

OFFICIAL RECEIPT



Republic of the Philippines
 DEPARTMENT OF FINANCE
 SECURITIES AND EXCHANGE COMMISSION
 Secretariat Building, PICC Complex
 Roxas Boulevard, Pasay City, 1307



Accountable Form No. 51
Revised 2006
ORIGINAL

DATE June 28, 2021
 No. 2006205

PAYOR ECOCARE TRADING AND WASTE MANAGEMENT SERVICES CORPORATION
CAVITE

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
Registration of Corporation	4020102000	CRMD (606)	20,000.00
Registration of Stock and Transfer Book	4020102000	(606)	150.00
By Laws	4020102000	(606)	1,000.00
Name Verification	4020199099	(478)	100.00
Documentary Stamp Tax	4010401000	(4010401)	30.00
Legal Research Fee (A0823)	2020105000	(131)	210.00
TOTAL			PHP 21,490.00

TOTAL PHP 21,490.00

AMOUNT IN WORDS
 TWENTY ONE THOUSAND FOUR HUNDRED NINETY PESOS AND 00/100

Received
 Cash
 Treasury Warrant
 Check
 Money Order

Treasury Warrant, Check, Money Order Number

 Received the Amount Stated Above

 Rudina G. Atienza
COLLECTING OFFICER

Date of Treasury Warrant, Check, Money Order

 O.R. No. 2006205

NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC Complex,
Pasay City, Metro Manila



COMPANY REG. NO.: 2021060017974-15

CERTIFICATE OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Articles of Incorporation and By Laws of:

ECOCARE TRADING AND WASTE MANAGEMENT SERVICES CORPORATION

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation in accordance with the Revised Corporation Code of the Philippines (Republic Act No. 11232), which took effect on February 23, 2019 and copies of said Articles of Incorporation and By Laws are hereto attached.

This Certificate grants juridical personality to the corporation but does not authorize it to issue, sell or offer for sale to the public, securities such as but not limited to, shares of stock, investment contracts, debt instruments and virtual currencies without prior Registration Statement approved by the Securities and Exchange Commission; nor 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/lending company, and time shares/club shares/membership certificate issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute a permit to undertake activities for which other government agencies require a license or permit.

This Certificate **DOES NOT AUTHORIZE INVESTMENT SOLICITATION AND INVESTMENT-TAKING WITHOUT A SECONDARY LICENSE FROM THIS COMMISSION.**

As a registered corporation, it shall submit annually to this Commission the reports indicated at the back of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Ground Floor, Secretariat Building, PICC Complex, Pasay City, Metro Manila, Philippines, this day of 29 June Two Thousand Twenty One.

GERARDO E. DEL ROSARIO
Director

Company Registration and Monitoring Department

For SEC use only
E382 (PSIC as reserved)
Stock Corporation
Less Than 5 Incorporators

DOCUMENTARY STAMP TAX PAID



**Securities and
Exchange
Commission**
PHILIPPINES

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Gentlemen:

With the implementation of the Interim Registration System (IRS) for registration of One Person Corporation and Corporation with less than 5 incorporators under the Revised Corporation Code of the Philippines, please be advised that the said system do not generate the BIR Corporate Tax Identification Number (TIN) and PAG-IBIG, SSS, PHILHEALTH (social agencies) Employer Registration Number (ERN).

In connection herewith, you are advised to personally apply for the BIR TIN and ERN to the respective social agencies concerned. Attached is a copy of your Certificate of Incorporation.

Very truly yours,

(SGD.) GERARDO F. DEL ROSARIO
Director
System generated
(Does not need original signature)

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

REGISTRATION

COMPANY NAME

ECOCARE TRADING AND WASTE MANAGEMENT SERVICES CORPORATION

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

**BLK 4 LOT 37-38 SITIO MANALO PIELA SAMPALOC III, CITY OF DASMARIÑAS, CAVITE,
REGION IV-A (CALABARZON), 4114**

COMPANY INFORMATION

Industry Code

Industry Description

E382

Waste treatment and disposal

Company's Email

Company's
Telephone Number/s

Company's Mobile
Number

ecocaretrading@gmail.com

046 489 6616

09178729366

CONTACT PERSON INFORMATION

Name of Contact

Email Address

Telephone Number/s

Mobile Number/s

**Joey Mateo
Cortina Jr.**

joeycortina.aap@gmail.com

09954542050

To be accomplished by CRMD Personnel

Assigned

Date

Signature

Document I.D.

Received by Corporate Filing and Records Division:

Forwarded to:

- Corporate and Partnership Registration
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit





Articles of Incorporation
of
**ECOCARE TRADING AND WASTE
MANAGEMENT SERVICES 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;

AND WE HEREBY CERTIFY:

First: That the name of said corporation shall be

ECOCARE TRADING AND WASTE MANAGEMENT SERVICES CORPORATION

Second: That the purpose or purposes for which such corporation is incorporated are:

Primary:

To conduct, maintain, operate, and engage in the business of buying, stocking and selling scrap materials, to do and perform such other acts and things necessary or incidental to the accomplishment of foregoing corporate business and objects insofar and may be allowed by applicable laws and rules and regulations.;

Secondary:

To conduct, maintain, operate, and engage in the business of trucking & hauling services, waste management solutions, treatment, recycling, storage and disposal of toxic and hazardous wastes.;

Provided that the corporation shall not solicit, accept or take investments/placements from the public neither shall it issue investment contracts.

Third: That the principal office of the corporation is located in **BLK 4 LOT 37-38 SITIO MANALO PIELA SAMPALOC III, CITY OF DASMARIÑAS, CAVITE, REGION IV-A (CALABARZON), 4114;**

Fourth: That the corporation shall have a term of existence of **fifty (50)** years from 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
ALVIN ALMENDRAS PULLON	Philippine, Filipino	Blk 30, Lot 35 DIAMOND Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107
ARACELY BUTIONG PULLON	Philippine, Filipino	Blk 30, Lot 35 DIAMOND Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107
TONI ROSE PULLON GALLARDO	Philippine, Filipino	Blk 32, Lot 7 EMERALD Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107
JOHN MICHAEL VELASQUEZ GALLARDO	Philippine, Filipino	Blk 32, Lot 7 EMERALD Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107

Sixth: That the number of directors of the corporation shall be four (4); and the names, nationalities and residences of the first directors of the corporation are as follows:

Name	Nationality	Residence
ALVIN ALMENDRAS PULLON	Philippine, Filipino	Blk 30, Lot 35 DIAMOND Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107
ARACELY BUTIONG PULLON	Philippine, Filipino	Blk 30, Lot 35 DIAMOND Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107
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JOHN MICHAEL VELASQUEZ GALLARDO	Philippine, Filipino	Blk 32, Lot 7 EMERALD Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107

Seventh: That the authorized capital stock of the corporation is Ten Million



Pesos (P10,000,000.00), divided into:

a. Ten Million (10,000,000) common voting shares with par value of One Peso (P1.00) per share.

Eighth: That the authorized capital stock above has been subscribed and paid as follows:

Name	Nationality	Share Type	No. of Shares Subscribed	Amount Subscribed
ALVIN ALMENDRAS PULLON	Philippine, Filipino	Common - Voting - with Par	1,125,000	P1,125,000.00
ARACELY BUTIONG PULLON	Philippine, Filipino	Common - Voting - with Par	1,125,000	P1,125,000.00
TONI ROSE PULLON GALLARDO	Philippine, Filipino	Common - Voting - with Par	125,000	P125,000.00
JOHN MICHAEL VELASQUEZ GALLARDO	Philippine, Filipino	Common - Voting - with Par	125,000	P125,000.00
TOTAL			2,500,000	P2,500,000.00

Name	Share Type	Mode of Payment	Amount Paid	Add'l Paid-in Capital
ALVIN ALMENDRAS PULLON	Common - Voting - with Par	Cash	P562,500.00	P0.00
ARACELY BUTIONG PULLON	Common - Voting - with Par	Cash	P562,500.00	P0.00
TONI ROSE PULLON GALLARDO	Common - Voting - with Par	Cash	P62,500.00	P0.00
JOHN MICHAEL VELASQUEZ GALLARDO	Common - Voting - with Par	Cash	P62,500.00	P0.00
TOTAL			P1,250,000.00	P0.00

Ninth: That ARACELY BUTIONG PULLON has been elected by the subscribers as Treasurer of the Corporation to act as such until after the successor is duly elected and qualified in accordance with the bylaws, that as Treasurer, authority has been given to receive in the name and for the benefit of the corporation, all subscriptions, contributions or donations paid or given by the subscribers or members, who certifies the information set forth in the seventh and eighth clauses above, and that the paid-up portion of the subscription in cash and/or property for the benefit and credit of the corporation has been duly received.

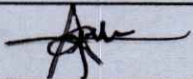
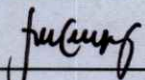
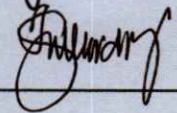
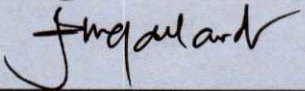
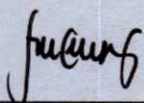


Tenth: That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated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

Eleventh: That the incorporators undertake to change the name of the corporation immediately upon receipt of notice from the Commission that another corporation, partnership or person has acquired a prior right to the use of such name, that the name has been declared not distinguishable from a name already registered or reserved for the use of another corporation, or that it is contrary to law, public morals, good customs or public policy.

IN WITNESS WHEREOF, we have hereunto signed these Articles of Incorporation, this _____ day of JUN 28 2020 in the City/Municipality of _____, Province of _____, Republic of the Philippines.

CITY OF MANILA

Name	TIN	Signature
ALVIN ALMENDRAS PULLON	222-829-174-000	
ARACELY BUTIONG PULLON	275-005-558-000	
TONI ROSE PULLON GALLARDO	264-066-258-000	
JOHN MICHAEL VELASQUEZ GALLARDO	421-308-827-000	
ARACELY BUTIONG PULLON <i>Treasurer</i>	275-005-558-000	



ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)

CITY OF MANILA S.S)

CITY OF MANILA

BEFORE ME, a Notary Public, for and in _____, Philippines, this
_____ day of JUN 28 2021, 20____, personally appeared the following persons:

Name	TIN/Passport No.	Date and Place Issued
ALVIN ALMENDRAS PULLON	222-829-174-000	
ARACELY BUTIONG PULLON	275-005-558-000	
TONI ROSE PULLON GALLARDO	264-066-258-000	
JOHN MICHAEL VELASQUEZ GALLARDO	421-308-827-000	
ARACELY BUTIONG PULLON <i>Treasurer</i>	275-005-558-000	

known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation constituting of _____ pages, including this page where the acknowledgement is written, and they acknowledged to me that the same is their free act and voluntary deed.

WITNESS MY HAND AND SEAL on the day first above-written.

Doc. No. 235;
Page No. 47;
Book No. 44;
Series Of MM

NOTARY PUBLIC

[Signature]
ATTY. CLIFF RICHARD E. GENESELA
NOTARY PUBLIC CITY OF MANILA / ROLL NO. 49906
Commission No. 2020-111 Issued on Dec. 10, 2020 Until Dec. 31, 2021 / Manila
PTR No. 9817300 Issued on Jan. 4, 2021 Until Dec. 31, 2021 / Manila
IBP No. 134849 Issued on Dec. 14, 2020 Until Dec. 31, 2021
MCLE No. VI-0022302 Valid from April 4, 2019 Until April 14, 2022
Office Add: Mezanin San Luis Bldg., 1006 Orosa St., Ermita, Manila





BY-LAWS
OF
**ECOCARE TRADING AND WASTE
MANAGEMENT SERVICES CORPORATION**

I. THE TIME, PLACE AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE DIRECTORS OR TRUSTEES.

- a) Regular meetings of the board of directors or trustees or trustees of the corporation shall be held monthly unless the by-laws provide otherwise.
- b) Special meetings of the board of directors or trustees may be held at any time upon the call of the president or as provided in the by-laws.
- c) Meetings of directors or trustees of corporations may be held anywhere in or outside of the Philippines, unless the by-laws provide otherwise. Notice of regular or special meetings stating the date, time and place of the meeting must be sent to every director or trustee at least two (2) days prior to the scheduled meeting, unless a longer time is provided in the by-laws. A director or trustee may waive this requirement, either expressly or impliedly.
- d) Directors or trustees who cannot physically attend or vote at board meetings can participate and vote through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Directors or trustees cannot attend or vote by proxy at board meetings.

II. THE TIME AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE STOCKHOLDERS OR MEMBERS.

- a) Regular or annual meetings of stockholders or members shall be held annually on **August 1**.
- b) Written notice of regular meetings shall be sent to all stockholders of record or members at least twenty-one (21) days prior to the meeting, unless a different period is required in the by-laws, law, or regulation: Provided, further, That written notice of regular meetings may be sent to all stockholders of record or members through electronic mail or such other manner as the Commission shall allow under its guidelines.
- c) Special meetings of Stockholders or members shall be held at any time deemed necessary or as provided in the by-laws: Provided, however, That at least one (1) week written notice shall be sent to all Stockholders or members, unless a different period is provided in the by-laws, law or regulation.
- d) Written notice of special meetings shall be sent to all stockholders or



members at least one week prior to the meeting.

e) Stockholders or members' meetings, whether regular or special, shall be held in the city or municipality where the principal office of the corporation is located, Provided, That any city or municipality in Metro Manila, Metro Cebu, Metro Davao, and other Metropolitan areas shall, for purposes of this section, be considered a city or municipality.

III. THE REQUIRED QUORUM IN MEETINGS OF STOCKHOLDERS OR MEMBERS

The required quorum in meetings of Stockholders or members shall consist of the stockholder/s representing a majority of the outstanding capital stock or a majority of the members in the case of non-stock corporations.

IV. THE FORM FOR PROXIES OF STOCKHOLDERS OR MEMBERS AND THE MANNER OF VOTING THEM

Stockholders or members may vote in person or by proxy in all meetings of Stockholders or members. Proxies shall be in writing, signed and filed, by the stockholder or member, in any form authorized in the by-laws and received by the corporate secretary within a reasonable time before the scheduled meeting. Unless otherwise provided in the proxy form, it shall be valid only for the meeting for which it is intended. No proxy shall be valid and effective for a period longer than five (5) years at any one time.

V. THE QUALIFICATIONS, DUTIES, TERM AND COMPENSATION OF DIRECTORS OR TRUSTEES

a) A person shall be disqualified from being a director, trustee or officer of any corporation if, within five (5) years prior to the election or appointment as such, the person was:

(a) Convicted by final judgment:

(1) Of an offense punishable by imprisonment for a period exceeding six (6) years;

(2) For violating this Code; and

(3) For violating Republic Act No. 8799, otherwise known as "The Securities Regulation Code";

(b) Found administratively liable for any offense involving fraudulent acts; and

(c) By a foreign court or equivalent foreign regulatory authority for acts, violations or misconduct similar to those enumerated in paragraphs (a) and (b) above.

Directors shall be elected for a term of one (1) year from among the holders of



stocks registered in the corporation's books, while trustees shall be elected for a term not exceeding three (3) years from among the members of the corporation. Each director and trustee shall hold office until the successor is elected and qualified. A director who ceases to own at least one (1) share of stock or a trustee who ceases to be a member of the corporation shall cease to be such.

b) The corporate powers of the corporation shall be exercised, all business conducted and all property of the corporation be controlled and held by the board of directors or trustees to be elected from among the holders of stocks, who shall hold office for one (1) year and until their successors are elected and qualified.

c) The directors or trustees shall not receive any compensation, as such directors or trustees, except for reasonable per diems. Any compensation may be granted to directors or trustees by the vote of the stockholders representing at least a majority of the outstanding capital stock or by majority of the members at a regular or special meeting, In no case shall the total yearly compensation of directors, as such directors, exceed ten (10%) percent of the net income before income tax of the corporation during the preceding year.

VI. THE MANNER OF ELECTION OR APPOINTMENT, QUALIFICATION AND THE TERM OF OFFICE OF ALL OFFICERS OTHER THAN DIRECTORS OR TRUSTEES

Immediately after their election, the directors or trustees of a corporation must formally organize by the election of a **PRESIDENT**, who shall be a director or member, a **TREASURER** who must be a resident, a **SECRETARY** who shall be a citizen and resident of the Philippines, and such other officers as may be provided in the by-laws. Two (2) or more positions may be held concurrently by the same officer, however no one shall act as **PRESIDENT** and **SECRETARY** or as **PRESIDENT** and **TREASURER** at the same time. The officers of the corporation shall hold office for one (1) year and until the successors are elected and qualified. The officers shall manage the corporation and perform such duties as may be provided in the bylaws and/or as resolved by the board of directors or trustees.

VII. FISCAL YEAR

The fiscal year of the corporation shall begin on **January 1** and shall end **December 31** of each year.

VIII. SEAL

The corporate seal shall be determined by the Board of directors or trustees.


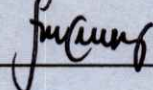
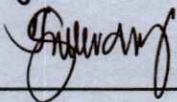
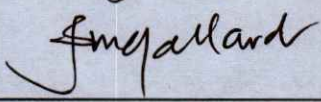
IX. MISCELLANEOUS PROVISIONS:

Matters not covered by the provisions of these by-laws shall be governed by the provisions of the Revised Corporation Code of the Philippines.



IN WITNESS WHEREOF, we, the undersigned incorporators present at said meeting and voting thereat in favor of the adoption of said by-laws, have hereunto subscribed our names this _____ day of JUN 28 2021 at

CITY OF MANILA

Name	TIN	Signature
ALVIN ALMENDRAS PULLON	222-829-174-000	
ARACELY BUTIONG PULLON	275-005-558-000	
TONI ROSE PULLON GALLARDO	264-066-258-000	
JOHN MICHAEL VELASQUEZ GALLARDO	421-308-827-000	



COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

REGISTRATION

COMPANY NAME

ECOCARE TRADING AND WASTE MANAGEMENT SERVICES CORPORATION

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

**BLK 4 LOT 37-38 SITIO MANALO PIELA SAMPALOC III, CITY OF DASMARIÑAS, CAVITE,
REGION IV-A (CALABARZON), 4114**

COMPANY INFORMATION

Industry Code

Industry Description

E382

Waste treatment and disposal

Company's Email

Company's
Telephone Number/s

Company's Mobile
Number

ecocaretrading@gmail.com

046 489 6616

09178729366

CONTACT PERSON INFORMATION

Name of Contact

Email Address

Telephone Number/s

Mobile Number/s

**Joey Mateo
Cortina Jr.**

joeycortina.aap@gmail.com

09954542050

To be accomplished by CRMD Personnel

Assigned

Date

Signature

Document I.D.

Received by Corporate Filing and Records Division:

Forwarded to:

- Corporate and Partnership Registration
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit





Articles of Incorporation
of
**ECOCARE TRADING AND WASTE
MANAGEMENT SERVICES CORPORATION**



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First: That the name of said corporation shall be

ECOCARE TRADING AND WASTE MANAGEMENT SERVICES CORPORATION

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Provided that the corporation shall not solicit, accept or take investments/placements from the public neither shall it issue investment contracts.

Third: That the principal office of the corporation is located in **BLK 4 LOT 37-38 SITIO MANALO PIELA SAMPALOC III, CITY OF DASMARIÑAS, CAVITE, REGION IV-A (CALABARZON), 4114;**

Fourth: That the corporation shall have a term of existence of **fifty (50)** years from 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
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JOHN MICHAEL VELASQUEZ GALLARDO	Philippine, Filipino	Blk 32, Lot 7 EMERALD Crystal Aire San Francisco, GENERAL TRIAS, CAVITE, REGION IV-A (CALABARZON), 4107

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Seventh: That the authorized capital stock of the corporation is Ten Million



Pesos (P10,000,000.00), divided into:

a. Ten Million (10,000,000) common voting shares with par value of One Peso (P1.00) per share.

Eighth: That the authorized capital stock above has been subscribed and paid as follows:

Name	Nationality	Share Type	No. of Shares Subscribed	Amount Subscribed
ALVIN ALMENDRAS PULLON	Philippine, Filipino	Common - Voting - with Par	1,125,000	P1,125,000.00
ARACELY BUTIONG PULLON	Philippine, Filipino	Common - Voting - with Par	1,125,000	P1,125,000.00
TONI ROSE PULLON GALLARDO	Philippine, Filipino	Common - Voting - with Par	125,000	P125,000.00
JOHN MICHAEL VELASQUEZ GALLARDO	Philippine, Filipino	Common - Voting - with Par	125,000	P125,000.00
TOTAL			2,500,000	P2,500,000.00

Name	Share Type	Mode of Payment	Amount Paid	Add'l Paid-in Capital
ALVIN ALMENDRAS PULLON	Common - Voting - with Par	Cash	P562,500.00	P0.00
ARACELY BUTIONG PULLON	Common - Voting - with Par	Cash	P562,500.00	P0.00
TONI ROSE PULLON GALLARDO	Common - Voting - with Par	Cash	P62,500.00	P0.00
JOHN MICHAEL VELASQUEZ GALLARDO	Common - Voting - with Par	Cash	P62,500.00	P0.00
TOTAL			P1,250,000.00	P0.00

Ninth: That ARACELY BUTIONG PULLON has been elected by the subscribers as Treasurer of the Corporation to act as such until after the successor is duly elected and qualified in accordance with the bylaws, that as Treasurer, authority has been given to receive in the name and for the benefit of the corporation, all subscriptions, contributions or donations paid or given by the subscribers or members, who certifies the information set forth in the seventh and eighth clauses above, and that the paid-up portion of the subscription in cash and/or property for the benefit and credit of the corporation has been duly received.

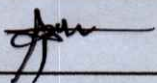
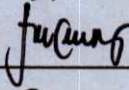
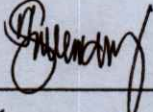
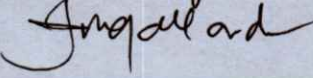
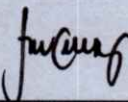


Tenth: That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall be indicated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

Eleventh: That the incorporators undertake to change the name of the corporation immediately upon receipt of notice from the Commission that another corporation, partnership or person has acquired a prior right to the use of such name, that the name has been declared not distinguishable from a name already registered or reserved for the use of another corporation, or that it is contrary to law, public morals, good customs or public policy.

IN WITNESS WHEREOF, we have hereunto signed these Articles of Incorporation, this _____ day of JUN 28 2020 in the City/Municipality of _____, Province of _____, Republic of the Philippines.

CITY OF MANILA

Name	TIN	Signature
ALVIN ALMENDRAS PULLON	222-829-174-000	
ARACELY BUTIONG PULLON	275-005-558-000	
TONI ROSE PULLON GALLARDO	264-066-258-000	
JOHN MICHAEL VELASQUEZ GALLARDO	421-308-827-000	
ARACELY BUTIONG PULLON <i>Treasurer</i>	275-005-558-000	



ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)

CITY OF MANILA

S.S)

CITY OF MANILA

BEFORE ME, a Notary Public, for and in _____, Philippines, this _____ day of JUN 28 2021, personally appeared the following persons:

Name	TIN/Passport No.	Date and Place Issued
ALVIN ALMENDRAS PULLON	222-829-174-000	
ARACELY BUTIONG PULLON	275-005-558-000	
TONI ROSE PULLON GALLARDO	264-066-258-000	
JOHN MICHAEL VELASQUEZ GALLARDO	421-308-827-000	
ARACELY BUTIONG PULLON <i>Treasurer</i>	275-005-558-000	

known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation constituting of _____ pages, including this page where the acknowledgement is written, and they acknowledged to me that the same is their free act and voluntary deed.

WITNESS MY HAND AND SEAL on the day first above-written.

NOTARY PUBLIC

Doc. No. 235;
Page No. 47;
Book No. 44;
Series Of hi

[Signature]
ATTY. CLIFF RICHARD E. GENESELA
NOTARY PUBLIC CITY OF MANILA / SOLL. NO. 43008
Commission No. 2020-111 Issued on Dec. 10, 2020 / Until Dec. 31, 2021 / Manila
PTR No. 9817300 Issued on Jan. 4, 2021 / Until Dec. 31, 2021 / Manila
IBP No. 134849 Issued on Dec. 14, 2020 / Until Dec. 31, 2021
MCLE No. VI-0022302 Valid from April 4, 2019 / Until April 14, 2022
Office Add: Mezanin San Luis Bldg., 1006 Crossa St., Ermita, Manila





BY-LAWS
OF
**ECOCARE TRADING AND WASTE
MANAGEMENT SERVICES CORPORATION**

I. THE TIME, PLACE AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE DIRECTORS OR TRUSTEES.

- a) Regular meetings of the board of directors or trustees or trustees of the corporation shall be held monthly unless the by-laws provide otherwise.
- b) Special meetings of the board of directors or trustees may be held at any time upon the call of the president or as provided in the by-laws.
- c) Meetings of directors or trustees of corporations may be held anywhere in or outside of the Philippines, unless the by-laws provide otherwise. Notice of regular or special meetings stating the date, time and place of the meeting must be sent to every director or trustee at least two (2) days prior to the scheduled meeting, unless a longer time is provided in the by-laws. A director or trustee may waive this requirement, either expressly or impliedly.
- d) Directors or trustees who cannot physically attend or vote at board meetings can participate and vote through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Directors or trustees cannot attend or vote by proxy at board meetings.

II. THE TIME AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE STOCKHOLDERS OR MEMBERS.

- a) Regular or annual meetings of stockholders or members shall be held annually on **August 1**.
- b) Written notice of regular meetings shall be sent to all stockholders of record or members at least twenty-one (21) days prior to the meeting, unless a different period is required in the by-laws, law, or regulation: Provided, further, That written notice of regular meetings may be sent to all stockholders of record or members through electronic mail or such other manner as the Commission shall allow under its guidelines.
- c) Special meetings of Stockholders or members shall be held at any time deemed necessary or as provided in the by-laws: Provided, however, That at least one (1) week written notice shall be sent to all Stockholders or members, unless a different period is provided in the by-laws, law or regulation.
- d) Written notice of special meetings shall be sent to all stockholders or



members at least one week prior to the meeting.

e) Stockholders or members' meetings, whether regular or special, shall be held in the city or municipality where the principal office of the corporation is located, Provided, That any city or municipality in Metro Manila, Metro Cebu, Metro Davao, and other Metropolitan areas shall, for purposes of this section, be considered a city or municipality.

III. THE REQUIRED QUORUM IN MEETINGS OF STOCKHOLDERS OR MEMBERS

The required quorum in meetings of Stockholders or members shall consist of the stockholder/s representing a majority of the outstanding capital stock or a majority of the members in the case of non-stock corporations.

IV. THE FORM FOR PROXIES OF STOCKHOLDERS OR MEMBERS AND THE MANNER OF VOTING THEM

Stockholders or members may vote in person or by proxy in all meetings of Stockholders or members. Proxies shall be in writing, signed and filed, by the stockholder or member, in any form authorized in the by-laws and received by the corporate secretary within a reasonable time before the scheduled meeting. Unless otherwise provided in the proxy form, it shall be valid only for the meeting for which it is intended. No proxy shall be valid and effective for a period longer than five (5) years at any one time.

V. THE QUALIFICATIONS, DUTIES, TERM AND COMPENSATION OF DIRECTORS OR TRUSTEES

a) A person shall be disqualified from being a director, trustee or officer of any corporation if, within five (5) years prior to the election or appointment as such, the person was:

(a) Convicted by final judgment:

(1) Of an offense punishable by imprisonment for a period exceeding six (6) years;

(2) For violating this Code; and

(3) For violating Republic Act No. 8799, otherwise known as "The Securities Regulation Code";

(b) Found administratively liable for any offense involving fraudulent acts; and

(c) By a foreign court or equivalent foreign regulatory authority for acts, violations or misconduct similar to those enumerated in paragraphs (a) and (b) above.

Directors shall be elected for a term of one (1) year from among the holders of



stocks registered in the corporation's books, while trustees shall be elected for a term not exceeding three (3) years from among the members of the corporation. Each director and trustee shall hold office until the successor is elected and qualified. A director who ceases to own at least one (1) share of stock or a trustee who ceases to be a member of the corporation shall cease to be such.

b) The corporate powers of the corporation shall be exercised, all business conducted and all property of the corporation be controlled and held by the board of directors or trustees to be elected from among the holders of stocks, who shall hold office for one (1) year and until their successors are elected and qualified.

c) The directors or trustees shall not receive any compensation, as such directors or trustees, except for reasonable per diems. Any compensation may be granted to directors or trustees by the vote of the stockholders representing at least a majority of the outstanding capital stock or by majority of the members at a regular or special meeting, In no case shall the total yearly compensation of directors, as such directors, exceed ten (10%) percent of the net income before income tax of the corporation during the preceding year.

VI. THE MANNER OF ELECTION OR APPOINTMENT, QUALIFICATION AND THE TERM OF OFFICE OF ALL OFFICERS OTHER THAN DIRECTORS OR TRUSTEES

Immediately after their election, the directors or trustees of a corporation must formally organize by the election of a PRESIDENT, who shall be a director or member, a TREASURER who must be a resident, a SECRETARY who shall be a citizen and resident of the Philippines, and such other officers as may be provided in the by-laws. Two (2) or more positions may be held concurrently by the same officer, however no one shall act as PRESIDENT and SECRETARY or as PRESIDENT and TREASURER at the same time. The officers of the corporation shall hold office for one (1) year and until the successors are elected and qualified. The officers shall manage the corporation and perform such duties as may be provided in the bylaws and/or as resolved by the board of directors or trustees.

VII. FISCAL YEAR

The fiscal year of the corporation shall begin on **January 1** and shall end **December 31** of each year.

VIII. SEAL

The corporate seal shall be determined by the Board of directors or trustees.

IX. MISCELLANEOUS PROVISIONS:

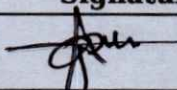
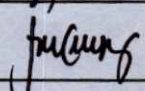

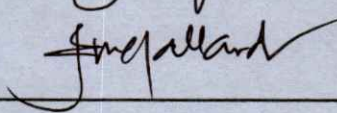
Matters not covered by the provisions of these by-laws shall be governed by the provisions of the Revised Corporation Code of the Philippines.



Tenth: 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 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 all the stock certificates issued by the corporation.

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