



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

COMPANY REG. NO. 101676

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

TULAY SA PAG-UNLAD, INC.(A Microfinance NGO)
(Formerly: TULAY SA PAG-UNLAD, INC.)
(Amending Article I thereof)

copy annexed, adopted on June 21, 2017 by majority vote of the Board of Trustees and by the vote of two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions 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.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 27th day of June, Twenty Eighteen.


FERDINAND B. SALES

Director

Company Registration and Monitoring Department

ML/mii

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amendment of Articles of Incorporation

SEC Registration Number

1 0 1 6 7 6

Company Name

T U L A Y S A P A G - U N L A D , I N C .

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

No. 2363 Antipolo Street,
Guadalupe Nuevo, Makati City,
Metro Manila
ZIP CODE
1 2 1 2

COMPANY INFORMATION

Company's Email Address

ldbanasen@tspi.org

Company's Telephone Number/s

403-8619 loc. 136

Mobile Number

09178157377

CONTACT PERSON INFORMATION

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

Name of Contact Person

Atty. Leonarda D. Banasen

Email Address

ldbanasen@tspi.org

Telephone Number/s

403-8619 loc. 136

Mobile Number

09175944899

Contact Person's Address

No. 2363 Antipolo Street, Guadalupe Nuevo, Makati City, Metro Manila

To be accomplished by CRMD Personnel

Assigned Processor:

Date

Signature

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

AMENDED ARTICLES OF INCORPORATION

- OF -

TULAY SA PAG-UNLAD, INC. (A Microfinance NGO)

(Formerly TULAY SA PAG-UNLAD, INC.)

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned all of whom are of legal age, majority are citizens and residents of the Philippines, have on this day voluntarily associated ourselves together for the purpose of forming a non-stock, non-profit, charitable, educational, cultural, social and civic service corporation under the laws of the Republic of the Philippines

- AND WE HEREBY CERTIFY -

FIRST - That the name of the corporation shall be -

TULAY SA PAG-UNLAD, INC. (A Microfinance NGO)

*(Amended May 3, 1995) (Amended on April 10, 2011 by Board of Trustees;
Amended on May 30, 2011 by Members) (Amended on June 21, 2017 by
Board of Trustees and Members)*

SECOND - That the purposes for which this corporation is formed are:

- A. To provide access to economic, financial, social and other developmental opportunities to the small, cottage and micro-entrepreneurial sector of society and other poor and disadvantaged sectors so that they may live with dignity, sufficiency and responsibility demonstrating this through love and service in their community. *(Amended on May 3, 1995)*
- B. To conduct microfinance operations pursuant to R.A. 8425, the Social Reform and Poverty Alleviation Act *(Amended February 3, 2006)*
- C. For the realization, accomplishment and furtherance of the foregoing objectives this corporation may: *(Amended February 3, 2006)*
- D. Provide in accordance with law financial and non-financial service, training, workshops and seminars on various fields that may increase the entrepreneurial and financial opportunities available to the small, cottage-scale micro-entrepreneurial poor and disadvantaged such as farmers, fishermen, women, tribal minorities, urban poor and other similar sectors. *(Amended on May 3, 1995)*

- E. Solicit, receive, foreign or local grants, donations, endowments, bequests and legacies of any sort, to sustain the operational activities of the corporation. *(Amended on May 3, 1995)*
- F. To invest portions of the funds of the corporation in shares of stock bonds, time deposits and/or such projects as the Board of Trustees may determine to be advisable or proper to make more resources available to carry out the purposes of the corporation. *(Amended May 3, 1995)*
- G. To acquire, purchase, own, hold, operate, develop, lease, mortgage, pledge, exchange, sell, transfer or otherwise invest, trade or deal in real and personal property of every kind and character, or any interest therein, in any manner permitted by the laws of the Philippines. *(Amended on May 3, 1995)*
- H. Open bank accounts with any bank, secure or incur credit or financing facilities with any bank, credit institution or with any person, whether natural or juridical.
- I. Organize a principal office, branch office, buildings, stores, bodegas or improvements anywhere in the Philippines that may be necessary in carrying out the purposes or objectives for which this corporation was organized.
- J. To take such steps, make personal or written appeals, conduct public meetings or otherwise, as may from time to time be deemed expedient in proposing enactment or changes in legislation, government policies, and other similar advocacy work for the improvement of basic services and availability of social and financial opportunities to the small, cottage scale and micro entrepreneurial sector as well as other poor and disadvantaged sectors of the Filipino society. *(Amended on May 3, 1995)*
- K. In general, to exercise any and all lawful powers whatsoever in connection with the foregoing or which are calculated directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties and to perform everything necessary and proper for the attainment of its purpose. *(Amended on May 3, 1995)*

THIRD - That none of the net earnings, profits or income of this corporation shall inure to the benefit of any member, trustee, director or officer of the corporation.

FOURTH - That the level of administrative expenses of this corporation shall in no case exceed thirty percent (30%) of the total donations

received and of total expenses for any taxable year. *(Amended on May 25, 2009)*

- FIFTH - That the principal office of the corporation shall be located at No. 2363 Antipolo Street, Guadalupe Nuevo, Makati City, Metro Manila, Philippines. *(Amended on November 5, 2014 by Board of Trustees; Amended on December 3, 2014 by Members)*
- SIXTH - That the term for which this corporation is to exist shall be fifty (50) years from and after the date of incorporation hereof, renewable for another fifty (50) years pursuant to existing laws in this jurisdiction.
- SEVENTH - That the assets of the corporation, in the event of dissolution, would be distributed to another non-profit domestic corporation organized for similar purpose or purposes, or to the state for public purpose, or would be distributed by a court to another organization to be used in such manner as in the judgment of said court shall best accomplish the general purpose for which the dissolved organization was organized. *(Amended on May 25, 2009)*
- EIGHT - That the names, nationalities, residences, and contributions of the incorporators are as follows, to wit:

<u>NAMES</u>	<u>CITIZENSHIP</u>	<u>RESIDENCES</u>	<u>CONTRIBUTIONS</u>
1. Eliseo M. Pajaro	Filipino	2 Marilag, UP Vill. Diliman, Quezon City	P500.00
2. Aurelio C. Llenado, Jr.	Filipino	Malinta, Valenzuela Metro Manila	500.00
3. Oscar C. Baldemor	Filipino	5 Rd. 2, Pag-asa Quezon City	500.00
4. Ricardo B. Jumawan	Filipino	990 Lerma Street Sampaloc, Manila	500.00
5. David Bussau	New Zealander	1/31 Darley Road Randwick, NSW 2031 Australia	500.00
6. Kirk Fowler	American	41138 St. Anthony Fremont, CA 94538	500.00
7. Romulo A. Petines	Filipino	52 Times Street Quezon City	500.00
			P 3,500.00 =====

That the present members are likewise the incorporators and from among themselves shall be elected the members of the Board of Trustees. Additional members to be admitted in, pursuant to the By-Laws of the corporation shall be submitted to the Securities and Exchange Commission from time to time.

NINTH

- That the members of the Board of Trustees shall be fifteen (15) and their names and residences who are to serve as such, until their successors shall have been elected and qualified as provided for by the By-Laws, are enumerated hereunder. *(Amended on November 25, 1985) (Amended on December 7, 2004)*

1. Eliseo M. Pajaro No. 2 Marilag, St., U.P. Vill., Quezon City
2. Aurelio C. Llenado, Jr. Malinta, Valenzuela, Metro Manila
3. Oscar C. Baldemor 53 Road 2, Pag-asa, Quezon City
4. Ricardo B. Jumawan 990 Lerma St., Sampaloc, Manila
5. David Bussau 1/3 Darley Road, Randwick, NSW 2031
Australia
6. Kirk Fowler 41138 St. Anthony Fremont CA 94538
7. Romulo A. Petines 52 Times St., Quezon City

All of the members of the Board of Trustees shall not receive compensation or remuneration for their service to the corporation.

Any amendment on articles second, third, fourth, seventh and ninth of the Articles of Incorporation shall require three-fourths (3/4) vote of the members of the Board of Trustees and three-fourths (3/4) vote of the members of the association at any regular or special meeting. Amendment on the other remaining articles shall only require a majority vote of the members of the Board of Trustees and majority vote of the members of the association at any regular or special meeting. Provided, notice of the proposed amendments shall be distributed or sent to the residence or usual place of business of every member at least ten (10) days before the meeting.

(Amended on April 10, 2011 by Board of Trustees; Amended on May 30, 2011 by Members)

TENTH

- That Mr. Aurelio C. Llenado, Jr. has been elected by the members of the Board of Trustees as Treasurer of the corporation until his successor is duly elected and qualified in accordance with the By-Laws. As Treasurer he is authorized to receive for the aforesaid all funds, properties, and effects contributed or acquired to sustain the maintenance and operational activities of said corporation.

IN WITNESS WHEREOF, we have hereunto signed our names on this 12th day of October, 1981 in the City of Manila Philippines.

(Sgd.) ELISEO M. PAJARO

(Sgd.) AURELIO C. LLENADO, JR.

(Sgd.) OSCAR C. BALDEMOR

(Sgd.) RICARDO B. JUMAWAN

(Sgd.) DAVID BUSSAU

(Sgd.) KIRK FOWLER

(Sgd.) ROMULO A. PETINES

Signed in the presence of:

not legible

not legible

ACKNOWLEDGMENT

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

BEFORE ME, a Notary Public for and in the City of Manila on this 12th day of October, 1981 personally appeared:

Eliseo M. Pajaro with Res. Cert. No. A-7216203 dated Jan. 12, 1981 issued in Quezon City, with TAN-P2643-02115-A-1;

Aurelio C. Llenado, Jr. with Res. Cert. No. A-19731524P dated Feb. 13, 1981 issued in Manila, with TAN-L-4534-B-2834-A-9;

Oscar C. Baldemor, with Res. Cert. No. A-585139 dated April 14, 1981 issued in the City of Manila, with TAN-B4354-C11434-6;

Ricardo B. Jumawan, with Res. Cert. No. A-15375103 dated Jan. 15, 1981 issued in the City of Manila, with TAN-3021-87-3;

David Bussau, with Passport No. R 914599 issued at Sydney, Australia dated Feb. 10, 1980, expiring on Feb. 10, 1990;

Kirk Fowler, with Passport No. B 046277 dated Jan. 21, 1981 at San Francisco, U.S.A., expiring on Jan. 20, 1986

Romulo A. Petines, with Res. Cert. No. 1377041 dated April 14, 1981 issued at Quezon City, Metro Manila, TAN-1452-058-09

who are all personally known to me and to be the same persons who executed the foregoing instrument and have acknowledged before me that the same is their free and voluntary act and deed.

This document refers to an Amended Articles of Incorporation of Tulay sa Pag-unlad, Incorporated which consist of four pages including this page where my name and notarial seal are affixed. Each page thereof, is duly signed by the incorporators together with their instrumental witnesses.

WITNESS MY HAND NOTARIAL SEAL on the date and place first hereinabove written.

Doc. No. 192;
Page No. 39 ;
Book No. IV;
Series of 1981.


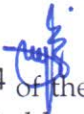
(Sgd.) SEMACO P. SACMAR
Notary Public
Until December 31, 1982
PTR No. 5780910; Jan. 9, 1981
Pasig, Metro Manila

**TRUSTEES' CERTIFICATE
AMENDMENT OF THE ARTICLES OF INCORPORATION**



KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, constituting the majority of the incumbent members of the Board of Trustees of **TULAY SA PAG-UNLAD, INC. (TSPI)**, do hereby certify that:

1. The accompanying Amended Articles of Incorporation embodying the amendment on the first article thereof is a true and correct copy of the Amended Articles of Incorporation.
2. The said amendment to the Articles of Incorporation was approved by $3/4$  vote of the members of the Board of Trustees of the Corporation at the meeting held on June 21, 2017 at the principal place of business of the Corporation.
3. The said amendment was approved by the affirmative vote of at least $3/4$  of the members of the Corporation at the Annual General Membership Meeting held on June 21, 2017 at the principal place of business of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 02 MAY 2018 Philippines.
~~SAN MATEO, RIZAL~~


Atty. **LAMBERTO L. MEER**
Trustee

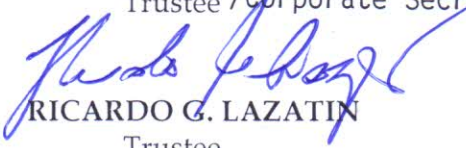
TERRY R. WINTERS
Trustee



RENE E. CRISTOBAL
Trustee

Dr. ABRAHAM F. PASCUAL
Trustee


Atty. **CORNELIO C. GISON**
Trustee / Corporate Secretary

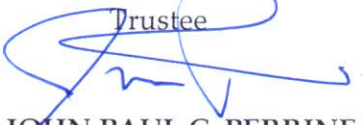

JUANITA D. AMATONG
Trustee


RICARDO G. LAZATIN
Trustee


JOSE D. FIDER
Trustee


ALBERTO M. MALVAR
Trustee


MA. LUZ A. PLANAS
Trustee



JOHN PAUL C. PERRINE
Trustee


FLORENCIA G. TARRIELA
Trustee

SUBSCRIBED AND SWORN to before me this 02 MAY 2018 at SAN MATEO, RIZAL,
affiants exhibiting to me their respective competent evidences of identity.

Name	Competent Evidence Of Identity	Date/Place of Issue
LAMBERTO L. MEER TIN 115-153-338	OSCA-Makati City ID No. 27551	9-Dec-08/Makati City
ABRAHAM F. PASCUAL TIN 111-978-170	SSS ID No. 03-6278693-6	
RENE E. CRISTOBAL TIN 123-103-682	Passport No. EC4081672	04-May-15/DFA Manila Expires on 03-May-20
JUANITA D. AMATONG TIN 124-134-769	OSCA-Quezon City ID No. 2251867	12-Dec-03/Quezon City
CORNELIO C. GISON TIN 102-087-560	SSS ID No. 03-0427795-3	
JOSE D. FIDER TIN 131-026-826	LTO Driver's License No. N11-75-004233	Expires on 2023-03-20
RICARDO G. LAZATIN TIN 115-321-475	OSCA-Makati City ID No. 90213	24-Feb-15/Makati City
ALBERTO M. MALVAR TIN 327-192-478	OSCA-Quezon City ID No. 7702	19-Feb-16/Quezon City
MA. LUZ A. PLANAS TIN 105-561-167	SSS ID No. 03-1349190-8	
JOHN PAUL C. PERRINE TIN 148-440-129	Passport No. EC0076946	22-Jan-14/DFA Manila Expires on 21-Jan-19
FLORENCIA G. TARRIELA TIN 106-906-487	OSCA-Makati City ID No. 33431	27-Aug-09/Makati City
TERRY WINTERS TIN 446-750-445	Passport No. PA1039234	20-Aug-14/ Australia Expires on 20-Aug-24

Doc. No. 161;
Page No. 34;
Book No. VII;
Series of 2018.


LEONARDA BALCOS DIAZ
Notary Public for San Mateo, Rizal | Until December 31, 2019
No. 4 Kambal Road, Guitnang Bayan II, San Mateo, Rizal 1850
Roll of Attorney's No. 50495 | IBP Lifetime Roll No. 05600/RSM
MCLE Compliance No. V-0007935/05-27-2015
PTR No. 9071018/SMR/01-08-2018



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Secretariat Building PICC Complex, Roxas Boulevard
Pasay City, 1307

CORPORATE STATUS

Date: 14 June 2018
SEC Registration No. : 0000101676
Company Name: TULAY SA PAG-UNLAD, INC.
Entity Type: Non-stock Corporation; With secondary license
Printed by: Jeennette Ramos *JR*

Department	Status	Remarks	Date
HEAD OFFICE			
CRMD			
CMD	Cleared		Jun 13 2018
CPRD	Cleared		Jun 13 2018
CFRD	Cleared		Jun 13 2018
FAAD	Cleared		Jun 13 2018
LU	Cleared		Jun 13 2018
CGFD	Cleared		Jun 13 2018
MSRD	Cleared		Jun 13 2018
EIPD	Cleared		Jun 13 2018
OGC	Cleared		Jun 13 2018
SOs			
SOs	Cleared		Jun 13 2018
EOs			
EOs	Cleared		Jun 13 2018

REPUBLIC OF THE PHILIPPINES)
SAN MATEO, RIZAL) S.S.

SECRETARY'S CERTIFICATE

I, **ATTY. CORNELIO C. GISON**, of legal age and with office address at 2363 Antipolo St., Guadalupe Nuevo, Makati City, after having been sworn in accordance with law, hereby depose and state that:

1. I am the Corporate Secretary of **TULAY SA PAG-UNLAD, INC.**, a non-stock, non-profit corporation duly organized and existing under and by virtue of the laws of the Philippines with principal office address at 2363 Antipolo St., Guadalupe Nuevo, Makati City.
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Trustees, individual trustees and/or major corporate officers of the Corporation as its duly elected and/or appointed trustees or officers or vice versa.
3. I am executing this Certification to attest to the truth of the foregoing and for whatever legal purpose it may serve.


IN WITNESS WHEREOF, I have hereunto affixed my signature on _____ at SAN MATEO, RIZAL, Philippines.

02 MAY 2018


ATTY. CORNELIO C. GISON
Corporate Secretary

SUBSCRIBED AND SWORN to before me on 02 MAY 2018 at SAN MATEO, RIZAL, affiant personally appeared before me and exhibited to me his Social Security System ID with No. 03-0427795-3 as competent evidence of identity.

Doc. No. 163 ;
Page No. 34 ;
Book No. 011 ;
Series of 2018.


LEONARDA BALCOS DIAZ
Notary Public for San Mateo, Rizal, Until December 31, 2019
No.4 Kambal Road, Guitang Bayan II, San Mateo, Rizal 1850
Roll of Attorney's No. 50495 | IBP Lifetime Roll No. 05600/RSM
MCLE Compliance No. V-0007935/05-27-2015
PTR No. 9071018/SMR/01-08-2018



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION SYSTEM

PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

Date: June 19, 2018
Transaction Number: 201806191308567977
Name: TULAY SA PAG-UNLAD, INC (A MIRCOFINANCE NGO)

Be informed that the corporate name is reserved for 30 calendar days. Present this document together with other documentary requirements.

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.

31008

Republic of the Philippines
MAKATI CITY) s.s.

JOINT AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

We, **RENE E. CRISTOBAL** and **ATTY. CORNELIO C. GISON**, both of legal age, Filipinos, and residents of 15 Sto. Domingo St. Urdaneta Village, Makati City and 101 Angat Street, Ayala Alabang, Muntinlupa, respectively, after having been sworn to in accordance with law hereby depose and state that:

1. We are the President and Corporate Secretary of TULAY SA PAG-UNLAD, INC. which is in the process of amending its corporate name with the Securities and Exchange Commission.
2. In behalf of said corporation, we hereby undertake to change its corporate name, or as amended thereafter, 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 that name or that the name has been declared as misleading, deceptive, confusingly, similar to a registered name, or contrary to public morals, good custom or public policy.
3. This affidavit is executed to attest to the truth of the foregoing and for whatever legal purpose and intent it may serve.

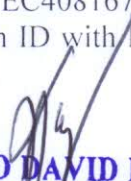
IN WITNESS WHEREOF, we hereby signed this affidavit this JUN 25 2018 of _____, 2018 at MAKATI CITY.


RENE E. CRISTOBAL
President


ATTY. CORNELIO C. GISON
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JUN 25 2018 at MAKATI CITY, affiant exhibited to me their Passport with No. EC4081672, issued by DFA Manila and valid until May 3, 2020, and Social Security System ID with No. 03-0427795-3, respectively, as their competent evidence of identity.

Doc. No. 492 ;
Page No. 99 ;
Book No. CCX ;
Series of 2018.


ATTY. JUANCHO DAVID R. TABLANG
Notary Public for Makati City
Commission No. M-63 until December 31, 2018
PTR No. 6629103 : 01/11/2018 / Makati City
IBP No. 021594 : 01/09/2018 / Makati City
Roll of Attorney: 42002
MCLE Compliance No. V-0024262
2016 Magsaysay St.,
Brgy. Guadalupe Nuevo, Makati City