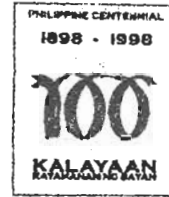




REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila



S.E.C. REG. NO. 167423

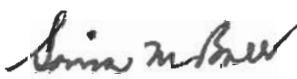
**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

THIS IS TO CERTIFY that the amended articles of incorporation of the
MEGAWORLD CORPORATION
(Formerly: Megaworld Properties & Holdings, Inc.)
(Amending Articles I, II Primary and Secondary Purposes
by introducing pars. (a) to (d) thereby renumbering the
succeeding paragraphs and VII thereof.)
copy annexed, adopted on April 30, 1999 by a majority vote of
the Board of Directors and the vote of the stockholders owning or representing at
least two-thirds of the outstanding capital stock, ^{on June 18, 1999} and certified under oath by the
Secretary and a majority of the Board of Directors of the corporation was approved by
this Office on the 19th day of August nineteen hundred and
ninety -nine, pursuant to the provision of Section 16 of the Corporation
Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, and
attached to the other papers pertaining to said corporation.

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
19th day of August, in the year of our Lord nineteen hundred and
ninety - nine.




SONIA M. BALLO
Director
Corporate and Legal Department



AMENDED
ARTICLES OF INCORPORATION

of

MEGAWORLD CORPORATION
(formerly Megaworld Properties & Holdings, Inc.)

KNOW ALL MEN BY THESE PRESENTS :

That we, all of whom are Filipinos, of legal ages, residents of the Philippines, have this day voluntarily associated together for the purpose of forming a corporation under the laws of the Philippines :

AND WE HEREBY CERTIFY :

FIRST : That the name of said *Corporation* shall be : **Megaworld Corporation.**
(AMENDED AS OF APRIL 30, 1999)

SECOND : That the purposes for which said *Corporation* is formed are :

PRIMARY PURPOSE

a) To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, hypothecate, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidence of indebtedness, and other securities or obligations of any corporation or corporations, association or associations, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized and to pay therefor in money or by exchanging therefor stocks, bonds, or other evidence of indebtedness or securities of this Corporation or any other corporation, and while the owner or holder of any such real or personal property, stocks, bonds, debentures, contracts, or obligations, to receive, collect, and dispose of the interest, dividends, and income arising from such property, and to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stock so owned. (AMENDED AS OF APRIL 30, 1999)

SECONDARY PURPOSES

a) To acquire by purchase, lease, donation or otherwise and to own, use, improve, develop, subdivide, sell, mortgage, exchange, lease, develop and hold for investment or otherwise, real estate of all kinds, and to construct, improve, manage or otherwise dispose of buildings, condominiums and other structures of whatever kind, together with their appurtenances; and, to perform all and everything necessary and proper for the attainment of or in furtherance of this purpose, either alone or in association with other corporations or individuals. (AMENDED AS OF APRIL 30, 1999)

b) To conduct, maintain, engage in, and carry on the business of acquiring, constructing, developing and/or operating hotels, inns, lodges, motels, resorts, leisure parks, gaming, and other tourist-oriented projects; to conduct, maintain, engage in, or carry on the

business of acquiring, constructing, developing, and/or operating restaurants, cafes, bars, clubs, gardens, shops, stalls, boutiques, parlors, gyms, and other allied or similar establishments as complimentary or support services therefor; and, to acquire, operate and/or maintain transportation, shuttle, and/or ferry facilities and/or services, either by land, water or air, likewise as complimentary or support services therefor, either alone or in conjunction with others.
(AMENDED AS OF APRIL 30, 1999)

c.) To engage in the research, development, manufacture, marketing and distribution of technology and all technology-related or derived products and/or services. (AMENDED AS OF APRIL 30, 1999)

d) To carry out a general and commercial business of importing and exporting, manufacturing, processing, buying, acquiring, holding, selling, trading, distributing, or otherwise disposing of and dealing in any and all kinds of industrial, agricultural, engineering, construction, transport, kitchenwares, ovenwares, and utensils, household or office goods, materials, supplies, machineries, equipment, appliances, implements, devices, wearing apparel, clothing materials, food or grocery items, food and beverage flavors, essences, industrial oils, aromatics, fragrances, liquors, beverages, ophthalmic instruments and products, cosmetic and dermatological applications, and products of all classes and description which are within the commerce of man, as well as those similar and allied to them, at wholesale, either as principals, distributors, factors, agents or commission merchants, and to do every other thing commonly done by those conducting a similar business. (AMENDED AS OF APRIL 30, 1999) and June 18, 1999)

e) To promote, establish, operate, manage, own or invest in any and all kinds of business enterprises or assist or participate in the organization, merger or consolidation thereof, and in connection with such activities, to subscribe to, purchase or otherwise acquire shares of stock or other evidence of equity participation in any business enterprise, or purchase or otherwise acquire all or part of assets, franchises, concessions or goodwill of any firm, corporation or establishment as may be allowed by law.

f) To borrow money, to make and issue notes, and other evidences of indebtedness of all kinds and to secure the same by mortgage, pledge or otherwise, in amounts as the business of the Corporation may require;

THIRD : That the place where the principal office of the Corporation is to be established or located is in Metro Manila, Philippines;

FOURTH : That the term for which said Corporation is to exist is fifty (50) years from and after the date of its incorporation;

FIFTH : That the names, nationalities and the addresses of the incorporators of said Corporation are as follows, to wit :

ANDREW (CHONG BUAN) L. TAN	Filipino	10 Taft Street, Greenhills San Juan, Metro Manila
KATHERINE L. TAN	Filipino	10 Taft Street, Greenhills San Juan, Metro Manila
ELIZABETH DE JESUS	Filipino	Equitable Bank Bldg. Greenhills, San Juan, M.M.

ANITA C. LIM	Filipino	19 Adams Street, Greenhills San Juan, Metro Manila
MANUEL C. GALANG	Filipino	Blk 6 Lot 19 Palmera Homes Quezon City< Metro Manila

SIXTH : That the number of Directors of said *Corporation* shall be **seven (7)** and that the names and residences of the first Directors of the Corporation who are to serve until their successors are elected and qualified as provided in the By-Laws are as follows, to wit : **(AMENDED AS OF APRIL 30, 1999)**

ANDREW (CHONG BUAN) L. TAN	Filipino	10 Taft Street, Greenhills San Juan, Metro Manila
KATHERINE L. TAN	Filipino	10 Taft Street, Greenhills San Juan, Metro Manila
ELIZABETH DE JESUS	Filipino	Equitable Bank Bldg. Greenhills, San Juan, M.M.
ANITA C. LIM	Filipino	19 Adams Street, Greenhills San Juan, Metro Manila
MANUEL C. GALANG	Filipino	Blk 6 Lot 19 Palmera Homes Quezon City< Metro Manila

SEVENTH : That the amount of capital stock of the *Corporation* shall be **THIRTEEN BILLION TWO HUNDRED MILLION PESOS (=P=13,200,000,000.00)**, Philippine currency, and said capital stock shall be divided into : **(AMENDED AS OF APRIL 30, 1999)**

a) **NINE BILLION TWO HUNDRED MILLION (9,200,000,000)** COMMON shares with a par value of One Peso (=P=1.00) per share; and **(AMENDED AS OF APRIL 30, 1999)**

b) Four Billion (4,000,000,000) PREFERRED shares with a par value of One Peso (=P=1.00) per share, and which shall be convertible, non-voting (except in those cases expressly provided by law and the Enabling Resolutions), and have no pre-emptive right to subscribe to or purchase any shares of any class. The Preferred stock shall be issued subject to the following conditions, rights, preferences, qualifications and limitations and which shall appear and be printed on the Certificates of Preferred Shares.

The Preferred stock may be issued from time to time in one or more series as the Board of Directors of the *Corporation* may determine. Provided, that there shall be a series of Preferred stock which shall be redeemable. Authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of Preferred stock, to fix the number of shares to be included in each of such series, and to determine the cash dividend rate or amount, if any, and the price, period and manner of conversion or redemption of shares for each of such series. The specific terms and restrictions of each series of Preferred stock shall be specified in such resolutions(s) as may be adopted by the Board of Directors prior to the issue of each of such series (the "Enabling Resolutions"), which resolutions shall be filed with the Securities and Exchange Commission and thereupon be deemed a part of these Articles of Incorporation. Provided, however, that all Preferred stock surrendered either upon conversion or redemption may again be issued or disposed by the *Corporation*. *(Amended as of March 18, 1998)*

EIGHTH : That the amount of capital stock which has been actually subscribed is ONE HUNDRED TWENTY-FIVE MILLION PESOS (=P=125,000,000.00), Philippine currency, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names :

<u>Name</u>	<u>Residence</u>	<u>Number of Shares</u>	<u>Amount of Capital Stock Subscribed</u>
ANDREW (CHONG BUAN) L. TAN	10 Taft Street, Greenhills San Juan, Metro Manila	119,818,000	=P=119,818,000.00
KATHERINE L. TAN	10 Taft Street, Greenhills San Juan, Metro Manila	102,000	102,000.00
ELIZABETH DE JESUS	Equitable Bank Bldg. Greenhills, San Juan	20,000	20,000.00
ANITA C. LIM	19 Adams Street, Greenhills San Juan, Metro Manila	50,000	50,000.00
MANUEL C. GALANG	Blk 6 Lot 19 Palmera Homes Quezon City, Metro Manila	10,000	10,000.00
THE ANDRESONS GROUP, INC.	140 EDSA, Kalookan City Metro Manila	5,000,000	5,000,000.00
		Total -	125,000,000 =P=125,000,000.00

NINTH : That the following persons have paid on the shares of capital stock for which they have subscribed, the amounts set out after their respective names, to wit :

ANDREW (CHONG BUAN) L. TAN	10 Taft Street, Greenhills San Juan, Metro Manila	=P=29,954,500.00
KATHERINE L. TAN	10 Taft Street, Greenhills San Juan, Metro Manila	25,500.00
ELIZABETH DE JESUS	Equitable Bank Bldg. Greenhills, San Juan	5,000.00
ANITA C. LIM	19 Adams Street, Greenhills San Juan, Metro Manila	12,500.00
MANUEL C. GALANG	Blk 6 Lot 19 Palmera Homes Quezon City, Metro Manila	2,500.00
THE ANDRESONS GROUP, INC.	140 EDSA, Kalookan City Metro Manila	1,250,000.00
		Total - =P=31,250,000.00

TENTH : That KATHERINE L. TAN has been elected as Treasurer of the *Corporation*; to act as such until her successor is duly elected and qualified in accordance with the By-Laws; and that as such

Treasurer, she has been authorized to receive for the *Corporation* and to receive in its name for all the subscriptions paid by the said subscribers.

ELEVENTH : Directors and all other officers of said *Corporation* shall receive such compensation as the stockholders and the Board of Directors may provide, respectively.

TWELFTH : That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock shall be allowed to be recorded in the proper books of the *Corporation* and that this restriction shall be indicated in all the stock certificates issued by the *Corporation*. Furthermore, all stockholders of the *Corporation* shall not enjoy any pre-emptive right to subscribe to any issue or disposition of shares of any class of the *Corporation*. (*Amended as of March 26, 1996*)

IN WITNESS WHEREOF, we have hereunto set our hands this 16th day of August 1989 in Quezon City, Metro Manila, Philippines.

(Sgd.) ANDREW (CHONG BUAN) L. TAN - spouses - (Sgd.) KATHERINE L. TAN

(Sgd.) ELIZABETH DE JESUS (Sgd.) ANITA C. LIM

(Sgd.) MANUEL L. GALANG

Signed in the presence of :

1. (Sgd.) Illegible 2. (Sgd.) Illegible

A C K N O W L E D G M E N T

Republic of the Philippines)
Quezon City, Metro Manila) S.S.

On the 16th day of August 1989 before me, a Notary Public for and in Quezon City, Metro Manila, Philippines personally appeared :

ANDREW (CHONG BUAN) L. TAN	Res. Cert. No. 09577848-J	April 13, 1989; Caloocan City
KATHERINE L. TAN	Res. Cert. No. 09577847-J	April 13, 1989; Caloocan City
ELIZABETH DE JESUS	Res. Cert. No. 01539747	Jan. 10, 1989; Pasay City
ANITA C. LIM	Res. Cert. No. 02305210	Jan. 19, 1989; Cagayan
MANUEL L. GALANG	Res. Cert. No. 06267611	Feb. 24, 1989; Caloocan City

known to me and to me known to be the same persons whose names are subscribed and who executed the foregoing Articles of Incorporation and each of them acknowledged to me that he/she voluntarily executed the same.

WITNESS MY HAND AND SEAL.

(*Sgd.*) RAMON J. MASAGANDA
Notary Public
Until December 31, 1989

Doc. No. 540;
Page No. 108;
Book No. 1;
Series of 1989

CERTIFICATE OF AMENDMENT
of the
AMENDED ARTICLES OF INCORPORATION
of
MEGAWORLD CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, being the *Chairman*, the *Corporate Secretary*, and at least a *majority* of the members of the *Board of Directors* of **MEGAWORLD CORPORATION** (the "*Corporation*") do hereby certify that the attached are the *true and correct copies* of the **AMENDED ARTICLES OF INCORPORATION** of the *Corporation* embodying the *amendment* of **Article First** of the said Articles of Incorporation *changing its corporate name* from the present Megaworld Properties & Holdings, Inc. to **MEGAWORLD CORPORATION**; the *amendment* of **Article Second** of the same Articles of Incorporation *changing its primary purpose converting the Corporation into a holding company as well as changing its secondary purposes to allow the Corporation to engage, aside from real estate development, in various businesses such as hotel, leisure, resort and gaming, trading of goods and merchandise, information technology, and real estate development, marketing and management*; the *amendment* of **Article Sixth** of the same Articles of Incorporation *increasing the number of members of its Board of Directors* from the present five (5) to **SEVEN (7) DIRECTORS**; and, the *amendment* of **Article Seventh** of the same Articles of Incorporation *increasing the authorized capital stock of the Corporation* from the present =P=10.2 Billion to **THIRTEEN BILLION TWO HUNDRED MILLION PESOS (=P=13,200,000,000.00), Philippine currency, divided into NINE BILLION TWO HUNDRED MILLION (9,200,000,000) COMMON shares** with a par value of One Peso (=P=1.00) per share and Four Billion (4,000,000,000) **PREFERRED shares** with a par value of One Peso (=P=1.00) per share, which amendments were duly *approved* by the stockholders owning or representing at least *two-thirds (2/3)* of the *entire subscribed and outstanding capital stock* of the *Corporation* at the Annual Stockholders' Meeting of the *Corporation* duly called for the purpose held on *June 18, 1999* at the Eastwood City Information Center (Showroom), Eastwood Avenue corner C-5 Road, Bagumbayan, Quezon City, Metro Manila, Philippines and by at least a *majority* of the members of the *Board of Directors* of the *Corporation* at their special meeting duly called for the purpose held on *April 30, 1999* at its principal office and business address.

IN WITNESS WHEREOF, we have hereunto set our hands on the 19th day of June 1999 at Makati City, Metro Manila, Philippines.

BOARD OF DIRECTORS


ANDREW L. TAN

Director


GERARDO C. GARCIA

Director


KATHERINE L. TAN

Director

GEORGE T. YANG

Director


CIRILO L. MANLANGIT

Director

CERTIFIED CORRECT :

[Signature]
ANDREW L. TAN
Chairman

ATTESTED BY :

[Signature]
EDWIN B. MAQUINTO
Corporate Secretary

Republic of the Philippines)
Makati city, Metro Manila) S.S.

22 JUL 1999

SUBSCRIBED AND SWORN to before me this _____th day of June 1999 at Makati City, Metro Manila, Philippines, affiants exhibiting to me their respective Community Tax Certificate numbers as well as their dates and places of issue, to wit :

<u>Name</u>	<u>C.T.C. No.</u>	<u>Date & Place Issued</u>
ANDREW L. TAN	01761606	2-9-99 / Q.C.
GEORGE T. YANG		
GERARDO C. GARCIA	00061201	3-09-99 / makati city
CIRILO L. MANLANGIT	19954283	1-18-99 / makati city
KATHERINE L. TAN	01761500	2-8-99 / Q.C.
EDWIN B. MAQUINTO	19954282	1-18-99 / makati city

[Handwritten mark]

GARRY V. DE GUZMAN
NOTARY PUBLIC

Until December 31, 2000

PTR # 0468217/01-18-99/Makati City

IBP # 474593/01-18-99 Batangas

Doc. No. 0980 ;
Page No. 21 ;
Book No. 41 ;
Series of 1999

[Signature]
[Signature]

DOCSEC38/megacorp



Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION
 SEC Bldg., EDSA, Greenhills, City of Mandaluyong

VERIFICATION CERTIFICATE

Date :

This is to certify that a verification has been made on the proposed name

SEC records show the following closest name(s):

Verified By : 9

REMARKS

- Available for use
- Refer to Corporate and Legal Dept.

CLD Action When Applicable

- Allowed
- Not Allowed
- Modify; subject to reverification

 Chief, Records Division

 CLD Dir./Div. Chief

NOTE : The fact that the name is available at the date verified is not to be regarded in any way as an approval of registration. No expense for printing of materials using a verified name should be incurred until registration is effected. **Any erasure or alteration on this document nullifies verification.**

Ref. No.

RESERVATION NOTICE

This certifies that (proposed name)

MEGAWORLD CORP.

has been reserved from 06/02/1999

to 08/31/1999
9

Ref. No. A991530343

 Chief, Records Division



June 19, 1999

THE CHAIRMAN

Securities and Exchange Commission
SEC Bldg., EDSA, Mandaluyong City, M.M.

Sir:

In connection with the registration of the *Amended Articles of Incorporation* and *Amended By-Laws* of **MEGAWORLD CORPORATION** (formerly *Megaworld Properties & Holdings, Inc.*), the undersigned for and in behalf of the Board of Directors and stockholders thereof hereby manifest our willingness to change its corporate name in the event that another person, firm or entity has acquired a prior right to the use of the said firm name or one deceptively or confusingly similar to it.

Very truly yours,



ATTY. CIRILO L. MANLANGIT

Director

*28/F The World Centre Bldg.
#330 Sen. Gil J. Puyat Avenue
Makati City, Metro Manila*

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

SEC NUMBER 167423 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. 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.
 CORRECT COMPANY NAME (This must always be provided) MEGAWORLD PROPERTIES & HOLDINGS, INC.
 RESTRICT USE BY OTHERS? YES NO

RESERVATION NUMBER _____ REV COMPANY NAME MEGAWORLD CORPORATION
 GENERAL INFORMATION

COMPANY TYPE N DS - DOMESTIC STOCK DW - DOMESTIC NON-STOCK DP - DOMESTIC PARTNERSHIP
 CHANGE FROM STOCK TO NON-STOCK? YES NO
 CHANGE IN PRIMARY PURPOSE? YES NO
 PRINCIPAL OFFICE ADDRESS METRO MANILA, PHILIPPINES

AREA CODE _____ POSTAL CODE _____ TEL. NO. _____ FAX NO. _____
 BUSINESS OFFICE ADDRESS 28/F THE WORLD CENTER BLDG., #330 SEN. GIL J. PUYAT AVENUE, MAKATI CITY, M.M.
 AREA CODE _____ POSTAL CODE _____ TEL. NO. 867-88-26 TO 40 FAX NO. _____

BUSINESS INFORMATION
 PARTNERSHIP TYPE L - LIMITED M - NO SPECIAL REGISTRATION N - FINANCIAL INSTITUTION
 Q - GENERAL E - PA EXPORT R - PA REPRESENTATIVE OFF Z - EPZA-REGISTERED
 INDUSTRY CODE _____ TERM OF EXISTENCE BY _____ END DATE OF EXISTENCE _____ FISCAL YEAR END _____ ANNUAL MEETING (for domestic companies only) 3RD FRIDAY OF
 _____ YEARS N/A DEC. 31 _____

NUMBER OF DIRECTORS (if stock co.) 7 TRUSTEES (if non-stock co.) N/A PARTNERS (if partnership) N/A STOCKHOLDERS (if stock co.)
 TYPE OF NON-STOCK CONTRIBUTION (Refer to back of page for the classifications) TOTAL CONTRIBUTION (of non-stock companies) % OF FOREIGN MEMBERSHIP (of non-stock companies) TOTAL CONTRIBUTION (of domestic partnerships)
 N/A N/A N/A Foreign Foreign

COMPANY RELATIONSHIP -- List all companies related to registrant. (Use additional sheets, if necessary.)
 RELATIONSHIP TYPE M - DISSOLVED COMPANY (if due to merger) S - PARENT COMPANY (if registrant is a subsidiary) O - OTHERS
 (RELN TYPE) V - DISSOLVED COMPANY (if change in company type) A - AFFILIATE (of registrant)

MAIN HDN TYPE A SEC NUMBER AS094-6430 COMPANY NAME EMPIRE EAST LAND HOLDINGS, INC.
 MAIN HDN TYPE _____ SEC NUMBER _____ COMPANY NAME _____
 INDICATE START (if NEW) OR END DATE OF RELATIONSHIP

CERTIFIED CORRECT FRANCISCO C. CANUTO TREASURER DATE JUNE 19, 1999
 PROCESSING ATTORNEY (Signature and printed name) DATA CONTROL CLERK DATA ENCODED BY DATE ENCODED

DATE REVIEWED _____

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

SEC NUMBER 167423 FOR SEC TO PROVIDE: MAINTENANCE NO. _____ TRANSACTION DATE / /

FILL-UP INSTRUCTIONS - Type or print legibly. Light-studded 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) MEGAWORLD PROPERTIES & HOLDINGS, INC.
RESTRICT USE BY OTHERS? YES NO

RESERVATION NUMBER _____ REV COMPANY NAME MEGAWORLD CORPORATION

GENERAL INFORMATION
COMPANY TYPE X DS - DOMESTIC STOCK DW - DOMESTIC NON-STOCK DP - DOMESTIC PARTNERSHIP ST STOCK? YES NO
CHANGE IN PRIMARY PURPOSE? YES NO
PRINCIPAL OFFICE ADDRESS METRO MANILA, PHILIPPINES

AREA CODE / / / / / / POSTAL CODE / / / / / / TEL. NO. / / / / / / FAX NO. / / / / / /
BUSINESS OFFICE ADDRESS 28/F THE WORLD CENTER BLDG., #330 SEN. GIL J. BOYAR AVENUE, MAKATI CITY, M.M.

AREA CODE / / / / / / POSTAL CODE / / / / / / TEL. NO. 867-88-26 TO 40 FAX NO. / / / / / /

BUSINESS INFORMATION
PARTNERSHIP TYPE LL - LIMITED LM - NO SPECIAL REGISTRATION LN - FLA-HOLDING LP - FINANCIAL INSTITUTION
 LG - GENERAL LE - FLA EXPORT LI - FLA REPRESENTATIVE OFF LK - EPZA-REGISTERED
INDUSTRY CODE _____ TERM OF EXISTENCE _____ END DATE OF EXISTENCE _____ FISCAL YEAR END _____ ANNUAL MEETING (for domestic companies only) 3RD FRIDAY OF
50 YEARS N/A DEC. 31

NUMBER OF DIRECTORS (if stock co.) 7 TRUSTEES (if non-stock co.) N/A PARTNERS (if partnership) N/A STOCKHOLDERS (if stock co.)
TYPE OF NON-STOCK CORPORATION TOTAL CONTRIBUTION (of non-stock companies) % OF FOREIGN MEMBERSHIP (of non-stock companies) TOTAL CONTRIBUTION (of domestic partnerships)
N/A N/A N/A Foreign Foreign

COMPANY RELATIONSHIP - List all companies related to registrant. (Use additional sheets, if necessary.)
RELATIONSHIP TYPE M - DISSOLVED COMPANY (if due to merger) S - PARENT COMPANY (if registrant is a subsidiary) O - OTHERS
(RELN TYPE) V - DISSOLVED COMPANY (if change in company type) A - AFFILIATE (of registrant)

MAIN HDN TYPE A SEC NUMBER AS094-6430 COMPANY NAME EMPIRE EAST LAND HOLDINGS, INC.
START DATE _____ END DATE _____

NAME HDN: A (NEW), E (UPDATE EXISTING), D (DELETE) RELATIONSHIP
INDICATE START (if NEW) OR END DATE OF RELATIONSHIP

CERTIFIED CORRECT FRANCISCO C. CANUTO TREASURER DATE JUNE 19, 1999
PROCESSING ATTORNEY (Signature and printed name) DATA CONTROL CLERK: DATA ENCODED BY: DATE ENCODED:

DATE REVIEWED DATE REVIEWED