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FIRST DIVISION

[G.R. No. 152542. July 8, 2004]

MONFORT HERMANOS AGRICULTURAL DEVELOPMENT CORPORATION, as represented by MA. ANTONIA M. SALVATIERRA, *petitioner, vs.* **ANTONIO B. MONFORT III, MA. LUISA MONFORT ASCALON, ILDEFONSO B. MONFORT, ALFREDO B. MONFORT, CARLOS M. RODRIGUEZ, EMILY FRANCISCA R. DOLIQUEZ, ENCARNACION CECILIA R. PAYLADO, JOSE MARTIN M. RODRIGUEZ and COURT OF APPEALS**, *respondents.*

[G.R. No. 155472. July 8, 2004]

ANTONIO B. MONFORT III, MA. LUISA MONFORT ASCALON, ILDEFONSO B. MONFORT, ALFREDO B. MONFORT, CARLOS M. RODRIGUEZ, EMILY FRANCISCA R. DOLIQUEZ, ENCARNACION CECILIA R. PAYLADO, JOSE MARTIN M. RODRIGUEZ, *petitioners, vs.* **HON. COURT OF APPEALS, MONFORT HERMANOS AGRICULTURAL DEVELOPMENT CORPORATION, as represented by MA. ANTONIA M. SALVATIERRA, and RAMON H. MONFORT,** *respondents.*

SYNOPSIS

The case at bar involved the issue of capacity to sue of the officers of the corporation who filed a complaint for forcible entry and replevin on behalf of the corporation. The petition in G.R. No. 152542 assailed the decision of the Court of Appeals which ruled that Ma. Antonia M. Salvatierra, President of Monfort Hermanos Agricultural Development Corporation, had no legal capacity to represent the corporation in the forcible entry case before the Municipal Trial Court of Cadiz City. On the other hand, the petition in G.R. No. 155472 sought to set

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aside the Decision of the Court of Appeals where it refused to address, on jurisdictional considerations, the issue of Ma. Antonia M. Salvatierra's capacity to file a complaint for replevin on behalf of the corporation before the Regional Trial Court of Cadiz City. The group of Antonio Monfort III claimed that the March 31, 1997 Board Resolution authorizing Ma. Antonia M. Salvatierra and/or Ramon H. Monfort to represent the corporation was void because the purported Members of the Board who passed the same were not validly elected officers of the corporation.

A corporation has no power except those expressly conferred on it by the Corporation Code and those that are implied or incidental to its existence. In turn, a corporation exercises said powers through its board of directors and/or its duly authorized officers and agents. Thus, it has been observed that the power of a corporation to sue and be sued in any court is lodged with the board of directors that exercises its corporate powers. Corollary thereto, corporations are required under Section 26 of the Corporation Code to submit to the SEC within thirty days after the election the names, nationalities and residences of the elected directors, trustees and officers of the Corporation. In the instant case, four of the six signatories to the March 31, 1997 Board Resolution authorizing Ma. Antonia M. Salvatierra and/or Ramon H. Monfort to represent the corporation did not appear in the 1996 General Information Sheet submitted by the corporation with the SEC. The said four Directors were allegedly elected on October 16, 1996 but the SEC was informed thereof more than two years later, or on November 11, 1998. The corporation even failed to prove that the October 16, 1996 Minutes was submitted to the SEC. In fact, the 1997 General Information Sheet submitted by the corporation does not reflect the names of the said four Directors. There is thus a doubt as to whether the four signatories were indeed duly elected Members of the Board legally constituted to bring suit in behalf of the Corporation.

SYLLABUS

1. COMMERCIAL LAW; CORPORATION LAW; CORPORATIONS; POWER THEREOF TO SUE AND BE SUED IN ANY COURT IS LODGED WITH THE BOARD OF DIRECTORS; CASE AT BAR.— A corporation has no power except those expressly

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conferred on it by the Corporation Code and those that are implied or incidental to its existence. In turn, a corporation exercises said powers through its board of directors and/or its duly authorized officers and agents. Thus, it has been observed that the power of a corporation to sue and be sued in any court is lodged with the board of directors that exercises its corporate powers. In turn, physical acts of the corporation, like the signing of documents, can be performed only by natural persons duly authorized for the purpose by corporate by-laws or by a specific act of the board of directors.

2. **ID.; ID.; ID.; REQUIRED TO SUBMIT TO THE SECURITIES AND EXCHANGE COMMISSION A GENERAL INFORMATION SHEET WITHIN THIRTY DAYS FOLLOWING THE DATE OF THE ANNUAL STOCKHOLDER'S MEETING; CASE AT BAR.**— Corollary thereto, corporations are required under Section 26 of the Corporation Code to submit to the SEC within thirty (30) days after the election the names, nationalities and residences of the elected directors, trustees and officers of the Corporation. In the instant case, the six signatories to the March 31, 1997 Board Resolution authorizing Ma. Antonia M. Salvatierra and/or Ramon H. Monfort to represent the Corporation, were: Ma. Antonia M. Salvatierra, President; Ramon H. Monfort, Executive Vice President; Directors Paul M. Monfort, Yvete M. Benedicto and Jaqueline M. Yusay; and Ester S. Monfort, Secretary. However, the names of the last four (4) signatories to the said Board Resolution do not appear in the 1996 General Information Sheet submitted by the Corporation with the SEC. Under said General Information Sheet the composition of the Board is as follows: 1. Ma. Antonia M. Salvatierra (Chairman); 2. Ramon H. Monfort (Member); 3. Antonio H. Monfort, Jr., (Member); 4. Joaquin H. Monfort (Member); 5. Francisco H. Monfort (Member) and 6. Jesus Antonio H. Monfort (Member). There is thus a doubt as to whether Paul M. Monfort, Yvete M. Benedicto, Jaqueline M. Yusay and Ester S. Monfort, were indeed duly elected Members of the Board legally constituted to bring suit in behalf of the Corporation.

3. **ID.; ID.; ID.; MANDATED TO INFORM THE SECURITIES AND EXCHANGE COMMISSION FIFTEEN DAYS AFTER THE DEATH, RESIGNATION OR CESSATION OF OFFICE OF ANY OF ITS DIRECTORS, TRUSTEES OR OFFICERS.**— In

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the case at bar, the fact that four of the six Members of the Board listed in the 1996 General Information Sheet are already dead at the time the March 31, 1997 Board Resolution was issued, does not automatically make the four signatories (*i.e.*, Paul M. Monfort, Yvete M. Benedicto, Jaqueline M. Yusay and Ester S. Monfort) to the said Board Resolution (whose name do not appear in the 1996 General Information Sheet) as among the incumbent Members of the Board. This is because it was not established that they were duly elected to replace the said deceased Board Members. To correct the alleged error in the General Information Sheet, the retained accountant of the Corporation informed the SEC in its November 11, 1998 letter that the non-inclusion of the lawfully elected directors in the 1996 General Information Sheet was attributable to its oversight and not the fault of the Corporation. This belated attempt, however, did not erase the doubt as to whether an election was indeed held. As previously stated, a corporation is mandated to inform the SEC of the names and the change in the composition of its officers and board of directors within 30 days after election if one was held, or 15 days after the death, resignation or cessation of office of any of its director, trustee or officer if any of them died, resigned or in any manner, ceased to hold office. This, the Corporation failed to do. The alleged election of the directors and officers who signed the March 31, 1997 Board Resolution was held on October 16, 1996, but the SEC was informed thereof more than two years later, or on November 11, 1998. The 4 Directors appearing in the 1996 General Information Sheet died between the years 1984-1987, but the records do not show if such demise was reported to the SEC.

4. ID.; ID.; ID.; ONLY LAWFULLY ELECTED MEMBERS OF THE BOARD CAN CONFER VALID AUTHORITY FOR ANOTHER TO SUE ON BEHALF OF THE CORPORATION.— What further militates against the purported election of those who signed the March 31, 1997 Board Resolution was the belated submission of the alleged Minutes of the October 16, 1996 meeting where the questioned officers were elected. The issue of legal capacity of Ma. Antonia M. Salvatierra was raised before the lower court by the group of Antonio Monfort III as early as *1997*, but the Minutes of said October 16, 1996 meeting was presented by the Corporation only in its *September 29, 1999* Comment before

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the Court of Appeals. Moreover, the Corporation failed to prove that the same October 16, 1996 Minutes was submitted to the SEC. In fact, the *1997* General Information Sheet submitted by the Corporation does not reflect the names of the 4 Directors claimed to be elected on October 16, 1996. Considering the foregoing, we find that Ma. Antonia M. Salvatierra failed to prove that four of those who authorized her to represent the Corporation were the lawfully elected Members of the Board of the Corporation. As such, they cannot confer valid authority for her to sue on behalf of the corporation.

APPEARANCES OF COUNSEL

Leon G. Moya, Jr. for Monfort Hermanos Agricultural Dev't Corp.

The Law Firm of Mirano Mirano & Mirano for A. Monfort III, *et al.*

D E C I S I O N

YNARES-SANTIAGO, *J.*:

Before the Court are consolidated petitions for review of the decisions of the Court of Appeals in the complaints for forcible entry and replevin filed by Monfort Hermanos Agricultural Development Corporation (Corporation) and Ramon H. Monfort against the children, nephews, and nieces of its original incorporators (collectively known as "the group of Antonio Monfort III").

The petition in G.R. No. 152542, assails the October 5, 2001 Decision[1] of the Special Tenth Division of the Court of Appeals in CA-G.R. SP No. 53652, which ruled that Ma. Antonia M. Salvatierra has no legal capacity to represent the Corporation in the forcible entry case docketed as Civil Case No. 534-C, before the Municipal Trial Court of Cadiz City. On the other

[1] *Rollo* of G.R. No. 152542, p. 32. Penned by Associate Justice Candido V. Rivera and concurred in by Associate Justices Conchita Carpio Morales and Juan Q. Enriquez, Jr.

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hand, the petition in G.R. No. 155472, seeks to set aside the June 7, 2002 Decision[2] rendered by the Special Former Thirteenth Division of the Court of Appeals in CA-G.R. SP No. 49251, where it refused to address, on jurisdictional considerations, the issue of Ma. Antonia M. Salvatierra's capacity to file a complaint for replevin on behalf of the Corporation in Civil Case No. 506-C before the Regional Trial Court of Cadiz City, Branch 60.

Monfort Hermanos Agricultural Development Corporation, a domestic private corporation, is the registered owner of a farm, fishpond and sugar cane plantation known as *Haciendas* San Antonio II, Marapara, Pinanoag and Tinampa-an, all situated in Cadiz City.[3] It also owns one unit of motor vehicle and two units of tractors.[4] The same allowed Ramon H. Monfort, its Executive Vice President, to breed and maintain fighting cocks in his personal capacity at *Hacienda* San Antonio.[5]

In 1997, the group of Antonio Monfort III, through force and intimidation, allegedly took possession of the 4 *Haciendas,* the produce thereon and the motor vehicle and tractors, as well as the fighting cocks of Ramon H. Monfort.

In G.R. No. 155472:

On April 10, 1997, the Corporation, represented by its President, Ma. Antonia M. Salvatierra, and Ramon H. Monfort, in his personal capacity, filed against the group of Antonio Monfort III, a complaint[6] for delivery of motor vehicle, tractors and 378 fighting cocks, with prayer for injunction and damages, docketed as Civil Case No. 506-C, before the Regional Trial Court of Negros Occidental, Branch 60.

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[2] *Rollo* of G.R. No. 155472, p. 122. Penned by Associate Justice Salvador J. Valdez, Jr., and concurred in by Associate Justices Eloy R. Bello, Jr., and Renato C. Dacudao.

[3] Complaint, *Rollo* of G.R. No. 152542, p. 47.

[4] Complaint, *Rollo* of G.R. No. 155472, p. 79.

[5] *Id.*, pp. 76-77.

[6] *Id.*, p. 75.

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The group of Antonio Monfort III filed a motion to dismiss contending, *inter alia*, that Ma. Antonia M. Salvatierra has no capacity to sue on behalf of the Corporation because the March 31, 1997 Board Resolution[7] authorizing Ma. Antonia M. Salvatierra and/or Ramon H. Monfort to represent the Corporation is void as the purported Members of the Board who passed the same were not validly elected officers of the Corporation.

On May 4, 1998, the trial court denied the motion to dismiss.[8] The group of Antonio Monfort III filed a petition for *certiorari* with the Court of Appeals but the same was dismissed on June 7, 2002.[9] The Special Former Thirteenth Division of the appellate court did not resolve the validity of the March 31, 1997 Board Resolution and the election of the officers who signed it, ratiocinating that the determination of said question is within the competence of the trial court.

The motion for reconsideration filed by the group of Antonio Monfort III was denied.[10] Hence, they instituted a petition for review with this Court, docketed as G.R. No. 155472.

In G.R. No. 152542:

On April 21, 1997, Ma. Antonia M. Salvatierra filed on behalf of the Corporation a complaint for forcible entry, preliminary mandatory injunction with temporary restraining order and damages against the group of Antonio Monfort III, before the Municipal Trial Court (MTC) of Cadiz City.[11] It contended that the latter through force and intimidation, unlawfully took possession of the 4 *Haciendas* and deprived the Corporation of the produce thereon.

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[7] *Rollo* of G.R. No. 155472, p. 87.

[8] Order, *Rollo* of G.R. No. 155472, p. 114.

[9] *Id.*, p. 122.

[10] Resolution dated September 24, 2002, *Rollo* of G.R. No. 155472, p. 227.

[11] CA-G.R. SP No. 53652, p. 45.

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In their answer,[12] the group of Antonio Monfort III alleged that they are possessing and controlling the *Haciendas* and harvesting the produce therein on behalf of the corporation and not for themselves. They likewise raised the affirmative defense of lack of legal capacity of Ma. Antonia M. Salvatierra to sue on behalf of the Corporation.

On February 18, 1998, the MTC of Cadiz City rendered a decision dismissing the complaint.[13] On appeal, the Regional Trial Court of Negros Occidental, Branch 60, reversed the Decision of the MTCC and remanded the case for further proceedings.[14]

Aggrieved, the group of Antonio Monfort III filed a petition for review with the Court of Appeals. On October 5, 2001, the Special Tenth Division set aside the judgment of the RTC and dismissed the complaint for forcible entry for lack of capacity of Ma. Antonia M. Salvatierra to represent the Corporation.[15] The motion for reconsideration filed by the latter was denied by the appellate court.[16]

Unfazed, the Corporation filed a petition for review with this Court, docketed as G.R. No. 152542 which was consolidated with G.R. No. 155472 per Resolution dated January 21, 2004.[17]

The focal issue in these consolidated petitions is whether or not Ma. Antonia M. Salvatierra has the legal capacity to sue on behalf of the Corporation.

The group of Antonio Monfort III claims that the March 31, 1997 Board Resolution authorizing Ma. Antonia M. Salvatierra and/or Ramon H. Monfort to represent the Corporation is void because the purported Members of the Board who passed the same were not validly elected officers of the Corporation.

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[12] CA *Rollo* of G.R. No. 152542, p. 51.

[13] Decision Dated August 14, 1998, *Rollo* of G.R. No. 152542, p. 64.

[14] *Rollo* of G.R. No. 152542, p. 99.

[15] *Id.*, p. 32.

[16] Resolution dated February 11, 2002, *Rollo* of G.R. No. 152542, p. 42.

[17] *Rollo* of G.R. No. 152542, p. 481.

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A corporation has no power except those expressly conferred on it by the Corporation Code and those that are implied or incidental to its existence. In turn, a corporation exercises said powers through its board of directors and/or its duly authorized officers and agents. Thus, it has been observed that the power of a corporation to sue and be sued in any court is lodged with the board of directors that exercises its corporate powers. In turn, physical acts of the corporation, like the signing of documents, can be performed only by natural persons duly authorized for the purpose by corporate by-laws or by a specific act of the board of directors.[18]

Corollary thereto, corporations are required under Section 26 of the Corporation Code to submit to the SEC within thirty (30) days after the election the names, nationalities and residences of the elected directors, trustees and officers of the Corporation. In order to keep stockholders and the public transacting business with domestic corporations properly informed of their organizational operational status, the SEC issued the following rules:

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2. A *General Information Sheet* shall be filed with this Commission within thirty (30) days following the date of the annual stockholders' meeting. No extension of said period shall be allowed, except for very justifiable reasons stated in writing by the President, Secretary, Treasurer or other officers, upon which the Commission may grant an extension for not more than ten (10) days.

2. A. Should a director, trustee or officer die, resign or in any manner, cease to hold office, the corporation shall report such fact to the Commission with fifteen (15) days after such death, resignation or cessation of office.

3. If for any justifiable reason, the annual meeting has to be postponed, the company should notify the Commission in writing of such postponement.

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[18] *Shipside Incorporated v. Court of Appeals*, G.R. No. 143377, 20 February 2001, 352 SCRA 334, 345, citing *Premium Marble Resources, Inc. v. Court of Appeals*, G.R. No. 96551, 4 November 1996, 264 SCRA 11.

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The General Information Sheet shall state, among others, the names of the elected directors and officers, together with their corresponding position title . . . (Italics supplied)

In the instant case, the six signatories to the March 31, 1997 Board Resolution authorizing Ma. Antonia M. Salvatierra and/or Ramon H. Monfort to represent the Corporation, were: Ma. Antonia M. Salvatierra, President; Ramon H. Monfort, Executive Vice President; Directors Paul M. Monfort, Yvete M. Benedicto and Jaqueline M. Yusay; and Ester S. Monfort, Secretary.[19] However, the names of the last four (4) signatories to the said Board Resolution do not appear in the 1996 General Information Sheet submitted by the Corporation with the SEC. Under said General Information Sheet the composition of the Board is as follows:

1. Ma. Antonia M. Salvatierra (Chairman);
2. Ramon H. Monfort (Member);
3. Antonio H. Monfort, Jr., (Member);
4. Joaquin H. Monfort (Member);
5. Francisco H. Monfort (Member) and
6. Jesus Antonio H. Monfort (Member).[20]

There is thus a doubt as to whether Paul M. Monfort, Yvete M. Benedicto, Jaqueline M. Yusay and Ester S. Monfort, were indeed duly elected Members of the Board legally constituted to bring suit in behalf of the Corporation.[21]

In *Premium Marble Resources, Inc. v. Court of Appeals*,[22] the Court was confronted with the similar issue of capacity to sue of the officers of the corporation who filed a complaint for damages. In the said case, we sustained the dismissal of the complaint because it was not established that the Members of the Board who authorized the filing of the complaint were the lawfully elected officers of the corporation. Thus —

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[19] Petition, *Rollo* of G.R. No. 155472, pp. 87-88.

[20] CA *Rollo* of CA-G.R. No. 53652, p. 604.

[21] *Premium Marble Resources, Inc. v. Court of Appeals, supra.*

[22] G.R. No. 96551, 4 November 1996, 264 SCRA 11.

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The only issue in this case is whether or not the filing of the case for damages against private respondent was authorized by a duly constituted Board of Directors of the petitioner corporation.

Petitioner, through the first set of officers, *viz.*, Mario Zavalla, Oscar Gan, Lionel Pengson, Jose Ma. Silva, Aderito Yujuico and Rodolfo Millare, presented the Minutes of the meeting of its Board of Directors held on April 1, 1982, as proof that the filing of the case against private respondent was authorized by the Board. On the other hand, the second set of officers, *viz.*, Saturnino G. Belen, Jr., Alberto C. Nograles and Jose L.R. Reyes, presented a Resolution dated July 30, 1986, to show that Premium did not authorize the filing in its behalf of any suit against the private respondent International Corporate Bank.

Later on, petitioner submitted its Articles of Incorporation dated November 6, 1979 with the following as Directors: Mario C. Zavalla, Pedro C. Celso, Oscar B. Gan, Lionel Pengson, and Jose Ma. Silva.

However, it appears from the general information sheet and the Certification issued by the SEC on August 19, 1986 that as of March 4, 1981, the officers and members of the board of directors of the Premium Marble Resources, Inc. were:

Alberto C. Nograles — President/Director
Fernando D. Hilario — Vice President/Director
Augusto I. Galace — Treasurer
Jose L.R. Reyes — Secretary/Director
Pido E. Aguilar — Director
Saturnino G. Belen, Jr. — Chairman of the Board.

While the Minutes of the Meeting of the Board on April 1, 1982 states that the newly elected officers for the year 1982 were Oscar Gan, Mario Zavalla, Aderito Yujuico and Rodolfo Millare, petitioner failed to show proof that this election was reported to the SEC. In fact, the last entry in their General Information Sheet with the SEC, as of 1986 appears to be the set of officers elected in March 1981.

We agree with the finding of public respondent Court of Appeals, that "in the absence of any board resolution from its board of directors the [*sic*] authority to act for and in behalf of the corporation, the present action must necessarily fail. The power of the corporation to sue and be sued in any court is lodged with the board of directors that exercises its corporate powers. Thus, the issue of authority and the invalidity of plaintiff-appellant's subscription which is still pending, is a matter that

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is also addressed, considering the premises, to the sound judgment of the Securities & Exchange Commission."

By the express mandate of the Corporation Code (Section 26), all corporations duly organized pursuant thereto are required to submit within the period therein stated (30 days) to the Securities and Exchange Commission the names, nationalities and residences of the directors, trustees and officers elected.

Sec. 26 of the Corporation Code provides, thus:

> "Sec. 26. *Report of election of directors, trustees and officers.* — Within thirty (30) days after the election of the directors, trustees and officers of the corporation, the secretary, or any other officer of the corporation, shall submit to the Securities and Exchange Commission, the names, nationalities and residences of the directors, trustees and officers elected. x x x"

Evidently, the objective sought to be achieved by Section 26 is to give the public information, under sanction of oath of responsible officers, of the nature of business, financial condition and operational status of the company together with information on its key officers or managers so that those dealing with it and those who intend to do business with it may know or have the means of knowing facts concerning the corporation's financial resources and business responsibility.

The claim, therefore, of petitioners as represented by Atty. Dumadag, that Zaballa, *et al.*, are the incumbent officers of Premium has not been fully substantiated. In the absence of an authority from the board of directors, no person, not even the officers of the corporation, can validly bind the corporation.

In the case at bar, the fact that four of the six Members of the Board listed in the 1996 General Information Sheet[23] are already dead[24] at the time the March 31, 1997 Board Resolution was issued, does not automatically make the four signatories (*i.e.*, Paul M. Monfort, Yvete M. Benedicto, Jaqueline M. Yusay and Ester S. Monfort) to the said Board Resolution (whose name do not appear in the 1996 General Information Sheet) as among the incumbent

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[23] Directors Antonio H. Monfort, Jr., Joaquin H. Monfort, Francisco H. Monfort, and Jesus Antonio H. Monfort (CA *Rollo* of CA-G.R. No. 53652, p. 604).

[24] Petition, *Rollo* of G.R. No. 152542, p. 19.

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Members of the Board. This is because it was not established that they were duly elected to replace the said deceased Board Members.

To correct the alleged error in the General Information Sheet, the retained accountant of the Corporation informed the SEC in its November 11, 1998 letter that the non-inclusion of the lawfully elected directors in the 1996 General Information Sheet was attributable to its oversight and not the fault of the Corporation.[25] This belated attempt, however, did not erase the doubt as to whether an election was indeed held. As previously stated, a corporation is mandated to inform the SEC of the names and the change in the composition of its officers and board of directors within 30 days after election if one was held, or 15 days after the death, resignation or cessation of office of any of its director, trustee or officer if any of them died, resigned or in any manner, ceased to hold office. This, the Corporation failed to do. The alleged election of the directors and officers who signed the March 31, 1997 Board Resolution was held on October 16, 1996, but the SEC was informed thereof more than two years later, or on November 11, 1998. The 4 Directors appearing in the 1996 General Information Sheet died between the years 1984-1987,[26] but the records do not show if such demise was reported to the SEC.

What further militates against the purported election of those who signed the March 31, 1997 Board Resolution was the belated submission of the alleged Minutes of the October 16, 1996 meeting where the questioned officers were elected. The issue of legal capacity of Ma. Antonia M. Salvatierra was raised before the lower court by the group of Antonio Monfort III as early as *1997*, but the Minutes of said October 16, 1996 meeting was presented by the Corporation only in its *September 29, 1999* Comment before the Court of Appeals.[27] Moreover, the Corporation failed to prove that the same October 16, 1996

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[25] *Rollo* of G.R. No. 152542, p. 114.

[26] Petition, *Rollo* of G.R. No. 152542, p. 19.

[27] CA *Rollo*, of CA-G.R. SP No. 53652, p. 286.

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Minutes was submitted to the SEC. In fact, the *1997* General Information Sheet[28] submitted by the Corporation does not reflect the names of the 4 Directors claimed to be elected on October 16, 1996.

Considering the foregoing, we find that Ma. Antonia M. Salvatierra failed to prove that four of those who authorized her to represent the Corporation were the lawfully elected Members of the Board of the Corporation. As such, they cannot confer valid authority for her to sue on behalf of the corporation.

The Court notes that the complaint in Civil Case No. 506-C, for replevin before the Regional Trial Court of Negros Occidental, Branch 60, has 2 causes of action, *i.e.,* unlawful detention of the Corporation's motor vehicle and tractors, and the unlawful detention of the of 387 fighting cocks of Ramon H. Monfort. Since Ramon sought redress of the latter cause of action in his *personal capacity*, the dismissal of the complaint for lack of capacity to sue on behalf of the corporation should be limited only to the corporation's cause of action for delivery of motor vehicle and tractors. In view, however, of the demise of Ramon on June 25, 1999,[29] substitution by his heirs is proper.

WHEREFORE, in view of all the foregoing, the petition in G.R. No. 152542 is *DENIED*. The October 5, 2001 Decision of the Special Tenth Division of the Court of Appeals in CA-G.R. SP No. 53652, which set aside the August 14, 1998 Decision of the Regional Trial Court of Negros Occidental, Branch 60 in Civil Case No. 822, is *AFFIRMED*.

In G.R. No. 155472, the petition is *GRANTED* and the June 7, 2002 Decision rendered by the Special Former Thirteenth Division of the Court of Appeals in CA-G.R. SP No. 49251, dismissing the petition filed by the group of Antonio Monfort III, is *REVERSED* and *SET ASIDE*.

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[28] *Id.*, p. 606.

[29] August 24, 1999 Resolution, CA *Rollo* of CA-G.R. SP No. 49251, p. 612; Death Certificate, p. 607.

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The complaint for forcible entry docketed as Civil Case No. 822 before the Municipal Trial Court of Cadiz City is *DISMISSED*. In Civil Case No. 506-C with the Regional Trial Court of Negros Occidental, Branch 60, the action for delivery of personal property filed by Monfort Hermanos Agricultural Development Corporation is likewise *DISMISSED*. With respect to the action filed by Ramon H. Monfort for the delivery of 387 fighting cocks, the Regional Trial Court of Negros Occidental, Branch 60, is ordered to effect the corresponding substitution of parties.

No costs.

SO ORDERED.

Davide, Jr., C. J., Panganiban, Carpio, and *Azcuna, J.,* concur.

SECOND DIVISION

[G.R. No. 157984. July 8, 2004]

MOISES SIMANGAN, *petitioner, vs.* **PEOPLE OF THE PHILIPPINES,** *respondent.*

SYNOPSIS

For stabbing to death one Ernesto Flores, petitioner Moises Simangan and Loreto Bergado were charged with the crime of murder after trial, they were found guilty of the crime of homicide and were sentenced to suffer indeterminate prison term. In rendering a judgment of conviction, the trial court rejected accused's alibi and gave credence to the testimonies of prosecution witnesses Sofronia Saquing, widow of the victim, and Sofronia's cousins Lorna and Fernando Saquing. The Court of Appeals affirmed with modification the decision of the trial court. Hence, this petition.