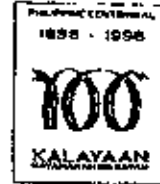
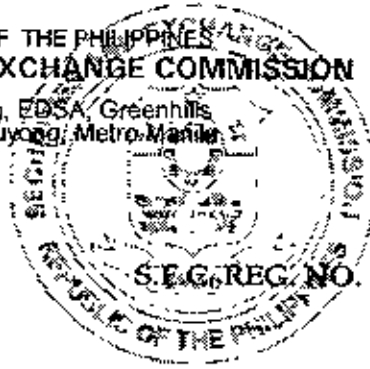




REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION

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



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

**HARBOR STAR SHIPPING SERVICES, INC.**  
(Amending Article VII thereof)

copy annexed, adopted on January 23, 2001 by a 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 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 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1960, and copies thereof are filed with the Commission.

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 21st day of May, Two Thousand One.

Date: 29-8-2011 Time: 2:41:57 PM

BENITO A. CATAPAN  
Director

Company Registration and Monitoring Department

*[Signature]*  
Yliza

*[Signature]*

www.sec.gov.ph

User Name: dianneso

AMENDED  
ARTICLES OF INCORPORATION  
(23 January 2001)

OF

HARBOR STAR SHIPPING SERVICES, INC.  
(Formerly: SEATOWS, INCORPORATED)

KNOW ALL MEN BY THESE PRESENTS:

That WE, the undersigned, all Filipino citizens, of legal age, and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a stock corporation, under the laws of the Republic of the Philippines;

AND WE HEREBY CERTIFY:

**FIRST** - That the name of the corporation shall be "HARBOR STAR SHIPPING SERVICES, INC." and shall operate and transact under the said firm name as amended on November 27, 1998.

**SECOND** - That the purpose for which such corporation is formed are:

**PRIMARY PURPOSE**

- 1) To engage in towage, commerce and navigation in the carriage of goods and passengers by water upon the seas, sounds, lakes, rivers, canals, bays, harbors, and other waterways between the various ports of the Philippines as amended June 24, 1998.

**SECONDARY PURPOSE**

- 1) To engage in ocean towage, commerce and navigation in the carriage of goods and passengers by water upon the oceans, seas, sounds, lakes, rivers, canals, bays, harbors, and other waterways between the various ports of the Philippines and between such ports and other ports of the world.

- 2) To engage in the salvage business in the Philippines and elsewhere, to buy, sell, trade, deal in and manufacture of salvage equipment including but not limited to barges, vessels and other kinds of floating equipments.
- 3) To contract for, operate, build, own, equip, furnish and fit, sell, mortgage, operate and charter to or from other persons, firms or corporations and to navigate, operate, steam, sail or other boats, ships, vessels, tugs, barges and lighters or other properties used in any lawful business, trade, commerce navigation or the transportation of freight.
- 4) To build, own, manage and/or operate shipyards.
- 5) To engage in the business of importing, exporting, trading, buying and selling goods merchandise, wares of any kind and description; and generally, to carry on any mercantile activity which is directly or indirectly calculated to promote the business of the corporation.
- 6) To own, operate and manage a container yard and render trucking and freight services.
- 7) To purchase, hold, sell, and re-issue the shares of its own capital stock, without however being a stockholder or dealer in stock.
- 8) To enter, make, perform, and carry out contracts of every kind for any lawful purpose, without limit as to amount with any person, firm association or corporation.
- 9) To borrow or raise money without limit and upon any terms for any purpose of this corporation or of any corporation, association, firm, syndicate or individual having a business or property which this corporation determine to finance, promote or become interested in.
- 10) To invest and own stock in other corporations within the limits of the corporation law, and to promote new enterprises.
- 11) In general to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the furtherance of any of the powers herein above set forth, either alone or in association with other corporation, firms or individuals and to do any act or acts, thing or things, incidental or appertaining to or growing out of or connected with the aforesaid business or powers, or any part thereof, provided the same is not inconsistent with the laws of the Philippines as amended June 24, 1998.

**THIRD** - The place where the principal office of the corporation is to be established or located shall be in Manila.

**FOURTH** - That the term for which said corporation is to exist is fifty years from and after the date of issuance of the certificate of incorporation as amended June 24, 1998.

**FIFTH** - That the names, nationalities and residences of the incorporators are as follows:

NAMES	NATIONALITY	RESIDENCES
ALEXANDRA GARCIA	FILIPINO	33 Marikit St., 1 <sup>st</sup> Triangle Quezon City
ANTONIO HABANA	FILIPINO	7 Agno St., Banaue Quezon City
RICHARD P. HARPST	FILIPINO	3843 Bermeo St., Palanan Makati
CHRISTOPHER L. ARRIOLA	FILIPINO	3569 Durango Street Makati MM.
DANIEL L. PABLO	FILIPINO	2491-C-Zamora Street Pasay City

(5) The names, nationalities and residences of the said directors of the corporation, who are to serve until their successors are elected and qualified as provided fore in the By-laws, are as follows:

NAMES	NATIONALITY	RESIDENCES
ALEXANDRA GARCIA	FILIPINO	33 Marikit St., 1 <sup>st</sup> Triangle Quezon City
ANTONIO HABANA	FILIPINO	7 Agno St., Banaue Quezon City
RICHARD P. HARPST	FILIPINO	3843 Bermeo St., Palanan Makati
CHRISTOPHER L. ARRIOLA	FILIPINO	3569 Durango Street Makati MM.
DANIEL L. PABLO	FILIPINO	2491-C-Zamora Street

Pasay City

**SEVENTH** :- That the authorized capital stock of the corporation is FORTY MILLION (P40,00,000.00) Philippine Currency, and said amount of capital stock is divided into FOUR HUNDRED THOUSAND (400,000) shares, all common and voting and the par value of each share is ONE HUNDRED PESOS (P 100.00) Philippine Currency. ( As amended 23 January 2001.)

**EIGHT** :- That at least twenty five (25%) percent of the authorized capital stock above stated has been subscribed as follows:

NAME OF SUBSCRIBER	NLTY	NO. OF SHARES	AMMT. SUBSCRIBED
ALEXANDRA GARCIA	FIL	750	P 75,000.00
ANTONIO HABANA	FIL	750	75,000.00
RICHARD P. HARPST	FIL	250	25,000.00
CHRISTOPHER ARRIOLA	FIL	250	25,000.00
DANIEL L. PABLO	FIL	500	<u>50,000.00</u>
		2,500.00	P 250,000.00

**NINTH** :- That the above-named subscribers have paid at least twenty five (25%) percent of the total subscriptions as follows:

NAME OF SUBSCRIBER	NLTY	AMT. SUBSCRIBED	TOTAL PAID IN
ALEXANDRA GARCIA	FIL	P 75,000.00	P 18,750.00
ANTONIO HABANA	FIL	75,000.00	18,750.00
RICHARD P. HARPST	FIL	25,000.00	6,250.00
CHRISTOPHER ARRIOLA	FIL	25,000.00	6,250.00
DANIEL L. PABLO	FIL	<u>50,000.00</u>	12,500.00
	<b>TOTAL</b>	<b>P250,000.00</b>	<b>P62,500.00</b>

**TENTH** :- That DANIEL L. PABLO has been elected by the subscriber as treasurer of the corporation to act as such until his successor is duly elected and qualified in accordance with the By-laws, and as such treasurer he has been authorized to receive for and with name and for the benefit of the corporation all subscriptions paid by the subscribers.

**ELEVENTH** :- No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock or provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated in all the stock certificates issued by the corporation

IN WITNESS WHEREOF, we have hereunto set our hands this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ at Manila, Philippines.

SIGNED:

ALEXANDRA GARCIA

SIGNED:

RICHARD HARPST

SIGNED:

ANTONIO HABANA IV

SIGNED:

CHRISTOPHER L. ARRIOLA

SIGNED:

DANIEL L. PABLO

**ACKNOWLEDGEMENT**

**REPUBLIC OF THE PHILIPPINES)**  
**CITY OF MANILA )**

BEFORE ME, a Notary Public in and for the City of Manila, personally appeared: ALEXANDRA GARCIA with Res. Cert. No. 0005996 issued at Quezon City on March 4, 1999, RICHARD HARPST with Res. Cert. No. 17749131 E issued at Makati on June 23, 1986. TAN No. H6120-E2961A-7; ANTONIO HABANA IV with Res. Cert. No. 10162340 issued at Quezon City on February 2, 1986, TAN No. 9426741-P; CHRISTOPHER ARRIOLLA, with Res. Cert. No. 177596-20E ISSUED at Makati on July 29, 1986. TAN A6423-K2658-A6; DANIEL L. PABLO with Res. Cert. No. 19981273 issued at Makati on January 1, 1999, TAN 155541677. All known to me and to be the same persons who executed the foregoing Articles of Incorporation of Seatows, Inc. and acknowledge to me to be their own free and voluntary act and deed.

WITNESS MY HAND AND SEAL this \_\_\_\_\_ day of \_\_\_\_\_, 1987.

SGD.

NOTARY PUBLIC

Doc. No. \_\_\_\_\_  
Page No. \_\_\_\_\_  
Book No. \_\_\_\_\_  
Series of 1986

CDMF 96-1

**COMPANY DATA MAINTENANCE FORM  
GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION**  
(FOR DOMESTIC COMPANIES ONLY)

SEC NUMBER 1528571111 FOR SEC TO PROVIDE MAINTENANCE NO 11111111 TRANSACTION DATE 111111

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.

CURRENT COMPANY NAME (This must always be provided.) LARON STEEL SHIPPING SERVICES INC RESTRICT USE BY OTHERS?  
 YES  NO

RESERVATION NO. SEC \_\_\_\_\_ NEW COMPANY NAME \_\_\_\_\_

**GENERAL INFORMATION**

COMPANY TYPE  DS - DOMESTIC STOCK  DN - DOMESTIC NON-STOCK  DP - DOMESTIC PARTNERSHIP CHANGE FROM STOCK TO NON-STOCK?  YES  NO CHANGE IN PRIMARY PURPOSE?  YES  NO

PRINCIPAL OFFICE ADDRESS 4427 Calatagan cor. Ibarra St. Palanan, Mkt City

AREA CODE 1111 POSTAL CODE 1111 TEL. NO. 1 FAX NO. \_\_\_\_\_

BUSINESS OFFICE ADDRESS \_\_\_\_\_

AREA CODE \_\_\_\_\_ POSTAL CODE 1111 TEL. NO. 1 FAX NO. \_\_\_\_\_

**BUSINESS INFORMATION**

PARTNERSHIP TYPE  L - LIMITED  G - GENERAL TYPE OF ENTERPRISE trading  N - NO SPECIAL REGISTRATION  H - FIA-HOLDING  F - FINANCIAL INSTITUTION  
 E - FIA EXPORT  R - FIA REPRESENTATIVE OFF  2 - EPZA-REGISTERED  
 D - FIA-DOMESTIC  S - SOBC REGISTERED  B - SOB REGISTERED

INDUSTRY CODE \_\_\_\_\_ TERM OF EXISTENCE 50 YEARS END DATE OF EXISTENCE \_\_\_\_\_ FISCAL YEAR END (MM/DD) Dec 31 ANNUAL MEETING (For domestic companies only)  
 F - FIXED (MM/DD)  V - VARIABLE

NUMBER OF DIRECTORS (if stock co.) 5 TRUSTEES (if non-stock co.) \_\_\_\_\_ PARTNERS (if partnership) \_\_\_\_\_ STOCKHOLDERS (if stock co.) 5

TYPE OF NON-STOCK CORPORATION (Refer to back of page for classification) \_\_\_\_\_ TOTAL CONTRIBUTION (of non-stock companies) \_\_\_\_\_ % OF FOREIGN MEMBERSHIP (Of non-stock companies) 0  
 TOTAL CONTRIBUTION (Of domestic partnership) 100%  
 Filipino: \_\_\_\_\_ Foreign: \_\_\_\_\_

**COMPANY RELATIONSHIP - List all companies related to registrant. (Use additional sheets, if necessary.)**

RELATIONSHIP TYPE (RELN TYPE) **M** - DISSOLVED COMPANY (if due to merger) **S** - PARENT COMPANY (if registrant is a subsidiary) **O** - OTHERS  
**V** - DISSOLVED COMPANY (if change in company type) **A** - AFFILIATE (Of registrant)

MAIN NO.	RELN TYPE	SEC NUMBER	COMPANY NAME	START DATE	END DATE

MAIN NO. - # (NEW), # (UPDATE EXISTING) \_\_\_\_\_ RELATIONSHIP \_\_\_\_\_ INDICATE START (if NEW) OR END DATE OF RELATIONSHIP \_\_\_\_\_

CERTIFIED CORRECT: DANIEL L. PABLO POSITION: President DATE: \_\_\_\_\_  
 (Signature over printed name)

PROCESSING AGENT: \_\_\_\_\_ DATA CONTROL CLERK: \_\_\_\_\_ DATA ENCODED BY: \_\_\_\_\_  
 DATE REVIEWED: \_\_\_\_\_ DATE REVIEWED: \_\_\_\_\_ DATE ENCODED: \_\_\_\_\_



COMPANY DATA MAINTENANCE FORM  
CHANGES IN CAPITAL STRUCTURE  
(FOR DOMESTIC STOCK CORPORATION ONLY)

SEC NUMBER 151891111 FOR SEC TO PROVIDE MAINTENANCE NO. 1111111111 TRANSACTION DATE 1111111111

FILL-UP INSTRUCTIONS: Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Check appropriate boxes, where applicable.  
For the P/N, F/N and With Paid-In Surplus columns, select the appropriate code -  
PAR / NO PAR VALUE INDICATOR (P/N) P - PAR N - NO PAR  
FILIPINO / FOREIGN-OWNED INDICATOR (F/N) F - FILIPINO N - FOREIGN-OWNED  
WITH PAID-IN SURPLUS? Y - YES N - NO  
Refer to the back of this page for additional instructions.

COMPANY NAME HARBOR STAR SHIPPING SERVICES, INC.

EXEMPTION FROM SECURITIES REGISTRATION  AMENDMENT IN AUTHORIZED CAPITAL  STOCK DIVIDENDS  MERGER  EQUITY RESTRUCTURING  STOCK RETIREMENT

AUTHORIZED CAPITAL

TYPE OF SHARE	CODE	P/N	INCREASE (DECREASE) IN PAR VALUE / PAR VALUE (ADJUSTED)	PRESENT NUMBER OF SHARES / INCREASE (DECREASE) IN NUMBER OF SHARES	E PRESENT BALANCE	INCREASE (DECREASE) IN AMOUNT	BALANCE INCREASED (DECREASED)	
Common		P	P 150-	10,000 / 4,000,000	P 1,000,000	P 39,000,000	P 40,000,000	1
								2
								3
								4
								5
								6
(SUB) TOTAL					P 1,000,000	P 39,000,000	P 40,000,000	

SUBSCRIBED CAPITAL

PAID-UP CAPITAL

TYPE OF SHARE	CODE	F/N	INCREASE (DECREASE) IN NUMBER OF SHARES	PRESENT SUBSCRIBED BALANCE	INCREASE (DECREASE) IN AMOUNT	SUBSCRIBED BALANCE AS INCREASED (DECREASED)	INCREASE (DECREASE) IN AMOUNT	WITH PAID-IN?	R E F
Common		F	340,000	P 750,000	P 10,000,000	P 10,750,000	P 10,000,000		1
		N							1
									2
									2
									3
									3
									4
									4
									5
									5
									6
									6
(SUB) TOTAL				P 750,000	P 10,000,000	P 10,750,000	P 10,000,000		

**COMPANY DATA MAINTENANCE FORM  
CHANGES IN CAPITAL STRUCTURE  
(FOR DOMESTIC STOCK CORPORATION ONLY)**

SEC NUMBER: 1321897

FOR SEC TO PROVIDE: MAINTENANCE NO.: \_\_\_\_\_

TRANSACTION DATE: \_\_\_\_\_

FILL-UP INSTRUCTIONS: Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Refer to the back of this page for additional instructions.

COMPANY NAME: HARBOR STAR SHIPPING SERVICES INC.

**CHANGE IN PAID-UP CAPITAL BY ASSET TYPE**

ASSET TYPE	C - CASH	P - PROPERTY	L - OFFSET OF LIABILITY	S - STOCK DIVIDEND	M - MERGER	D - OTHERS	TOTAL
PREVIOUS BALANCE	P 750,000	P	P	P	P	P	P 750,000
INCREASE (DECREASE)			[0,000,000]				10,179,179
CURRENT BALANCE	P	P	P	P	P	P	P 10,929,179

**INCREASE (DECREASE) IN FOREIGN EQUITY BREAKDOWN (Summarize by nationality the capital subscribed and paid for by foreign stockholders - i.e., grouped by individuals and companies.)**

NATIONALITY CODE						TOTAL FOREIGN EQUITY
NATIONALITY DESCRIPTION						
SUBSCRIBED CAPITAL						
PREVIOUS BALANCE	P	P	P	P	P	P
INCREASE (DECREASE) OF -						
INDIVIDUALS						
COMPANIES						
TOTAL INCREASE (DECREASE)						
NEW BALANCE	P	P	P	P	P	P
PAID-UP CAPITAL OF -						
PREVIOUS BALANCE	P	P	P	P	P	P
INCREASE (DECREASE) OF -						
INDIVIDUALS						
COMPANIES						
TOTAL INCREASE (DECREASE)						
NEW BALANCE	P	P	P	P	P	P

**PERCENTAGE OF FOREIGN EQUITY:**

CERTIFIED CORRECT: DANIEL M. FABLO (Signature over printed name)  PORTION: President DATE: \_\_\_\_\_

PROCESSING ATTORNEY: \_\_\_\_\_ PROCESSING EXAMINER: ly DATA CONTROL CLERK: \_\_\_\_\_ DATA ENCODER: \_\_\_\_\_

DATE REVIEWED: \_\_\_\_\_ DATE REVIEWED: \_\_\_\_\_ DATE REVIEWED: \_\_\_\_\_ DATE ENCODED: \_\_\_\_\_