



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. AS96003242

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

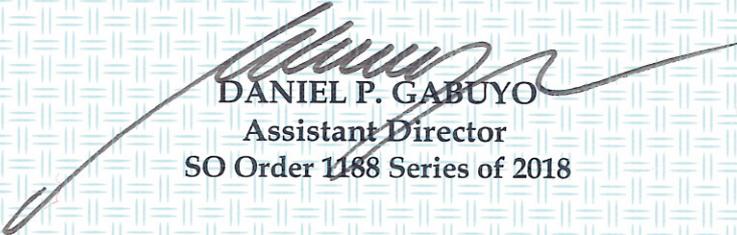
THIS IS TO CERTIFY that the Amended Articles of Incorporation of the

RELIABLE INSURANCE BROKERS, INC.
(Amending Articles II Primary Purpose & III thereof)

copy annexed, adopted on July 27, 2023 by 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 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, Philippines, this 14th day of September, Twenty Twenty Three.


DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

RNC/bds



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

electronic Official Receipt

Transaction Details

eOR Number	20230912-MYEG-0150828-49
Transaction Number	31VW2K4KVV
Payment Date	September 12, 2023 03:36 PM
Payment Scheme	Bank Transfer-BPI_ONLINE
Status	Payment success
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20230912-8617449
PAF Date	2023-09-12 15:18:50
Payor Name	RELIABLE INSURANCE BROKERS, INC.
Payor Address	MANDALUYONG CITY

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

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



COVER SHEET

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

A	S	O	9	6	0	3	2	4	2
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Former Company Name

R	E	L	I	A	B	L	E		I	N	S	U	R	A	N	C	E		B	R	O	K	E	R	S		I	N	C	.	

AMENDED TO:
New Company Name

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

R	F	M		C	O	R	P	O	R	A	T	E		C	E	N	T	E	R		P	I	O	N	E	E	R				
C	O	R	N	E	R		S	H	E	R	I	D	A	N		S	T	R	E	E	T	S									
M	A	N	D	A	L	U	Y	O	N	G		C	I	T	Y																
																												1	5	5	0

ZIP CODE

COMPANY INFORMATION

Company Email Address

info@ribi_insurance.com

Company's Telephone Number/s

8631-9286

Mobile Number

0917-175-9028

CONTACT PERSON INFORMATION

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

Name of Contact Person

JEFFREY D. GONZALES

Email Address

jdgonzales@rfm.com.ph

Telephone Number/s

8631-9286 loc. 303

Mobile Number

0917-175-9028

Contact Person's Address

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
- Compliance Monitoring Division

**AMENDED ARTICLES INCORPORATION
OF
RELIABLE INSURANCE BROKERS, INC.**

(formerly RFM Insurance Brokers Inc.)

KNOW ALL MEN BY THESE PRESENTS:

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

AND HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be:

RELIABLE INSURANCE BROKERS, INC.
(as amended on 29 August 2014)

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

PRIMARY PURPOSE

To carry on the business of insurance and insurance brokers; to act as managers except the management of funds, securities, portfolio or similar assets of the management entities, for any insurance company, in connection with its or his insurance or underwriting business wherever the same may be carried on or any branch of the same, and to enter into any agreement for such purpose with any such insurance company; to engage in the solicitation, negotiation, procurement and/or placement of risks, such as buildings and its contents, machineries and equipment, motor vehicle, marine hull and cargoes, money securities and payroll, general and personal accident, liability, livestock, bonds, fidelity guarantee and any other risks that may relate to the making of any insurance contract, and /or taking out of insurance in behalf of an insured; to engage in the business of insurance and insurance brokerage for Health Insurance, Comprehensive General Liability Insurance, Cyber Liability Insurance, Property Floater Insurance, Engineering Insurance, Directors and Officers (D&O) Liability Insurance, Migrant insurance, and such other insurance coverages allied with or incident to the above-mentioned lines in exchange for any compensation, commission or

other thing of value, act, or aids in any manner. (As amended on 27 July 2023)

SECONDARY PURPOSE

1. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock debenture and other evidences of indebtedness, or other securities, as may be deemed, for any business or property acquired by the corporation;
2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lieu upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;
3. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill or the corporation of the corporation or any part thereof for such consideration and under such terms as it shall fit to accept;
4. 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 or indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;
5. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmount agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying out of any business or transaction deemed necessary, convenient or incidental to carrying out of any of the purposes of this corporation;
6. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation;
7. To establish and operate one or more branch offices or agencies and to carry on any or all its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease,

mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines; and

8. To conduct and transact any and all lawful business, 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 this corporation.

THIRD: That the place where the principal office the corporation is to be established or located is at **RFM Corporate Center, Pioneer corner Sheridan Streets, Mandaluyong City. (As amended on 27 July 2023)**

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

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

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
JOSE A. CONCEPCION III	Filipino	12 Talisay Road, North Forbes Makati City
ERNEST FRITZ SERVER	Filipino	319 Chino Drive, Ayala Alabang Village, Muntinlupa, MM
FRANCISCO A. SEGOVIA	Filipino	613 Guyabano St. Ayala Alabang Muntinlupa, MM
FELICISIMO M. NACINO, JR.	Filipino	No.8 Mahinhin Street, UP Village Quezon City
ALFONZO R. ZAMORA	Filipino	42 Arguilla St., San Lorenzo Village, Makati City, MM
CORAZON R. MARTINEZ	Filipino	No.12 Tyronne St., T. Purra Subdv. T.Sora,Q.C
DANILO H. SANTIAGO	Filipino	No. 30 Mercury St., Bel-Air, Makati City

SIXTH: That the number of directors of said corporation shall be SEVEN (7) and that the names, nationalities 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:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
JOSE A. CONCEPCION III	Filipino	12 Talisay Road, North Forbes Makati City
ERNEST FRITZ SERVER	Filipino	319 Chino Drive, Ayala Alabang Village, Muntinlupa, MM
FRANCISCO A. SEGOVIA	Filipino	613 Guyabano St. Ayala Alabang Muntinlupa, MM
FELICISIMO M. NACINO, JR.	Filipino	No.8 Mahinhin Street, UP Village Quezon City
ALFONZO R. ZAMORA	Filipino	42 Arguilla St., San Lorenzo Village, Makati City, MM
CORAZON R. MARTINEZ	Filipino	No. 12 Tyrone St., T. Purra Subdv. T.Sora,Q.C.
DANILO H. SANTIAGO	Filipino	No. 30 Mercury St., Bel-Air, Makati City

SEVENTH: The authorized capital stock of said corporation is FORTY MILLION PESOS (Php40,000,000.00) Philippine Currency, and said capital stock is divided into FORTY MILLION shares (40,000,000) with a par value of ONE Peso (P1.00) each. (As amended by the Board of Directors and Stockholders on 25 July 2006.)

EIGHT: That the amount of said capital stock which has been actually subscribed is TWO MILLION FIVE HUNDRED THOUSAND Pesos (P2,500,000.00), and the following have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

<u>Name</u>	<u>Nationality</u>	<u>No.of Shares Subscribed</u>	<u>Amount Subscribed</u>
RFM Equities, Inc.	Filipino	2,499,993	P2,499,993.00
Jose A. Concepcion III	Filipino	1	1.00
Ernest Fritz Server	Filipino	1	1.00
Francisco A. Segovia	Filipino	1	1.00
Felicisimo M. Nacino,Jr.	Filipino	1	1.00
Alfonzo R. Zamora	Filipino	1	1.00
Corazon R. Martinez	Filipino	1	1.00
Danilo H. Santiago	Filipino	1	1.00
	Total	2,500.000	2,500,000.00

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

<u>Name</u>	<u>Amount Paid</u>
RFM Equites, Inc	P2,499,993.00
Jose A Concepcion III	1.00
Ernest Fritz Server	1.00
Francisco A. Segovia	1.00
Felicisimo M. Nacino, Jr.	1.00
Alfonzo R. Zamora	1.00
Corazon R. Martinez	1.00
Danilo H. Santiago	1.00
	P2,500,000.00

TENTH: No transfer of stock or interest which would reduce the stock ownership of Filipino citizens or less than the required percentage of the capital stock is provided by existing laws shall be allowed or permitted to be recorded on the proper book of corporation and this restriction shall be indicated in the stock certificate issued by the corporation.

ELEVENTH: The CORAZON R. MARTINEZ has been elected by the subscribers as Treasurer of the corporation to act as such until his/her successor is duly elected and qualified in accordance with the by-laws; and that, as such Treasurer, he/she has been authorized to receive for and in the name and for the benefit of the Corporation, all subscriptions paid by the subscribers.

IN WITNESS WHEREOF we have hereunto set our hands, this 26th day of January 1996 at Mandaluyong, City, Philippines.

(Signed)
JOSE MA. A. CONCEPCION III

(Signed)
FRANCISCO A. SEGOVIA

(Signed)
ERNEST FRITZ SERVER

(Signed)
FELICISIMO M. NACINO, JR.

(Signed)
CORAZON R. MARTINEZ

(Signed)
ALFONSO R. ZAMORA

(Signed)
DANILO H. SANTIAGO

SIGNED IN THE PRESENCE OF:

ACKNOWLEDGEMENT

Republic of the Philippines)

Makati)

BEFORE ME, a Notary Public in and for Mandaluyong, Philippines this 26th day of January 1996, personally appeared:

<u>Name</u>	<u>Res. Cert. No.</u>	<u>Date & Placed Issued</u>
Jose Ma. Concepcion III	1432695	3-5-96 / Makati
Ernest Fritz Server	9721364	2-8-96 / Mandaluyong City
Francisco A. Segovia	9731189	2-8-96 / Mandaluyong City
Felicisimo M. Nacino, Jr.	4307618	1-5-96 / Mandaluyong City
Alfonso R. Zamora	9718625	1-14-96 / Makati City
Corazon R. Martinez	7167163	3-13-96 / Q.C.
Danilo H. Santiago	341293	3-13-96 / Makati

All known to me to be the same persons who executed the foregoing Articles of Incorporated and they acknowledge to me that the same is their own free and voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above-written.

(Signed)
STELLA B.G. VALENTONA
NOTARY PUBLIC
UNTIL DEC. 31, 1996
PTR # 029853
Issued On: 2/21/95
Issued at Mand.

Doc. No. 436;
Page No. 85 ;
Book No. II ;
Series of 1996.

DIRECTORS' CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Directors of **RELIABLE INSURANCE BROKERS, INC.**, do hereby certify that the Articles of Incorporation of said corporation was amended by a majority vote of the board of directors and the vote of ^(stockholders re present and legit) two-thirds (2/3) of its ^{capital stock} at a meeting held on **July 27, 2023** at the principal office of business of the corporation at RFM Corporate Center, Pioneer corner Sheridan Streets, Mandaluyong City.

The amended provisions of the attached Amended Articles of Incorporation refer to the change of primary purpose and principal place of business, as follows:

SECOND: *That the purpose for which the said corporation is formed:*

PRIMARY PURPOSE

To carry on the business of insurance and insurance brokers; to act as managers except the management of funds, securities, portfolio or similar assets of the management entities, for any insurance company, in connection with its or his insurance or underwriting business wherever the same may be carried on or any branch of the same, and to enter into any agreement for such purpose with any such insurance company; to engage in the solicitation, negotiation, procurement and/or placement of risks, such as buildings and its contents, machineries and equipment, motor vehicle, marine hull and cargoes, money securities and payroll, general and personal accident, liability, livestock, bonds, fidelity guarantee and any other risks that may relate to the making of any insurance contract, and /or taking out of insurance in behalf of an insured; to engage in the business of insurance and insurance brokerage for Health Insurance, Comprehensive General Liability Insurance, Cyber Liability Insurance, Property Floater Insurance, Engineering Insurance, Directors and Officers (D&O) Liability Insurance, Migrant insurance, and such other insurance coverages allied with or incident to the above-mentioned lines in exchange for any compensation, commission or other thing of value, act, or aids in any manner. (As amended on 27 July 2023)

THIRD: That the place where the principal office of the corporation is to be established or located is at RFM Corporate Center, Pioneer corner Sheridan Streets, Mandaluyong City. (As amended on 27 July 2023).

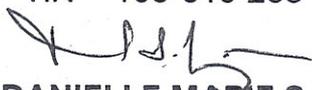
We further certify that the attached Amended Articles of Incorporation is a true and correct copy thereof.

IN WITNESS WHEREOF, we have hereunto signed this certificate this AUG 31 2023 day of 2023 at Mandaluyong City.


FELICISIMO M. NACINO, JR.
TIN- 145-446-195

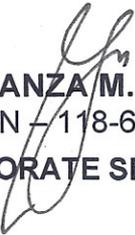
MYRNA Q. PEROLINO
TIN- 105-616-238


ARIEL A. DE GUZMAN
TIN- 118-626-599


DANIELLE MARIE S. LIZARES
TIN - 181-840-017


SUSAN N. KONIG
TIN- 430-068-189

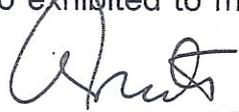

PHILIP V. PRIETO
TIN - 134-320-530


ESPERANZA M. ATANACIO
TIN - 118-627-196
CORPORATE SECRETARY

SUBSCRIBED AND SWORN to before me this day of AUG 31 2023 at City of Mandaluyong by the above-named persons who exhibited to me their valid government identification cards.

Doc No: 252
Page No: 52
Book No: LV1
Series of 2023.




ADELEEN B. ALBERTO
Appt. No. 0250-23 until 12.31.2024
S/F RFM Corporate Center, Pioneer St., Mand.
IBP No. 240910 / 11.29.2022 / RSM
PTR No. 5109255 / 01.03.2023 / Mand.
Roll of Attorneys No. 51345
MCLE Compliance No. VII-0011473
Issued on 2.28.2022 Valid until 4.14.2025

SECRETARY'S CERTIFICATE

(NO PENDING INTRA-CORPORATE DISPUTE)

I, **ESPERANZA M. ATANACIO**, Filipino, of legal age, with office address at 4th Flr. RFM Corporate Center, Pioneer corner Sheridan Sts. Mandaluyong City, after being duly sworn to in accordance with law do hereby depose and state that:

1. I am the Assistant Corporate Secretary of **RELIABLE INSURANCE BROKERS INC.** a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at 4th Flr. RFM Corporate Center Pioneer Cor. Sheridan Sts. Mandaluyong 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 Directors, individual directors and/or major officers of the corporation as its duly elected and/or appointed directors or officers or vice-versa;

AUG 31 2023 IN WITNESS WHEREOF, we have hereunto signed this certificate this day of 2023. Mandaluyong City.


ESPERANZA M. ATANACIO
Affiant

SUBSCRIBED AND SWORN to before me on this day of AUG 31 2023, 2023 at City of Mandaluyong, affiant exhibiting to me her SSS ID No. 03-4205575-5

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Series of 2023.




ADELEEN B. ALBERTO
Appt. No. 0250-23 until 12.31.2024
S/F RFM Corporate Center, Pioneer St., Mand.
IBP No. 240910 / 11.29.2022 / RSM
PTR No. 5109255 / 01.03.2023 / Mand.
Roll of Attorneys No. 51345
MCLE Compliance No. VII-0011473
Issued on 2.28.2022 Valid until 4.14.2025