S. AND E. C. FORM No. 16

REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF COMMERCE AND INDUSTRY
Securities and Exchange Commission
MANILA

7199

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

WHEREAS, *Articles of Incorporation duly signed and acknowledged for the organization of the* UNITED SERVICES CORPORATION *under and in accordance with the provisions of Act of the Philippine Commission Numbered Fourteen Hundred and Fifty-nine, enacted March first, Nineteen hundred and six, as amended by Acts of the Philippine Legislature, Numbered Fifteen hundred and six, Fifteen hundred and sixty-five, Sixteen hundred and thirty, Seventeen hundred and forty-four, Eighteen hundred and thirty-four, Eighteen hundred and ninety-five, Twenty hundred and three, Twenty hundred and twelve, Twenty hundred and thirty-seven, Twenty hundred and ninety-two, Twenty-one hundred, Twenty-one hundred and thirty-five, Twenty-four hundred and fifty-two, Twenty-seven hundred and twenty-eight, Twenty-seven hundred and ninety-two, Twenty-nine hundred, Twenty-nine hundred and ninety-four, Thirty-five hundred and eighteen, Thirty-six hundred and ten, Thirty-seven hundred and forty-one, Thirty-eight hundred and forty-nine and Thirty-eight hundred and fifty, and Commonwealth Acts Numbered Two hundred and eighty-seven, and Four hundred and thirty-seven, were presented for filing in this Commission on* October 3, 1952, *and a copy of which said Articles is hereto attached:*

NOW THEREFORE, *by virtue of the powers and duties vested in me by law, I do hereby certify that the said Articles of Incorporation were, after due examination to determine whether they are in accordance with law, duly registered in this Commission on the* 10th *day of* October, *Anno Domini, Nineteen hundred and* fifty-two.

IN TESTIMONY WHEREOF, *I have hereunto set my hand and caused the seal of this Commission to be affixed at Manila, Philippines this* 10th *day of* October, *in the year of our Lord nineteen hundred and* fifty-two, *and of the Republic of the Philippines, the* Seventh.

10/23/52

Recommended

MARIANO G. PINEDA
Acting Commissioner

AEB/cbo

Date: 2021-12-10 Time: 08:03:12 AM

CERTIFIED TRUE COPY 1
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Username: Reynaldo [illegible]
Verified by: TAMPUS Date Issued:

Securities and Exchange Commission PHILIPPINES

ARTICLES OF INCORPORATION

OF

UNITED SERVICES CORPORATION

PAID ₱ 250

O.R. No. 2344762 Date 10-3-52

KNOW ALL MEN BY THESE PRESENTS:

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

SECURITIES & EXCHANGE COMMISSION RECEIVED OCT 3 1952 RECORDS SECTION

AND WE HEREBY CERTIFY:

1. That the name of said corporation shall be UNITED SERVICES CORPORATION.

2. That the primary purpose for which said Corporation is formed is to act as managers, representatives, or agents, or in other positions of trust or confidence in respect to the establishment, promotion, organization, development, financing or management of corporations, business firms, associations or individuals; to supply the necessary services, including equipment and properties, for and to take part in, the management, supervision, direction or control of any and all phases of the business or operations of any corporation, business firm, association or individual, and for that purpose to contract for, supply, appoint and remunerate any experts, advisers, consultants, managers, agents, promoters, adjusters, surveyors, statisticians, analysts, or representatives;

The corporation shall have the following secondary purposes, powers and objects:

To buy, manufacture, produce, or otherwise acquire, sell, import, export, trade and deal in all kinds of goods, wares and merchandise, at wholesale or retail.

To mortgage, pledge, deposit, ~~and make loans~~ (either as principal, agent, commission merchant, factor, broker, or attorney in fact) upon, every and all kinds and classes of substances, products, commodities, materials, goods, wares, merchandise, machinery, and other personal property of every kind, nature and description, insofar as and to the extent permitted by law;

To do a general business as commission merchant, factor, broker, selling agent, forwarding agent, importer and exporter in the manner and to the same extent as a natural person or persons might or could do;

To act as local agent, representative, or general manager of any and all corporations, associations, firms and individuals, organized, located or residing in any part of the world, including steamship, railway and other transportation corporations, associations or firms, and all kinds of insurance or insurance corporations, associations or firms, all insofar as and to the extent permitted by law;

To carry on the business of storage, wharfage, warehousing and forwarding, and the doing of each and every act or acts, thing or things, incidental to or growing out of, or connected with said business, including the purchasing, leasing, erecting or otherwise acquiring, holding, maintaining, operating, using, mortgaging, selling or otherwise disposing of docks, bulkheads, piers, basins, and warehouses; the purchase and sale of all kinds of substances, products, commodities, goods, wares and merchandise, steamers, ships, vessels and boats and watercrafts of every kind and description, and the loading and unloading thereof; effecting insurance, fire or marine, upon steamers, ships, vessels, boats and watercraft of every kind and description and/or upon the whole or any part of the cargo thereof; the issue of storage, dock and warehouse receipts, negotiable and non-negotiable, covering all kinds of substances, products, commodities, goods, wares and merchandise; the collection and receipt of dockage, wharfage, storage dues, forwarding charges and other compensation, the loaning of money on the pledge of every and all kinds of substances, products, commodities, goods, wares and merchandise and other property or on the pledge of storage, dock or warehouse receipts therefor; the advancing of freights, duties, fire and marine insurance or other charges; acquire liens of every kind and nature upon all kinds of substances, products, commodities, goods, wares and merchandise received for storage or for the purpose of being warehoused or forwarded upon the pledge of said substances, products, commodities, goods, wares and merchandise or upon the pledge of storage, dock or warehouse receipts therefor;

To acquire by purchase, concession, ~~gift, grant~~, exchange, lease or otherwise and to hold, occupy, develop, improve, maintain, work, manage, operate, mortgage, lease, let, hire, sell, exchange and otherwise use, enjoy, and dispose of any and all lands, plantations, plants, mills, depots, factories, warehouses, wharves, docks, piers, railway lines, steamships, sailing vessels, watercraft, terminal facilities, stores, building and any and all real and personal property of every nature and description or any right or interest therein requisite to or use, directly or indirectly, in connection with the business or purposes of the corporations are to aid in the accomplishment of its objects but only to the extent permitted by law;

To purchase or otherwise acquire, as a going concern or otherwise, all or any part of the business, goodwill, rights, property, real or personal, and assets of all kinds, ~~and in connection with the acquisition of the same to undertake, assume and guarantee all or any part of the liabilities, of any corporation, association, partnership or person deemed to be of use or benefit to the corporation in any manner in connection with any of its objects or purposes;~~ and to pay for the same in cash and/or stock and/or bonds and/or notes and/or other securities of this corporation and/or otherwise; and to hold, possess, manage, conduct and carry on the whole or any part of the business so acquired and to pledge, mortgage, sell or otherwise dispose of any business or property so acquired, in the manner and to the extent now or hereafter authorized or permitted by law;

To apply for, obtain, register, purchase, lease or otherwise acquire, and, to the extent authorized by law, to hold, use,own, operate, develope and introduce, sell, assign and otherwise dispose of, and traffic in, any trade-marks, trade-names, distinctive marks, patents, inventions, improvements and processes, used in connection with, or secured under letters patent of the United States or elsewhere or otherwise, and to use, exercise, grant licenses in respect of, and otherwise turn to account, any patents, inventions, processes and the like, or any such property or rights;

To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, pertaining to the business of the corporation, or in any manner incident thereto, as principal, agent, or otherwise, with any person, firm, association or corporation;

To issue, in accordance with law, its capital stock, bonds, debentures or other obligations in payment for property purchased or acquired by it, for money borrowed, or for any other lawful object in, or about, its business;

To acquire by purchase, exchange, assignment, ~~gift~~, or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, mortgage, pledge, traffic and deal in and with, and otherwise to enjoy and dispose of, any bonds, debentures, promissory notes, shares of capital stock, or other securities or obligations, created, negotiated or issued by any corporation, association, or other entity, foreign or domestic, and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including the right to receive, collect, and dispose of, any and all dividends, interest and income, derived therefrom, and the right to vote on any shares of the capital stock, and upon any bonds, debentures, or other securities, having voting power as owned, and to issue proxies for said purpose, but only the extent permitted by law;

To aid, in any manner authorized by law, any corporation, association, partnership, individual or other entity of which this corporation is a creditor, or of which any bonds, debentures, promissory notes, shares of capital stock, or other securities, or obligations or any interest therein, are held or owned by this corporation, and generally to do any lawful acts or things designed to promote, protect, preserve, improve or enhance the value of any such bonds, debentures, promissory notes, shares of capital stock, securities or obligations;

To borrow such sums of money, and to contract such debts, from time to time, as may be deemed necessary for, or aid in the accomplishment of, any of its lawful purposes or objects, to make, execute, endorse, issue and dispose of promissory notes, bills of exchange, bonds, debentures, certificates, and other negotiable or transferable instruments, or other securities, or evidence of indebtedness, for any moneys, so borrowed, or debts so contracted, and to secure the same by pledge of any of its personal property or, by mortgage or mortgages, or deed of deeds of trust, upon any, or all, of the assets, properties, constituting liens and charges upon, and affecting the income and revenues of its properties, in whole or in part, upon such lawful terms and conditions, as may be set forth in the instrument or instruments mortgaging or affecting the same, or in any contract, deed or instrument, relating thereto; to confer upon the holder of any debentures or bonds of the corporations, secured or unsecured, the right to convert the principal thereof into stock of the corporation, upon such lawful terms and conditions, as shall be fixed by the Board of Directors, all subject to the limitations established by law;

In general, to do all and every necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the subject or the furtherance of any of the powers herein before set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or thing incidental or pertaining to, or growing out of, or connected with the aforesaid business or powers, or any part thereof;

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general powers of the corporation as conferred by the laws of the Philippines upon corporations formed under its laws.

3. That the place where the principal office of the corporation is to be established is in the City of Manila, Philippines;

4. That the term for which the corporation is to exist is fifty (50) years from and after the date of incorporation;

5. That the names and residences of the incorporators of the corporation are as follows:

	Name	Nationality	Residence
1.	Antonio C. Delgado	Filipino	#14 Victoria Ave., Quezon City
2.	Francisco Delgado	"	#10 Quezon Road, Quezon City
3.	Jose M. Delgado	"	#10 Quezon Road, Quezon City
4.	Jose C. Delgado	"	#10 Quezon Road, Quezon City
5.	Leocadio de Asis	"	# 36 8th St., Broadway, Q. C.

6. That the number of directors of the corporation shall be eleven (11), 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:

	Name	Nationality	Residence
1.	Antonio C. Delgado	Filipino	#14 Victoria Ave., Quezon City
2.	Francisco Delgado	"	#10 Quezon Road, Quezon City
3.	Jose M. Delgado	"	#10 Quezon Road, Quezon City
4.	Jose C. Delgado	"	#10 Quezon Road, Quezon City
5.	Leocadio de Asis	"	#36 8th St., Broadway, Q. C.
6.	Luis B. Galan	"	#176 Alfonso XIII, San Juan, Rizal
7.	Donato Nable Arellano	"	#5 12th St., New Manila, Q. C.
8.	Pablo A. Dimagiba	"	#276 A. B. Villanueva, Pasay City
9.	Jose C. Castro	"	#31 Salud St., Pasay City
10.	Jesus Sotelo	"	#1031 Castillejos, Quiapo, Manila
11.	Vicente Nicasio	"	#1343 Oroquieta, Sta. Cruz, Manila

7. That the capital of said corporation is ONE MILLION PESOS (₱1,000,000.00), Philippine Currency, and said capital stock is divided into TWO THOUSAND (2,000) shares, and the par value of each share is FIVE HUNDRED PESOS (₱500.00), Philippine Currency:

Provided, however, that the subscriptions for and the ownership of all shares of stock in this corporation are made and taken upon the condition that any holder of shares of stock desiring to sell or otherwise dispose of the same shall first offer his stock to the corporation or to the other stockholders at the price and under the terms and conditions to be agreed upon. The right to purchase shall be exercised by the offerees within thirty (30) days from date of notice from the stockholder.

Provided, further, that in the event a stockholder dies or shall have his share or shares levied on execution, then the executor or administrator of his estate or the assigns of the shares taken on execution, shall, within thirty (30) days from the date of assumption of office as such executor or administrator, or of such taking on execution, offer to sell his share to the corporation or other stockholders at the price and under the terms and conditions to be agreed upon. The right to purchase shall be exercised by the offeree within thirty days (30) from the date of notice of offer.

Any transfer or sale of any shares of stock by any stockholder to others without first offering the same to the corporation or the other stockholders, as afore-provided, shall be null and void.

Provided, finally, that the conditions for the sale or disposal of stocks shall appear in the stock certificate.

8. That the amount of said capital stock which has been actually subscribed is TWO HUNDRED THOUSAND PESOS (₱200,000.00), Philippine Currency, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

Name	Residence	No. of Shares	Amount Subscribed
Antonio C. Delgado	#14 Victoria Avenue Quezon City	50	₱ 25,000.00
Francisco Delgado	#10 Quezon Road Quezon City	50	25,000.00
Jose M. Delgado	#10 Quezon Road Quezon City	30	15,000.00
Jose C. Delgado	#10 Quezon Road Quezon City	30	15,000.00
Leocadio de Asis	#36 8th St., Broadway Quezon City	30	15,000.00
Luis B. Galan	#176 Alfonso XIII San Juan, Rizal	30	15,000.00
Donato Nable-Arellano	#5 12th St., New Manila, Q. C.	30	15,000.00
Pablo A. Dimagiba	#276 A. B. Villanueva Pasay City	25	12,500.00
Jose C. Castro	#31 Salud Street Pasay City	25	12,500.00
Jesus Sotelo	#1031 Castillejos Quiapo	25	12,500.00
Vicente Nicasio	#1343 Oroquieta	15	7,500.00
Jesus Delgado	#19 Sampaloc Ave., Quezon City	15	7,500.00
Filomena C. Delgado	#10 Quezon Road Quezon City	15	7,500.00
Conrado Chuidian, Jr.	#1168 Dart, Manila	15	7,500.00
Abelardo Calupitan	#69, 14th Street Quezon City	15	7,500.00
		400	₱ 200,000.00

9. 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:

Name	Residence	Amount Paid On Subscription
Antonio C. Delgado	#14 Victoria Avenue Quezon City	₱ 6,250.00
Francisco Delgado	#10 Quezon Road Quezon City	6,250.00
Jose M. Delgado	#10 Quezon Road Quezon City	3,750.00
Jose C.Delgado	#10 Quezon Road Quezon City	3,750.00
Leocadio de Asis	#36 8th St., Broadway Quezon City	3,750.00
Luis B. Galan	#176 Alfonso XIII, San Juan, Rizal	3,750.00
Donato Nable-Arellano	#5 12th St., New Manila, Q. C.	3,750.00
Pablo A. Dimagiba	#276 A. B. Villanueva Pasay City	3,125.00
Jose C. Castro	#31 Salud, Pasay City	3,125.00
Jesus Sotelo	#1031 Castillejos Quiapo, Manila	3,125.00
Vicente Nicasio	#1343 Oroquieta Sta. Cruz, Manila	1,875.00
Jesus Delgado	#19 Sampaloc Ave., Quezon City	1,875.00
Filomena C. Delgado	#10 Quezon Road Quezon City	1,875.00
Conrado Chuidian, Jr.	#1168 Dart, Manila	1,875.00
Abelardo Calupitan	#163 14th Street Quezon City	1,875.00
	Total	₱ 50,000.00

10. That FRANCISCO DELGADO 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 as such Treasurer, he has been authorized to receive for the cor-

poration and to receipt in its name for all subscriptions paid by said subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands at Manila, Philippines, on this 1st day of October, 1952.

ANTONIO C. DELGADO

FRANCISCO DELGADO

JOSE M. DELGADO

JOSE C. DELGADO

LEOCADIO DE ASIS

IN THE PRESENCE OF:

REPUBLIC OF THE PHILIPPINES)
CITY OF MANILA) SS

Before me, the undersigned Notary Public in and for the City of Manila, Philippines, on this day personally appeared:

Name	Residence Cert. No.	Place of Issue	Date Issued
Antonio C. Delgado	A-0003566	Manila	January 4, 1952
Fráncisco Delgado	A-0003565	Manila	January 4, 1952
Jose C. Delgado	A-0205934	Manila	February 18, 1952
Jose M. Delgado	A-4756714	Quezon City	February 20, 1952
Leocadio de Asis	A-0003567	Manila	January 4, 1952

all of whom are known to me and to me known to be the persons whose names are subscribed to and who executed the foregoing articles of incorporation, and acknowledged to me that they executed the same as an act of their free will and deed for the uses and purposes therein stated.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal at Manila, Philippines, on this 1st day of October, 1952.

D. F. MACARANAS
NOTARY PUBLIC
My commission expires Dec. 31, 1953

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

CERTIFICATE

FRANCISCO DELGADO, of legal age, married, a resident of No. 10 Quezon Road, San Francisco del Monte, Quezon City, Philippines, after having been duly sworn in accordance with law, deposes and says:

That on the 1st day of October, 1952, he was duly elected by the subscribers named in the Articles of Incorporation as Treasurer of the United Services Corporation, to act as such until his successor has been duly elected and qualified in accordance with the by-laws of the corporation and that as such Treasurer, he has been duly authorized by the subscribers to receive for the corporation all subscriptions paid in by the subscribers for the capital stock; that of said capital stock of the corporation TWO HUNDRED THOUSAND PESOS (₱200,000.00) of the same, representing FOUR HUNDRED SHARES (400) has been actually subscribed and that of said subscription, FIFTY THOUSAND PESOS (₱50,000.00) in cash has been actually paid and transferred to him in trust and received by him for the benefit and to the credit of the corporation, pursuant to the certificate attached and made a part hereof; and that at least twenty per centum of the entire number of authorized shares of capital stock has been subscribed and at least twenty-five per centum of the subscription has been actually paid to him in trust and received by him for the benefit and to the credit of the corporation.

Francisco Delgado
FRANCISCO DELGADO

SUBSCRIBED AND SWORN TO before me this 1st day of October 1952 by FRANCISCO DELGADO, who exhibited to me his Residence Certificate No. 0003565, issued at Manila on January 4, 1952.

LEOCADIO DE ASIS
Notary Public
Until December 31st, 1953

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