



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila



COMPANY REG. NO.: 0000031050

**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

**STA. LUCIA LAND, INC.
(Secondary Purpose)**

copy annexed, adopted on July 4, 2025 by majority vote of the Board of Directors and on August 12, 2025 by the vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock, and certified under oath by the Corporate 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, 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/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, this 28th day of August, Two Thousand Twenty-Five.




DANIEL P. GABUYO
Assistant Director
Company Registration and Monitoring Department



SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

electronic Official Receipt

Transaction Details

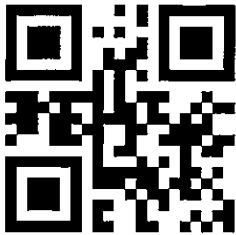
eOR Number	20250820-MYEG-0110337-79
Transaction Number	4BYTBO5A07
Payment Date	August 20, 2025 10:12 AM
Payment Scheme	Mobile-GCASH_MYEG_Government
Status	Payment success
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20250819-13360551
PAF Date	2025-08-19 12:08:14
Payor Name	STA. LUCIA LAND, INC.
Payor Address	3RD FLOOR STA. LUCIA MALL, MARCOS HIGHWAY COR IMELDA AVE. CAINTA RIZAL

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Legal Research Fee (A0823)	2020105000(131)	10.00
3	Documentary Stamp Tax	4010401000(4010401)	30.00
TOTAL			1,040.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



Machine Validation:

VALID UNTIL: AUGUST 29, 2025

Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209

**PAYMENT ASSESSMENT FORM**

No. 20250819-13360551

DATE 08/19/2025	RESPONSIBILITY CENTER CRMD
PAYOR: STA. LUCIA LAND, INC. 3RD FLOOR STA. LUCIA MALL, MARCOS HIGHWAY COR IMELDA AVE. CAINTA RIZAL	

NATURE OF COLLECTION	QUANTITY	ACCOUNT CODE	AMOUNT
Amended Articles of Incorporation	1	4020102000 (606)	1,000.00
Legal Research Fee (A0823)	1	2020105000 (131)	10.00
Documentary Stamp Tax	1	4010401000 (4010401)	30.00
----NOTHING FOLLOWS----			
TOTAL AMOUNT TO BE PAID			Php 1,040.00

Assessed by: eamend	Amount in words: ONE THOUSAND FORTY PESOS AND 00/100
Remarks:	

PAYMENT OPTIONS

- Online payment thru eSPAYSEC at
• <https://espaysec.sec.gov.ph>
- Over the Counter Payments at any LandBank branch nationwide from 8:30 am up to 3:00 pm only

NOTES:

A. The Payment Assessment Form (PAF) is valid until AUGUST 29, 2025.

B. Accepted modes of payment at Landbank branches:

- Cash
- Manager's/Cashier's Check payable to the Securities and Exchange Commission

C. For check payment, please prepare separate Manager's checks per fund account as indicated on the breakdown summary.

D. For over the counter payment at LandBank:

- Print 2 copies of PAF, 1 Client Copy, 1 LandBank copy
- Accomplish the onColl Payment slip per fund account as indicated on the breakdown summary.
Use the correct Fund Account and Account No. and provide the below information:
 - Reference Number 1 - PAF No.
 - Reference Number 2 - Name of Payor appearing on the PAF
- Present OnColl Payment Slip, together with the PAF, to the LandBank Teller

E. You may generate the electronic official receipt (eOR) by visiting <https://espaysec.sec.gov.ph/eor>

- Payment thru ESPAYSEC – eOR available upon payment
- LandBank OTC - eOR available within two (2) business days after the payment

F. ANY ALTERATIONS WILL INVALIDATE THIS FORM

BREAKDOWN SUMMARY

FUND ACCOUNT	AMOUNT	ACCOUNT #
SEC RCC Current Account	1,000.00	3752-2220-44
SEC BIR - DST	30.00	3752-2220-60
SEC BTR Account - LRF	10.00	3402-2319-20
TOTAL	Php 1,040.00	

VALID UNTIL: AUGUST 29, 2025

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

3 1 0 5 0

Former Company Name

S T A . L U C I A L A N D , I N C .

AMENDED TO:
New Company Name

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

P E N T H O U S E B L D G . 3 , S T A . L U C I A
M A L L , M A R C O S H I G H W A Y C O R N E R
I M E L D A A V E . , C A I N T A , R I Z A L

ZIP CODE

Company Email Address

investorsli@sta.lucialand.com.ph

COMPANY INFORMATION

Company's Telephone Number/s

Mobile Number

09189172731

CONTACT PERSON INFORMATION

The designated person MUST be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

PATRICIA A. O. BUNYE

Email Address

Telephone Number/s

88105858

Mobile Number

Contact Person's Address

9th,10th,11th & 12th Floor, One Orion,11th Avenue corner University Parkway, Bonifacio Global City, Taguig City

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Corporate and Partnership Registration Division
Green Lane Unit
Financial Analysis and Audit Division
Licensing Unit
Compliance Monitoring Division



ANNEX "D" - ANNOTATION

ARTICLES OF INCORPORATION

ORGANIZATIONAL DETAIL

TRN-R082025-SECPFQUEB2BOT

Corporate Name	STA. LUCIA LAND, INC.
Date of Approval by the Commission	
Approved by majority of the Directors	04 July 2025
Approved by the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock	12 August 2025
Subject of Amendment	Secondary Purpose

TO B. SECONDARY PURPOSES

x x x

(8) To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, including but not limited to the formation and operation of branch offices within or without the Philippines;

(9) To offer investment contracts, certificates of participation, profit-sharing agreements, and other forms of securities in relation to agreements whereby the Corporation sells or offers units in real estate projects on the condition that buyers shall contribute the units, whether mandatory or optional, to a rental pool managed by the Corporation or a property management company to be designated by the Corporation; and

(10) All the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

FROM B. SECONDARY PURPOSES

x x x

(8) To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, including but not limited to the formation and operation of branch offices within or without the Philippines; and

(9) All the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

MARKETS AND SECURITIES REGULATION DEPARTMENT

14 August 2025

STA. LUCIA LAND, INC.

Penthouse Bldg. 3, Sta. Lucia Mall

Marcos Highway cor. Imelda Avenue

Cainta, Rizal

Email address: investorsli@stalucialand.com.ph | corpmonitor@cruzmarcelo.com

Gentlemen:

This is in relation to the request for comment and/or recommendation of **STA. LUCIA LAND, INC.** (the "Company") regarding the proposed amendment of its Articles of Incorporation ("AOI"), as follows:

Articles and Section Nos.	From	To
Article Second, Part B	<p>B. SECONDARY PURPOSES</p> <p style="text-align: center;">x x x</p> <p>(8) To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, including but not limited to the formation and operation of branch offices within or without the Philippines; and</p> <p>(9) All the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.</p>	<p>B. SECONDARY PURPOSES</p> <p style="text-align: center;">x x x</p> <p>(8) To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, including but not limited to the formation and operation of branch offices within or without the Philippines;</p> <p><u>(9) To offer investment contracts, certificates of participation, profit-sharing agreements, and other forms of securities in relation to agreements whereby the Corporation sells or offers units in real estate projects on the condition that buyers shall contribute the units, whether mandatory or optional, to a rental pool managed by the Corporation or a property management company to be designated by the Corporation; and</u></p>

		(10) All the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.
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Upon review of the Company's request and records, it appears that the proposed amendment is consistent with the disclosures made by the Company. Hence, based on this, our Department does not interpose any objection to the application for the amendment of its AOI.

However, within five (5) days from the approval of the application, the Company shall:

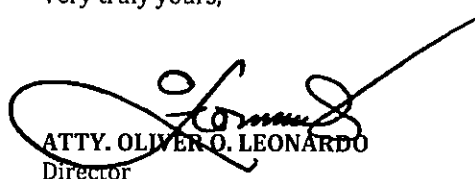
1. **FILE a duly accomplished Current Report (SEC Form 17-C)**, disclosing the Commission's approval of said amendment; and
2. **FILE a duly accomplished General Information Sheet (GIS)** that reflects the new information, together with a cover letter signed by the Corporate Secretary *(if applicable)*.

However, any infraction/violation of the subject corporation as far as monitoring and reportorial requirements as a holder of a secondary license supervised by our Department is concerned shall be dealt with separately and independently from the application applied for.

Our Department, nonetheless, defers to the discretion of the Company Registration and Monitoring Department whether it will adopt this recommendation, considering that it has primary jurisdiction over registration of corporation and partnerships in general, as well as amendments to AOI. Furthermore, our comment is limited merely to this Department's regulatory requirements, and does not cover the substance of the application with respect to compliance with the Revised Corporation Code of the Philippines.

Our comments herein are without prejudice to the prerogative of this Department to impose the necessary penalty and initiate the appropriate proceeding against the Company, its Directors/Officers, and responsible persons upon a proper finding of a violation of the relevant provisions of the Securities Regulation Code, its implementing Rules and Regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.

Very truly yours,


ATTY. OLIVER O. LEONARDO
 Director



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

DIRECTOR'S CERTIFICATE



We, the undersigned members of the Board of Directors and Corporate Secretary of **STA. LUCIA LAND, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue the laws of the Republic of the Philippines, with office address at the Penthouse, Building 3, Sta. Lucia Mall, Marcos Highway corner Imelda Avenue, Cainta, Rizal, hereby certify that:

1. At the Special Meeting of the Board of Directors held on 04 July 2025, at which meeting at least a majority of the members of the Board of Directors were present and acting throughout, and at the Special Meeting of the Stockholders held on 12 August 2025, at which meeting the stockholders owning at least two-thirds (2/3) of the issued and outstanding capital stock of the Corporation were present or represented, the following resolutions were unanimously approved and adopted:

"RESOLVED, That subject to the approval of the Securities and Exchange Commission, the Corporation be, as it is hereby, authorized and empowered to amend the Secondary Purposes under the Second Article, Part B of its Amended Articles of Incorporation;

"RESOLVED, FURTHER, That the Second Article, Part B of the Amended Articles of Incorporation of the Corporation be amended to read as follows:

"SECOND: That the purpose or purposes for which the Corporation is formed are as follows, to wit:

x x x

B. SECONDARY PURPOSES:

x x x

(9) To offer investment contracts, certificates of participation, profit-sharing agreements, and other forms of securities in relation to agreements whereby the Corporation sells or offers units in real estate projects on the condition that buyers shall contribute the units, whether mandatory or optional, to a rental pool managed by the Corporation or a property management company to be designated by the Corporation; and

(10) All the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines."

2. The foregoing resolutions have not been amended, rescinded, nor modified, are still in full force and effect and are in accordance with the records of the Corporation presently in the custody of the Corporate Secretary.

3. We further certify that the attached Amended Articles of Incorporation are a true and correct copy thereof.

12 AUG 2025

IN WITNESS WHEREOF, we have hereunto set our hands this ____ day of ____
2025 at MANDALUYONG CITY



VICENTE R. SANTOS
Chairman
TIN:155-810-416



MARIZA SANTOS-TAN
Director
TIN: 139-154-574

ANTONIO D. ROBLES
Director
TIN: 139-154-420

ORESTES R. SANTOS
Director
TIN: 211-122-663

DANILO A. ANTONIO
Independent Director
TIN: 106-950-805



EXEQUIEL D. ROBLES
Director
TIN:139-154-445



AURORA D. ROBLES
Director
TIN:139-154-639



SIMEON S. CUA
Director
TIN:100-821-526



RENATO C. FRANCISCO
Independent Director
TIN: 138-641-391



PATRICIA A. O. BUNYE
Corporate Secretary
TIN:169-061-152

12 AUG 2025

SUBSCRIBED AND SWORN to before me this _____, affiants exhibiting to me competent proof of their identities, to wit:

<u>NAME</u>	<u>VALID I.D.</u>	<u>VALID UNTIL</u>
Vicente R. Santos	PASSPORT NO. P7782826A	07-02-2028
Exequiel D. Robles	PASSPORT NO. P9712352B	04-21-2032
Mariza Santos-Tan	PASSPORT NO. P7993345B	10-25-2031
Aurora D. Robles	DRIVER'S LICENSE NO. N01-85-009960	11-12-2033
Antonio D. Robles	PASSPORT NO. P8014466B	10-26-2031
Simeon S. Cua	DRIVER'S LICENSE NO. L02-02-164179	03-13-2033
Orestes R. Santos	PASSPORT NO. P1044719C	07-22-2032
Renato C. Francisco	DRIVER'S LICENSE NO. N12-75-015631	08-20-2032
Danilo A. Antonio	PASSPORT NO. 4890281B	02-19-2030
Patricia A. O. Bunye	PASSPORT NO. P8806239B	01-28-2032

Doc. No. 45 ;
Page No. 10 ;
Book No. FLV ;
Series of 2025.

JERRY B. DELA CRUZ
Notary Public for Mandaluyong City
Until 31 December 2026
Appointment No. 0257-25
Roll Number 47018
IBP No. 470137/10.03.2024/RSM
PTR No. 5716011/01.02.2025-Mandaluyong
MCLE Compliance No. VIII-0026654/04.10.2025
G/F State Center II Bldg.
Ortigas Avenue, Mandaluyong City

**AMENDED ARTICLES OF INCORPORATION OF
STA. LUCIA LAND, INC.**

(Formerly: ZIPPORAH REALTY HOLDINGS, INC.)

KNOW ALL MEN BY THESE PRESENTS:

That WE, all of legal ages, 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 laws of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be **STA. LUCIA LAND, INC.**
(As amended on 16 July 2007)

SECOND: That the purpose or purposes for which the Corporation is formed are as follows, to wit: (as amended on 16 July 2007)

A. PRIMARY PURPOSES

To deal, engage or otherwise acquire an interest in land or real estate development, whether in the Philippines or elsewhere, to acquire, purchase, sell, convey, encumber, lease, rent, erect, construct, alter, develop, hold, manage, operate, administer or otherwise deal in and dispose of, for itself or for others, for profit and advantage, residential, commercial, industrial, recreational, urban and other kinds of real property, such as:

(1) horizontal developments, including but not limited subdivisions, industrial parks, recreational farm lots, golf courses and memorial parks; and

(2) vertical developments, including but not limited to housing projects of any kind, residential villas, townhouses, residential, office or mixed-use condominiums, commercial or office buildings, specialty or build-to-suit buildings, hotels, condotels, sports complexes, leisure or theme parks, eco-tourism complexes, retirement or nursing homes, shopping malls or arcades, warehouses and storage facilities,

for such consideration and in such manner or form, and under such terms and conditions as the Corporation may determine or as the law permits; and to erect, construct, alter, manage, operate, lease, in whole or in part, buildings and tenements of the Corporation or of other persons, to engage or act as real estate broker, on commission or for such fees as may be proper or legal and to exercise or undertake such other powers and purposes as may be required and necessarily implied from the purposes herein mentioned. (As amended on 16 July 2007)

B. SECONDARY PURPOSES

(1) To deal, engage and transact, directly or indirectly, in all forms of business and mercantile acts and transactions concerning all kinds of real or personal property, goods, wares, chattels, choses in action, tangible and intangible properties, technical and industrial equipment, personal and real rights, commercial papers, evidences of indebtedness, or other forms of obligations, services and all other things

including future ones, as may be reasonably necessary to enable the Corporation to carry out its business and which are not excluded from the commerce of man or which are not contrary to law or good morals;

(2) To act as financial, commercial, general agent or factor to undertake the general management or representation of any person, partnership, firm or corporation in carrying on, either in or outside the Philippines, any transaction or negotiation in any commercial, manufacturing or other business of any nature, and to perform all such transactions as shall tend to promote the best interest of the Corporation and those it represents;

(3) To borrow or raise money or funds to meet the financial requirements of the Corporation, and in pursuance thereof, to issue promissory notes, mortgages, hypothecations, deeds of trust, bonds, liens or other obligations of the Corporation, either at par, premium or discount, secured by all or part of the revenues, rights, interests and properties of the Corporation, and to change or vary from time to time any such mortgages, obligations and securities;

(4) To acquire for itself or in behalf of other parties, and to invest in, hold, sell or otherwise dispose of stocks, bonds, debentures, certificates or other securities of any corporation, domestic or foreign, or other persons, in the same manner and to the same extent as juridical persons might or could do, and while the owner or holder of such stocks, bonds or other securities, to exercise all rights, privileges and powers appurtenant thereto, without dealing in securities or engaging in stock brokerage business;

(5) To aid in any manner any corporation, association or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts or obligations of which are held by or for the Corporation, directly or indirectly or through other corporations or otherwise;

(6) To enter into any lawful arrangement for sharing profits, union of interest, reciprocal concession or cooperation, including joint venture arrangements, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the Corporation;

(7) To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objectives of the Corporation;

(8) To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, including but not limited to the formation and operation of branch offices within or without the Philippines; and

(9) To offer investment contracts, certificates of participation, profit-sharing agreements, and other forms of securities in relation to agreements whereby the Corporation sells or offers units in real estate projects on the

condition that buyers shall contribute the units, whether mandatory or optional, to a rental pool managed by the Corporation or a property management company to be designated by the Corporation; and

(10) All the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines. (As amended on 12 August 2025)

THIRD: That the principal office of the Corporation shall be located at 3rd Floor Sta. Lucia Mall, Marcos Highway corner Imelda Avenue, Cainta Rizal, Philippines. (As amended on 16 July 2007)

FOURTH: That the term for which said corporation shall exist is Fifty (50) Years from as December 2016. (As amended on 20 June 2014)

FIFTH: That the names and residence of the incorporators of the said corporation are as follows, to wit:

<u>Name</u>	<u>Whose Residence Is At</u>
ALMARIO F. MENDOZA	2 J. P. Rizal, Cubao, Quezon City
E. MIKE A. ALORA, JR.	48A Kundiman, Frisco, Quezon City
MANUEL M. SANTAMARIA	395 Quezon Boulevard Extension, Quezon City
MIRIAM M. SANTAMARIA	395 Quezon Boulevard Extension, Quezon City
AGERICO CASINO	Iligan, Isabela, Philippines

SIXTH: That the number of directors of said Corporation shall be nine (9) and that the name 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, to wit: (As amended on 16 July 2007)

<u>Names</u>	<u>Whose Residence is At</u>
ALMARIO F. MENDOZA	2 J. P. Rizal, Cubao, Quezon City
E. MIKE A. ALORA, JR.	48A Kundiman, Frisco, Quezon City
MANUEL M. SANTAMARIA	395 Quezon Boulevard Extension, Quezon City
MIRIAM M. SANTAMARIA	395 Quezon Boulevard Extension, Quezon City
AGERICO CASINO	Iligan, Isabela, Philippines

SEVENTH: That the authorized capital stock of the shall be Sixteen Billion Pesos (P16,000,000,000.00), Philippine currency, divided into Sixteen Billion (16,000,000,000) shares, with a Par Value of One Peso (P1.00), Philippine currency, each share.

The stockholders of the Corporation shall not have the pre-emptive right to subscribe to all issues or dispositions of shares of any class in proportion to their respective shareholdings. (As amended on 16 July 2007)

EIGHT: That the capital stock which have been actually subscribed is TWO HUNDRED MILLION (200,000,000) Shares, with par value of TWO MILLION PESOS (2,000,000.00) Philippine Currency, of which FIVE HUNDRED THOUSAND PESOS (500,000.00) Philippine Currency, have been paid up by the following persons: (As amended on October 23, 1973)

<u>Name</u>	<u>Kind</u>	<u>No. of shares</u>	<u>Amount Subscribed</u>	<u>Amount Paid</u>
ALMARIO F. MENDOZA	Founder's	300,000	P300,000.00	P300,000.00
MANUEL M. SANTAMARIA	Founder's	60,000	60,000.00	60,000.00
MIRIAM M. SANTAMARIA	Founder's	50,000	50,000.00	50,000.00
AGERICO CANSINO	Founder's	50,000	50,000.00	50,000.00
E. MIKE A. ALORA, JR.	Founder's	40,000	40,000.00	40,000.00
TOTAL	Founder's	500,000	P500,000.00	P500,000.00
ALMARIO F. MENDOZA	Common		P900,000	P900,000.00
MANUEL M. SANTAMARIA	Common		300,000	300,000.00
MIRIAM M. SANTAMARIA	Common		180,000	180,000.00
E. MIKE A. ALORA, JR.	Common		120,000	120,000.00
TOTAL	Common		P1,500,000	P1,500,000.00
GRAND TOTAL		2,000,000	P2,000,000.00	P500,000.00

NINTH: That MIRIAM M. SANTAMARIA has been elected by the stockholders-subscribers as Treasurer of the Corporation to act as such until her successor is duly elected and qualified in accordance with the By-Laws and that as Treasurer, she has been authorized to receive and in the name of the corporation all subscriptions paid by the subscribers.

IN WITNESS WHEREOF, we have hereunto set out hands this 2nd day of November 1996, A.D., at the City of Manila, Philippines.

(Sgd.)
ALMARIO F. MENDOZA

(Sgd.)
E. MIKE A. ALORA, JR.

(Sgd.)
MANUEL M. SANTAMARIA

(Sgd.)
AGERICO CANSINO

(Sgd.)
MIRIAM M. SANTAMARIA

With my marital consent:

(Sgd.)
MANUEL M. SANTAMARIA
Husband

SIGNED IN THE PRESENCE OF:

Illegible

Illegible

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

Before me a Notary Public for the City of Manila, Philippines, personally appeared the following:

Name	Res. Cert. No.	Issued on & at:
ALMARIO F. MENDOZA	A-5402831	2/21/66 Q. C.
E. MIKE A. ALORA, JR.	A-5894189	1/11/66; Caloocan
MANUEL M. SANTAMARIA	A-5611478	2/16/66; Q. C.
MIRIAM M. SANTAMARIA	A-5611477	2/16/66; Q. C.
AGERICO CANSINO	A-388892	2/9/66; Manila

to me known and known to me as the same persons who executed the foregoing instrument consisting of five (5) pages including this page where this Acknowledgment is written, and the acknowledged before me that the same is their free and voluntary act and deed.

WITNESS MY HAND AND SEAL this 15th day of November 1966, at the City of Manila, Philippines.

(Sgd.) ANTONIO C. RAVELO
Notary Public
Until December 31, 1967

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REPUBLIC OF THE PHILIPPINES)
) S.S.

MANDALUYONG CITY

SECRETARY'S CERTIFICATE

I, **PATRICIA A. O. BUNYE**, of legal age, Filipino, and with office address at the 9th, 10th, 11th and 12th Floors, One Orion, 11th Avenue corner University Parkway, Bonifacio Global City, Taguig City 1634, Metro Manila, after having been duly sworn in accordance with law, hereby depose and state that:

1. I am the duly elected and qualified Corporate Secretary of **STA. LUCIA LAND, INC.** (the "Corporation"), a domestic corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at the Penthouse, Building III, Sta. Lucia Mall, Marcos Highway corner Imelda Avenue, Cainta, Rizal.

2. To the best of my knowledge, as of the date of the approval of the amendment by the Board of Directors in a meeting held on 04 July 2025 and the Stockholders in a meeting held on 12 August 2025, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or any claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

3. This certificate is issued to attest to the truth of the foregoing statements and for whatever legal purpose it may serve.

IN WITNESS WHEREOF, I have hereunto set my hand this 12 AUG 2025 in

MANDALUYONG CITY

PATRICIA A. O. BUNYE
Corporate Secretary

12 AUG 2025

SUBSCRIBED AND SWORN TO before me this ___ day of _____ 2025, in _____, with affiant exhibiting to me her Passport No. P8806239B bearing her photograph and signature issued by the Department of Foreign Affairs.

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JERRY B. DELA CRUZ

Notary Public for Mandaluyong City

Until 31 December 2026

Appointment No. 0257-25

Roll Number 47018

IBP No. 470137/10.03.2024/RSM

PTR No. 5716011/01.02.2025/Mandaluyong

MCLE Compliance No. VIII-0026654/04.10.2025

G/F State Center II Bldg.

Ortigas Avenue, Mandaluyong City