

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) S.S.

**SECRETARY'S CERTIFICATE**

I, **ANNA TERESA M. GOZON-ABROGAR**, of legal age, Filipino, and with office address at 15th Floor, Sagittarius Condominium, H.V. dela Costa St., Salcedo Village, Makati City, hereby state and certify:

1. I am the Corporate Secretary of **GMA HOLDINGS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines.
2. As Corporate Secretary, I have custody of the corporate books and records of the Corporation.
3. The meetings of the Board of Directors of the Corporation for the year 2007 were held on the following dates:  

a)	March 29	d)	July 2
b)	April 26	e)	July 23
c)	May 18		
4. The following members of the Board of Directors of the Corporation attended the board meetings of the Corporation on the dates set forth opposite their respective names:

Name	Meetings Attended for the Year 2007
Felipe L. Gozon	March 29, April 26, May 18, July 2, July 19 & July 23 , 2007
Gilberto R. Duavit, Jr.	March 29, April 26, May 18, July 2, July 19 & July 23 , 2007
Joel Marcelo G. Jimenez	March 29, April 26, May 18, July 2, July 19 & July 23 , 2007
Anna-Teresa M. Gozon-Abrogar	March 29, April 26, May 18, July 2, July 19 & July 23 , 2007
Felipe S. Yalong	March 29, April 26, May 18, July 2, July 19 & July 23 , 2007
Manuel P. Quiogue	March 29, April 26, May 18, July 2 , July 19 & July 23 , 2007


IN WITNESS WHEREOF, I have hereunto affixed my signature this \_\_\_\_ day of January 2008 at Makati City.


  
**ANNA TERESA M. GOZON-ABROGAR**  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this <sup>JAN 30 2008</sup> day of January 2008 at Makati City affiant exhibiting to me her Community Tax Certificate No. 06233465 issued on January 8, 2007 at Makati City as well as her TIN I.D. No. 902-450-132.

Doc. No. 267; Page No. 55  
Book No. 222. Series of 2008.

ATTESTED BY:

  
**FELIPE L. GOZON**  
Chairman of the Board

  
**BUENAVENTURA U. MENDOZA**  
Notary Public for Makati City  
Until December 31, 2008  
PTR No. 0267311 Jan. 2, 2007  
Makati City-JBP No. 691494  
Roll No. 31206