



REPUBLIC OF THE PHILIPPINES)
 CITY OF MAKATI) SS.

SECRETARY'S CERTIFICATE

I, **RENATO O. MARZAN**, being the duly elected, qualified and incumbent Assistant Corporate Secretary of **AYALA LAND, INC.** (the "Corporation"),

DO HEREBY CERTIFY:

1. That the record of attendance of the Company's directors during the board meetings held for the year 2007 meets the Securities and Exchange Commission's requirement of more than 50% attendance as indicated below:

Director	Regular Meetings				Special Meetings		Annual Stockholders' Meeting & Organizational Meeting	Special Stockholders' Meeting	Percentage
	Feb. 13	May 8	Aug. 9	Nov. 20	Feb. 1	July 5	March 28	Aug. 28	
Fernando Zobel de Ayala	P	P	P	P	P	P	P	P	100.00%
Jaime Augusto Zobel de Ayala II	P	P	P	A	P	A	P	P	75.00%
Jaime I. Ayala	P	P	P	P	P	P	P	P	100.00%
Delfin L. Lazaro	P	P	P	P	P	P	P	P	100.00%
Mercedita S. Nolleto	P	P	P	P	P	P	P	A	87.50%
Leandro Y. Locsin, Jr.	P	A	P	P	P	P	P	P	87.50%
Aurelio R. Montinola III	P	P	P	A	P	P	P	P	87.50%
Corazon S. de la Paz	P	P	P	P	P	A	P	P	87.50%
Ramon R. del Rosario, Jr.	P	P	P	P	P	P	A	P	87.50%

Legend:
 P – Present
 A – Absent


2. That I execute this Certification to attest to the truth of the foregoing facts.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 3rd day of January 2008 at Makati City.


RENATO O. MARZAN
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this 3rd day of January 2008 at Makati City, affiant exhibiting to me his Community Tax Certificate No. 17670131 issued on 26 January 2007 at Makati City.

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RENATO O. SERO
Notary Public Until 31 Dec. 2008
PTR No. 6511 - 05 Jan. 2007
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