to exercise such option to purchase, then the stockholder desiring to sell his shares in the corporation shall be free to sell his shares of stocks to any third party. Any transfer or sale of his shares of stock by any stockholders shall be considered null and void.

**EIGHT:** That the amount of capital stock which has been actively subdivided is NINE HUNDRED THOUSAND PESOS (Php 900,000.00) Philippine Currency. The following persons have subscribed for the number of common shares and the amount of capital stock set out after their respective names:

NAMES	ADDRESS	COMMON SHARES	CAPITAL STOCK SUBSCRIBED
EDITA TAN-ONG	Polo, Valenzuela, Metro Manila	2,610	261,000
CORAZON C. MANALON-DAVILA	4426 Calatagan St., Makati, Metro Manila	2,610	261,000
ROSARIO H. JAVIER	Fruto Santos Avenue, Zapote, Las Piñas Metro Manila	1,350	135,000
EDNA C. ADVINCULA	316 P. Justo St., Caridad, Cavite City	1,350	135,000
CATHERINE B. RIVERA	Y. Alfon St., BF Resort Village, Pamplona, Las Piñas, Metro Manila	1,080	108,000
		<b>9,000</b>	<b>900,000.00</b>

**NINTH:** That the following persons have paid on the shares of capital stock for which they subscribed the amount set out after their respective names:

NAME	ADDRESS	AMOUNT PAID ON SUBSCRIPTION
EDITA TAN-ONG	Polo, Valenzuela, Metro Manila	145,000.00
CORAZON C. MANALON-DAVILA	4426 Calatagan St., Makati, Metro Manila	145,000.00
ROSARIO H. JAVIER	Fruto Santos Avenue, Zapote, Las Piñas Metro Manila	75,000.00
EDNA C. ADVINCULA	316 P. Justo St., Caridad, Cavite City	75,000.00
CATHERINE B. RIVERA	Y. Alfon St., BF Resort Village, Pamplona, Las Piñas, Metro Manila	60,000.00
		<b>500,000.00</b>

**TENTH:** That CATHERINE B. RIVERA, has been elected by the subscribers as Treasurer of the corporation until her successor is duly elected and qualified in accordance with the By-Laws and that as Treasurer, she has been authorized to receive for the corporation and to receive for the corporation and to receive in its name for all subscriptions paid by said subscribers.



**ELEVENTH:** That all officers of said corporation shall receive such compensation as the Board of Directors may provide.

**IN WITNESS WHEREOF**, we have hereunto set our hands this 30<sup>th</sup> day of September 1982 at the City of Manila.

SGD EDITA TAN-ONG  
Director

SGD CORAZON C. MANALON-DAVILA  
Director

SGD ROSARIO H. JAVIER  
Director

SGD. EDNA C. ADVINCULA  
Director

SGD. CATHERINE B. RIVERA  
Director

**WITNESS**

AVELINA B. PALENCIA

CAROLINA R. ROMAN

**ACKNOWLEDGEMENT**

REPUBLIC OF THE PHILIPPINES)  
CITY OF MANILA ) S.S.

BEFORE ME, this day of Sep 30, 1982, personally appeared.

NAME	RES. CERT. #	DATE & PLACE OF ISSUE
Edita Tan-Ong	6634037	4/13/82; Valenzuela MM
Corazon C. Manalon-Davila	1180363	7/5/82; Cavite City
Rosario H. Javier	5139688	3/2/82; LPMM
Edna C. Advincula	5140354	3/1/82; LPMM
Catherine B. Rivera	5130278	2/1/82; LPMM

Known to me and to me known to be the same persons who have executed the foregoing instrument and acknowledged to me that the same is their free and voluntary act and deed. The foregoing instrument consist of nine (9) pages refer to as Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto signed and sealed these presents at the place and on the date above written.

Doc. No. 572  
Page No. 40  
Book No. 72  
Series of 1982.

SGD. CRISANTO P. REALUBIN

REPUBLIC OF THE PHILIPPINES)

QUEZON CITY S.S.

**SECRETARY'S CERTIFICATE**


**KNOW ALL MEN BY THESE PRESENTS:**

I, **TIMOTHY JOSEPH M. MENDOZA** of legal age, Filipino, with office address at the Liberty Centre Bldg., H.V. Dela Costa St., Makati City, after having been sworn to in accordance with law hereby depose and say:

1. I am the duly elected Corporate Secretary of **GOLDEN HAVEN MEMORIAL PARK, INC.** (the Corporation), a corporation organized and existing under and by virtue of the laws of the Philippines with principal office address at #40 Real St., Zapote, Las Piñas City.
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any court involving an intra-corporate/inter-corporate dispute and/or intra-corporate/inter-corporate claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

**MAR 11 2016**

QUEZON CITY City, \_\_\_\_\_ day of \_\_\_\_\_, 2016.

  
**TIMOTHY JOSEPH M. MENDOZA**  
Corporate Secretary

**MAR 11 2016**  
SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of \_\_\_\_\_, in QUEZON CITY Philippines, affiant exhibiting to me his Tax Identification Number 211-506-975 issued in Quezon City, Philippines.

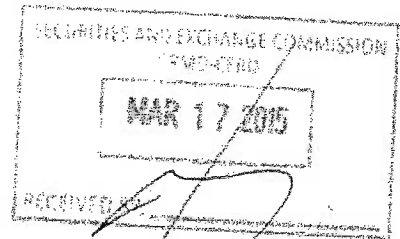
**NOTARY PUBLIC**

Doc. No. : 39  
Page No. : 08  
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Series of 2016.

**JOEL Q. GORDOLA**  
Notary Public  
Commission expires until December 31, 2017  
Adm. No. 066, Rol. No. 75103, ISF No. 1013024  
PTR No. 1806242, 1/04/16, Q.C.  
TIN 126-768-803, MCLE No. V-0001521  
Until 1 # 879 Quirino Highway, Gulod, Navotas, Q.C.

## DIRECTORS CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:



The undersigned Corporate Secretary and majority of the members of the Board of Directors of GOLDEN HAVEN MEMORIAL PARK, INC. (the "Corporation") do hereby certify that the accompanying copy of the Amended Articles of Incorporation embodying the underscored amendment to the Third and Seventh Articles as follows:

THIRD: That the place where the principal office of the corporation is to be established or located is in San Ezekiel, C5 Extension, Las Piñas City, Metro Manila.

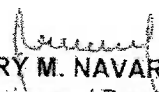
SEVENTH: That the capital stock of said corporation is One Billion Pesos (Php1,000,000,000.00) divided into Nine Hundred Ninety Six Thousand (996,000,000) common shares with a par value of One Peso (Php 1.00) per share and Four Hundred Million (400,000,000) voting, non-cumulative, non-participating, non-convertible and non-redeemable preferred shares with a par value of One Centavo (Php 0.01) per share.


Preferred Shares may be issued from time to time in one or more series as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of preferred shares, to fix the number of shares to be included in each of such series, and to determine the dividend rate, which shall not be more than five percent (5%) per annum or the 1-year PDST-R1 rate whichever is lower, issue price and other terms and conditions for each such shares. Dividends shall be non-cumulative but no dividends shall be declared or paid on the common shares unless dividends on all preferred shares shall have been declared and paid by the Corporation. Preferred shares of each and any series shall not be entitled to any participation or share in the retained earnings remaining after dividend payments shall have been made on the preferred shares. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series of preferred shares shall be specified in such resolutions as may be adopted by the Board of directors prior to the issuance of such series (the Enabling Resolutions) which resolution(s) shall thereupon be deemed a part of these Amended Articles of Incorporation.


The stockholders of the Corporation shall have no pre-emptive right to subscribe to any issue or disposition of shares of any class of the Corporation.


is true and correct and was approved by the affirmative vote of at least a majority of the members of the Board of Directors and ratified by the affirmative vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at a Special Meeting duly called for the purpose on March 8, 2016 held at its principal office.


IN WITNESS WHEREOF, we have hereunto signed this Certificate this  
MAR 11 2016 at QUEZON CITY


  
**JERRY M. NAVARRETE**  
Chairman / President  
TIN 119-618-643

  
**MARIBETH C. TOLENTINO**  
Director  
TIN 123-236-077

  
**JOY J. FERNANDEZ**  
Treasurer / Director  
TIN 119-618-291

  
**MICHAEL G. REGINO**  
Director  
TIN 119-618-338

  
**ROSARIO H. JAVIER**  
Director  
TIN 119-619-864

  
**TIMOTHY JOSEPH M. MENDOZA**  
Corporate Secretary  
TIN 211-506-975

**MAR 11 2016**  
SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of  
\_\_\_\_\_ at QUEZON CITY by the following persons:

Name	Valid ID	Place Issued
Jerry M. Navarrete	119-618-643	Quezon City, Phils.
Joy J. Fernandez	119-618-291	Quezon City, Phils.
Maribeth C. Tolentino	123-236-077	Quezon City, Phils.
Michael G. Regino	119-618-338	Quezon City, Phils.
Rosario H. Javier	119-619-864	Quezon City, Phils.
Timothy Joseph M. Mendoza	211-506-975	Quezon City, Phils.

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Page No. 08  
Book No. 21  
Series of 2016.

**JOEL G. GORDOLA**  
Notary Public  
Commission expires until December 31, 2017  
Adm. No. 069, Roll No. 25103, IBP No. 1013094  
PTN No. 1373232, 1/34/10, Q.C.  
TIN 126-750-803, MCLE No. V-0001531  
Until 1 # 873 Quirino Highway, Guad, Novales, Q.C.