



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, 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.
(Primary Purpose)

copy annexed, adopted on December 11, 2023 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds (2/3) 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, 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/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, this 5th day of August, Two Thousand Twenty-Five.




DANIEL P. GABUYO
Assistant Director
Company Registration and Monitoring Department



SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

electronic Official Receipt

Transaction Details

eOR Number 20241209-MYEG-0162651-30
Transaction Number 737VIJWJ4P
Payment Date December 09, 2024 02:15 PM
Payment Scheme Over The Counter-RCBCOTCNC
Status Payment success
Payment Status PAYMENT_SUCCESS

Payment Assessment Details

PAF No. 20241205-11887444
PAF Date 2024-12-05 09:37:14
Payor Name YAPSTER E-INSURANCE BROKERS INC.
Payor Address 17TH FLOOR LEPANDO BUILDING 8748 PASEO DE ROXAS CITY OF MAKATI NCR

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Legal Research Fee (A0823)	2020105000(131)	10.00
3	Documentary Stamp Tax	4010401000(4010401)	30.00
TOTAL			1,040.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



COVER SHEET
for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

A 2 0 0 0 0 5 7 7 2

Former Company Name

Y A P S T E R
E - I N S U R A N C E
B R O K E R S I N C

AMENDED TO:
New Company Name

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

8 7 4 7 B A L E P A N T O B L D G
P A S E O D E R O X A S S T
M A K A T I C I T Y

ZIP CODE

Company Email Address

info@2insureall.com

COMPANY INFORMATION
Company's Telephone Number/s

8893-1111

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

JAEMY VILLANUEVA

Email Address

jaemy.villanueva@2insureall.com

Telephone Number/s

8893-1111

Mobile Number

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

Kindly tick the box for your preferred method of Releasing of documents.



To avail the services provided by **FASCOurier** to deliver the: (IF YOU CHOOSE TO DELIVERY, KINDLY ACCOMPLISH FASCOurier FORM BELOW)

☐ a) Primary Registration (Newly registered corporations)



a. With Stock and Transfer Book

b. With Membership Book



b) Amendments

c) Certifications

d) Other documents (Kindly specify)



FAST N SMART COURIER CO.

FASCOurier

09770349337

fascourier2023@gmail.com



To acquire the following by **FASCOurier** to deliver: (1.) If lost (2.) for new registration (3.) for additional volume (4.) Registered Corporations without book)



a) Registration of Stock and Transfer Book

b) Registration of Membership Book



To pick up the approved Application/s and Certification/s from the SEC offices within **Robinsons Galleria**. (Please note that the SEC will release the documents on the designated date schedules through appointment)

CONTACT PERSON:

Mel Estrella

CONTACT #

0919145022

NAME OF ENTITY:

Uapster E-Invoice Brokers Inc.

FAST N SMART COURIER CO.

DOING BUSINESS UNDER THE NAME AND STYLE OF
FASCOurier

Date: _____

CORPORATE DOCUMENTS DELIVERY SERVICES APPLICATION FORM

Name of Entity:		TYPE OF APPLICATION:	
TYPE OF BOOK:	Stock/Transfer Book _____ Membership Book _____ Not Applicable _____	CONTACT PERSON:	NAME: _____ EMAIL ADDRESS: _____ MOBILE NO.: _____
DELIVERY ADDRESS:			

(This portion will be filled up by FASCOurier staff)

Transaction No.:	
Convenience Fee:	Php
Over Mileage/Shipping Fee:	Php
Book Fee:	Php
Total:	Php

Received by:

FASCOurier Representative



AUTHORIZATION FORM

This is to authorize **FAST N SMART COURIER CO.** to release the documents of _____

Name and Signature of the Authorized Representative of _____

Date: _____

Contact No.: _____

TIN: _____

AMENDED
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 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

To act as an insurance broker for life and non-life companies insuring life, health, accident, fire and allied perils, motor, vehicles, casualty, marine, cargo, marine hull, comprehensive general liability, business and product liability, contractor all risk, surety bond, aviation, travel and other life and non-life insurance products.

B. To act as **HMO Broker** which conducts of health maintenance organization broking business as amended on 11 December 2023.

C. That the corporation shall have express the 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 the 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
- (***) As amended at the stockholders meeting on December 13, 2021
- (****) As amended at the stockholders meeting on December 11, 2023.

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

Name	Nationality	Residences (Complete Address)
Christine Karen U. Yap	Filipino	1970 Kasoy St. Dasmarinas Village 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 Tambo, Parañaque City

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

*******SEVENTH:** That the authorized capital stock of the corporation is TWENTY FIVE MILLION (P 25,000,000.00) pesos in lawful money of the Philippines, divided into TWENTY FIVE MILLION (25,000,000.00 shares with the par value of ONE (P 1.00) pesos per share.
(As amended by the stockholders on 21 December 2021 and by the board of directors on 22 March 2021)

*******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
Total		<u>4,000,000</u>	<u>4,000,000.00</u>	<u>1,000,000.00</u>

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

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 stock 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 3rd day of March 2000 at Makati City

Christine K. Yap
CHRISTINE KAREN YAP
TIN 108-750-184

Annabelle K. Yap
ANNABELLE K. YAP
TIN 156-224-009

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

Patrick K. Yap
PATRICK K. YAP
TIN 911-907-278

Sherman Y. Yap
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.)

User Name: YAPSTER-E

www.sec.gov.ph

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CERTIFIED MACHINE COPY
PAGE 5 OF 7 PAGES
9/



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



1st ENDORSEMENT

15 April 2024

Respectfully endorsed to the Securities and Exchange Commission, SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209 the attached amended Articles of Incorporation of **YAPSTER e-INSURANCE BROKERS, INC.** with office address at 17th Floor, BA Lepanto Building, 8747 Paseo de Roxas, Barangay Bel-Air, Makati City with the advise that the Insurance Commission has no objection to its registration with the Securities and Exchange Commission.

AMENDED ARTICLES OF INCORPORATION

SECOND:

B. To act as HMO Broker which conducts of health maintenance organization broking business. (As amended on 11 December 2023)

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission. The applicant is advised that it cannot act as an insurance broker and HMO broker unless it applies and obtains both an insurance broker license and an HMO broker license with this Commission.

By Authority of the Insurance Commissioner:


FERDINAND GEORGE A. FLORENDO
Deputy Insurance Commissioner



SECURITIES AND EXCHANGE COMMISSION

THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City
1209 Trunk Line No: 02-5322-7696 Email Us: www.sec.gov.ph/fmessage@sec.gov.ph



The following document has been received:

Receiving: JAYSON ALDAY

Receipt Date and Time: November 13, 2024 02:02:17 PM

Company Information

SEC Registration No.: A200005772

Company Name: YAPSTER E-INSURANCE BROKER'S INC.

Industry Classification: J68200

Company Type: Stock Corporation

Document Information

Document ID: OST11113202482952021

Document Type: GENERAL_INFORMATION_SHEET

Document Code: GIS

Period Covered: March 27, 2024

Submission Type: Amendment

Remarks: None

Acceptance of this document is subject to review of forms and contents

SECRETARY'S CERTIFICATE

I, EDEN C. CALDE, legal age, a Filipino, and resident of 21F, LEPANTO, PASEO DE ROXAS ST. BEL-AIR, CITY OF MAKATI, (1226), FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR), after having been sworn to in accordance with law hereby depose and state that:

I am the duly elected and qualified Corporate Secretary of YAPSTER E-INSURANCE BROKERS INC., a corporation duly registered with the Commission and in good standing, with principal office at 17TH FLOOR LEPANTO BUILDING 8748 PASEO DE ROXAS CITY OF MAKATI, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR).

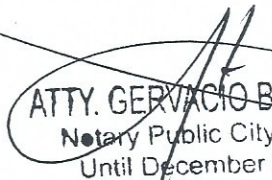
To the best of my knowledge, from the date of approval of the amendment/s by the Board of Directors/Trustees in a meeting held on December 11, 2023 and the Stockholders/Members in a meeting held on December 11, 2023 up to the date of filing of the application for amendment of Articles of Incorporation and/or By-Laws with the Commission, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or any claim by any person or group against the board of directors/trustees, individual director/trustee and/or major corporate officer/s of the Corporation as its duly elected and/or appointed director/trustee or officer or vice versa.

IN WITNESS WHEREOF, I hereby signed this MAY 22 2024 day of May at MAKATI CITY.


ATTY. EDEN C. CALDE
Corporate Secretary

SUBSCRIBED AND SWORN to before me on this MAY 22 2024 day of May in MAKATI CITY affiant/s exhibited to me his/her Identification Documents/Government issued ID/s as follows:

Doc.No. 469
Page No. 91
Book No. XIV
Series of 2024


NOTARY PUBLIC
ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBP No. 05729-Lifetime Member
MCLE Compliance No. VII-0022734
Appointment No. M-39 (2023-2024)
PTR No. 9563522 Jan. 3, 2023
Makati City Roll No. 40091
101 Urban Ave. Campos Rueda Bldg
Brgy Pio Del Pilar, Makati City

Republic of the Philippines)
City of Makati)) S.S.

SECRETARY'S CERTIFICATE

I, EDEN C. CALDE, of legal age, with office address 21st Floor Lepanto Building Paseo de Roxas St. 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.**, a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at 17th Floor Lepanto Building., Paseo de Roxas St. 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.

Makati City DEC 21 2023 day of _____ 2023.


EDEN C. CALDE
Corporate Secretary

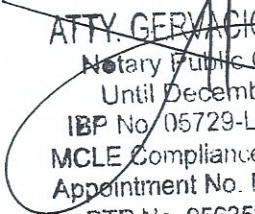
MAKATI CITY

DEC 21 2023

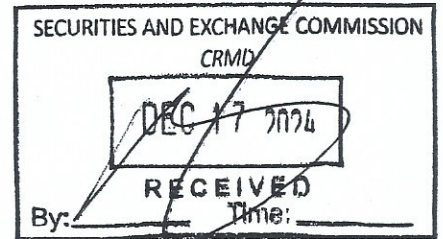
SUBSCRIBED AND SWORN TO before me on this _____ day _____ 2023 in Philippines, affiant exhibiting to me his/her **Driver's License No. N02-11-017852** with expiring date **2031/12/08** issued on _____ at _____.

Doc. No. 452
Page No. 92
Book No. 1x
Series of 2023.

Notary Public


ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBP No. 05729-Lifetime Member
MCLE Compliance No. VII-0022734
Appointment No. M-39 (2023-2024)
PTR No. 9563522 Jan. 3, 2023
Makati City Roll No. 40091
101 Urban Ave. Campos Rueda Bldg
Brgy Pio Del Pilar, Makati City

DIRECTOR'S CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Directors and Corporate Secretary of **YAPSTER e-INSURANCE BROKERS, INC.**, do hereby certify that the **ARTICLES OF INCORPORATION** of said corporation 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 meeting held on December 11, 2023 at the principal office of the corporation.

The amended provisions of the attached Amended Articles of Incorporation refer to Article II a **(PRIMARY PURPOSE)**.

FROM: That the primary purpose of this corporation is to engage in business as insurance broker (Amended on 24 May 2000).

TO: To act as **HMO Broker** which conducts of health maintenance organization broking business as amended on 11 December 2023.

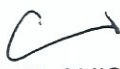
We further certify that the attached Amended Articles of Incorporation is/are true and correct copy thereof.

MAKATI CITY

IN WITNESS WHEREOF, we have hereunto this certificate this **DEC 12 2024** day
2023 at Makati City.

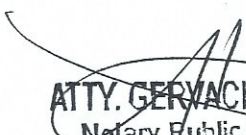

FERDINAND YAP
Director/President/Chairman of the Meeting
TIN 928-442-356


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


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


LINDSAY CHUA
Director / Treasurer
TIN 211-424-354


CASSANDRA LIANNE S. YAP
DIRECTOR
TIN 274-000-578


ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBF No. 356155 Lifetime Member
MCLE Compliance No. VII-0022734
Appointment No. M-39 (2023-2024)
PTR No. 10073909 Jan. 3, 2024
Makati City Roll No. 40091
101 Urban Ave. Campos Rueda Bldg
Brgy Pio Del Pilar, Makati City

DOC. NO. 2
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BOOK NO. LIV
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