



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**

Ground Floor, Secretariat Building, PICC  
City Of Pasay, Metro Manila

**COMPANY REG. NO. A200005772**

**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

**YAPSTER e-INSURANCE BROKERS, INC.**  
(Amending Article III thereof.)

copy annexed, adopted on March 27, 2017 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 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 14<sup>th</sup> day of September, Twenty Seventeen.



  
**FERDINAND B. SALES**  
Director

Company Registration and Monitoring Department



**COVER SHEET**  
for Applications at  
**COMPANY REGISTRATION AND MONITORING DEPARTMENT**

### Nature of Application

AMENDMENT

SEC Registration Number

A	2	0	0	0	0	0	5	7	7	2
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Former Company Name

[illegible]

**AMENDED TO:**  
New Company Name

[illegible]

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

[illegible]

Company Email Address

info@2insureall.com

## COMPANY INFORMATION

Company's Telephone Number/s

~~893-1111~~

Mobile Number

09175428900

CONTACT PERSON INFORMATION

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

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

JAEMY VILLANUEVA

2info@insureall.com

893-1111

09175428900

**Contact Person's Address**

To be accomplished by CRMD Personnel

Date \_\_\_\_\_

**Signature**

Assigned Processor

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

AMENDMENT

ARTICLES OF INCORPORATION

YAPSTER e-INSURANCE BROKERS, INC.

KNOWN TO ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and majority of whom are residents of the Philippines, have this voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines:

\*FIRST: That the name of this corporation shall be:

YAPSTER e-INSURANCE BROKERS, INC.  
As amended on 14 July 2000

SECOND: A. That the primary purpose of this corporation is to engage in business as insurance broker .  
As amended on 14 July 2000

B. That the corporation shall have the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines.

\*\*THIRD: That the place where the principal office of the corporation is to be established is at:

No./ Street: 17/F BA Lepanto Building 8747,  
Paseo de Roxas, Brgy. Bel-Air  
City/ Town: Makati City, METRO MANILA  
As amended on 27 March 2017

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

(\*) As amended at the stockholders meeting on July 14, 2000

(\*\*) As amended at the stockholders meeting on March 27, 2017



1/21/97

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

Name	Nationality	Residence (Complete Address)
Christine Karen U. Yap	Filipino	1970 Kasoy St., Dasmarinas Vill., Makati City
Annabelle K. Yap	- do -	- do -
Arlene K. Yap	- do -	- do -
Patrick K. Yap	- do -	- do -
Sherman Y. Yap	- do -	Unit 607 Bayview Int'l. Stambo., Paranaque City

SIXTH: That the number of directors of the corporation is Five (5) who are also the incorporators.

SEVENTH: That the authorized capital stock of the corporation is  
TEN MILLION ( P 10,000,000.00 )  
pesos in lawful money of the Philippines, divided into  
TEN MILLION ( 10,000,000 ) shares with the par  
value of ONE ( P 1.00 ) pesos per share.

EIGHTH: That the subscribers to the capital stock and the amount paid - in to their subscriptions are as follows:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
Yapster e-Conglomerate, Inc.	Filipino	3,999,995	P 3,999,995.00	P 999,995.00
Christine Karen U. Yap	- do -	1	1.00	1.00
Annabelle K. Yap	- do -	1	1.00	1.00
Arlene K. Yap	- do -	1	1.00	1.00
Patrick K. Yap	- do -	1	1.00	1.00
Sherman Y. Yap	- do -	1	1.00	1.00

Date: 23-12-2010 Time: 3:31:40 AM

Total

4,000,000 P4,000,000.00 P1,000,000.00

(Reminder: At least 25 % of the Authorized Capital Stock should be subscribed and at least 25 % of the Subscribed should be paid)

www.sec.gov.ph

User Name: YAPSTER-E

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CERTIFIED MACHINE COPY  
PAGE 4 OF 7 PAGES  
VERIFIED BY: 9

1/21/97

NINTH: That no transfer of stock or interest which would reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as 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 stocks certificates issued by the corporation.

TENTH : That ANNABELLE K. YAP has been elected by the subscribers as treasurer of the corporation to act as such until his 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 in by the subscribers

ELEVENTH: That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

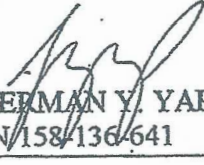
In Witness whereof, we have set our hands this 3<sup>rd</sup> day of March 192000 at Makati City

  
CHRISTINE KAREN YAP  
TIN 108-750-184

  
ANNABELLE K. YAP  
TIN 156-224-009

  
ARLENE K. YAP  
TIN 201-199-681-000

  
PATRICK K. YAP  
TIN 911-907-278

  
SHERMAN Y. YAP  
TIN 158-136-641

WITNESSES:

Date: 23-12-2010 Time: 3:31:41 AM

(All incorporators appearing on the fifth article and the two witnesses should affix their signatures on the blanks provided in this page above their respective names.)

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User Name: YAPSTER-E

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PAGE 5 OF 7 PAGES  
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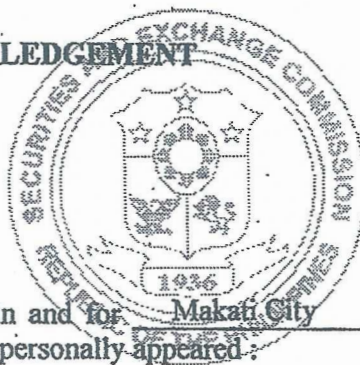


## ACKNOWLEDGEMENT

Republic of the Philippines)

S.S.

Makati City



BEFORE ME, a Notary Public in and for Makati City Philippines, this  
1st day of March 2000 personally appeared:

Name	Community Tax Certificate No.	Date & Place Issued
Christine Karen U. Yap	1601081	Jan. 11/00-Pasig City
Annabelle K. Yap	1648894	Feb. 17/00 -do-
Arlene K. Yap	1648897	Feb. 17/00 -do-
Patrick K. Yap	00451000	Jan. 12/99 -do-
Sherman Y. Yap	1648899	Feb. 17/00 -do-

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.

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

NOTARY PUBLIC

Until December 31, 19

Date: 23-12-2010 Time: 3:31:42 AM

Doc. No. 64;Page No. 14;Book No. X1;Series of 2000

www.sec.gov.ph

JAIME CRISTOBAL M. AGRAVANTE, JR.

NOTARY PUBLIC

UNTIL DECEMBER 31, 192000

PTR NO. 1886433ISSUED ON 12-13-2000ISSUED AT Makati City

Name: YAPSTER-E

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CERTIFIED MACHINE COPY

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CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION  
OF YAPSTER E-INSURANCE BROKERS, INC.

KNOWN TO ALL MEN BY THESE PRESENTS:

We, the undersigned being majority of the members of the Board of Directors of YAPSTER e-INSURANCE BROKERS, INC. (the "Corporation"), and the Chairman and Secretary of the Annual Meeting of the Stockholders of the Corporation duly held on March 27, 2017 at the 17<sup>th</sup> Floor, Lepanto Building Paseo de Roxas Makati City, Philippines hereby certify:

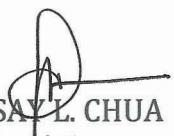
1. That the Annual Meeting of the Stockholders of the Corporation was duly called for the purpose of considering, among others, the amendment to Article III, (Place of Principal Office), of the Articles of Incorporation, which amendment was approved by the Board of Directors of the Corporation at the regular board meeting immediately before the Annual Stockholder's meeting held at the 17<sup>th</sup> Floor, Lepanto Building, Paseo de Roxas, Brgy. Bel-Air, Makati City, where a quorum was present and acting throughout, and that all the requirements of Section 38, Batas Pambansa Blg. 68, otherwise known as the Corporation Code of the Philippines, have complied with.
2. That at the said Annual Meeting of the Stockholders where at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present in person or by proxy and acting throughout, the following resolution, which was approved and recommended by majority of the members of the Board of Directors was adopted by unanimous vote of stockholders:


RESOLVED that, in compliance with securities and Exchange Commission Memorandum Circular No. 6, Series of 2014 and as recommended by the Board of Directors, the stockholders of YAPSTER e-INSURANCE BROKERS, INC., approve the amendment to Article Third of the Articles of Incorporation to read as follows:

**"THIRD:** That the place where the principal office of the corporation is to be established is at the 17<sup>th</sup> Floor, Lepanto Building, 8747 Paseo de Roxas, Brgy. Bel-Air Makati City, Philippines."

IN WITNESS WHEREOF, we have signed this certificate at Makati City, Philippines, this MAR 28 2017 day of March 2017.

  
FERDINAND Y. YAP  
Director/President/Chairman of the Meeting  
TIN 928-442-356

  
LINDSAY L. CHUA  
Director/ Treasurer  
TIN 211-424-354

  
CINDY LOUISE S. YAP  
Director  
TIN 192-981-546

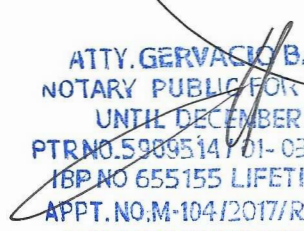
  
CASSANDRA LIANNE S. YAP  
Director  
TIN 274-000578

  
EDEN C. CALDE  
Director/ Corporate Secretary  
TIN 155-223-397

**MAKATI CITY**

SUBSCRIBED AND SWORN to before me this MAR 28 2017 day of March 2017 at Makati City, Philippines, affiants with their respective TIN.

DOC. NO. 35  
PAGE NO. 1  
BOOK NO. 1  
SERIES OF 10/11

  
ATTY. GERVACIO B. ORTIZ, JR.  
NOTARY PUBLIC FOR MAKATI CITY  
UNTIL DECEMBER 31/2018  
PTR NO. 59895147 01-03-2017/MAKATI  
IBP NO 655155 LIFETIME MEMBER  
APPT. NO. M-104/2017/ROLL NO. 40091  
MCLE COMPLIANCE NO. V-0006934  
UNIT 102 PENINSULA COURT BLDG.  
4735 MAKATI AVE., MAKATI CITY




CERTIFICATION


We, the undersigned, being the Chairman, the Corporate Secretary and majority of the members of the Board of Directors of YAPSTER e-INSURANCE BROKERS, INC. ("the Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with office address at the 17<sup>th</sup> Floor, Lepanto Building, 8747 Paseo de Roxas Makati City, hereby certify that the accompanying Amended Articles of Incorporation of the Corporation, embodying the amendment to Article III (Place of Principal Office) is true and correct and that the aforesaid amendment was duly approved (i) by the vote of majority of the members of the Board of Directors of the Corporation at its regular meeting on March 27, 2017 at the 17<sup>th</sup> Floor, Lepanto Building, Paseo de Roxas Makati City and (ii) by the vote of the stockholders representing at least two thirds (2/3) of the outstanding capital stock of the Corporation at their annual meeting immediately after the board meeting at the 17<sup>th</sup> Floor, Lepanto Building, Paseo de Roxas Makati City.

MAR 28 2017

IN WITNESS WHEREOF, we have signed this Certificate on this \_\_\_\_ day of March 2017 at Makati City, Philippines.

  
FERDINAND Y. YAP  
Director/President/Chairman of the Meeting  
TIN 928-442-356

  
LINDSAY L. CHUA  
Director/ Treasurer  
TIN 211-424-354

  
CINDY LOUISE S. YAP  
Director  
TIN 192-981-546

  
CASSANDRA LIANNE S. YAP  
Director  
TIN 274-000578

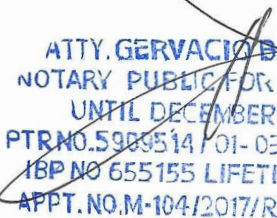
  
EDEN C. CALDE  
Director/ Corporate Secretary  
TIN 155-223-397

MAKATI CITY

MAR 28 2017

SUBSCRIBED AND SWORN to before me this \_\_\_\_ day of March 2017 at Makati City, Philippines, affiants with their respective TIN.

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PAGE NO. 1  
BOOK NO. 1  
SERIES OF 1097

  
ATTY. GERVACIO B. ORTIZ, JR.  
NOTARY PUBLIC FOR MAKATI CITY  
UNTIL DECEMBER 31/2018  
PTR NO. 5909514 / 01-03-2017/MAKATI  
IBP NO. 655155 LIFETIME MEMBER  
APPT. NO. M-104/2017/ROLL NO. 40091  
MCLE COMPLIANCE NO. V-0006934  
UNIT 102 PENINSULA COURT BLDG  
8735 MAKATI AVE., MAKATI CITY

Republic of the Philippines }  
City of } S.S.

SECRETARY'S CERTIFICATE

I, EDEN C. CALDE of legal age, married, with office address at 17<sup>th</sup> Floor, Lepanto Building, Paseo de Roxas Makati City, being duly sworn, depose and state that:

1. I am the duly elected and qualified Corporate Secretary of YAPSTER e-INSURANCE BROKERS, INC. (the Corporation), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at 17<sup>th</sup> Floor, Lepanto Building, Paseo de Roxas 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.

MAR 28 2017

Makati City, \_\_\_ day of March 2017.

  
EDEN C. CALDE  
Corporate Secretary

SUBSCRIBED AND SWORN TO before me on this MAR 28 2017 2017;  
in MAKATI CITY Philippines, affiant exhibiting to me his/her \_\_\_\_\_ issued on  
\_\_\_\_\_ at \_\_\_\_\_.  
TIN NO. 155-223-397

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Page No. 8  
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Series of 2017

Notary Public  
ATTY. GERVASIO B. ORTIZ, JR.  
NOTARY PUBLIC FOR MAKATI CITY  
UNTIL DECEMBER 31/2018  
PTR NO. 5809514 / 01-03-2017/MAKATI  
IBP NO 655155 LIFETIME MEMBER  
APPT. NO. M-104/2017/ROLL NO. 40091  
MCLE COMPLIANCE NO. V-0006934  
UNIT 102 PENINSULA COURT BLDG,  
3735 MAKATI AVE., MAKATI CITY



DIRECTOR'S CERTIFICATE

SEP 04 2017

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Directors and the Corporate Secretary of **YAPSTER e-INSURANCE BROKERS, INC.**, do hereby certify that the Articles of Incorporation/ of said corporation was amended by a majority vote of the directors and the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a regular meeting held on March 27, 2017 at the principal office of the Corporation.

The amended provisions of the attached Amended Articles of Incorporation/ refer to the amendment of Article III (Place of Principal Office)

From: 5<sup>th</sup> Floor Lepanto Building 8747 Paseo de Roxas Makati City


To: 17<sup>th</sup> Floor Lepanto Building 8748, Paseo de Roxas Makati City

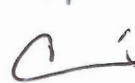
We further certify that the attached Amended Articles of Incorporation, is/are true and correct copy thereof.

MAR 28 2017

IN WITNESS WHEREOF, we have hereunto signed this certificate this \_\_\_\_ day of March at Makati City.

  
FERDINAND Y. YAP  
Director/President/Chairman of the Meeting  
TIN 928-442-356

  
LINDSAY L. CHUA  
Director/ Treasurer  
TIN 211-424-354

  
CINDY LOUISE S. YAP  
Director  
TIN 192-981-546

  
CASSANDRA LIANNE S. YAP  
Director  
TIN 274-000578

  
EDEN C. CALDE  
Director/ Corporate Secretary  
TIN 155-223-397

MAR 28 2017

SUBSCRIBED AND SWORN TO before me on this \_\_\_\_ day of \_\_\_\_ 2017; in MAKATI CITY Philippines, affiant exhibiting to me his/her \_\_\_\_ issued on \_\_\_\_ at \_\_\_\_.

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Notary Public  
ATTY. GERVASIO B. ORTIZ, JR.  
NOTARY PUBLIC FOR MAKATI CITY  
UNTIL DECEMBER 31/2018  
PTR NO. 59095101-01-03-2017/MAKATI  
IBP NO 655155 LIFETIME MEMBER  
APPT. NO. M-104/2017/ROLL NO. 40091  
MCLE COMPLIANCE NO. V-0006934  
UNIT 102 PENINSULA COURT BLDG  
2735 MAKATI AVE., MAKATI CITY



Republic of the Philippines  
Department of Finance  
**INSURANCE COMMISSION**  
1071 United Nations Avenue  
Manila



**1ST ENDORSEMENT**  
**4 July 2017**

Respectfully endorsed to the Securities and Exchange Commission, (SEC), Secretariat Building, PICC Complex, Roxas Boulevard, Manila, the attached amended Articles of Incorporation of **YAPSTER e-INSURANCE BROKERS, INC.** with the advise that the Insurance Commission has no objection to its registration and has taken note of the amendment:

**AMENDED ARTICLES OF INCORPORATION:**

**"THIRD:** That the place where the principal office of the corporation is to be established is at 17<sup>th</sup> Floor, Lepanto Building, 8748 Paseo de Roxas, Barangay Bel-Air, Makati City, Philippines."

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

By Authority of the Insurance Commissioner:

  
**FERDINAND GEORGE A. FLORENDO**  
Deputy Insurance Commissioner