



REPUBLIC OF THE PHILIPPINES  
DEPARTMENT OF FINANCE  
**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila  
Davao Extension Office



Company Reg. No. A200207283

**CERTIFICATE OF FILING  
OF  
AMENDED ARTICLES OF INCORPORATION**

**TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:**

**THIS IS TO CERTIFY** that the amended articles of incorporation of the

DAVAO OIL TERMINAL SERVICES CORP.  
(Formerly: Oilink Mindanao Distribution, Inc.)  
(Amending Articles I and II thereof)

copy annexed, adopted January 16, 2004 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 at Mandaluyong City, Metro Manila, Philippines, this 11<sup>th</sup> day of January, Two Thousand Four.

By Authority of the Commission:

*G. M. Durendes III*  
GODOFREDO M. DURENDES III  
Officer-in-Charge





# COVER SHEET

A 200207283  
S.E.C. Registration Number

DAVAO OIL TERMINAL SERVICES  
CORPORATION

(Company's Full Name)

SASA, DAVAO CITY

(Business Address: No. Street City / Town / Province)

ATTY. MAURICE W. WY  
Contact Person

(082) 221-90-13  
Company Telephone Number

12 31  
Month Day  
Fiscal Year

AAI  
FORM TYPE

03  
Month Day  
Annual Meeting

any day

Secondary License Type, if Applicable

Dept. Requiring this Doc.

first & second (A)  
Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

I, MAESTRO W. NY, of legal age, Filipino and resident of DAVAO City, after having been sworn to in accordance with law depose and state:

I am the Authorized REPRESENTATIVE of  
(President/Incorporator/partner)  
DAVAO OIL TERMINAL SERVICES CORPORATION  
(Name of corporation/Partnership)  
which is in the process of registration with the Securities  
and Exchange Commission.

That I, in behalf of said corporation/ partnership, hereby undertake to change its corporate/partnership name in the event another person, firm or entity has acquired a prior right to the use of the said firm name by virtue of registration with other government agencies or our name is identical deceptively or confusingly similar to that of any existing corporation or to any other name already protected by law or is patently deceptive confusing or contrary to existing laws.

That this affidavit is executed to attest to the truth of the foregoing and for whatever legal purpose and intent it may serve.

In witness whereof, I hereby sign this affidavit this 11-11 day of February, 20 04 at DAVAO CITY.

MAESTRO W. NY  
affidavit

SUBSCRIBED AND SWORN to before me this FEB 11 2004  
Affiant exhibiting to me his/her Community Tax Certificate No. 07322123  
Issued on 01-08-04 20 04 at DAVAO CITY.

Notary Public

Doc. No. 51  
Page No. 12  
Book No. VI  
Series of 20 04



PERLA E. VICENCIO  
UNTIL DECEMBER 31, 2004  
PTR NO. 1026701-01-05-04/D.C.  
IBP O.R. NO. 595755/01-06-04/D.C.



RECEIVED  
SEC. OF COMMERCE  
DAVAO OFFICE  
FEB 11 2004  
1492  
FEB 11 A9:35

**AMENDED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**DAVAO OIL TERMINAL SERVICES CORPORATION**

**(FORMERLY OILINK MINDANAO DISTRIBUTION, INC.)**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

**THAT WE HEREBY CERTIFY :**

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

**DAVAO OIL TERMINAL SERVICES CORPORATION**

(As Amended on January 16, 2004)

**SECOND: A.** That the primary purpose of this corporation is

To engage in the business of trading goods such as petroleum and lubricants on wholesale basis; and

SECONDARY PURPOSE

To engage in the business of operating oil depots, storage facilities and allied services. (As amended on January 16, 2004)

**B.** That the corporation shall have all the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

**THIRD:** That the place where the principal office of the corporation is to be established is at Sasa, Davao City.

**FOURTH:** That the term for which the corporation is to exist is fifty (50) years from and after the date of issuance of the certificate of incorporation.

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

| Name              | Nationality | Residence                            |
|-------------------|-------------|--------------------------------------|
| WILFRIDO CO       | Filipino    | 2701-B West Tower, PSEC, Pasig City  |
| ESTHER P. MAGLEO  | Filipino    | 2701-B West Tower, PSEC, Pasig City  |
| LAWRENCE V. LUANG | Filipino    | 2701-B West Tower, PSEC, Pasig City  |
| DENNIS A. UY      | Filipino    | Granland R. Castillo St., Davao City |
| DOMINGO T. UY     | Filipino    | Granland R. Castillo St., Davao City |

**SIXTH:** That the number of directors of the corporation is FIVE (5) who are also the incorporators.

**SEVENTH:** That the authorized capital stock of the corporation is TEN MILLION (P10,000,000.00) PESOS in lawful money of the Philippines, divided into TEN MILLION (10,000,000) shares with the par value of One Peso (P1.00) per share.

**EIGHTH:** That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:

| Name                       | Nationality | No. of Shares Subscribed | Amount Subscribed    | Amount Paid         |
|----------------------------|-------------|--------------------------|----------------------|---------------------|
| OILINK INTERNATIONAL CORP. | Filipino    | 1,249,997                | P1,249,997.00        | P312,500.00         |
| WILFRIDO T. CO             | Filipino    | 1                        | 1.00                 | 1.00                |
| ESTHER P. MAGLEO           | Filipino    | 1                        | 1.00                 | 1.00                |
| LAWRENCE V. LUANG          | Filipino    | 1                        | 1.00                 | 1.00                |
| DENNIS A. UY               | Filipino    | 250,000                  | 250,000.00           | 62,500.00           |
| UDENNA HOLDINGS CORP.      | Filipino    | 750,000                  | 750,000.00           | 187,500.00          |
| UDENCO CORP.               | Filipino    | 249,999                  | 249,999.00           | 62,500.00           |
| DOMINGO T. UY              | Filipino    | 1                        | 1.00                 | 1.00                |
| Total                      |             | <u>2,500,000</u>         | <u>P2,500,000.00</u> | <u>P 625,004.00</u> |

**NINTH:** 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 laws shall be allowed or permitted to be recorded in the proper books of corporation and this restriction shall be indicated in the stocks certificates issued by the corporation.

REPUBLIC OF THE PHILIPPINES)  
QUEZON CITY, M.M. ) S.S.

BEFORE ME, a Notary Public in and for Quezon City, M.M., Philippines, this 2nd day of May 2002, personally appeared:

| <u>Name</u>       | <u>Com. Tax Cert. No.</u> | <u>Date &amp; Place Issued</u> |
|-------------------|---------------------------|--------------------------------|
| WILFRIDO T. CO    | 17407056                  | Feb. 22, 2002 / Manila         |
| ESTHER P. MAGLEO  | 17407053                  | Feb. 22, 2002 / Manila         |
| LAWRENCE V. LUANG | 17407055                  | Feb. 22, 2002 / Manila         |
| DENNIS A. UY      | 02652903                  | Jan. 16, 2002 / Davao City     |
| DOMINGO T. UY     | 04930198                  | Jan. 17, 2002 / Davao City     |

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

(Sgd)  
**JOEL G. GORDOLA**  
Notary Public  
Until December 31, 2002  
PTR No. 2846657, 1/02/02, Q.C.

Doc. No. 17 ;  
Page No. 4 ;  
Book No. 65 ;  
Series of 2002.



**TENTH:** That **DORELANE U. BOSQUIT** has been elected by the subscribers as treasurer of the corporation to act as such until her successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, she has been authorized to receive for and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.

**ELEVENTH:** That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

IN WITNESS WHEREOF, we have set our hands this 2nd day of May 2002 at Quezon City.

(Sgd)  
**LAWRENCE V. LUANG**

(Sgd)  
**WILFRIDO T. CO**

(Sgd)  
**ESTHER P. MAGLEO**

(Sgd)  
**DENNIS A. UY**

(Sgd)  
**DOMINGO T. UY**

WITNESSES:

---

**ACKNOWLEDGMENT**

**DIRECTORS' CERTIFICATE**


1501 '04 FEB 11 A9:36

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, being the majority of the Board of Directors, the President and Secretary of **OILINK MINDANAO DISTRIBUTION, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, do hereby certify that the attached Instrument is a true and correct copy of the Amended Articles of Incorporation which embodies amendment to Articles First and Second (A), changing the corporate name and the addition of the primary purpose.

The foregoing amendment was duly approved in the Special Meeting of the Board of Directors and Stockholders of the Corporation held on January 16, 2004 where majority of the Board of Directors and Stockholders owning more than two-third (2/3) of the capital stock subscribed and outstanding were present.

**JAN 29 2004** IN ATTESTATION OF THE ABOVE, this Certificate has been signed this at Davao City, Philippines.



**DENNIS A. UY**

Director/Chairman and President

TIN 172-020-135



**CHERYLYN C. UY**

Director/Corporate Secretary

TIN 209-221-478



**DORELANE U. BOSQUIT**

Director/Treasurer

TIN 189-544-510



**DOMINGO T. UY**

Director

TIN 140-162-193



**DEBBIE A. UY**

Director

TIN 193-295-701



**DIRECTORS' CERTIFICATE**

1501 '04 FEB 11 A9:36

KNOW ALL MEN BY THESE PRESENTS:


The undersigned, being the majority of the Board of Directors, the President and Secretary of **OILINK MINDANAO DISTRIBUTION, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, do hereby certify that the attached Instrument is a true and correct copy of the Amended Articles of Incorporation which embodies amendment to Articles First and Second (A), changing the corporate name and the addition of the primary purpose.

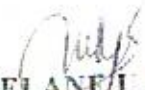
The foregoing amendment was duly approved in the Special Meeting of the Board of Directors and Stockholders of the Corporation held on January 16, 2004 where majority of the Board of Directors and Stockholders owning more than two-third (2/3) of the capital stock subscribed and outstanding were present.


IN ATTESTATION OF THE ABOVE, this Certificate has been signed this  
JAN 29 2004 at Davao City, Philippines

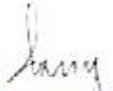
  
**DENNIS A. UY**

Director/Chairman and President  
TIN 172-020-135

  
**CHERYLYN C. UY**  
Director/Corporate Secretary  
TIN 209-221-478

  
**DORELANE U. BOSQUIT**  
Director/Treasurer  
TIN 189-544-516

  
**DOMINGO T. UY**  
Director  
TIN 140-162-193

  
**DEBBIE A. UY**  
Director  
TIN 193-295-901

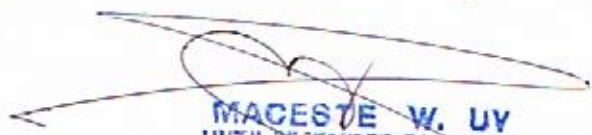
ATTESTED BY:

  
CHERYLYN C. UY  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this      day of **JAN 29 2004** at  
Davao City, affiants exhibiting to me their Community Tax Certificates, to wit:

| <u>Name</u>         | <u>Com. Tax. Cert. No.</u> | <u>Date &amp; Place of Issue</u> |
|---------------------|----------------------------|----------------------------------|
| Dennis A. Uy        | 18183518                   | 01-05-04 Tagum                   |
| Domingo T. Uy       | 18183538                   | 01-05-04 Tagum                   |
| Cherylyn C. Uy      | 09970007                   | 01-23-04 D.C.                    |
| Dorelane U. Bosquit | 07307507                   | 01-13-04 D.C.                    |
| Debbie T. Uy        | 18183535                   | 01-05-04 Tagum                   |

Doc. No. 129 ;  
Page No. 37 ;  
Book No. X ;  
Series of 2004 .

  
**MACESTE W. UY**  
UNTIL DECEMBER 31, 2004  
PTR NO. 1026762 / 01-05-04; D.C.  
L.P.O. NO. 585954 / 01-06-04; D.O.



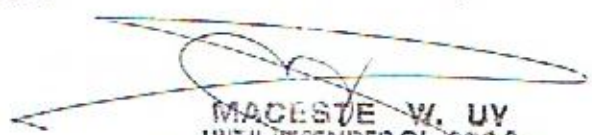
ATTESTED BY:

  
CHERYLAN C. UY  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 29 day of JAN 29 2004 at  
Davao City, affiants exhibiting to me their Community Tax Certificates, to wit:

| <u>Name</u>         | <u>Com. Tax. Cert. No.</u> | <u>Date &amp; Place of Issue</u> |
|---------------------|----------------------------|----------------------------------|
| Dennis A. Uy        | 18183518                   | 01-05-04 Tagum                   |
| Domingo T. Uy       | 18183538                   | 01-05-04 Tagum                   |
| Cherylan C. Uy      | 09970007                   | 01-23-04 D.C.                    |
| Dorelane U. Bosquit | 09367567                   | 01-15-04 D.C.                    |
| Debbie T. Uy        | 18183535                   | 01-05-04 Tagum                   |

Doc. No. 129 ;  
Page No. 37 ;  
Book No. X ;  
Series of 2004 .

  
MAESTEE W. UY  
UNTIL DECEMBER 31, 2004  
PTR NO. 10267827-01-05-04:D.C.  
L.P.S. NO. 585054/01-05-04:D.O.

NLMF 96-1DS

NAME RELATIONSHIP DATA MAINTENANCE FORM  
STOCKHOLDERS / DIRECTORS / OFFICERS INFORMATION  
(FOR DOMESTIC STOCK CORPORATION)

SEC NUMBER A20,020,7283

TRANSACTION DATE / 11/14/04

FILL UP INSTRUCTIONS: Type or print legibly. Light shaded boxes are to be filled up by the SEC.

COMPANY NAME

DAVAD OIL TERMINAL SERVICES CORPORATION (OILWAX WARDMANO DISTRIBUTION, INC.)

STOCKHOLDERS / DIRECTORS / OFFICERS (Use additional sheets, if necessary. Fill up one line per relationship.)

| RELN STATUS | NAME<br>(Company Name, if company;<br>Last Name, First Name, MI, Maiden Surname, if person) | SEC NO /<br>BIRTHDATE | NATL CODE<br>NATIONALITY | RELATIONSHIP<br>FRO INCR OFP | SHR CODE<br>TYPE | NO OF<br>SHARES | AMOUNT SUBSCRIBED<br>PAID-UP CAPITAL | (MMDDYYYY)<br>PERIOD START | PERIOD END |
|-------------|---|-----------------------|--------------------------|------------------------------|------------------|-----------------|--------------------------------------|----------------------------|------------|
| E           | WY, DENNIS A.   | 9-24-73               | FIL.                     | CUN 1                        |                  | 250,000         | 250,000.00                           | 6/8/02                     |            |
| E           | WEDENNA HOLDINGS CORP.  |                       | FIL.                     | N S N                        |                  | 2,000,000       | 2,000,000.00                         | 5/8/02                     |            |
| E           | WY, DOMINGO T.  | 10-27-70              | FIL.                     | M 1 N                        |                  | 1               | 1.00                                 | 5/8/02                     |            |
| E           | WEDENNA CORPORATION   |                       | FIL.                     | N S N                        |                  | 249,999         | 249,999.00                           | 5/8/02                     |            |
| A           | WY, CHERYLYN C.   | 6-8-79                | FIL.                     | M N COS                      |                  | 1               | 1.00                                 | 1/14/04                    |            |
| A           | WOSQUIT, DORISLANE W.   | 6-13-70               | FIL.                     | M N CTO                      |                  | 1               | 1.00                                 | 1/14/04                    |            |
| A           | WY, DEBRA A.  | 4-11-79               | FIL.                     | M N                          |                  | 1               | 1.00                                 | 1/14/04                    |            |

CERTIFIED CONTACT:

T. WEDENNA  
(Signature over printed name)

DATE: Feb. 10, 2004

PROCESSING ATTORNEY:

Paul Hoot

DATE REVIEWED:

DATE REVIEWED:

DATA CONTROL CLERK:

DATE REVIEWED:

DATA ENCODER:

DATE ENCODED:

INSTRUCTIONS FOR FILLING UP THE COLUMNS:

RELATIONSHIP STATUS:

- A - NEW, IF THE NAME HAS NOT PREVIOUSLY BEEN SUBMITTED TO THE SEC
- E - EXISTING, IF THE NAME HAS PREVIOUSLY BEEN SUBMITTED TO THE SEC
- D - IF THE NAME SHOULD NOT HAVE BEEN SET-UP

BOARD (BRO)

- C - CHAIRMAN
- M - MEMBER
- N - NEITHER

INCORPORATOR (INCR)

- I - INCORPORATOR
- S - STOCKHOLDER
- N - NOT APPLICABLE

OFFICER (OFF)

- P - PRESIDENT
- CEO - CHIEF EXEC OFFICER
- CTO - CHIEF FINANCIAL OFFICER
- COO - CHIEF OPERATING OFFICER
- CON - CORPORATE SECRETARY

LEG - LEGAL COUNSEL

- AUD - EXTERNAL AUDITOR
- GOV - GOVERNMENT OFFICIAL
- SLS - OTHERS
- OTH - OTHERS
- N - NONE





**COMPANY DATA MAINTENANCE FORM**  
**GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION**  
 (FOR DOMESTIC COMPANIES ONLY)

SEC NUMBER: 4,200,20,7283FOR SEC TO PROVIDE MAINTENANCE NO. 1111111111TRANSACTION DATE: 1111111111**FILL UP INSTRUCTIONS**

Type or print legibly. Light shaded boxes are to be filled up by the SEC. Check appropriate boxes. FILL UP ONLY THOSE ITEMS FOR WHICH AMENDMENTS OR CHANGES ARE TO BE MADE. Refer to the back of this page for additional instructions.

CURRENT COMPANY NAME (It must always be provided)

OLINK MINDPANO DISTRIBUTION, INC.1510 '04 FEB 11 19:36RESTRICT USE BY OTHERS?  
☐ YES ☒ NO

REGISTRATION NUMBER

200312210544492

NEW COMPANY NAME

DAVO OIL TERMINAL SERVICES CORPORATION**GENERAL INFORMATION**COMPANY TYPE ☒ 1-100 - DOMESTIC STOCK ☐ 101 - DOMESTIC NON-STOCK ☐ 102 - DOMESTIC PARTNERSHIP (STOCK)

CHANGE FROM STOCK TO NON-STOCK

CHANGE IN PRIMARY PURPOSE? ☒ YES ☐ NO

PRINCIPAL OFFICE ADDRESS

432A, DAVAO CITY

AREA CODE

1122402

FISCAL CODE

80000

TEL NO

221-9613

FAX NO.

BUSINESS OFFICE ADDRESS

432A, DAVAO CITY

AREA CODE

1122402

FISCAL CODE

80000

TEL NO

221-9613

FAX NO.

**BUSINESS INFORMATION**

PARTNERSHIP TYPE

☐ 1-100 - LIMITED ☐ 101 - GENERAL

TYPE OF EXISTENCE

☐ 1-100 - SPECIAL REGISTRATION ☐ 101 - BY EXPORT ☐ 102 - BY DOMESTIC

TYPE OF EXISTENCE

☐ 1-100 - SPECIAL REGISTRATION ☐ 101 - BY EXPORT ☐ 102 - BY DOMESTIC

TYPE OF EXISTENCE

☐ 1-100 - SPECIAL REGISTRATION ☐ 101 - BY EXPORT ☐ 102 - BY DOMESTIC

TYPE OF EXISTENCE

☐ 1-100 - SPECIAL REGISTRATION ☐ 101 - BY EXPORT ☐ 102 - BY DOMESTIC

TYPE OF EXISTENCE

☐ 1-100 - SPECIAL REGISTRATION ☐ 101 - BY EXPORT ☐ 102 - BY DOMESTIC

TYPE OF EXISTENCE

☐ 1-100 - SPECIAL REGISTRATION ☐ 101 - BY EXPORT ☐ 102 - BY DOMESTIC

INDUSTRY CODE

41410

TERM OF EXISTENCE

50

END DATE OF EXISTENCE

MAY 08, 2052

TYPE OF EXISTENCE

Dec-31

TYPE OF EXISTENCE

Dec-31

TYPE OF EXISTENCE

Dec-31

TYPE OF EXISTENCE

Dec-31

NUMBER OF

5

TRUSTEES IN STOCK

5

PARTNERSHIP TYPE

Dec-31

TYPE OF EXISTENCE

Dec-31

TYPE OF EXISTENCE

Dec-31

TYPE OF EXISTENCE

Dec-31TYPE OF NON-STOCK CORP  
PARTNERSHIP (Please check appropriate boxes)5TOTAL CONTRIBUTION OF NON-STOCK  
PARTNERSHIP (Please check appropriate boxes)Dec-31TOTAL CONTRIBUTION OF NON-STOCK  
PARTNERSHIP (Please check appropriate boxes)Dec-31Dec-31Dec-31**COMPANY RELATIONSHIP -- List all companies related to registrant (Use additional sheets if necessary)**

RELATIONSHIP TYPE

☒ 1-100 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 101 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 102 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 103 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 104 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 105 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 106 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)☐ 107 - DISCLOSED COMPANY (If the company is a subsidiary of the registrant)

MAIN AND RELN TYPE

SEC NUMBERCOMPANY NAMESTART DATEEND DATE

MAIN AND RELN TYPE EXISTING OR O (DELETE RELATIONSHIP)

INDICATE START AND END DATE OF RELATIONSHIP

CERTIFIED CORRECT

Mr. Maestre w. uyPOSITIONOWNERDATEFeb. 10, 2004

PROCESSING ATTORNEY

DATE REVIEWEDDATE REVIEWEDDATE REVIEWEDDATE REVIEWEDDATE REVIEWEDDATE REVIEWEDDATE REVIEWEDDATE REVIEWED