

### REPUBLIC OF THE PHILIPPINES DEPARTMENT OF FINANCE

#### SECURITIES AND EXCHANGE COMMISSION

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



S.E.C. REG. NO. \_\_\_168063

# CERTIFICATE OF FILING OF AMENDED ARTICLES OF INCORPORATION

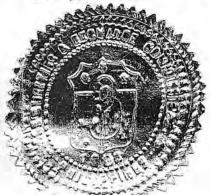
TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

THIS IS TO CERTIFY that the amended articles of incorporation of the

PRYCE CORPORATION
(Amending Article II primary purpose thereof)

copy annexed, adopted on	June 9, 1999	by a majority vote of
the Board of Directors and	d the vote of the stockhold	lers owning or representing at
least two-thirds of the ou	itstanding capital stock, an	d certified under oath by the
3	the Roard of Directors of th	ne corporation was approved by
this Office on the 24	day of June	nineteen hundred and
ninety - nine	pursuant to the provision of	of Section 16 of the Corporation
		approved on May 1, 1980, and
attached to the other paper	s pertaining to said corpora	tion.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this \_\_\_\_\_\_\_\_, in the year of our Lord nineteen hundred and ninety \_\_\_\_\_\_\_.



SONIA M. BALLO Director

Corporate and Legal Department

TYPE OF NON-STOCK CORPORA-TION (Refer to Mark of page for the absolute forms) FILL-UP INSTRUCTIONS - Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Check appropriate boxes.
FILL UP ONLY THOSE ITEMS FOR WHICH AMENDMENTS OR CHANGES ARE TO BE MADE. Refer to the back of this page for additional instructions. CERTIFIED CORRECT: COMPANY RELATIONSHIP - List all companies related to registrant. (Use additional sheets, if necessary. CURRENT COMPANY NAME (This must always be provided). SEC NUMBER / 1/6/8/0/6/3/ /// CDMF 96-1 MANAGERIAN ONIGERAL MAIN IND - A (NEW), E (UPDATE EXISTING) OR D MAIN IND RELATIONSHIP TYPE BUSINESS INFORMATION AREA CODE BUSINESS OFFICE ADDRESS AREA CODE PRINCIPAL OFFICE ADDRESS COMPANY TYPE [X] DS - DOMESTIC STOCK [ ] DN - DOMESTIC NON-STOCK [ ] DP - DOMESTIC PARTNERSHIP RESERVATION NUMBER (RELN TYPE) NUMBER OF GENERAL INFORMATION PARTNERSHIP TYPE to L-LIMITED TYPE 8th Floor, 8th Floor, BPI Condominium Center, DIRECTORS (If stock co.) 11 PRYCE CORPORATION TERM OF EXISTENCE SEC NUMBER 145091 V - DISSOLVED COMPANY (If change in company type) REY NATHANIEL M - DISSOLVED COMPANY (If due to merger) 50 TYPE OF ENTERPRISE BPI Condominium Center, 8753 Paseo de Roxas, Makati City stock co.) LL TRUSTEES (If non-stock co.)
TOTAL CONTRIBUTION (of non-stock % OF FO YEARS companies) NEW COMPANY NAME (DELETE) RELATIONSHIP POSTAL CODE POSTAL CODE COMPANY NAME END DATE OF EXISTENCE . .. Pryce Gases, IFURUNG . GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION TIN NO SPECIAL REGISTRATION 1 1 H. FIA HOLDING JEXFIA EXPORT ID FIA DOMESTIC 13 SUBIO REGISTERED 11 12 12 16 FOR SEC TO PROVIDE: MAINTENANCE NO.: /\_\_/\_/ 1,2,2,6 n/a D FIA EXPORT ONTROL CLERK! Inc. (MM/DD) FISCAL YEAR END 8753 Paseo de Roxas, Makati City COMPANY DATA MAINTENANCE FORM December 31 companies) % OF FOREIGN MEMBERSHIP (Of non-stock (FOR DOMESTIC COMPANIES ONLY) A - AFFILIATE (Of registrant) S - PARENT COMPANY (If registrant is a subsidiary) TEL. NO. Position: Corporate Secretary. TEL. NO. [ ]F-FIXED (MM//DD) /\_\_/\_/ [ X ] V-VARIABLE\_ ANNUAL MEETING (For domestic companies only 632-8183421 PARTNERS (If partnership) 632-8183421 I I I TRANSACTION DATE I I I I I I CHANGE FROM STOCK TO NON-STOCK? [ ] YES DATA ENCODED BY: INDICATE START (II NEW) OR END DATE OF RELATIONSHIP TOTAL CONTRIBUTION (Of domestic partnership) Filipino: 1 ) E. FINANCIAL NATITUTION 1 12 EPZA REGISTERED 10 B. BOLNEGISTERED O-OTHERS DATE: FAX NO FAX NO 4th Wed. START DATE STOCKHOLDERS (If stock co.) Foreign: 6, 632-8156954 632-8156954 NO CHANGE IN PRIMARY
PURPOSE? [X] YES of May END DATE 532

Section 19 Company of the Company

#### Article I of the Articles of Incorporation:

#### "PRIMARY PURPOSE

To acquire, purchase, lease, hold, sell or otherwise deal in land and real estate or any interest or right therein as well as real property of every kind and description including but not limited to shares of stock in industrial, commercial, manufacturing and any other similar corporations, for itself or for others with power to provide financial support for and guarantee obligations of such subsidiaries as it may have; to deal and engage in the real estate business in all its aspects and branches for its account or for the account of others by itself or through its subsidiaries; to own, hold, improve, develop, subdivide, administer and manage any land or real estate; to erect or cause to be erected on any land owned, held or acquired by the Corporation buildings or structures of every kind and nature; to plan, build, manage, operate and/or sell condominiums, buildings, complexes, communities, hotels, memorial parks and projects of every kind and descriptions to sell, trade, mortgage, barter, encumber or otherwise dispose of any land, real estate, subdivision, buildings or other structures or any other property and any interest or right therein, at any time owned or held by the Corporation and to manage and administer in behalf of any individual, corporation or association, lands, buildings, or any kind of business and any kind of properties, whether real or personal."

Word

DANIELN

Member

JACQUES A. DUPASQUIER Member ALBERTO P. FENIX, JR.

Member

MARIO M. SILOS Member

Countersigned:

REY NATHANIEL OFFURUNG
Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_\_\_ JUN 1 8 1999 at Makati City, affiants exhibited to me their respective Community Tax Certificate nos.:

Name	CTC No.	Date/ Place Issued
<ol> <li>Salvador P. Escano</li> </ol>	19958378	1.11.99/Makati
<ol><li>Joselin G. Fragada</li></ol>	07787662	2,27,99/Makati
3. Ramon R. Torralba	19974724	1.19.99/Makati
<ol> <li>Sigurd H. Sperbund</li> </ol>		
<ol><li>Hermilando I. Mandanas</li></ol>	03991483	1.13.99/Malvar, Batangas
6. Evelyn R. Singson	01693134	1.21.99/Q.C.
7. Daniel N. Mijares	16610578	2.26.99/Pasay City
8. David C. Go	09007444	2.26.99/Makati
9. Alberto P. Fenix, Jr.	19978827	1.22.99/Makati
10. Jacques Yves A. Dupasquier	19965464	1.14.99/Makati
11. Mario M. Silos	00021838	2.10.99/Makati
12. Rey Nathaniel C. Ifurung		

Doc. No. 379: Page No. 73: Book No. √: Series of 1999. directic:mso/win ATTY. RICARDO M. ESPINA
NNOTARPUBUBLIC
Until December 31, 1999
PTR NO.- 0486012 1-13-99 / Makati
IBP NO.- 746730 / 1-8-99 / Q. City

R

NUM

Republic of the Philippines) Makati City

#### DIRECTORS' CERTIFICATE

We, the undersigned majority of the Directors and the Secretary, do hereby certify that the Articles of Incorporation of PRYCE CORPORATION was amended by an affirmative vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock at the meeting held at the Ground Floor, Balmori Room, The Peninsula Manila, Makati Ave. cor. Ayala Ave., Makati City on June 09, 1999, which resolution was approved by the majority of the Board of Directors on the same date and at the same place:

"RESOLVED, as it is hereby resolved, that the Corporation be authorized to amend the primary purpose of its Articles of Incorporation to read as follows:

#### PRIMARY PURPOSE

To acquire, purchase, lease, hold, sell or otherwise deal in land and real estate or any interest or right therein as well as real or personal property of every kind and description including but not limited to shares of stock ini industrial, commercial, manufacturing and any other similar corporations, for itself or for others with power to provide financial support for and guarantee obligations of such subsidiaries as it may have; to deal and engage in the real estate business in all its aspects and branches for its account or for the account of others by itself or through its subsidiaries: to own, hold, improve, develop, subdivide, administer and manage any land or real estate; to erect or cause to be erected on any land owned, held or acquired by the Corporation buildings or structures of every kind and nature; to plan, build, manage, operate and/or sell condominiums, buildings, complexes, communities, hotels, memorial parks and projects of every kind and descriptions; to sell, trade, mortgage, barter, encumber or otherwise dispose of any land, real estate, subdivision, buildings or other structures or any other property and any interest or right therein, at any time owned or held by the corporation and to manage and administer in behalf of any individual, corporation or association, lands, buildings, or any kind of business and any kind of properties, whether real or personal."

That the foregoing resolution is in full force and effect and has not been modified nor rescinded.

That the attached document is a true copy of the Articles of Incorporation of Pryce Corporation.

N WITNESS WHEREOF, we have hereunto affixed our signatures this \_\_\_\_ 1999 at Makati City.

JOSELIN G. FRAGADA Vice-Chairman

DAVID C. GO Member

ANION R. TORRALBA Member

SINGSON

SIGURD H. SPERBUND Member

HERMILANDO L MANDANAS Member

n1.W1/

Angel R. Rodriguez, Jr. T.A.N. 33-701-712	05425269	02-LJ-89/Makati
Pablo B. Roman, Jr. T.A.N. 1320-749-3	0333-2329J	01-09-89/Quezon City
Fernando L. Trinidad T.A.N. T65537-H0551	05429661	01-19-89/Makati
Ramon R. Torralba T.A.N. 3260-208-8	09381650	0315-89/Makati
Danilo S. Venida T.A.N. V5333-J1048-A-I	11298078J	05-18-59/Makati
Rolando R. Pineda T.A.N. 5179102-7	05429658J	02-08-89/Makati
Evelyn R. Singson T.A.N. 55250-a3044-A-0	05429998	02-08-89/Makati
Antonio B. Alvarez T.A.N. A4187-G2743-A-S	05438635	02-08-89/Makati

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

WITNESS MY HAND AND SEAL this 30th day of August, 1989 at Makati, Metro Manila, Philippines.

(Sgd.) ARTURO S. DY
Notary Public
Until December 31, 1989
PTR# 569915, Jan. 5, 1989
Makati, M.M.

Doc. No. 57; Page No. 13; Book No. XIV; Series of 1989. Any issuance, sale or transfer of shares of the Common Stock, whether voluntary or otherwise and in violation of the foregoing condition shall be null and void and shall not be recognized or registered in the books of the Corporation. For the purpose of this provision, a Philippine national shall mean (1) a citizen of the Philippines as defined under the Philippine Constitution or (2) a partnership or association wholly owned by citizens of the Philippines, or (3) a corporation organized under the laws of the Philippines (a) of which at least sixty percent (60%) of the capital stock outstanding and entitled to vote are owned and held by citizens of the Philippines or by a trustee of funds for pension or other employee retirement or separation benefits where the trustee is a Philippine National and at least sixty percent (60%) of the funds will accrue to the benefit of the Philippine Nationals or (b) of which sixty percent (60%) of its members are citizens of the Philippines.

In the event that a stockholder is considered disqualified to own shares of the common stock of the Corporation, then the Corporation shall have the right to purchase in the name of the Corporation the shares of the common stock of the disqualified stockholder at book value, based on the latest available audited financial statements of the Corporation. Upon payment or tender thereof to the disqualified stockholder, the Secretary of the Corporation shall have full authority and shall be considered as the Attorney-in-fact of the disqualified stockholder to transfer the stockholder's share in favor of the Corporation and shall have the power to retain certificates of stocks purchased in violation of this provision. The disqualified stockholder upon demand shall surrender to the Corporation for cancellation the corresponding stock certificates duly endorsed. Failure to surrender and/or endorse such stock certificates, however, shall not bar to the retransfer and registration of such retransfer in the books of the Corporation.

This restriction shall be printed or indicated in all the certificates of stock to be issued by the corporation. (Amended as of March 21, 1994)

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Total	150,000,000	100,000,000	P 250,000,000.00
9. Rolando R. Pineda	12,000,000	8,000,000	20,000,000.00
8. Ramon R. Torralba	12,000,000	8,000,000	20,000,000.00
7. Fernando L. Trinidad	12,000,000	8,000,000	20, 000,000.00
			- 1

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

Coposiii	
Name	<b>Amount Paid</b>
1. Salvador P. Escano	P 17,500,000.00
2. Angel R. Rodriguez, Jr.	11,250,000.00
3. Pablo B. Roman, Jr.	11,250,000.00
4. Antonio B. Alvarez	2,500,000.00
5. Evelyn R. Singson	2,500,000.00
6. Danilo S. Venida	2,500,000.00
7. Fernando L. Trinidad	5,000,000.00
8. Ramon R. Torralba	5,000,000.00
9. Rolando R. Pineda	5,000,000.00
Total	P 62,500,000.00

TENTH: That no issuance or transfer of shares of stock of the Corporation which could reduce the stock ownership of Filipino citizens to less than the minimum percentage of the outstanding capital stock required by law to be owned by Filipino citizen, shall be allowed or permitted to be recorded in the books of the Corporation and should this occur by reason of an increase in foreign ownership of the capital stock of the Corporation or a change in the citizenship of a stockholder of the Corporation, such stockholder shall be considered disqualified and shall be compelled to take such step as may be necessary to maintain the required percentage of Filipino ownership.

ELEVENTH: That MR. FERNANDO L. TRINIDAD was been elected by the subscribers as Treasurer of the Corporation, to act as such until his successor is duly elected and shall have qualified in accordance with the by-laws; that, as such Treasurer, he has been authorized to receive amounts for the Corporation and to issue receipts in its name.

IN WITNESS WHEREOF, we have hereunto set our hands this 30th day of August, 1989 at Makati, Metro Manila, Philippines.

## (Sgd.) SALVADOR P. ESCANO (T/W) SALVADOR P. ESCANO

(Sgd.) FERNANDO L. TRINIDAD	(Sgd.)	RAMON R. TORRALBA
(T/W) FERNANDO L. TRINIDAD	(Sgd.)	RAMON R. TORRALBA
(Sgd.) ANGEL R. RODRIGUEZ	(Sgd.)	PABLO B. ROMAN, JR.
(T/W) ANGEL R. RODRIGUEZ	(T/W)	PABLO B. ROMAN, JR.
(Sgd.) ANTONIO B. ALVAREZ	(Sgd.)	EVELYN R. SINGSON
(T/W) ANTONIO B. ALVAREZ	(T/W)	EVELYN R. SINGSON
1000	(Sgd.)	With marital consent
(Sgd.) DANILO S. VENIDA	(Sgd.)	ROLANDO R. PINEDA
(T/W) DANILO S. VENIDA	(T/W)	ROLANDO R. PINEDA

#### Signed in the presence of:

(Sgd.) Paz A. Ty

(Sgd.) Amelita B. Sison

#### ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI, METRO MANILA ) S.S.

BEFORE ME, a Notary Public for and in the Municipality of Makati, Metro Manila, personally appeared:

Name Res. Cert. No. Date & Place Issued
Salvador P. Escano 09395910 03-27-89/Makati

T.A.N. 3592-322-C

4. Antonio B. Alvarez	Filipino	3/F, MKSE Bldg., Ayala Ave., Mkti., M.M.
5. Evelyn R. Singson	Filipino	9/F, ACT Tower, 135 Sen. G. Puyat Ave., Makati, M.M.
6. Danilo S. Venida	Filipino	575 Tolentino St., Pasay City
7. Fernando L. Trinidad	Filipino	Florencio St., San Pedro Cpd., Tandang Sora, Quezon City
8. Ramon R. Torralba	Filipino	25 Gen. Atienza St., San Antonio Vill., Pasig, M.M.
9. Rolando R. Pineda	Filipino	172 Don Manuel Agregado St., Quezon City

SEVENTH: That the amount of capital stock of the Corporation is TWO BILLION PESOS (P 2,000,000,000.00) Philippine currency, divided into TWO BILLION (2,000,000,000) shares of Common Stock with the par value of ONE PESO (P 1.00) per share. (Amended as of November 7, 1995)

Holders of shares shall not enjoy any pre-emptive right with respect to the issue of new shares whether from unsubscribed capital stock or from the increase of the authorized capital stock or with respect to the disposition of treasury shares. (Amended as of December 19, 1994)

EIGHTH: That the amount of capital stock which has been actually subscribed is TWO HUNDRED FIFTY MILLION PESOS (P250,000,000.00), Philippine Currency, and the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

	NO DESHA	RES SUBSCRIBED	AMOUNT OF STOCKS
NAME	CLASS A	CLASS B	SUBSCRIBED
1. Salvador P. Escano	42,000,000	28,000,000	P 70,000,000.00
2. Angel R. Rodriguez, Jr.	27,000,000	18,000,000	45,000,000.00
3. Pablo B. Roman, Jr.	27,000,000	18,000,000	45,000,000.00
4. Antonio B. Alvarez	6,000,000	4,000,000	10,000,000.00
5. Evelyn R. Singson	6,000,000	4,000,000	10,000,000.00
6. Danilo S. Venida	6,000,000	4,000,000	10,000,000.00

FOURTH: That the term for which the Corporation is to exist shall be FIFTY (50) YEARS, from and after the date of incorporation.

FIFTH: That the names and residences of the incorporators of the Corporation are as follows:

Name	<u>Nationality</u>	Residence
1. Salvador P. Escano	Filipino	28 Scout Delgado St., Quezon City
2. Angel R. Rodriguez, Jr.	Filipino	192 Aguirre Avenue, BF Homes, Pque., M.M.
3. Pablo B. Roman, Jr.	Filipino	800 Alpha Road, Capitol Hills, Q.C.
4. Antonio B. Alvarez	Filipino	3/F, MKSE Bldg., Ayala Ave., Mkti., M.M.
5. Evelyn R. Singson	Filipino	9/F, ACT Tower, 135 Sen. G. Puyat Ave., Makati, M.M.
6. Danilo S. Venida	Filipino	575 Tolentino St., Pasay City
7. Fernando L. Trinidad	Filipino	Florencio St., San Pedro Cpd., Tandang Sora, Quezon City
8. Ramon R. Torralba	Filipino	25 Gen. Atienza St., San Antonio Vill., Pasig, M.M.
9. Rolando R. Pineda	Filipino	172 Don Manuel Agregado St., Quezon City

SIXTH: That the number of Directors of the Corporation shall be eleven (11) and that the names and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: (Amended as of August 31, 1995 and November 7, 1995)

Name	Nationality	Residence
1. Salvador P. Escano	Filipino	28 Scout Delgado St., Quezon City
2. Angel R. Rodriguez, Jr.	Filipino	192 Aguirre Avenue, BF Homes, Pque., M.M.
3. Pablo B. Roman, Jr.	Filipino	800 Alpha Road, Capitol Hills, Q.C.

- 5. To engage in agriculture in all its aspects, and in the cultivation, production, purchase, warehousing, milling, sale, barter, import and export of agricultural products.
- 6. To carry on a general import and export business in goods, wares and merchandise of any and all kinds or nature whatsoever and enter in all kinds of contracts, agreements and obligations, or other associations for the purchasing, acquiring, selling or otherwise disposing of goods, wares and merchandise of all kinds, either as principal or agent upon commission or indent orders.
- 7. To act as agent or representative of corporations, firms, individuals, in general, and in particular, to act as a commission merchant, commercial broker, and factors and to carry on and undertake any business transaction, or operation commonly carried on as manufacturer's agents.
- 8. To enter into, make, perform, operate, maintain, invest, deal in, manage, own and dispose and carry out contracts of every sort and kind, not prohibited by law, with any person, firm, association or corporation, private, public, national or municipal.
- 9. To do each and everything necessary, suitable or proper for the accomplishment of any of the purposes or the exercise of any one or more of the powers herein enumerated, or which at any time, appear conducive to, or expedient for, the protection or benefits of this corporation.

In furtherance, and not in limitation of the foregoing purposes and powers, this corporation shall have the general powers conferred by the laws of the Philippines, and all powers necessary, desirable or incident to the carrying out completely of its corporate purposes, powers and objects, or any of them, including, but not limited to, participation in commercial, mercantile and industrial enterprises and operation in the Philippines, and elsewhere.

THIRD: That the place where the principal office of the Corporation is to be established or located is in Metro Manila, Philippines.

or association, lands, buildings, or any kind of business and any kind of properties, whether real or personal.

#### SECONDARY PURPOSES

- 1. To engage in the business of general builders and contractors such as the building and construction of private houses and buildings, government and/or military buildings, and other edifices, either local or foreign, needed and necessary in the ordinary course of business and life including the construction, enlargement, repair or manufacturing plants, bridges, piers, docks, mines, shafts, water works, railroad, railways, structures and all iron, steel work, masonry and earth construction and to extend and receive any contracts or assignment of contracts, therefor, or relating thereto, or connected therewith and to manufacture and furnish the building materials and supplies connected therewith.
- 2. In general to act as agent, attorney-in-fact, purchasing agent and general agent of any person, or persons, corporation or corporations, or other associations.
- 3. To invest and deal with moneys and properties of the corporation in such manner as from time to time be considered wise or expedient for advancement of its interest, and to sell, or dispose of or transfer the business, goodwill, properties and undertakings of such terms as it shall see fit to accept.
- 4. To purchase, acquire, hold, dispose of, and otherwise deal in and with shares, stocks, bonds, securities, and other evidence of indebtedness created by any company having objects altogether or in part similar to those of this corporation, and while the owner and holder thereof, to exercise all the rights and incidents of ownership, including the right to vote the same to receive, collect and dispose of the interests, dividends and income therefrom, without acting as stock broker or dealer in securities.

#### **AMENDED**

#### ARTICLES OF INCORPORATION

OF

#### PRYCE CORPORATION

( Amended as of May 28, 1997)

#### KNOW ALL MEN BY THESE PRESENTS:

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

#### AND WE HEREBY CERTIFY:

FIRST: That the name of the Corporation shall be ----

PRYCE CORPORATION (Amended as of May 28, 1997)

SECOND: That the purposes for which said Corporation is organized are:

PRIMARY PURPOSE
(Amended as of June 3, 1992 and June 9, 1999)

To acquire, purchase, lease, hold, sell or otherwise deal in land and real estate or any interest or right therein as well as real or personal property of every kind and description including but not limited to shares of stock in industrial, commercial, manufacturing and any other similar corporations, for itself or for others with power to provide financial support for and guarantee obligations of such subsidiaries as it may have; to deal and engage in the real estate business in all its aspects and branches for its account or for the account of others by itself or through its subsidiaries; to own, hold, improve, develop, subdivide, administer and manage any land or real estate; to erect or cause to be erected on any land owned, held or acquired by the Corporation buildings or structures of every kind and nature; to plan, build, manage, operate and/or sell condominiums, buildings, complexes, communities, hotels, memorial parks and projects of every kind and descriptions; to sell, trade, mortgage, barter, encumber or otherwise dispose of any land, real estate, subdivision, buildings, or other structures or any other property and any interest or right therein, at any time owned or held by the corporation and to manage and administer in behalf of any individual, corporation June 17, 1999

THE COMMISSIONER

Securities and Exchange Commission EDSA, Mandaluyong City

Re: Application for Amendment of Articles of Incorporation

Dear Sir:

We would like to request for the approval by the Securities and Exchange Commission of the proposed amendment of the Primary Purpose of the Articles of Incorporation of Pryce Corporation.

In support thereof, we are enclosing the following documents.

- I. Amended Articles of Incorporation; and
- 2. Directors Certificate

We trust that you will give this matter your favorable consideration.

Very truly yours,

REY NATHANIEK O. IFURUNG

Corporate Secretary

	SEC Number: 168063 File Number:
134	
y.	
	PRYCE CORPORATION
10	(Company's Full Name)
	(****)
8/F, B	PI Condominium Center, 8753 Paseo de Roxas, Makati City (Company's Address)
	* 1 m 1
	8183421/8156954
	(Telephone Number)
	December 31
	(Fiscal Year Ending)
	(month & day)
	, , , , , , , , , , , , , , , , , , , ,
	YA The state of
	Amendment of Articles of Incorporation
	Form Type
	4 4 5100 17 F 2
	Article II-Primary Purpose thereof Amendment Designation (If applicable)
	Period Ended Date
	T GRIOG ERIOGA D'AIG
	70
	(Secondary License Type and File Number)

## COVER SHEET

PRYCE CORPORATION

(Company's Address: No. S	
632-8	3183421
(Company's Tele	ephone Number)
Deember 31	June 09, 1999
(Fiscal Year Ending) (Month & Day)	(Annual Meeting)
	icles of Incorporation
(FORM	TYPE)
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2	
Article II-Primary I	
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to a probaga containing (Secondary Lice	ense Type, If any)
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Cashier (Secondary Lice	LCU DTU 168063 S.E.C. Reg. No.