



REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
DAVAO EXTENSION OFFICE
Univ. Ave., Juna Subd., Matina, Davao City

S.E.C. Reg. No. **A2002207283**

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

P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.

(Amending Art. II by adding secondary purposes thereof)

copy annexed, adopted on **March 20, 2009 & May 29, 2009**, by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two thirds (2/3) 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 of this date, pursuant to the provisions of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68 approved on May 01, 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, closed-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 agency 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 Davao Extension Office, Juna Subdivision, Matina, Davao City, Philippines, this 22nd day of **February**, Two Thousand and **Ten**.

By Authority of the Commission:


JAVEY PAUL D. FRANCISCO
Director, SEC-DEO



COVER SHEET

A	2	0	0	2	0	7	2	8	3
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S.E.C. Registration Number

		P	H	O	E	N	I	X			P	E	T	R	O	L	E	U	M		
			P	H	I	L	I	P	P	I	N	E	S			I	N	C			

P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.

(Company's Full Name)

S	T	E	L	L	A		H	I	Z	O	N		R	E	Y	E	S		R	D
	B	O			P	A	M	P	A	N	G	A		L	A	N	A	N	G	
						D	A	V	A	O		C	I	T	Y					

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

Dennis A. Uy
Contact Person

(082) 233-0168
Company Telephone Number

1 2 **3 1**
Month Day
Fiscal Year Ending

AAI
FORM TYPE

Last Thursday
June **XX**
Month Day
Annual Meeting

Secondary License Type, if applicable

Dept. Requiring this Doc

Second, Secondary Purpose
Amended Articles Number/Section

29
Total No. of Stockholders

Total Amount of Borrowings
Domestic **Foreign**

To be accomplished by SEC Personnel Concerned

File Number

LCU

Document I.D.

Cashier

Remarks = pls. use black ink for scanning purposes



CERTIFICATE OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF

P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned Corporate Secretary and majority of the Board of Directors of P-H-O-E-N-I-X Petroleum Philippines Inc., (hereinafter referred to as the "Corporation") do hereby certify that the attached document is a true and correct copy of the Amended Articles of Incorporation of the Corporation, as unanimously approved by the Board of Directors on a meeting held on March 20, 2009 at the principal office of the Corporation, and by the stockholders present in person and represented by duly elected proxies and representing 2/3 of the capital stock, at the Annual Stockholders' Meeting of the Corporation held on May 29, 2009, at the Marco Polo Hotel, Davao City, at which meeting, the following resolutions were unanimously approved and adopted:

RESOLUTION

"**RESOLVED**, that the Corporation be, as it is hereby authorized and empowered to amend its, Articles of Incorporation, to effect the amendment of the Secondary Purpose of the Corporation;

RESOLVED FURTHERMORE, that the **SECOND** Article of the Corporation's Articles of Incorporation, be as it is hereby amended to read as follows:

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



SECONDARY PURPOSES

1. To engage in the business of operating oil depots, storage facilities and allied services;
2. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machinery, equipment and other personal properties as may be necessary or beneficial to the conduct of the corporate activities and other related activities advanced by the corporation;
3. To borrow or raise money necessary to meet the financial requirements of its activities by the issuance of bonds, promissory notes and other evidences of indebtedness and to secure the repayment thereof by mortgage, pledge, deed of trust;
4. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests;
5. To enter into any lawful arrangement for sharing profits, union of interest, utilization or farmount agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or government, municipal or public authority, domestic or foreign, in the carrying on of any transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the corporation .


RESOLVED, FINALLY, that any one of the President, Secretary or any Director of the Corporation be authorized and empowered to submit or cause the submission of a copy of the Amended Articles of Incorporation, certified by Majority of the Directors and the Corporate Secretary, to the Securities and Exchange Commission, to sign, execute, and deliver any and all documents, and to do any and all acts, necessary and proper, to give the foregoing resolutions force and effect."

IN WITNESS WHEREOF, we have hereunto set our hands on _____ day
of _____ 2009 at Davao City, Philippines.


DENNIS A. UY
President/CEO


DOMINGO T. UY
Chairman/Director


SOCORRO ERMAC CABRERIOS
Corporate Secretary


JOSE MANUEL R. QUIMSON
Treasurer/Director


J.V. EMMANUEL A. DE DIOS
Director


RICARDO S. PASCUA
Director


MONICO V. JACOB
Director

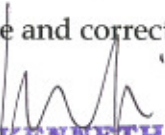

ROMEO B. DE GUZMAN
Director

SUBSCRIBED AND SWORN TO BEFORE ME on
DEC 02 2009, at Davao City, Philippines, affiants personally
appeared and exhibited to me their competent evidences of identity, to wit:

NAMES	TAX IDENTIFICATION NO.
Dennis A. Uy	172-020-135
Domingo T. Uy	140-162-193
Socorro Ermac Cabrerios	111-790-618
Jose Manuel R. Quimson	102-664-155
J.V. Emmanuel A. De Dios	135-900-380
Ricardo S. Pascua	141-776-230
Monico V. Jacob	123-030-879
Romeo B. De Guzman	121-510-331

and further attested that the foregoing statements are true and correct.

Doc. No. 947
Page No. 70
Book No. XXI
Series of 2009.


ATTY. KENNETH L. DABI
Notary Public for Davao City
Expires on December 31, 2010
Serial No. 090-2009
PTR No. 7310252; 01-05-09; D.C.
IBP No. 736220; 11-24-08; D.C.
Roll of Attorneys No. 47866



**AMENDED ARTICLES OF INCORPORATION
OF**

P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.

(Formerly: DAVAO OIL TERMINAL SERVICES CORPORATION)

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 said corporation shall be

P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.

(As amended on June 5, 2006)

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

PRIMARY PURPOSE

To engage in, conduct and carry on the business of buying, selling, distributing, marketing at wholesale and retail insofar as may be permitted by law, all kinds of goods, commodities, wares and merchandise of every kind and description and all merchandise, supplies, materials and articles, such but not limited to petroleum, lubricants and other chemical products, as shall be necessary or expedient in conducting the business; to enter into all kinds of contracts for the export, import, purchase, acquisition for its own account as principal or in representative capacity as manufacturer's representative, merchandise broker, commission merchant, factors or agents, upon consignment of all kinds of goods, wares, merchandise or products, whether natural or artificial. *(As amended on June 5, 2006)*

4925 10 FEB 19 06



SECONDARY PURPOSES

1. To engage in the business of operating oil depots, storage facilities and allied services;
2. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machinery, equipment and other personal properties as may be necessary or beneficial to the conduct of the corporate activities and other related activities advanced by the corporation;
3. To borrow or raise money necessary to meet the financial requirements of its activities by the issuance of bonds, promissory notes and other evidences of indebtedness and to secure the repayment thereof by mortgage, pledge, deed of trust;
4. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests;
5. To enter into any lawful arrangement for sharing profits, union of interest, utilization or farmount agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or government, municipal or public authority, domestic or foreign, in the carrying on of any transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the corporation (As amended on May 29, 2009)

THIRD: That the place where the principal office of the Corporation is to be established or located at Stella Hizon Reyes Road, Bo. Pampanga, Davao City, Philippines. (As amended on November 22, 2006)

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

FIFTH: That the names, nationality and residence of the incorporators of said corporation 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 said corporation shall be seven (7). (As amended on January 15, 2007)

SEVENTH: That the authorized capital stock of the corporation is FOUR HUNDRED MILLION (P400,000,000.00) PESOS in lawful money of the Philippines, divided into FOUR HUNDRED MILLION (400,000,000) shares with a par value of One Pesos (P1.00) per share. (As amended on November 22, 2006)

The stockholders of the Corporation shall have no pre-emptive right to subscribe to any issues or dispositions of shares of any class. (As amended on January 15, 2007).

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

Name of Subscriber	Nationality	No. of Shares Subscribed	Amount Subscribed	Total Paid-In
OILINK INTERNATIONAL CORP.	Filipino	1,249,997	P 1,249,997.00	P 312,500.00
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		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 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 DORELANE U. BOSQUIT has been elected by the subscribers as Treasurer of the Corporation to act as such until his successor is duly elected 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 subscription 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 same 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

SIGNED IN PRESENCE OF:

Illegible

Illegible

ACKNOWLEDGEMENT

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

) S.S.

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

Name	Com. Tax Cert. No.	Date & Place Issued
1. Wilfrido T. Co	17407056	Feb 22, 2002/ Manila
2. Esther P. Magleo	17407053	Feb. 22, 2002/ Manila
3. Lawrence V. Luang	17407055	Feb. 22, 2002/ Manila
4. Dennis A. Uy	02652903	Jan. 16, 2002/ Davao City
5. 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.

4926 10 FEB 2002 A6:30



Doc. No. 17
Page No. 04
Book No. 65
Series of 2002

CDMF 96-1

COMPANY DATA MAINTENANCE FORM
GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION
 (FOR DOMESTIC STOCK CORPORATION ONLY)

 SEC NUMBER A/ 2/ 0/ 0/ 2/ 0/ 7/ 2/ 8/ 3/ FOR SEC TO PROVIDE MAINTENANCE NO. TRANSACTION DATE

 FILL UP INSTRUCTION: Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Check appropriate boxes, where applicable.
 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 (This must always be provided.)

P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.

RESTRICTED BY OTHERS?

☐ YES☒ NO

RESERVATION NUMBER

NEW COMPANY NAME

4927 '10 FEB 19 A6:39

GENERAL INFORMATION

COMPANY TYPE ☒ DS- DOMESTIC STOCK ☐ DN- DOMESTIC NON-STOCK ☐ DP- DOMESTIC PARTNERSHIP ☐CHANGES FROM STOCK TO NON-STOCK? ☐ YESCHANGE IN PRIMARY PURPOSE? ☐ YES

PRINCIPAL OFFICE ADDRESS

STELLA HIZON REYES ROAD, BO. PAMPANGA, LANANG, DAVAO CITY

AREA CODE

112402

POSTAL CODE

8000

TEL. NO.

(082) 233 - 0168

FAX NO.

(082) 235 - 8080

BUSINESS OFFICE ADDRESS

STELLA HIZON REYES ROAD, BO. PAMPANGA, LANANG, DAVAO CITY

AREA CODE

112402

POSTAL CODE

8000

TEL. NO.

(082) 233 - 0168

FAX NO.

(082) 235 - 8080

BUSINESS INFORMATION

PARTNERSHIP TYPE

☐ L - LIMITED
☐ G - GENERAL

TYPE OF ENTERPRISE

☒ N - NO SPECIAL REGISTRATION☐ E - FIA EXPORT☐ D - FIA DOMESTIC☐ H - FIA HOLDING☐ R - REPRESENTATIVE OFF☐ S - SUBIC REGISTERED☐ F - FINANCIAL INSTITUTION☐ Z - EPZA - REGISTERED☐ B - BOI - REGISTERED

INDUSTRY CODE

51410

TERM OF EXISTENCE

50 YEARS

END DATE OF EXISTENCE

May 08, 2052

FISCAL YEAR END (MM/DD)

Dec. 31

ANNUAL MEETING (For domestic companies only)

☐ F - FIXED (MM/DD) / / ☒ V - VARIABLE Last Thursday of June

NUMBER OF

DIRECTORS (If stock co.)

7

TRUSTEES

PARTNERS

STOCKHOLDERS (If stock co.)

29

TOTAL CONTRIBUTION (of non-stock corporation)

% OF FOREIGN MEMBERSHIP (of non-stock corporation)

TOTAL CONTRIBUTION (of domestic partnership)
Filipino: Foreign:

COMPANY RELATIONSHIP - list of all companies related to registrant. (Use additional sheets, if necessary)

RELATIONSHIP TYPE (RELN TYPE)

M - DISSOLVED COMPANY (if due to merger)
V - DISSOLVED COMPANY (if change in company type)S - PARENT COMPANY (if registrant is a subsidiary)
A - AFFILIATE (of registrant)

O - OTHERS

MAIN IND.

RELN TYPE

SEC NUMBER

COMPANY NAME

START DATE

END DATE

E

S

CS200621051

PHOENIX PETROLEUM HOLDINGS INC.

E

A

D200200338

UDENNA CORPORATION

E

A

D200000264

UDENCO CORPORATION

E

A

CS200620060

UDENNA MANAGEMENT & RESOURCES CORP.

MAIN IND. - A (new), E (update existing), or D (delete relationship)

INDICATE START (if new) or END DATE OF RELATIONSHIP

CERTIFIED CORRECT:

SOCORRO ERMAC CABREROS

POSITION:

LEGAL COUNSEL

DATE:

12/02/09

PROCESSING ATTORNEY:

PROCESSING EXAMINER:

DATA CONTROL CLERK:

DATA ENCODER:

DATE REVIEWED:

06.11.09.10

DATE REVIEWED:

DATE REVIEWED:

DATE ENCODED:

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

SEC NUMBER /A /2 /0 /0 /2 /0 /7 /2 /8 /3 /

TRANSACTION DATE /12 /02 /09 /

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

COMPANY NAME

P-H-O-E-N-I-X PETROLEUM PHILIPPINES INC.

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

REL N STA TUS	NAME (Company Name, if company (Last Name, First Name, MI, Maiden Surname if person)	SEC NO./ BIRTHDATE/ TIN/PASSPORT NO.	NAT'L CODE	NATIONA LITY	RELATIONSHIP			SHR CODE	SHR TYPE	NO. OF SHARES	AMOUNT SUBSCRIBED	(MM/DD/YYYY) PERIOD START
					BRD	INC'R	OFR				PAID-UP CAPITAL	PERIOD END
E	PHOENIX Petroleum Holdings, Inc	CS200628051		FIL	N	S	N		Common	142,870,000	142,870,000.00	
											142,870,000.00	
E	PCD Nominee Corporation	774-849-000		FIL	N	S	N		Common	58,890,374	58,890,374.00	
											58,890,374.00	
E	UDENNA Corporation	D200200330		FIL	N	S	N		Common	35,944,990	35,944,990.00	
											35,944,990.00	
E	UDENNA Management and Resources Corporation	CS200628090		FIL	N	S	N		Common	9,100,000	9,100,000.00	
											9,100,000.00	
E	PCD Nominee Corporation (Non Filipino)	774-849-000		Non FIL	N	S	N		Common	8,181,222	8,181,222.00	
											8,181,222.00	
E	Paul Gerard E. Del Rosario	199-065-528		FIL	N	S	N		Common	3,187,184	3,187,184.00	
											3,187,184.00	
E	ANA GO &/OR GO KIM PA	151-441-932 / 151-441-894		FIL	N	S	N		Common	1,200,000	1,200,000.00	
											1,200,000.00	

CERTIFIED CORRECT: SOCORRO ERMAC CABREROS

POSITION: LEGAL COUNSEL

DATE: 12/02/09

PROCESSING ATTORNEY:

PROCESSING EXAMINER

DATA CONTROL CLERK

DATE ENCODER:

DATE REVIEWED: Dec 12, 2010

DATE REVIEWED:

DATE REVIEWED:

DATE ENCODED:

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

SEC NUMBER A 12 10 10 12 10 17 12 18 13 1

TRANSACTION DATE 12 /02 /09 /

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

COMPANY NAME

P-H-O-E-N-I-X PETROLEUM PHILIPPINES INC.

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

RELN STAT US	NAME (Company Name, if company (Last Name, First Name, MI, Maiden Surname if person)	SEC NO./ BIRTHDATE/ TIN/PASSPORT NO.	NAT 'L COD E	NATIONALI TY	RELATIONSHIP			SH R CO DE	SHR TYPE	NO. OF SHARES	AMOUNT SUBSCRIBED	(MM/DD/YYYY) PERIOD START
					BRD	INC'R	OFR				PAID-UP CAPITAL	PERIOD END
E	Dennis A. Uy	09-26-73		FIL	M	I	Pre		Common	1,124,759	1,124,759.00	
											1,124,759.00	
E	UDENCO CORPORATION	D200000264		FIL	N	S	N		Common	454,998	454,998.00	
											454,998.00	
E	DENNIS A. UY &/OR CHERYLYN C. UY	09-26-73/ 06-08-79		FIL	N	S	N		Common	309,400	309,400.00	
											309,400.00	
E	DOMINGO T. UY	10-27-46		FIL	C	I	N		Common	182,001	182,001.00	
											182,001.00	
E	EMMANUEL M. CABUSAO	100-214-768		FIL	N	S	N		Common	53,200	53,200.00	
											53,200.00	
E	EDGARDO ALVARADO ALERTA	07-29-64		FIL	N	S	N		Common	36,400	36,400.00	
											36,400.00	
E	ORLANDO LANSANGAN	107-672-249		FIL	N	S	N		Common	36,400	36,400.00	
											36,400.00	

CERTIFIED CORRECT: SOCORRO ERMAC CABREROS

POSITION: LEGAL COUNSEL

DATE: 12/02/09

PROCESSING ATTORNEY:

PROCESSING EXAMINER

DATA CONTROL CLERK

DATA ENCODER:

DATE REVIEWED: 08 May 02. 11. 10

DATE REVIEWED:

DATE REVIEWED:

DATE ENCODED:

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

SEC NUMBER A 12 10 10 12 10 17 12 18 13 1

TRANSACTION DATE 12 /02 /09 /

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

COMPANY NAME

P-H-O-E-N-I-X PETROLEUM PHILIPPINES INC.

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

RELN STAT US	NAME (Company Name, if company (Last Name, First Name, MI, Maiden Surname if person)	SEC NO/ BIRTHDATE/ TIN/PASSPORT NO.	NAT 'L COD E	NATIONALI TY	RELATIONSHIP			SH R CO DE	SHR TYPE	NO. OF SHARES	AMOUNT SUBSCRIBED	(MM/DD/YYYY) PERIOD START
					BRD	INC'R	OFR				PAID-UP CAPITAL	PERIOD END
E	LEO M. BERNALDEZ	188-892-785		FIL	N	S	N		Common	14,560	14,560.00	
											14,560.00	
E	ROQUE A. LIM	139-337-889		FIL	N	S	N		Common	10,920	10,920.00	
											10,920.00	
E	SOCORRO ERMAC CABREROS	02-01-66		FIL	N	S	cos		Common	9,101	9,101.00	
											9,101.00	
E	ALBERTO D. ALCID	110-852-397		FIL	N	S	N		Common	9,100	9,100.00	
											9,100.00	
E	REBECCA PILAR CLARIDAD CATERIO	162-133-007		FIL	N	S	N		Common	9,100	9,100.00	
											9,100.00	
E	STEPHEN T. TEO &/OR TERESITA R. TEO	127-393-476		FIL	N	S	N		Common	9,100	9,100.00	
											9,100.00	
E	ROMEO B. MOLANO	112-021-396		FIL	N	S	N		Common	7,840	7,840.00	
											7,840.00	

CERTIFIED CORRECT: SOCORRO ERMAC CABREROS

POSITION: LEGAL COUNSEL

DATE: 12/02/09

PROCESSING ATTORNEY:

PROCESSING EXAMINER

DATA CONTROL CLERK

DATA ENCODER:

DATE REVIEWED: 02.19.10

DATE REVIEWED:

DATE REVIEWED:

DATE ENCODED:

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

SEC NUMBER A / 2 / 0 / 0 / 2 / 0 / 7 / 2 / 8 / 3 /

TRANSACTION DATE 12 / 02 / 09 /

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

COMPANY NAME

P-H-O-E-N-I-X PETROLEUM PHILIPPINES INC.

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

RELN STAT US	NAME (Company Name, if company (Last Name, First Name, MI, Maiden Surname if person)	SEC NO./ BIRTHDATE/ TIN/PASSPORT NO.	NAT 'L COD E	NATIONALI TY	RELATIONSHIP			SH R CO DE	SHR TYPE	NO. OF SHARES	AMOUNT SUBSCRIBED	(MM/DD/YYYY) PERIOD START
					BRD	INC'R	OFR				PAID-UP CAPITAL	PERIOD END
E	BERNARDITA P. BAUTISTA	108-788-994		FIL	N	S	N		Common	7,280	7,280.00	
											7,280.00	
E	LEOPOLDO B. BUGAL	151-362-308		FIL	N	S	N		Common	3,640	3,640.00	
											3,640.00	
E	MERCEDES PATRICIA D. PARDO	138-055-758		FIL	N	S	N		Common	3,640	3,640.00	
											3,640.00	
E	DULCE MARIA S. OLIVA	168-947-747		FIL	N	S	N		Common	1,820	1,820.00	
											1,820.00	
E	ELNORA N. TURNER	7823508H		FIL	N	S	N		Common	1,820	1,820.00	
											1,820.00	
E	PHILIP TURNER	703124036		BRIT	N	S	N		Common	1,820	1,820.00	
											1,820.00	
E	J.V. EMMANUEL A. DE DIOS	135-900-380		FIL	M	S	N		Common	1	1.00	
											1.00	

CERTIFIED CORRECT: SOCORRO ERMAC CABREROS

POSITION: LEGAL COUNSEL

DATE: 12/02/09

PROCESSING ATTORNEY:

PROCESSING EXAMINER

DATA CONTROL CLERK

DATA ENCODER:

DATE REVIEWED: 0011 02.02.10

DATE REVIEWED:

DATE REVIEWED:

DATE ENCODED:

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

SEC NUMBER A 12 10 10 12 10 17 12 18 13 1

TRANSACTION DATE 12 /02 /09 /

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

COMPANY NAME

P-H-O-E-N-I-X PETROLEUM PHILIPPINES INC.

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

RELN STAT US	NAME (Company Name, if company (Last Name, First Name, MI, Maiden Surname if person)	SEC NO/ BIRTHDATE/ TIN/PASSPORT NO.	NAT 'L COD E	NATIONALI TY	RELATIONSHIP			SH R CO DE	SHR TYPE	NO. OF SHARES	AMOUNT SUBSCRIBED	(MM/DD/YYYY) PERIOD START
					BRD	INC'R	OFR				PAID-UP CAPITAL	PERIOD END
E	MONICO V. JACOB	123-630-879		FIL	M	S	N		Common	1	1.00	
											1.00	
E	RICARDO S. PASCUA	141-776-230		FIL	M	S	N		Common	1	1.00	
											1.00	
E	JOSE MANUEL R. QUIMSON	102-664-155		FIL	M	S	CFO		Common	1	1.00	
											1.00	
E	ROMEO B. DE GUZMAN	09-27-49		FIL	M	S	N		Common	1	1.00	
											1.00	
E	SOCIAL SECURITY SYSTEM	00-728-944-000		FIL	N	S	N		Common	7,500,000	7,500,000.00	
											7,500,000.00	
										269,160,674	269,160,674.00	
											269,160,674.00	

CERTIFIED CORRECT: SOCORRO ERMAC CABREROS

POSITION: LEGAL COUNSEL

DATE: 12/02/09

PROCESSING ATTORNEY:

PROCESSING EXAMINER

DATA CONTROL CLERK

DATE ENCODER:

DATE REVIEWED:

009 12.19.10

DATE REVIEWED:

DATE REVIEWED:

DATE ENCODED: