

A 1 9 9 9 0 4 8 6 4

SEC Registration Number

B L O O M B E R R Y R E S O R T S C O R P O R A T I O N

(Company's Full Name)

U N I T 6 0 1 6 T H F L O O R E C O P L A Z A  
C H I N O R O C E S A V E N U E E X T . M A K A T I  
C I T Y

(Business Address: No. Street City/Town/Province)

ESTELA T. OCCENA  
(Contact Person)

501-3898  
(Company Telephone Number)

1 2 3 1  
Month Day  
(Fiscal Year)

23-B  
(Form Type)

any day in June  
Month Day  
(Annual Meeting)

N/A  
(Secondary License Type, If Applicable)

CFD  
Dept. Requiring this Doc

N/A  
Amended Articles Number/Section

36  
(as of September 30, 2012)  
Total No. of Stockholders

Total Amount of Borrowings  
N/A N/A  
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

FORM 23-B

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES  
Filed pursuant to Section 23 of the Securities Regulation Code

Check box if no longer subject to filing requirement.

1. Name and Address of Reporting Person <b>VALDES JOE ANGEL</b> (Last) (First) (Middle)		2. Issuer Name and Trading Symbol <b>BLOOMBERRY RESORTS CORPORATION (BLOOM)</b>		7. Relationship of Reporting Person to Issuer (Check all applicable)  Director Officer <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> (Give title below)		10% Owner Other <input type="checkbox"/> (Specify below)	
3. Tax Identification Number <b>416-825-227-000</b>		5. Statement for Month/Year <b>October 2012</b>		3. Amount of Securities Owned at End of Month		6. Nature of Indirect Beneficial Ownership	
4. Citizenship <b>American</b>		6. If Amendment, Date of Original (Month/Year) <b>N.A.</b>		Ownership Form: Direct (D) or Indirect (I) *			

Table 1 - Equity Securities Beneficially Owned

1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)		Price	3. Amount of Securities Owned at End of Month	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)			
Unclassified Shares	10/8/12	20,000	(A)	PhP12.58 per share		
Unclassified Shares	10/8/12	7,000	(A)	PhP12.68 per share		
Unclassified Shares	10/8/12	2,000	(A)	PhP12.68 per share		
Unclassified Shares	10/8/12	1,000	(A)	PhP12.68 per share		
Unclassified Shares	10/9/12	70,000	(A)	PhP12.50 per share		
Unclassified Shares	10/12/12	11,000	(A)	PhP12.80 per share	0.001	111,000 (D)

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly:  
 (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:  
 (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or  
 (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.  
 (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:  
 (A) held by members of a person's immediate family sharing the same household;  
 (B) held by a partnership in which such person is a general partner;  
 (C) held by a corporation of which such person is a controlling shareholder; or  
 (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.



**Securities and Exchange Commission**  
**SEC Form 23-B**  
**Disclosure Requirements in Case of Material Changes**  
**in Beneficial Ownership (50% Increase/Decrease or Equivalent to 5% of the Outstanding Capital**  
**Stock of Issuer)**

**INITIAL FILING**

**Item 1. Security and Issuer**

Exact Name of Registrant as Specified on its Charter: Bloomberry Resorts Corporation (formerly, Active Alliance Incorporated) ("Issuer")

Title of the Class of Securities to which this Form Relates: Unclassified Shares

- (a) Address of Principal Office:  
Unit 601 6<sup>th</sup> Floor Ecoplaza Bldg., Chino Roces Ave. Ext., Makati City
- (b) SEC Identification Number: A199904864
- (c) BIR Tax Identification Number: 204-636-102

**Item 2. Identity and Background**

- (a) Name of Reporting Person: Joe Angel Valdes ("Reporting Person")
- (b) Principal business of Reporting Person: Vice President of Development and Planning of Bloomberry Resorts Corporation
- (c) Address of Reporting Person: Unit 601 6<sup>th</sup> Floor Ecoplaza Bldg., Chino Roces Ave. Ext., Makati City
- (d) Telephone Number of Reporting Person: 548-4003
- (e) Whether or not, during the last five years, such person has been convicted in a criminal proceeding: No
- (f) Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking: No
- (g) Citizenship / Place of Organization of Reporting Person: American

Name, Address and Telephone Number of person authorized to receive notices and communications if reporting person is a partnership, corporation or other legal entity:

Not Applicable

**Item 3. Purpose of Transaction**

State the purpose or purposes of the acquisition of securities of the Issuer. Describe any plans or proposals which the reporting persons may have which relate to or would result in:

- a. The acquisition by any person of additional securities of the Issuer, or the disposition of securities of the Issuer;
- b. An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries;
- c. A sale or transfer of a material amount of assets of the Issuer or of any of its subsidiaries;
- d. Any change in the present board of directors or management of the Issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- e. Any material change in the present capitalization or dividend policy of the Issuer;
- f. Any other material change in the Issuer's business or corporate structure;
- g. Changes in the Issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person;
- h. Causing a class of securities of the Issuer to be delisted from a securities exchange;
- i. Any action similar to any of those enumerated above.

The purpose of the acquisition is for investment.

The Reporting Person has no plans or proposals which relate to or would result in:

- (a) The acquisition by any person of additional securities of the Issuer, or the disposition of securities of the Issuer;
- (b) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Issuer or any of its subsidiaries;
- (c) A sale or transfer of a material amount of assets of the Issuer or of any of its subsidiaries;
- (d) Any change in the present board of directors or management of the Issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- (e) Any material change in the present capitalization or dividend policy of the Issuer;
- (f) Any other material change in the Issuer's business or corporate structure;
- (g) Changes in the Issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Issuer by any person;
- (h) Causing a class of securities of the Issuer to be delisted from a securities exchange;
- (i) Any action similar to any of those enumerated above.

**Item 4. Interest in Securities of the Issuer**

- a. State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with respect to persons who, together with any of the persons named in Item 2, comprise a group.

The Reporting Person directly owns 111,000 shares in the Issuer.

- b. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required

by Item 2 with respect to each person with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared.

The Reporting Person has the sole power to vote and dispose of 111,000 shares in the Issuer.

- c. Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a). The description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the amount of securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected.

The Reporting Person acquired a total of 111,000 shares from the open market on the following dates at the following prices: on 8 October 2012, 20,000 shares at a price of Php12.58 per share; 8 October 2012, 7,000 shares at a price of Php12.66 per share; 8 October 2012, 2,000 shares at a price of Php12.66 per share; 8 October 2012, 1,000 shares at a price of Php12.68 per share; 9 October 2012, 70,000 shares at a price of Php12.50 per share; and 12 October 2012, 11,000 shares at a price of Php12.80 per share.

- d. If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be identified.

None.

- e. If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced.

Not applicable.

**Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer**

Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any securities of the Issuer, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings or relationships have been entered into. Include such information for any of the securities that are pledged or otherwise subject to a contingency the occurrence of which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

None.

**Item 6. Material to be Filed as Exhibits**

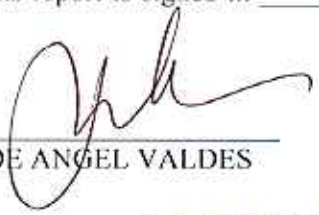
Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to:

- a. the acquisition of Issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and
- b. the transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees of loans, guarantees against losses or the giving or withholding of any proxy as disclosed in Item 5.

None.


After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in Makati on

17 OCT 2012

By:   
JOE ANGEL VALDES

SUBSCRIBED AND SWORN to before me on this 17 OCT 2012 in Makati City, Metro Manila, affiant exhibiting to me his Passport No. 206788701 issued on July 2, 2002 in the United States of America.

Doc. No. 455 ;  
Page No. 92 ;  
Book No. I ;  
Series of 2012.

  
KEVIN EDRI RE LOPEZ  
Appointment No. 34-19  
Notary Public for Makati City  
Until December 31, 2013  
18<sup>th</sup> 19<sup>th</sup> & 17<sup>th</sup> Street, Liberty Center  
104 H.W. Ave. Corra Street  
Salcedo Village, Makati City  
Roll of Attorneys No. 80351  
PTR 307670 Makati City/4-26-2012  
IDP 650004 Makati City /03-16-2012