



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

COMPANY REG. NO. 25160

**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

**MILLENNIUM GLOBAL HOLDINGS, INC.**

[Amending Articles IV by extending the term of its existence.]

copy annexed, adopted on June 27, 2013 by a majority vote of the Board of Directors and on December 20, 2013 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.

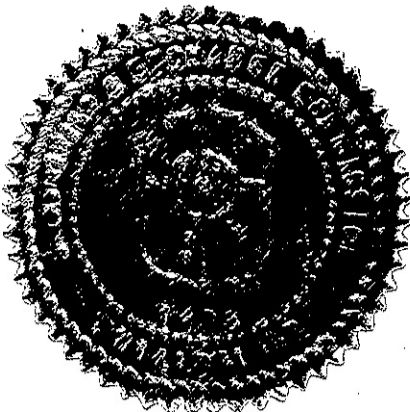
Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, 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 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 14<sup>th</sup> day of May, Twenty Fourteen.

  
GERARDO F. DEL ROSARIO

Officer-In-Charge

Company Registration and Monitoring Department



AMENDED<sup>1</sup> ARTICLES OF INCORPORATION  
OF  
MILLENNIUM GLOBAL HOLDINGS, INC.

(formerly IPVG Corp.)

KNOW ALL MEN BY THESE PRESENTS:

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

FIRST: That the name of the Corporation shall be:

MILLENNIUM GLOBAL HOLDINGS, INC.<sup>2</sup>

SECOND: That the primary purpose for which said Corporation is formed are the following:

PRIMARY PURPOSE

To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, or otherwise dispose of real or personal property of every kind and description, including shares of stocks, bonds, debentures, notes, evidence of indebtedness, marketable securities, deposit substitutes in any valid currency, and other securities or obligations of any corporation or corporations, association or associations, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized and to pay therefor in money or by exchanging therefor stocks, bonds, or other evidences of indebtedness or securities of this or any other corporation, stocks, bonds, debentures, contracts, or obligations, to receive, collect, and dispose of the interest, dividends, proceeds and income arising from such property; and to possess and exercise in respect therefore all voting powers of any stock so owned, provided that the corporation shall not engage as stock broker or dealer in securities.<sup>3</sup>

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<sup>1</sup> As last amended on June 27, 2013 by the Board of Directors and on December 20, 2013 by the stockholders.

<sup>2</sup> As amended on June 11, 2003; As further amended on January 14, 2013 by the Board of Directors and on May 22, 2012 by the stockholders, and approved by the SEC on February 14, 2013.

<sup>3</sup> As amended on 19 August 2004; As further amended on September 7, 2012 by the Board of Directors and on October 22, 2012 by the stockholders, and approved by the SEC on February 14, 2013.

## SECONDARY PURPOSES

1. To acquire by purchase, lease, concession for otherwise any and all property of every kind and description, whether real or personal whatsoever which the Corporation may deem necessary or appropriate in connection with the conduct of any business in which the Corporation may lawfully engage and to own, hold, operate, improve, develop, manage, grant, lease, sell, exchange or otherwise dispose of the whole or any part thereof;
2. To purchase or otherwise acquire, and to hold, own, trade and deal in, mortgage, pledge, assign, sell, exchange, transfer or otherwise dispose of goods, wares, merchandise and personal property of every class and description and to transport the same in any a manner;
3. To apply for, obtain, register, purchase, lease or otherwise acquire, and to hold, own, use, exercise, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect of; or otherwise to turn to account or dispose of, any copyrights, trademarks, trade names, brands, labels, patents, inventions, design, patents, improvements or processes used in connection with or secured under the letters patent of any country, government or authority, or otherwise, in relation to any of the purposes herein stated; and to acquire, use, exercise, or otherwise turn to gain, licenses or rights in respect of any such copyrights, trademarks, trade names, brands, labels, patents, designs patents, inventions, improvements, processes and the like;
4. To raise money for any of the purposes of the Corporation, and from time to time without limit as to amount, to draw, make, accept, endorse, discount, transfer, assign, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and transferable instruments and evidence of indebtedness, and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage and/or pledge or any part of the property or assets at any time held or owned by the corporation on such terms and conditions as the Board of Directors of the Corporation or its duly authorized officers or agents shall determine and as may be permitted by law;
5. Insofar as may be permitted by law, to purchase or otherwise acquire the stocks, bonds, and other securities or evidence of indebtedness' of any other corporation, association, firm or entity, domestic or foreign, and to issue in exchange therefor its own stocks, bonds or other obligations or to pay therefor in cash or otherwise; to hold for investment or otherwise own, use, sell, deal in, dispose of and turn to account any such stocks, bonds, or other securities and exercise the rights and powers of ownership, including the right to vote thereon for any purpose;
6. Insofar as may be permitted by law to do any act of things necessary or useful for the protection, development, improvement or operation of any person,

corporation, association, firm or entity in or with this Corporation has an interest of any kind, whether as stockholders, manager, investment advisor, technical consultant or otherwise, including, among others, the power to extend all kinds of financial assistance by loan, guaranty, surety or subsidy to such corporation, association, firm or entity without engaging in surety business;

7. To purchase, hold, cancel, re-issue, sell, exchange, transfer or otherwise deal in shares of its own capital stocks, bonds or other obligations from time to time, to such an extent and in such manner and upon such terms as its Board of Directors shall determine; provided that the Corporation shall not use its funds or property for the purchase of its own share of capital stock when such use would cause any impairment of its capital stock except to the extent permitted by law;
8. To merge, consolidate, combine or amalgamate with any corporation, firm, association or entity heretofore or hereafter created in such manner as may be permitted by law;
9. To acquire, take over, hold and control all or any part of the business, goodwill, property and other assets, and to assume or undertake the whole or any part of liabilities and obligations of any person, firm, association or corporation, whether domestic or foreign, and whether a going concern or not, engaging in or previously engaged in a business which the Corporation is or may become authorized to carry on or which may be appropriate or suitable for the purposes of the Corporation, and to pay for the same in cash or in stocks, bonds, securities of the Corporation or otherwise, and to hold, manage, operate, conduct and dispose of, in any manner, the whole or part of any such acquisitions, and to exercise all the powers necessary or convenient for the conduct and management thereof;
10. To enter into contracts and arrangements of every kind and description or any lawful purpose with any person, firm, associations, corporation, municipality, body politic, country, territory, province, state, government or colony or dependency thereof, obtain from any government or authority any rights, privileges, contracts, and concession which the Corporation may deem, desirable to obtain, carry-out, perform or comply with, such contracts or arrangements and exercise any such rights, privileges and concessions; and
11. To do and perform all acts and things necessary suitable or proper for the accomplishment of any of the purposes herein enumerated or which at any time appear conducive to the protection or benefit of the Corporation, including the exercise of the powers, authorities and attributes conferred upon corporations organized under the laws of the Philippines in general and upon domestic corporation in particular.<sup>4</sup>

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<sup>4</sup> As amended on June 11, 2003.

THIRD: That the principal office of the Corporation shall be at 2<sup>nd</sup> Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City.<sup>5</sup>

FOURTH: That the term for which the Corporation shall exist is for another fifty (50) years from and after May 19, 2014.<sup>6</sup>

FIFTH: That the names, nationalities and residences of the incorporators who are all Filipinos, shall be as follows:

NAME	RESIDENCE
Domingo M. Guevarra	1573 Princeton Avenue, Mandaluyong City
Constancio E. Castaneda	46 Fifth Avenue, Caloocan City
Dominador S. Pongos	64 Sta. Escolastica St., Pasay City
Dominador R. Aytona	No. 8 Scout 10, Quezon City
Antonio V. Sayson	10 Paez St., Gagalangin, Tondo, Manila
Rafael G.M. Reyes	1064 Economia St., Sampaloc, Manila
Felino G. Ampil	73 Apo St., Quezon City
Patrocio L. Dorain	234 E. Fernandez St., San Juan, Rizal
Gregorio M. Alteza	582 2 <sup>nd</sup> St., San Beda., San Miguel, Manila
Manuel C. de Leon	551 San Joaquin St., Mandaluyong City

SIXTH: That the number of Directors of the Corporation shall be eleven (11) and the names and residences 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:<sup>7</sup>

NAME	RESIDENCE
Domingo M. Guevarra	1573 Princeton Avenue, Mandaluyong City
Constancio E. Castaneda	46 Fifth Avenue, Caloocan City
Dominador S. Pongos	64 Sta. Escolastica St., Pasay City
Dominador R. Aytona	No. 8 Scout 10, Quezon City
Antonio V. Sayson	10 Paez St., Gagalangin, Tondo, Manila
Rafael G.M. Reyes	1064 Economia St., Sampaloc, Manila
Felino G. Ampil	73 Apo St., Quezon City

SEVENTH: That the authorized capital stock of the Corporation is TWO BILLION FIVE HUNDRED MILLION PESOS (P2,500,000,000.00) Philippine Currency,

<sup>5</sup> As amended on January 14, 2013 by the Board of Directors and on October 22, 2012 by the stockholders, and approved by the SEC on February 14, 2013.

<sup>6</sup> As amended on June 27, 2013 by the Board of Directors and on December 20, 2013 by the stockholders.

<sup>7</sup> As amended on June 11, 2003.

and said authorized capital stock is divided into TWO BILLION FIVE HUNDRED MILLION (2,500,000,000) shares at par value of One peso (P1.00) per share.<sup>8</sup>

No stockholder of stock, shall because of his/its ownership of stock, 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 may deem proper without first offering such stock or securities or any part thereof to existing stockholders.

EIGHTH: That the amount of the entire capital stock which has been actually subscribed is SIX HUNDRED THOUSAND PESOS (P600,000.00) Philippine Currency, and the following persons have subscribed for the numbers of common shares and the amount of capital stock set opposite their respective names:

NAME	NO. OF SHARES COMMON	AMOUNT SUBSCRIBED
Domingo M. Guevarra	6,000	60,000.00
Constancio E. Castaneda	5,400	54,000.00
Dominador S. Pongos	5,400	54,000.00
Dominador R. Aytona	5,400	54,000.00
Dominador M. Cepeda	5,400	54,000.00
Antonio V. Sayson	5,400	54,000.00
Rafael G.M. Reyes	5,400	54,000.00
Felino G. Ampil	5,400	54,000.00
Patrocio L. Dorain	5,400	54,000.00
Gregorio M. Alteza	5,400	54,000.00
Manuel C. de Leon	5,400	54,000.00
<b>TOTAL</b>	<b>60,000</b>	<b>P600,000.00</b>

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

NAME	RESIDENCES	AMOUNT PAID ON
Domingo M. Guevarra	1573 Princeton Avenue, Mandaluyong City	P30,000.00

<sup>8</sup> As amended on November 15, 2011 and approved by the SEC on March 27, 2012; As further amended on June 27, 2013 by the Board of Directors and on May 22, 2012 by the stockholders, and approved by the SEC on July 25, 2013.

Constancio E. Castaneda	46 Fifth Avenue, Caloocan City	27,000.00
Dominador S. Pongos	64 Sta. Escolastica St., Pasay City	27,000.00
Dominador R. Aytona	No. 8 Scout 10, Quezon City	27,000.00
Dominador M. Cepeda	10 Valley Road, Quezon City	27,000.00
Antonio V. Sayson	10 Paez St., Gagalangin, Tondo, Manila	27,000.00
Rafael G.M. Reyes	1064 Economia St., Sampaloc, Manila	27,000.00
Felino G. Ampil	73 Apo St., Quezon City	27,000.00
Patrocio L. Dorain	234 E. Fernandez St., San Juan, Rizal	27,000.00
Gregorio M. Alteza	582 2nd St., San Beda., San Miguel, Manila	27,000.00
Manuel C. de Leon	551 San Joaquin St., Mandaluyong City	27,000.00
TOTAL		P300,000.00

TENTH: That HECTOR ACURANTES has been elected by the subscribers as Treasurer of the Corporation to act as such until his successor is duly elected and qualified in accordance with the By-Laws, and that as such Treasurer, he has been authorized to receive for the Corporation and to give receipts in its name for all subscription paid in by said subscribers.

IN WITNESS WHEREOF, we have set our hands this day of April 1964 at Makati City.

(SGD) DOMINGO M. GUEVARRA  
(SGD) DOMINADOR S. PONGOS  
(SGD) DOMINADOR M. CEPEDA  
(SGD) MANUEL C. DE LEON

(SGD) CONSTANCIO E. CASTANEDA  
(SGD) DOMINADOR R. AYTONA  
(SGD) ANTONIO V. SAYSON

SIGNED IN THE PRESENCE OF

(SGD) P. CONCEPCION

(SGD) L.L. MADARA

RW Finance Co. (Arts. of Inc.)

Acknowledgment:

DOMINADOR R. AYTONA

DOMINADOR M. CEPEDA

Res. Cert.: A-0217317

Issued at: Manila

Issued on: March 19, 1964

Res. Cert.: A-4247889

Issued at: Quezon City

Issued on: Feb. 21, 1964

ANTONIO V. SAYSON

RAFAEL G.M. REYES

FELINO G. AMPIL

PATROCIO DORAIN

GREGORIO M. ALTEZA

MANUEL C. DE LEON

Res. Cert.: A-4573928

Issued at: Caloocan

Issued on: Feb. 3, 1964

Res. Cert.: A-0027506

Issued at: Manila

Issued on: Jan. 8, 1964

Res. Cert.: A-0140818

Issued at: Manila

Issued on: Jan. 17, 1964

Res. Cert.: A-4480436

Issued at: San Juan, Rizal

Issued on: March 10, 1964

Res. Cert.: A-0216199

Issued at: Manila

Issued on: Feb. 10, 1964

Res. Cert.: A-5100697

Issued at: Mandaluyong, Rizal

Issued on: Feb. 8, 1964

known to me to be the same persons who executed the within instrument and who acknowledged to me that the same is their free and voluntary act and deed.

BENJAMIN C. DEL ROSARIO

Notary Public

Until December 31, 1964

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Page No. 65;

Book No. II;

Series of 1964.