



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

Company Reg. No. 105622

**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

INSTITUTE OF INTERNAL AUDITORS PHILIPPINES, INC.
(Formerly: The Institute of Internal Auditors, Inc. Philippine Chapter)
(Amending the Prefatory Paragraph, Articles I, II & adding Articles VII, VIII & IX, thereby renumbering the succeeding article thereof.)

copy annexed, adopted on February 19, 2007 by majority vote of the Board of Trustees and by the vote of at least two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions 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.

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 10th day of July, Two Thousand Seven.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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City of Mandaluyong, Metro Manila

Company Reg. No. 105622

CERTIFICATE OF FILING

OF

AMENDED BY-LAWS

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended By-Laws of

INSTITUTE OF INTERNAL AUDITORS PHILIPPINES, INC.

(Formerly: The Institute of Internal Auditors, Inc.

Philippine Chapter)

copy annexed, adopted on February 19, 2007 by majority vote of the Board of Trustees and by the vote of at least two-thirds of the members, and certified under oath by the Corporate Secretary and majority of the said Board was approved by the Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68 approved on May 1, 1980, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have hereunto set my hand and cause the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 10th day of July, Two Thousand Seven.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department