



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

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

Company Reg. No. CS200520818

**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

**GOODVOY, INC.**

**(Formerly: GOOD VOYAGE SHIPPING LINES, INC.)**

**(Amending Articles I & II thereof.)**

copy annexed, adopted on October 18, 2006 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 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 14<sup>th</sup> day of December, Two Thousand Six.



  
BENITO A. CATARAN  
Director

Company Registration and Monitoring Department

(STOCK)

CENTRAL RECEIVING  
UNIT  
2005 DEC 15 PM 4 42

AMENDED  
ARTICLES OF INCORPORATION  
OF  
GOODVOY, INC.

(formerly GOOD VOYAGE SHIPPING LINES, INC.)  
(Name of Corporation)

**Know All Men By These Presents:**

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

**THAT WE HEREBY CERTIFY:**

**FIRST:** The name of this corporation shall be:

GOODVOY, INC.  
(formerly GOOD VOYAGE SHIPPING LINES, INC.)

(As Amended on October 18, 2006)

**SECOND:** A That the primary purpose of this corporation is

To engage in the transportation and carriage of passengers and cargoes on water and land within any place in the Philippines.

(As Amended on October 18, 2006)

SC-97-01

0000001

*Julian*  
*Depanda Jr*  
*Stephanie Lataon*

*Francisco*  
*Francisco*  
*VP*

B. That the corporation shall have all the express 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 UG-11 Pioneer Tower 1, Pioneer St., (If applicable)  
City/Town Mandaluyong City Province \_\_\_\_\_

**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.

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

Name	Nationality	Residence (Complete Address)
<u>ALEXANDER A. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon, City</u>
<u>JESSIE L. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon, City</u>
<u>STEPHANIE MARIE L. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon, City</u>
<u>JASMINE T. MANALANG</u>	<u>FILIPINO</u>	<u>47 Lourdes Castillo St. Quezon City</u>
<u>MARY TRACY S. SARMIENTO</u>	<u>FILIPINO</u>	<u>1779 B. Nicolas St. Norzagaray, Bulacan</u>
<u>SHERLY L. FAYLUGA</u>	<u>FILIPINO</u>	<u>B25 L4&amp;5 Fuschia St. Capitol Hills Subd. V2 Trece Martires City, Cavite</u>

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SECONDARY PURPOSES

1. To acquire, purchase, hold, mortgage, exchange, sell, lease or own ships, vessels, motor launches and other similar means of water transportation as well as equipment, materials, supplies or parts as may be necessary for their operation, maintenance and repairs.
2. To construct, develop, operate and maintain a private port, facility, wharf, pier, quay, dockyard or facility for shipbuilding or repair as may become necessary in the power conduct of its business or may be determined by the Board of Directors.
3. To purchase, acquire, own, lease, mortgage, exchange, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation.
4. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lien upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business.
5. To invest and deal with the moneys and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business properties and goodwill of the corporation or any part thereof for such consideration and under such terms as it shall see fit to accept.
6. To aid in any manner any corporation, association, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise.
7. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.

*Jutan*  
*Depandan Tan*  
*Dephanan Lutan*

*Jutan*

*Depandan Tan*

*Dephanan Lutan*

0000002

8. To acquire or obtain from any government or authority, national, provincial, city, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation.
9. To establish and operate one or more offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge, and convey or otherwise deal in and with real and personal property anywhere within the Philippines.
10. To distribute the surplus profits of the corporation to the stockholders thereof in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to this corporation.
11. To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one of more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.
12. To acquire and operate ocean-going and coastwise or domestic vessels for international and domestic trade; to charter in and charter out any such vessels and to provide complete marine services, as principal or agent, to ship owners, ship operators and managers, and to any person, association, firm or corporation engaged in international and coastwise or domestic marine and maritime business such as, but not limited to, full and partial crewing of ocean-going and coastwise or domestic vessels, acting as managers of ships or their crew, acting as ship chandler and/or shipbroker and trading in marine supplies and equipment.
13. To own and operate transportation equipment, garages, and terminals, and import spare parts and accessories necessary in the proper maintenance of its motor vehicles.

(As Amended on October 18, 2006)

0000003

*Stephanie J. Jutan*

*Stephanie Jutan*

*Stephanie Jutan*

*Stephanie Jutan*

*Stephanie Jutan*

B. That the corporation shall have all the express 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 UG-11 Pioneer Tower 1, Pioneer St., (If applicable)  
City/Town Mandaluyong City Province \_\_\_\_\_

**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.

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

Name	Nationality	Residence (Complete Address)
<u>ALEXANDER A. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon City</u>
<u>JESSIE L. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon City</u>
<u>STEPHANIE MARIE L. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon City</u>
<u>JASMINE T. MANALANG</u>	<u>FILIPINO</u>	<u>47 Lourdes Castillo St. Quezon City</u>
<u>MARY TRACY S. SARMIENTO</u>	<u>FILIPINO</u>	<u>1779 B. Nicolas St. Norzagaray, Bulacan</u>
<u>SHERLY L. FAYLUGA</u>	<u>FILIPINO</u>	<u>B25 L4&amp;5 Fuschia St. Capitol Hills Subd. V2 Trece Martires City, Cavite</u>

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**SIXTH:** That the number of directors of said corporation shall be FIVE (5) and that the names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

Name	Nationality	Residence (Complete Address)
<u>ALEXANDER A. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon, City</u>
<u>JESSIE L. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon, City</u>
<u>STEPHANIE MARIE L. TAN</u>	<u>FILIPINO</u>	<u>20 E. Rodriguez Sr. Ave., Quezon, City</u>
<u>JASMINE T. MANALANG</u>	<u>FILIPINO</u>	<u>47 Lourdes Castilo St. Quezon, City</u>
<u>MARY TRACY S. SARMIENTO</u>	<u>FILIPINO</u>	<u>1779 B. Nicolas St. Norzagaray, Bulacan</u>

**SEVENTH:** That the authorized capital stock of the corporation is FIVE MILLION PESOS ONLY (P5,000,000.00) pesos in lawful money of the Philippines, divided into FIVE MILLION (5,000,000) shares with the par value of ONE (P 1.<sup>00</sup>) peso per share.

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**EIGHTH:** That at least 50% of the authorized capital stock has been subscribed and at least 60% of the total subscription has been paid as follows:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
ALEXANDER A. TAN	FILIPINO	2,049,700	P 2,049,700.00	P 1,229,820.00
JESSIE L. TAN	FILIPINO	225,000	P 225,000.00	P 135,000.00
STEPHANIE MARIE L. TAN	FILIPINO	225,000	P 225,000.00	P 135,000.00
JASMINE T. MANALANG	FILIPINO	100	P 100.00	P 60.00
MARY TRACY S. SARMIENTO	FILIPINO	100	P 100.00	P 60.00
SHERLY L. FAYLUGA	FILIPINO	100	P 100.00	P 60.00
<b>TOTAL</b>		<b>2,500,000</b>	<b>P 2,500,000.00</b>	<b>P 1,500,000.00</b>

**NINTH:** 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 corporation and this restriction shall be indicated in the stocks certificates issued by the corporation.

**TENTH:** That JESSIE L. TAN has been elected by the subscribers as treasurer of the corporation to act as such until his/her 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 by the subscribers.

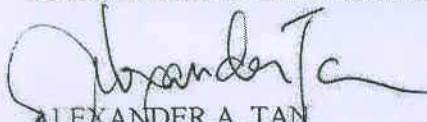
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**ELEVENTH:** That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

In Witness whereof, we have set our hands this 15<sup>th</sup> day of December, 2005 at UG-11 Pioneer Tower 1, Pioneer St., Mandaluyong City.

  
ALEXANDER A. TAN  
Tin#: 108-584-134

  
STEPHANIE MARIE L. TAN  
Tin#: 938-575-714


  
MARY TRACY S. SARMIENTO  
Tin#: 231-078-411


  
JESSE L. TAN  
Tin#: 940-290-656

  
JASMINE T. MANALANG  
Tin#: 204-208-217

  
SHERILYN FAYLUGA  
Tin#: 301-468-813

**WITNESSES:**

  
\_\_\_\_\_  
EDWIN O. OLIPAS

  
\_\_\_\_\_  
OLIVER O. GUEVARRA

*(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.)*

ACKNOWLEDGEMENT

Republic of the Philippines)

**QUEZON CITY, B.S.**

**QUEZON CITY, B.S.**

**DEC 15 2005**

BEFORE ME, a Notary Public in and for \_\_\_\_\_, Philippines, this \_\_\_\_\_ day of December, 2005 personally appeared:

*Alexander Tan*

Name

Community Tax Certificate No.

Date & Place Issued

ALEXANDER A. TAN

10019707

Jan. 25, 2005 Quezon, City

JESSIE L. TAN

10019708

Jan. 25, 2005 Quezon, City

STEPHANIE MARIE L. TAN

12670617

Jan. 25, 2005 Quezon, City

JASMINE T. MANALANG

22930257

May 13, 2005 Quezon, City

MARY TRACY S. SARMIENTO

09749585

Nov. 7, 2005 Mandaluyong, City

SHERLY L. FAYLUGA

19439250

June 21, 2005 Trece Martires City, Cavite

*Manalang*

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

*Stephanie Marie L. Tan*

*Stephanie Marie L. Tan*

Doc. No. 179  
Page No. 21  
Book No. 179  
Series of BT

NOTARY PUBLIC  
**JOSE G. GORDOLA**  
Notary Public  
sworn in December 31, 2005  
ROLI. NO. 25109  
REG. NO. 00184311 / BR / 001 B.C.

*Stephanie Marie L. Tan*

SC-97-01

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TREASURER'S AFFIDAVIT

REPUBLIC OF THE PHILIPPINES )  
CITY/MUNICIPALITY OF ) S.S.  
PROVINCE OF )

**QUEZON CITY, QUEZON**

I, JESSIE L. TAN being duly sworn, depose and say:

That I have been elected by the subscribers of the corporation as Treasurer thereof. to act as such until my successor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such Treasurer, I hereby certify under oath that at least 25% of the authorized capital stock of the corporation has been subscribed and at least 25% of the subscription has been paid, and received by me in cash property for the benefit and credit of the corporation.

This is also to authorize the Securities and Exchange Commission and Bangko Sentral Ng Pilipinas to examine and verify the deposit in the Metropolitan Bank and Trust Company (Metrobank), Kapitolyo Branch  
(Name of Bank) (Branch)

in my name as treasurer in trust for the GOOD VOYAGE SHIPPING LINES, INC.  
(Name of Corporation)

in the amount of One Million Five Hundred Thousand Pesos Only ( P1,500,000.00 ) representing the paid -up capital of the said corporation which is in the process of incorporation. This authority is valid and inspection of said deposit may be made even after the issuance of the Certificate of Incorporation to the corporation. Should the deposit be transferred to another bank prior to or after incorporation, this will also serve as authority to verify and examine the same. The representative of the Securities and Exchange Commission is also authorized to examine the pertinent books and records of accounts of the corporation as well as all supporting papers to determine the utilization and disbursement of the said paid-up capital.

In case the said paid-up capital is not deposited or withdrawn prior to the approval of the articles of incorporation, I, in behalf of the above named corporation, waive our right to a notice and hearing in the revocation of our Certificate of Incorporation.

*Jessie L. Tan*  
Jessie L. Tan  
Treasurer

SUBSCRIBED AND SWORN to before me this DEC 15 2005 day of December, 2005 at QUEZON CITY Philippines, affiant exhibiting to me his Community Tax Certificate No. 10019708 issued at Quezon, City, on January 25, 2005.

Doc No. 171  
Page No. 21  
Book No. 177  
Series of 20

**JOEL G. GORDOLA**  
Notary Public  
NOTARY PUBLIC  
Until December 31, 2005  
URG Dec 31, 2005  
SER NO. 601242812/02/02 S.S.

SC-97-01

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# COVER SHEET

**C S 2 0 0 5 2 0 8 1 8**

S.E.C. Registration Number

**G O O D V O Y , I N C .**  
**( F O R M E R L Y G O O D V O Y A G E**  
**S H I P P I N G L I N E S , I N C . )**

(Company's Full Name)

**U G - 1 1 P I O N E E R T O W E R 1 P I O N E E R**  
**S T . M A N D A L U Y O N G C I T Y P H I L S .**

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

**ALEXANDER A. TAN**

Contact Person

**(02) 687-9160**

Company Telephone Number

**1 2 3 1**

Month Day  
Fiscal Year

FORM TYPE

FORM TYPE

**0 1 0 9**

Month Day  
Annual Meeting

Secondary License Type, if Applicable

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Amended Articles Number/Section

Amended Articles Number/Section

**SIX (6)**

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Domestic

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

Document I.D.

Document I.D.



Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

## DIRECTORS' CERTIFICATE



CENTRAL RECEIVING  
UNIT  
Received

NOV 15 4:10

### KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned Secretary, and majority of the members of the Board of Directors of **GOOD VOYAGE SHIPPING LINES, INC.**, a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office at UG-11 Pioneer Tower 1, Pioneer St., Mandaluyong City, do hereby certify that the Articles of Incorporation of said corporation was amended by a majority vote of the Directors and the vote of stockholders owning or representing at least two-thirds of the Subscribed and Outstanding Capital Stock at a Special Board and Stockholders' Meeting held on October 18, 2006 at the principal office of the corporation.

The amended provisions of the attached **AMENDED ARTICLES OF INCORPORATION** refer to the **FIRST ARTICLE** or the change in the Corporate Name from **GOOD VOYAGE SHIPPING LINES, INC.** to **GOODVOY, INC.**, and the **SECOND ARTICLE** or the change in the Primary Purpose and additions to the Secondary Purposes of the Corporation, in particular Nos. 12 and 13 of the Secondary Purposes, the same now to read as follows:

**"FIRST: The name of this corporation shall be:**

**GOODVOY, INC.**

**"SECOND: A. That the primary purpose of this corporation is:**

**To engage in the transportation and carriage of passengers and cargoes on water and land within any place in the Philippines.**

### **SECONDARY PURPOSES**

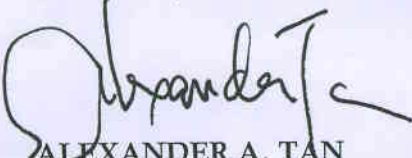
**12. To acquire and operate ocean-going and coastwise or domestic vessels for international and domestic trade; to charter in and charter out any such vessels and to provide complete marine services, as principal or agent, to ship owners, ship operators and managers, and to any person, association, firm or corporation engaged in international and coastwise or domestic marine and maritime business such as, but not limited to, full and partial crewing of ocean-going and coastwise or domestic vessels, acting as managers of ships or their crew, acting as ship chandler and/or shipbroker and trading in marine supplies and equipment.**



CENTRAL RECEIVING  
UNIT

**13. To own and operate transportation equipment, garages, and terminals, and import spare parts and accessories necessary in the proper maintenance of its motor vehicles. "**

IN WITNESS WHEREOF, we have hereunto signed our names on this Certificate this 18th day of October 2006, at Mandaluyong City, Philippines.

  
ALEXANDER A. TAN

Director  
TIN 108-584-134  
CTC No. 4261008  
Issued at Manila City  
On Oct. 18, 2006

  
JESSIE L. TAN

Director  
TIN 940-290-656  
CTC No. 12522020  
Issued at Quezon City  
On Jan. 06, 2006

  
STEPHANIE MARIE L. TAN

Director  
TIN 938-575-714  
CTC No. 12308356  
Issued at Quezon City  
On Jan. 04, 2006

  
JASMINE T. MANALANG

Director  
TIN 204-208-217  
CTC No. 4261007  
Issued at Manila City  
On Oct. 18, 2006

  
MARY TRACY S. SARMIENTO

Director  
TIN 231-078-411  
CTC No. 12308338  
Issued at Quezon City  
On Jan. 04, 2006

ATTESTED:

  
STEPHANIE MARIE L. TAN  
Corporate Secretary

Republic of the Philippines )  
City of QUEZON CITY ) S.S.

**NOV 06 2006**

SUBSCRIBED AND SWORN to before me this \_\_\_\_ of \_\_\_\_\_ 2006 at QUEZON CITY, Philippines, affiants exhibiting to me their Community Tax Certificates indicated beside their names and signatures.

Doc. No. 321  
Page No. 65  
Book No. 199  
Series of 2006.

**JOEL B. GORDULA**  
NOTARY PUBLIC  
UNTIL DEC. 31, 2006  
ROLL # 25103  
OTD NO 7071217; 1/2/06; R.E.

# GOODVOY, INC.

(Formerly: Good Voyage Shipping Lines, Inc.)  
UG-11 Pioneer Tower 1, Pioneer St., Mandaluyong City 7000

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October 23, 2006

Company Registration and Monitoring Department  
SECURITIES AND EXCHANGE COMMISSION  
SEC Building, EDSA, Greenhills  
Mandaluyong, Metro Manila

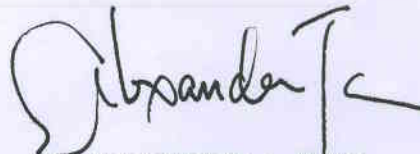
Gentlemen:

Respectfully submitting herewith the requirements pertaining to the **AMENDED ARTICLES OF INCORPORATION** of **GOODVOY, INC.** (formerly Good Voyage Shipping Lines, Inc.) for the approval of the Honorable Commission.

- |  |                 |
|--|-----------------|
| a) Directors' Certificate (Amendment to Articles of Incorporation) | 6 copies        |
| b) Amended Articles of Incorporation                               | 6 sets          |
| c) Original Articles of Incorporation and By-laws                  | 1 set photocopy |
| e) Company Data Maintenance Form (CMDf 96-1)                       | 6 copies        |

Hoping that you will find everything in order. Thank you.

Very truly yours,



ALEXANDER A. TAN  
President / CEO

Finish



Republic of the Philippines  
SECURITIES AND EXCHANGE COMMISSION

### Reservation Payment Confirmation

This certifies that the name **GOODVOY, INC.** has been reserved from **October 12, 2006** to **November 11, 2006**.

Reference Reservation Number (RRN): **RRN20061012160704983**

Type of Industry: **Water Transport**

**Breakdown of Fees:**

Reservation Fee: **Php 40.00**

**TOTAL: Php 40.00**

**Important Reminders:**

**NOTE:** The fact that the name is available at the date verified, it is not to be regarded as an approval of the registration of the company or any application for change of name. No expense for printing of materials using a verified name should be incurred until registration takes effect. As this is a computer printout, any erasure or alteration on this document nullifies verification.

The applicant undertakes to change the reserved name in case another person or firm has acquired a prior right to the use of the said firm name or the same is deceptively or confusingly similar to one already registered.

Please do not pay for your Name Reservation and Extension **WITHIN THE SAME DAY** via Funds Transfer. You may course your payment at any selected UnionBank branches or at the SEC

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[www.sec.gov.ph](http://www.sec.gov.ph)





REPUBLIC OF THE PHILIPPINES  
DEPARTMENT OF TRANSPORTATION AND COMMUNICATIONS

**MARITIME INDUSTRY AUTHORITY**


PPL Building, U.N. Ave., Metro Manila, Philippines 1000

Phone: 5238651 to 60  
Cable: MARINAPHIL  
Telex: 27267 MIA PH

**1st Indorsement**  
**09 November 2006**

Respectfully returned 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 **GOODVOY, INC. (formerly: Good Voyage Shipping Lines, Inc.)**, with the information that this Office interposes no objection to the proposed incorporation in order to engage in the business of domestic shipping, 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, and rules and regulations of this Authority.

BY AUTHORITY OF THE ADMINISTRATOR:

  
**ATTY. JABETH SENA JEPATH A. DACANAY**  
Officer-in-Charge  
Maritime Legal Affairs Office



Republic of the Philippines )  
QUEZON CITY ) S. S.

**AFFIDAVIT OF UNDERTAKING TO CHANGE NAME**

I, ALEXANDER A. TAN, of legal age, Filipino and resident of 8 ZALAMEDA ST. CORINTHIAN GARDENS Q.C., after having been sworn to in accordance with law hereby depose and state:

I am the PRESIDENT / CHIEF OPERATING OFFICER of  
(President/Incorporator/Partner)

GOODVOY, INC.

(Name of Corporation/Partnership)

which is in the process of registration/amending corporate name with the Securities and Exchange Commission

That I, in behalf of said corporation/partnership, hereby undertake to change its corporate/partnership name in the event another person, firm or entity has acquired a prior right to the use of the said firm name by virtue of registration with other government agencies or our name is identical or deceptively or confusingly similar to that of any existing corporation or to any other name already protected by law or is patently deceptive, confusing or contrary to existing laws.

That this affidavit is executed to attest to the truth of the foregoing and for whatever legal purpose and intent it may serve.

In witness whereof, I hereby sign this affidavit this 08 day of NOVEMBER, 20 06 at QUEZON CITY.



ALEXANDER. A. TAN

Affiant

SUBSCRIBED AND SWORN to before me this NOV 15 2006 day of NOVEMBER, 20 06,  
affiant exhibiting to me his/her Community Tax Certificate No. 4261008  
issued on OCTOBER 18, 20 06 at Manila

Doc. No. 205  
Page No. 11  
Book No. 204  
Series of 20 06

**JOEL G. GORDULA**  
NOTARY PUBLIC  
UNTIL DEC. 31, 2006  
ROLL # 25103  
PTR NO. 7071217; V2/06/RL

November 29, 2006

The Administrator  
Philippine Overseas and Employment Agency  
Mandaluyong City

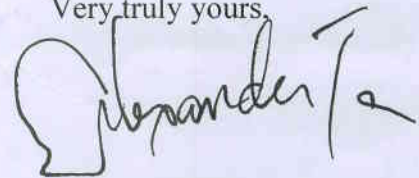
Attention: Licensing Branch

Sir/Madame:

This is to authorized bearer Reynaldo Lacsí to secure from your good office the favorable Indorsement to the Security and Exchange Commission of our amended Article of Incorporation.

Thank you very much.

Very truly yours,



ALEXANDER A. TAN



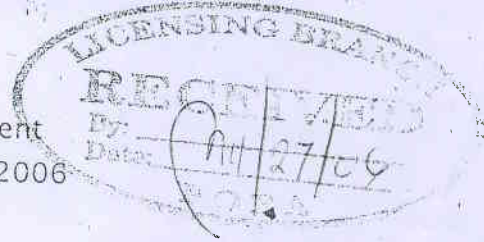
GOODVOY  
INCORPORATED



Republic of the Philippines  
 Department of Finance  
**Securities and Exchange Commission**  
 SEC Bldg. EDSA, Greenhills, Mandaluyong City



COMPANY REGISTRATION AND MONITORING DEPARTMENT



1st Indorsement  
 November 24, 2006

Respectfully indorsed to the Philippine Overseas Employment Administration, Mandaluyong City, for comments and recommendations on the attached amended articles of incorporation of GOODVOY, INC. (Formerly: GOOD VOYAGE SHIPPINE LINES, INC.) in view of the amendment/s of Articles I & II thereof.

Early return of these papers together with the action taken thereon will be appreciated.

722-1191

722-1149

*6/14/09/ [unclear]*

*[Signature]*  
**FERDINAND B. SALES**  
 Assistant Director  
 Corporate and Partnership Registration Division

Encl. a/s

MC/nelly



**Philippine  
Overseas  
Employment  
Administration**

Republic of the Philippines  
Department of Labor and Employment  
BFO Building, Ortigas Avenue cor. EDSA, Mandaluyong City 1501  
Website: [www.poea.gov.ph](http://www.poea.gov.ph) E-mail: [info@poea.gov.ph](mailto:info@poea.gov.ph)  
Hotlines: 722-1144, 722-1155




1<sup>st</sup> Indorsement  
04 December 2006

Respectfully forwarded to the Assistant Director, Corporate and Partnership Registration Division, Securities and Exchange Commission (SEC), SEC Bldg., EDSA, Greenhills, Mandaluyong City, the attached amended Articles of Incorporation and By-Laws of GOODVOY, INC. (formerly: Good Voyage Shipping Lines, Inc.) with the following comments:

1. Interposing no objection to the provision of Article I thereof regarding the corporate name.
2. The primary purpose is not within the jurisdiction and authority of POEA. It mentioned the company engaging in transportation and carriage of passengers and cargoes. The primary purpose of the company should be recruitment and deployment of seafarers for overseas employment should it want to establish a manning agency.
3. Interposing objection to Article VIII on the subscription of shares. Paid-up capital should be P2 million to comply with our rules and regulations.

Moreover, the registration of the company does not automatically entitle it to the privilege of engaging in the recruitment of seafarers for overseas employment. For this purpose, it should first secure a license from the POEA, the issuance of which is subject to existing regulations and policies on licensing.

  
YOLANDA E. PARAGUA  
Officer-in-Charge  
Licensing Branch

Enc: a/s

