



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

SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

Company Reg. No. 167423

**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

**MEGAWORLD CORPORATION**

[Amending Article VII by reclassification of unissued  
common shares to preferred shares thereof.]

copy annexed, adopted on January 31, 2007 by a majority vote of the Board of Directors and on June 27, 2007 by the written assent of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the 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, pre-need plan issuer, general agent in pre-need plans 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 hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 17<sup>th</sup> day of July, Two Thousand Seven.



  
**BENITO A. CATARAN**  
Director

Company Registration and Monitoring Department



1 6 7 4 2 3  
S.E.C. Registration Number

MEGA WORLD  
CORPORATION  
(Company's Full Name)

28TH FLR. THE WORLD CENTRE  
330 SEN. GIL J PUYAT MAKATI  
(Business Address: No. Street City/ Town/ Province)

MONICA T. SALOMON  
Contact Person

867-8826 to 40  
Company Telephone Number

1 2 3 1

AMENDED  
ARTICLES

0 6 1 5

Month Day  
Fiscal Year

FORM TYPE

Month Day  
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I.D.

LCU 7-6-07  
Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes



**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)

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 L. 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 L. GALANG	Filipino	Blk 6 Lot 19 Palmera Homes Quezon City, Metro Manila

**SEVENTH :** That the authorized capital stock of the *Corporation* is THIRTY BILLION TWO HUNDRED MILLION PESOS (PhP30,200,000,000.00), Philippine currency, divided into THIRTY BILLION ONE HUNDRED FORTY MILLION (30,140,000,000) common shares with par value of One Peso (PhP1.00) per share and SIX BILLION (6,000,000,000) voting, cumulative, non-participating, non-convertible and non-redeemable preferred shares with par value of One Centavo (PhP0.01) per share. Preferred shares shall have preference over common shares in case of liquidation or dissolution of the Corporation. (Amended as of 31 JANUARY 2007 and 27 June 2007)

Preferred shares may be issued from time to time in one or more series as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of preferred shares, to fix the number of shares to be included in each of such series, and to determine the dividend rate, issue price and other terms and conditions for each such shares. Dividends shall be cumulative from and after the date of issue of the preferred shares and no dividends shall be declared or paid on the common shares unless the full accumulated dividends on all preferred shares for all past dividend periods and for the current dividend period shall have been declared and paid by the Corporation. Preferred shares of each and any



series shall not be entitled to any participation or share in the retained earnings remaining after dividend payments shall have been made on the preferred shares. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series of preferred shares shall be specified in such resolution(s) as may be adopted by the Board of Directors prior to the issuance of each of such series (the "Enabling Resolutions"), which resolution(s) shall thereupon be deemed a part of these Amended Articles of Incorporation. (Amended as of 31 January 2007 and 27 June 2007)

*upon approval by the Securities and Exchange Commission. Totality 7/16/07*

**EIGHTH :** That the amount of capital stock which has been actually subscribed is ONE HUNDRED TWENTY-FIVE MILLION PESOS (PhP125,000,000.00), 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	PhP119,818,000.00
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 L. 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
<i>Total</i> -		125,000,000	PhP125,000,000.00

**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	PhP29,954,500.00
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 L. GALANG	Blk 6 Lot 19 Palmera Homes	2,500.00
	Quezon City, Metro Manila	
THE ANDRESONS GROUP, INC.	140 EDSA, Kalookan City	1,250,000.00
	Metro Manila	
	<i>Total</i>	-      PhP31,250,000.00

**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 16<sup>th</sup> 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 16<sup>th</sup> 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  
TO THE AMENDED ARTICLES OF INCORPORATION OF  
MEGAWORLD CORPORATION**



**KNOW ALL MEN BY THESE PRESENTS:**

That the undersigned, being the Chairman of the Board, the Corporate Secretary and a majority of the members of the Board of Directors of MEGAWORLD CORPORATION (the "Corporation"), do hereby certify that:

1. Attached is a true and correct copy of the AMENDED ARTICLES OF INCORPORATION of the Corporation embodying the amendments to Article SEVENTH, thereof reclassifying a total of 60 million unissued common shares with par value of One Peso (Php1.00) per share to Php60 million worth of preferred shares with par value of One Centavo (Php0.01) per share.

2. Article SEVENTH of the Amended Articles of Incorporation of the Corporation shall henceforth read as follows:

**"SEVENTH** - That the authorized capital stock of the Corporation is Thirty Billion Two Hundred Million Pesos (Php30,200,000,000.00), Philippine currency, divided into Thirty Billion One Hundred Forty Million (30,140,000,000) common shares with par value of One Peso (Php1.00) per share and Six Billion (6,000,000,000) voting, cumulative, non-participating, non-convertible and non-redeemable preferred shares with par value of One Centavo (Php0.01) per share. Preferred shares shall have preference over common shares in case of liquidation or dissolution of the Corporation.

"Preferred shares may be issued from time to time in one or more series as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of preferred shares, to fix the number of shares to be included in each of such series, and to determine the dividend rate, issue price and other terms and conditions for each such shares. Dividends shall be cumulative from and after the date of issue of the preferred shares and no dividends shall be declared or paid on the common shares unless the full accumulated dividends on all preferred shares for all past dividend periods and for the current dividend period shall have been declared and paid by the Corporation. Preferred shares of each and any series shall not be entitled to any participation or share in the retained earnings remaining after dividend payments shall have been made on the preferred shares. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series of preferred shares shall be specified in such resolution(s) as may be adopted by the Board of Directors prior to the issuance of each of such series (the "Enabling Resolutions"), which resolution(s) shall thereupon be deemed a part of these Amended Articles of Incorporation. *upon approval*

*by the Securities and Exchange Commission. [Signature]*

*[Signature]*

*[Signature]*

3. Said amendment was approved on 27 June 2007 by the written assent of the stockholders of record of the Corporation as of 15 February 2007, representing at least two-thirds (2/3) of the entire subscribed and outstanding capital stock of the Corporation in a referendum duly conducted for the purpose.

4. Said amendment was approved by the vote of at least a majority of the members of the Board of Directors of the Corporation at a special meeting duly called for the purpose and held on 31 January 2007 at its principal office at 28/F The World Centre, 330 Sen. Gil Puyat Avenue, Makati City.

**IN WITNESS WHEREOF**, we have hereunto set our hands on this 28th day of June 2007 at Makati City, Metro Manila, Philippines.

  
**ANDREW L. TAN**

Chairman of the Board

**GEORGE T. YANG**

Vice-Chairman of the Board

**KINGSON U. SIAN**

Director

  
**GERARDO C. GARCIA**

Independent Director

**ROBERTO S. GUEVARA**

Independent Director

  
**MIGUEL B. VARELA**

Independent Director

  
**KATHERINE L. TAN**

Director

Certified Correct:

  
**EDWIN B. MAQUINTO**

Corporate Secretary

Republic of the Philippines)

CITY OF MAKATI

] S.S.

**SUBSCRIBED AND SWORN** to before me this JUN 29 2007 2007 at CITY OF MAKATI, Philippines, affiants exhibiting to me their respective Tax Identification Numbers and Community Tax Certificates, as follows:

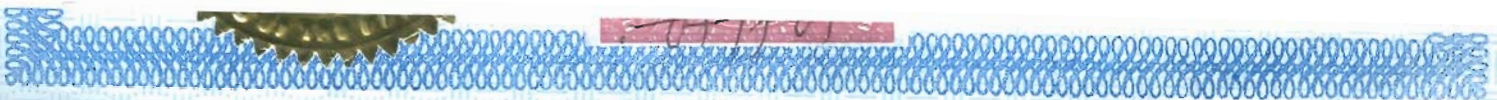
<u>Name</u>	<u>T.I.N.</u>	<u>C.T.C. No.</u>	<u>Date &amp; Place of Issue</u>
Andrew L. Tan	125-960-003	07545528	Jan. 12, 2007; Quezon City
Katherine L. Tan	137-599-959	00129889	Jan. 12, 2007; Quezon City
George T. Yang	122-326-423	15105244	Jan. 05, 2006; Makati City
Kingson U. Sian	184-608-473	20047621	Jan. 16, 2007; Quezon City
Gerardo C. Garcia	110-183-659	19273931	Feb. 22, 2007; Parañaque City
Roberto S. Guevara	102-051-538	22213952	Apr. 03, 2007; Mandaluyong City
Miguel B. Varela	108-673-290	17721159	Feb. 28, 2007; Makati City
Edwin B. Maquinto	121-424-847	15097330	Jan. 02, 2007; Makati City

Doc. No. 104;  
Page No. 23;  
Book No. XXVII;  
Series of 2007.

~~NOTARY PUBLIC~~  
**ATTY. GERVACIO B. ORTIZ JR.**  
**NOTARY PUBLIC**  
**UNTIL DECEMBER 31, 2007**  
**PTR NO. 0017551**  
**APPT. M - 84/2007 TO 2008**  
**IBP NO1656155 - LIFETIME MEMBER**  
**ROLL NO 40094**

DOCSEC142/Megaworld - certificate - reclassification

*[Handwritten signatures and initials]*





June 28, 2007

**THE CHAIRMAN**

Securities and Exchange Commission  
SEC Bldg., EDSA Mandaluyong City  
Metro Manila

Madam:

This is to confirm that all corrections, if any, in the proposed **Amended Articles of Incorporation** and **other supporting documents** of **MEGAWORLD CORPORATION** were made prior to notarization and/or were made with the full knowledge and/or consent of its Board of Directors.

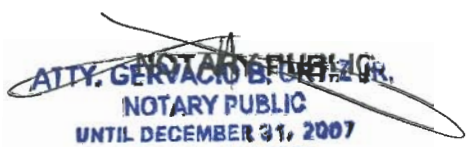
I, the undersigned Corporate Secretary, hereby undertake full responsibility for any and all corrections made thereon, particularly on the provisions pertaining to its authorized capital stock.

  
**EDWIN B. MAQUINTO**  
Corporate Secretary

28<sup>th</sup> Floor, The World Centre Bldg.  
#330 Sen. Gil J. Puyat Avenue  
Makati City, Metro Manila

SUBSCRIBED AND SWORN to before me this JUN 29 2007  
2007 at CITY OF MAKATI, Philippines, affiant exhibiting to me his Community  
Tax Certificate No. **15097330** issued on **January 2, 2007** at **Makati City**, Metro  
Manila, Philippines.

Doc. No. 104  
Page No. 22  
Book No. XXVII  
Series of 2007

  
**ATTY. GERVACIO B. CRUZ**  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 2007  
PTR NO. 0017551  
APPT. M - 84/2007 TO 2008  
IBP NO 1658155 - LIFETIME MEMBER  
ROLL NO 40091

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

SEC NUMBER : **167423**

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.

CURRENT COMPANY NAME (This must always be provided).

RESTRICT USE BY OTHERS?  
[ x ] YES  
[ ] NO

**MEGA WORLD CORPORATION**

RESERVATION NUMBER NEW COMPANY NAME

N.A.

**GENERAL INFORMATION**

COMPANY TYPE [ x ] DS - DOMESTIC STOCK [ ] DN - 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.
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**BUSINESS OFFICE ADDRESS**

**28th Floor, The World Centre Bldg., #330 Sen. Gil J. Puyat Avenue, Makati City, Metro Manila, Philippines**

AREA CODE	POSTAL CODE	TEL. NO.	FAX NO.
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PARTNERSHIP TYPE [ ] L - LIMITED [ ] G - GENERAL	TYPE OF ENTERPRISE [ ] N - NO SPECIAL REGISTRATION [ ] E - FIA EXPORT [ ] D - FIA DOMESTIC	[ ] H - FIA HOLDING [ ] R - FIA REPRESENTATIVE OFF [ ] S - SUBIC REGISTERED	[ ] F - FINANCIAL INSTITUTION [ ] Z - EPZA REGISTERED [ ] B - BOI REGISTERED
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INDUSTRY CODE	TERM OF EXISTENCE	END DATE OF EXISTENCE	FISCAL YEAR END	ANNUAL MEETING (For domestic companies only) [ ] F - FIXED (MM/DD) / / [ x ] V - VARIABLE
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**Every 3rd Friday of June of each year**

NUMBER OF DIRECTORS (If stock co.)	SEVEN (7)	TRUSTEES (If non-stock co.)	N.A.	PARTNERS (If partnership)	N.A.	STOCKHOLDERS (If stock co.)	3,371
TYPE OF NON-STOCK CORPORATION (Refer to back of page for the classifications)		TOTAL CONTRIBUTION (Of non-stock companies)	N.A.	% OF FOREIGN MEMBERSHIP (Of non-stock companies)	N.A.	TOTAL CONTRIBUTION (Of domestic partnership)	

<b>COMPANY RELATIONSHIP</b> - List all companies related to registrant. (Use additional sheets, if necessary.)	
RELATIONSHIP TYPE (RELN TYPE)	S - PARENT COMPANY (if registrant is a subsidiary) A - AFFILIATE (of registrant) O - OTHERS

MAIN IND	RELN TYPE	SEC NUMBER	COMPANY NAME
E	A	AS094-4733	Megaworld Land, Inc.
E	A	AS094-6430	Empire East Land Holdings, Inc.
MAIN IND - A (NEW), E (UPDATE EXISTING), OR D (DELETE) RELATIONSHIP			

CERTIFIED CORRECT :

**ROLANDO D. SIATELA**

POSITION : **Asst. Corporate Secretary**

DATE : **June 28, 2007**

PROCESSING ATTORNEY :

DATA CONTROL CLERK :

DATE ENCODED BY :

DATE REVIEWED :

DATE REVIEWED :

DATE ENCODED :