

REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF COMMERCE AND INDUSTRY
Securities and Exchange Commission
MAKATI, RIZAL

31171

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

WHEREAS, Articles of Incorporation duly signed and acknowledged for the organization of the ESSO PHILIPPINES INC.

under and in accordance with the provisions of Act of the Philippine Commission Numbered Fourteen hundred and fifty-nine, enacted March first, Nineteen hundred and six, as amended by Acts of the Philippine Legislature, Numbered Fifteen hundred and six, Fifteen hundred and sixty-five, Sixteen hundred and thirty, Seventeen hundred and forty-four, Eighteen hundred and thirty-four, Eighteen hundred and ninety-five, Twenty hundred and three, Twenty hundred and twelve, Twenty hundred and thirty-seven, Twenty hundred and ninety-two, Twenty-one hundred, Twenty-one hundred and thirty-five, Twenty-four hundred and fifty-two, Twenty-seven hundred and twenty-eight, Twenty-seven hundred and ninety-two, Twenty-nine hundred, Twenty-nine hundred and ninety-four, Thirty-five hundred and eighteen, Thirty-six hundred and ten, Thirty-seven hundred and forty-one, Thirty-eight hundred and forty-nine and Thirty-eight hundred and fifty, and Commonwealth Acts Numbered Two hundred and eighty-seven, and Four hundred and thirty-seven, were presented for filing in this Commission on December 16, 1966, and a copy of which said Articles is hereto attached:

Now, THEREFORE, by virtue of the powers and duties vested in me by law, I do hereby certify that the said Articles of Incorporation were, after due examination to determine whether they are in accordance with law, duly registered in this Commission on the 22nd day of D e c e m b e r, Anno Domini, Nineteen hundred and sixty-six.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Makati, Rizal, Philippines, this 22nd day of D e c e m b e r, in the year of our Lord nineteen hundred and sixty-six.

E. P. ...
1171 U.A. ...
12/22/66

MARIANO G. PINEDA
Securities and Exchange Commissioner

044425

NI/cvs

[Handwritten initials and marks]

REPUBLIKA NG PILIPINAS
KAGAWARAN NG KALAKALAN AT INDUSTRIYA
KOMISYON SA MGA PANAGOT AT PALITAN
(SECURITIES AND EXCHANGE COMMISSION)
MAYNILA

CERTIFICATE OF FILING OF AMENDED ARTICLES
OF INCORPORATION

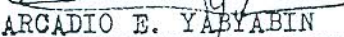
TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

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

PETROPHIL CORPORATION
(Formerly: Esso Philippines, Inc.)
(Amending Articles I and VI of the amended articles
of incorporation thereof)

copy annexed, adopted on December 21, 1973, by the stockholders owning or representing at least two-thirds of the subscribed capital stock, and certified to by the President, the Secretary and a majority of the Board of Directors of the corporation was filed with this Office on the 2nd day of January, nineteen hundred and seventy-four, pursuant to the provisions of Section 18 of the Corporation Law, Act 1459, as amended, and attached to the other papers pertaining to said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Manila, Philippines, this 2nd day of January, in the year of our Lord nineteen hundred and seventy-four.


ARCADIO E. YABYABIN
Securities and Exchange Commissioner



Republic of the Philippines
Securities and Exchange Commission

EDSA, Greenhills, Mandaluyong
 Metro-Manila

S.E.C. Reg. No. _____

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

PETRON CORPORATION
 (Formerly: Petrophil Corporation)
 (Amending Article 1 of the amended articles of incorporation thereof)

copy annexed, adopted on April 21, 19 87 by a majority vote of the Board of Directors and the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by this Office on the 23rd day of February nineteen hundred and eighty-eight, pursuant to the provisions of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, and attached to the other papers pertaining to said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong, Metro-Manila, Philippines, this 23rd day of February, in the year of our Lord nineteen hundred and eighty-eight.

[Signature]
 JULIO A. SULIT, JR.
 Chairman

