



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

COMPANY REG. NO. **CN201115032**

**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

**ANDREA NORTH CONDOMINIUM  
CORPORATION**

[Amending Article VI thereof.]

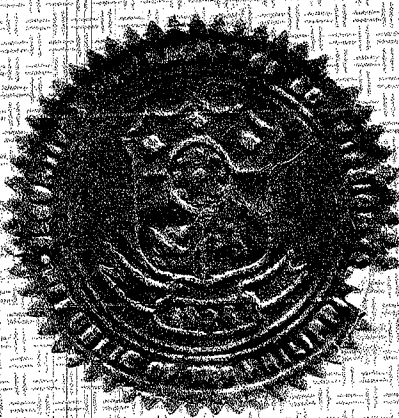
copy annexed, adopted on September 20, 2011 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation 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 Mandaluyong City, Metro Manila, Philippines, this 29<sup>th</sup> day of February, Twenty Twelve.

  
**BENITO A. CATARAN**  
Director

Company Registration and Monitoring Department



Mr. Velazquez  
12/22  
910-21

COVER SHEET

C N 2 0 1 1 1 5 0 3 2  
S.E.C. Registration Number

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A N D F E A N O R T H C O N D O M I N I U M

C O R P O R A T I O N

(Company's Full Name)

A N D F E A N O R T H C O M P L E X B A L E T E

D R I V E C O R N D O M I N G O N E W M A N I L A

Q U E Z O N C I T Y

(Business Address : No. Street Company / Town / Province)

MS. JOSEFA BERNADETTE DIZON

636-1170

Contact Person

Company Telephone Number

[Month grid]

[Day grid]

AMENDED ARTICLES OF INCORPORATION AND BY-LAWS  
FORM TYPE

[Month grid]

[Day grid]

Annual Meeting

N/A

Secondary License Type, If Applicable

[Dept. Requiring this Doc. grid]

Dept. Requiring this Doc.

[Amended Articles Number/Section grid]

Amended Articles Number/Section

[Total No. of Stockholders grid]

Total No. of Stockholders

Total Amount of Borrowings

RECEIVED  
Domestic

[Foreign grid]

Foreign

To be accomplished by SEC Personnel concerned

[File Number grid]

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LCU  
2-24-12

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Cashier

STAMPS

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Remarks = pls. use black ink for scanning purposes

AMENDED  
ARTICLES OF INCORPORATION  
OF

ANDREA NORTH CONDOMINIUM CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and a majority of whom are citizens and residents of the Philippines have this day voluntarily agreed to form a non-stock non-profit corporation under the laws of the Republic of the Philippines.

AND HEREBY CERTIFY:

FIRST: That the name of the corporation shall be:

**ANDREA NORTH CONDOMINIUM CORPORATION**

SECOND: That the purpose or purposes for which the corporation is incorporated are to own and hold title to the common areas in the condominium project known and identified as The Andrea North Condominium Project (hereinafter referred to as "Project"), which has been constructed pursuant to the provisions of Republic Act No. 4726 as amended, otherwise known as "The Condominium Act" and Presidential Decree No. 957 otherwise known as "The Subdivision and Condominium Buyer's Protective Decree" on the property described in and brought under the operation of said Acts by the "Master Deed with Declaration of Restrictions" executed by the Philippine Realty and Holdings Corporation, to manage, administer and operate the Project, pursuant to and in accordance with the aforesaid laws and the Master Deed with Declaration of Restrictions; and to adopt and carry out such measures as may be necessary, incidental or convenient to promote the best interest of, and to protect and safeguard the Unit Owners and their properties in the Project.

AND IN FURTHERANCE OF THE FOREGOING, the Corporation shall have the following incidental powers:

1 To adopt and enforce needful rules and regulations concerning the proper use, enjoyment and occupancy of all units and the Common Areas in the Project and to provide the commensurate penalties for any violation thereof;

2. To provide and contract services for public utilities and for the maintenance, repair, sanitation and cleanliness of the Common Areas of the Project, as well as for the beautification and improvement thereof and for its construction, installation, reconstruction, restoration or repair, when necessitated or caused by damage, destruction, obsolescence, depreciation, expropriation or condemnation of the whole or any part thereof;

3. To contract for the services of persons or firms to assist in the professional management and operation of the condominium project, including but not limited to administration, legal, accounting, engineering and other professional and/or technical services;

4. To enforce and/or discharge any lien or encumbrance levied against the Units for unpaid condominium dues, assessments, fees and other charges;

5. To enforce the limitations, restrictions, covenants and conditions contained in the Master Deed with Declaration of Restrictions of the Project, the House Rules and Regulations, and those annotated on the title of the property comprising the Project;

6. To levy and collect such assessments on membership fees, condominium dues, special assessments and/or penalties against the Unit Owners in the Project as are provided for in the Master Deed with Declaration of Restrictions of the Project;

7. To enter into, make, perform and carry out contracts with any person, firm, corporation, private, public or municipal body politic;

8. To purchase, acquire, hold, lease, sell and convey real and personal properties such as lands, buildings, and such other properties as may be necessary to achieve the purpose of the Corporation;

9. To borrow money and from time to time, to make, accept, endorse, execute and issue promissory notes, bills of exchange, debentures and other obligations of the Corporation for money borrowed or in payment of property acquired or for any of the objects or purposes of the Corporation and to secure the payment of any such obligation by mortgage, pledge or other lien upon, assignment or, agreement in regard to all or any part of the property, rights and privileges of the Corporation;

10. To operate by itself or through others the condominium facilities within the Common Areas of the Project in order to serve the needs of the Unit Owners in the Project and incidentally, outsiders

desiring to avail of such facilities, and to use any income therefrom to augment or meet its operating and other expenses and expenditures;

11. To have and exercise any and all powers, rights and privileges which a condominium corporation organized under the laws of the Philippines as a non-stock, non-profit corporation by law may now or hereafter exercise. do and perform all acts necessary, incidental, convenient, suitable or proper for the accomplishment of the purpose or purposes of this Corporation including the exercise of such powers conferred upon corporations of like manner.

THIRD: That the place where the principal office of the Corporation is to be established is at *BALETE DRIVE CORNER N. DOMINGO STREET, NEW MANILA, QUEZON CITY, METRO MANILA.*

FOURTH: That the term for which the Corporation is to exist is co-terminus with the condominium project.

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

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Gerardo O. Lanuza, Jr.	Spanish	207 Swallow Drive, Greenmeadows Subd., Quezon City
Juan Antonio Lanuza	Spanish	212 Swallow Drive, Greenmeadows Subd., Quezon City
Gerardo Domenico Antonio V. Lanuza	Filipino	207 Swallow Drive, Greenmeadows Subd., Quezon City
Amador C. Bacani	Filipino	216 Anahaw Street, Ayala Alabang Village, Muntinlupa City
Antonio Reyes-Cuerva	Filipino	304 Agno Street, Ayala Alabang Village, Muntinlupa City
Jose Ma. R. Francisco	Filipino	2485 Atis Street, United Hills Village, Paranaque City
Eduardo L. Gaspar	Filipino	19 Ipil Road, South Forbes Makati City

Gregory C. Yang	Filipino	145 Lauan Street, Ayala Alabang Village, Muntinlupa City
Mariano C. Ereso, Jr.	Filipino	2 Balete Drive cor N. Domingo St., New Manila, Quezon City

SIXTH: That the number of directors of the Corporation shall be **SEVEN (7)** and that the names, nationalities and residences of the first directors of the Corporation are as follows: (As Amended on 20 September 2011)

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Gerardo O. Lanuza, Jr.	Spanish	207 Swallow Drive, Greenmeadows Subd., Quezon City
Juan Antonio Lanuza	Spanish	212 Swallow Drive, Greenmeadows Subd., Quezon City
Gerardo Domenico Antonio V. Lanuza	Filipino	207 Swallow Drive, Greenmeadows Subd., Quezon City
Amador C. Bacani	Filipino	216 Anahaw Street, Ayala Alabang Village, Muntinlupa City
Antonio Reyes-Cuerva	Filipino	304 Agno Street, Ayala Alabang Village, Muntinlupa
Jose Ma R. Francisco	Filipino	2485 Atis Street, United Hills Village, Paranaque City
Eduardo L. Gaspar	Filipino	19 Ipil Road, South Forbes-Makati City
Gregory C. Yang	Filipino	145 Lauan Street, Ayala Alabang Village, Muntinlupa
Mariano C. Ereso, Jr.	Filipino	2 Balete Drive cor N. Domingo St., New Manila, Quezon City

SEVENTH: That no part of the income which the Corporation may obtain as an incident to its operation shall be distributed as dividends to its members, directors or officers subject the provisions of the Corporation Code of the Philippines on dissolution. Any profit obtained

by the Corporation as a result of its operations, whenever necessary or proper shall be used for the furtherance of the purposes enumerated in Article SECOND subject to the provision of Title XI of the Corporation Code of the Philippines.

EIGHTH: That the Corporation shall have no capital stock. The membership in the Corporation shall initially consist of the incorporators, who each of them contributed the sum of PhP10,000.00. After incorporation, the membership shall consist of all Unit Owners in the condominium project.

Membership in the Corporation shall not be transferrable separately from the Unit of which it is an appurtenance and any transfer, conveyance or other disposition of a Unit shall include the appurtenant membership in the Corporation. When a member ceases to own a Unit in the condominium project, he/she/it shall automatically cease to be a member of the Corporation. Likewise, no transfer, conveyance, or other disposition of the Unit shall be valid and effected, if the concomitant transfer of the pertinent membership in the Corporation will cause the alien interest in the Corporation to exceed the limits imposed by existing laws. These conditions shall appear in all certificates of membership to be issued by the Corporation.

NINTH: That JOSE MA. R. FRANCISCO has been elected by the members 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 has been authorized to receive for and in the name and for the benefit of the Corporation, all contributions or donations paid or given by the members.

TENTH: That the Corporation undertake to change the name of the Corporation immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of the 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.

ELEVENTH: That the Corporation shall comply with the requirements for non-stock corporations in the course of their operations.

IN WITNESS WHEREOF, we have hereunto signed this Articles of Incorporation of ANDREA NORTH CONDOMINIUM CORPORATION on this 4th day of May 2011 at the City of Pasig, Metro Manila, Philippines.

GERARDO O. LANUZA, JR.  
TIN-121-199-566

JUAN ANTONIO LANUZA  
TIN-196-180-806

GERARDO DOMENICO  
ANTONIO V. LANUZA  
TIN 243-616-771

AMADOR C. BACANI  
TIN 106-571-286

ANTONIO REYES-CUERVA  
TIN 107-044-445

JOSE MA R. FRANCISCO  
TIN 135-687-113

EDUARDO L. GASPAR  
TIN-100-217-053

GREGORY C. YANG  
TIN 138-210-289

MARIANO C. ERESO, JR.  
TIN-119-848-238

SIGNED IN THE PRESENCE OF:

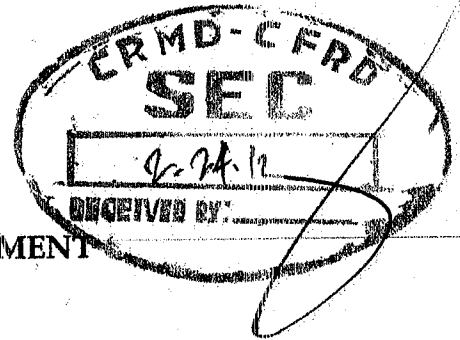
ACKNOWLEDGMENT

REPULIC OF THE PHILIPPINES )  
CITY OF PASIG, METRO MANILA ) S. S.

BEFORE ME, a Notary Public in and for the Quezon City Metro Manila, on this 4<sup>th</sup> day of May : 2011 personally appeared with their respective Community Tax Certificates, the following:

<u>NAME</u>	<u>NUMBER</u>	<u>DATE AND PLACE ISSUED</u>
Gerardo O. Lanuza, Jr.	12161240	01-09-2011 Pasig City
Juan Antonio Lanuza	12170913	01-20-2011 Pasig City
Gerardo Domenico Antonio V. Lanuza	15630313	01-22-2010 Pasig City





**DIRECTORS' CERTIFICATE OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
ANDREA NORTH CONDOMINIUM CORPORATION**


KNOW ALL MEN BY THESE PRESENTS:


The undersigned Chairman, members of the Board of Directors and Corporate Secretary of ANDREA NORTH CONDOMINIUM CORPORATION (henceforth referred to as the "Corporation"), hereby CERTIFY:

That at least a majority of the members of the Board of Directors, and at least two thirds (2/3) of the members of the Corporation at their special joint meeting held at Balete Drive corner N. Domingo Street, New Manila, Quezon City, Metro Manila on 20 September 2011 had approved and ratified the amendment of: Article SIXTH of the Articles of Incorporation reducing the number of membership in the Board of Directors from NINE to SEVEN members;


Attached hereto is the amended copy of the Articles of Incorporation of ANDREA NORTH CONDOMINIUM CORPORATION.


IN WITNESS WHEREOF, we have hereunto signed this Certificate on this 20 day of September 2011 at the City of Makati, Metro Manila, Philippines.

  
AMADOR C. BACANI  
Director/Chairman  
TIN - 106-571-286

  
GREGORY C. YANG  
Director  
TIN - 138-210-289

  
JOSE MA. FRANCISCO  
Director  
TIN - 135-687-113

  
MARIANO C. ERESO, JR.  
Director/Secretary  
TIN - 119-848-238

  
ANTONIO REYES-CUERVA  
Director  
TIN 107-044-445

Amador C. Bacani	17844527	01-17-2011	Muntinlupa
Antonio Reyes-Cuerva	05950751	01-13-2011	Makati City
Jose Ma R. Francisco	27655312	02-18-2010	Quezon City
Eduardo L. Gaspar	05930592	01-07-2011	Makati City
Gregory C. Yang	18014661	03-11-2011	Muntinlupa
Mariano C. Ereso, Jr.	12178693	01-25-2011	Pasig City

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation of ANDREA NORTH CONDOMINIUM CORPORATION and they acknowledged to me that the same is their free and voluntary act and deed.

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

Doc. No. \_\_\_\_  
Page No. \_\_\_\_  
Book No. \_\_\_\_  
Series of 2011

REPUBLIC OF THE PHILIPPINES

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) S. S.

CITY OF PASIG, METRO MANILA

)

28 SEP 2011

SUBSCRIBED and sworn to before me on this \_\_\_ day of September 2011  
affiants exhibiting their respective Community Tax Certificate as follows:

<u>NAME</u>	<u>NUMBER</u>	<u>DATE &amp; PLACE OF ISSUE</u>
1. Amador C. Bacani	17844527	01-17-2011 Muntinlupa
2. Gregory C. Yang	18014661	03-11-2011 Muntinlupa
3. Jose Ma Francisco	30101779	03-10-2011 Manila
4. Mariano C. Ereso, Jr.	12178693	01-25-2011 Pasig City
5. Antonio Reyes-Cuerva	05950751	01-13-2011 Makati City

WITNESS my hand and seal on the date and at the place first abovesited.

Doc. No. 230

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Series of 2011



ATTY. RAMON E. CAPIO  
NOTARY PUBLIC

Until December 31, 2012

Roll No. 22,172 TIN 106-918-897

IBP No. 839509 MCLE No. 111 - 10914396

PTR No. 6515333 issued on Jan. 3, 2011 at Pasig City