



FLOORBALL PHILIPPINES, Inc.

SEC Reg. No.: CN201106035; TIN: 008-023-075-000

40 Scout Borromeo St., Brgy. South Triangle, Quezon City, M.M. 1103, Philippines

Tel. No.: +632.348.2067; Mobile: +63922.845.3696; E-mail: flbphil@gmail.com

April 13, 2011

**The IFF Central Board
International Floorball Federation
Alakiventie 2, FIN-00920 Helsinki, Finland**

For the **IFF Central Board**:

Hereby the **Floorball Philippines, Inc.** with the headquarters located at **40 Scout Borromeo St., South Triangle, Quezon City, Metro Manila 1103, Philippines** applies for membership in the International Floorball Federation.

Floorball Philippines, Inc. is a registered association approved by the **Securities and Exchange Commission of the Republic of the Philippines** on the 4th day of April, 2011 in Mandaluyong City, Metro Manila, Philippines. Attached herewith are the Articles of Incorporation, By-Laws, and the Certificate of Incorporation of the association.

The **purpose of this association** is

- a) To promote, enhance, inculcate to the public and the community the social and health benefits of engaging in Floorball.
- b) To instill friendship, camaraderie and goodwill among the members within and with other related associations.
- c) To undertake or participate in training, seminar, symposium, or lecture series regarding Floorball.
- d) To get involve in civic projects or voluntary work to the community.
- e) To participate in various competitions in order to achieve a sense of sportsmanship, and self-confidence among the members and other participants.

The number of **trustees (board members) of the association** is eight (8) and the names and addresses of the trustees who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

Name	Address
Mr. Jose R. Andes (C)	8 Elm St., Fairview, Quezon City, Metro Manila (M.M), Philippines
Mr. Felimon G. Casuga	Unit 12 Bldg. 2, University Ave., UP Bliss, Quezon City, M.M., Philippines
Mr. Ryan D. Elizaga	B6 L17 Galaxy St., Bagumbong, Kalookan City, M.M., Philippines
Mrs. Emily Ann L. Palaruan	8 Elm St., Fairview, Quezon City, M.M., Philippines
Atty. Ricardo M. Pilares III	Unit 108 Hudson Bldg., Dr. Sixto Antonio Ave., Caniogan, Pasig City, M.M., Philippines
Mr. Ralph Andrew A. Ramos	7B Cavite St., Paltok, Quezon City, M.M., Philippines
Mr. Arsenio C. Tado	84 Tiermas East St., Bagong Barrio, Kalookan City, M.M., Philippines
Mr. Michael L. Tolentino	3 Luwalhati St., Rosario, Pasig City, M.M., Philippines

C- Chairman of the Board of Trustees

The **officers of the association** shall be a President, a Vice President, a Secretary, and a Treasurer and the names and addresses of the officers are as follows:

Name	Position	Address
Mr. Ryan D. Elizaga	President	B6 L17 Galaxy St., Bagumbong, Kalookan City, M.M., Philippines
Mr. Arsenio C. Tado	Vice President	84 Tiermas East St., Bagong Barrio, Kalookan City, M.M., Philippines
Mr. Ralph Andrew A. Ramos	Secretary	7B Cavite St., Paltok, Quezon City, M.M., Philippines
Mr. Felimon G. Casuga	Treasurer	Unit 12 Bldg. 2, University Ave., UP Bliss, Quezon City, M.M., Philippines



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Tel. No.: +632.348.2067; Mobile: +63922.845.3696; E-mail: flbphils@gmail.com

The Floorball Philippines, Inc. hereby certify that if approved to become an IFF Member, the association **will be bound by and obey the statutes and regulations** of the International Floorball Federation and is **committed to furthering the purposes of the Federation**.

Hoping for your kind consideration. Thank you.

Respectfully yours,

A handwritten signature in black ink, appearing to read 'Ryan D. Elizaga', is written over the printed name.

Mr. Ryan D. Elizaga

President

Floorball Philippines, Inc.



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. CN201106035

COMPANY TIN 008-023-075

CERTIFICATE OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

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

FLOORBALL PHILIPPINES INC.

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation in accordance with the Corporation Code of the Philippines (Batas Pambansa Blg.68), and copies of said Articles and By-Laws are hereto attached.

This Certificate grants juridical personality to the corporation but 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.

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 at Mandaluyong City, Metro Manila, Philippines, this 4th day of April, Twenty Eleven.



Benito A. Cataran
BENITO A. CATARAN
Director

Company Registration and Monitoring Department



ACKNOWLEDGEMENT

Republic of the Philippines)

PASIG CITY S.S.
)

BEFORE ME, a Notary Public in and for PASIG CITY Philippines, this _____ day of
MAR 31 2011 personally appeared :

Name	Community Tax Certificate No.	Date Issued	Place Issued
RALPH ANDREW A. RAMOS	20079264	2011/01/28	Quezon City
JOSE R. ANDES	20127272	2011/03/02	Quezon City
RYAN D. ELIZAGA	16195653	2011/03/01	Kalookan City
ARSENIO TADO	16261726	2011/02/01	Kalookan City
FELIMON CASUGA	20099066	2011/03/07	Quezon City
EMILY ANN L. PALARUAN			
MICHAEL L. TOLENTINO	21654284	2011/03/23	Makati City
RICARDO M. PILARES III			


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 hands and affixed my notarial seal on the date and at the place first above written.

NOTARY PUBLIC

Until Dec. 31, _____

Doc. No. 3/3 ;
Page No. 63 ;
Book No. 794V ;
Series of 204 ;


ATTY. RAMON L. CAPIO
NOTARY PUBLIC
Until December 31, 2012
Roll No. 22,172 TIN 106-918-897
IBP No. 839560 MCLÉ No. 111 - 10014306
PTR No. 6515333 Issued on Jan. 3, 2011 at Pasig City

ARTICLES OF INCORPORATION OF

FLOORBALL PHILIPPINES 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 non-stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY :

FIRST : That the name of this corporation shall be:
FLOORBALL PHILIPPINES INC.

SECOND : A. That the purpose of this association is

To promote, enhance, inculcate to the public and the community the social and health benefits of engaging in Floorball (sport).

To instill friendship, camaraderie and goodwill among the members within and with other related associations.

To undertake or participate in training, seminars, symposium, or lecture series regarding the aforementioned sport.

To get involve in civic projects or voluntary work to the community.

To participate in various competitions in order to achieve a sense of sportsmanship, and self-confidence among the members and other participants.

THIRD : That the place where the principal office of the association is to be established is at:

No./Street : 40 Scout Borromeo (If applicable)

Barangay: South Triangle

City/Town: Quezon City

Province: Metro Manila

Country: Philippines

FOURTH : That the term for which the association 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 Residence)
JOSE R. ANDES	Filipino	8 Elm Fairview Quezon City Metro Manila Philippines
FELIMON G. CASUGA	Filipino	Unit 12 Bldg 2 University Avenue Up Bliss Quezon City Metro Manila Philippines
RYAN D. ELIZAGA	Filipino	B6 L17 Galaxy Bagumbong Kalookan City Metro Manila Philippines
EMILY ANN L. PALARUAN	Filipino	8 Elm Fairview Quezon City Metro Manila Philippines
RICARDO M. PILARES III	Filipino	Unit 108 Hudson Bldg. Dr. Sixto Antonio Avenue Caniogan Pasig Metro Manila Philippines
RALPH ANDREW A. RAMOS	Filipino	7B Cavite Paltok Quezon City Metro Manila Philippines
ARSENIO C. TADO	Filipino	84 Tiermas East Bagong Barrio Kalookan City Metro Manila Philippines
MICHAEL L. TOLENTINO	Filipino	3 Luwalhati Rosario Pasig Metro Manila Philippines

[1]

SIXTH : That the number of trustees of the association is Eight (8) and that the names, nationalities and residences of the trustees who are to serve until their successors are elected and qualified as provided by the by-laws are as follows :

Name	Nationality	Residence (Complete Residence)
JOSE R. ANDES	Filipino	8 Elm Fairview Quezon City Metro Manila Philippines
FELIMON G. CASUGA	Filipino	Unit 12 Bldg 2 University Avenue Up Bliss Quezon City Metro Manila Philippines
RYAN D. ELIZAGA	Filipino	B6 L17 Galaxy Bagumbong Kalookan City Metro Manila Philippines
EMILY ANN L. PALARUAN	Filipino	8 Elm Fairview Quezon City Metro Manila Philippines
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RALPH ANDREW A. RAMOS	Filipino	7B Cavite Paltok Quezon City Metro Manila Philippines
ARSENIO C. TADO	Filipino	84 Tiermas East Bagong Barrio Kalookan City Metro Manila Philippines
MICHAEL L. TOLENTINO	Filipino	3 Luwalhati Rosario Pasig Metro Manila Philippines

SEVENTH : That the capital of the association was contributed by the incorporators and trustees who are also members of the association as follows:

Name	Contribution
JOSE R. ANDES	P100.00
FELIMON G. CASUGA	P100.00
RYAN D. ELIZAGA	P100.00
EMILY ANN L. PALARUAN	P100.00
RICARDO M. PILARES III	P100.00
RALPH ANDREW A. RAMOS	P100.00
ARSENIO C. TADO	P100.00
MICHAEL L. TOLENTINO	P100.00
TOTAL :	P800.00

- With list of additional members, certified by the Secretary under oath and marked as Annex "A".
 No list of additional members attached.

EIGHTH : That no part of the income which the association may obtain as an incident to its operation shall be distributed as dividends to its members, trustees or officers subject to the provisions of the Corporation Code on dissolution. Any profit obtained by the association as a result of its operation, whenever necessary or proper shall be used for the furtherance of the purposes enumerated in Article II, subject to the provision of Title XI of the Corporation Code of the Philippines.

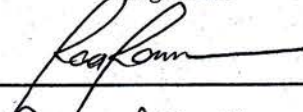
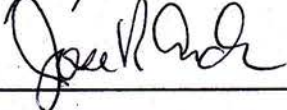
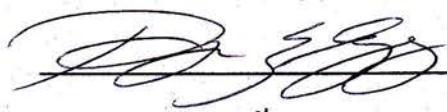


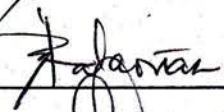
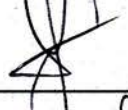
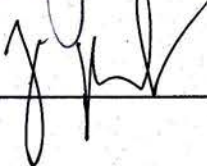
NINTH: That FELIMON G. CASUGA has been elected by the members as treasurer of the association to act as

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 association, all contributions or donations paid or given by the members.

TENTH: 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.

ELEVENTH: That the association shall comply with the requirements for non-stock corporations in the course of its operation.

In Witness whereof, we have hereunto signed this Articles of Incorporation, this 28th day of March 2011 in the City/Municipality of Quezon City Province of NCR, Philippines.

Name	Signature
<u>RALPH ANDREW A. RAMOS</u> 297-197-274-000	
<u>JOSE R. ANDES</u> 137-314-916-000	
<u>RYAN D. ELIZAGA</u> 228-278-519-000	
<u>ARSENIO TADO</u> 165-108-436-000	
<u>FELIMON CASUGA</u> 116-764-636-000	
<u>EMILY ANN L. PALARUAN</u> 427-350-493-000	
<u>MICHAEL L. TOLENTINO</u> 138-058-606-000	
<u>RICARDO M. PILARES III</u> 250-582-495-000	

BY-LAWS OF

FLOORBALL PHILIPPINES INC.

(Name of Corporation)

ARTICLE I

MEETING

Section 1. Annual meetings - The annual meetings of the members shall be held at the principal office of the association every April 30 of each year. The President shall render his annual report to the members regarding the activities of the association. The election of directors shall also be held during this regular meeting.

Section 2. Special meetings - Special meetings of the members shall be called as the need thereof arises, by the Board of Trustees or the President or upon petition of 1/3 of the general membership.

Section 3. Notices - Notices of the time and place of annual, and special meetings of the members shall be given either personally or by special delivery mail, at least two (2) weeks before the date set for such meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting.

Section 4. Quorum - A quorum for any meeting of the members shall consist of a majority of the members and a majority of such quorum may decide any question at the meeting, except those matters where the Corporation Code requires the affirmative vote of a greater proportion.

Section 5. Order of Business - The order of business at the annual meeting of the members shall be as follows:

- a. Proof of service of the required notice of the meeting.
- b. Proof of the presence of a quorum.
- c. Reading and approval of the minutes of the previous annual meeting.
- d. Unfinished business.
- e. Report of the President.
- f. Election of the Trustees for the ensuing year.
- g. Other matters.

Section 6. Voting Proxy - Members shall be entitled to one vote, and they may vote either in person or by proxy which shall be in writing and filed with the Secretary of the association before the scheduled meeting.

ARTICLE II

TRUSTEES

Section 1. Board of Trustees - The corporate powers of the association shall be exercised, its business conducted and its property controlled by the Board of Trustees.

Section 2. Qualifications - The trustees to be elected must be of legal age and members of the association.

Section 3. Disqualification of Trustees or Officers - No members convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of the Corporation Code of the Philippines committed within five (5) years prior to the date of his election or appointment, shall qualify as a trustee or officer.

Section 4. Term of Office of Trustees - The trustees shall hold office for one year and until their successors are duly elected and qualified.

ARTICLE III

OFFICERS

Section 1. Officers - The officers of the association shall be a President, a Vice-President, a Secretary, and a Treasurer. They shall be elected by the Board of Trustees from among themselves. The Board may combine compatible officers in a single person.

Section 2. Term of Office of Officers - All officers of the association shall hold office for one year and until their successors are duly elected and qualified.

ARTICLE IV

FUNCTION & POWERS OF OFFICERS

Section 1. President - The President shall be the Chief Executive Officer of the association. He shall preside in all meetings of the members of the association.

He shall execute all resolutions of the Board of Trustees. He shall be charged with directing and overseeing the activities of the association. He shall submit to the Board as soon as possible after the close of each fiscal year, and to the members of each annual meeting, a complete report of the activities and operations of the association for the fiscal year under his term.

Section 2. Vice-President - The Vice-President, if qualified, shall exercise all powers and perform all duties of the President during the absence or incapacity of the latter and shall perform duties that maybe assigned by the Board of Trustees.

Section 3. Secretary - The Secretary shall give all notices required by these by-laws and keep the minutes of all meetings of the members and of the Board of Trustees in a book kept for the purpose. He shall kept the seal of the association and affix such seal to any paper or instrument requiring the same. He shall have custody of the members register and the correspondence files of the association. He shall also perform all such other duties and work as the Board of Trustees may from time to time assign to him.

Section 4. Treasurer - The Treasurer shall have charge of the funds, receipts and disbursements of the association. He shall keep all moneys and other valuables of the association in such banks as the Board of Trustees may designate. He shall keep and have be charge of the books of accounts. He shall also perform such other duties and functions as may be assigned to him from time to time by the Board of Trustees. He shall post a bond in such amount as may be fixed by the Board of Trustees.

ARTICLE V MEMBERS

Section 1. Qualifications for Membership - The board shall determine the qualifications of an applicant for membership.

Section 2. Rights of Members - A member shall have the following rights:

- a. To exercise the rights to vote on all matter relating to the affairs of the association;
- b. To be eligible to any elective or appointive office of the association;
- c. To participate in all deliberations / meetings of the association;
- d. To avail of all the facilities of the association;
- e. To examine all the records or books of the association during business hours.

Section 3. Duties and Responsibilities of the Members - A member shall have the following duties and responsibilities;

- a. To obey and comply with the by-laws, rules and regulations that may be promulgated by the association from time to time;
- b. To attend all meetings that may be called by the Board of Trustees;
- c. To pay membership dues and other assessments of the association.

ARTICLE VI
SUSPENSION, EXPULSION AND TERMINATION OF MEMBERSHIP

Suspension , expulsion and termination of membership, shall be in accordance with the rules and regulations of the association

Any member of the association may file charges against a member by filing a written complaint with the Secretary of the Association. The Board of Trustees shall call a special meeting to consider the charges. The affirmative vote of majority of all the trustees shall be necessary to suspend a member; Provided that where the penalty is expulsion, the affirmative vote of majority of all the members of the association shall be necessary.

ARTICLE VII
FUND

Section 1. Funds - The funds of the association shall be derived from admission fees, annual dues and special assessments of members, gifts, or donations.

Section 2. Disbursements - Withdrawal from the funds of the association, whether by check or any other instrument shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

Section 3. Fiscal Year - The fiscal year of the association shall be from April 01 to March 31 of the following year.

ARTICLE VIII
CORPORATE SEAL


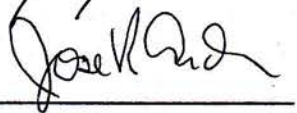
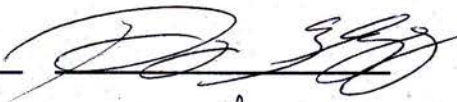


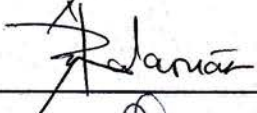

Section 1. Form - The corporate seal of the association shall be in such form and design as may be determined by the Board.

ARTICLE IX
AMENDMENTS OF THE BY-LAWS

Section 1. Amendments - These by-laws , or any provision thereof, may be amended, repealed or new by-laws adopted by a majority vote of the members and by a majority vote of the Trustees at any regular or special meeting duly held for the purpose.

Adopted this 8 day of March, 2011 in Quezon City by the affirmative vote of the undersigned members representing a majority of the members of the association in a special meeting duly held for the purpose.

(Note: 1. If filed with Articles of Incorporation, these by-laws should be signed by all incorporators; 2. If filed after incorporation, should be signed by majority of the members and should submit trustees certificate for the adoption of the by-laws)

Name	Signature
<u>RALPH ANDREW A. RAMOS</u>	
<u>JOSE R. ANDES</u>	
<u>RYAN D. ELIZAGA</u>	
<u>ARSENIO TADO</u>	
<u>FELIMON CASUGA</u>	
<u>EMILY ANN L. PALARUAN</u>	
<u>MICHAEL L. TOLENTINO</u>	
<u>RICARDO M. PILARES III</u>	