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RECUEIL DES SOCIETES ET ASSOCIATIONS

Le présent recueil contient les publications prévues par la loi modifiée du 10 août 1915 concernant les sociétés commerciales et par la loi modifiée du 21 avril 1928 sur les associations et les fondations sans but lucratif.

C — N° 1945 **24 août 2011**

SOMMAIRE

UBS (Lux) Strategy Sicav, Société d'Investissement à Capital Variable.

Siège social: L-1855 Luxembourg, 33A, avenue J.F. Kennedy.

R.C.S. Luxembourg B 43.925.

In the year two thousand and eleven, on the eighth day of April.

Before the undersigned Maître Carlo WERSANDT, notary residing in Luxembourg, acting in replacement of Maître Henri HELLINCKX, notary, residing in Luxembourg, Grand Duchy of Luxembourg,

was held an extraordinary general meeting (the "Meeting") of the shareholders of UBS (Lux) Strategy Sicav, an investment company with variable capital (Société d'Investissement à Capital Variable), having its registered office at 33A avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxemburg, registered with the Luxembourg Register of Trade and Companies under number B 43.925 and incorporated under the laws of the Grand Duchy of Luxembourg pursuant to a deed from the year 1993 and whose articles of incorporation (the "Articles") have been published for the first time in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial") in the year 1993 under number 308, on page 14.738.

The extraordinary general meeting of shareholders is presided by Mr Benjamin Wacker, professionally residing in L-1855 Luxembourg, Grand Duchy of Luxembourg who appoints as secretary Mrs Norma Christmann, professionally residing in L-1855 Luxembourg, Grand Duchy of Luxembourg.

The extraordinary general meeting of shareholders elects as scrutineer Mrs Norma Christmann, professionally residing in L-1855 Luxembourg, Grand Duchy of Luxembourg.

The bureau of the extraordinary general meeting of shareholders having thus been constituted, the chairman declares and requests the notary to state that:

I. the shareholders present or represented and the number of shares they hold are shown on the attendance list, signed by the members of the bureau and the undersigned notary. This list, together with the proxies initialled ne varietur by the appearing parties and the undersigned notary, will remain attached to this deed in order to be filed with the registration authorities

II. a convening notice reproducing the above agenda was published in the Mémorial, the Luxemburger Wort and the Tageblatt, on 7 March 2011 and 23 March 2011;

III. it appears from the attendance list that 10 shares of a total of 3,950,381 shares are represented at the Meeting;

IV The Chairman informs the meeting that a first extraordinary general meeting had been convened with the same agenda as the agenda of the present meeting indicated hereabove, for March 4, 2011 and that the quorum requirements for voting the items of the agenda had not been attained.

V. that the agenda of the Meeting is the following:

1. To insert a new paragraph in Article 14 of the Company's articles of incorporation (the "Articles of Incorporation") with effect as of 8 April 2011 in order to provide the Company's board of directors (the "Board of Directors") with the authority to appoint a designated management company for the Company. The new text of the last paragraph of Article 14 of the Articles of Incorporation will read as follows:

"The Board of Directors may appoint a management company submitted to Chapter 13 of the Law of 20 December 2002 on Undertakings for Collective Investment, as amended from time to time, in order to carry out the functions described in Annex II of the Law of 20 December 2002 on Undertakings for Collective Investment, as amended from time to time."

2. To insert a new paragraph in Article 17 of the Articles of Incorporation with effect as of 8 April 2011 in order to provide the Company with the authority to perform cross-sub-fund investments. The new text of Article 17, paragraph 2.5 of the Articles of Incorporation will read as follows:

" **2.5.** Investments in shares issued by one or more other sub-funds of the Company:

The sub-funds may also subscribe for, acquire and/or hold shares issued or to be issued by one or more sub-funds subject to additional requirements which may be specified in the sales documents, if:

a) the target sub-fund does not, in turn, invest in the sub-fund invested in this target sub-fund; and

b) no more than 10% of the assets of the target sub-fund whose acquisition is contemplated may, pursuant to its Articles of Incorporation, be invested in aggregate in units/shares of other UCIs; and

c) voting rights, if any, attaching to the relevant securities are suspended for as long as they are held by the sub-fund concerned; and

d) in any event, for as long as these securities are held by the relevant sub-fund, their value will not be taken into consideration for the calculation of the net assets of the sub-fund for the purposes of verifying the minimum threshold of the net assets imposed by the Law of 20 December 2002 on Undertakings for Collective Investment; and

e) there is no duplication of management/subscription or redemption fees between those at the level of the sub-fund having invested in the target sub-fund, and this target sub-fund."

3. To amend Articles 5, 10 and 25 of the Articles of Incorporation with effect as of 8 April 2011 in order to align the text of the Articles of Incorporation to the current sales prospectus of the Company, which has been approved by the Luxembourg supervisory commission of the financial sector (the "CSSF") with regard to:

- the pooling and co-management of assets of two or more sub-funds;

- adjustments to the net asset value of share classes if on any trading day the total number of subscription and redemption applications for all share classes in a sub-fund leads to a net cash in-or outflow (so-called "swing-pricing"); and

- mergers and liquidations of sub-funds.

4. To amend the third paragraph of Article 23 of the Articles of Incorporation with effect as of 8 April 2011 in order to change the date of the annual general meeting from 20 August to 30 November of each year.

5. To amend Article 4 of the Articles of Incorporation with effect as of 1 July 2011 in order to update the reference to the fund legislation. The new text of Article 4 of the Articles of Incorporation will read as follows:

"The exclusive purpose of the Company is to invest the assets available to it in transferable securities and other assets permitted by law, in accordance with the principle of risk diversification and with the objective to provide the shareholders with the income from and the results of the management of its assets.

The Company may take any measures or carry out any transactions that it considers appropriate to achieve and promote this purpose and will do this in the broadest possible sense in accordance with Part I of the law dated 17 December 2010 on undertakings for collective investment, as amended from time to time (the "2010 Law").".

6. To amend the text of a number of articles of the Articles of Incorporation with effect as of 1 July 2011 in order to implement the changes as required by the law dated 17 December 2010 on undertakings for collective investment (the "2010 Law"), implementing Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 (the "UCITS IV Directive"), and in particular to (not exhaustive summary):

- replace any reference to the law dated 20 December 2002 on undertakings for collective investment by references to the law dated 17 December 2010 on undertakings to collective investment;

- insert specific rules for sub-funds established as a master/feeder structure; and

- amend the provisions regarding liquidations, mergers and conversions of sub-funds in order to implement the rules of the 2010 Law with regard to liquidation of sub-funds and its classes, mergers of the Company or of sub-funds with another UCITS or sub-funds thereof, mergers of one or more sub-funds, as well as conversions of existing sub-funds in feeder-sub-funds and changes of sub-funds established as master-UCITS.

7. To restate the Articles of Incorporation with effect as of 1 July 2011 in order to reflect the various amendments adopted by the extraordinary general meeting and resolve that the English version of the Articles of Incorporation will be the prevailing text.

8. Miscellaneous.

After due and careful deliberation, the following RESOLUTIONS were taken by a majority of votes:

First resolution

The shareholders RESOLVE to insert a new paragraph in Article 14 of the Articles of Incorporation with effect as of 8 April 2011 in order to provide the Board of Directors with the authority to appoint a designated management company for the Company. The new text of the last paragraph of Article 14 of the Articles of Incorporation will read as follows:

"The Board of Directors may appoint a management company submitted to Chapter 13 of the Law of 20 December 2002 on Undertakings for Collective Investment, as amended from time to time, in order to carry out the functions described in Annex II of the Law of 20 December 2002 on Undertakings for Collective Investment, as amended from time to time."

Second resolution

The shareholders RESOLVE to insert a new paragraph in Article 17 of the Articles of Incorporation with effect as of 8 April 2011 in order to provide the Company with the authority to perform cross-sub-fund investments. The new text of Article 17, paragraph 2.5 of the Articles of Incorporation will read as follows:

" **2.5.** Investments in shares issued by one or more other sub-funds of the Company:

The sub-funds may also subscribe for, acquire and/or hold shares issued or to be issued by one or more sub-funds subject to additional requirements which may be specified in the sales documents, if:

a) the target sub-fund does not, in turn, invest in the sub-fund invested in this target sub-fund; and

b) no more than 10% of the assets of the target sub-fund whose acquisition is contemplated may, pursuant to its Articles of Incorporation, be invested in aggregate in units/shares of other UCIs; and

c) voting rights, if any, attaching to the relevant securities are suspended for as long as they are held by the sub-fund concerned; and

d) in any event, for as long as these securities are held by the relevant sub-fund, their value will not be taken into consideration for the calculation of the net assets of the sub-fund for the purposes of verifying the minimum threshold of the net assets imposed by the Law of 20 December 2002 on Undertakings for Collective Investment; and

e) there is no duplication of management/subscription or redemption fees between those at the level of the sub-fund having invested in the target sub-fund, and this target sub-fund."

Third resolution

The shareholders RESOLVE to amend Articles 5, 10 and 25 of the Articles of Incorporation with effect as of 8 April 2011 in order to align the text of the Articles of Incorporation to the current sales prospectus of the Company, which has been approved by the CSSF with regard to:

- the pooling and co-management of assets of two or more sub-funds;

- adjustments to the net asset value of share classes if on any trading day the total number of subscription and redemption applications for all share classes in a sub-fund leads to a net cash in-or outflow (so-called "swing-pricing"); and

- mergers and liquidations of sub-funds.

Fourth resolution

The shareholders RESOLVE to amend the third paragraph of Article 23 of the Articles of Incorporation with effect as of 8 April 2011 in order to change the date of the annual general meeting from 20 August to 30 November of each year.

Fifth resolution

The shareholders RESOLVE to amend Article 4 of the Articles of Incorporation with effect as of 1 July 2011 in order to update the reference to the fund legislation. The new text of Article 4 of the Articles of Incorporation will read as follows:

“The exclusive purpose of the Company is to invest the assets available to it in transferable securities and other assets permitted by law, in accordance with the principle of risk diversification and with the objective to provide the shareholders with the income from and the results of the management of its assets.

The Company may take any measures or carry out any transactions that it considers appropriate to achieve and promote this purpose and will do this in the broadest possible sense in accordance with Part I of the law dated 17 December 2010 on undertakings for collective investment, as amended from time to time (the "2010 Law")."

Sixth resolution

The shareholders RESOLVE to amend the text of a number of articles of the Articles of Incorporation with effect as of 1 July 2011 in order to implement the changes as required by the 2010 Law, implementing the UCITS IV Directive, and in particular to (not exhaustive summary):

- replace any reference to the law dated 20 December 2002 on undertakings for collective investment by references to the law dated 17 December 2010 on undertakings to collective investment;

- insert specific rules for sub-funds established as a master/feeder structure; and

- amend the provisions regarding liquidations, mergers and conversions of sub-funds in order to implement the rules of the 2010 Law with regard to liquidation of sub-funds and its classes, mergers of the Company or of sub-funds with another UCITS or sub-funds thereof, mergers of one or more sub-funds, as well as conversions of existing sub-funds in feeder-sub-funds and changes of sub-funds established as master-UCITS.

Seventh resolution

The shareholders RESOLVE to restate the Articles of Incorporation as follows with effect as of 1 July 2011 in order to reflect the various amendments adopted by the extraordinary general meeting and resolve that the English version of the Articles of Incorporation will be the prevailing text:

As of 1 July 2011 the following

COORDINATED ARTICLES OF INCORPORATION

will apply:

A. Name, registered office, term and object of the Company

Art. 1. Form, Name. There exists among the subscribers and all those who become owners of shares hereafter issued, a public limited liability company ("société anonyme") qualifiying as an investment company with variable share capital ("société d’investissement à capital variable" or "SICAV") bearing the name "UBS (Lux) Strategy Sicav" (the "Company").

Art. 2. Registered Office. The Company’s registered office is located in Luxembourg-City, Grand Duchy of Luxembourg.

The Company may establish branches, subsidiaries or other offices either in the Grand Duchy of Luxembourg or in foreign countries, except the United States of America, its territories or possessions, by resolution of the Company’s board of directors (the "Board of Directors").

The Board of Directors is authorised to transfer the registered office of the Company within the municipality of Luxembourg-City. The Company’s registered office may be transferred to any other municipality in the Grand Duchy of

Luxembourg by means of a resolution of an extraordinary general meeting of its shareholders deliberating in the manner provided for any amendment to the Company's articles of incorporation (the "Articles of Incorporation").

If the Board of Directors determines that extraordinary political, economical, social or military events and developments have occurred or are imminent that would interfere with the ordinary course of business of the Company at its registered office, or with the ease of communication between such office and persons abroad, the registered office may be temporarily transferred abroad until the complete cessation of these extraordinary circumstances; such temporary and provisional measures shall have no effect on the nationality of the Company which, notwithstanding the temporary and provisional transfer of its registered office, will remain a Luxembourg corporation.

Art. 3. Term. The Company has been established for an unlimited period of time.

By resolution of the shareholders made in the legally prescribed form in accordance with Article 31 of these Articles of Incorporation, the Company may be liquidated at any time.

Art. 4. Corporate object. The exclusive purpose of the Company is to invest the assets available to it in transferable securities and other assets permitted by law, in accordance with the principle of risk diversification and with the objective to provide the shareholders with the income from and the results of the management of its assets.

The Company may take any measures or carry out any transactions that it considers appropriate to achieve and promote this purpose and will do this in the broadest possible sense in accordance with Part I of the law dated 17 December 2010 on undertakings for collective investment, as amended from time to time (the "2010 Law").

B. Share capital, shares, net asset value

Art. 5. Share capital. The capital of the Company shall be represented by fully paid up shares of no par value and shall at any time be equal to the total net assets of the Company pursuant to Article 10 of these Articles of Incorporation.

The Board of Directors shall, at any time, establish one or several pool of assets, each constituting a compartment (a "sub-fund") within the meaning of article 181 of the 2010 Law.

The Board of Directors shall attribute specific investment objectives and policies and a specific denomination to each sub-fund.

The Company shall be considered as a single legal entity. However, the right of shareholders and creditors relating to a particular sub-fund or raised by the incorporation, the operation or the liquidation of a sub-fund are limited to the assets of such sub-fund. The assets of a sub-fund will be answerable exclusively for the rights of the shareholders relating to this sub-fund and for those of the creditors whose claim arose in relation to the incorporation, the operation or the liquidation of this sub-fund. As far as the relation between shareholders is concerned, each sub-fund will be deemed to be a separate entity.

The Board of Directors may issue share classes with specific characteristics within a sub-fund, for example with (i) a specific distribution policy, such as distributing or accumulating shares or (ii) a specific commission structure in relation to issue and redemption or (iii) a specific commission structure in relation to investment or advisory fees or (iv) with various currencies of account, or (v) with other specific characteristics as may be determined from time to time by the Board of Directors.

The minimum share capital of the Company must reach EUR 1,250,000.00 (one million two hundred and fifty thousand Euros) within a period of six months following its approval by the Luxembourg supervisory authority, and thereafter may not be less than this amount.

Each share class may be sub-divided into one or several category(ies) as more fully described in the Company's sales documents.

In order to determine the share capital of the Company, the net assets allocated to each sub-fund will, in case they are not denominated in the accounting currency, be converted into such currency, and the share capital shall be the total of the net assets of all classes of all sub-funds.

The share capital of the Company may be increased or decreased as a result of the issue by the Company of new fully paid-in shares or the repurchase by the Company of existing shares from its shareholders.

The Board of Directors may permit internal pooling and/or joint management of assets from particular sub-funds in the interests of efficiency. In this case, assets from different sub-funds will be managed together. The assets under joint management are referred to as a "pool". Pools are used exclusively for internal management purposes, are not separate units and cannot be accessed directly by shareholders.

Pooling

The Company may invest and manage all or part of the portfolio assets held by two or more sub-funds (for this purpose called "participating sub-funds") in the form of a pool. Such an asset pool is created by transferring to it cash and other assets (if these assets are in line with the investment policy of the pool concerned) from each of the participating sub-funds to the asset pool. The Company can then make further transfers to the individual asset pools. Equally, assets can also be transferred back to a participating sub-fund up to the amount of the participation of the sub-fund concerned.

The participation of a participating sub-fund in an asset pool is evaluated by reference to notional units of the same value in the relevant asset pool. When an asset pool is created, the Board of Directors shall specify the initial value of the notional units (in a currency that the Board of Directors considers appropriate) and allot to each participating sub-fund notional units having an aggregate value equal to the amount of the cash (or other assets) it has contributed. Thereafter, the value of the notional units will then be determined by dividing the net assets of the asset pool by the number of existing notional units.

If additional cash or assets are contributed to or withdrawn from an asset pool, the notional units assigned to the participating sub-fund concerned will increase or diminish, as the case may be, by a number, which is determined by dividing the amount of cash or the value of assets contributed or withdrawn by the current value of the participating sub-fund's participation in the asset pool. If cash is contributed to the asset pool, for calculation purposes it is reduced by an amount that the Board of Directors considers appropriate in order to take account of any tax expenses as well as the closing charges and acquisition costs relating to the investment of the cash concerned. If cash is withdrawn, a corresponding deduction may be made in order to take account of any costs related to the disposal of securities or other assets of the asset pool.

Dividends, interests and other income-like distributions, which are obtained from the assets of an asset pool, are allocated to the asset pool concerned and thus lead to an increase in the respective net assets. If the Company is liquidated, the assets of an asset pool are allocated to the participating sub-funds in proportion to their respective share in the asset pool.

Joint management

In order to reduce operating, administrative and management costs and at the same time to permit broader diversification of investments, the Board of Directors may decide to manage part or all of the assets of one or more sub-funds in combination with assets that belong to other sub-funds or to other undertakings for collective investment. In the following paragraphs, the term "jointly managed entities" refers globally to the Company and each of its sub-funds and all entities with or between which a joint management agreement would exist; the term "jointly managed assets" refers to the entire assets of these jointly managed entities which are managed according to the same aforementioned agreement.

As part of the joint management agreement, the relevant Company's portfolio manager(s) will, on a consolidated basis for the relevant jointly managed entities, be entitled to make decisions on investments and sales of assets which have an influence on the composition of the Company's and its sub-funds' portfolio. Each jointly managed entity holds a portion in the jointly managed assets corresponding to the proportion of its net assets to the total value of the jointly managed assets. This proportionate holding (for this purpose called the "participation arrangement") applies to each and all investment categories which are held or acquired in the context of joint management. Decisions regarding investments and/or sales of investments have no effect on this participation arrangement: further investments will be allotted to the jointly managed entities in the same proportions and, in the event of a sale of assets, these will be subtracted proportionately from the jointly managed assets held by the individual jointly managed entities.

In the case of new subscriptions in one of the jointly managed entities, the subscription proceeds are to be allocated to the jointly managed entities in accordance with the changed participation arrangement resulting from the increase in net assets of the jointly managed entity having benefited from the subscriptions. The level of the investments will be modified by the transfer of assets from one jointly managed entity to the other, and thus adapted to suit the changed participation arrangement. Similarly, in the case of redemptions for one of the jointly managed entities, the necessary liquid funds shall be taken from the liquid funds of the jointly managed entities in accordance with the changed participation arrangement resulting from the reduction in net assets of the jointly managed entity which has been the subject of the redemptions, and in this case the particular level of all investments will be adjusted to suit the changed participation arrangement.

Shareholders should be aware that the joint management agreement may result in the composition of the assets of a particular sub-fund being affected by events which concern other jointly managed entities, e.g. subscriptions and redemptions, unless the members of the Board of Directors or one of the duly appointed agents of the Company resort to special measures. If all other aspects remain unchanged, subscriptions received by an entity under joint management with the sub-fund will therefore result in an increase in the cash reserve of this sub-fund. Conversely, redemptions of an entity under joint management with the sub-fund will result in a reduction of the cash reserve of this sub-fund. However, subscriptions and redemptions can be executed on the special account that is opened for each jointly managed entity outside the joint management agreement and through which subscriptions and redemptions must pass. Because of the possibility of posting extensive subscriptions and redemptions to these special accounts, and the possibility that the Board of Directors or one of the duly appointed agents of the Company may decide at any time to terminate the participation of the sub-fund in the joint management agreement, the sub-fund concerned may avoid having to rearrange its portfolio if this could adversely affect the interests of the Company, its sub-funds and its shareholders.

If a change in the portfolio composition of the Company or one or several of its relevant sub-funds as a result of redemptions or payments of fees and expenses referring to another jointly managed entity (i.e. which cannot be counted as belonging to the Company or the sub-fund concerned) might result in a violation of the investment restrictions applying to the Company or the particular sub-fund, the relevant assets will be excluded from the joint management agreement before implementing the change so that they are not affected by the resulting adjustments.

Jointly managed assets of a particular sub-fund will only be managed in common with assets intended to be invested according to the same investment objectives that apply to the jointly managed assets in order to ensure that investment decisions are compatible in all respects with the investment policy of the particular sub-fund. Jointly managed assets may only be managed in common with assets for which the same portfolio manager is authorised to make decisions in investments and the sale of investments, and for which the custodian bank also acts as a depositary so as to ensure that the custodian bank is capable of performing its functions and responsibilities in accordance with the 2010 Law and statutory requirements in all respects for the Company and its sub-funds. The custodian bank must always keep the assets of the Company separate from those of the other jointly managed entities; this allows it to determine the assets of the Company and of each individual sub-fund accurately at any time. Since the investment policy of the jointly managed entities does not have to correspond exactly with that of a sub-fund, it is possible that their joint investment policy may be more restrictive than that of that sub-fund.

The Board of Directors may decide to terminate the joint management agreement at any time without giving prior notice.

Shareholders may enquire at any time at the Company's registered office as to the percentage of jointly managed assets and entities with which there is a joint management agreement at the time of their enquiry.

The composition and percentages of jointly managed assets must be stated in the annual reports.

Joint management agreements with non-Luxembourg entities are permissible if (i) the agreement in which the non-Luxembourg entity is involved is governed by Luxembourg law and Luxembourg jurisdiction or (ii) each jointly managed entity is equipped with such rights that no creditor and no insolvency or bankruptcy administrator of the non-Luxembourg entity has access to the assets or is authorised to freeze them.

Art. 6. Shares. The Board of Directors shall determine and specify in the Company's sales document whether the Company shall issue shares in bearer and/or in registered form and in which denominations any bearer shares in a sub-fund and/or share class are to be issued. The Board of Directors of the Company shall determine that share certificates if any shall be issued for fully paid-in bearer shares only.

If the Board of Directors decides to issue bearer shares, these will in principle be documented by global certificates. It is not intended to issue additional bearer share certificates, except if extraordinary circumstances occur.

If bearer share certificates are issued, they must be signed by two members of the Board of Directors.

By resolution of the Board of Directors either or both of these signatures may be in facsimile. However, one of such signatures may be made by a person duly authorised thereto by the Board of Directors, in which case it shall be manual.

Any registered shares issued by the Company must be registered in the share register kept by the Company or one or more persons designated thereto by the Company. This share register will contain the name of each holder of registered shares, his or her residence or another address indicated to the Company, the number of shares held by that person as well as the sub-fund and, the case being, the share class of the relevant shares and the amount paid up on each share. Each transfer or any other form of legal assignment of a registered share must be registered in the share register.

Entry in the share register provides evidence of ownership of registered shares. The Company may issue written confirmation of the shares held.

The transfer of registered shares is effected by the handover of documents providing sufficient evidence of the transfer to the Company or through a declaration of transfer which is entered in the share register and signed and dated by the transferor and the transferee or by persons authorised to do so.

If a share is registered in the name of several persons, the first shareholder entered in the register is deemed to be empowered to act on behalf of all the other co-owners and shall be the only person entitled to receive notices on the part of the Company.

With bearer shares, the Company is entitled to consider the bearer, and with registered shares, the person in whose name the shares are registered, as rightful owner of the shares. In connection with any measures affecting these shares, the Company will only be liable to the aforementioned persons and under no circumstances to any third parties. It has the power to view all rights, interests or claims of persons, other than those persons in whose name the shares are registered, as null and void in respect of these shares; this does not, however, exclude the right of a third party to demand the proper entry of a registered share or a change to such entry.

If a shareholder does not provide the Company with his/her address, this will be noted in the share register and the registered office of the Company, or another address entered in the share register by the Company, will be deemed to be the address of that shareholder until such time as he/she provides the Company with another address. Shareholders may arrange to have the address registered in the Company's share register changed at any time. This takes place by means of written notification to the Company at its registered office or to an address determined by the Company from time to time.

If shareholders in the Company provide sufficient evidence that their share certificates (if any have been issued) have been misplaced, stolen or destroyed, they will receive upon demand and under observance of the conditions laid down by the Company, which may require some form of security, a duplicate of their certificate(s). If prescribed or permitted by the applicable laws and as determined by the Company in observance of such laws, these conditions may include insurance taken out with an insurance company. Upon issue of new share certificates, which must bear a note indicating that they are duplicates, the original certificates(s), which the new one(s) replace(s), cease to be valid.

Upon instructions from the Company, damaged share certificates may be exchanged for new share certificates. The damaged share certificates must be handed over to the Company and immediately cancelled.

At the Company's discretion, it may charge shareholders with the costs of the duplicate or of the new share certificate and with those costs incurred by the Company upon the issue and registration of these certificates or the destruction of the old certificates.

The Company may decide to issue fractional shares up to three decimals. Fractions of shares do not give holders any voting rights but entitle them to participate in the income of the relevant sub-fund or the relevant share class on a pro rata basis.

Art. 7. Issue of shares. The Board of Directors is fully entitled at any time to issue new fully paid-in shares with no par value in any sub-fund and/or share class without, however, granting existing shareholders preferential rights in respect of the subscription of the new shares.

The issue of new shares takes place on each of the valuation dates determined by the Board of Directors in accordance with Article 10 of these Articles of Incorporation and the terms and conditions contained in the sales document.

The issue price for a share is the net asset value, or in case of newly launched sub-funds and/or classes the initial subscription price, as determined by the Board of Directors, per share calculated for each sub-fund and/or each relevant share class pursuant to Article 10 of these Articles of Incorporation plus any costs and commissions laid down by the Board of Directors for the sub-fund and share class concerned. The issue price is payable within the period laid down by the Board of Directors, and no later than eight days after the valuation date concerned unless shorter deadlines are specified in the Appendix of the Company's sales document relating to the respective sub-fund and/or share class.

The Board of Directors may accept full or partial subscriptions in kind at its own discretion. In this case the capital subscribed in kind must be harmonised with the investment policy and restrictions of the particular sub-fund and/or share class. Moreover, the value of any assets contributed in kind will be subject to a report of an auditor (réviseur d'entreprises agréé). Any associated costs will be payable by the investor.

The Board of Directors may limit the frequency of share issues for each sub-fund and each share class; in particular the Board of Directors may resolve that shares are only to be issued within a particular time.

The Board of Directors reserves the right to wholly or partially reject any subscription application or to suspend the issue of shares in one or more or all of the sub-funds and share classes at any time and without prior notification. The custodian bank will immediately reimburse payments made in such cases for subscription applications that have not been executed.

Furthermore, the Board of Directors may impose conditions on the issue of shares in any sub-fund and/or share class (including without limitation the execution of such subscription documents and the provision of such information as the Board of Directors may determine to be appropriate) and may fix a minimum subscription amount and minimum amount of any additional investments, as well as a minimum holding amount which any shareholder is required to comply. Any conditions to which the issue of shares may be submitted will be detailed in the Company's sales documents.

If determination of the net asset value of a sub-fund and/or share class is suspended pursuant to Article 11 of these Articles of Incorporation, no shares in the affected sub-fund or share class will be issued for the duration of the suspension.

For the purpose of issuing new shares, the Board of Directors may assign to any member of the Board of Directors or to appointed officers of the Company or any other authorised person the task of accepting the subscription, receiving the payment and delivering the shares.

Art. 8. Redemption and conversion of shares. Any shareholder in the Company may request the Company to redeem all or part of his/her shares under the terms and procedures set forth by the Board of Directors in the sales documents and within the limits provided by any applicable law and these Articles of Incorporation.

In such cases, the Company will redeem the shares while observing the restrictions laid down by law and subject to the suspension of such redemptions by the Company stipulated in Article 11 of these Articles of Incorporation. The shares redeemed by the Company will be cancelled.

Shareholders receive a redemption price calculated on the basis of the relevant net asset value of the relevant sub-fund and/or share class of sub-fund in line with statutory regulations and the terms of these Articles of Incorporation and in accordance with the terms and conditions laid down by the Board of Directors in the sales documents.

A redemption application must be made irrevocably and in writing and addressed to the registered office of the Company in Luxembourg or at offices of a person (or institution) appointed by the Company. With shares for which certificates have been issued, the share certificates must be submitted in good order with the redemption application, attaching any renewal certificates and any coupons not yet due (for bearer shares only).

A commission in favour of the Company or the Company's distributor may be deducted from the net asset value, together with a further amount to make up for the estimated costs and expenses that the Company could incur in realising the assets in the body of assets affected, in order to finance the redemption request, at a rate provided for in the sales documents.

The redemption price must be paid in the currency in which the shares in the relevant sub-fund and share class are denominated or in another currency that may be determined by the Board of Directors, within a time to be determined by the Board of Directors of not more than eight days after the later of either (i) the relevant valuation date or (ii) after the day when the share certificates have been received by the Company, irrespective of the terms and conditions of Article 11 of these Articles of Incorporation.

With the approval of the affected shareholders, the Board of Directors (while observing the principle of equal treatment of all shareholders) may at its own discretion execute redemption requests wholly or partly in kind by allocating to such shareholder assets from the sub-fund portfolio equivalent in value to the net asset value of the redeemed shares, as described more fully in the sales documents. Moreover, these assets are audited by the Company's auditor. Any associated costs will be payable by the investor.

If on any Valuation Date, redemption or conversion requests pursuant to this Article exceed a certain level determined by the Board of Directors in relation to the net asset value of any sub-fund, the Board of Directors may decide that part or all of such requests for redemption or conversion will be deferred for a period and in a manner that the Board of Directors considers to be in the best interests of the relevant sub-fund. On the next dealing day following that period, these redemption and conversion requests will be met in priority to later requests.

In the event of a very large volume of redemption requests, the Board of Directors may decide to delay execution until the corresponding assets of the Company have been sold without unnecessary delay. The above provisions apply mutatis mutandis to conversions of shares between sub-funds.

If as a result of any request for redemption, the aggregate net asset value of the shares held by a shareholder in any share class of any sub-fund would fall below such value as determined by the Board of Directors and described in the sales documents, the Company may decide that this request shall be treated as a request for redemption for the full balance of such shareholder's holding of shares in such share class of the applicable sub-fund.

The Board of Directors may decide from time to time that shareholders are entitled to request the conversion of whole or part of their shares into shares of another share class of the same sub-fund or of another sub-fund of the Company, provided that the Board of Directors may (i) set restrictions, terms and conditions as to the right for and frequency of conversions and (ii) subject them to the payment of such charges and commissions as it shall determine. The Board of Directors may, in its entire discretion, decide that if as a result of any request for conversion, the number or the aggregate net asset value of the shares held by any shareholder in any sub-fund and/or share class would fall below such number or such value as determined by the Board of Directors, the Company may decide to treat this request as a request for conversion for the full balance of such shareholder's holding of shares in such share class and/or sub-fund.

The price for the conversion of shares shall be computed by reference to the respective net asset value of the two share classes concerned, calculated on the same valuation date or any other day as determined by the Board of Directors in accordance with Article 10 of these Articles of Incorporation and the rules laid down in the sales documents. Conversion fees, if any, may be imposed upon the shareholder(s) requesting the conversion of his shares at a rate provided for in the sales documents.

The shares which have been converted shall be cancelled.

Art. 9. Restrictions on the ownership of shares. The Company may restrict or prevent the ownership of shares in the Company by any person, firm or corporate body, namely any person in breach of any law or requirement of any country or governmental authority or of the provisions of the Company's sales documents and any person which is not qualified to hold such shares by virtue of such law, requirement or provision or if in the opinion of the Company such holding may be detrimental to the Company, if it may result in a breach of any law or regulation, whether Luxembourg or foreign, or if as a result thereof the Company may become subject to laws (including without limitation tax laws) other than those of the Grand Duchy of Luxembourg (each an "unauthorised person"). To this end the Company may:

a) decline to issue any shares and decline to register any transfer of a share, where it appears to it that such registry or transfer would or might result in legal or beneficial ownership of such shares by an unauthorised person or a person holding more than a certain percentage of capital determined by the Board of Directors;

b) demand at any time from persons whose names have been entered in the share register, or who apply for entry of a transfer of shares in the share register, to furnish information supported by a declaration under oath of a nature that it considers necessary in order to decide whether the shares of the person concerned are in the beneficial ownership of an unauthorised person or whether the entry would lead to the beneficial ownership of these shares by an unauthorised person;

c) refuse to recognise the votes of an unauthorised person at a general meeting of shareholders of the Company; and

d) where it appears to the Company that any unauthorised person either alone or in conjunction with any other person is a beneficial owner of shares, direct such shareholder to sell his shares and to provide to the Company evidence of the sale within thirty (30) days of the notice. If such shareholder fails to comply with the direction, the Company may compulsorily redeem or cause to be redeemed from any such shareholder all shares held in the following manner:

(1) The Company serves a notice (hereinafter referred to as "Notice of Purchase") to the shareholder owning the shares, or the person who is registered in the share register as the owner of the shares to be bought. In said notice the shares to be bought are listed together with the method of calculating the purchase price and the name of the buyer.

(2) Such notice will be sent to the shareholder by registered letter at his last known address or to the address listed in the books of the Company. The shareholder is then obliged to release to the Company the shares certificate(s) (if

issued) listed in the Notice of Purchase. At close of business on the day fixed in the Notice of Purchase, the shareholder ceases to be owner of the shares listed in the Notice of Purchase. With registered shares, his name will be struck from the share register and with regard to bearer shares, the issued share certificate(s) will be cancelled.

(3) The price at which each such share is to be purchased (the "Purchase Price") shall be an amount based on the net asset value per share as at the Valuation Date specified by the Board of Directors for the redemption of shares in the Company next preceding the date of the Notice of Purchase or next succeeding the surrender of the share certificate or certificates representing the shares specified (if issued) in such notice, whichever is lower, all as determined in accordance with Article 10 hereof, less any service charge provided therein.

(4) The payment of the Purchase Price to the former owner of the shares will normally be made in the currency laid down by the Board of Directors for the payment of the redemption price for the shares. After it has been finally determined, this price will be deposited by the Company at a bank (mentioned in the Notice of Purchase) in Luxembourg or abroad with a view to paying it out to this owner mentioned in the Notice of Purchase against, the case being, handover of the bearer share certificate mentioned in the Notice of Purchase together with any coupons not yet due.

After the Notice of Purchase has been sent as described above, the former owner no longer has any right to these shares nor any claim against the Company or its assets in this connection, except for the claim for receipt of the Purchase Price (without interest) from the bank mentioned against, the case being, actual handover of the bearer share certificate (s) as described above. Amounts owed to a shareholder pursuant to this paragraph that are not claimed within a five-year period commencing on the date fixed in the Notice of Purchase may no longer be claimed thereafter and return to the Company. The Board of Directors has the powers to undertake all necessary measures to effect the reversion.

(5) The exercise of the powers granted in this Article by the Company may not under any circumstances be questioned or declared ineffective by giving the excuse that ownership of the shares by a person has not been sufficiently proved or that ownership relationships were other than they appeared to be on the date of the Notice of Purchase. This, however, requires that the Company exercises its powers in good faith.

Art. 10. Determination of the net asset value. In order to determine the issue and redemption price, the net asset value of each share class in each sub-fund will be periodically calculated by the Company under the terms and conditions as laid down in the Company's sales documents, and not less than twice every month. Every such day for the determination of the net asset value is referred to in these Articles of Incorporation as a "Valuation Date".

The net asset value of each sub-fund will be calculated in the reference currency of the sub-fund concerned and will be determined in accordance with the following principles:

The net asset value per share will be determined as of any Valuation Date (as determined in the sales documents) by the assets relating to the particular sub-fund minus the liabilities allocated to that sub-fund divided by the number of shares in circulation in the sub-fund in question on any Valuation Date in accordance with the valuation rules set forth below. The net asset value per share may be rounded up or down to the nearest unit of the relevant reference currency as the Board of Directors shall determine.

For sub-funds for which various share classes have been issued the net asset value will be determined for each separate share class. In such cases, the net asset value of a sub-fund that is allocable to a particular share class will be divided by the number of shares in circulation in that share class. The Board of Directors may resolve to round the net asset value up or down to the next amount in the currency concerned.

The net asset value of the Company is calculated by adding up the total net assets of all the sub-funds.

Valuation of each sub-fund and of each of the different share classes follows the criteria below:

1. The assets of the Company shall include:

a) all cash and cash equivalents including accrued interest;

b) all outstanding receivables, including interest receivables on accounts and custody accounts, and income from securities that have been sold but not yet delivered;

c) all securities, money-market instruments, fund units, debt instruments, subscription rights, warrants, options and other financial instruments and other assets held by the Company or acquired for its account;

d) all dividends and dividend claims, provided that it is possible to obtain sufficiently well established information on them and that the Company may make value adjustments in respect of price fluctuations arising from ex-dividend trading or similar practices;

e) all accrued interest on interest-bearing assets held by the Company unless these form part of the face value of the asset concerned;

f) costs of establishing the Company that have not been written off;

g) any other assets including prepaid expenses.

These assets are valued in accordance with the following rules:

a) The value of any cash -either in hand or on deposit -as well as bills and demand notes and accounts receivable, prepaid expenses, cash dividends and interest declared or accrued as aforesaid and not yet received is deemed to be the full amount thereof, unless in any case the same is unlikely to be paid or received in full, in which case the value thereof is arrived at after making such discount as may be considered appropriate in such case to reflect the true value thereof.

b) Securities, derivatives and other investments listed on an official stock exchange are valued at the last known market prices. If the same security, derivative or other investment is quoted on several stock exchanges, the last available quotation on the stock exchange that represents the major market for this investment will apply.

In the case of securities, derivatives and other investments where trading of these assets on the stock exchange is thin but which are traded between securities dealers on a secondary market using standard market price formation methods, the Company can use the prices on this secondary market as the basis for their valuation of these securities and other investments. Securities, derivatives and other investments that are not listed on a stock exchange, but that are traded on another regulated market which is recognised, open to the public and operates regularly, in a due and orderly fashion, are valued at the last available price on this market.

c) Securities and other investments that are not listed on a stock exchange or traded on any other regulated market, and for which no reliable and appropriate price can be obtained, will be valued by the Company according to other principles chosen by it in good faith on the basis of the likely sales prices.

d) The valuation of derivatives that are not listed on a stock exchange (OTC derivatives) is made by reference to independent pricing sources. In case only one independent pricing source of a derivative is available, the plausibility of the valuation price obtained will be verified by employing methods of calculation recognised by the Company and the auditors, based on the market value of the underlying instrument from which the derivative has been derived.

e) Units or shares of other undertakings for collective investment in transferable securities ("UCITS") and/or undertakings for collective investment ("UCI") will be valued at their last net asset value. Certain units or shares of other UCITS and/or UCI may be valued based on an estimate of the value provided by a reliable price provider independent from the target fund's investment manager or investment adviser (Estimated Pricing).

f) (i) For Sub-funds that are money market funds,

- the value of money market instruments which are not listed on a stock exchange or traded on another regulated market open to the public is based on the appropriate curves. The valuation based on the curves refers to the interest rate and credit spread components. The following principles are applied in this process: for each money market instrument, the interest rates nearest the residual maturity are interpolated. The interest rate calculated in this way is converted into a market price by adding a credit spread that reflects the underlying borrower. This credit spread is adjusted if there is a significant change in the credit rating of the borrower.

- interest income earned by sub-funds between the Order Date concerned and the respective Settlement Date may be included in the valuation of the assets of the sub-funds concerned. The asset value per share on a given valuation date may therefore include projected interest earnings.

(ii) For the other Sub-funds that do not fall under the regulation in subsection f (i), the following regulation shall apply: For money market instruments, the valuation price will be gradually adjusted to the redemption price, based on the net acquisition price and retaining the ensuing yield. In the event of a significant change in market conditions, the basis for the valuation of the individual investments is brought into line with the new market yields.

g) Securities, money market instruments, derivatives and other investments that are denominated in a currency other than the currency of account of the relevant sub-fund and which are not hedged by means of currency transactions are valued at the middle currency rate (midway between the bid and offer rate) known in Luxembourg or, if not available, on the most representative market for this currency.

h) Time deposits and fiduciary investments are valued at their nominal value plus accumulated interest.

i) The value of swap transactions is calculated by an external service provider, and a second independent valuation is made available by another external service provider. The calculation is based on the net present value of all cash flows, both inflows and outflows. In some specific cases, internal calculations based on models and market data available from Bloomberg and/or broker statement valuations may be used. The valuation methods depend on the respective security and are determined pursuant to the UBS Global Valuation Policy.

The Company is entitled to apply other appropriate valuation principles which have been determined by it in good faith and are generally accepted and verifiable by auditors to the Company's assets as a whole or of an individual sub-fund if the above criteria are deemed impossible or inappropriate for accurately determining the value of the sub-funds concerned due to extraordinary circumstances or events.

In the event of extraordinary circumstances or events, additional valuations, which will affect the prices of the shares to be subsequently issued or redeemed, may be carried out within one day.

If on any trading day the total number of subscription and redemption applications for all share classes in a sub-fund leads to a net cash in-or outflow, the net asset value of the share classes may be adjusted for that trading day. The maximum adjustment may extend up to a certain percentage (%) of the net asset value (prior to the adjustment). Both the estimated transaction costs and taxes incurred by the sub-fund may be taken into account and the estimated bid/offer spread for the assets in which the sub-fund invests may be considered. The adjustment will result in an increase in the net asset value in the event of a net cash inflow into the sub-fund concerned. It will result in a reduction in the net asset value in the event of a net cash outflow from the sub-fund concerned. The Board of Directors may lay down a threshold figure for each sub-fund in the Company's sales documents. This may consist in the net movement on a trading day in relation to net company assets or to an absolute amount in the currency of the sub-fund concerned. The net asset value would be adjusted only if this threshold were to be exceeded on a given trading day.

The Company is entitled to take the measures described in greater detail in the sales documents in order to ensure that subscriptions or redemptions of shares in the Company do not involve any of the business practices known as market timing or late trading in respect of investments in the Company.

2. The liabilities of the Company shall include:

a) all borrowings and amounts due;

b) all known existing and future liabilities, including liabilities to pay in money or in kind arising from contractual liabilities due and dividends that have been approved but not yet paid out by the Company;

c) reasonable provisions for future tax payments and other provisions approved and made by the Board of Directors, as well as reserves set up as provision against miscellaneous liabilities of the Company;

d) any other liabilities of the Company. In determining the amount of such liabilities, the Company will consider any expenses to be paid comprising the costs of establishing the Company, fees for the management company (if any), investment advisers, portfolio managers, the custodian bank, the domicile and administration agent, the registrar and transfer agent, any paying agent, other distributors and permanent agents in countries where the shares are sold, and any other intermediaries of the Company. Other items to be considered include the remuneration and expenses of members of the Board of Directors, insurance premiums, fees and costs in connection with the registration of the Company at authorities and stock exchanges in Luxembourg and at authorities and stock exchanges in any other country, fees for legal advice and for auditing, advertising costs, printing costs, reporting and publication costs including the costs of publishing announcements and prices, the costs of preparing and carrying out the printing and distribution of the sales documents, information material, regular reports, the cost for preparing and reclaiming withholding tax, taxes, duties and similar charges, any other expenses related to the day-to-day running of the business including the costs of buying and selling assets, interest, bank and brokers' charges, and physical and electronical mailing and telephone costs. The Company may set administrative and other costs of a regular, reoccurring nature in advance on the basis of estimated figures for annual or other periods and may add these together in equal instalments over such periods.

3. The Company will undertake the allocation of assets and liabilities to the sub-funds, and the share classes, as follows:

a) If several share classes have been issued for a sub-fund, all of the assets relating to each share class will be invested in accordance with the investment policy of that sub-fund.

b) The value of shares issued in each share class will be allocated in the books of the Company to the sub-fund of this share class; the portion of the share class to be issued in the net assets of the relevant sub-fund will rise by this amount; receivables, liabilities, income and expenses allocable to this share class will be allocated in accordance with the provisions of this Article to this sub-fund.

c) Derivative assets will be allocated in the books of the Company to the same sub-fund as the assets from which the related derivative assets have been derived and, with each revaluation of an asset, the increase or reduction in value will be allocated to the relevant sub-fund.

d) Liabilities in connection with an asset belonging to a particular sub-fund resulting from action in connection with this sub-fund will be allocated to this sub-fund.

e) If one of the Company's assets or liabilities cannot be allocated to a particular sub-fund, such receivables or liabilities will be allocated to all of the sub-funds pro rata to the respective net asset value of the sub-funds, or on the basis of the net asset value of all share classes in the sub-fund, in accordance with the determination made in good faith by the Board of Directors.

The assets of a sub-fund can only be used to offset the liabilities which the sub-fund concerned has assumed.

f) Distributions to the shareholders in a sub-fund or a share class reduce the net asset value of this sub-fund or of this share class by the amount of the distribution.

4. For the purposes of this Article, the following terms and conditions apply:

a) Shares of the Company to be redeemed under Article 8 and 9 of these Articles of Incorporation shall be treated as existing shares in circulation and taken into account until immediately after the time on the Valuation Date on which such valuation is made, as determined by the Board of Directors. From such time and until paid by the Company, the redemption price shall be deemed to be a liability of the Company;

b) Shares count as issued from the time of their valuation on the relevant Valuation Date on which such valuation is made, as determined by the Board of Directors. From such time and until payment received by the Company, the issue price shall be deemed to be a debt due to the Company;

c) Investment assets, cash and any other assets handled in a currency other than that in which the net asset value is denominated will be valued on the basis of the market and foreign exchange rates prevailing at the time of valuation.

d) If on any Valuation Date the Company has contracted to:

- purchase any asset, the value of the consideration to be paid for such asset shall be shown as a liability of the Company and the value of the asset to be acquired shall be shown as an asset of the Company;

- sell any asset, the value of the consideration to be received for such asset shall be shown as an asset of the Company and the asset to be delivered shall not be included in the assets of the Company;

- provided however, that if the exact value or nature of such consideration or such asset is not known on such Valuation Date, then its value shall be estimated by the Company.

The net assets of the Company are at any time equal to the total of the net assets of the various sub-funds.

The value of all assets and liabilities not expressed in the reference currency of a sub-fund will be converted into the reference currency of such sub-fund at the rate of exchange determined on the relevant Valuation Date in good faith by or under procedures established by the Board of Directors. The Board of Directors, in its discretion, may permit some other method of valuation to be used if it considers that such valuation better reflects the fair value of any asset of the Company.

Art. 11. Temporary suspension of net asset value calculation and of the issue, redemption and conversion of shares. The Company is authorised to temporarily suspend the calculation of the net asset value and the issue, redemption and conversion of the shares of any sub-fund in the following circumstances:

a) during any period when any of the stock exchanges or other markets on which the valuation of a significant and substantial part of any of the investments of the Company attributable to such sub-fund from time to time is based, or any of the foreign-exchange markets in whose currency the net asset value any of the investments of the Company attributable to such sub-fund from time to time or a significant portion of them is denominated, are closed - except on customary bank holidays - or during which trading and dealing on any such market is suspended or restricted or if such markets are temporarily exposed to severe fluctuations, provided that such restriction or suspension affects the valuation of the investments of the Company attributable to such sub-fund quoted thereon;

b) during the existence of any state of affairs which constitutes an emergency in the opinion of the Board of Directors as a result of which disposal or valuation of assets owned by the Company attributable to such sub-fund would be impracticable;

c) during any breakdown in the means of communication or computation normally employed in determining the price or value of any of the investments of such sub-fund or the current price or value on any stock exchange or other market in respect of the assets attributable to such sub-fund;

d) during any period when the Company is unable to repatriate funds for the purpose of making payments on the redemption of shares of such sub-fund, or during which any transfer of funds involved in the realisation or acquisition of investments or payments due on redemption of shares cannot, in the opinion of the Board of Directors, be effected at normal rates of exchange;

e) if political, economic, military or other circumstances beyond the control or influence of the Company make it impossible to access the Company's assets under normal conditions without seriously harming the interests of the shareholders;

f) when for any other reason, the prices of any investments owned by the Company attributable to such sub-fund, cannot promptly or accurately be ascertained;

g) upon the publication of a notice convening a general meeting of shareholders for the purpose of liquidation of the Company;

h) to the extent that such suspension is justified by the necessity to protect the shareholders, upon publication of a notice convening a general meeting of shareholders for the purpose of the merger of the Company or one or more of its sub-funds, or upon publication of a notice informing the shareholders of the decision of the board of directors to merge one or more sub-fund(s);

i) when restrictions on foreign exchange transactions or other transfers of assets render the execution of the Company's transactions impossible; or

j) vis-à-vis a feeder UCITS, when its master UCITS temporarily suspends, on its own initiative or at the request of its competent authorities, the redemption, the reimbursement or the subscription of its units; in such a case the suspension of the calculation of the net asset value at the level of the feeder UCITS will be for a duration identical to the duration of the suspension of the calculation of the net asset value at the level of the master UCITS.

The suspension of the calculation of the net asset value of any particular sub-fund shall have no effect on the determination of the net asset value per share or on the issue, redemption and conversion of shares of any sub-fund that is not suspended.

Any such suspension of the net asset value will be notified to investors having made an application for subscription, redemption or conversion of shares in the sub-fund(s) concerned and will be published if required by law or decided by the Board of Directors or its agent(s) at the appropriate time.

C. Administration and supervision

Art. 12. The Board of Directors. The Company is managed by a Board of Directors composed of at least three members (each a "Director"). The members of the Board of Directors do not have to be shareholders in the Company. They are appointed by the general meeting for a maximum term of office of six years. The general meeting will also determine the number of members of the Board of Directors, their remuneration and their term of office. Members of the Board of Directors will be elected by a simple majority of the shares present or represented at the general meeting.

Any Director may be removed with or without cause or be replaced at any time by resolution adopted by the general meeting.

If the office of a member of the Board of Directors appointed by the general meeting of shareholders becomes vacant before the mandate has expired, the remaining members of the Board of Directors thus appointed may temporarily co-opt a new member; the shareholders will make a final decision on this at the general meeting immediately following the appointment.

Art. 13. Meetings of the Board of Directors. The Board of Directors will elect a chairman and may elect one or more vice-chairmen from amongst its members. It may appoint a secretary, who does not have to be a member of the Board of Directors, and who will record and keep the minutes of the meetings of the Board of Directors and the general meetings. Meetings of the Board of Directors will be convened by the chairman or by two of its members; it meets at the location given in the notice of the meeting.

The chairman will chair the meetings of the Board of Directors and the general meetings. In his absence, the shareholders or the members of the Board of Directors may appoint by simple majority another member of the Board of Directors or, for general meetings, any other person as chairman.

Except in emergencies, which must be substantiated, invitations to meetings of the Board of Directors shall be sent in writing at least twenty-four hours in advance prior to the date set for such meeting. This notice may be waived by consent in writing, by telefax, email or any other similar means of communication, of each Director. Separate notice shall not be required for meetings held at times and places fixed in a resolution adopted by the Board of Directors.

Members of the Board of Directors may give each other power-of-attorney to represent them at meetings of the Board of Directors in writing, by email, telefax or similar means of communication. A Director may represent more than one member of the Board of Directors.

Any Director may participate in a meeting of the Board of Directors by conference call, video conference or similar means of communications allowing the identification of each participating Director. These means must comply with technical features which guarantee an effective participation to the meeting allowing all persons taking part in the meeting to hear one another on a continuous basis and allowing an effective participation of such persons in the meeting. The participation in a meeting by these means is equivalent to a participation in person at such meeting. A meeting held through such means of communication is deemed to be held at the registered office of the Company. Each participating Director shall be authorised to vote by video or by telephone or similar means of communications.

The Directors may not bind the Company by their individual signatures, except if specifically authorized thereto by resolution of the Board of Directors.

The Board of Directors can deliberate or act validly only if at least a half of its members is present or represented unless these Articles of Incorporation provide otherwise and without prejudice to specific legal provisions.

Resolutions by the Board of Directors must be recorded in minutes and the minutes must be signed by the chairman of the Board of Directors, or, in his absence, by the chairman pro tempore who presided at such meeting or by any two Directors. Copies of extracts of such minutes to be produced in judicial proceedings or elsewhere will be validly signed by the chairman of the meeting or any two Directors.

Resolutions by the Board of Directors are made by simple majority of the members present or represented. In the event that at any meeting the number of votes for or against a resolution is equal, the chairman of the meeting shall have a casting vote.

Written resolutions approved and signed by all members of the Board of Directors shall have the same effect as resolutions taken at meetings of the Board of Directors. Such resolutions may be approved by each member of the Board of Directors in writing, by telefax, email or similar means of communication. Such approvals may be given in a single or in several separate documents and must in any event be confirmed in writing and the confirmation attached to the written resolutions.

Art. 14. The powers of the Board of Directors. The Board of Directors is vested with the broadest powers to perform all acts of disposition, management and administration within the Company's purpose, in compliance with the investment policy and investment restrictions as determined in Article 17 of these Articles of Incorporation for and on behalf of the Company.

All powers not expressly reserved by law or by these Articles of Incorporation to the general meeting of shareholders, are in the competence of the Board of Directors.

The Board of Directors may appoint a management company submitted to Chapter 15 of the 2010 Law in order to carry out the functions described in Annex II of the 2010 Law.

Art. 15. Signatory powers. Vis-à-vis third parties, the Company shall be legally bound by the joint signature of any two members of the Board of Directors or the joint or sole signature(s) of persons who have been granted such signatory power by the Board of Directors or by any two Directors, but only within the limits of such power.

Art. 16. Delegation of powers of representation. The Board of Directors may delegate its powers to conduct the daily management and affairs of the Company (including the right to act as authorized signatory for the Company) and the representation of the Company for such daily management and affairs to any member of the Board of Directors, officers or other agents, legal or physical person, who may but are not required to be shareholders of the Company, under such terms and with such powers as the Board of Directors shall determine and who may, if the Board of Directors so authorizes, sub-delegate their powers.

The Board of Directors may also confer all powers and special mandates to any person and may, in particular appoint any officers, including managers, managing directors, or any other officers that the Company deems necessary for the operation and management of the Company. Such appointments may be revoked at any time by the Board of Directors. These officers need not be Directors or shareholders of the Company. Unless otherwise stipulated by these Articles of Incorporation, the officers shall have the rights and duties conferred upon them by the Board of Directors.

Furthermore, the Board of Directors may create from time to time one or several committees composed of Directors and/or external persons and to which it may delegate powers as appropriate.

The Board of Directors may also confer special powers of attorney by notarial or private proxy.

Art. 17. Investment policy. The Board of Directors, based upon the principle of risk diversification, has the power to determine the investment policies and strategies of each sub-fund of the Company and the course of conduct of the management and business affairs of the Company, provided that at all times the investment policy of the Company and each of its sub-funds complies with Part I of the 2010 Law, and any other laws and regulations with which it must comply with in order to qualify as UCITS under article 1(2) of Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009 ("Directive 2009/65/EC") or shall be adopted from time to time by resolutions of the Board of Directors and as shall be described in the Company's sales documents. Within those restrictions, the Board of Directors may decide that investments be made as follows:

17.1. Permitted investments of the Company.

The Company's and each of its sub-funds' investments comprise only one or more of the following:

a) transferable securities and money market instruments that are listed or traded on a regulated market, as defined in Article 4 point 1 (14) of Directive 2004/39/EC of the European Parliament and of the Council of 21 April 2004;

b) transferable securities and money market instruments that are traded on another regulated market in a Member State which operates regularly and is recognised and open to the public. For the purpose of these Articles of Incorporation, the term "Member State" refers to a Member State of the European Union, it being understood that the States that are contracting parties to the Agreement creating the European Economic Area other than the Member States of the European Union, within the limits set forth by this agreement and related acts, are considered as equivalent to Member States of the European Union;

c) transferable securities and money market instruments admitted to official listing on a stock exchange in a non-Member State of the European Union or traded on another regulated market in a non-Member State of the European Union which operates regularly and is recognised and open to the public, such stock exchange or market being located within any European, American, Asian, African, Australasian or Oceania country (hereinafter called "approved state");

d) recently issued transferable securities and money market instruments, provided that the terms of issue include an undertaking that application will be made for admission to official listing on a stock exchange or to another regulated market referred to under paragraphs a) to c) above and that such admission is secured within one year of issue;

e) units of UCITS authorised according to Directive 2009/65/EC and/or other UCIs within the meaning of the first and second indent of Article 1(2), points a) and b) of Directive 2009/65/EC, whether or not established in a Member State, provided that:

(i) such other UCIs have been approved in accordance with a law subjecting them to supervision which is considered by the Luxembourg supervisory authority of the financial sector ("CSSF") as equivalent to that laid down in Community law, and that co-operation between authorities is sufficiently ensured.

(ii) the level of guaranteed protection for unitholders in such other UCIs is equivalent to the level of protection provided for the unitholders in a UCITS, and in particular that the rules on asset segregation, borrowing, lending, and uncovered sales of transferable securities and money-market instruments that are equivalent to the requirements of Directive 2009/65/EC;

(iii) the business operations of the other UCIs is reported in semi annual and annual reports to enable an assessment to be made of the assets and liabilities, income, transactions and operations during the reporting period;

(iv) no more than 10% of the UCITS or other UCIs whose acquisition is envisaged can, in accordance with their respective sales prospectus, management regulations or articles of incorporation, be invested in aggregate in units of other UCITS or UCIs.

Each sub-fund may also acquire shares of another sub-fund subject to the provisions of Article 17.2 paragraph c) of these Articles of Incorporation.

f) deposits with credit institutions which are repayable on demand or have the right to be withdrawn, and maturing in no more than 12 months, provided that the credit institution has its registered office in a Member State or, if the registered office of the credit institution is situated in a non EU Member State, provided that it is subject to prudential rules considered by the CSSF as equivalent to those laid down in Community law;

g) financial derivative instruments, including equivalent cash-settled instruments, dealt in on a regulated market referred to in paragraphs a), b) and c) above and/or financial derivative instruments dealt in over-the-counter ("OTC derivatives"), provided that:

(i) the underlying consists of instruments covered by paragraphs a) to h), financial indices, interest rates, foreign exchange rates or currencies, in which the Company may invest according to the investment objectives of its sub-funds;

(ii) the counter-parties to OTC derivative transactions are institutions subject to prudential supervision, and belonging to the categories approved by the CSSF; and

(iii) the OTC derivatives are subject to reliable and verifiable valuation on a weekly basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Company' s initiative;

h) money market instruments other than those dealt in on a regulated market as referred to in paragraphs a) to c) above and which fall under this Article 17.1, if the issue or issuer of such instruments is itself regulated for the purpose of protecting investors and savings, and provided that these instruments are:

(i) issued or guaranteed by a central, regional or local authority, a central bank of a Member State, the European Central Bank, the European Union or the European Investment Bank, a non-Member State or, in the case of a Federal State, by one of the members making up the federation, or by a public international body to which one or more Member States belong; or

(ii) issued by an undertaking any securities of which are dealt in on regulated markets referred to in paragraphs a), b) or c) above; or

(iii) issued or guaranteed by an establishment subject to prudential supervision in accordance with criteria defined by Community law or by an establishment which is subject to and comply with prudential rules considered by the CSSF to be at least as stringent as those laid down by Community law; or

(iv) issued by other bodies belonging to the categories approved by the CSSF provided that investments in such instruments are subject to investor protection equivalent to that laid down in the first, the second or the third indent of this paragraph h) and provided that the issuer is a company whose capital and reserves amount at least to ten million Euros (EUR 10,000,000.-) and which presents and publishes its annual accounts in accordance with fourth Directive 78/660/EEC, is an entity which, within a group of companies which includes one or several listed companies, is dedicated to the financing of the group or is an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line.

However, the Company and each of its sub-funds may invest no more than 10% of its net assets in transferable securities and money market instruments other than those referred to in paragraph a) to h) above.

Moreover, the Company and each of its sub-funds may hold liquid assets on an ancillary basis, and may acquire movable and immovable property which is essential for the direct pursuit of its business.

17.2 Risk diversification and Investment restrictions.

The Board of Directors shall, based upon the principle of spreading of risks, determine any restrictions which shall be applicable to the investments of the Company and its sub-funds, in accordance with Part I of the 2010 Law. In particular:

a) The Company may invest up to 100% of the assets of any sub-fund, in accordance with the principle of risk-spreading, in different transferable securities and money market instruments issued or guaranteed by a Member State, one or more of its local public authorities, a non-Member State of the European Union or public international bodies of which one or more Member States of the European Union are members, which in principle includes the OECD, unless otherwise provided for in the sales document; provided that in such event, the sub-fund concerned must hold securities from at least six different issues, but securities from any one issue may not account for more than 30% of the total amount.

b) The Company may invest a maximum of 20% of the net assets of any sub-fund in shares and/or debt securities issued by the same body when the aim of the investment policy of the relevant sub-fund to replicate the composition of a certain stock or debt securities index which is recognised by the CSSF, on the following basis:

(i) the composition of the index is sufficiently diversified;

(ii) the index represents an adequate benchmark for the market to which it refers;

(iii) it is published in an appropriate manner.

This 20% limit is raised to 35 % where that proves to be justified by exceptional market conditions in particular in regulated markets where certain transferable securities or money market instruments are highly dominant. The investment up to this limit is only permitted for a single issuer.

c) Each sub-fund may also subscribe for, acquire and/or hold shares issued or to be issued by one or more other sub-funds of the Company subject to additional requirements which may be specified in the sales documents, if:

(i) the target sub-fund does not, in turn, invest in the sub-fund invested in this target sub-fund; and

(ii) no more than 10% of the assets of the target sub-funds whose acquisition is contemplated may, pursuant to their respective sales prospectus or articles of incorporation, be invested in aggregate in units/shares of other UCITs or other collective investment undertakings; and

(iii) voting rights, if any, attaching to the relevant securities are suspended for as long as they are held by the sub-fund concerned; and

(iv) in any event, for as long as these securities are held by the relevant sub-fund, their value will not be taken into consideration for the purposes of verifying the minimum threshold of the net assets imposed by the 2010 Law; and

(v) there is no duplication of management/subscription or redemption fees between those at the level of the sub-fund having invested in the target sub-fund, and this target sub-fund.

d) Provided that they continue to observe the principles of diversification, newly established sub-funds and merging sub-funds may deviate from the specific risk diversification restrictions mentioned above for a period of six months after being approved by the authorities respectively after the effective date of the merger.

e) Provided the particular sub-fund's investment policy does not specify otherwise, it may invest no more than 10% of its assets in other UCITS or UCIs or in other sub-funds of the Company.

f) All other investment restrictions are specified in the Company's sales documents.

In addition, the Company is authorised for each of its sub-funds to employ techniques and instruments relating to transferable securities and money market instruments under the conditions and within the limits laid down by the CSSF provided that such techniques and instruments are used for the purpose of efficient portfolio management. When these operations concern the use of derivative instruments, these conditions and limits shall conform to the provisions laid down in these Articles of Incorporation as well as in the Company's sales documents and the 2010 Law. Under no circumstances shall these operations cause the Company to diverge, for any sub-fund, from its investment objectives as laid down, the case being for the relevant sub-fund, in these Articles of Incorporation or in the Company's sales documents.

17.3 Specific rules for sub-funds established as a master/feeder structure.

(i) A feeder UCITS is a UCITS, or a sub-fund thereof, which has been approved to invest, by way of derogation from article 2, paragraph (2), first indent of the 2010 Law, at least 85% of its assets in units of another UCITS or sub-fund thereof (hereafter referred to as the "master UCITS").

(ii) A feeder UCITS may hold up to 15% of its assets in one or more of the following:

a) ancillary liquid assets in accordance with Article 17.1 last paragraph of these Articles of Incorporation;

b) financial derivative instruments, which may be used only for hedging purposes, in accordance with Article 17.1 paragraph g) of these Articles of Incorporation and Article 42, paragraphs (2) and (3) of the 2010 Law;

c) movable and immovable property which is essential for the direct pursuit of its business.

(iii) For the purposes of compliance with Article 42, paragraph (3) of the 2010 Law, the feeder UCITS shall calculate its global exposure related to financial derivative instruments by combining its own direct exposure under Article 17.3 paragraph (ii) b) of these Articles of Incorporation with:

a) either the master UCITS' actual exposure to financial derivative instruments in proportion to the feeder UCITS investment into the master UCITS;

b) or the master UCITS' potential maximum global exposure to financial derivative instruments provided for in the master UCITS management regulations or instruments of incorporation in proportion to the feeder UCITS' investment into the master UCITS.

iv) A master UCITS is a UCITS, or a sub-fund thereof, which:

a) has, among its shareholders, at least one feeder UCITS;

b) is not itself a feeder UCITS; and

c) does not hold units of a feeder UCITS.

(v) If a master UCITS has at least two feeder UCITS as shareholders, article 2, paragraph (2), first indent and Article 3, second indent of the 2010 Law shall not apply.

Art. 18. Investment advisers / Portfolio managers. The Board of Directors may appoint one or more individuals or legal entities to be investment advisers and/or portfolio managers. The investment adviser has the task of extensively supporting the Company with recommendations in the investment of its assets. It does not have the power to make investment decisions or to make investments on his own. The portfolio manager is given the mandate of investing the Company's assets.

Art. 19. Conflicts of interest. No contract or other transaction which the Company and any other company or firm might enter into shall be affected or invalidated by the fact that any one or more of the Directors or officers of the Company is interested in such other company or firm by a close relation, or is a director, officer or employee of such other company or legal entity, provided that the Company obliges itself to never knowingly sell or lend assets of the Company to any of its Directors or officers or any company or firm controlled by them.

In the event that any Director of the Company may have any interest in any contract or transaction submitted for approval to the Board of Directors conflicting with that of the of the Company, such Director shall make known to the Board of Directors of the Company such opposite interest and shall cause a record of this statement to be included in the minutes of the meeting of the Board of Directors. The relevant Director shall not consider, deliberate or vote upon any such contract or transaction. Such contract or transaction, and such Director's or officer's opposite interest therein, shall be reported to the next succeeding general meeting of shareholder(s) before any other resolution is put to vote.

The provisions of the preceding paragraph are not applicable when the decisions of the Board of Directors of the Company concern day-to-day operations engaged at arm's length.

Interests for the purposes of this Article do not include interests affecting the legal or commercial relationships with the investment adviser, portfolio manager, the custodian bank, the central administration or other parties determined by the Board of Directors from time to time.

Art. 20. Remuneration of the Board of Directors. The remuneration of the members of the Board of Directors is determined by the general meeting. It also includes expenses and other costs incurred by members of the Board of Directors in the exercise of their duties, including any costs for measures related to legal proceedings against them unless these were the result of wilful misconduct or gross negligence on the part of the member of the Board of Directors concerned.

Art. 21. Auditor. The annual financial statements of the Company and of the sub-funds will be audited by an auditor ("réviseur d'entreprises agree") who will be appointed by the general meeting and whose fee will be charged to the Company's assets.

The auditor will perform all of the duties prescribed in the 2010 Law.

D. General meetings - Accounting year - Distributions

Art. 22. Rights of the general meeting. The general meeting of shareholders of the Company represents all of the shareholders of the Company as a whole, irrespective of the sub-fund in which they are shareholders. Resolutions by the general meeting in matters of the Company as a whole are binding on all shareholders regardless of the sub-fund and/or share class held by them. The general meeting has all the powers required to order, execute or ratify any actions or legal transactions by the Company.

Art. 23. Procedures for the general meeting. General meetings are convened by the Board of Directors.

They must be convened upon demand by shareholders holding at least ten per cent (10%) of the capital of the Company. Such general meeting has to take place within a period of one month.

The annual general meetings are held in accordance with the provisions of Luxembourg law once a year at 11.00 a.m. on the 30 th day of November at the registered offices of the Company or such other place in the Grand Duchy of Luxembourg, as may be specified in the notice of meeting.

If the aforementioned day is not a bank business day in Luxembourg, the annual general meeting will be held on the next Luxembourg bank business day. In this context, "bank business day" refers to the normal bank business days (i.e. each day on which banks are open during normal business hours) in Luxembourg, with the exception of individual, non-statutory rest days.

Additional, extraordinary general meetings may be held at locations and at times set out in the notices of meeting.

Convening notices to general meetings shall be made in the form prescribed by law. The convening notices to general meetings may provide that the quorum and the majority requirements at the general meeting shall be determined according to the shares issued and outstanding at midnight (Luxembourg time) on the fifth day prior to the general meeting (referred to as "Record Date"). The rights of a shareholder to attend a general meeting and to exercise the voting rights attaching to his/her shares are determined in accordance with the shares held by this shareholder at the Record Date. The convening notices will be announced to shareholders in accordance with the legal requirements and, if appropriate, in additional newspapers to be laid down by the Board of Directors.

If all shareholders are present or represented and declare themselves as being duly convened and informed of the agenda, the general meeting may take place without convening notice of meeting in accordance with the foregoing conditions.

The Board of Directors may determine all other conditions to be fulfilled by shareholders in order to attend any meeting of shareholders.

The business transacted at any meeting of the shareholders shall be limited to the matters contained in the agenda (which shall include all matters required by law) and business incidental to such matters except if all the shareholders agree to another agenda.

Each full share of whatever sub-fund and/or whatever share class of sub-fund is entitled to one vote, in compliance with Luxembourg law and these Articles of Incorporation. A shareholder may act at any meeting of shareholders by appointing another person ('representative') by his power-of-attorney ('proxy') in writing or by facsimile, mail or any other similar means of communication. Such person does not need to be a shareholder and may be a Director or appointed officer of the Company.

Each shareholder may vote through voting forms sent by post, facsimile, mail or any other similar means of communication to the Company's registered office or to the address specified in the convening notice to the meeting.

The shareholders may only use voting forms provided by the Company and which contain at least the place, date and time of the meeting, the agenda of the meeting, the proposal submitted to the decision of the meeting, as well as for each proposal three boxes allowing the shareholder to vote in favour, against, or abstain from voting on each proposed resolution by ticking the appropriate box. Voting forms which show neither a vote in favour, nor against the resolution, nor an abstention, shall be void. The Company will only take into account voting forms received five (5) days prior to the general meeting of shareholders they relate to.

Decisions affecting the interests of all shareholders in the Company will be made at the general meeting while decisions affecting only the shareholders in a particular sub-fund and/or particular class of sub-fund will be made at the general meeting of that sub-fund and/or share class of sub-fund.

Unless otherwise provided by law or in these Articles of Incorporation, resolutions of the general meeting are passed by a simple majority vote of the shares present or represented.

Art. 24. General meeting of a sub-fund or share class of sub-funds. The shareholders in a sub-fund or share class of sub-fund may hold general meetings at any time to decide matters relating exclusively to that sub-fund or share class of sub-fund.

The provisions in Article 23, paragraphs 1, 2 and 6-14 shall apply accordingly to such general meetings.

Each full share of whatever sub-fund or share class of sub-fund is entitled to one vote pursuant to the provisions of Luxembourg law and these Articles of Incorporation. A shareholder may act at any meeting of shareholder by appointing another person ('representative') by his power-of-attorney ('proxy') in writing or by facsimile, mail or any other similar means of communication. Such person does not need to be a shareholder and may be a Director or appointed officer of the Company.

Unless otherwise provided for by law or in the current Articles of Incorporation, resolutions of the general meeting are passed by simple majority of the shares present or represented at the meeting.

All resolutions of the general meetings of the Company that change the rights of the shareholders in a particular sub-fund and/or share class of sub-fund in relation to the rights of shareholders in another sub-fund and/or share class of sub-fund will be submitted to the shareholders in this other sub-fund and/or share class of sub-fund pursuant to article 68 of the law dated 10 August 1915 on commercial companies as amended from time to time (the "1915 Law").

Art. 25. Liquidation and merger of sub-funds, conversions of existing sub-funds in feeder UCITS and changes to the master UCITS.

25.1 Liquidation of sub-funds and share classes

Upon liquidation announcement to the shareholders of a particular sub-fund and/or share class of sub-fund, the Board of Directors may arrange for the liquidation of one or more subfunds and/or share classes of sub-fund(s) if the value of the net assets of the respective sub-fund and/or share class remains at or falls to a level that no longer allows it to be managed in an economically reasonable way as well as in the course of a rationalisation. The same also applies in cases where changes to the political or economic conditions justify such liquidation.

Up to the date upon which the decision takes effect, shareholders retain the right, free of charge, subject to the liquidation costs to be taken into account and subject to the guaranteed equal treatment of shareholders, to request the redemption of their shares. The Board of Directors may however determine a different procedure, in the interest of the shareholders of the sub-fund(s) and/or of the share classes of sub-fund(s).

Any sums and assets of the sub-fund and/or share class that are not paid out following liquidation shall be deposited as soon as possible at the "Caisse de Consignation" to be held for the benefit of the persons entitled thereto.

The liquidation of a sub-fund shall not involve the liquidation of another sub-fund. Only the liquidation of the last remaining sub-fund of the Company involves the liquidation of the Company.

Irrespective of the Board of Directors' rights, the general meeting of shareholders in a sub-fund and/or share class of a sub-fund may reduce the company's capital at the proposal of the Board of Directors by withdrawing shares issued by a sub-fund and refunding shareholders with the net asset value of their shares, taking into account actual realization prices of investments and realization expenses and any costs arising from the liquidation) calculated on the Valuation Date on which such decision shall take effect. The net asset value is calculated for the day on which the decision comes into force, taking into account the proceeds raised on disposing of the sub-fund's assets and any costs arising from this liquidation. No quorum (minimum presence of shareholders covering the capital represented) is required for a decision of this type. The decision can be made with a simple majority of the shares present or represented at the general meeting.

Shareholders in the relevant sub-fund and/or share class will be informed of the decision by the general meeting of shareholders to withdraw the shares or of the decision of the Board of Directors to liquidate the sub-fund and/or share class by means of a publication as required by law In addition and if necessary in accordance with the statutory regulations of the countries in which shares in the company are sold, an announcement will then be made in the official publications of each individual country concerned.

The counter value of the net asset value of shares liquidated which have not been presented by shareholders for redemption will be deposited with the custodian bank for a period of six months and after that period, if still not presented for redemption, at the "Caisse de Consignation" in Luxembourg until expiry of the period of limitation on behalf of the persons entitled thereto. All redeemed shares shall be cancelled by the Company.

In addition, if a master UCITS is liquidated, divided into two or more UCITS or merged with another UCITS, the feeder UCITS shall also be liquidated, unless the CSSF approves:

a) the investment of at least 85 % of the assets of the feeder UCITS in units of another master UCITS; or

b) the amendment of the articles of incorporation of the feeder UCITS in order to enable it to convert into a sub-fund which is not a feeder UCITS.

Without prejudice to specific national provisions regarding compulsory liquidation, the liquidation of a master UCITS shall take place no sooner than three months after the master UCITS has informed all of its share-or unitholders and the CSSF of the binding decision to liquidate.

25.2 Mergers of the Company or of sub-funds with another UCITS or sub-funds thereof; Mergers of one more sub-funds

"Merger" means an operation whereby:

a) one or more UCITS or sub-funds thereof, the "merging UCITS", on being dissolved without going into liquidation, transfer all of their assets and liabilities to another existing UCITS or a sub-fund thereof, the "receiving UCITS", in exchange for the issue to their shareholders of shares of the receiving UCITS and, if applicable, a cash payment not exceeding 10% of the net asset value of those shares;

b) two or more UCITS or sub-funds thereof, the "merging UCITS", on being dissolved without going into liquidation, transfer all of their assets and liabilities to a UCITS which they form or a sub-fund thereof, the "receiving UCITS", in exchange for the issue to their shareholders of shares of the receiving UCITS and, if applicable, a cash payment not exceeding 10% of the net asset value of those shares;

c) one or more UCITS or sub-funds thereof, the "merging UCITS", which continue to exist until the liabilities have been discharged, transfer their net assets to another sub-fund of the same UCITS, to a UCITS which they form or to another existing UCITS or a sub-fund thereof, the "receiving UCITS".

Mergers can be performed in accordance with the form, modalities and information requirements provided for by the 2010 Law; the legal consequences of mergers are governed by and described in the 2010 Law.

Under the same circumstances as provided in Article 25.1 of these Articles of Incorporation, the Board of Directors may decide to allocate the assets of any sub-fund and/or share class to those of another existing sub-fund and/or share class within the Company or to another Luxembourg undertaking for collective investment in transferable securities subject to Part I of the 2010 Law or to another sub-fund and/or share class within such other undertaking for collective investment in transferable securities subject to Part I of the 2010 Law or, in accordance with the provisions of the 2010 Law, to a foreign undertaking for collective investment in transferable securities or sub-fund and/or share class thereof (the "new sub-fund") and to re-designate the shares of the relevant sub-fund or share class concerned as shares of another sub-fund and/or share class (following a split or consolidation, if necessary, and the payment of the amount corresponding to any fractional entitlement to shareholders). Such decision will be published in the same manner as described in the first paragraph of this Article (and, in addition, the publication will contain information in relation to the new sub-fund), thirty days before the date on which the merger becomes effective in order to enable shareholders to request redemption or conversion of their shares, free of charge, during such period.

Under the same circumstances as provided in Article 25.1 of these Articles of Incorporation, the Board of Directors may decide to reorganise a sub-fund and/or share class by means of a division into two or more sub-funds and/or share class. Such decision will be published in the same manner as described in the first paragraph of this Article (and, in addition, the publication will contain information about the two or more new sub-fund) thirty days before the date on which the division becomes effective, in order to enable the shareholders to request redemption or conversion of their shares free of charge during such period. Notwithstanding the powers conferred to the Board of Directors by the preceding paragraphs, the reorganisation of sub-funds and/or share class within the Company (by way of a merger or division) may be decided upon by a general meeting of the shareholders of the relevant sub-fund(s) and/or share class (i.e.: in the case of a merger, this decision shall be taken by the general meeting of the shareholders of the contributing sub-fund and/or share class. For both mergers and divisions of sub-funds, or share class, there shall be no quorum requirements for such general meeting and it will decide upon such a merger or division by resolution taken with the simple majority of the shares present and/or represented, except when such a merger is to be implemented with a Luxembourg undertaking for collective investment of the contractual type ("fonds commun de placement") or a foreign-based undertaking for collective investment, in which case resolutions shall be binding only upon such shareholders who will have voted in favour of such amalgamation.

Where a sub-fund has been established as a master UCITS, no merger or division of shall become effective, unless the sub-fund has provided all of its shareholders and the competent authorities of the home member state of the feeder-UCITS with the information required by law, by sixty days before the proposed effective date. Unless the competent authorities of the home member state of the feeder-UCITS have granted approval to continue to be a feeder-UCITS of the master UCITS resulting from the merger or division of the relevant sub-fund, the relevant sub-fund shall enable the feeder-UCITS to repurchase or redeem all shares in the relevant sub-fund before the merger or division of the relevant sub-fund becomes effective.

The shareholders of both the merging UCITS and the receiving UCITS have the right to request, without any charge other than those retained by the UCITS to meet disinvestment costs, the repurchase or redemption of their shares or, where possible, to convert them into shares in another UCITS with similar investment policy and managed by the same management company or by any other company with which the management company is linked by common management or control, or by a substantial direct or indirect holding. This right shall become effective from the moment that the shareholders of the merging UCITS and those of the receiving UCITS have been informed of the proposed merger and shall cease to exist five working days before the date for calculating the exchange ratio.

The Company may temporarily suspend the subscription, repurchase or redemption of shares, provided that any such suspension is justified for the protection of the shareholders.

The entry into effect of the merger shall be made public through all appropriate means provided for by the competent authorities in the home member state of the receiving UCITS established in Luxembourg and shall be notified to the competent authorities of the home member states of the receiving UCITS and the merging UCITS. A merger which has taken in accordance with the provisions of the 2010 Law cannot be declared null and void.

25.3 Conversions of existing sub-funds in feeder UCITS and changes of the master UCITS

For conversions of existing sub-funds in feeder UCITS and a change of the master UCITS the shareholders must be provided with the information required by the 2010 Law within the periods of time prescribed by law. The shareholders are entitled to redeem their shares in the relevant sub-funds free of charge within thirty (30) days thereafter, irrespective of the costs of the redemption.

Art. 26. Financial year. Each year, the Company's financial year begins on 1 June and ends on 31 May.

Art. 27. Distributions. The Board of Directors may decide to pay an interim dividend in accordance with the provisions of the 2010 Law.

The appropriation of annual income and any other distributions is determined by the general meeting upon proposal by the Board of Directors.

The distribution of dividends or other distributions to shareholders in a sub-fund or share class is subject to prior resolution by the shareholders in this sub-fund of share class.

Dividends that have been fixed are paid out in the currencies and at the place and time determined by the Board of Directors. An income equalisation amount will be calculated so that the distribution corresponds to the actual income entitlement.

The Board of Directors is authorised to suspend the payment of distributions. At the proposal of the Board of Directors, the general meeting of shareholders may decide to issue bonus shares as part of the distribution of net investment income and capital gains.

E. Concluding provisions

Art. 28. Custodian Bank. To the extent required by law, the Company will enter into a custodian bank agreement with a bank as defined in the law of 5 April 1993 on the financial sector, as amended.

The custodian bank will fulfil the duties and responsibilities as provided for by the 2010 Law and the agreement entered into with the Company.

Should the custodian bank wish to resign, the Board of Directors will mandate another bank within two months to take over the functions of the custodian bank. Thereupon, the members of the Board of Directors will appoint this institution as custodian bank in place of the resigning custodian bank. The members of the Board of Directors have the powers to terminate the function of the custodian bank but may not give notice to the custodian bank of such termination unless and until a new custodian bank has been appointed pursuant to this Article to take over the function in its place.

Art. 29. Dissolution of the Company. The Company may at any time be dissolved by a resolution of the general meeting of shareholders subject to the quorum and majority requirements referred to in Article 31 hereof.

Whenever the share capital falls below two-thirds of the minimum capital indicated in Article 5 hereof, the question of the dissolution of the Company shall be referred to the general meeting by the Board of Directors. The general meeting, for which no quorum shall be required, shall decide by simple majority of the votes of the shares represented at the meeting.

The question of the dissolution of the Company shall further be referred to the general meeting whenever the share capital falls below one-fourth of the minimum capital set by Article 5 hereof, in such an event, the general meeting shall be held without any quorum requirements and the dissolution may be decided by shareholders holding one-fourth of the votes of the shares represented at the meeting.

The meeting must be convened so that it is held within a period of forty days from ascertainment that the net assets of the Company have fallen below two-thirds or one-fourth of the legal minimum, as the case may be.

Art. 30. Liquidation of the Company. Liquidation shall be carried out by one or several liquidators, who may be physical persons or legal entities, appointed by the general meeting of shareholders which shall determine their powers and the compensation. The liquidator(s) must be approved by the CSSF.

The net proceeds of the liquidation of each sub-fund shall be distributed by the liquidators to the shareholder(s) of the relevant sub-fund in proportion to the number of shares which it/they hold in that sub-fund. The amounts not claimed by the shareholder(s) at the end of the liquidation shall be deposited with the Caisse de Consignation in Luxembourg. If these amounts are not claimed before the end of the period of legal limitation, the amounts shall become statute-barred and cannot be claimed any more.

Art. 31. Changes to the Articles of Incorporation. These Articles of Incorporation may be expanded or otherwise amended by the general meeting. Amendments are subject to the quorum and majority requirements in the provisions of the 1915 Law.

Art. 32. Applicable law. All matters not governed by these Articles of Incorporation shall be determined in accordance with the 1915 Law and the 2010 Law, as such laws have been or may be amended from time to time.

Nothing else being on the agenda, and nobody rising to speak, the meeting was closed.

The undersigned notary, who speaks and understands English, states herewith that on request of the appearing persons, the present deed is worded in English.

Whereof, the present notarial deed was prepared in Luxembourg, on the day mentioned at the beginning of this document.

The document having been read to the person appearing, known to the notary by his name, first name, civil status and residence, said person appearing signed together with the notary the present deed.

Signé: B. WACKER - N. CHRISTMANN - C. WERSANDT.

Enregistré à Luxembourg Actes Civils, le 18 avril 2011. Relation: LAC/2011/17831. Reçu soixante-quinze euros (75,- EUR).

Le Receveur ff. (signé): Carole FRISING.

Pour expédition conforme, délivrée à la société sur demande, aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le vingt-quatre mai de l'an deux mille onze.

Référence de publication: 2011109055/1170.

(110125012) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er août 2011.

Victorian Linen & Craft s.à r.l., Société à responsabilité limitée.

Siège social: L-1150 Luxembourg, 124, route d'Arlon.

R.C.S. Luxembourg B 155.270.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 27 juin 2011.

Gérant technique

Référence de publication: 2011089399/11.

(110100422) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 juin 2011.

Vide S.A., Société Anonyme.

Siège social: L-1331 Luxembourg, 31, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 121.270.

Le bilan au 31/12/2010 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2011089400/9.

(110100170) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 juin 2011.

Kingstone Holdings S.à r.l., Société à responsabilité limitée.

Siège social: L-2227 Luxembourg, 8, avenue de la Porte-Neuve.

R.C.S. Luxembourg B 152.290.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour Kingstone Holdings SARL
Pour Intertrust (Luxembourg) S.A.

Référence de publication: 2011090964/11.

(110102245) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

VIASIMO S.àr.l., Société à responsabilité limitée.

Siège social: L-1724 Luxembourg, 19-21, boulevard du Prince Henri.

R.C.S. Luxembourg B 137.505.

Extrait du procès-verbal de l'assemblée générale ordinaire tenue le 28 juin 2011

Le mandat du commissaire aux comptes venant à échéance, l'assemblée décide d'élire pour la période expirant à l'assemblée générale statuant sur l'exercice 2013 comme suit:

Commissaire aux comptes:

ComCo S.A., 11-13 Boulevard de la Foire, L-1528 Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour extrait conforme
Société Européenne de Banque
Société Anonyme
Banque domiciliataire
Signatures

Référence de publication: 2011089398/18.

(110100199) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 juin 2011.

VIASIMO S.àr.l., Société à responsabilité limitée.

Siège social: L-1724 Luxembourg, 19-21, boulevard du Prince Henri.

R.C.S. Luxembourg B 137.505.

Les comptes annuels au 31.12.2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour VIASIMO S.à r.l.
Société Européenne de Banque S.A.
Banque Domiciliataire
Signatures

Référence de publication: 2011089397/13.

(110100198) Déposé au registre de commerce et des sociétés de Luxembourg, le 29 juin 2011.

Dosantos Investments S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 145.442.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour DOSANTOS INVESTMENTS S.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090750/11.

(110101998) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Euro Nutri Santé S.A., Société Anonyme.

Siège social: L-3474 Dudelange, 1, rue Auguste Liesch.

R.C.S. Luxembourg B 65.048.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature
Mandataire

Référence de publication: 2011090783/11.

(110103170) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

ECP Fund, SICAV-FIS, Société en Commandite par Actions sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-1122 Luxembourg, 2, rue d'Alsace.

R.C.S. Luxembourg B 134.745.

Société d'Investissement à Capital Variable en constituée le 05 décembre 2007 suivant publication au mémorial n° 219 du 28 janvier 2008.

Les comptes annuels sociaux de ECP Fund, SICAV-FIS, arrêtés au 31 décembre 2010 et dûment approuvés lors de l'Assemblée Générale des Actionnaires en date du 20 avril 2011, ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 1 er juillet 2011.

ECP Fund, SICAV-FIS

Référence de publication: 2011090765/16.

(110103130) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Ed.zeebre.consulting S.A., Société Anonyme.

Capital social: EUR 31.000,00.

Siège social: L-1420 Luxembourg, 117, avenue Gaston Diderich.

R.C.S. Luxembourg B 155.069.

Extrait de l'Assemblée Générale Extraordinaire du 30 juin 2011

Il résulte du procès-verbal de l'assemblée générale Extraordinaire des actionnaires, tenue en date du 30 juin 2011:

Suite à la démission de Madame France DAMBRINE de son poste d'Administrateur Unique, l'Assemblée nomme en remplacement au poste d'Administrateur Unique à compter du 30 juin 2011 et pour une durée indéterminée:

- Monsieur Sébastien THIBAL, né le 21 février 1976 à Perpignan (France), demeurant professionnellement au 117, avenue Gaston Diderich L-1420 Luxembourg.

Le Mandataire

Référence de publication: 2011090766/15.

(110102148) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Equinox, Société Anonyme.

Siège social: L-1724 Luxembourg, 35, boulevard du Prince Henri.

R.C.S. Luxembourg B 77.581.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Equinox
Société Anonyme
Signature

Référence de publication: 2011090777/12.

(110102938) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Esybiz S.A., Société Anonyme.

Siège social: L-3895 Foetz, rue de l'Industrie, Coin des Artisans.

R.C.S. Luxembourg B 120.141.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090780/10.

(110102449) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Européenne de Real Estates S.A., Société Anonyme.

Siège social: L-2310 Luxembourg, 16, avenue Pasteur.

R.C.S. Luxembourg B 93.512.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090759/10.

(110102025) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

European Screening Limited S.à r.l., Société à responsabilité limitée.

Siège social: L-1945 Luxembourg, 3, rue de la Loge.

R.C.S. Luxembourg B 82.920.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090760/10.

(110101828) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

EBM Consulting SA, Société Anonyme.

Siège social: L-4732 Pétange, 54, rue de l'Eglise.

R.C.S. Luxembourg B 132.223.

Les comptes annuels au 31 décembre 2009 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 30 juin 2011.

Référence de publication: 2011090761/10.

(110101725) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

EBM Consulting SA, Société Anonyme.

Siège social: L-4732 Pétange, 54, rue de l'Eglise.

R.C.S. Luxembourg B 132.223.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 30 juin 2011.

Référence de publication: 2011090762/10.

(110101726) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Honeymoon S.à r.l., Société à responsabilité limitée.

Siège social: L-4056 Esch-sur-Alzette, 13-15, place Winston Churchill.

R.C.S. Luxembourg B 108.294.

Assemblée générale extraordinaire du 28 juin 2011

Suite à l'assemblée générale extraordinaire du 28 juin 2011 de la société Honeymoon S.à r.l., le siège social est transféré avec effet immédiat de 26-28, boulevard J.-F. Kennedy, L-4170 Esch-sur-Alzette, vers 13-15, Place Winston Churchill, L-4056 Esch-sur-Alzette.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 28 juin 2011.

Référence de publication: 2011090873/13.

(110102746) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

High Road Capital Partners S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 145.395.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour High Road Capital Partners S.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090869/11.

(110102917) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Highlander International (Luxembourg) S.à r.l., Société à responsabilité limitée.

Capital social: EUR 46.537,00.

Siège social: L-1469 Luxembourg, 67, rue Ermesinde.

R.C.S. Luxembourg B 148.053.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour Highlander International (Luxembourg) S.à r.l.
Un mandataire

Référence de publication: 2011090870/12.

(110102024) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Hines Sunbelt Luxembourg S.à r.l., Société à responsabilité limitée.

Siège social: L-1150 Luxembourg, 205, route d'Arlon.

R.C.S. Luxembourg B 112.216.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Tatiana Speranskaia.

Référence de publication: 2011090872/10.

(110102771) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

HumanEco S.A., Société Anonyme.

Siège social: L-1530 Luxembourg, 50, rue Anatole France.

R.C.S. Luxembourg B 129.938.

Les comptes annuels au 31/12/2010 ont été déposés, dans leur version abrégée, au registre de commerce et des sociétés de Luxembourg conformément à l'art. 79(1) de la loi du 19/12/2002.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Mandataire

Référence de publication: 2011090874/11.

(110102768) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

HAPOGA, Société à responsabilité limitée.

Siège social: L-5691 Ellange, 27, Z.A.E. le Triangle Vert.

R.C.S. Luxembourg B 143.189.

Les comptes annuels au 31.12.2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2011090878/9.

(110101791) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Haines Invest S.A., Société Anonyme.

Siège social: L-1882 Luxembourg, 3A, rue Guillaume Kroll.

R.C.S. Luxembourg B 129.430.

Le bilan au 31 décembre 2009 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 30 juin 2011.

Pour la société
Un mandataire

Référence de publication: 2011090875/12.

(110102465) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Halcor S.à r.l., Société à responsabilité limitée.

Siège social: L-1724 Luxembourg, 19-21, boulevard du Prince Henri.

R.C.S. Luxembourg B 125.130.

Les comptes annuels au 31.12.2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Société Européenne de Banque S.A.
Société Anonyme
Banque domiciliataire
Signatures

Référence de publication: 2011090877/13.

(110102097) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

I.C.S. Assurances et Finances, Integra Consultancy Services S.A., Société Anonyme.

Siège social: L-2210 Luxembourg, 54-56, boulevard Napoléon Ier.

R.C.S. Luxembourg B 59.616.

Extrait du procès-verbal de la réunion du conseil d'administration du 1 er juillet 2011

Le Conseil décide de transférer le siège social situé actuellement au 4 rue Jean Pierre Brasseur à L-1258 LUXEMBOURG. A compter du 1 er juillet 2011, le siège social sera situé au 54-56 Boulevard Napoléon 1 er à L-2210 Luxembourg.

Luxembourg, le 1 er juillet 2011.

Pour extrait conforme
FIDCOSERV S.à r.l.
Signature

Référence de publication: 2011090920/14.

(110102507) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

International Mineral Finance S.àr.l., Société à responsabilité limitée.

Capital social: USD 71.479.000,00.

Siège social: L-2522 Luxembourg, 6, rue Guillaume Schneider.

R.C.S. Luxembourg B 137.910.

EXTRAIT

Société prend acte que Monsieur Carlo Schneider, gérant de la Société, réside désormais au 16, rue des Primevères L-2310 Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour extrait conforme.

Luxembourg, le 30 juin 2011.

Référence de publication: 2011090924/14.

(110101650) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

HF Group Lux S.à r.l., Société à responsabilité limitée.

Capital social: GBP 89.390,05.

Siège social: L-1882 Luxembourg, 5, rue Guillaume Kroll.

R.C.S. Luxembourg B 127.219.

Par résolutions prises en date du 16 mai 2011, l'associé unique a pris la décision de nommer Anita Lyse, avec adresse professionnelle au 5, Rue Guillaume Kroll, L-1882 Luxembourg, au mandat de Gérant de catégorie B, avec effet immédiat et pour une durée indéterminée.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 27 juin 2011.

Référence de publication: 2011090881/13.

(110102606) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Jero Participations S.A., Société Anonyme.

Siège social: L-2210 Luxembourg, 54, boulevard Napoléon Ier.

R.C.S. Luxembourg B 80.146.

Les comptes annuels au 31.12.2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090956/10.

(110102649) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Jerono Participations S.A., Société Anonyme.

Siège social: L-2210 Luxembourg, 54, boulevard Napoléon Ier.

R.C.S. Luxembourg B 148.925.

Les comptes annuels au 31.12.2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090957/10.

(110102650) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Jubrifin S.A. SPF, Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-2311 Luxembourg, 55-57, avenue Pasteur.

R.C.S. Luxembourg B 154.181.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 30 juin 2011.

Référence de publication: 2011090960/10.

(110101723) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Jumeli S.A., Société Anonyme.

Siège social: L-4240 Esch-sur-Alzette, 36, rue Emile Mayrisch.

R.C.S. Luxembourg B 143.003.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090961/10.

(110102641) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Grecale S.A., Société Anonyme Soparfi.

Siège social: L-1219 Luxembourg, 17, rue Beaumont.

R.C.S. Luxembourg B 132.570.

—

Les comptes au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

GRECALE S.A.
Alexis DE BERNARDI / Robert REGGIORI
Administrateur / Administrateur

Référence de publication: 2011090857/12.

(110101517) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Greiwels S.à r.l., Société à responsabilité limitée.

Siège social: L-8059 Bertrange, Gréiwelshaff.

R.C.S. Luxembourg B 116.864.

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Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090861/10.

(110102633) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

GTI S.A., Société Anonyme.

Siège social: L-3895 Foetz, rue de l'Industrie.

R.C.S. Luxembourg B 153.235.

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Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2011090864/10.

(110102406) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

H'Corp, Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 150.191.

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Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour H'Corp
Pour Intertrust (Luxembourg) S.A.

Référence de publication: 2011090865/11.

(110103038) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

International Programs Development S.A., Société Anonyme.

Siège social: L-1251 Luxembourg, 13, avenue du Bois.

R.C.S. Luxembourg B 41.569.

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Le Bilan annuel des comptes clos au 31 décembre 2010 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2011090925/10.

(110102028) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Joh.Berenberg, Gossler & Co. KG, Niederlassung Luxemburg, Succursale d'une société de droit étranger.

Adresse de la succursale: L-1648 Luxembourg, 46, place Guillaume II.

R.C.S. Luxembourg B 29.061.

Das vorliegende Dokument wurde erstellt, um die bei dem Luxemburger Handels- und Gesellschaftsregister hinterlegten Informationen zu aktualisieren.

Handlungsbevollmächtigte der Zweigniederlassung:

- Herr Alexander Thassilo ANTOINE ist nicht mehr Vertretungsberechtigter.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Luxemburg, den 01. Juli 2011.

Joh. Berenberg, Gossler & Co. KG BERENBERG BANK NIEDERLASSUNG LUXEMBURG LUXEMBOURG BRANCH

Zweigniederlassung von JOH. BERENBERG, GOSSLER & Co KG

Harald Wörister / Mirjam Lehnen

Référence de publication: 2011090958/18.

(110102733) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Kingstone Holdings S.à r.l., Société à responsabilité limitée.

Siège social: L-2227 Luxembourg, 8, avenue de la Porte-Neuve.

R.C.S. Luxembourg B 152.290.

Extrait des décisions prises lors de l'assemblée générale ordinaire et lors du conseil d'administration du 14 juin 2011

1. Le siège social a été transféré de L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte à L-2227 Luxembourg, 8, avenue de la Porte Neuve.

2. M. Xavier SOULARD a démissionné de son mandat de gérant de classe B.

3. Mme Virginie DOHOGNE, administrateur de sociétés, née à Verviers (Belgique), le 14 juin 1975, demeurant professionnellement à L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte, a été nommée comme gérante de classe B pour une durée indéterminée.

Luxembourg, le 30 juin 2011.

Pour extrait sincère et conforme

Pour Kingstone Holdings SARL

Intertrust (Luxembourg) S.A.

Référence de publication: 2011090965/18.

(110102249) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Grecale S.A., Société Anonyme Soparfi.

Siège social: L-1219 Luxembourg, 17, rue Beaumont.

R.C.S. Luxembourg B 132.570.

Extrait des résolutions prises lors de l'assemblée générale ordinaire des actionnaires tenue au siège social à Luxembourg, le 27 juin 2011

La démission de Monsieur KARA Mohammed de ses fonctions de commissaire aux comptes est acceptée.

Monsieur VEGAS-PIERONI Louis, expert-comptable, 17 rue Beaumont, L-1219 Luxembourg, est nommé nouveau commissaire aux comptes de la société pour une période de deux ans. Son mandat viendra à échéance lors de l'assemblée générale statutaire de l'an 2013.

Pour extrait sincère et conforme

GRECALE S.A.

Alexis DE BERNARDI

Administrateur

Référence de publication: 2011090858/17.

(110101698) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

GEFS Pan Europe Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-2540 Luxembourg, 15, rue Edward Steichen.

R.C.S. Luxembourg B 84.575.

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Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2011090847/9.

(110102119) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Hercules Investments S.à r.l., Société à responsabilité limitée.

Siège social: L-2449 Luxembourg, 49, boulevard Royal.

R.C.S. Luxembourg B 70.558.

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Les comptes annuels au 30 septembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour Hercules Investments s.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090867/11.

(110102227) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

High Noon Corporation S.à r.l., Société à responsabilité limitée.

Siège social: L-1724 Luxembourg, 43, boulevard du Prince Henri.

R.C.S. Luxembourg B 116.716.

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Les comptes annuels au 31 décembre 2008 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature
Mandataire

Référence de publication: 2011090883/11.

(110102695) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Holding for Technological Innovations S.A., Société Anonyme.

R.C.S. Luxembourg B 62.360.

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La Fiduciaire D + C S.à.r.l, avec siège social 3, rue des Foyers, L-1537 Luxembourg dénonce avec effet immédiat le siège établi en ses locaux, 3, rue des Foyers, L-1537 Luxembourg. Holding For Technological Innovations S.A. n'a donc plus de siège social.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 1 er juillet 2011.

Fiduciaire D+C S.à.r.l.

Référence de publication: 2011090885/12.

(110102995) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Investissements Immobiliers Européens, Société Anonyme.

Siège social: L-2241 Luxembourg, 4, rue Tony Neuman.

R.C.S. Luxembourg B 22.437.

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Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Le Conseil d'Administration

Référence de publication: 2011090930/10.

(110101677) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

I/O Luxembourg S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 102.131.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour I/O Luxembourg S.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090890/11.

(110103128) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Ice Holdings S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 127.526.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour Ice Holdings S.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090893/11.

(110102219) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Omnia Ventures, Société Anonyme.

Siège social: L-2449 Luxembourg, 11, boulevard Royal.

R.C.S. Luxembourg B 161.337.

STATUTES

In the year two thousand eleven, on the seventeenth day of May.

Before us Maître Gérard LECUIT, notary residing in Luxembourg.

There appeared:

ECP Holdings SA, a company having its registered office at PO Box 3175 Road Town Tortola, British Virgin Islands (BVI), registered under number 1412377,

here represented by Ms Elsa BOURGOIS, employee, residing professionally in Luxembourg, by virtue of a proxy given on May 12, 2011.

The said proxy, after having been signed "ne varietur" by the appearing and the notary, will remain attached to the present deed in order to be registered with it.

Such appearing party, represented as stated above, has requested the notary to inscribe as follows the articles of association of a société anonyme:

Title I. - Denomination, Registered office, Object, Duration

Art. 1. There is established hereby a société anonyme under the name of "Omnia Ventures".

Art. 2. The registered office of the corporation is established in Luxembourg.

The registered office may be transferred to any other place in the municipality by a decision of the board of directors.

If extraordinary political or economic events occuror are imminent, which might interfere with the normal activity at the registered office, or with easy communication between this office and abroad, the registered office may be declared to have been transferred abroad provisionally until the complete cessation of these abnormal circumstances.

Such decision, however, shall have no effect on the nationality of the company. Such declaration of the transfer of the registered office shall be made and brought to the attention of third parties by the organ of the corporation which is best situated for this purpose under such circumstances.

Art. 3. The corporation is established for an unlimited period.

Art. 4. The company shall have as its business purpose the holding of participations, in any form whatsoever, in Luxembourg and foreign companies, the acquisition by purchase, subscription, or in any other manner as well as the transfer by sale, exchange or otherwise of stock, bonds, debentures, notes and other securities of any kind.

The company may participate in the establishment and development of any financial, industrial or commercial enterprises and may render any assistance byway of loans, guarantees or otherwise to subsidiaries,affiliated companies or parent companies. The company may borrow in any form and proceed to the issuance of bonds.

In general, it may take any controlling and supervisory measures and carry out any operation which it may deem useful in the accomplishment and development of its purpose.

Title II. - Capital, Shares

Art. 5. The corporate capital is set at THIRTY-TWO THOUSAND EURO (32.000.- EUR) represented by THREE HUNDRED TWENTY (320) shares with a par value of ONE HUNDRED EURO (100.- EUR) each.

Shares may be evidenced at the owners option, in certificates representing single shares or in certificates representing two or more shares.

Shares may be issued in registered or bearer form,at the shareholder's option.

The corporation may, to the extent and under the terms permitted by law, purchase its own shares.

Title III. - Management

Art. 6. In case of plurality of shareholders, the Company must be managed by a Board of Directors consisting of at least three members, who need not be shareholders.

In the case where the Company is incorporated by a sole shareholder or if at the occasion of a general meeting of shareholders, it is established that the Company has only one shareholder left, the composition of the Board of Directors may be limited to one member(the "Sole Director") until the next ordinary general meeting of the shareholders noticing the existence of more than one shareholder. A legal entity may be a member of the Board of Directors or may be the Sole Director of the Company. In such a case, its permanent representative shall be appointed or confirmed in compliance with the Law.

The Directors or the Sole Director are appointed by the general meeting of shareholders for a period not exceeding six years and are re-eligible. They may be removed at any time by a resolution of the general meeting of shareholders. They will remain in function until their successors have been appointed. In case a Director is elected without mention of the term of his mandate, he is deemed to be elected for six years from the date of his election.

In the event of vacancy of a member of the Board of Directors because of death, retirement or otherwise,the remaining Directors thus appointed may meet and elect, by majority vote, a Director to fill such vacancy until the next general meeting of shareholders which will be asked to ratify such election.

Art. 7. The board of directors will elect from among its members a chairman.

The board of directors convenes upon call by the chairman, as often as the interest of the corporation so requires. It must be convened each time two directors so request.

Directors may participate in a meeting of the Board of Directors by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and speak to each other, and such participation in a meeting will constitute presence in person at the meeting; provided that all actions approved by the Directors at any such meeting will be reduced to writing in the form of resolutions.

Resolutions signed by all members of the Board of Directors will be as valid and effectual as if passed at a meeting duly convened and held. Such signatures may appear on a single document or multiple copies of an identical resolution and may be evidenced by letter, telefax or similar communication.

Art. 8. The board of directors is invested with the broadest powers to perform all acts of administration and disposition in compliance with the corporate object.

All powers not expressly reserved by law or by the present articles of association to the general meeting of shareholders fall within the competence of the board of directors. The board of directors may pay interim dividends, in compliance with the legal requirements.

Any director having an interest in a transaction submitted for approval to the Board of Directors conflicting with that of the company, shall advise the board thereof and cause a record of his statement to be included in the minutes of the meeting. He may not take part in these deliberations. At the next following general meeting, before any other resolution is put to vote, a special report shall be made on any transactions in which any of the directors may have had an interest conflicting with that of the company.

If there is only one shareholder, the minutes shall only mention the operations intervened between the Company and its Sole Director having an interest conflicting with the one of the Company.

If there is only one Director, all such powers shall be reserved to the Sole Director.

Art. 9. Towards third parties, in all circumstances, the Company shall be, in case of a Sole Director, bound by the sole signature of the Sole Director or, in case of plurality of directors, by the signatures of two Directors or by the single signature of any person to whom such signatory power shall be delegated by the Board of Directors or the Sole Director of the Company,but only within the limits of such power.

Towards third parties, in all circumstances, the Company shall also be, in case if a managing director has been appointed in order to conduct the daily management and affairs of the Company and the representation of the Company for such daily management and affairs, bound by the sole signature of the managing director, but only within the limits of such power.

Art. 10. The board of directors may delegate its powers to conduct the daily management of the corporation to one or more directors, who will be called managing directors.

It may also commit the management of all the affairs of the corporation or of a special branch to one or more managers, and give special powers for determined matters to one or more proxyholders,selected from its own members or not, either shareholders or not.

Art. 11. Any litigations involving the corporation either as plaintiff or as defendant, will be handled in the name of the corporation by the board of directors,represented by its chairman or by the director delegated for its purpose.

Art. 12. The company may have a sole shareholder at the time of its incorporation or when all of its shares come to be held by a single person. The death or dissolution of the sole shareholder does not result in the dissolution of the company.

If there is only one shareholder, the sole shareholder assumes all powers conferred to the general meeting of Shareholders and takes the decisions in writing.

In case of plurality of shareholders, the general meeting of Shareholders shall represent the entire body of Shareholders of the Company. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of the Company.

Any general meeting shall be convened in compliance with the Law.

The general meeting shall be convened by means of the shareholders representing ten per cent (10 %) of the corporate capital.

In case that all the shareholders are present or represented and if they state that they have been informed of the agenda of the meeting, they may waive all convening requirements and formalities of publication.

A shareholder may be represented at a shareholders'meeting by appointing in writing (or by fax or e-mailor any similar means) an attorney who need not to be a shareholder and is therefore entitled to vote by proxy.

The shareholders are entitled to participate to the meeting by videoconference or by telecommunications means allowing their identification, and are deemed to be present, for the quorum conditions and the majority. These means must comply with technical features guaranteeing an effective participation to the meeting whereof the deliberations are transmitted in a continuing way.

Unless otherwise provided by Law or by the Articles, all decisions by the annual or ordinary general meeting of Shareholders shall be taken by simple majority of the votes, regardless of the proportion of the capital represented.

When the company has a sole shareholder, his decisions are written resolutions.

An extraordinary general meeting convened to amend any provisions of the Articles shall not validly deliberate unless at least one half of the capital is represented and the agenda indicates the proposed amendments to the Articles. If the first of these conditions is not satisfied, a second meeting may be convened, in the manner prescribed by the Articles or by the Law. Such convening notice shall reproduce the agenda and indicate the date and the results of the previous meeting. The second meeting shall validly deliberate regardless of the proportion of the capital represented. At both meetings, resolutions, in order to be adopted, must be adopted by a two-third majority of the Shareholders present or represented.

However, the nationality of the Company may be changed and the commitments of its Shareholders may be increased only with the unanimous consent of all the Shareholders and in compliance with any other legal requirement.

Title IV. - Supervision

Art. 13. The corporation is supervised by one or several statutory auditors, appointed by the general meeting of shareholders which will fix their number and their remuneration, as well as the term of their office,which must not exceed six years.

Title V. - General meeting

Art. 14. The annual meeting will be held in the commune of the registered office at the place specified in the convening notices on the first Wednesday of June at 2.30 pm.

If such day is a legal holiday, the general meeting will be held on the next following business day.

Title VI. - Accounting year, Allocation of profits

Art. 15. The accounting year of the corporation shall begin on the 1 st of January and shall terminate on the 31 st of December of each year.

Art. 16. After deduction of any and all of the expenses of the corporation and the amortizations, the credit balance represents the net profits of the corporation. Of the net profits, five percent (5%) shall be appropriated for the legal reserve; this deduction ceases to be compulsory when the reserve amounts to ten percent (10%) of the capital of corporation, but it must be resumed until the reserve is entirely reconstituted if, at any time, for any reason whatsoever, it has been touched.

The balance is at the disposal of the general meeting.

Title VII. - Dissolution, Liquidation

Art. 17. The corporation may be dissolved by a resolution of the general meeting of shareholders. The liquidation will be carried out by one or more liquidators,physical or legal persons, appointed by the general meeting of shareholders which will specify their powers and fix their remunerations.

Title VIII. - General provisions

Art. 18. All matters not governed by these articles of association are to be construed in accordance with the law of August 10 th 1915 on commercial companies and the amendments hereto.

Transitory dispositions

1) The first business year shall begin on the date of Incorporation of the company and shall end on the 31 st of December 2011.

2) The first annual general meeting shall be held in the year 2012.

Subscription and Payment

The articles of association having thus been established, the party appearing declares to subscribe to the three hundred and twenty (320) shares.

The shares have been paid up to the extent of 100% by payment in cash, so that the amount of THIRTY-TWO THOUSAND EURO (32,000.- EUR) is now available to the company, evidence thereof having been given to the notary.

Statement

The undersigned notary states that the conditions provided for in article 26 as amended of the law of August 10 th 1915 on commercial companies have been observed.

Costs

The aggregate amount of the costs, expenditures, remunerations or expenses, in any form whatsoever, which the corporation incurs or for which it is liable by reason of its organization, is approximately one thousand one hundred euro (EUR 1,100).

Extraordinary general meeting

The above named person, representing the entire subscribed capital and acting as sole shareholder of the Company, has immediately taken the following resolutions:

1.- The number of directors is fixed at three and the number of statutory auditors at one.

2.- The following are appointed directors:

Mr Patrick HANSEN, employee, born in Luxembourg, on 26 October 1972, residing professionally at L-1724 Luxembourg, 9b, boulevard Prince Henri.

Mr Knut REINERTZ, employee, born in Esch-sur-Alzette on 31 December 1963, residing professionally at L-1724 Luxembourg, 9b, boulevard du Prince Henri, Chairman of the board of Directors.

Mr Valery KORNIENKO, employee, born in Krasnoyarsk (Russia) on 26 October 1946, residing at L-1411 Luxembourg, 1, rue des Dalhias.

3.- Has been appointed statutory auditor:

Gefco Consulting S.à r.l., having its registered office in L-2449 Luxembourg, 26, Boulevard Royal, R.C.S. Luxembourg B 69.580.

4.- Their terms of office will expire after the annual meeting of shareholders of the year 2015.

5.- The registered office of the company is established in L-2449 Luxembourg, 11, boulevard Royal.

The undersigned notary, who knows English, states that on request of the appearing party the present deed is worded in English, followed by a French version and in case of discrepancies between the English and the French text, the English version will be binding.

WHEREOF, the present notarial deed was drawn up in Luxembourg.

The document having been read to the person appearing, known to the notary by her surname, first name, civil status and residence, the said person signed together with Us notary this original deed.

Suit la traduction française du texte qui précède:

L'an deux mil onze, le dix-sept mai.

Pardevant Maître Gérard LECUIT, notaire de résidence à Luxembourg.

A COMPARU:

ECP Holdings SA, une société ayant son siège social à PO Box 3175, Road Town, Tortola, Iles Vierges Britanniques (BVI), immatriculée sous le numéro 1412377,

ici représentée par Madame Elsa BOURGOIS, juriste, demeurant professionnellement à Luxembourg, en vertu d'une procuration donnée le 12 mai 2011.

Ladite procuration, après avoir été signée "ne varietur" par la mandataire de la comparante, et par le notaire instrumentant, restera annexée au présent procès-verbal pour être soumises avec lui à la formalité de l'enregistrement

Laquelle comparante, ès-qualité qu'elle agit a requis le notaire instrumentant de dresser acte constitutif d'une société anonyme dont elle a arrêté les statuts comme suit:

Titre Ier. Dénomination, Siège social, Objet, Durée

Art. 1er. Il est formé une société anonyme régie par les lois du Grand Duché de Luxembourg et en particulier la loi modifiée du 10 Août 1915 sur les sociétés commerciales et par la loi du 25 août 2006 et par les présents statuts.

La Société existe sous la dénomination de «Omnia Ventures».

Art. 2. Le siège de la société est établi à Luxembourg.

Il pourra être transféré dans tout autre lieu de la commune par simple décision du conseil d'administration.

Au cas où des événements extraordinaires d'ordre politique ou économique, de nature à compromettre l'activité normale au siège social ou la communication aisée de ce siège avec l'étranger se produiront ou seront imminents, le siège social pourra être déclaré transféré provisoirement à l'étranger, jusqu'à cessation complète de ces circonstances anormales.

Une telle décision n'aura d'effet sur la nationalité de la société. La déclaration de transfert du siège sera faite et portée à la connaissance des tiers par l'organe de la société qui se trouvera le mieux placé à cet effet dans les circonstances données.

Art. 3. La société est constituée pour une durée illimitée.

Art. 4. La société a pour objet la prise de participations,sous quelque forme que ce soit, dans des entreprises luxembourgeoises ou étrangères, l'acquisition par achat, souscription ou de toute autre manière, ainsi que l'aliénation par vente, échange ou de toute autre manière de titres, obligations, créances, billets et autres valeurs de toutes espèces.

La société peut participer à la création et au développement de n'importe quelle entreprise financière, industrielle ou commerciale et prêter tous concours, que ce soit par des prêts, garanties ou de toute autre manière à des sociétés filiales ou affiliées. La société peut emprunter sous toutes les formes et procéder à l'émission d'obligations.

D'une façon générale, elle peut prendre toute mesures de contrôle et de surveillance et faire toutes opérations financières, commerciales et industrielle qu'elle jugera utiles à l'accomplissement ou au développement de son objet.

Titre II. Capital, Actions

Art. 5. Le capital social est fixé à TRENTE DEUX MILLE EUROS (32.000.- EUR) représenté par TROIS CENT VINGT (320) actions d'une valeur nominale de CENT EUROS (100.-EUR) chacune.

Les actions de la société peuvent être créées au choix du propriétaire en titres unitaires ou en certificats représentatifs de plusieurs actions.

Les titres peuvent aussi être nominatifs ou au porteur, au choix de l'actionnaire, à l'exception de celles pour lesquelles la loi prescrit la forme nominative.

La société peut procéder au rachat de ses propre sanctions, sous les conditions prévues par la loi.

Titre III. Administration

Art. 6. En cas de pluralité d'actionnaires, la Société doit être administrée par un Conseil d'Administration composé de trois membres au moins, actionnaires ou non.

Si la Société est établie par un actionnaire unique ou si à l'occasion d'une assemblée générale des actionnaires, il est constaté que la Société a seulement un actionnaire restant, le Conseil d'Administration peut être réduit à un Administrateur(L'"Administrateur Unique") jusqu'à la prochaine assemblée générale des actionnaires constatant l'existence de plus d'un actionnaire. Une personne morale peut être membre du Conseil d'Administration ou peut être l'Administrateur Unique de la Société. Dans un tel cas, son représentant permanent sera nommé ou confirmé en conformité avec la Loi.

Les Administrateurs ou l'Administrateur Unique sont nommés par l'assemblée générale des actionnaire pour une période n'excédant pas six ans et sont rééligibles. Ils peuvent être révoqués à tout moment par l'assemblée générale des actionnaires. Ils restent en fonction jusqu'à ce que leurs successeurs soient nommés. Les Administrateurs élus sans indication de la durée de leur mandat, seront réputés avoir été élus pour un terme de six ans.

En cas de vacance du poste d'un administrateur pour cause de décès, de démission ou autre raison, les administrateurs restants nommés de la sorte peuvent se réunir et pourvoir à son remplacement, à la majorité des votes, jusqu'à la prochaine assemblée générale des actionnaires portant ratification du remplacement effectué.

Art. 7. Le conseil d'administration choisit parmi ses membres un président.

Le conseil d'administration se réunit sur la convocation du président, aussi souvent que d'intérêt de la société l'exige. Il doit être convoqué chaque fois que deux administrateurs le demandent.

Les administrateurs peuvent participer à une réunion du conseil d'administration par voie de conférence téléphonique ou par le biais d'un moyen de communication similaire, de telle manière que tous les participants à la réunion seront en mesure l'entendre et de parler à chacun d'entre eux, et une telle participation à une réunion vaudra une présence en personne au conseil, dans la mesure où toutes mesure approuvées par le conseil d'administration lors d'une telle réunion sera reprise par écrit sous la forme de résolutions.

Les résolutions signées par tous les membres du conseil d'administration ont la même valeur juridique que celles prises lors d'une réunion du conseil d'administration dûment convoqué à cet effet. Les signatures peuvent figurer sur un document unique ou sur différentes copies de la même résolution; elles peuvent être données par lettre, fax ou tout autre moyen de communication.

Art. 8. Le Conseil d'Administration est investi des pouvoirs les plus larges de passer tous actes d'administration et de disposition dans l'intérêt de la société. Tous pouvoirs que la Loi ne réserve pas expressément à l'assemblée générale des Actionnaire sont de la compétence du Conseil d'Administration.

Tout Administrateur qui a un intérêt opposé à celui de la Société, dans une opération soumise à l'approbation du Conseil d'Administration, est tenu d'en prévenir le conseil et de faire mentionner celte déclaration dans le procès-verbal de la séance. Il ne peut prendre part à cette délibération. Lors de la prochaine assemblée générale, avant tout vote sur d'autres résolutions, il est spécialement rendu compte des opérations dans lesquelles un des Administrateur saurait eu un intérêt opposé à celui de la Société.

En cas d'un Actionnaire Unique, il est seulement fait mention dans un procès-verbal des opération intervenues entre la Société et son Administrateur ayant un intérêt opposé à celui de la Société.

Le conseil d'administration est autorisé à verser des acomptes sur dividendes, aux conditions prévues parla loi.

Art. 9. Envers les tiers, en toutes circonstances, la Société sera engagée, en cas d'Administrateur Unique,par la signature unique de son Administrateur Unique ou, en cas de pluralité d'administrateurs, par la signature conjointe de deux Administrateurs ou par la signature unique de toute personne à qui le pouvoir de signature aura été délégué par le conseil d'administration ou par l'Administrateur Unique de la société, mais seulement dans les limites de ce pouvoir.

Envers les tiers, en toutes circonstances, la Société sera engagée, en cas d'Administrateur-délégué nommé pour la gestion et les opérations courantes de la société et pour la représentation de la Société dans la gestion et les opérations courantes, par la seule signature de l'Administrateur-délégué, mais seulement dans les limites de ce pouvoir.

Art. 10. Le conseil d'administration peut déléguer la gestion journalière de la société à un ou plusieurs administrateurs qui prendront la dénomination d'administrateurs-délégués.

Il peut aussi confier la direction de l'ensemble ou de telle partie ou branche spéciale des affaires sociales à un ou plusieurs directeurs, et donner des pouvoirs spéciaux pour des affaires déterminées à un ou plusieurs fondés de pouvoirs, choisis dans ou hors son sein, associés ou non.

Art. 11. Les actions judiciaires, tant en demandant qu'en défendant, sont suivies au nom de la société par le conseil d'administration, poursuites et diligences de son président ou d'un administrateur délégué à ces fins.

Art. 12. La Société peut avoir un actionnaire unique lors de sa constitution. Il en est de même lors de la réunion de toutes ses actions en une seule main. Le décès ou la dissolution de l'actionnaire unique n'entraîne pas la dissolution de la société.

S'il y a seulement un actionnaire, d'actionnaire unique assure tous les pouvoirs conférés à l'assemble générale des actionnaires et prend les décisions par écrit.

En cas de pluralité d'actionnaires, l'assemble générale des actionnaires représente tous les actionnaires de la Société. Elle a les pouvoirs les plus étendus pour ordonner, exécuter ou ratifier tous les actes relatifs à l'activité de la Société.

Toute assemblée générale sera convoquée conformément aux dispositions légales.

Elles doivent être convoquées sur la demande d'Actionnaires représentant dix pour cent du capital social.

Lorsque tous les actionnaires sont présents ou représentés et s'ils déclarent avoir pris connaissance de l'agenda de l'assemblée, ils pourront renoncer aux formalités préalables de convocation.

Un actionnaire peut être représenté à l'assemblée générale des actionnaires en nommant par écrit (ou par fax ou par e-mail ou par tout moyen similaire) un mandataire qui ne doit pas être un actionnaire et est par conséquent autorisé à voter par procuration.

Les actionnaires sont autorisés à participer à une assemblée générale des actionnaires par visioconférence ou par des moyens de télécommunications permettant leur identification et sont considérés comme présent, pour les conditions de quorum et de majorité. Ces moyen doivent satisfaire à des caractéristiques technique garantissant une participation effective à d'assemblée dont les délibérations sont retransmises de façon continue.

Sauf dans les cas déterminés par la loi ou les Statuts, les décisions prises par l'assemblée ordinaire des actionnaires sont adoptées à la majorité simple des voix, quelle que soit la portion du capital représentée.

Lorsque la société a un actionnaire unique, ses décisions sont des résolutions écrites.

Une assemblée générale extraordinaire des actionnaires convoquée aux fins de modifier une disposition des Statuts ne pourra valablement délibérer que si au moins la moitié du capital est présente ou représentée et que l'ordre du jour indique les modifications statutaires proposées. Si la première de ces conditions n'est pas remplie, une seconde assemblée peut être convoquée, dans les formes prévues par les statuts ou par la loi. Cette convocation reproduit l'ordre du jour, en indiquant la date et le résultat de la précédente assemblée. La seconde assemblée délibère valablement, quelle que soit la proportion du capital représenté. Dans les deux assemblées, les résolutions,pour être valables, doivent être adoptées par une majorité de deux tiers des Actionnaires présents ou représentés.

Cependant, la nationalité de la Société ne peut-être changée et l'augmentation ou la réduction des engagements des actionnaires ne peuvent être décidées qu'avec l'accord unanime des actionnaires et sous réserve du respect de toute autre disposition légale.

Titre IV. Surveillance

Art. 13. La société est surveillée par un ou plusieurs commissaires nommés par l'assemblée générale, qui fixe leur nombre et leur rémunération, ainsi que la durée de leur mandat, qui ne peut excéder six années.

Titre V. Assemblée générale

Art. 14. L'assemblée générale annuelle se réunit dans la commune du siège social, à l'endroit indiqué dans les convocations, le premier mercredi du mois de juin à 14.30 heures.

Si ce jour est un jour férié légal, l'assemble générale a lieu le premier jour ouvrable suivant.

Titre VI. Année sociale, Répartition des bénéfices

Art. 15. L'année sociale commence le 1 er janvier et finit le 31 décembre de chaque année.

Art. 16. L'excédent favorable du bilan, défalcation faite des charges sociales et des amortissements, forme le bénéfice net de la société. Sur ce bénéfice, il est prélevé cinq pour cent (5%) pour la formation du fonds de réserve légale; ce prélèvement cesse d'être obligatoire lorsque la réserve aura atteint le dixième du capital social, mais devrait toutefois être repris jusqu'à entière reconstitution, si à un moment donné et pour quelque cause que ce soit, le fonds de réserve avait été entamé.

Le solde est à la disposition de l'assemblée générale.

Titre VII. Dissolution, Liquidation

Art. 17. La société peut être dissoute par décision de l'assemblée générale.

Lors de la dissolution de la société, la liquidation s'effectuera par les soins d'un ou de plusieurs liquidateurs, personnes physiques ou morales,nommés par l'assemblée générale qui détermine leurs pouvoirs et leurs émoluments.

Titre VIII. Dispositions générales

Art. 18. Pour tous les points non spécifiés dans les présents statuts, les parties se réfèrent et se soumettent aux dispositions de la loi luxembourgeoise du 10 août 1915 sur les sociétés commerciales et de ses lois modificatives.

Dispositions transitoires

Le premier exercice social commence aujourd'hui et finit le 31 décembre 2011.

La première assemblée générale ordinaire annuelle se tiendra en 2012.

Souscription - Libération

Les statuts de la société ayant été ainsi arrêtés, la comparante, représentée comme mentionnée ci-avant, déclare souscrire les trois cent vingt (320) actions.

Ces actions ont été libérées par des versements en espèces à concurrence de 100%, de sorte que la somme de TRENTE DEUX MILLE EURO (32.000.-EUR) se trouve dès à présent à la libre disposition de la société, ainsi qu'il en a été justifié au notaire instrumentant qui le constate expressément.

Constatation

Le notaire instrumentant a constaté que les conditions exigées par l'article 26 nouveau de la loi du 10 août 1915 sur les sociétés commerciales ont été accomplies.

Evaluation des frais

Les parties ont évalué le montant des frais, dépenses, rémunérations et charges, sous quelque forme que ce soit, qui incombent à la société ou qui sont mis à sa charge à raison de sa constitution, à environ mille cent euros (EUR 1.100).

Assemblée générale extraordinaire

La comparante préqualifiée, représentant la totalité du capital souscrit et agissant en tant qu'actionnaire unique de la société a pris les résolutions suivantes:

1. Le nombre des administrateurs est fixé à trois (3) et celui des commissaires à un (1).

2.- Sont appelés à la fonction d'administrateur: Monsieur Patrick HANSEN, employé privé, né à Luxembourg le 26 octobre 1972, demeurant professionnellement à 9b, boulevard Prince Henri, L -1724 Luxembourg;

Monsieur Knut REINERTZ, employé privé, né à Esch-sur-Alzette le 31 décembre 1963, demeurant professionnellement à 9b, boulevard Prince Henri, L-1724 Luxembourg, président du conseil d'administration;

Monsieur Valery KORNIENKO, employé privé, né à Krasnoyarsk (Russie) le 26 octobre 1946, demeurant à L-1411 Luxembourg, 1, rue des Dahlias.

3.- Est appelé à la fonction de commissaire aux comptes:

Gefco Consulting S.à r.l., ayant son siège social à L-2449 Luxembourg, 26, Boulevard Royal, R.C.S. Luxembourg B 69.580.

4. Le mandat des administrateurs et du commissaire ainsi nommés prendra fin à l'issue de l'assemblée générale ordinaire statutaire de l'année 2015.

5. Le siège social de la société est fixé à L-2449 Luxembourg, 11, boulevard Royal.

Le notaire soussigné, qui a personnellement la connaissance de la langue anglaise, déclare que la comparante l'a requis de documenter le présent acte en langue anglaise, suivi d'une version française, et en cas de divergence entre le texte anglais et le texte français, le texte anglais fera foi.

DONT ACTE, fait et passé à Luxembourg, date qu'en tête des présentes.

Et après lecture faite et interprétation donnée à la mandataire de la comparante, connue du notaire instrumentant par son nom, prénom usuel, état et demeure, elle a signé avec le notaire le présent acte.

Signé: E. BOURGOIS, G. LECUIT.

Enregistré à Luxembourg Actes Civils, le 18 mai 2011. Relation: LAC/2011/22732. Reçu soixante-quinze euros (EUR 75,-)

Le Receveur (signé): F. SANDT.

POUR EXPEDITION CONFORME, délivrée à la société sur sa demande.

Luxembourg, le 6 juin 2011.

Référence de publication: 2011080148/382.

(110089437) Déposé au registre de commerce et des sociétés de Luxembourg, le 9 juin 2011.

Isomatec Luxembourg S.A., Société Anonyme.

Siège social: L-9911 Troisvierges, 2, rue de Drinklange.

R.C.S. Luxembourg B 98.322.

Extrait des résolutions prises lors de l'Assemblée Générale Extraordinaire du 1 er juillet 2011

- L'Assemblée Générale décide de révoquer les administrateurs NOVOSSANO INTERNATIONAL INC et LUDORIA INTERNATIONAL INC et d'accepter le mandat des nouveaux administrateurs pour une période de 6 ans:

- GROUP I.C. S.P.R.L. , ayant son siège social à
49 Taunusweg
B-3740 Bilzen
Belgique

- INTERMARBEL S.P.R.L. , ayant son siège social à
19/4 Avenue de Jupille, Business Center
B-4020 Liège
Belgique

Extrait sincère et conforme
Un mandataire

Référence de publication: 2011090939/20.

(110102495) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Invenergy Wind Europe Hungary S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 122.712.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour Invenergy Wind Europe Hungary S.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090899/11.

(110102319) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Invenergy Poland Renewables S.à r.l., Société à responsabilité limitée.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 134.122.

Extrait des décisions prises par l'associée unique en date du 6 juin 2011

1. Monsieur Andrew FLANAGAN a démissionné de son mandat de gérant A.

2. Monsieur Steven David RYDER, administrateur de sociétés, né dans l'état du Massachussetts (Etats-Unis d'Amérique), le 27 septembre 1967, demeurant professionnellement au IL-60606 Chicago (Etats-Unis d'Amérique), 1, South Wacker Drive, Suite 1900, a été nommé comme gérant A pour une durée indéterminée.

Luxembourg, le 30 juin 2011.

Pour extrait sincère et conforme
Pour INVENERGY POLAND RENEWABLES S.àr.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090929/16.

(110102317) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

DZ PRIVATBANK (Schweiz) Portfolio, Fonds Commun de Placement.

Siège social: L-1445 Strassen, 4, rue Thomas Edison.

R.C.S. Luxembourg B 82.183.

Wir teilen mit, dass Herr Matthias Schirpke; 4, rue Thomas Edison, L-1445 Luxembourg-Strassen; zum 15.06.2011 aus der Geschäftsleitung der IPConcept Fund Management S.A. ausgeschieden ist. Der Verwaltungsrat hat Herrn Joachim Wilbois; 4, rue Thomas Edison, L-1445 Luxembourg-Strassen; ab 15.06.2011 zum neuen Geschäftsleiter der IPConcept Fund Management S.A. bestellt.

Die Geschäftleitung der IPConcept Fund Management S.A. wird von folgenden Personen:

Herrn Nikolaus Rummler

und

Herrn Joachim Wilbois

wahrgenommen.

Référence de publication: 2011090933/16.

(110102292) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

IT Dynamics S.à.r.l., Société à responsabilité limitée.

Siège social: L-5752 Frisange, 8, rue de Luxembourg.

R.C.S. Luxembourg B 154.352.

Les comptes annuels au 31.12.2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Référence de publication: 2011090940/9.

(110102141) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

IXTEQ S.A., Société Anonyme.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 95.429.

Les comptes annuels au 31 décembre 2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Pour IXTEQ S.A.
Intertrust (Luxembourg) S.A.

Référence de publication: 2011090941/11.

(110102813) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

J. De Mulder & Cie, Société en Commandite simple.

Siège social: L-4740 Pétange, 5, rue Prince Jean.

R.C.S. Luxembourg B 161.779.

EXTRAIT

1. Les associés. Monsieur Jos De Mulder, né à Asse (Belgique), le 27 mars 1967, demeurant à 8377 Zuienkerke (Belgique), Doelhofstraat 22,

Madame Anneliese Van Dooren, née à Asse (Belgique), le 12 octobre 1967, demeurant à 8377 Zuienkerke (Belgique), Doelhofstraat 22,

2. L'objet social.

- L'objet de la Société est la perception de commissions, la gestion de son propre patrimoine et la gestion des participations.

- La Société peut emprunter, sous quelque forme que ce soit, excepté par voie d'offre publique.

- La Société peut généralement employer toutes techniques ou instruments relatifs à ses investissements aptes à réaliser une gestion efficace de ceux-ci y compris toutes techniques ou instruments aptes à protéger la Société contre les risques de crédits, cours de change, taux d'intérêts et autres risques.

- La Société peut acquérir, transférer et gérer toute sorte d'immeuble dans tous pays ou louer.

- La Société peut accomplir toutes opérations financières ou autres se rapportant à ses biens meubles ou immeubles, directement ou indirectement liées à son objet.

L'énumération qui précède est purement énonciative et non limitative, voir article 4. de l'acte constitutif.

3. Le siège social. Le siège social de la Société est établi au 5, rue Prince Jean à 4740 Pétange et peut être transféré en tout autre endroit du Grand-Duché de Luxembourg ou provisoirement à l'étranger selon l'article 2 de l'acte constitutif.

4. Gérance. La Société est gérée par l'Associé Commandité: Monsieur Jos De Mulder

La Société est engagée par la seule signature de son Associé Commandité ou, en cas de pluralité d'Associés Commandités, par la seule signature de l'un quelconque des Associés Commandités ou par la seule signature de toute personne à laquelle le pouvoir de signer pour la Société a été valablement conféré par les Associés Commandités conformément à l'article 9.1. de l'acte constitutif.

5. Pouvoirs du gérant.

- L'Associé Commandité est responsable personnellement indéfiniment et solidairement des engagements sociaux n'étant pas couverts par les actifs de la Société.

- L'Associé Commandité a le pouvoir de mener et approuver tous actes et opérations nécessaires ou utiles à la réalisation des objets de la Société, y compris, pour autant que de besoin, la façon dont les résultats d'une entité affiliée sont affectées.

- Sous réserve du dernier point ci-dessous, l'Associé Commandité peut à tout moment nommer un ou plusieurs agents ad hoc en vue de l'accomplissement de tâches spécifiques. L'Associé Commandité déterminera les pouvoirs et rémunération (le cas échéant) de ces agents, la durée de leurs mandats et toute autre condition du mandat. Le(s) mandataire(s) ainsi nommé(s) est/sont révocable(s) ad nutum par décision de l'Associé Commandité.

- La nomination de(s) mandataire(s) conformément au point ci-dessus n'aura pas d'effet sur la responsabilité illimitée de l'Associé Commandité.

- L'Associé Commanditaire n'a aucune autorité ou pouvoir d'agir comme mandataire de la Société ou de l'Associé Commandité de la Société.

6. Capital social. Le capital souscrit de la Société est fixé à un montant de dix mille Euros (10.000,- EUR) représenté par dix mille (10.000) parts de un Euro (1,- EUR) chacune dont:

- Cinq Mille (5.000) parts de un Euro (1,- EUR) détenues par l'associé commandité: Monsieur Jos De Mulder
- Cinq Mille (5.000) parts de un Euro (1,- EUR) détenues par l'associée commanditaire: Madame Anneliese Van Dooren

Les parts n'ont pas été libérées le jour de la constitution.

7. Durée. La Société est constituée à la date du 1 er juillet 2011 pour une période indéterminée.

Signatures.

Référence de publication: 2011090943/51.

(110102734) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

International Synergie S.A., Société Anonyme.

Siège social: L-1660 Luxembourg, 60, Grand-rue.

R.C.S. Luxembourg B 92.155.

Extrait des résolutions du Conseil d'Administration du 31 mars 2010:-

Résolution 1.

Nationwide Management S.A. ayant son siège social 60, Grand Rue, 1 er étage, L-1660 Luxembourg, n° RCS Luxembourg B99 746, a été confirmé avec effet immédiat comme Administrateur-Délégué jusqu'à l'assemblée générale qui se tiendra en l'année 2016.

Luxembourg, le 31 mars 2010.

Pour International Synergie S.A.

Référence de publication: 2011090927/14.

(110102851) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

BlueBay High Yield Enhanced Investments (Luxembourg) S.A., Société Anonyme.

Capital social: EUR 1.281.000,00.

Siège social: L-1219 Luxembourg, 24, rue Beaumont.

R.C.S. Luxembourg B 144.476.

In the year two thousand and eleven, on the twenty-sixth day of January.

Before Us, Maître Henri HELLINCKX, notary residing in Luxembourg.

There appeared:

BlueBay Structured Funds, an investment company (société d'investissement à capital variable) incorporated under the laws of Luxembourg, having its registered office at 2-8, avenue Charles de Gaulle, L-1653 Luxembourg, and registered with the Luxembourg trade and companies register under number B 108.083, acting for and on behalf of its sub-fund "BlueBay Structured Funds: High Yield Enhanced Fund",

duly represented by Maître Henning SCHWABE, lawyer, professionally residing in Luxembourg, by virtue of a proxy established on 24 January 2011.

The said proxy, "initialled ne varietur" by the appearing person and the undersigned notary, will remain annexed to the present deed to be filed at the same time with the registration authorities.

Such appearing person, acting in its capacity as sole shareholder of BlueBay High Yield Enhanced Investments (Luxembourg) S.A., a public limited liability company, having its registered office at 24, rue Beaumont, L-1219 Luxembourg (R.C.S. Luxembourg B 144.476) (the "Company"), incorporated under the laws of the Grand Duchy of Luxembourg pursuant to a deed of the undersigned notary on 28 January 2009, published in the Mémorial C, Recueil des Sociétés et Associations on 26 February 2009, number 423, has required the undersigned notary to state its resolutions as follows:

First resolution:

The sole shareholder resolves to increase the share capital of the Company by an amount of five hundred thousand Euro (EUR 500,000.-) so as to raise it from five hundred thousand Euro (EUR 500,000.-) to one million Euro (EUR 1,000,000.-) by the issue of five hundred (500) new shares, each having a par value of one thousand Euro (EUR 1,000.-).

The five hundred (500) new shares are subscribed by BlueBay Structured Funds, an investment company (société d'investissement à capital variable) incorporated under the laws of Luxembourg, having its registered office at 2-8, avenue Charles de Gaulle, L-1653 Luxembourg, and registered with the Luxembourg trade and companies register under number B 108.083, acting for and on behalf of its sub-fund "BlueBay Structured Funds: High Yield Enhanced Fund", here represented by Maître Henning Schwabe, prenamed, by virtue of the aforementioned proxy.

The five hundred (500) new shares have been fully paid up in cash by the subscriber so that the total sum of five hundred thousand Euro (EUR 500,000.-) is at the free disposal of the Company, as has been proved to the undersigned notary.

Second resolution:

As a result of the foregoing resolution, the first sentence of Article 5 of the Articles of Incorporation of the Company shall be amended and henceforth read as follows:

"The share capital is fixed at one million euros (EUR 1,000,000.-) represented by one thousand (1,000) shares with a par value of one thousand euros (EUR 1,000.-) each."

There being no further business on the agenda, the meeting is closed.

Estimate of costs

The value of expenses, costs, remunerations or charges of any form whatsoever which shall be borne by the Company or are charged to the Company as a result of this extraordinary general meeting is estimated at approximately EUR 2,200.-.

Whereof the present deed is drawn up in Luxembourg, on the day named at the beginning of this document.

The undersigned notary who speaks and understands English, states herewith that the present deed is worded in English followed by a French version; on request of the appearing person and in case of divergences between the English and the French text, the English version will be prevailing.

The document having been read to the person appearing, known to the notary by his name, first name, civil status and residence, the person appearing signed together with the notary the present deed.

Follows the French translation:

L'an deux mille onze, le vingt-six janvier.

Par-devant Maître Henri HELLINCKX, notaire de résidence à Luxembourg.

A comparu:

BlueBay Structured Funds, une société d'investissement à capital variable organisé selon les lois de Luxembourg, ayant son siège social à 28, avenue Charles de Gaulle, L-1653 Luxembourg, et enregistrée au registre de commerce et des sociétés du Luxembourg sous le numéro B 108.083, agissant pour le compte de son compartiment «BlueBay Structured Funds: European High Yield Enhanced Fund»,

dûment représentée par Maître Henning SCHWABE, avocat, demeurant à Luxembourg, en vertu d'une procuration sous seing privé donnée le 24 janvier 2011.

La procuration signée "ne varietur" par le comparant et le notaire soussigné restera annexée au présent acte pour être soumise avec lui aux formalités de l'enregistrement.

Lequel comparant, agissant en sa qualité de seul et unique actionnaire de BlueBay High Yield Enhanced Investments (Luxembourg) S.A., une société anonyme, ayant son siège social au 24, rue Beaumont, L-1219 Luxembourg (R.C.S. Luxembourg B 144.476) (la "Société"), constituée sous la loi du Grand-Duché de Luxembourg suivant acte reçu par le notaire soussigné en date du 28 janvier 2009, publié au Mémorial C, Recueil des Sociétés et Associations du 26 février 2009, numéro 423, a requis le notaire instrumentant de constater les résolutions suivantes:

Première résolution:

L'actionnaire unique décide d'augmenter le capital social de la Société à concurrence de cinq cent mille Euros (EUR 500.000,-) pour le porter de cinq cent mille Euros (EUR 500.000,-) à un million d'Euros (EUR 1.000.000,-) par l'émission de cinq cents (500) actions nouvelles, chacune d'une valeur nominale de mille Euros (EUR 1.000,-).

Les cinq cents (500) actions nouvelles sont souscrites par BlueBay Structured Funds, une société d'investissement à capital variable organisée selon les lois de Luxembourg, ayant son siège social à 2-8, avenue Charles de Gaulle, L-1653 Luxembourg, et enregistrée au registre de commerce et des sociétés du Luxembourg sous le numéro B 108.083, agissant pour le compte de son compartiment «BlueBay Structured Funds: High Yield Enhanced Fund», ici représentée par Maître Henning SCHWABE, prénommé, en vertu de la procuration dont mention ci-avant.

Les cinq cents (500) actions nouvelles ont été entièrement libérées en espèces par le souscripteur, de sorte que la somme de cinq cent mille Euros (EUR 500.000,-) se trouve à la libre disposition de la Société, ainsi qu'il en est justifié au notaire instrumentant.

Deuxième résolution:

En conséquence de la résolution qui précède, la première phrase de l'article 5 des Statuts de la Société sera modifié et aura désormais la teneur suivante:

«Le capital social est fixé à un million euros (EUR 1.000.000,-) représenté par mille (1.000) actions d'une valeur nominale de mille euros (EUR 1.000,-) chacune.»

Plus rien n'étant à l'ordre du jour, la séance est levée.

Frais

Le montant des frais, dépenses, rémunérations et charges, sous quelque forme que ce soit, qui incombent à la Société ou qui sont mis à charge à raison de cette assemblée générale extraordinaire est estimé à environ EUR 2.200,-.

Dont acte, fait et passé à Luxembourg, date qu'en tête.

Le notaire soussigné qui comprend et parle l'anglais, constate que sur demande du comparant, le présent acte est rédigé en langue anglaise suivi d'une version française; sur demande du même comparant et en cas de divergences entre le texte français et le texte anglais, le texte anglais fait foi.

Et après lecture faite et interprétation donnée au comparant, connu du notaire instrumentant par ses nom, prénom usuel, état et demeure, le comparant a signé avec le notaire le présent acte.

Signé: H. SCHWABE - H. HELLINCKX.

Enregistré à Luxembourg Actes Civils, le 3 février 2011. Relation: LAC/2011/5698. Reçu soixante-quinze euros (75,00 EUR).

Le Receveur (signé): Francis SANDT.

POUR EXPEDITION CONFORME, délivrée aux fins de dépôt.

Luxembourg, le vingt-sept mai de l'an deux mille onze.

Référence de publication: 2011074847/102.

(110082928) Déposé au registre de commerce et des sociétés de Luxembourg, le 30 mai 2011.

Jadi International S.A., Société Anonyme,
(anc. Opaque S.A.).

Siège social: L-1930 Luxembourg, 62, avenue de la Liberté.
R.C.S. Luxembourg B 157.651.

Les comptes annuels arrêtés au 31/12/2010 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg.

JADI INTERNATIONAL S.A. (previouly Opaque S.A.).
Société Anonyme
Signature

Référence de publication: 2011090944/14.

(110101850) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

Jena Investments S.A., Société Anonyme Soparfi.

Siège social: L-1882 Luxembourg, 3A, rue Guillaume Kroll.
R.C.S. Luxembourg B 108.677.

Le bilan au 31 décembre 2010 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 1 er juillet 2011.

Pour la société
Un mandataire

Référence de publication: 2011090955/12.

(110103141) Déposé au registre de commerce et des sociétés de Luxembourg, le 1er juillet 2011.

P.I.H. Property Investment Holdings Luxembourg S.A., Société Anonyme,
(anc. Manageco S.A.).

Siège social: L-2540 Luxembourg, 15, rue Edward Steichen.
R.C.S. Luxembourg B 154.085.

In the year two thousand and eleven, on the twentieth of June.

Before us, Maître Martine Schaeffer, notary, residing in Luxembourg, Grand Duchy of Luxembourg.

Was held an extraordinary general meeting (the Meeting) of the shareholders of MANAGECO S.A., a public limited liability company (société anonyme), incorporated under the laws of Luxembourg, having its registered office at 15 rue

Edward Steichen, L-2540 Luxembourg and being registered with the Luxembourg Trade and Companies Register under the number B 154085 (the Company). The Company was incorporated on 25 June 2010 pursuant to a deed of Maître Martine Schaeffer, notary, residing in Luxembourg, Grand Duchy of Luxembourg, published on 29 July 2010 in the Mémorial C, Recueil des Sociétés et Associations under number 74567, page 1554.

The Meeting is chaired by Mr Gianpiero SADDI, employee, residing professionally in Luxembourg, (the Chairman). The Chairman appoints Mr Raymond THILL, employee, residing professionally in Luxembourg, as secretary of the Meeting (the Secretary). The Meeting elects Mr Gianpiero SADDI, prenamed, as scrutineer of the Meeting (the Scrutineer). The Chairman, the Secretary and the Scrutineer are collectively referred to hereafter as the Bureau.

The shareholders of the Company are represented at the Meeting and the number of shares they hold are indicated on an attendance list which will remain attached to the present minutes after having been signed by the representative of the shareholders and the members of the Bureau.

The proxies from the shareholders represented at the Meeting, after having been signed ne varietur by the proxyholder and the undersigned notary, shall also remain attached to the present deed to be filed at the same time with the registration authorities.

The Bureau having thus been constituted, the Chairman requests the notary to record that:

I. it appears from an attendance list established and certified by the members of the Bureau that thirty-one thousand (31,000) shares with a nominal value of one Euro (EUR 1.-) each are duly represented at this Meeting which is consequently regularly constituted and may deliberate upon the items on the agenda, hereinafter reproduced.

II. the agenda of the Meeting is worded as follows:

1. Waiver of the convening notice;

2. Change of the name of the Company into P.I.H. Property Investment Holdings Luxembourg S.A. and subsequent amendment of article 1 of the articles of association of the Company to reflect such name change, and

3. Miscellaneous

The Meeting has taken the following resolutions:

First resolution

The entirety of the share capital of the Company being represented at the present Meeting, the Meeting waives the convening notices, the shareholders of the Company represented at the Meeting considering themselves as duly convened and declaring having perfect knowledge of the agenda which has been communicated to them in advance.

Second resolution

The Meeting resolves to change the name of the Company into P.I.H. Property Investment Holdings Luxembourg S.A.

and subsequently to amend article 1. of the articles of association of the Company to reflect such name change so that it shall henceforth read as follows:

« **Art. 1. Form and Name.** There exists a public limited liability company (société anonyme) under the name P.I.H. Property Investment Holdings Luxembourg S.A. (the Company) which is governed by the laws of the Grand Duchy of Luxembourg, in particular by the law dated August 10, 1915, on commercial companies, as amended (the Law), as well as by the present articles of association (the Articles).»

Estimate costs

The aggregate amount of the costs, expenditures, remunerations and expenses, in any form whatsoever, which the Company incurs or for which it is liable by reason of this deed, is approximately EUR 1000.

The undersigned notary who understands and speaks English, states herewith that on request of the appearing party, the present deed is worded in English followed by a French version; at the request of the same appearing party, it is stated that, in case of any discrepancy between the English and the French texts, the English version shall prevail.

Whereof the present notarial deed was drawn up in Luxembourg, on the day named at the beginning of this document.

The document having been read to the proxyholder of the appearing party, said proxyholder signed together with us, the notary, the present original deed.

Suit la version française du texte qui précède:

L'an deux mille onze, le vingt juin.

Par-devant nous, Maître Martine Schaeffer, notaire de résidence à Luxembourg, (Grand-Duché de Luxembourg).

S'est tenue une assemblée générale extraordinaire (l'Assemblée) de l'actionnaire de MANAGECO S.A., une société anonyme constituée sous le droit luxembourgeois, ayant son siège social au 15 rue Edward Steichen, L-2540 Luxembourg, et enregistrée au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 154085 (la Société). La Société a été constituée le 25 juin 2010 en vertu d'un acte de Maître Martine Schaeffer, notaire de résidence à Luxembourg, Grand-Duché de Luxembourg, publié au Mémorial, Recueil des Sociétés et Associations C n°74567, page 1554.

L'Assemblée est présidée par Mr Gianpiero SADDI, employé, demeurant professionnellement à Luxembourg (le Président). Le Président désigne Mr Raymond THILL, employé, demeurant professionnellement à Luxembourg, comme secrétaire de l'Assemblée (le Secrétaire). L'Assemblée élit Mr Gianpiero SADDI, demeurant professionnellement à Luxembourg comme scrutateur de l'Assemblée (le Scrutateur). Le Président, le Secrétaire et le Scrutateur sont collectivement cités comme étant le Bureau.

Les actionnaires de la Société représentés à l'Assemblée et le nombre d'actions qu'ils détiennent sont indiqués sur une liste de présence qui restera annexée au présent acte après avoir été signée par les représentants des actionnaires et les membres du Bureau.

Les procurations des actionnaires représentés à l'Assemblée, après avoir été signées ne varietur par le porteur de la procuration et le notaire soussigné, resteront annexées au présent acte afin d'être présentées en même temps aux autorités de l'enregistrement.

Le Bureau ayant été ainsi constitué, le Président requiert le notaire d'acter que:

I. Qu'il résulte de la liste de présence, établie et certifiée par les membres du Bureau que trente-et-un mille (31.000) actions ayant une valeur nominale de un Euro (1 EUR) chacune, représentant la totalité des actions émises avec droit de vote du capital social de la Société, sont dûment représentées à la présente Assemblée qui est dès lors régulièrement constituée et peut délibérer sur les points figurant à l'ordre du jour, indiqués ci-après.

L'ordre du jour de l'assemblée est le suivant:

1. Renonciation aux formalités de convocation;

2. Changement du nom de la Société en P.I.H. Property Investment Holdings Luxembourg S.A. et modification subséquente de l'article 1 of des statuts de la Société afin d'y refléter ce changement de nom; et

3. Divers.

Les actionnaires ont pris les résolutions suivantes:

Première résolution

L'intégralité du capital social de la Société étant représentée à la présente Assemblée, l'Assemblée renonce aux formalités de renonciation, les actionnaires représentés à l'Assemblée se considérant comme dûment convoqués et déclarant avoir une parfaite connaissance de l'ordre du jour qui a été rendu accessible avant l'Assemblée.

Seconde résolution

L'Assemblée décide de changer le nom de la Société en P.I.H. Property Investment Holdings Luxembourg S.A.

et elle décide par conséquent de modifier l'article 1 des statuts de la Société afin d'y refléter un tel changement de nom de telle sorte qu'il aura le contenu suivant:

« **Art. 1er. Forme et Dénomination.** Il existe une société anonyme de droit luxembourgeois, sous la dénomination de P.I.H. Property Investment Holdings Luxembourg S.A. (la Société) qui sera régie par les lois du Grand-Duché de Luxembourg, en particulier par la loi du 10 août 1915 sur les sociétés commerciales, telle que modifiée (la Loi) ainsi que par les présents Statuts (les Statuts).»

Estimation des frais

Les dépenses, frais, rémunérations et charges sous quelque forme que ce soit, qui seront supportés par la Société ou pour lesquels elle est responsable, en conséquence du présent acte, sont estimés approximativement à EUR 1.000.

Le notaire soussigné qui comprend et parle l'anglais déclare qu'à la requête de la partie comparante, le présent acte a été établi en anglais, suivi d'une version française. A la requête de cette même partie comparante, et en cas de divergences entre les versions anglaise et française, la version anglaise fera foi.

Dont acte, fait et passé, date qu'en tête des présentes, à Luxembourg.

Et après lecture faite au mandataire de la partie comparante, ledit mandataire a signé ensemble avec le notaire, l'original du présent acte.

Signé: G. Saddi, R. Thill et M. Schaeffer.

Enregistré à Luxembourg A.C., le 24 juin 2011. LAC/2011/28797. Reçu soixante-quinze euros (75.- €).

Le Receveur (signé): Francis Sandt.

POUR EXPEDITION CONFORME délivrée à la demande de la prédite société, sur papier libre, aux fins de publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 28 juin 2011.

Référence de publication: 2011088456/114.

(110099450) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 juin 2011.

Iskra S.A., Société Anonyme.

Siège social: L-6691 Moersdorf, 4, Um Kiesel.

R.C.S. Luxembourg B 53.335.

Le bilan au 31 décembre 2010 a été déposé au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Moersdorf, le 24/06/2011.

ISKRA S.A.
4, Um Kiesel
L-6691 MOERSDORF
Signature

Référence de publication: 2011089449/14.

(110099591) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 juin 2011.

P-Investments Luxembourg S.à r.l., Société à responsabilité limitée unipersonnelle.

Capital social: EUR 12.500,00.

Siège social: L-1940 Luxembourg, 282, route de Longwy.

R.C.S. Luxembourg B 117.863.

In the year two thousand and eleven, on the sixteenth day of June.

Before Us M e Carlo WERSANDT, notary residing at Luxembourg, (Grand-Duchy of Luxembourg).

There appeared:

Permira Holdings Limited, having its registered office at Trafalgar Court, Les Banques, St Peter Port, Guernsey, Channel Islands, here represented by David Sullivan, Director.

Such appearing party has requested the notary to state that:

- The appearing party is the sole shareholder of the private limited liability company ("société à responsabilité limitée") existing under the name of P-Investments Luxembourg S.à r.l., a société à responsabilité limitée, having its registered office at 282, route de Longwy L-1940 Luxembourg, registered with the Luxembourg Trade and Companies Register under section B number 117.863, incorporated under the name of Permira S.àr.l. pursuant to a deed of the Maître André-Jean-Joseph Schwachtgen, notary residing in Luxembourg, on July 19, 2006, published in the Mémorial C, Recueil des Sociétés et Associations N° 1743 of September 19, 2006. The Articles of Association have lastly been amended pursuant to a deed of Maître Martine Schaeffer, notary residing in Luxembourg, on May 27, 2008, published in the Mémorial C, Recueil des Sociétés et Associations N° 1560 of June 25, 2008 (hereinafter the "Company").

- The Company's share capital is set at EUR 12,500 (twelve thousand five hundred euro) represented by 500 (five hundred) ordinary shares, each share having a par value of EUR 25 (twenty five euro).

- The agenda is worded as follows:

1. Dissolution of the Company;
2. Discharge (quitus) to the Managers of the Company;
3. Appointment of a liquidator and determination of her powers;
4. Miscellaneous.

The sole shareholder then passed the following resolutions:

First resolution

The sole shareholder resolves to put the Company with immediate effect into voluntary liquidation (liquidation volontaire).

Second resolution

The sole shareholder resolved to grant full discharge to the managers of the Company in office for their activities related to the period ending on the date hereof.

Third resolution

Mrs Séverine Michel, having her professional address at 282, route de Longwy, L-1940 Luxembourg is appointed as liquidator of the Company with the broadest powers to effect the liquidation, except the restrictions provided by the Law and the Articles of Incorporation of the Company in liquidation.

The Company in liquidation will be validly bound by the sole signature of the liquidator.

The undersigned notary who understands and speaks English, states herewith that on request of the above appearing person, the present deed is worded in English, followed by a French version; and that in case of divergences between the English and the French text, the English version will prevail.

WHEREOF the present deed was drawn up in Luxembourg, at the date indicated at the beginning of the document.

After reading the present deed to the proxy-holder of the appearing party, acting as said before, known to the notary by name, first name, civil status and residence, the said mandatory has signed with Us the notary the present deed.

Suit la version en langue française du texte qui précède:

L'an deux mille onze, le seize juin.

Par-devant Nous, Maître Carlo WERSANDT, notaire de résidence à Luxembourg, (Grand-Duché de Luxembourg).

A comparu:

Permira Holdings Limited, dont le siège social est situé à Trafalgar Court, Les Banques, St Peter Port, Guernesey, Channel Islands, dûment représenté par David Sullivan, Directeur.

Laquelle comparante a requis le notaire instrumentaire d'acter ce qui suit:

- La comparante est l'associé unique de la société à responsabilité limitée existant sous la dénomination de P-Investments Luxembourg S.à r.l., ayant son siège social au 282, route de Longwy L-1940 Luxembourg, enregistrée au registre de commerce et des sociétés de Luxembourg sous le numéro B 117.863, et qui a été constituée sous la dénomination de Permira S.à r.l par un acte de Maître André-Jean-Joseph Schwachtgen, notaire de résidence à Luxembourg, le 19 juillet 2006, publié au Mémorial C, Recueil des Sociétés et Associations N° 1743 du 19 septembre 2006. Les statuts ont été modifiés pour la dernière fois le 27 mai 2008 par un acte de Maître Martine Schaeffer, notaire de résidence à Luxembourg, publié au Mémorial C, Recueil des Sociétés et Associations N° 1560 du 25 juin 2008 (la "Société").

- Le capital social est fixé à EUR 12.500 (douze mille cinq cents euros) représenté par 500 (cinq cents) parts sociales ordinaires de EUR 25 (vingt-cinq euro) chacune.

- L'ordre du jour est conçu comme suit:

1. Dissolution de la Société;
2. Quitus aux gérants de la Société;
3. Nomination d'un liquidateur et détermination de ses pouvoirs;
4. Divers.

L'associé unique a abordé l'ordre du jour et a pris les résolutions suivantes:

Première résolution

L'associé unique décide de mettre la Société en liquidation volontaire avec effet immédiat.

Deuxième résolution

L'associé unique décide de donner quitus aux gérants de la Société en fonction pour l'exercice de leur mandat relatif à la période se terminant à la date des présentes.

Troisième résolution

Madame Séverine Michel, ayant son adresse professionnelle au 282, route de Longwy, L-1940 Luxembourg est nommée à la fonction de liquidateur, laquelle aura les pouvoirs les plus étendus pour réaliser la liquidation, sauf les restrictions prévues par la loi ou les statuts de la Société en liquidation.

La Société en liquidation sera valablement engagée par la signature individuelle du liquidateur.

Le notaire qui comprend et parle l'anglais, constate par le présent qu'à la requête de la comparante le présent acte est rédigé en anglais, suivis d'une version française; et qu'en cas de divergences entre le texte anglais et français, la version anglaise fera foi.

DONT ACTE, le présent acte a été passé à Luxembourg, à la date indiquée en tête des présentes.

Après lecture du présent acte à la mandataire de la partie comparant, agissant comme dit ci-avant, connue du notaire par nom, prénom, état civil et domicile, ladite mandataire a signé avec Nous notaire le présent acte.

Signé: D. SULLIVAN, C. WERSANDT.

Enregistré à Luxembourg A.C., le 21 juin 2011. LAC/2011/28177. Reçu douze euros (12,00 €).

Le Receveur (signé): Francis SANDT.

POUR EXPEDITION CONFORME, délivrée.

Luxembourg, le 24 juin 2011.

Référence de publication: 2011086830/90.

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