

REPUBLIC OF THE PHILIPPINES

SECURITIES AND EXCHANGE COMMISSION

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

Company Reg. No. ASO95-008557

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

MINERALES INDUSTRIAS CORPORATION

(Formerly: MULTITECH INVESTMENTS CORP.) (Amending Articles I & II Primary Purpose thereof.)

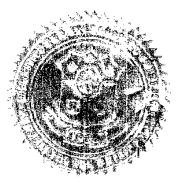
copy annexed, adopted on July 26, 2007 by majority vote of the Board of Directors and on August 31, 2007 by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Secretary and a majority of the Board of Directors of the 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 August of September, Two Thousand Seven.

JENITO A. CATARAN Director

Company Registration and Monitoring Department





COVER SHEET

•	A S O 9 5 0 0 8 5 5 7 SEC Registration Number					
MULTITECH IN	V E S T M E N T S					
CORPORATION						
(Cc	ompany's Full Name)					
UNIT 803 ORTI	GASBLDG					
ORTIGAS AVENU	JE PASIG CITY					
(Business Address	:: No., Street City / Town / Province)					
Atty, Yolanda M. Eleazar/	817-6791 to 95					
Atty. Ana Maria Katigbak Contact Person	Company Telephone Number					
	(Last Wednesday of July)					
1 2 3 1 Amende (Change Fiscal Year	d Articles of Incorporation of Name & Primary Purpose) FORM TYPE Month Day Annual Meeting					
N.A. Secondary License Type, If Applicable						
Dept Requiring this Doc	Amended Articles Number / Section					
	Total Amount of Borrowings					
Total No. of Stockholders	Domestic Foreign					
To be accomplis	hed by SEC Personnel concerned					
File Number	190 9-19 07					
Document 1D	Cashier					
STAMPS						
R	emarks: Please use BLACK ink for scanning purposes					

AMENDED

ARTICLES OF INCORPORATION

OF

MINERALES INDUSTRIAS CORPORATION

(Formerly: MULTITECH INVESTMENTS CORP.)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age and residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY

FIRST:

That the name of the said corporation shall be:

MINERALES INDUSTRIAS CORPORATION.1

SECOND:

That the purpose or purposes for which such corporation is formed

are:

¹ As amended at the Special Meeting of the Board of Directors and Annual Meeting of the Stockholders of the Corporation held on July 26, 2007 and August 31, 2007, respectively.

Primary Purpose

To engage, for itself and for others and/or in conjunction with interested parties, in the exploration, exploitation and development of the country's mineral resources consisting of precious metals, base metals, ferrous and non ferrous metals and other industrial minerals such as copper, nickel, gold, silver, platinum, tin, mercury, chromium, iron, manganese, lead, zinc, precious stones, fuels, including coal, minerals of all kinds, and all products and by-products of the foregoing; to invest in. acquire, purchase, hold, exchange, sell, dispose of, or otherwise encumber shares of stock or units of participation in companies engaged in the business of mining or operating or owning coal-fired electrical power plants and other similar businesses; to locate, search for, prospect, purchase, lease and otherwise acquire mining claims, ground or lodes and concessions anywhere in the Philippines and operate any such mining claims, grounds, lodes and concessions, on its own or in conjunction with third parties through joint ventures, strategic partnerships and other similar arrangements, by maintaining, conducting and carrying on the business of mining, extracting, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in precious metals, base metals, ferrous and non ferrous metals and industrial minerals and all products and by-products thereof of every kind and description and by whatever process the same can be or may hereafter be produced; and to purchase, lease or otherwise acquire mines, buildings, plants, machinery, tools and other properties whatsoever which the corporation may, from time to time, find to be to its advantage, to acquire, develop and utilize water rights in such manner as may be authorized or permitted by law, to purchase, hire, make, construct or otherwise, acquire, provide, maintain, equip, alter, erect, improve, repair, manage, work and operate private roads, telephone lines and other infrastructure as may be needed by the corporation in the pursuit of its business, without, however, engaging in the telecommunications business, to construct, maintain and operate shafts, tunnels, furnaces, concentrators, smelters, smelting plants and refineries, warehouses, factories, buildings, dwelling houses, engines, machinery, implements and other works, conveniences and properties of any description in connection with or which may be directly or indirectly conducive to any of the objects of the company, and to contribute to, subsidize, aid or otherwise take part in any such operations.2

² As amended at the Special Meeting of the Board of Directors and Annual Meeting of the Stockholders of the Corporation held on July 26, 2007 and August 31, 2007, respectively.

Secondary Purposes

- In the purchase, acquire, own, lease, self 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.
- 2. 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;
- 3. To invest and deal with the money 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:
- 4. 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,

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- 5. To enter into any lawful arrangement for sharing profits, union of interest, unionization or farmout agreement, 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;
- 6. To acquire or obtain from any government or authority, national, provincial, 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:
- 7. To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restriction 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:
- B: To conduct and transact any and all lawful business, 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 or the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

THIRD: That the place where the principal office of the corporation is to be established or located is at Pasig City. Philippines.

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And

FOURTH: That the term for which the said association is to exist is Fifty (50) years from and after the date of incorporation.

FIFTH: That the names, nationalities and residences of the incorporators of said corporation on are as follows:

Name	Nationality	Residence
TONY O. KING PACITA K. YAP FELISA D. KING ALBERTO TY JOSELYN S. CŲA	Filipino Filipino Filipino Filipino Filipino	3917 Sociego St., Sta. Mesa, Manila Unit 2301 23/F PSE Center, Pasig City 3917 Sociego St., Sta. Mesa, Manila 3219 Reposo St., San Juan, Metro Manila 1551 Bambang St., Sta. Cruz, Manila

SIXTH: That the number of directors of said corporation shall be <u>Seven (7)</u> and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: (Amended, October 23, 1997)

<u>Name</u>	<u>Nationality</u>	Residence
TONY O. KING	Filipino	3917 Sociego St., Sta. Mesa, Manila
PACITA K. YAP	Filipino	Unit 2301 PSE Center, Pasig
FELISA D. KING ALBERTO TY	Filipino Filipino	3917 Sociego St., Sta. Mesa: Manila 3219 Reposo St., San Juan/M. Manila
JOSELYN S. CUA	Filipino	1551 Bambang St., Sta Cruz, Manila

SEVENTH: That the authorized capital stock of said corporation is Two Hundred Forty Million Pesos (P240,000,000,00), Philippine Currency, and said capital stock is divided into Two Hundred Forty Million shares (240,000,000) with a par value of One Peso (P1.00) each.

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EIGHT: That the amount of said capital stock which has been actually subscribed is Sixty Million Pesos (Php 60,000,000,00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

		No. of	Amount		
Name	Citizenship	<u>Shares</u>	Subscribed		
TONY O. KING	Filipino	59,996,000	P 59,996.900,00		
PACITA K. YAP	Filipino	. 1,000	1,000.00		
FELISA D. KING	Filipino	1,000	1.000,00		
ALBERTO TY .	Filipino	1.000	1,000.00		
JOSELYN S. CUA	Filipino	1.000	1.000.00		
•		60.000.00 ɗ	P 60,000,000,00		

NINTH: That the following persons have paid on the shares of capital stock for which they have subscribed, the amount set out after their respective names:

<u>Name</u>	•	Amount Paid
TONY O. KING		P 59.996.000.00
PACITA K. YAP		1,000.00
FELISA D. KING		1.000.00
ÄLBERTO TY	•	1.000.00
JOSELYN S. CUA	, ` • < •	P 1, 6 00.00
	* 🐗 🐍	P 60.000,000.00

TENTH: That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed or permitted to be recorded in the books of the corporation. This restriction shall be printed or indicated in all the certificates of stock to be issued by the corporation.

ELEVENTH: That PACITA K, YAP has been elected by the subscribers as Treasurer of the corporation to act as such until his/her successor is duly elected and shall

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have qualified in accordance with the by-laws; and that, as such Treasurer, he/she has been authorized to receive for the corporation, and to issue in its name receipts for, all subscription paid in by the subscribers.

TWELFTH: That the stockholders of the corporation shall have no preemptive right to subscribe to all issues or disposition of any class of shares of stock of the corporation. (New, October 23, 1997)

IN WITNESS WHEREOF, we have hereunto set our hands, this 28th day of August 1995 at Pasig. Philippines.

Sgd. JOSELYNS, CUA

Sgd. TONY O. KING

Sgd. FELISA D. KING

Sgd. PACITA K, YAP

Sgd. ALBERTO TY

Signed in the presence of:

Sed (illegible)

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Sud. (illegible)

Done

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES

City of Makati

) S.S.

BEFORE ME, a Notary Public, in and for the City of Makati, Philippines, this 28th day of August 1995, personally appeared:

Name	Com. Tax Cert. No.	Date/Place Issued
TONY O. KING	23514550	1-31-95/Manila
PACITA K. YAP	3592312	1-18-95/Pasig City
FELISA D. KING	1280000C	2-24-95/Quezon City
ALBERTO TY	80398334	1-16-95/San Juan, M. M.
JOSELYN S. CUA	280443	1-31-95/Manila

all known to me and to me known to be the same persons who executed the foregoing Articles of Interporation and they acknowledge to me that the same is their free and yolulianty act and deed.

IN TESTIMONY WHEREOF: I have hereunto set my hand and affixed my notorial seal on the date and at the place first above-written.

JENETTE MARIE B. CRISOLOGO NOTARY PUBLIC Until Dec. 31, 1996 PTR No. 3261838 Issued on May 4, 1995 Issued at City of Makati

Doc. No. 4; Page No. 1; Book No. 1; Series of 1995.

Mylled James



Republic of the Philippines SECURITIES AND EXCHANGE COMMISSION

Reservation Payment Confirmation

This certifies that the name MINERALES INDUSTRIAS CORPORATION has been reserved from July 11, 2007 to October 9, 2007.

Reference Reservation Number (RRN): RRN20070711133416399

Type of Industry: Metallic Core Mining

Breakdown of Fees:

Reservation Fee: Php 40.00

TOTAL: Plip 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 nutilifies 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 Teller

Stamp Number; 536830



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Republic of the Philippines

SECURITIES AND EXCHANGE COMMISSION

Reservation Payment Confirmation

This certifies that the name MINERALES INDUSTRIAS CORPORATION has been reserved from July 11, 2007 to September 9, 2007.

Reference Reservation Number (RRN): RRN20070711133416399

Type of Industry: Metallic Core Mining

Breakdown of Fees:

Reservation Fee: Php 80,00

TOTAL: Php 80.00

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.

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DIRECTORS' CERTIFICATE OF AMENDMENT OF THE

AMENDED ARTICLES OF INCORPORATION

SEP 19 2007

SEP 19 2007

CLASSIC RECEIVING AND RECORDS PIVISION

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of

MULTITECH INVESTMENTS CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being at least a majority of the members of the Board of Directors of MULTITECH INVESTMENTS CORP! (the "Corporation"), a corporation organized and existing under the laws of the Philippines, together with the Chairman and Secretary of the special meeting of stockholders held on August 31, 2007, at the Valle verde Country Club, Pasig City:

DO HEREBY CERTIFY:

- 1. That during the special meeting of the Board of Directors held on July 26, 2007, and the annual meeting of the stockholders held last August 31, 2007 at the Valle Verde Country Club, Pasig City, the Board of Directors, by majority vote and the stockholders representing at least 2/3 of the Corporation's outstanding capital stock, duly approved:
 - a. the amendment of Article First of the Corporation's Amended Articles of Incorporation to change the name of the Corporation from Multitech Investments Corporation to Minerales Industrias Corporation; and
 - b. the amendment of Article Second of the Corporation's Amended Articles of Incorporation to change the primary purpose clause of the Corporation, to reflect the shift from being an investment company to a mining company.
- 2. That attached hereto is a true and correct copy of the Amended Articles of Incorporation of the Corporation incorporating the said amendments.

IN WITNESS WHEREOF, the undersigned directors, Chairman and Secretary of Multitech Investments Corporation have hereunto set their hands on September 12, 2007, at Makati City.

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ATTEST:

GÉNER T. MENDOZA

Chairman/Director TIN: 102-092-109

ANA MARIA KATIGBAK Corporate Sentetary TIN: 173-182-955

RAMONCITO CABALU

Director

TIN: 142-163-350

EDGARDO DEJ FONSO Director

TIN: 108-153-265

VICTOR ELEAZAR Director TIN: 132-006-432

ISABEI THE WERCADO

Director TIN: 150-131-757

VICTORIA M. VASQ

Director

TIN: 106-222-168

REPUBLIC OF THE PHILIPPINES)) S.S. day of SEP 1 2 2007 SUBSCIMBED MAND SWORN to before me this _____ , affiants exhibiting to me their community tax 2007, at certificate/passport numbers as follows: CTC/Passport Nos. Date/Place Issued Name 01-11-2007/Makati City 15118146 Gener T. Mendoza 01-18-2007/Calanag, Quezon Victor Y. Eleazar 15483873 01-08-2007/Pasig City Isabelita P. Mercado 06888498 01-16-2007/Makati City Edgardo Del Fonso 15128022 01-04-2007/Quezon City 07479489 Ramoncito Cabalu 01-08-2007/Quezon City Victoria M. Vasquez 07487267 14741905 01-18-2007/Manila William D. Ty 01-30-2007/Makati City Ana Maria Katigbak 17674775 IN WITNESS WHEREOF, I hereunto affixed my hand and notarial seal this day of grp 1 2 7001 2007, at GIT ; OF MAHA! .

Doc. No. 318; Page No. 61; Book No. xwll; Series of 2007. ATTY GERVACIO B. UKTIZ.IK
NUTARY PUBLIC
UMIL DECEMBER 3 1/200 i
PTR HO. 0017551
APPT. M - 84/2007 TO 2008
IBP NO. 656155 - LIFETIME MEMBE
RULT NO 2009

AFFIDAVIT OF UNDERTAKING TO CHANGE NAME

I, ANA MARIA KATIGBAK-LIM, of legal age, Filipino citizen, being the duly elected and qualified Corporate Secretary of MINERALES INDUSTRIAS CORPORATION (formerly MULTITECH INVESTMENTS CORPORATION) (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, having its principal office at c/o Rm 803, Ortigas Bldg., Ortigas Center, Pasig City, under oath, hereby depose and state that:

- 1. I, on behalf of the Corporation, hereby undertake to change its corporate 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 the other name already protected by law or is patently deceptive, confusing or contrary to existing laws.
- 2. 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	have	hereunto	set	my	hand	this
SEP 0 7 2007	at		MAKA	CICITY			<u></u> .	

ANA MARIA KATIGBAK-LIM Afriant

SUBSCRIBED AND SWORN to before me this SEP 0 7 2007

affiant exhibiting to me her Community Tax Certificate No. 17.7177 issued on Jan 70,2407 in Market City Metro Manila.

Doc. No. 12; Page No. 4; Book No. 1; Series of 2007. ALAN designative O. TAN
Appointment No. M-594
Notary Public - City of Makati
Until 31 December 2008
Castillo Laman Tan Pastaleon
& San Jose Law Firm
The Valero Tower, 122 Valero Street
Salcedo Village, Makati City
PTR No. 0613398;05-10-07;Makati City
IBP No. 713567;04-20-07;Batanes Chapter

] YES INDICATE START (If NEW) OR END DATE OF RELATIONSHIP **END DATE** STOCKHOLDERS (if stock co.) CHANGE BY PRIMARY PURPOSE PARTNERS (if partnership): N/A | STOCKHOLDERS (if sto HIP (Of non-stock | TOTAL CONTRIBUTION (Of domestic partnership) []F-FINANCIAL INSTITUTION []Z-EPZA REGISTERED []B-BOI REGISTERED Refer to the back of this page for additional instructions Foreign: START DATE ANNUAL MEETING (For domestic companies only) TRANSACTION DATE [X]F - FIXËD (MM/DD) []V-VARIABLE: O - OTHERS FAX NO. . DATE: SEPTEMBER 11, 2007 CHANGE FROM STOCK TO NON-STOCK FAXNO DATA ENCODED BY: DATE ENCODED: Filipino: S – PARENT COMPANY (if registrant is a subsidiary) A – AFFILIATE (Of registrant) |] H – RA HOLDING |] R – FLA REPRESENTATIVE OFF |] S – SUBIC REGISTERED COMPANY DATA MAINTENANCE FORM GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION SEC NUMBER AS095-008557

FILL-UP INSTRUCTIONS - Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Check appropriate boxes.

FILL-UP ONLY THOSE ITEMS FOR WHICH AMENDMENTS OR CHANGES ARE TO BE MADE. Reference to the must always be provided).

CURRENT COMPANY NAME. (This must always be provided).

MULTITECH INVESTMENTS CORPORATION DIRECTORS (if stock co.): 7 | TRUSTEES (if non-stock co.): N/A | PARTNERS (if pacK CORPORA- | TOTAL CONTRIBUTION (Of non-stock | % OF FOREIGN MEMBERSHIP (Of non-stock companies) | companies) FOR SEC TO PROVIDE: MAINTENANCE NO. c/a 817-6791 c/o 817-6791 COMPANY TYPE IX DS - DOMESTIC STOCK [] DN - DOMESTIC NON-STOCK [] DP - DOMESTIC PARTNERSHIP PRINCIPAL OFFICE ADDRESS
e/o Rm 803, Ortigas Bldg, Ortigas Center, Pasig City
AREA CODE (FOR DOMESTIC COMPANIES ONLY) FISCAL YEAR END (MM/DD) TEL. NO. POSITION: CORPORATE SECRETARY COMPANY RELATIONSHIP – List all companies related to registrant. (Use additional sheets, if necessary.)

RELATIONSHIP TYPE M – DISSOLVED COMPANY (if change of company type) A – AFFILIATE (RELN TYPE) [] N - NO SPECIAL REGISTRATION [] E - FLA EXPORT [] D - FLA DOMESTIC END DATE OF EXISTENCE | FISCAL) DATA CONTROL CLERK: DATE REVIEWED: NEW COMPANY NAME
MINERALES INDUSTRIAS CORPORATION COMPANY NAME ETE) RELATIONSHIP POSTAL CODE TYPE OF ENTERPRISE BUSINESS OFFICE ADDRESS do Rm. 803, Ortigas Bldg., Ortigas Center, Pasig City YEARS OR D (DEL RECT: A CLASSING, OR D. (L. RECT: A ANA MARIA KATIGBAK-LIM TERM OF EXISTENCE (Signature over printed-hame)
PROCESSING ATTORNEY:
DATE RECEIVED: SEC NUMBER TYPE OF NON-STOCK CORPORA-TION (Refer to back of page for 2 AS095-008557 MAIN NO - A (NEW), E (UPDATE CERTIFIED CORRECT: // BUSINESS INFORMATION PARTNERSHIP TYPE RESERVATION NUMBER RRN20070711133416399 []L-LIMITED []G-GENERAL INDUSTRY CODE RELN TYPE the classifications) SEC NUMBER CDMF 96-1DS 1 1 1 1 AREA CODE NUMBER OF MAIN NO