

REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF COMMERCE AND INDUSTRY
Securities and Exchange Commission
MANILA

10080

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

WHEREAS, Articles of Incorporation duly signed and acknowledged for the organization of the FMF LIFE INSURANCE CO., INC.

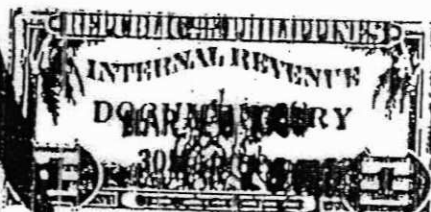
under and in accordance with the provisions of Act of the Philippine Commission Numbered Fourteen Hundred and Fifty-nine, enacted March first, Nineteen hundred and six, as amended by Acts of the Philippine Legislature, Numbered Fifteen hundred and six, Fifteen hundred and sixty-five, Sixteen hundred and thirty, Seventeen hundred and forty-four, Eighteen hundred and thirty-four, Eighteen hundred and ninety-five, Twenty hundred and three, Twenty hundred and twelve, Twenty hundred and thirty-seven, Twenty hundred and ninety-two, Twenty-one hundred, Twenty-one hundred and thirty-five, Twenty-four hundred and fifty-two, Twenty-seven hundred and twenty-eight, Twenty-seven hundred and ninety-two, Twenty-nine hundred, Twenty-nine hundred and ninety-four, Thirty-five hundred and eighteen, Thirty-six hundred and ten, Thirty-seven hundred and fifty-one, Thirty-eight hundred and forty-nine and Thirty-eight hundred and fifty, and Commonwealth Acts Numbered Two hundred and eighty-seven, and Four hundred and thirty-seven, were presented for filing in this Commission on
March 14, 1960....., and a copy of which said Articles is hereto

I, THEREFORE, by virtue of the powers and duties vested in me by law, I hereby certify that the said Articles of Incorporation were, after due examination, determine whether they are in accordance with law, duly registered in this Commission on the 16th day of March, Anno nineteen hundred and sixty.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Manila, Philippines this 16th day of March, in the year of our Lord nineteen hundred and sixty, and of the Independence of the Philippines, the Fourteenth.

Mariano G. Pineda
MARIANO G. PINEDA
Securities and Exchange Commissioner

XXXXXXXX



RECEIVED THIS COPY
FEDERAL RESERVE BANK
MANILA
FEDERAL RESERVE BANK
MANILA

Republic of the Philippines
Department of Commerce and Industry
SECURITIES AND EXCHANGE COMMISSION
Manila

CERTIFICATE OF FILING OF AMENDED
ARTICLES OF INCORPORATION

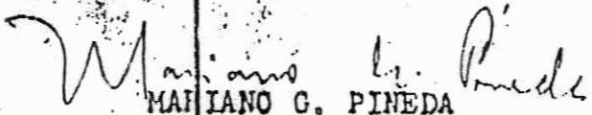
TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

THIS IS TO CERTIFY that the amended articles of
incorporation of the

BENEFICIAL LIFE INSURANCE COMPANY, INC.
(Formerly : FMP LIFE INSURANCE CO., INC.)
Amending Article I of the original Articles
of Incorporation thereof.

copy annexed, adopted on March 24, 1962,
by the stockholders owning or representing at least two-
thirds of the subscribed capital stock, and certified to
by the President, the Secretary and a majority of the
Board of Directors of the corporation, was filed in this
Office on the 26th day of April, nineteen
hundred and sixty-two, pursuant to the provisions
of Section 18 of the Corporation Law, Act 1459, as amended,
and attached to the other papers pertaining to said corpo-
ration.

IN WITNESS WHEREOF, I have hereunto set my hand and
caused the seal of this Commission to be affixed at Manila,
Philippines, this 26th day of April, in the
year of our Lord nineteen hundred and sixty-two, and of
the Independence of the Philippines, the Sixteenth.


MARIANO G. PINEDA
Securities and Exchange Commissioner

TRUE COPY
BENEFICIAL LIFE INSURANCE CO. INC.