



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

COMPANY REG. NO. CN200900748
COMPANY TIN 007-211-674

CERTIFICATE OF INCORPORATION

KNOW- ALL PERSONS BY THESE PRESENTS:

This is to certify that the Articles of Incorporation and By-Laws of

CIOF FOUNDATION, INC.

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation in accordance with the Corporation Code of the Philippines (Batas Pambansa Blg. 68), and copies of said Articles and By-Laws is hereto attached.

This Certificate grants juridical personality to the corporation but 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.

As a registered corporation, it shall submit annually to this Commission the reports indicated at the back of this certificate.

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 29th day of January Two Thousand Nine .




BENITO A. CATARAN
Director

Company Registration and Monitoring Department



COVER SHEET

(S.E.C. Registration Number)

(Company's Full Name)

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

MA. REMEDIOS L. NUÑEZ

981-70-12 / 0917-866-0444

Month Day
Fiscal Year

FORM TYPE

Month Day
Annual Meeting

Secondary License Type, if ApplicableDept. Requiring this Doc.Amended Articles Number/SectionTotal No. of Stockholders

Domestic

Foreign

File Number

Document I.D.

STAMPS

Remarks = pls. use black ink for scanning purposes

NON-STOCK)



ARTICLES OF INCORPORATION OF

CIOF FOUNDATION, INC.

(Name of Corporation)

KNOW ALL MEN BT 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 non-stock and non-profit association under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

FIRST: The name of the said association shall be:

CIOF FOUNDATION, INC.

SECOND: A. That the purpose or purposes for which such association is incorporated are:

1. To support the CIO Forum, Inc., the Commission of Information and Communications Technology, and other existing government and private institutions and organizations in accelerating the development, use and promotion of information and communications technology (ICT) and related technologies in government and in the country as a whole;
2. To provide the structure and mechanism by which the vast knowledge, experiences, learnings, talents, and skills of the past and current officers and members of the CIO Forum, Inc. could be harnessed for the more effective and accelerated use, application, and promotion of ICT and related technologies in government;
3. To develop and maintain a Knowledge Resource Database detailing the individual expertise, experiences, and skills of current and former CIO Forum, Inc. members;

Continuation of p.1 Articles of Incorporations of CIOFF, Inc....

4. To undertake, operate and manage, and/or underwrite programs, projects, events, and other activities in ICT and related technologies, on its own or in cooperation or partnership with the CIO Forum, Inc., or with other organizations or individuals, either in the government or private sector;
5. To help raise the level of the technical, managerial, and administrative competencies of CIOs in government, particularly in the implementation of ICT programs and projects, through the conduct of training and capacity-building programs;
6. To seek, request for, as well as accept and receive grants, contributions, donations, and endowments from private and public sources, either in cash or in kind, or engage in other similar undertakings for the purpose of raising funds for the use of and redound to the benefit of the Foundation and its members, and its programs, projects, and activities;
7. To accept and receive bequests, devices or inheritance of real and/or personal properties that are necessary, desirable and proper for the use of the Foundation, and to acquire, hold, sell, convey, lease or dispose of the same for the good and benefit of the Foundation and its members; and
8. In furtherance of the purposes enumerated herein, and not in limitation of the powers granted by statute, to do and perform any and all powers granted by the Corporation Law and other laws to public and private corporations to the extent that these are not inconsistent with law and the purposes of the Foundation

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

No./Street National Computer Center, CICT/NCC Bldg. CP Garcia UP Diliman (If applicable)

City/Town Quezon City Province

FOURTH: That the term for which the association 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 of the association are as follows:

Name	Nationality	Residence
Lilia C. Guillermo	Filipino	92 Filheights Ave. Cor. Isaiah St. Filinvest II, Batasan QC
Clarito L. Magsino	Filipino	2562 Madre Perla St., Vito Cruz Manila
Ma. Esperanza M. Espino	Filipino	Block 31 Lot 14 Jane De Joya St., BF Resort Village, Las Piñas
Virgilio Gaje	Filipino	Bldg. 32 Apt. 44 Pag-asa Bliss, Quezon City
Bernardita DP. Gerez	Filipino	Fantail St., Sitio Veterans, Bagong Silang, Batasan Hills, Quezon City 1119
Annette M. Rafael	Filipino	No. 7-B Mulawin St. corner Narra St. San Antonio Abad Subd. Mabunga, Pasig City
Daniel F. Pabellon	Filipino	18 Florencio St., Reymar Subdivision Tandang Sora, Quezon City
Alfonso O. Rivera	Filipino	No. 5, Cavalry Drive, Cavalry Hills, East Rembo, Makati City
Ivan John E. Uy	Filipino	53 Kitanlad St., Sta. Mesa Heights, Quezon City
Josefa A. Vidal	Filipino	Lot 4 Block 6, Daisy Street, Bermuda Heights Subdivision, Brgy. San Luis, Antipolo City
Cynthia A. Topacio	Filipino	8 Liamzon St., Midtown Subdivision, San Roque, Marikina City
Minerva A. Mesina	Filipino	22 Wilshire St., Park Place Subdivision, Cainta, Rizal
Cecilia V. Reyes	Filipino	936 Ilang Ilang St., Malolos Bulacan
Ma. Remedios L. Nuñez	Filipino	Unit 409 Cluster III, Isabelle Garden Villas, E. Rodriguez Ave., Moonwalk Parañaque City
George C. Kintanar	Filipino	12 th Ave., Cubao, Quezon City

SIXTH: That the number of trustees of the association shall be nine
(9) and that the names, nationalities and residences of the first trustees of the association are as follows:

Name	Nationality	Residence
Daniel F. Pabellon	Filipino	18 Florencio St., Reymar Subdivision Tandang Sora, Quezon City
Ivan John E. Uy	Filipino	53 Kitanlad St., Sta. Mesa Heights, Quezon City

- [] With list of additional members, certified by the Secretary under oath and marked as Annex "A".
 [] No list of additional members attached.

(Please check appropriate box)

EIGHTH: That no part of the income which the association may obtain as an incident to its operation shall be distributed as dividends to its members, trustees or officers subject to the provisions of the Corporation Code on dissolution. Any profit obtained by the association as a result of its operation, whenever necessary or proper shall be used for the furtherance of the purposes enumerated in Article II, subject to the provision of Title XI of the Corporation Code of the Philippines.

NINTH: That Josefa A. Vidal has been elected by the members as Treasurer of the association to act as such until his/her successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, he / she has been authorized to receive for and in the name and for the benefit of the association all contributions or donations paid or given by the members.

TENTH: That the association 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.

ELEVENTH: That the association shall comply with the requirements for non-stock corporations in the course of its operation.

In Witness Whereof, we have hereunto signed this Articles of Incorporation, this 13th day of October, 20008, in the City / Municipality of Quezon City Province of _____, Philippines.

Lilia C. Guillermo
 Lilia C. Guillermo

115-920-267

Virgilio Gaje

111-5967384

Alfonso O. Rivera

109-038-936

Josefa A. Vidal

137-918-121

Cecilia V. Reyes

141-811-391

WITNESSES:

Clarito L. Magsino
 Clarito L. Magsino

101-735-967

Bernardita DP. Gerez

134-640778

Annette M. Rafael

130-976-538

Cynthia A. Topacio

111-763-470

Ma. Remedios L. Nuñez

1226928-012

Van D. Lupo - member

129-613-679

Ma. Esperanza M. Espino
 Ma. Esperanza M. Espino

141-648-536

Daniel F. Pabellon

111-783-338

Ivan John E. Uy

135-909-733

Minerva A. Misina

125-318-783

George A. Kintanar

151-753-417

ACKNOWLEDGEMENT

Republic of the Philippines) S.S.
Quezon City)

BEFORE ME, a Notary Public in and for _____ Philippines, this
____ day of _____, 20__ personally appeared:

Name	Community Tax Certificate No.	Date & Place Issued
DEC 17 2008;		
LILIA C. GUILLERMO	07614533	15-Jan-08 / Quezon City
IVAN JOHN E. UY	07611802	24-Mar-08 / Quezon City
JOSEFA A. VIDAL	1249523	14-Jan-08 / Antipolo City
BERNARDITA DP. GEREZ	24045803	14-Feb-08 / Quezon City
ALFONSO O. RIVERA	19486610	16-Jan-08 / Makati City
DANIEL F. PABELLON	2403634	29-Feb-08 / Quezon City
MA. ESPERANZA M. ESPINO	3413680	28-Mar-08 / Manila
VIRGILIO M. GAJE	24178192	31-Mar-08 / Quezon City
GEORGE C. KINTANAR	07464094	09-Jan-08 / Quezon City
CLARITO L. MAGSINO	19288542	29-Jan-08 / Makati City
MA. REMEDIOS L. NUÑEZ	14690454	16-Sept-08 / Parañaque City
ANNETTE M. RAFAEL	0436958	22-Oct-08 / Lubao Pampanga
CYNTHIA CORVITE- member	8210366	12-Dec-08 / Quezon City
CYNTHIA TOPACIO	01602327	30-Jan-08 / Manila
CECILIA V. REYES	22695811	09-Jan-08 / Malolos Bulacan
MINERVA A. MESINA	12485896	08-Jan-08 / Antipolo City
VAN D. LUSPO - member	19844447	14-Feb-08 / Baguio 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 above written.


NOTARY PUBLIC

Until December 31, 20__

Doc. No. 595;
Page No. 8;
Book No. VIII;
Series of 2008

ATTY. JOSEPH DENNIS D. LIM
UNTIL DEC. 31, 2008
PTR NO. 9787405-1-7-08
IBP NO. 726247-1-7-08
ROLL NO. 38618

(Non-Stock)

BY-LAWS
OF THE
CIOF FOUNDATION, INC.
(Name of Corporation)

ARTICLE I
MEETINGS

Section 1. Annual Meetings- The annual meetings of the members shall be held at the principal office of the association on 10th day of February of each year. The Chairman and/or the President shall render his annual report to the members regarding the activities of the association. The election directors shall also be held during this regular meeting.

Section 2. Special Meetings – Special meetings of the members shall be called as the need thereof arises, by the Board of Trustees or by the Chairman or upon petition of 1/3 of the general membership.

Section 3. Notices – Notices of the time and place of annual, and special meetings of the members shall be given either personally or by special delivery mail, at least two (2) weeks before the date set for such meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting.

Section 4. Quorum – A quorum for any meeting of the members shall consist of a majority of the members and a majority of such quorum may decide any question at the meeting, except those matters where the Corporation Code requires the affirmative vote of a greater proportion.

Section 5. Order of Business – The order of business at the annual meeting of the members shall be as follows:

- a. Proof of service of the required notice of meeting.
- b. Proof of the presence of a quorum.
- c. Reading and approval of the minutes of the previous annual meeting
- d. Unfinished business.

- e. Report of the Chairman and the President
- f. Election of the Trustees for the ensuing year.
- g. Other Matters.

Section 6. Voting Proxy – Each member shall be entitled to one vote, and he may vote either in person or by proxy which shall be in writing and filed with the Secretary of the association before the scheduled meeting.

ARTICLE II

BOARD OF TRUSTEES

Section 1. Board of Trustees – The corporate powers of the association shall be exercised, its business conducted and its property controlled by the Board of Trustees.

Section 2. Qualifications – The trustees to be elected must be a legal age and members of the association of good standing.

Section 3. Disqualification of Trustees or Officers – No member convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of the **Corporation Code of the Philippines** committed within five (5) years prior to the date of his election or appointment, shall qualify as a trustee or officer. No incumbent or active regular member of the CIO Forum, Inc. and still in active government service shall qualify and be elected as member of the Board of Trustees of the Foundation. Any incumbent member of the Board of Trustees of the Foundation who shall be reappointed to and assume any regular position in government, drawing regular compensation there from, shall be considered resigned from the Board and his/her successor shall be elected by the majority of the members of the Foundation, who shall serve the unexpired portion of his/her term.

Section 4. Term of Office of Trustees – The trustees shall hold office for two years and until their successors are duly elected and qualified.

ARTICLE III

OFFICERS

Section 1. Officers – The officers of the association shall be a Chairman, a President, a Secretary, and a Treasurer., and an Auditor They shall be elected by the Board of Trustees from among themselves. The Board may combine compatible offices in a single person.

Section 2. Term of Office of Officers – All officers of the association shall hold office for two years and until their successors are duly elected and qualified.

ARTICLE IV

FUNCTIONS AND POWERS OF OFFICERS

Section 1. Chairman – the Chairman of the Board of Trustees must be a member of good standing and have served as a former officer of the CIO Forum, Inc. He shall have the following powers and duties:

1. To preside over all meetings of the Board;
2. To approve and sign the appointments of the officers of the Foundation;
3. To administer the policies as approved by the Board of Trustees;
4. To approve and sign the annual work program and budget of the Foundation, as approved by the Board;
5. To approve and sign the long-term plan and program of the Foundation as approved by the Board;
6. To initiate or undertake such other duties or activities as he may deem necessary or appropriate in the furtherance of the purposes and objectives of the Foundation.

Section 2. President – the President must be a member of good standing and should have served as a former officer of the CIO Forum, Inc. He shall exercise the following powers and duties:

1. To serve as the chief executive officer (CEO) of the Foundation;
2. To act on and supervise the day-to-day management and administration of the operations, programs, projects, and activities of the Foundation;
3. To execute all policies, plans and programs as approved by the Board of Trustees;
4. To prepare and submit to the Board of Trustees for approval an Annual Work and Financial Program;
5. To execute and implement, on behalf of the Foundation, all contracts and agreements that are authorized and approved by the Board of Trustees;
6. To perform such other functions and duties as the Board and the Chairman shall delegate to him in the furtherance of the objectives of the Foundation.

Section 3. Secretary – The Secretary shall (a) give all notices required by these By-laws and keep the minutes of all meetings of the members and of the Board of Trustees in a book kept for the purpose; (b) keep the seal of the Foundation and affix such seal to any paper or instrument requiring the same; and (c) maintain and have custody of the Registry of Members and the correspondence files of the Foundation.

Section 4. Treasurer - The Treasurer shall (a) have charge of the funds, receipts and disbursements of the Foundation; (b) keep all moneys and other valuables of the Foundation in such banks as the Board of Trustees may designate; (c) keep and have charge of the books of accounts; and (d) perform such other duties and functions as may be assigned to him from time to time by the Board of Trustees; Chairman of the Board; or the President. He shall post a bond in such amount as may be fixed by the Board of Trustees.

Section 5. Auditor – The Auditor shall conduct a periodic audit of the financial transactions and books of accounts of the Foundation, or upon his request and approved by the Board, arrange for an external auditor for the conduct of an audit of the books of accounts of the Foundation.

ARTICLE V

MEMBERS

Section 1. Qualification for Membership – The board shall determine the qualifications of an applicant for membership.

Section 2. Rights of Members – A member shall have the following rights:

- a. To exercise the right to vote on all matters relating to the affairs of the association;
- b. To be eligible to any elective or appointive office of the association;
- c. To participate in all deliberations/meetings of the association;

- d. To avail of all the facilities of the association;
- e. To examine all the records or books of the association during business hours.

Section 3. Duties and Responsibilities of the Members - A member shall have the following duties and responsibilities:

- a. To obey and comply with the by-laws, rules and regulations that may be promulgated by the association from time to time;
- b. To attend all meetings of the association;
- c. To pay membership dues and other assessments of the association.

ARTICLE VI

SUSPENSION, EXPULSION AND TERMINATION OF MEMBERSHIP

Suspension, expulsion and termination of membership, shall be in accordance with the rules and regulations of the association.

Any member of the association may file charges against a member by filing a written complaint with the Secretary of the association. The Board of Trustees shall call a special meeting to consider the charges. The affirmative vote of majority of all the trustees shall be necessary to suspend a member; Provided that where the penalty is expulsion, the affirmative vote of majority of all the members of the association shall be necessary.

ARTICLE VII

FUND

Section 1. Funds - The funds of the association shall be derived from admission fees, annual dues and special assessments of members, gifts, or donations.

Section 2. Disbursements - Withdrawal from the funds of the association, whether by check or any other instrument shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

Section 3. Fiscal Year - The fiscal year of the association shall be from January 1st to December 31 of each year.

ARTICLE VIII
CORPORATE SEAL

Section 1. Form - The corporate seal of the association shall be in such form and design as may be determined by the Board.

ARTICLE IX
AMENDMENTS OF THE BY-LAWS

Section 1. Amendments - These by-laws, or any provision thereof, may be amended or repealed by a majority vote of the members and by a majority vote of the Trustees at any regular or special meeting duly held for the purpose.


Adopted this 13th day of October, 200 08 in Quezon City
by the affirmative vote of the undersigned members representing a majority of the members of the association in a special meeting duly held for the purpose.

(Note: 1. If filed with Articles of Incorporation, these by-laws should be signed by all incorporators;
2. If filed after incorporation, should be signed by majority of the members and should submit Board of Trustees certificate for the adoption of the by-laws)

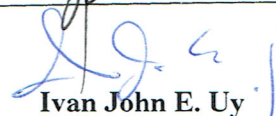

Lilia C. Guillermo



Ma. Esperanza M. Espino



Virgilio Gaje


Daniel F. Pabellon

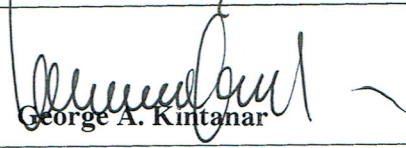

Alfonso O. Rivera

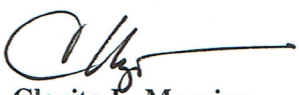

Ivan John E. Uy

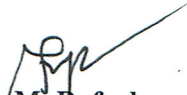

Josefa A. Vidal


Minerva A. Mistna


Cecilia V. Reyes


George A. Kintanar

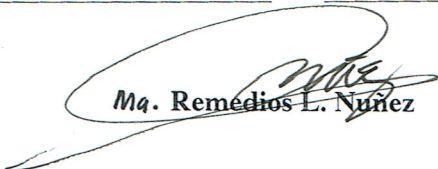

Clarito L. Magsino


Annette M. Rafael


Bernardita DP. Gerez


Cynthia A. Topacio


Van D. Luspo
member


Ma. Remedios L. Nunez

REPUBLIC OF THE PHILIPPINES)
_____) S.S.

JOINT AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

We, DANIEL F. PABELLON and MA. REMEDIOS L. NUÑEZ, both of legal age, Filipinos and residents of 18 Florencio St., Reymar Subdivision Tandang Sora, Quezon City and Unit 409 Cluster III, Isabelle Garden Villas, E. Rodriguez Ave., Moonwalk Parañaque City, after having been sworn to in accordance with law hereby depose and state:

That we are the INCORPORATORS of CIOF FOUNDATION, INC.
(Incorporators/Partners) (Name of Corporation/Partnership)
which is in the process of registering its corporate/partnership name with the Securities and Exchange Commission.

That we, in behalf of said corporation/partnership, hereby undertake to change its corporate/partnership name immediately upon receipt of notice or directive from the Commission that another corporation, partnership or person has acquired a prior right to the use of the name or that the name has been declared as misleading, deceptive, confusingly, similar to a registered name, or contrary to public morals, good customs or public policy.

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, we hereby signed this affidavit this 16th day of January 2009 at Quezon City


DANIEL F. PABELLON
AFFIANT


MA. REMEDIOS L. NUÑEZ
AFFIANT

SUBSCRIBED AND SWORN to before me this ____ day of _____, 20__ in _____ by the above named persons who exhibited to me their Community Tax Certificates as follows:

NAME
DANIEL F. PABELLON
MA. REMEDIOS L. NUÑEZ

COMM. TAX CERT NO.
2403634
14690454

DATE & PLACE ISSUED
29-Feb-08 / Quezon City
16-Sept-08 / Parañaque City

Doc. No. 234 ;
Page No. 12 ;
Book No. XII ;
Series of 200 9


NOTARY PUBLIC
Until December 31, 20__

ATTY. JOSEPH DENNIS J. LIM
UNTIL DEC. 31, 2010
PTR NO. III9474 -I-5-09
IBP NO. 747145-I-5-09
ROLL NO. 38918

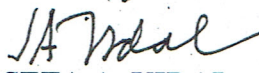
REPUBLIC OF THE PHILIPPINES)
QUEZON CITY) S.S.

STATEMENT OF WILLINGNESS TO BE AUDITED

I, **JOSEFA A. VIDAL**, being duly sworn, depose and say:

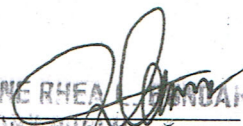
That I am an incorporator, a trustee and the Treasurer of **CIOF FOUNDATION, INC.** (the "Foundation"), which is in the process of registration with the Securities and Exchange Commission ("SEC").

That pursuant to SEC Memorandum Circular No. 8, series of 2006 (entitled *Revised Guidelines on Foundations*) dated 22 June 2006, I hereby state, on behalf of the Foundation, our willingness to allow the SEC to conduct audit of our financial books from time to time and authorize the SEC to inspect and examine our corporate and accounting books, records, names of beneficiaries, agreements entered into, correspondence and all other pertinent documents.


JOSEFA A. VIDAL
Affiant

SUBSCRIBED AND SWORN to before me this ____ day of DEC 24 2008.
2008, affiant exhibiting to me his/her Community Certificate No. CC12008 1249523
issued on January 14, 2008 at Antipolo City.

Doc. No. 1518 :
Page No. 202 :
Book No. XVI :
Series of 2008


ATTY. J. REINE RHEA
Notary Public
UNTIL DECEMBER 31, 2008
974332 11/8

TREASURER'S AFFIDAVIT

REPUBLIC OF THE PHILIPPINES)
CITY/MUNICIPALITY OF) S.S
PROVINCE OF)

I, JOSEFA A. VIDAL being duly sworn, depose and say:

That I have been elected by the subscribers of the corporations as Treasurer thereof to act as such until my successor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such Treasurer. I hereby certify under oath that at least 25% of the authorized capital stock of the corporation has been subscribed and at least 25% of the subscription has been paid, and received by me in cash property for the benefit and credit of the corporation.

This is also to authorize the Securities and Exchange Commission and Bangko Sentral ng Pilipinas to examine and verify the deposit in the Philippine National Bank Napocor Branch

(Name of Bank)

(Name of Corporation)

in my name as treasurer in trust for the CIOF Foundation, Inc.

(Name of Corporation)

in the amount of One Million Pesos (P. 1,000,000.00) representing the paid-up capital of the said corporation which is in the process of incorporation. This authority is valid and inspection of said deposit may be made even after the issuance of the Certificate of Incorporation to the corporation. Should the deposit be transferred to another bank prior to or after incorporation, this will also serve as authority to verify and examine the same the pertinent books and records of accounts of the corporation as well as all supporting papers to determine the utilization and disbursement of the said paid-up capital.

In case the said paid-up capital is not deposited or withdrawn prior to the approval of the articles of incorporation, I, in behalf of the above named corporation, waive our right to a notice and hearing in the revocation or our Certificate of Incorporation.

JA Vidal
JOSEFA A. VIDAL
Treasurer

SUBSCRIBED AND SWORN to before me this 24 day of DEC 24 2008 at QUEZON CITY, Philippines, affiant exhibiting to me his Community Tax Certificate No. CC12008 1249523 issued at JANUARY 14, 2008, on ANTIPOL CITY.

Doc. No. 1517

Page No. 202

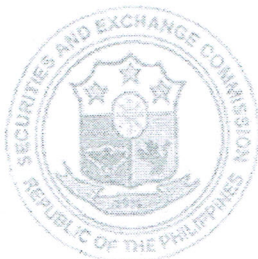
Book No. 224

Series of 2008

NOTARY PUBLIC

INTL DECEMBER 31, 2008

PTR # ATL 2322 1/18/08



Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION

Reservation Payment Confirmation

This certifies that the name **CIOF FOUNDATION, INC.** has been reserved from **December 23, 2008 to January 22, 2009.**

Reference Reservation Number (RRN): **RRN20081223145226906**

Type of Industry: Foundation

Breakdown of Fees:

Reservation Fee: Php 40.00

TOTAL: Php 40.00

Important Reminders:

NOTE: The fact that the name is available at the date verified, it is not to be regarded as an approval of the registration of the company or any application for change of name. No expense for printing of materials using a verified name should be incurred until registration takes effect. As this is a computer printout, any erasure or alteration on this document nullifies verification.

The applicant undertakes to change the reserved name in case another person or firm has acquired a prior right to the use of the said firm name or the same is deceptively or confusingly similar to one already registered.

Please do not pay for your Name Reservation and Extension WITHIN THE SAME DAY via Funds Transfer. You may course your payment at any selected UnionBank branches or at the SEC Teller.

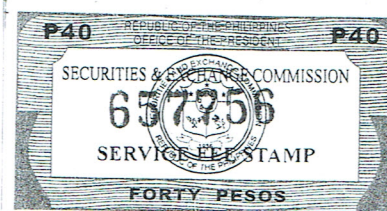
For SEC use only:

Override By: mvlmuco

Reason: Other Override Remark(s) - w/ expired reservation orig. approved by Dir.

Cataran dtd. 10.13.08

2004 SEC-iRegister
All rights Reserved
www.sec.gov.ph



December 24, 2008

The Securities and Exchange Commission
SEC Bldg., EDSA, Greenhills
Mandaluyong City, Metro Manila

Sir/Madam:

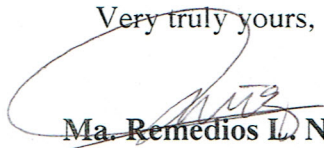
This is to confirm that all corrections in the Articles of Incorporation of

CIOF FOUNDATION, INC.
(Name of Corporation)

were made prior to notarization and were made with the full knowledge and consent of all the incorporators.

I, the undersigned incorporator and elected Secretary of the Board of Trustees of this foundation, hereby undertake full responsibility for corrections made, particularly on Articles of Incorporation and By-Laws.

Very truly yours,


Ma. Remedios L. Nuñez
Unit 409 Cluster III, Isabelle Garden Villas,
E. Rodriguez Ave., Moonwalk
Parañaque City

SUBSCRIBED AND SWORN to before me this 12 day of JAN 06 2009
2008, affiant exhibiting to me his/her Community Certificate No. CC12008 14690454
issued on September 16, 2008 at Parañaque City.

JOEL G. GORDOLA
NOTARY PUBLIC
UNTIL DECEMBER 31, 2009
PTR NO. 080636211/5/09 Q.C.
IBP NO. 688766; ROLL NO. 25103

Doc. No. 2160;
Page No. 42;
Book No. 87;
Series of 2008



Philippine National Bank
Authorized Depository of the Republic of the Philippines

Trunk Lines: (632) 526-3131 to 70 / 891-6040 to 70
P.O. Box 1844 (Manila) • P.O. Box 410 (Pasay City)

www.pnb.com.ph

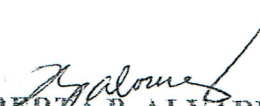
December 24, 2008

The Securities and Exchange Commission
Edsa, Greenhills, Mandaluyong City
Metro Manila

Greetings:

This is to certify that there is on deposit with this bank the sum of **ONE MILLION AND 00/100 ONLY (PHP1,000,000.00)** under Savings/Current Account Number : **249-523722-5** in the name of **JOSEFA A. VIDAL**, Treasurer-in-Trust for **CIOF FOUNDATION, INC.** which is in the process of incorporation.

The said deposit is clear and free from lien, restriction, condition or hold out and may be withdrawn in behalf of said company upon presentation of proof of due incorporation thereof.



RUBERT A. ALVAREZ
Sales and Service Head

REPUBLIC OF THE PHILIPPINES)
IN THE CITY OF QUEZON S.S

SUBSCRIBED AND SWORN to before me this DEC 24 2008 day of _____ 2008,
affiant exhibited to me his/her Community Certificate No. _____ issued at
on _____.

NOTARY PUBLIC

Doc. No. 670
Page No. 10
Book No. AV8
Series of AV8


ATTY. JOSEPH DENNIS J. LIN
UNTIL DEC. 31, 2008
PTR NO. 9787405-7-00
RP NO. 726247-1-7-00
ROLL NO. 38010