



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City of Pasay, Metro Manila

COMPANY REG. NO. 20907

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

MILESTONE GUARANTY AND ASSURANCE CORP.
(Amending Article VII thereof)

copy annexed, adopted on April 13, 2016 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 to this Certificate at Pasay City, Metro Manila, Philippines, this 28th day of July, Twenty Seventeen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department

COVER SHEET

for Application at

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDED AOI

SEC Registration Number

00000020907

Company Name

MILESTONE GUARANTY AND ASSURANCE CORP.

New Company Name

Principal Office (No./Street/Barangay/City/Town/Province)

2654 SAYGAN STREET, MALATE MANILA

COMPANY INFORMATION

Company's Email Address

info@milestoneguaranty.com

Company's Telephone Number/s

353-80-24 to 28

Company's Fascimile Number/s

523-77-75

CONTACT PERSON INFORMATION

Name of Contact Person

ATTY. ROZAIRE G. OMBAO

Email Address

rgombao@milestoneguaranty.com

Tel. Number/s

353-80-24 to 28

Fax Number/s

523-77-75

2654 SAYGAN ST., MALATE MANILA

To be accomplished by CRMD Personnel

Assigned Processor:

MS. Gil

Date

7/17/18

Signature

JM

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

- Corporate and Partnership registration Division
Green Lane Unit
Financial Analysis and Audit Division
Licensing Unit

Corporate and Partnership registration Division

Green Lane Unit

Financial Analysis and Audit Division

Licensing Unit

Date: 2018-07-18 Time: 10:29:20 AM

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Username: Salvador Bacuanta
Page 376
Verified by: FRANCISCO

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AMENDED ARTICLES OF INCORPORATION

MILESTONE GUARANTY AND ASSURANCE CORP.



KNOW ALL MEN BY THESE PRESENTS

That we, all of whom are of legal age, citizens and residents of the Philippines, on this date, have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY

First: That the name of said corporation shall be:

"MILESTONE GUARANTY AND ASSURANCE CORP."

Second: That the purpose of which said corporation is formed are;

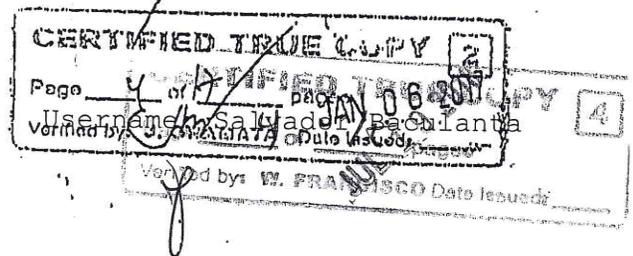
a) To insure houses, tenements, motor vehicles, merchandise, and all other property and effects, real and personal, against loss or damage by fire, storm, earthquake, accident or otherwise and to carry on the ordinary business of fire insurance in all the aforementioned branches. To rebuild, repair, replace, or reinstate houses, buildings, machinery, and every other description or property which may be insured by the company and to carry on any kind of business necessary or expedient for any such purposes.

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b) To insure against every description of marine risk, which may legally be undertaken, relating to the perils incidental to the seas, ships, vessels, and water craft of

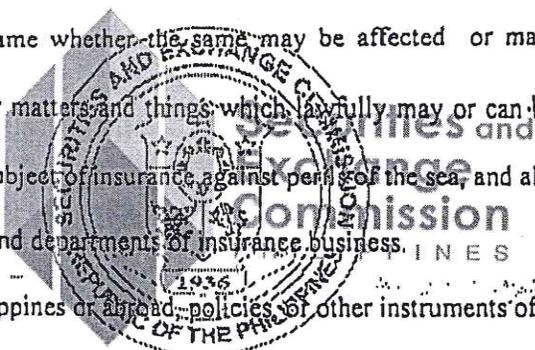
www. all description, and also the freights, goods, merchandise, cargo and all property expressd

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whatsoever in or on board of the same whether the same may be affected or made according to law. To insure all other matters and things which lawfully may or can be, from time to time, insured or be the subject of insurance against perils of the sea, and also generally to carry on other branches and departments of insurance business.



c) To grant either in the Philippines or abroad, policies of other instruments of insurance against or insuring compensation or payment in case of death or injury to health or limb by railway or airplane accident or shipwreck or other perils of the land, sea, or air, or any other accident or misadventure or violence during any journey or voyage by land, or water, or air, or during any other limited or specified period; and to prepare, provide, and supply medicine and surgical aid and treatment or any other medicine and surgical aid and treatment or any other assistance and all remedies and requirements in case of accident or harm to any person or the family and household of any person whom the company shall insure or to any person dwelling or staying in the house of such person insured.

d) To reinsure any or all rights of the company and to undertake all kinds of reinsurance and counter-insurance connected with the business of any other company. To conclude reciprocal reinsurances and treaties on all kinds of insurance.

e) To guarantee the fidelity of persons holding places of public or private trust and to agree to the faithful performance of any contract or undertaking with any public authority.

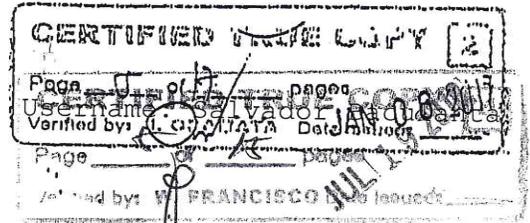
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f) To guarantee the performance of contract, agreements, undertakings, obligations, promises or duties, of all kinds other than insurance policies.

www.sec.gov To guarantee title of property.

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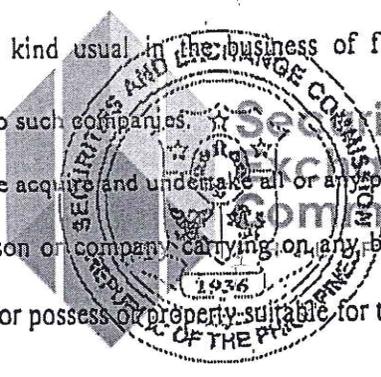
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undertakings of every nature and kind usual in the business of fidelity and surety companies, or permitted by law unto such companies.



p) To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any person or company carrying on any business which this Company is authorized to carry on or possess or property suitable for the purposes of this company.

q) To acquire by purchase and to invest our hold, sell, or otherwise dispose of the stock of bonds, or any interest, or any obligations or evidences of indebtedness of any corporation or corporations, domestic or foreign, of the bonds or other obligations or evidence of indebtedness, or any person, firm or corporation, and while the owner of such stocks, bonds, or interest herein or other obligations or evidence of indebtedness, to exercise all the rights, powers, and privileges of ownership including the right to vote thereon or consent in respect thereof for any and all purposes.

r) To purchase or otherwise acquire, sell, lease, convey, mortgage, encumber, and otherwise deal with any property on interest therein or easement right or privilege over or in respect of any property, real or personal, as may be permitted by law and as may be reasonably necessary to enable it to carry out the purpose for which the corporation is created as may now or hereafter be permitted by law.

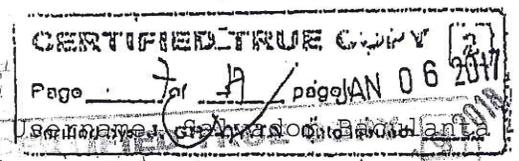
s) To procure the company to be registered or recognized or to be permitted to or allowed to carry on its business or any branch or branches thereof in any foreign country or place; and in carrying on its business to do any and all acts and things and exercise any

and all power which practical person could do or exercise or which now is or may,

thereafter be authorized by law.

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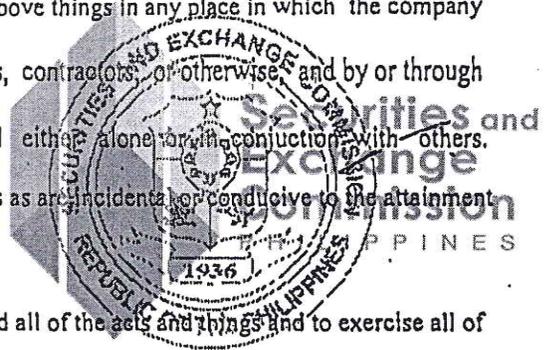
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- t) To do all or any of the above things in any place in which the company may determine as principals, agents, contractors, or otherwise, and by or through trustees, agents, or otherwise and either alone or in conjunction with others.
- u) To do all such other things as are incidental or conducive to the attainment of the above subjects.
- v) To do and perform any and all of the acts and things and to exercise all of the general powers conferred by law upon corporation similarly organized and usually ordinarily incidental to companies of like nature and kind.
- w) And, in general, to engage in the business of insurance and guaranty in any branches, except in life business, for a consideration, to indemnify any person, firm, or corporation or government entity against loss, damage, or liability arising from and unknown or contingent event, and to guarantee liabilities and obligations of any person, firm, corporation or government entity and to act as agent of other insurance or surety companies, in any of its branches, including life insurance.

Third: That the place where the principal office of the corporation is to be established, or located is at 2654 Saygan Street, Malate Manila.

(As Amended on February 12, 2015)

Fourth: That the term for which said corporation will be extended from June 20, 2012 to another fifty (50) years.

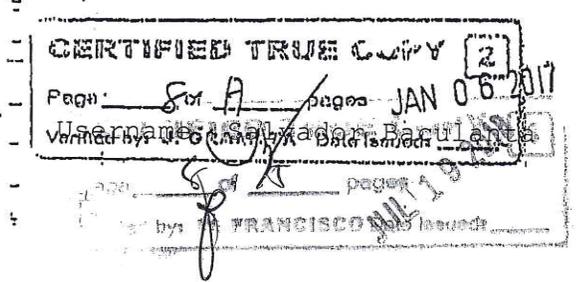
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Fifth: That the names, residences, and citizenship of the incorporators of said corporation are as follows:

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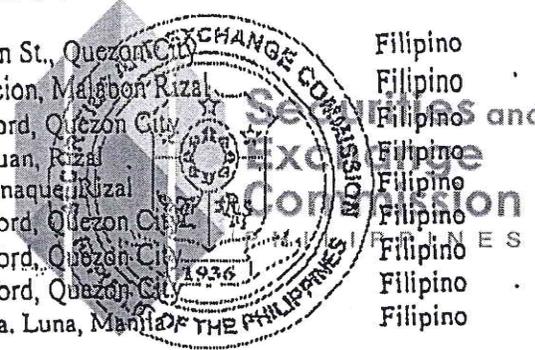
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NAME	RESIDENCE	CITIZENSHIP
Lourdes A. Medalla	12 Mayon St., Quezon City	Filipino
Jorge T. Mariano, Jr.	Concepcion, Malabon Rizal	Filipino
Archimedes Tengsico	17 Stanford, Quezon City	Filipino
Gustavo Ingles	56 San Juan, Rizal	Filipino
Jaime N. Ferrer	106 Paranaque, Rizal	Filipino
Vicente Novales	17 Stanford, Quezon City	Filipino
Henry Martell	17 Stanford, Quezon City	Filipino
Frisco F. San Juan	17 Stanford, Quezon City	Filipino
Victorino Labayog	1193 Gra. Luna, Manila	Filipino



Sixth: That the number of directors of said corporation shall be ELEVEN and that 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: (As amended-Feb. 10, 1976)

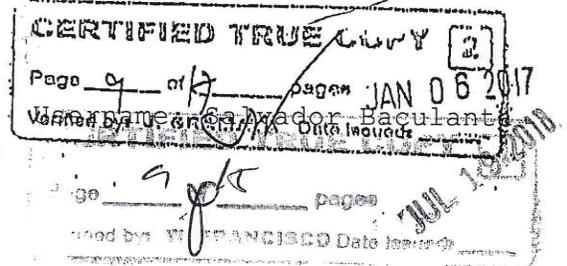
NAME	RESIDENCE
1. Lourdes A. Medalla	Mayon St., Quezon City
2. Jorge T. Mariano, Jr.	Concepcion, Malabon Rizal
3. Archimedes Tengsico	Stanford, Quezon City
4. Gustavo Ingles	San Juan, Rizal
5. Jaime N. Ferrer	Paranaque, Rizal
6. Vicente Novales	Stanford, Quezon City
7. Henry Martell	Stanford, Quezon City
8. Frisco F. San Juan	Stanford, Quezon City
9. Victorino Labayog	1193 Gra. Luna, Manila

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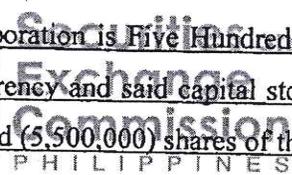
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SECURITIES AND EXCHANGE COMMISSION



Seventh: That the capital stock of said corporation is Five Hundred Fifty Million Pesos (P550,000,000.00) Philippine currency and said capital stock is divided into Five Million Five Hundred Thousand (5,500,000) shares of the par value of One Hundred Pesos (100.00) per shares.

(As Amended on April 13, 2016)

That no issuance of transfer of shares of stock of the corporation which would reduce the Stock Ownership of Filipino Citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino Citizens, shall be allowed or permitted to be recorded on the books of the corporation. This restriction shall be printed or indicated in all the certificate of stock to be issued by the corporation.

Eight: That the amount of said capital stock which has been actually subscribed is FIVE HUNDRED THOUSAND PESOS (P500,000.00), Philippine Currency, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective name and have furthermore agreed to pay an amount equivalent to ten percentum (10%) of the amount of their subscription to the capital stock to form a "Contributed Surplus Fund" as follows:

NAME	RESIDENCE	NO. OF SHARES	AMOUNT OF CAPITAL SUBSCRIBED
Frisco F. San Juan	48 So. 13, Q.C.	950	Php 95,000.00
Lourdes A. Medalla	158 Mayon, Q.C.	500	50,000.00
Archimedes Tengsico	24 Espana Ext.	450	45,000.00
Rolando L. Gonda	3624 Lingayen, Mla.	200	20,000.00
Antonio Martell	Muntinlupa Rizal	200	20,000.00
Vicente Novales	Quezon City	200	20,000.00
Magin F. San Juan	Quezon City	200	20,000.00
Ramon B. Bernal, Jr.	Makata, Sta Cruz	200	20,000.00
Jorge T. Mariano, Jr.	Malabon Rizal	200	20,000.00
Alfonso U. Enriquez	Zamboanga City	200	20,000.00
Antonio Nieva	Forbes Park, Makati Rizal	100	10,000.00

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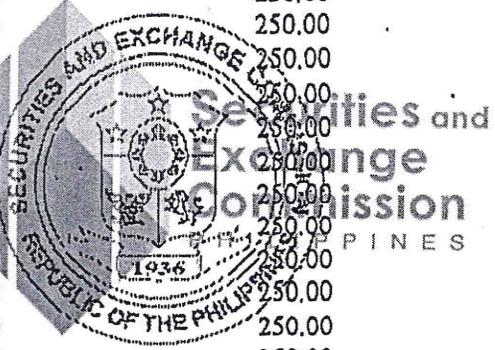
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Ernesto Cortez	1,250.00	250.00
Liberato Picar	1,250.00	250.00
Juanito Ferrer	1,250.00	250.00
Eufrazio Villanueva	1,250.00	250.00
Rex Carigma	1,250.00	250.00
Freddie Dela Cruz	1,250.00	250.00
Manuel Sadiua	1,250.00	250.00
Simeon N. Ferrer	1,250.00	250.00
Maximo Del Rosario	1,250.00	250.00
Proculo Mojica	1,250.00	250.00
Teofilo Bernal	1,250.00	250.00
Vicente Estacio	1,250.00	250.00
Juan Daza	1,250.00	250.00
Pablo Mat Guinto	1,250.00	250.00
Clodualdo Bringas	1,250.00	250.00
Pedro Asaido	1,250.00	250.00
Leopoldo Avelino	1,250.00	250.00
Rufino Cabato	1,250.00	250.00
Delfin Ferrer	1,250.00	250.00
Lauro Castillo	1,250.00	250.00
Filomeno Lacanienta	1,250.00	250.00

TOTAL PhP 250,000.00 PhP 50,000.00



Tenth: That Mrs. Lourdes Medalla has been elected by the subscribers as the 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 reception its name for all subscriptions paid in by the said subscribers.

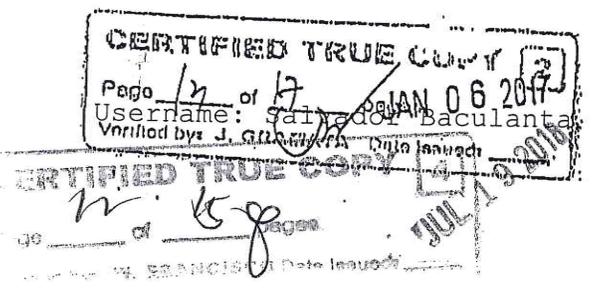
IN WITNESSES WHEREOF, we have signed this instrument in Manila, Philippines, this 12th day of May 1962.

Date: 5-1-2017 Time: 1:56:38 PM

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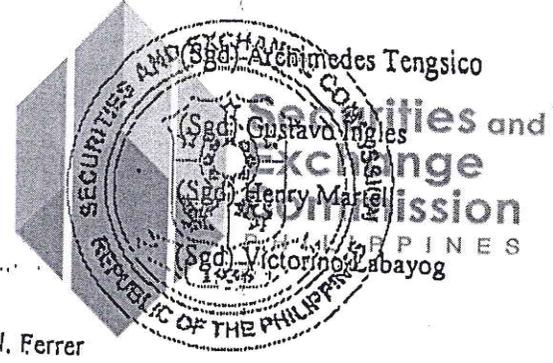
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(Sgd) Lourdes R. Medalla
(Sgd) Jorge T. Mariano, Jr.
(Sgd) Vicente Novales
(Sgd) Frisco San Juan



(Sgd) Jaime N. Ferrer

SIGNED IN THE PRESENCE OF:

(Sgd) Lope L. Leonio

(Sgd) Felipe S. Yabut

REPUBLIC OF THE PHILIPPINES
CITY OF QUEZON } S.S

BEFORE ME, the undersigned Notary Public in and for the City of Quezon, on this day personally appeared:

NAME

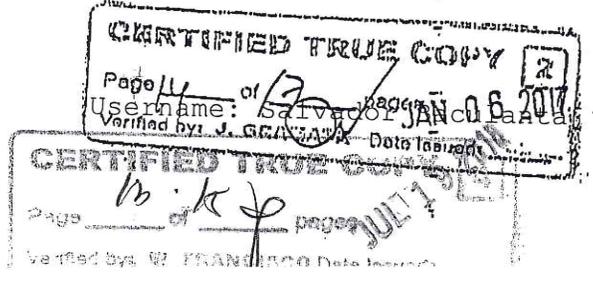
Lourdes A. Medalla	A-0155040	Manila	15 January 62
Jorge T. Mariano, Jr.	B-0148187	Manila	29 March 62
Archimedes Tengsico	A-4521524	Quezon City	9 February 62
Gustavo Ingles	B-784152	Quezon City	9 February 62
Jaime N. Ferrer	A-5316102	Quezon City	20 March 62
Vicente Novales	B-774107	Quezon City	20 March 62
Frisco San Juan	A-4312626	Makati, Rizal	23 March 62
	B-0583657	San Juan, Rizal	27 March 62
	A-5440849	Paranaque, Rizal	23 February 62
	B-0754943	Paranaque, Rizal	23 February 62
	A-4487902	Quezon City	8 January 62
	B-0730543	Quezon City	15 March 62
	A-547934	Quezon City	5 March 62
	B-073687	Quezon City	5 March 62
	A-0306361	Manila	6 February 62
	B-135550	Manila	14 April 61

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SECURITIES AND EXCHANGE COMMISSION
JUL 25 2017

DIRECTOR'S CERTIFICATE

We, the undersigned majority members of the Board of Directors and the Corporate Secretary, hereby certify that the Articles of Incorporation of MILESTONE GUARANTY AND ASSURANCE CORP. was amended by an affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held for that purpose at the principal office of the corporation at 2654 Leveriza (Saygan) St., Malate Manila, and approved likewise by the majority of the directors on April 13, 2016.

The amended provisions of the attached Amended Articles of Incorporation refer to ARTICLE 7 of the Articles of Incorporation.

That the Company will increase its authorized capital stock from P350,000,000.00 to P550,000,000.00 worth of shares at P100.00 per share (5,500,000 shares) P50,000,000.00 worth of shares (500,000 shares) will be subscribed by the stockholder of record and Twelve Million Five Hundred Thousand Pesos (P12,500,000.00) worth of shares shall be paid in cash by the subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands this 13th day of April 2016 at Malate Manila, Philippines.

Salvador M. Mison
SALVADOR M. MISON
TIN: 122-883-844-000

Norberto V. Saucó
NORBERTO V. SAUCO
TIN: 103-091-785-000

Celso N. Sarto
CELSON SARTO
TIN: 149-917-174-000

Tirso S. Cruz III
TIRSO S. CRUZ III
TIN: 139-271-609-000

Edna M. Marcoleta
EDNA M. MARCOLETA
TIN: 122-553-453-000

COUNTERSIGNED:

Romario I. Gatchalian
Atty. ROMARICO I. GATCHALIAN
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 09 day of MAY 2017 at Malate Manila, affiant(s) exhibited to me their TINs below their signatures.

Doc. No. 33 ;
Page No. 8 ;
Book No. 8 ;
Series of 2017.

Rodolfo M. Metroza
RODOLFO M. METROZA
Notary Public / City of Makati
Until December 31, 2018
PTR # 5030966/Makati City/1-9-17
IBP # 1033622/Pasig City/12-1-18
MCLE V-0012693/Pasig City/12-4-18
Roll No. 24288/TIN - 127-489-648

Date: 2018-07-18 Time: 10:23:20 AM

Username: Salvador Baculanta
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Page 15 of 18 pages
Notified by: W. FRANCISCO Date: JUL 19 2017