



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills,
City of Mandaluyong, Metro Manila



COMPANY REG. NO. 427-A

**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

ATOK-BIG WEDGE CO., INC.
(Amending Articles II, III, VI and VII thereof)

copy annexed, adopted on December 10, 2009 and January 06, 2010 by a majority vote of the Board of Director and on February 15, 2010 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 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 24th day of May, Twenty Ten.

Date: 21-10-2013 Time: 10:28:30 AM

[Signature]
BENITO A. CATARAN

Director

Company Registration and Monitoring Department

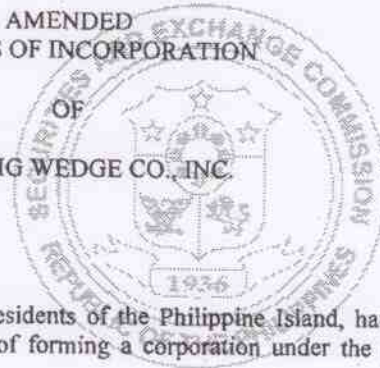
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VERIFIED BY: [Signature]

AMENDED
ARTICLES OF INCORPORATION

OF
ATOK-BIG WEDGE CO., INC.



Know All Men By These Presents:

That we, a majority of whom are residents of the Philippine Island, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippine Islands.

AND WE DO HEREBY CERTIFY:

FIRST: That the name of this corporation shall be:

"ATOK-BIG WEDGE CO., INC."

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

PRIMARY PURPOSE

To engage in the business of exploration and development of mining, oil, gas and other natural resources. (As amended by the Board of Directors on December 10, 2009 and by the stockholders on February 15, 2010)

SECONDARY PURPOSES

1. To invest, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description including shares of stock, bonds, debentures, notes, evidence of indebtedness, 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 pay therefor in money or by exchanging therefor stocks, bonds or other evidences or indebtedness or securities of this or any other corporation, and while the owner or holder of any such real or personal property, stocks, bonds, debentures, contracts, or obligations, to receive, collect, and dispose of rentals, interest, dividends and income arising from such property; to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stock so owned. The corporation shall not engage in the business of an investment company as defined in RA 2629 nor dealership of securities or stock brokerage.

1.a To engage in the management and development of its own real estate as well as the real estate of other persons.

(as Amended on December 10, 2009 by the Board of Directors and by the stockholders on February 15, 2010)

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2. To engage in operate, conduct and maintain the business of manufacturing, importing, exporting, buying, selling or otherwise dealing in, at wholesale or retail of any and

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all-goods whatsoever, and any and all equipment, materials, supplies used or employed in or related to the manufacture of finished products.

3. To conduct, operate and maintain the business of processing, packing, canning, preserving, distributing, selling, buying or otherwise dealing in any and all kinds of food products, and in connection therewith, to acquire, operate, maintain all the machinery, equipment and facilities required for such operations.

4. To lend and borrow money upon proper security, as may be determined by Board of Directors.

5. To locate, purchase, lease and otherwise acquire mineral claims anywhere in the Philippines and to hold, work and operate such claims and the minerals therein of whatever nature, and to do all things incident to the general business of mining;

6. To acquire, own and use water, water rights, mill sites, and mills incident to the treatment of gold and other mineral - bearing ores and earth within the limits provided for by law; and,

7. To seek for and secure openings for the employment of capital in the mining industry, within the Philippines and elsewhere.

THIRD - That the place where the principal office of the corporation is to be established or located in Alphaland Southgate Tower, 2258 Chino Roces Avenue corner EDSA, Makati City, Metro Manila. (As amended by Board of Directors on 10 December 2009 and by the Stockholders on 15 February 2010).

FOURTH - That the term for which said corporation is to exist is fifty (50) years from and after the date of incorporation which is hereby extended for another Fifty (50) years from and after September 25, 1981, the expiry date of its original term.

FIFTH - That the names and residences of the incorporators of said corporation are as follows:

NAMES	RESIDENCES
E.J. HARRISON	Manila, P. I.
H.C. ANDERSON	Manila, P. I.
E. E. ELSER	Manila, P. I.
R. S. ROGERS	Manila, P. I.
GEORGE M. ICARD	Baguio, P. I.

SIXTH - That the number of directors of said corporation shall be FIFTEEN (15), and that the names and residences of the directors who are to serve until their successors are elected and qualified as provided by the By-Laws are as follows:

NAMES	RESIDENCES
E.J. HARRISON	Manila, P. I.
H.C. ANDERSON	Manila, P. I.
E. E. ELSER	Manila, P. I.
R. S. ROGERS	Manila, P. I.
GEORGE M. ICARD	Baguio, P. I.

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(As amended by Board of Directors on 6 January 2009 and by the Stockholders on 15 February 2010).

SEVENTH - That the capital stock of said corporation is **TEN BILLION Pesos (P10,000,000,000.00)**, Philippine Currency, and said capital stock is divided into **TEN BILLION (10,000,000,000) shares** of the par value of ONE (P1.00) PESO each. (As amended by Board of Directors on 10 December 2009 and by the Stockholders on 15 February 2010).

EIGHTH - That the amount of said capital stock which has been actually subscribed is FIVE HUNDRED THOUSAND (500,000) shares of the par value of TEN CENTAVOS (P0.10) per share, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

NAMES	NATIONALITY	NO. OF SHARES	AMOUNT OF CAPITAL STOCK SUBSCRIBED
E.J. HARRISON	Manila, P. I.	100,000	P10,000.00
H.C. ANDERSON	Manila, P. I.	100,000	10,000.00
E. E. ELSER	Manila, P. I.	100,000	10,000.00
R. S. ROGERS	Manila, P. I.	100,000	10,000.00
GEORGE M. ICARD	Baguio, P. I.	100,000	10,000.00
	TOTAL	500,000	P50,000.00

NINTH - That the following persons have paid on the shares of capital stock for which they have subscribed the amounts set out after their respective names:

NAMES	RESIDENCES	AMOUNT PAID ON SUBSCRIBED
E.J. HARRISON	Manila, P. I.	P2,500.00
H.C. ANDERSON	Manila, P. I.	2,500.00
E. E. ELSER	Manila, P. I.	2,500.00
R. S. ROGERS	Manila, P. I.	2,500.00
GEORGE M. ICARD	Baguio, P. I.	2,500.00

TENTH - That H.C. Anderson 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 receipt its name for all subscription paid in by said subscribers.

ELEVENTH - That the pre-emptive right of stockholders to subscribe to all issues or disposition of shares of any class of the corporation in proportion to their respective shareholdings is waived.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at the City of Manila, Philippines Islands, this 27th day of August 1930.

IN THE PRESENCE OF:
 (Sgd.) MARIANO PALILEO
 (Sgd.) ENRIQUE LOPEZ
 (Notarial Seal)

(Sgd.) E.J. HARRISON
 (Sgd.) H.C. ANDERSON
 (Sgd.) E. E. ELSER
 (Sgd.) R. S. ROGERS
 (Sgd.) GEORGE M. ICARD

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PHILIPPINE ISLANDS)
CITY OF MANILA) S.S.

BEFORE ME this day personally appeared EG. HARRISON, with personal cedula No. F-96916, issued at Manila, P. I., on the 14th day of January, 1931; H. C. ANDERSON, with personal cedula No. F-5666, issued at Manila, P. I., on the 2nd day of January, 1931; E. E. ELSER, with personal cedula No. F-48, issued at Manila, P. I., on the 2nd day of Jan., 1931; R. S. ROBERS, with personal cedula No. F-6643, issued at Manila on the 3rd day of January 1931; and GEORGE M. ICARD, with personal cedula No. (overago), issued at Manila, P. I., on the day of _____, 1931; to me known and known to me to be the persons who signed the foregoing instrument, and each of them acknowledged to me that he executed the same as his free and voluntary act and deed, for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 27th day of August, 1931.

Document No. 80, Page 55, Book VI, Series of 1931

P0.20 Doc. Stamps
on original.

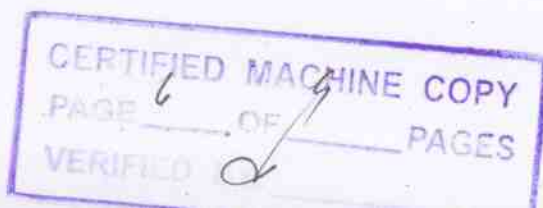
(Seal) EWALD E. SELPH
Notary Public
My Commission Expires December 31, 1932

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DIRECTORS' CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, being the Chairman of the Board, the President, all the other members of the Board of Directors and the Corporate Secretary of **ATOK-BIG WEDGE CO., INC.**, a corporation duly organized and existing under the laws of the Philippines, with registered address at 16th Floor, Aurora Tower, Araneta Center, Quezon City (the "Corporation"), under oath do hereby certify that the attached instrument is a true and correct copy of the Amended Articles of Incorporation of the Corporation reflecting the following amendments:

Article	Changes In	Old	New
2	Primary Purpose } Secondary Purpose	Holding company	To engage in the business of mining, oil, gas and natural resources exploration and development
3	Principal office	Quezon City, Metro Manila	Alphaland Southgate Tower, 2258 Chino Roces Ave. cor. EDSA, Makati City, Metro Manila
6	Number of directors	Nine (9)	Fifteen (15)
7	Classification of shares and amount of authorized capital stock	SIXTY MILLION Pesos (₱60,000,000.00), divided into Thirty Six Million (36,000,000) Class A common shares and Twenty Four Million (24,000,000) Class B common shares, all with par value of One Peso (₱1.00) per share	TEN BILLION Pesos (₱10,000,000,000.00), divided into Ten Billion (10,000,000,000) common shares with par value of ONE Peso (₱1.00) per share

The foregoing amendments to the Articles of Incorporation was adopted and approved by all the members of the Board of Directors in a special meeting held on 10 December 2009 (for the amendments to Articles 2, 3 and 7) a special meeting held on 6 January 2010 (for the amendment to Article 6) and by the stockholders owning at least two thirds (2/3) of the issued and outstanding capital stock of the Corporation in a special meeting held on 15 February 2010.

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IN ATTESTATION OF THE ABOVE, this Certificate has been signed on this
day of 23 2010 at Makati City City.



[Signature]
ROBERTO V. ONGPIN
Chairman of the Board of
the Stockholders Meeting
TIN No. 130-725-714

[Signature]
WALTER W. BROWN
President/Director of
the Stockholders Meeting
TIN No. 128-993-816

[Signature]
DENNIS O. VALDES
Treasurer/Director of
the Stockholders Meeting
TIN No. 144-808-058

[Signature]
VICTOR R. KALAW
Director of the Stockholders
Meeting
TIN No. 102-752-786

[Signature]
REYNALDO G. DAVID
Independent Director of
the Stockholders Meeting
TIN No. 911-650-126

[Signature]
ERIC O. RECTO
Vice-Chairman/Director of
the Stockholders Meeting
TIN No. 108-703-291

[Signature]
MARIO A. ORETA
Vice-President/Director of
the Stockholders Meeting
TIN No. 106-146-000

[Signature]
DELEIN J. WENCESLAO, JR.
Director of the Stockholders Meeting
TIN No. 133-947-865

[Signature]
MARIO J. LOCSIN
Independent Director of the
Stockholders Meeting
TIN No. 115-102-987

[Signature]
RODOLFO MA. A. PONFERRADA
Corporate Secretary of the
Stockholders Meeting
TIN No. 215-793-472

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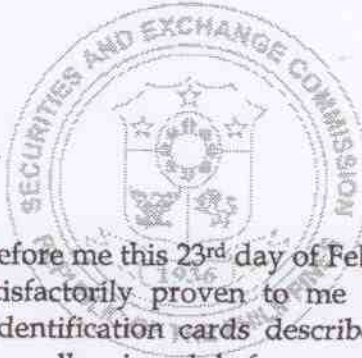
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MAKATI CITY) S.S.



SUBSCRIBE AND SWORN to before me this 23rd day of February 2010, by the following persons who have satisfactorily proven to me their identities through their respective competent identification cards described below, that they are the same person who personally signed before me the foregoing Director's Certificate and acknowledged that they executed the same:

Name	Competent Identification		
	Number	Issued on	Issued at
ROBERTO V. ONGPIN	PP No. ZZ184043	May 24, 2006	Hong Kong
ERIC O. RECTO	PP No. XX2110242	Sept. 25, 2008	Manila
WALTER W. BROWN	PP No. ZZ229191	June 14, 2007	Manila
MARIO A. ORETA	PP No. UU0955490	March 20, 2007	Manila
DENNIS O. VALDES	DL No. N11-94-045586	July 1, 2009	
DELFIN J. WENCESLAO, JR.	PP No. 22133232	18 March 2005	Manila
VICTOR R. KALAW	DL No. N14-60-027801	Jan. 27, 2009	
MARIO J. LOCSIN	PP No. XX1488770	June 27, 2007	Manila
REYNALDO G. DAVID			
RODOLFO MA. A. PONFERRADA	PP No. UU647448	February 7, 2007	Manila

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Series of 2010.


JONATHAN T. ALTUBAR
Notary Public for Makati City
8th Floor Teledoms Plaza Bldg.
316 Sen. Gil Puyat Ave., Makati City
Appointment No. M-352 until 31 December 2010
Roll of Attorney No. 48247
IBP No. 7911008/1-2-10 / Mis. Occ.
PTR No. 2116522/1-2-10 / Makati City
TIN No. 202-764-869-000 MCLE No. 110001920

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