



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

COMPANY REG. NO. CS201120574

**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

JDVC RESOURCES CORPORATION
[Amending Article II Secondary Purposes thereof.]

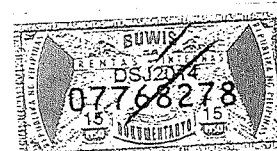
copy annexed, adopted on October 17, 2014 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation 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 19th day of November, Twenty Fourteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department



COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT (CRMD)

Nature of Application

AMENDED

SEC Registration Number

C S 2 0 1 1 2 0 5 7 4

Company Name

J D V C R E S O U R C E S C O R P O R A T I O N

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

2 F L & L B l d g . , P a n a y A v e . , c o r
E D S A , Q u e z o n C i t y

COMPANY INFORMATION

Company's Email Address

N/A

Company's Telephone Number's

724-3001

Company's Facsimile Number's

N/A

Contact Person Information

Name of Contact Person

NAPOLEON VI. DELEON JR.

Email Address

N/A

Telephone Number

09228480227

Facsimile Number

N/A

Contact Person's Address

81 Sampaloc St., Mapayapa Village 1, Quezon City

To be accomplished by CRMD Personnel

Assigned Processor:

Date

Signature

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

☐
☐
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Corporate and Partnership Registration Division (CPRD)

Green Lane Unit (GLU)

Financial Analysis and Audit Division (FAAD)

Licensing Unit (LU)

Compliance Monitoring Division (CMD)

GLF – SC2012

AMENDED
ARTICLES OF INCORPORATION

of

JDVC RESOURCES CORPORATION

(Name of Corporation)

KNOW ALL PERSONS BY THESE PRESENTS:

We, the undersigned incorporators, all of legal age, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

Article I: That the name of this corporation shall be

JDVC RESOURCES CORPORATION

Article II: That the purposes for which this corporation is formed are:

PRIMARY PURPOSE

To carry on the business of exploring, prospecting and operating mines and quarries of all kinds of ores and minerals, metallic and non-metallic, such as nickel, iron, gold, copper, silver, lead, manganese, chromite, molybdenite, pyrite, sulfur, silica, kaolin clay, zeolite, perlite, diatomaceous earth, diorite, basalt, gabbro, coal, hydrocarbons, oil, natural gas, etc; filing, negotiating or applying for mineral agreements, operating agreements, mining leases, timber and water rights and surface rights, and of milling concentrating, processing, refining and smelting such minerals, and manufacturing, utilizing, trading, marketing or selling such mineral products, likewise acquiring and operating all kinds of equipments, vehicles, instruments, machineries, chemicals supplies and other logistical structures that may be vital and necessary for the furtherance of the foregoing purposes. With financial and technical assistance agreement with the government.

SECONDARY PURPOSES

1. To own, lease, maintain and operate motor vessels, siphon vessels and support marine equipments like Anchoring Vessels, Mine Drilling Vessels or Barges, Service Boats for Offshore Mining Operation and other related facilities. To be used for the operation of the Corporation.

(as amended on October 17, 2014)

2. To purchase, acquire, own, lease, sell and convey to the extent allowed by law, property of every kind and description as may be necessary or incidental to the conduct of its corporate business,

3. To raise capital or borrow money to meet the financial requirements of its business by the issuance of securities, bonds, promissory notes and other evidence of indebtedness;

4. To invest in other companies and enter into joint venture agreements with any company, partnership, persons or government entities, domestic or foreign, for the advancement of its interest and in carry out its primary purpose;

5. To establish and operate branch offices or agencies to carry out any or all of its operations and business without any restriction as to place or amount;

6. To do and perform all acts and things necessary or incidental to the accomplishment of the foregoing purposes or the exercise of any or all the powers of a corporation for the benefit of this corporation and its stockholders.

Article III: That the corporation shall have its principal office at:

No./Street 2FL&L Bldg., Panay Ave. cor EDSA

City/Town Quezon City

Province Metro Manila

(As amended on May 24, 2013)

Article IV: That the term for which said corporation is to exist is FIFTY (50) years from and after the date of issuance of the certificate of incorporation.

Article V: That the names, nationalities, and residences of the incorporators, majority of whom are residents of the Philippines, are as follows:

Name	Nationality	Residence (Complete Address)
HYUNG RAE DOO	Korean	602 FSS Bldg. Scout Tuzon Cor. Scout Caster Quezon City
NAPOLION M. DELEON, JR.	Filipino	81 Sampaloc St., Mapayapa Village I, Quezon City
JOSELITO R. ERICE	Filipino	103 Bulacan St., 10th Avenue, Caloocan City
KENACIO V. MENDOZA, JR.	Filipino	81 Sampaloc St. Mapayapa Village I, Quezon City

LEONARDO M. DE LEON Filipino

149 D.P. Housing Project 11th Ave., Caloocan
City

Article VI: That the number of directors of the corporation shall be Seven (7); and the names, nationalities and residences of the first directors of the corporation, majority of whom are residents of the Philippines, are as follows:
(As amended on May 24, 2013)

Name	Nationality	Residence (Complete Address)
HYUNG RAE DOO	Korean	602 FSS Bldg. Scout Tuzon Cor. Scout Caster Quezon City
NAPOLEON M. DELEON, JR.	Filipino	81 Sampaloc St., Mapayapa Village I, Quezon City
JOSELITO R. ERICE	Filipino	103 Bulacan St., 10 th Ave., Caloocan City
IGNACIO V. MENDOZA, JR.	Filipino	81 Sampaloc St. Mapayapa Village I, Quezon City
LEONARDO M. DE LEON	Filipino	149 D.P. Housing Project 11 th Ave., Caloocan City

Article VII. That the authorized capital stock of the corporation is FIVE HUNDRED MILLION (P 500,000,000.00) pesos in lawful money of the Philippines, divided into FIVE MILLION (5,000,000) shares with par value of ONE HUNDRED (P100.00) pesos per share. (As amended on May 24, 2013)

Article VIII : That the following persons have subscribed to the authorized capital stock; and at least 25% of the authorized capital stock has been subscribed and at least 25% of the total subscription has been paid as follows:

Amount	Name	Nationality	No. of Shares		Amount
			Subscribed	Subscribed	Paid
Hyung Rae Doo TIN 276-546-196	Korean	10,000	P1,000,000.00	P 1,000,000.00	
Napoleon M. De Leon, Jr. TIN 181-075-780	Filipino	12,000	1,200,000.00	1,200,000.00	
Joselito R. Erice TIN 179-457-831	Filipino	2,500	250,000.00	250,000.00	
Ignacio V. Mendoza, Jr. TIN 165-880-821	Filipino	250	25,000.00	25,000.00	

www.sec.gov.ph

User Name: 06neessac

Leonardo M. De Leon
TIN 179-033-087

Filipino

250

25,000.00

25,000.00

*indicate TIN of corporate subscriber
P2

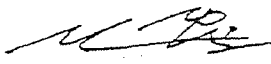
Total 25,000 ~~25,000.00~~ P2,500,000.00

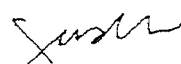
Article IX: That no transfer of stock or interest which would reduce the stock ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated in the stock certificates issued by the corporation.


Article X: That, ~~NAPOLÉON M. DE~~ ^{LEON JR.} 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 has been authorized to receive for and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.


Article XI: That the incorporators and directors 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 that name or that name has been declared as misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy. *JDC means - Jua - David - Victor - Chung*


IN WITNESS WHEREOF, we have set our hands this 22th day of November, 2011 at Quezon City, Philippines. *Trichrome of the incorporators*


HYUNG RAE DOO
TIN - 276-546-196


NAPOLÉON M. DE LEON, JR.
TIN - 181-075-780


JOSELITO R. ERICE
TIN - 179-467-831


IGNACIO V. MENDOZA, JR.
TIN - 165-880-821


LEONARDO M. DE LEON
TIN - 179-033-087

Signed in the presence of


RAULITO W. MORANTE


CHON HAN YONE

11 PM

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
RAJIE TV) S S

BEFORE ME, a Notary Public in and for _____
 Philippines, this _____ the day of 12 NOV 2011 20____ personally appeared:

Name	TIN / ID / Passport No.	Date & Place
Issued		
HYUNG RAE DOO	TIN - 276-546-196	
NAPOLEON M. DE LEON, JR.	TIN - 181-075-780	
JOSELITO R. ERICE	TIN - 179-467-831	
IGNACIO V. MENDOZ, JR.	TIN - 165-880-821	
LEONARDO M. DE LEON	TIN - 179-033-087	

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

Notary Public

Doc. No. 389
 Page No. 28
 Book No. CK
 Series of 2011

[Signature]

Date: 7-11-2014 Time: 0:44:12 PM

REPUBLIC OF THE PHILIPPINES)

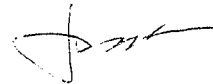
CITY OF QUEZON CITY) S.S. 33

SECRETARY'S CERTIFICATE

I, LEONARDO M. DE LEON, of legal age, single/married, a resident located at 149 D.P. Housing Project, 11th Avenue, Caloocan City being duly sworn, depose and state that:

- I am the duly elected and qualified Corporate Secretary of JDVC RESOURCES CORPORATION, a corporation duly organized and existing under and by virtue of the Republic of the Philippines with principal office address at 2F L & L Bldg. Panay Avenue cor. EDSA, Quezon City
- 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 of vice versa.

Quezon City 17th of October, 2014



LEONARDO M. DE LEON
Corporate Secretary

OCT 30 2014

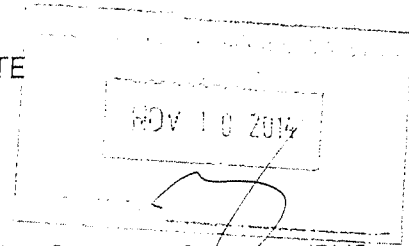
SUBSCRIBED AND SWORN: To before me this 17 day of OCT 2014,
Quezon City, Philippines, affiant exhibiting to me his/her Tin No. 179-033-087.

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NOTARY PUBLIC

(STOCK CORPORATION;

DIRECTORS' CERTIFICATE



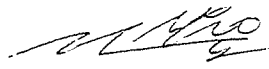
KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the directors and the Corporate Secretary JDVC RESOURCES CORPORATION, do hereby certify that the Amended 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 meeting held on October 17, 2014 at the principal office of the corporation.

The amended provisions of the attached Amended Articles of Incorporation refer to:

ARTICLE II: ADDITIONAL SECONDARY PURPOSE

In witness whereof, we have hereunto signed this certificate this 17th of October, 2014 at Quezon City.


HYUNG RAE DOO
TIN 276-546-196


NAPOLEON M. DE LEON JR.
TIN 181-075-780


JOSELITO R. ERICE
TIN 179-467-831


BERNADETTE CH DY
TIN 202-221-226


LEONARDO M. DE LEON
TIN 179-033-087
Corporate Secretary/Director

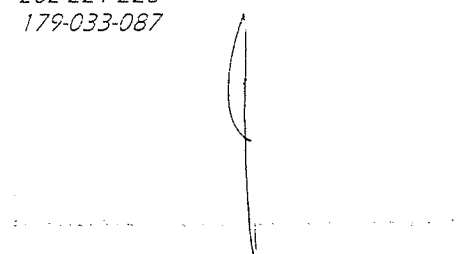
OCT 30 2014

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2014 in
QUEZON CITY by the above-named persons who exhibited to me their

Tin No. follows:

NAME	TIN	Date/Place issued
HYUNG RAE DOO	276-546-196	
NAPOLEON M. DE LEON JR.	181-075-780	
JOSELITO R. ERICE	179-467-831	
BERNADETTE CH DY	202-221-226	
LEONARDO M. DE LEON	179-033-087	

Doc. No. _____
Page No. _____
Book No. _____
Series of 2014 _____





REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF TRANSPORTATION AND COMMUNICATIONS



MARITIME INDUSTRY AUTHORITY
PANGASIWAAN NG KALAKALANG PANDAGAT
<http://www.marina.gov.ph>

1st Indorsement

04 November 2014

Respectfully referred to the Securities and Exchange Commission, (Attention: The Assistant Director, Corporate and Partnership Registration Division), SEC Bldg., EDSA, Greenhills, Mandaluyong City, the within Amended Articles of Incorporation of **JDVC RESOURCES CORPORATION**, with the information that this Office interposes no objection to the proposed amendment of the secondary purpose of the company, subject to the condition that any application for licensing/accreditation under relevant MARINA Memorandum Circulars and/or authority to acquire/charter vessels for future use shall be subject to existing laws, rules and regulations of this Authority.

BY AUTHORITY OF THE ADMINISTRATOR:

ATTY. PATRICK D. FERRARO
Officer-in-Charge
Legal Service

Documentary
Stamp Tax
1.00

MARITIME PHILIPPINES

MAJOR PROJECTS AND INVESTMENT

JDVC RESOURCES CORPORATION OFFSHORE MAGNETITE MINING IN THE PHILIPPINES

1. Project Background and Description

JDVC Resources Corporation is a 500 million pesos domestic corporation duly registered with the Securities and Exchange Commission for the business purpose of offshore large scale high grade magnetite mining operation in the province of Cagayan. The presence of tall and highly mineralized mountains of Cagayan, which is in the northern tip of Luzon have been the consistent, reliable and endless source of magnetite iron minerals that experts says have been deposited offshore for the last 50 million years.

The company holds a Mineral Production Sharing Agreement with the Philippine government for a 14,240 hectares mining concession with a life of 25 years and renewable for another 25 years.

For the last 7 years of its mining exploration, research and development, as well as technical studies by experts and professionals, the company was able to come up successfully with 6 major mining data book consisting of the following:

- Investment Profile for safe and environment friendly offshore mining of magnetite iron sand and other high value minerals
- Executive Summary of the entire Program and Integration
- Preliminary Resource Estimate indicating the magnitude of mineral reserves
- Financial Evaluation indicating probable revenue generation
- Feasibility and Technical Operations
- Equipment Study and Designs for Environmentally & Ecologically balanced Offshore Mining.

2. Project Scope

The mining project covers an area of 14,240 hectares in the province of Cagayan. The type of iron deposit consists of magnetite (Fe_3O_4) with a concentrated yield per laboratory test reports by Intertek Laboratory of about 59% to 62.99% iron (Fe). The project has probable ore resource of 154,466,259 tons more or less, based on the detailed study done on the initial 1,902.5939 hectares at 25 meters depth.

II. COMPANY INFORMATION - JDVC RESOURCES CORPORATION

Part A. Capital Structure

Authorized Capital Stock	Php500,000,000.00 divided into 5,000,000 shares with par value of Php100.00 per share
Subscribed Capital	Php500,000,000.00 divided into 5,000,000 shares with par value of Php100.00 per share
Paid-up Capital	Php500,000,000.00 divided into 5,000,000 shares with par value of Php100.00 per share

Part B. Board of Directors and Principal Officers

Name	Position
Atty. Alfonso Yap Go, CPA Lawyer	Director/Chairman
Napoleon M. de Leon, Jr.	Director/President
Leonardo M. de Leon	Director/Corporate Secretary
Raisa Marie Sindingan Go	Director/Treasurer
Hyung Rae Doo	Director/Vice Chairman
Alexandrea R. Cruz-Herrera	Director
Alejandro G. Cruz-Herrera	Principal Consultant

Part C. Shareholders

Name	Subscribed and Paid up	
	No. of Shares	Amount of Shares (Php)
Atty. Alfonso Yap Go	1	100.00
Napoleon M. de Leon, Jr.	790,500	79,050,000.00
Leonardo M. de Leon	45,500	4,550,000.00
Raisa Marie Sindingan Go	225,000	22,500,000.00
Hyung Rae Doo	2,000,000	200,000,000.00
Alexandrea R. Cruz-Herrera	200,000	20,000,000.00
Bernadette CH. Dy	200,000	20,000,000.00
Garry Lincoln C. Taboso	776,500	77,650,000.00
Daniel Chua Go	762,499	46,249,900.00

Part D. Organizational Chart

