



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

COMPANY REG. NO. 152897

**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

HARBOR STAR SHIPPING SERVICES, INC.
(Amending Article II Primary Purpose & III thereof.)

copy annexed, adopted on December 12, 2016 by majority vote of the Board of Directors and on March 06, 2017 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 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.

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 company and time shares/club shares/membership certificates issuers or selling agents thereof. 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 Pasay City, Metro Manila, Philippines, this 21st day of April, Twenty Seventeen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department



COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDED ARTICLES OF INCORPORATION

1 5 2 8 9 7

H A R B O R S T A R S H I P P I N G

S E R V I C E S , I N C .

AMENDED TO:

New Company Name

[Empty grid for New Company Name]

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

2 2 2 4 A . B O N I F C I O S T . , C O R .

S O U T H S U P E R H I G H W A Y , B A N G K A L ,

M A K A T I C I T

Company Information

Company's Email Address

[Empty box for Email Address]

Company's Telephone Number's

[Empty box for Telephone Number's]

Company's Facsimile Number/s

[Empty box for Facsimile Number/s]

Contact Person Information

Name of Contact Person

IGNATIUS A. RODRIGUEZ

Email Address

[Empty box for Email Address]

Telephone Number/s

(632) 8863703

Facsimile Number/s

[Empty box for Facsimile Number/s]

Contact Person's Address

[Empty box for Contact Person's Address]

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

Document I.D.

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Received by Corporate Filling and Records Division (CFRD)

Forwarded to:

- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

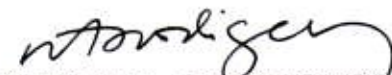
SECURITIES AND EXCHANGE COMMISSION
PSA: 193
APR 06 2017

DIRECTORS' CERTIFICATE
(Amendment of Articles of Incorporation)


WE, the undersigned, being the Chairman of the Board of Directors, the Corporate Secretary, and at least a majority of the members of the Board of Directors of **HARBOR STAR SHIPPING SERVICES, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines with principal office address at A. Bonifacio St., corner South Super Highway, Bangkal, Makati City 1233, hereby certify that:

1. On 12 December 2016, the Board of Directors of the Corporation, by a majority vote of its members, and on 06 March 2017, the stockholders of the Corporation, by affirmative vote of two-thirds (2/3) of the outstanding capital stock of the Corporation approved the following amendments to the Corporation's Articles of Incorporation:
 - (a) Amend the Second Article to include the business of power generation; and
 - (b) Amend the Third Article to change its principal office address from "2224 A. Bonifacio St. corner South Super Highway, Bangkal, Makati City" to "2224 A. Bonifacio Street corner Pres. Sergio Osmeña Highway, Bangkal, Makati City, 1233, Philippines".
2. The copy of the Corporation's Amended Articles of Incorporation attached hereto as Annex "A" is true, correct and reflect the foregoing amendment thereto.

IN WITNESS WHEREOF, we have hereunto signed this Certificate this 6th day of March 2017 at Makati City.


IGNATIUS A. RODRIGUEZ
Corporate Secretary/Director
T.I.N. 123199139

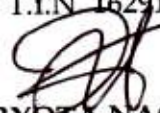
ATTEST:

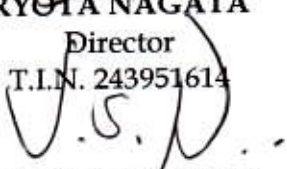

GERONIMO P. BELLA, JR.
Chairman of the Board/Director
T.I.N. 138640367


DAMIAN L. CARLOS
Director
T.I.N. 144179558

MANUEL H. PUEY
Independent Director
T.I.N. 105549022


RICARDO RODRIGO P. BELLA
Director
T.I.N. 162916129


RYOTA NAGATA
Director
T.I.N. 243951614


JOSE S. NAVARRO
Independent Director
T.I.N. 121501339

ACKNOWLEDGMENT

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

SUBSCRIBED AND SWORN to before me, this 20th day of March
2017 at Makati City, affiants exhibiting to me the following:

Name	Competent Evidence of Identity	Date/Place of Issue
Geronimo P. Bella, Jr.	138-640-367	
Ricardo Rodrigo P. Bella	162-916-129	
Ignatius A. Rodriguez	123-199-139	
Damian L. Carlos	144-179-558	
Ryota Nagata	243-951-614	
Manuel H. Puey	105-549-022	
Jose S. Navarro	121-501-339	

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

Doc. No. 334;
Page No. 68;
Book No. 1;
Series of 2017.


FELIPPE MART E. CLOSA
Notary Public
Appointment No. M-264
Notary Public for Makati City
Until 31 December 2017
5/F SGV II BLDG., 6758 AYALA AVENUE
MAKATI CITY
ROLL OF ATTORNEYS NO. 52073
PTR. No. 5915243 / Makati / 9 January 2017
IBP No. 1060600 / Batangas / 9 January 2017
NBI No. C420BFYT48-MA12759023
MCLE Compliance No. V-0009014

**AMENDED
ARTICLES OF INCORPORATION
OF
HARBOR STAR SHIPPING SERVICES, INC.
(Formerly: Seatows, Inc.)**

KNOW ALL MEN BY THESE PRESENTS:

That WE, ALL 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.

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

PRIMARY PURPOSE

- 1) To engage in domestic and international towage, commerce and navigation in the carriage of goods and passengers by water upon the seas, lakes, rivers, canals, bays, harbors, and other waterways.
- 2) To engage in domestic and international manning, recruitment, contracting, and ship and crew management for all types of vessels, including but not limited to container ships, break bulk carriers, tugboats, barges, landing craft transport, tankers, yachts, ferries, and such other floating assets engaged in trade, business, and non-trade activities.
- 3) To build, own, invest in, develop, manage, operate and/or carry on the general business of generating, distributing and storing electric power in accordance with existing laws, rules and regulations, derived from solar energy, other renewable energy sources and fuels, for lighting and power purposes, and electric power to private electric utilities, electric cooperatives, the spot market and/or other consumers, and for the carrying on of all business incident thereto, including developing, exploring, acquiring, investing in, building, rehabilitating, constructing, owning, maintaining and operating all necessary and convenient facilities, buildings, structures, machinery, sub-stations, transmission lines, poles, wires, and other things and devices, and other corporations or entities, and to acquire and hold water and flowage rights and to acquire, lease, hold, occupy or use land rights of

way and easements therein. (Amendment approved by majority vote of the Board of Directors and by the Stockholders of the Corporation holding at least 2/3 of the outstanding capital stock at separate meetings held on 12 December 2016 and 06 March 2017, respectively.)

SECONDARY PURPOSE

- 1) To engage in ocean towage commerce and navigation in the carriage of goods and passengers by water upon the seas, oceans, lakes, rivers, canals, bays, harbors, and other waterways in and between the various ports of the Philippines and other or between ports of the world.
- 2) To engage in the salvage business in the Philippines and elsewhere, to buy, sell, trade, deal in and manufacture salvage equipment including but not limited to barges, vessels and other kinds of floating equipment.
- 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 other boats, ships, vessels, tugs, barges and lighters or other properties used in any lawful business, trade, commerce navigation of the transportation of freight, including operating liner and feeder vessels and barges, and engage in logistics operations.
- 4) To build, own, invest in, develop, manage and/or operate in domestic and international shipyards, ports and terminals.
- 5) To engage in the business of importing, exporting, trading, buying and selling goods merchandise, wares of any kind and description; generally to carry on any mercantile activity which is directly or indirectly calculated to promote the business of the corporation, including, but not limited to coal, oil, bunker, construction material, rice, corn, and other commodities.
- 6) To own, operate and manage a container yard and render trucking and freight services.
- 7) 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.
- 8) 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 business or property which this corporation determines to finance, promote or become interested in.
- 9) To invest and own stock in other corporations within the limits of the Corporation Code, and to promote new enterprises.

- 10) 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 and all 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.
- 11) To engage in commercial diving, underwater and other marine works, such as but not limited to offshore marine and related works, in the Philippines and elsewhere and to buy, sell, trade and manufacture diving and marine facility equipment to effect the same.
- 12) To enter, make, perform and carry out contracts in the nature of survey, inspection, maintenance, construction, rehabilitation and repair of marine facilities such as but not limited to piers, ports, terminals, walkways, bridges, buoys, pipes, fender systems, and pilings; and vessels; and conduct dredging and reclamation works; for any lawful purpose without limit as to amount with any person, firm, association or corporation.
- 13) To engage in shipping agency including acting as a lay-up agent for local and foreign vessels and provide services incidental thereto.
- 14) To conduct oil and chemical spill response operations including hazardous materials or noxious substances intervention and other allied services in order to prevent or minimize environmental pollution resulting from maritime accidents and disasters.
- 15) To acquire by purchase, lease, donation or otherwise, and to own, use, improve, develop, subdivide, sell, mortgage, exchange, lease, develop, operate and hold for investments or otherwise, real estate of all kinds, and to improve, manage or otherwise dispose of buildings, houses, hotels, condominiums, apartments and other structures of whatever kind, together with their appurtenances, and to perform all acts which are incidental and necessary to the real estate business.

THIRD - The place where the principal office of the corporation is to be established or located shall be in 2224 A, Bonifacio Street corner Pres. Sergio Osmeña Highway, Bangkal, Makati City, 1233, Philippines. (Amendment approved by majority vote of the Board of Directors and by the Stockholders of the Corporation holding at least 2/3 of the outstanding capital stock at separate meetings held on 12 December 2016 and 06 March 2017, respectively.)

FOURTH - That the term for which said corporation is to exist is fifty years from and after the issuance of the certificate of incorporation.

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

NAMES	NATIONALITIES	RESIDENCES
Alexandra Garcia	Filipino	33 Marikit St., 1 st Triangle, Quezon City
Antonio Habana	Filipino	7 Agno St., Banaue, Quezon City
Richard Harpst	Filipino	3843 Bermeo St., Palanan Makati
Christopher Arriola	Filipino	3569 Durango St., Makati
Daniel L. Pablo	Filipino	2491-C, Zamora St., Pasay City

SIXTH - That the number of directors shall be SEVEN (7) and that the names and residences of the directors of the corporation, who are to serve until their successors are elected and qualified as provided for in the By-laws, are as follows:

NAMES	NATIONALITIES	RESIDENCES
Alexandra Garcia	Filipino	33 Marikit St., 1 st Triangle, Quezon City
Antonio Habana	Filipino	7 Agno St., Banaue, Quezon City
Richard Harpst	Filipino	3843 Bermeo St., Palanan Makati
Christopher Arriola	Filipino	3569 Durango St., Makati
Daniel L. Pablo	Filipino	2491-C, Zamora St., Pasay City

SEVENTH - That the authorized capital stock of the corporation is ONE BILLION FIVE HUNDRED THOUSAND PESOS (P1,500,000,000.00) Philippine Currency, and said amount of capital stock is divided into ONE BILLION FIVE HUNDRED THOUSAND (1,500,000,000) SHARES, all common and voting and the par value of each share is ONE (P1.00) Philippine Currency.

The pre-emptive rights of the Corporation's stockholders to subscribe to all issues or dispositions of shares of any class in proportion to their respective shareholdings is hereby denied.

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

NAMES	NATIONALITIES	NO. OF SHARES	AMOUNT SUBSCRIBED
Alexandra Garcia	Filipino	750	P75,000.00
Antonio Habana	Filipino	750	75,000.00
Richard Harpst	Filipino	250	25,000.00
Christopher Arriola	Filipino	250	25,000.00
Daniel L. Pablo	Filipino	500	50,000.00
		2,500	P250,000.00

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

NAMES	NATIONALITIES	AMOUNT SUBSCRIBED	TOTAL PAID IN
Alexandra Garcia	Filipino	P75,000.00	P18,750.00
Antonio Habana	Filipino	75,000.00	18,750.00
Richard Harpst	Filipino	25,000.00	6,250.00
Christopher Arriola	Filipino	25,000.00	6,250.00
Daniel L. Pablo	Filipino	50,000.00	12,500.00
		P250,000.00	P62,500.00

TENTH - That DANIEL L. PABLO has been elected by the subscriber as treasurer of the corporation and 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.

TWELFTH – That we, in behalf of said corporation hereby undertake to change its corporate name 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 customs, or public policy.

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

(SGD.) ALEXANDRA GARCIA

(SGD.) ANTONIO HABANA IV

(SGD.) RICHARD HARPST

(SGD.) CHRISTOPHER ARRIOLA

(SGD.) DANIEL PABLO

ACKNOWLEDGMENT

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

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 Resid. Cert. No. 17749131 issued at Makati on June 23, 1986, ANTONIO HABANA IV with Res. Cert. No. 10162340 issued at Quezon City on February 2, 1986, TAN No. 9426741-P; CHRISTOPHER ARRIOLA with Res. Cert. No. 177596-20E issued at Makati on July 29, 1986. TAN A6423-K2658-A6; DANIEL L. PABLO with Res. Cert. 19981273 issued at Makati on January 1, 1999. All known to me to be the same persons who executed the foregoing Articles of Incorporation of Seatows, Inc. and acknowledged to me to be of their own free and voluntary act and deed.

WITNESS MY HAND AND SEAL on the date and place first above written.

(SGD.)
NOATRY PUBLIC
Until December 31, 1986
JOSE T. CONSTANTINO
Notary Public
Until Dec. 31, 1987
PTR 009077 Manila 1/2/97
TAN - 1152-031-9

Doc. No. 211;
Page No. 43;
Book No. XXVIII;
Series of 1986.

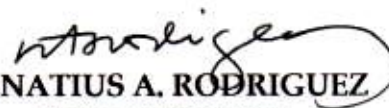
SECRETARY'S CERTIFICATE

(2017-020)

I, **IGNATIUS A. RODRIGUEZ**, Filipino, of legal age, with office address at 2224 A. Bonifacio St. corner South Superhighway, Bangkal, Makati City, after having been duly sworn according to law, hereby depose and state that:

1. I am the duly elected and incumbent Corporate Secretary of **HARBOR STAR SHIPPING SERVICES, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 2224 A. Bonifacio St. corner South Superhighway, Bangkal, 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 Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

IN WITNESS WHEREOF, I have hereunto affixed my signature this day of MAR 17 2017 at Makati City.


IGNATIUS A. RODRIGUEZ
Corporate Secretary

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

SUBSCRIBED AND SWORN to before me this day of MAR 17 2017 at Makati City, affiant exhibiting to me his Philippine Passport No. EC0411654 issued on 25 February 2014 at DFA NCR WEST.

Doc. No. 187;
Page No. 39;
Book No. II;
Series of 2017.


APRIL ROSE N. MORATO
Notary Public
Appointment No. M-310
Notary Public for Makati City
Until 31 December 2017
5/F SGV II BLDG., 6758 AYALA AVENUE
MAKATI CITY
ROLL OF ATTORNEYS NO. 63222
PTR. No. 5928769 / Makati / 12 January 2017
IBP LM No. 012833 / Makati / Lifetime Member
NBI No. M630DARE78-MA13263716
MCLE Compliance No. V-0009015



MARKETS AND SECURITIES REGULATION DEPARTMENT

March 23, 2017

HARBOR STAR SHIPPING SERVICES, INC.
2224 A. Bonifacio Street corner South Super Highway
Bangkal, Makati City 1233
Telephone No. 886-3703

Attention: IGNATIUS A. RODRIGUEZ
Corporate Secretary/ Director

Subject: REQUEST FOR COMMENT/RECOMMENDATION

Gentlemen:

This is in connection with your request for comment or recommendation relative to your company's application for approval of your Amended Articles of Incorporation embodying the following amendments:

- (1) Second Article to include the business of power generation; and
- (2) Third Article to change its principal office address from "2224 A. Bonifacio St. corner South Super Highway, Bangkal, Makati City" to 2224 A. Bonifacio Street corner Pres. Sergio Osmeña Highway, Bangkal, Makati City, 1233, Philippines".


We do not interpose any objection to your application provided that once the application has been approved, the company shall file a duly accomplished Current Report (SEC Form 17-C) disclosing therein the Commission's approval of said amendment with the Commission's Central Receiving and Records Division, within five (5) days from the approval of the Amended Articles of Incorporation .

The company is also reminded to file an amended General Information Sheet (GIS) within seven (7) days after such change accrued or become effective.

Our Department nonetheless defers to the discretion of the Commission's Company Registration and Monitoring Department (CRMD) considering that it has primary jurisdiction over registration of corporations and partnerships in general, as well as amendments to Articles of Incorporation. Furthermore, our comments or recommendations are limited merely to this Department's regulatory requirements and does not cover the substance of the application with respect to compliance with the Corporation Code of the Philippines.

This comment is without prejudice to the prerogative of this Department to act later against the subject entity, if warranted, to ensure full compliance with the provisions of the Securities Regulation Code, its implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.

Very truly yours,


VICENTE GRACIANO P. FELIZMENIO, JR.
Director

Cc: **FERDINAND B. SALES**
Director
COMPANY REGISTRATION AND MONITORING DEPARTMENT

RECEIVED BY:

SIGNATURE OVER PRINTED NAME OF AUTHORIZED REPRESENTATIVE

COMPANY NAME/DATE RECEIVED



MARITIME INDUSTRY AUTHORITY

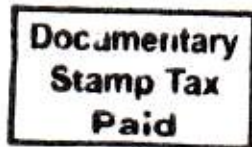
1st Indorsement
04 April 2017

Respectfully referred to the Securities and Exchange Commission, (Attention: The Assistant Director, Corporate and Partnership Registration Division), Secretariat Building, PICC Complex, Roxas Boulevard, Metro Manila, the within Amended Articles of Incorporation of **HARBOR STAR SHIPPING SERVICES, INC.**, with the information that this Office interposes no objection to the proposed amendment of its primary purpose in order to include the business of power generation, and to change its principal office address to 2224 A. Bonifacio Street corner Pres. Sergio Osmeña Highway, Bangkal, Makati City, subject to the condition that any application for licensing/accreditation under relevant MARINA Memorandum Circulars and/or authority to acquire/charter vessels for future use shall be subject to existing laws, rules and regulations of this Authority.

BY AUTHORITY OF THE ADMINISTRATOR:


ATTY. MAXIMO I. BAÑARES, JR.

Director II
Legal Service





Republic of the Philippines
DEPARTMENT OF ENERGY

DOE-EPIMB-SEC NO. 2017-03-017

1st ENDORSEMENT

24 March 2017

We are favorably endorsing to the Securities and Exchange Commission, the attached Amended Articles of Incorporation of **HARBOR STAR SHIPPING SERVICES, INC.** with the statement that this Bureau interposes no objection to amending the Second and Third Article of the Articles of Incorporation:

SECOND: That the primary purpose for which the corporation is formed shall include in its Item 3: To build, own, invest in, develop, manage, operate and/or carry on the general business of generating, distributing and storing electric power in accordance with existing laws, rules and regulations, derived from solar energy, other renewable energy sources and fuels, for lighting and power purposes, and electric power to private electric utilities, electric cooperatives, the spot market and/or other consumers, and for the carrying on of all business incident thereto, including developing, exploring, acquiring, investing in, building, rehabilitating, constructing, owning, maintaining and operating all necessary and convenient facilities, buildings, structures, machinery, sub-stations, transmission lines, poles, wires, and other things and devices, and other corporations or entities, and to acquire and hold water and flowage rights and to acquire, lease, hold, occupy or use land rights of way and easements therein.

THIRD: That the place where the principal office of the corporation is to be established or located shall be in 2224 A. Bonifacio Street corner Pres. Sergio Osmeña Highway, Bangkal, Makati City, 1233, Philippines.

Provided, That **HARBOR STAR SHIPPING SERVICES, INC.** shall comply with the provisions of the Republic Act No. 9136 (Electric Power Industry Reform Act of 2001 or EPIRA), Republic Act No. 9513 (Renewable Energy Act of 2008) and their implementing rules and regulations (IRR), including any amendments thereto, and policy of the Department of Energy, Department of Environment and Natural Resources (DENR) and other relevant government agencies. **HARBOR STAR SHIPPING SERVICES, INC.** shall also secure from the Energy Regulatory Commission (ERC) the necessary clearances, permits and licenses, as well as compliance with the Competition Rules promulgated by the ERC pursuant to the EPIRA and its IRR.

M. C. Salay
MYLENE C. CAPONGCOL
Director
Electric Power Industry Management Bureau