



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

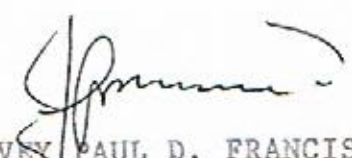
DAVAO OIL TERMINAL SERVICES CORP.
(Amending Articles III and VII thereof)

copy annexed, adopted June 03, 2005 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 12th day of January, Two Thousand and Six.

By Authority of the Commission:


JAVEX PAUL D. FRANCISCO
Officer-in-Charge



AMENDED
ARTICLES OF INCORPORATION
OF

DAVAO OIL TERMINAL AND SERVICES CORPORATION

KNOWN 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 AND SERVICES CORPORATION

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

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

B. Secondary Purpose

To engage in the business of operating oil depots, storage facilities and allied services.

THIRD: That the place where the principal office of the corporation is to be established at

DASA, DAVAO CITY *Indaplan* (as amended on
CORRECTED BY TESSIE I. DIAPANA June 3, 2005)
1-5-06

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 MAGLEO	FILIPINO	2701-B West Tower, PSEC, Pasig City
LAWRENCE V. LUANG	FILIPINO	2701-B West Tower, PSEC, Pasig City
DENNIS A. UY	FILIPINO	Grandland R. Castillo St., Davao City
DOMINGO T. UY	FILIPINO	Grandland R. Castillo St., Davao City

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

SEVENTH: That the authorized capital stock of the corporations is FIFTY MILLION (P 50,000,000.00) in lawful money of the Philippines, divided into FIFTY MILLION (50,000,000) shares with par value of One Peso (P 1.00) per share. (As amended on June 03,2005)

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	P 1,249,997.00	P 312,500.00
WILFRIDO T. GO	FILIPINO	1	1.00	1.00
ESTHER P. MAGNEO	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		2,500,000	P 2,500,000.00	P 625,004.00

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 the 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.

TENTH: That **DORELAINÉ 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 manifest 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. MAGNEO

(sgd)
DENNIS A. UY

(sgd)
DOMINGO T. UY

WITNESSES:

(sgd)
ELLIGIBLE

(sgd)
ELLIGIBLE

Republic of the Philippines)
QUEZON CITY, M.M.) S.S.

ACKNOWLEDGEMENT

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

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 voluntarily 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.