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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.

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R.C.S. Luxembourg B 66.323.

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In the year two thousand and eleven, on the twentieth of December.

Before Maître Maître Henri Hellinckx, notary residing in Luxembourg,

was held an extraordinary general meeting of shareholders of DIGITAL FUNDS, a public limited company (société anonyme) qualifying as an investment company with variable share capital, with its registered office in Luxembourg, incorporated pursuant to a notarial deed dated September 21, 1998 which was published in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial") number 806 of November 4, 1998. The Articles of Incorporation have been amended for the last time pursuant to a notarial deed of March 9, 2006, published in the Mémorial, Recueil Spécial C, number 806 of April 21, 2006.

The Meeting was opened under the chairmanship of Mrs Sandra EHLERS, bank employee, residing professionally in Luxembourg,

who appointed as secretary and scrutineer Mrs Chantal WALCH, bank employee, residing professionally in Luxembourg.

The board of the meeting having thus been constituted, the chairman declared and requested the notary to state:

I.- That the present meeting has been convened by notices containing the agenda sent to the registered shareholders on November 15, 2011 and published as follows:

Luxembourg

a) in the Mémorial, Recueil Spécial C,

number 2789 of November 16, 2011

number 2950 of December 2, 2011

b) in the Luxemburger Wort

of November 16, 2011

of December 2, 2011

c) in the Tageblatt

of November 16, 2011

of December 2, 2011

Belgium

L'Echo: on November 16, 2011

On December 2, 2011

France

Balo: on November 16, 2011

on December 2, 2011

Italy

Finanza and Mercati: on November 16, 2011

on December 2, 2011

Sweden

Dagens Industri: on November 16, 2011

on December 2, 2011

Switzerland

SHAB: on November 16, 2011

Swissfunddata: on November 16, 2011

On December 2, 2011

United Kingdom

The Independent: on November 16, 2011

on December 2, 2011

II.- That the agenda of the meeting is the following:

Agenda:

With effect as of December 20, 2011:

1. To submit the Company, which was governed until 1 July 2011 by the provisions of Part I of the law of 20 December 2002 on undertakings for collective investment, to the provisions of Part I of the law of 17 December 2010 on undertakings

for collective investment, implementing Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009, and to amend a series of Articles of the Company's articles of incorporation (the "Articles of Incorporation"), in particular (not exhaustive summary):

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

- To amend Article 4 "Corporate Object" (formerly "Purpose") of the Articles of Incorporation so as to 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")."

- To insert in Articles 11, 17 and 25 (formerly 24) of the Articles of Incorporation specific rules for sub-funds established as a master/feeder structure;

- To insert a new paragraph in Article 17 of the Articles of Incorporation in order to provide the Company with the authority to perform cross-sub-fund investments;

- To amend Articles 25 (formerly 24) of the Articles of Incorporation in order to adjust mergers and liquidations of sub-funds to the rules of the 2010 Law.

2. To adjust a series of Articles of the Company's Articles of Incorporation to meet UBS standards, in particular (not exhaustive summary):

- To allow pooling and co-management of assets of two or more subfunds and to amend Article 5 Articles of Incorporation accordingly.

- To amend Article 10 of the Articles of Incorporation in order to allow the 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").

- To insert a new paragraph in Article 14 of the Articles of Incorporation in order to mention the authority of the Company's board of directors to appoint a designated management company for the Company.

3. To change the date of the annual general meeting and consequently to adapt Article 23 of the Articles of Incorporation.

4. To delete the French translation of the Articles of Incorporation and to draw up the Articles of Incorporation or any amendment thereto henceforth only in English without any translation enclosed.

5. To restate the Articles of Incorporation as a whole in order to reflect the foregoing.

6. Miscellaneous.

III. That the names of the shareholders present or represented, the proxies of the represented shareholders and the number of their shares are shown on an attendance list, signed by the shareholders present, the proxies of the represented shareholders, by the board of the meeting and the notary will remain annexed to the present deed to be registered therewith with the registration authorities;

IV. That pursuant to the attendance list, out of 1,393,396.882 shares in issue, 216,335.205 shares of the Fund are present or represented at the present meeting.

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 the 9th November 2011 and that the quorum requirements for voting the items of the agenda had not been attained.

In accordance with article 67-1 of the law of August 10th , 1915 on commercial companies, the present meeting may thus deliberate validly no matter how many shares are present or represented.

After the foregoing was approved by the meeting, the meeting took the following resolutions by unanimous vote and with effect as of December 20, 2011:

First Resolution

The meeting resolves to submit the Company, which was governed until 1 July 2011 by the provisions of Part I of the law of 20 December 2002 on undertakings for collective investment, to the provisions of Part I of the law of 17 December 2010 on undertakings for collective investment, implementing Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009, and to amend a series of Articles of the Company's articles of incorporation (the "Articles of Incorporation"), in particular (not exhaustive summary):

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

- To amend Article 4 "Corporate Object" (formerly "Purpose") of the Articles of Incorporation so as to 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")."

- To insert in Articles 11, 17 and 25 (formerly 24) of the Articles of Incorporation specific rules for sub-funds established as a master/feeder structure;

- To insert a new paragraph in Article 17 of the Articles of Incorporation in order to provide the Company with the authority to perform cross-sub-fund investments;

- To amend Articles 25 (formerly 24) of the Articles of Incorporation in order to adjust mergers and liquidations of sub-funds to the rules of the 2010 Law.

Second resolution

The meeting resolves to adjust a series of Articles of the Company's Articles of Incorporation to meet UBS standards, in particular (not exhaustive summary):

- To allow pooling and co-management of assets of two or more subfunds and to amend Article 5 Articles of Incorporation accordingly.

- To amend Article 10 of the Articles of Incorporation in order to allow the 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").

- To insert a new paragraph in Article 14 of the Articles of Incorporation in order to mention the authority of the Company's board of directors to appoint a designated management company for the Company.

Third resolution

The meeting resolves to change the date of the annual general meeting and consequently to adapt Article 23 of the Articles of Incorporation.

Fourth resolution

The meeting resolves to delete the French translation of the Articles of Incorporation and to draw up the Articles of Incorporation or any amendment thereto henceforth only in English without any translation enclosed.

Fifth resolution

The meeting resolves to restate as follows the Articles of Incorporation as a whole in order to reflect the foregoing.

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 company ("société anonyme") qualifying as an investment company with variable share capital ("société d'investissement à capital variable" or "SICAV") bearing the name "DIGITAL FUNDS" (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) 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. (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 subfunds") 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 subfunds 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 subfunds 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 documents 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 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 certificate(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 paidin 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 Company's sales documents 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 a subfund 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/or 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 day, redemption 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 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 subfund. On the next dealing day following that period, these redemption requests will be met in priority to later requests.

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. In such cases, the Company will convert the shares subject to the suspension of such conversions by the Company stipulated in Article 11 of these Articles of Incorporation and the Board of Directors will (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. If on any valuation day, 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 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 conversion requests will be met in priority to later requests.

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. A conversion 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 conversion application, attaching any renewal certificates and any coupons not yet due (for bearer shares only).

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 the said Notice of Purchase 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 day 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 in hand or on deposit, 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, derivatives and other invest-

ments. 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) 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 different investments will be brought into line with the new market yields.

For sub-funds that predominantly invest in money market instruments, -securities with a residual maturity of less than 12 months are valued in accordance with the ESMA guidelines for money market instruments; -interest income earned by sub-funds up to and including the second valuation date following the Valuation Date concerned is included in the valuation of the assets of the sub-funds concerned. The asset value per share on a given valuation date therefore includes projected interest earnings as at two Valuation Dates hence.

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) obtained from external price providers.

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 Administrative Agent's Valuation Policy. This valuation method is recognised by the Company and is audited by the Company's auditor. 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 subfund 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 Articles 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 subfund 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 the calculation of net asset value 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 subfund;

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 subfund, 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 the 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

k) in case of a feeder sub-fund, when the 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 sub-fund 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 subfund 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 subfund 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 as defined in the 2010 Law;

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 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-thecounter ("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 or 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 OECD Member State 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 subfund 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 maybe invested in aggregate in shares of other sub-funds of the Company; 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 sub-fund is a sub-fund of the Company, 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 sub-fund 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 sub-fund 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 sub-fund's 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 sub-fund's 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 Company, such Director shall make known to the Board of Directors 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 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 agréé") 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 and/or share class 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 second Wednesday of March 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 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 a 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 a particular share class of a sub-fund will be made at the general meeting of that sub-fund and/or share class.

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 a sub-fund may hold general meetings at any time to decide matters relating exclusively to that subfund or share class.

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 a 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 a subfund in relation to the rights of shareholders in another sub-fund and/or another share

class will be submitted to the shareholders in this other sub-fund and/or share class 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 and/or share classes; merger of the Company; conversions of existing sub-funds in feeder subfunds and changes of master sub-funds.

25.1 Liquidation of sub-funds and share classes

Upon liquidation announcement to the shareholders of a particular subfund and/or share class of a sub-fund, the Board of Directors may arrange for the liquidation of one or more sub-funds 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 liquidation proceeds which cannot be distributed to the shareholders at the completion of the liquidation (which could last up to nine months) are immediately deposited at the "Caisse de Consignation" in Luxembourg.

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.

Any liquidation proceeds which cannot be distributed to the shareholders at the completion of the liquidation (which could last up to nine months) are immediately deposited at the "Caisse de Consignation" in Luxembourg. All redeemed shares shall be cancelled by the Company.

Each sub-fund of the Company being a feeder sub-fund shall be liquidated, if its master UCITS is liquidated, divided into two or more UCITS or merged with another UCITS, unless the CSSF approves:

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

b) its conversion into a sub-fund which is not a feeder sub-fund .

Without prejudice to specific provisions regarding compulsory liquidation, the liquidation of a sub-fund of the Company being a master sub-fund shall take place no sooner than three months after the master sub-fund 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 other sub-funds thereof; Mergers of one or more sub-funds within the Company; Division of sub-funds "Merger" means an operation whereby: a) one or more UCITS or sub-funds thereof, the "merging UCITS/ sub-fund",

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/ sub-fund", 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/ sub-fund ", 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/ sub-fund", 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/ sub-fund".

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 reorganise a subfund and/or share class by means of a merger with another existing sub-fund and/or share

class within the Company or with another UCITS established in Luxembourg or in another Member-State or to another sub-fund and/or share class within such other UCITS (the "new fund/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 fund or sub-fund. During a period of thirty days following the publication of such a decision, shareholders may request redemption or conversion of their shares, free of charge.

Under the same circumstances as provided in Article 25.1 of these Articles of Incorporation, the Board of Directors may decide to reorganise a subfund and/or share class by means of a division into two or more sub-funds and/or share classes. 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. During a period of thirty days following the publication of such a decision, shareholders may request redemption or conversion of their shares free of charge during such period.

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

The shareholders of both, the merging and receiving sub-fund have the right to request, without any charge other than those retained by the sub-fund to meet disinvestment costs, the repurchase or redemption of their shares or, where possible, to convert them into shares of another sub-fund of the Company with similar investment policy. If a management company has been appointed for the Company, shareholders may also convert their shares into another UCITS 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 and those of the receiving sub-fund 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.

If a sub-fund of the Company is the receiving sub-fund, the entry into effect of the merger shall be made public through all appropriate means by the Company and shall be notified to the CSSF and, where appropriate, to the competent authorities of the home member states of the other UCITS involved in the merger.

Under the same circumstances as provided in Article 25.1 of these Articles of Incorporation, the general meeting of shareholders of the Company may decide with no quorum requirement and simple majority to merge the whole Company with another UCITS established in Luxembourg or in another Member State or with any sub-fund thereof.

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 sub-funds and changes of master sub-funds

For conversions of existing sub-funds in feeder sub-funds and changes of master sub-funds, the relevant 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 subfunds 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 October and ends on 30 September of the following year.

Art. 27. Distributions. The Board of Directors may decide to pay an interim dividend in accordance with the provisions of the 1915 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 twothirds 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. Any liquidation proceeds which cannot be distributed to the shareholders at the completion of the liquidation (which could last up to nine months) are immediately deposited at 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 statutebarred 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.

There being no further items on the agenda, the general meeting was thereupon closed.

Whereof the present notarial deed was drawn up in Luxembourg, on the day named at the beginning of the document.

The document having been read to the named persons, they signed together with the notary the present deed.

Signé: S. EHLERS, C. WALCH et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 28 décembre 2011. Relation: LAC/2011/58653. Reçu soixante-quinze euros (75,- EUR).

Le Receveur (signé): I. THILL.

POUR EXPEDITION CONFORME, délivrée à la société sur demande, aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 4 janvier 2012.

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(120002869) Déposé au registre de commerce et des sociétés de Luxembourg, le 5 janvier 2012.

Resitalia Equity S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1470 Luxembourg, 70, route d'Esch.

R.C.S. Luxembourg B 95.323.

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EXTRAIT

il résulte des décisions prises par l'Actionnaire Unique de la Société en date du 1 er décembre 2011 que:

1. Le siège social de la société est transféré du 15, rue Edward Steichen, L-2540 Luxembourg au 70, route d'Esch, L-1470 Luxembourg, avec effet au 15 novembre 2011.

2. Les personnes suivantes sont nommées gérants de la Société avec effet au 8 novembre 2011 pour une période venant à échéance lors de l'assemblée générale annuelle statuant sur les comptes de l'exercice social se clôturant au 31 décembre 2011:

- M. Luciano Salzano, né le 25 février 1948 à Napoli, Italie et résidant à 51G, via M. Lieti A Capodimonte, I-80131 Naples, Italie, est nommé gérant classe A de la Société.

- M. Patrice Gallasin, né le 9 décembre 1970 à Villers-Semeuse, France et avec adresse professionnelle au 70, route d'Esch, L-1470 Luxembourg est nommé gérant classe B de la Société.

3. La démission de M. Ivo Hemelraad en tant que gérant de la Société avec effet au 15 novembre 2011 est acceptée.

Par conséquence, le conseil de gérance est désormais composé comme suit:

- M. Luciano Salzano, prénommé, en tant que gérant classe A; et

- M. Patrice Gallasin, prénommé, en tant que gérant classe B.

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

Pour extrait conforme

Signature

Un mandataire

Référence de publication: 2011171970/27.

(110199247) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent EuroHealth (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 151.038.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 aout 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171295/15.

(110199146) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Melopon S.A., Société Anonyme.

Siège social: L-1510 Luxembourg, 38, avenue de la Faïencerie.

R.C.S. Luxembourg B 54.219.

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EXTRAIT

Il résulte de la réunion du Conseil d'Administration tenue au siège social en date du 1 er décembre 2011:

- Le siège social de la société a été transféré du 74, rue de Merl à L2146 Luxembourg au 38, avenue de la Faïencerie à L1510 Luxembourg à compter du 1 er décembre 2011.

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

Pour extrait conforme.

Luxembourg, le 14 décembre 2011.

Référence de publication: 2011171836/14.

(110199274) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Hera (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 159.299.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171296/15.

(110199292) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Key (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 156.001.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171298/15.

(110199297) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Lester Holding S.A., Société Anonyme.

Siège social: L-2519 Luxembourg, 3-7, rue Schiller.

R.C.S. Luxembourg B 54.600.

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Auszug aus der ordentlichen Gesellschafterversammlung vom 2.12.2011

Herrn Ronald Weber und Romain Bontemps treten mit sofortiger Wirkung als Mitglied des Verwaltungsrates zurück.

Als neue Mitglieder des Verwaltungsrates werden ernannt:

- Herr Stéphane ALLART, Geb. Dat. 19.02.1981 in Uccle (Belgique), mit Adresse 3-7 rue Schiller, L-2519 Luxembourg
- Frau Michèle SCHMIT, Geb. Dat. 23.05.1979 in Luxembourg mit Adresse 42-44 Avenue de la gare, L-1610 Luxembourg
- Herr Daniel CAPP, Geb. Dat. 18.03.1969 in Quimper (France) mit Adresse 42-44 Avenue de la gare, L-1610 Luxembourg

PKF Abax Audit tritt mit sofortiger Wirkung als Kommissar der Gesellschaft zurück.

Zum neuen Kommissar wird ernannt FIDUPLAN S.A. 87, Allée Leopold Goebel L - 1635 Luxembourg (R.C.S Luxembourg B 44.563).

Die Mandate des neues Verwaltungsrates und des Kommissars enden bei Gelegenheit der jährlichen Generalversammlung die im Jahre 2017 stattfindet.

Der Sitz der Gesellschaft wird mit sofortiger Wirkung von 6, place de Nancy L-2212 Luxembourg nach 3-7, rue Schiller, L-2519 Luxembourg verlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

Für die Gesellschaft

Référence de publication: 2011171789/24.

(110199434) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Key (Luxembourg) S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 156.021.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171299/15.

(110199295) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Libri (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 151.266.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171300/19.

(110199148) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Lombard Property S.à r.l., Société à responsabilité limitée unipersonnelle.

Capital social: EUR 12.500,00.

Siège social: L-1470 Luxembourg, 70, route d'Esch.

R.C.S. Luxembourg B 116.495.

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EXTRAIT

Il résulte des décisions prises par l'Actionnaire Unique de la Société en date du 1 er décembre 2011 que:

1. Le siège social de la société est transféré du 15, rue Edward Steichen, L-2540 Luxembourg au 70, route d'Esch, L-1470 Luxembourg, avec effet au 15 novembre 2011.

2. La démission de M. Ivo Hemelraad en tant que gérant de la Société avec effet au 15 novembre 2011 est acceptée.

3. M. Patrice Gallasin, né le 9 décembre 1970 à Villers-Semeuse, France et avec adresse professionnelle au 70, route d'Esch, L-1470 Luxembourg est nommé gérant unique de la Société avec effet au 15 novembre 2011 pour une durée illimitée.

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

Pour extrait conforme
Signature
Un mandataire

Référence de publication: 2011171778/20.

(110199139) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Libri (Luxembourg) S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 149.025.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171301/19.

(110199147) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Miro Luxembourg Finance S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 140.148.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg;

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

Luxembourg, le 12 Décembre 2011.

Un mandataire

Référence de publication: 2011171303/19.

(110199145) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Christal S.A., Société Anonyme.

Siège social: L-2721 Luxembourg, 5, rue Alphonse Weicker.

R.C.S. Luxembourg B 105.408.

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Extraits des résolutions prises lors de l'Assemblée Générale Extraordinaire s'étant tenue le 20 septembre 2011

1. Les démissions de Monsieur Daniel MALOUF et de Monsieur Juvenal DE VEGA sont acceptées;

2. Monsieur Xavier PREVOST, Directeur des organisations systèmes et informations et Supply Chain d'Auchan E-commerce, né le 28 janvier 1964 à Mouscron, Belgique, résidant professionnellement à Auchan E-commerce, 40 rue de la vague, 59650 Villeneuve d'Ascq, France et Monsieur Ludovic DECLERCQ, Directeur Opération Logistique Nike France, né le 12 janvier 1979, à Roubaix (France), résidant professionnellement à Nike France, rue de l'équerre, 95500 St Ouen l'aumône, France, sont nommés Administrateurs en leur remplacement.

Leurs mandats viendront à échéance lors de l'Assemblée Générale Statutaire devant se tenir en 2012.

Certifié sincère et conforme

Référence de publication: 2011171490/16.

(110199394) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Power (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 160.935.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171309/15.

(110199289) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Sand Investments S.A., Société Anonyme.

Siège social: L-1140 Luxembourg, 45-47, route d'Arlon.

R.C.S. Luxembourg B 36.205.

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Extrait procès-verbal de l'assemblée générale ordinaire des actionnaires tenue à Luxembourg en date du 14 octobre 2011

Il résulte dudit procès-verbal:

Les sociétés CARDALE OVERSEAS INC ayant son siège social à Tortola, PO Box 3175 Road Town, TASWELL INVESTMENTS LTD ayant son siège social à Tortola, PO Box 3175 Road et KELWOOD INVESTMENTS LTD, ayant son siège social à Tortola, PO Box 3175 Road Town, ont démissionné de leurs postes d'administrateurs de la société.

Madame Nathalie PRIEUR, née le 8 avril 1967 à Trier (Allemagne), résidant professionnellement au 45-47, route d'Arlon, L-1140 Luxembourg, Monsieur Jeannot DIDERRICH né le 27 mars 1973 à Ettelbruck (Luxembourg), résidant professionnellement au 45-47, route d'Arlon, L-1140 Luxembourg et Monsieur Romain WAGNER né le 26 juin 1967 à Esch-sur-Alzette, résidant professionnellement au 45-47, route d'Arlon, L-1140 Luxembourg ont été nommés administrateurs en remplacement des administrateurs démissionnaires. Leur mandat se terminera lors de l'assemblée générale ordinaire qui se tiendra en 2015.

Le mandat de BENOY KARTHEISER MANAGEMENT S.à r.l., ayant son siège social 45-47, route d'Arlon, L-1140 Luxembourg en tant que commissaire aux comptes a été renouvelé jusqu'à l'assemblée générale ordinaire qui se tiendra en 2015.

Luxembourg, le 14 octobre 2011.

Pour la société

Référence de publication: 2011172024/23.

(110199416) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Power (Luxembourg) S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 160.905.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171310/15.

(110199288) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Therapy (Luxembourg) Finance S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 158.865.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171315/15.

(110199293) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

HR Services S.A., Société Anonyme.

Siège social: L-2240 Luxembourg, 8, rue Notre-Dame.

R.C.S. Luxembourg B 78.679.

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Extraits des résolutions prises lors de l'Assemblée Générale Ordinaire du 13 janvier 2011

Lors de l'Assemblée Générale Ordinaire de la société HR SERVICES S.A. tenue en date du 13 janvier 2011, les actionnaires ont pris les décisions suivantes:

- Madame Diane RIES, née le 7 décembre 1961 à Esch-sur-Alzette (Luxembourg) et demeurant à L-4276 ESCH-SUR-ALZETTE, 46 Avenue Pasteur, est nommée administrateur de la société avec effet rétroactif au 21 juillet 2006. Son mandat expirera immédiatement après l'Assemblée Générale Ordinaire de 2012.

- Madame Diane RIES, née le 7 décembre 1961 à Esch-sur-Alzette (Luxembourg) et demeurant à L-4276 ESCH-SUR-ALZETTE, 46 Avenue Pasteur, est nommée administrateur délégué de la société avec effet rétroactif au 21 juillet 2006. Son mandat expirera immédiatement après l'Assemblée Générale Ordinaire de 2012.

- Monsieur André SADLER, né le 16 février 1954 à Thionville (France) et demeurant professionnellement à L-8058 BERTRANGE, 3 beim Schlass, est nommé administrateur de la société avec effet rétroactif au 21 juillet 2006. Son mandat expirera immédiatement après l'Assemblée Générale Ordinaire de 2012.

- Monsieur Gerd HERRMANN, né le 21 décembre 1948 à Bous (Allemagne) et demeurant à L-1619 LUXEMBOURG, 35 rue Michel Gehrend, est nommé administrateur de la société avec effet rétroactif au 21 juillet 2006. Son mandat expirera immédiatement après l'Assemblée Générale Ordinaire de 2012.

Pour extrait conforme

Signature

Référence de publication: 2011174774/24.

(110204047) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2011.

Advent Therapy (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 158.707.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171316/15.

(110199296) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Therapy (Luxembourg) S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 158.711.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171317/15.

(110199294) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

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

Siège social: L-3813 Schifflange, 35, rue Basse.

R.C.S. Luxembourg B 125.749.

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CLÔTURE DE LIQUIDATION

Extrait

L'Assemblée Générale, réunie extraordinairement au siège de la prédite société le 20 décembre 2011, a pris à l'unanimité les résolutions suivantes:

a) L'assemblée prend acte du rapport du liquidateur, Monsieur Monsieur Arthur FERNANDES, sur la gestion et sur l'utilisation des actifs de la Société. Ledit rapport du liquidateur, ses annexes y incluses, est annexé au présent acte.

b) Adoptant les conclusions de ce rapport, l'assemblée approuve les comptes de liquidation et donne décharge pleine et entière, sans réserve ni restriction à Monsieur Arthur FERNANDES de sa gestion de liquidateur de la société.

c) L'assemblée prononce la clôture de la liquidation et constate que la société à responsabilité limitée NIDDESCH-GAASS S.à.r.l. a cessé d'exister à partir d'aujourd'hui.

d) L'assemblée décide que les documents comptables seront déposés et conservés pendant la durée légale de 5 ans à l'adresse suivante:

33, allée Scheffer, L-2520 Luxembourg

Luxembourg, le 20 décembre 2011.

Pour extrait conforme

Monsieur Denis DADASHEV

Scrutateur de l'Assemblée

Référence de publication: 2011174839/24.

(110203919) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2011.

Advent Tower (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 157.931.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171318/15.

(110199299) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Tower (Luxembourg) S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 157.821.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171319/15.

(110199298) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Water (Luxembourg) Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 148.135.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171320/19.

(110199149) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Hockney Finance S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1470 Luxembourg, 70, route d'Esch.

R.C.S. Luxembourg B 136.180.

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EXTRAIT

Il résulte des décisions prises par l'Actionnaire Unique de la Société en date du 1 er décembre 2011 que:

1. Le siège social de la société est transféré du 15, rue Edward Steichen, L-2540 Luxembourg au 70, route d'Esch, L-1470 Luxembourg, avec effet au 16 novembre 2011.

2. Les démissions de M. Ivo Hemelraad et M. Giovanni La Forgia en tant que gérants de la Société avec effet au 16 novembre 2011 est acceptée.

3. M. Patrice Gallasin, né le 9 décembre 1970 à Villers-Semeuse, France et avec adresse professionnelle au 70, route d'Esch, L-1470 Luxembourg est nommé gérant classe A de la Société avec effet au 16 novembre 2011 et pour une durée illimitée.

4. M. Olivier De Mets, né le 10 novembre 1977 à Messancy, Belgique et avec adresse professionnelle au 3, rue Randlingen, L-8366 Hagen, est nommé gérant classe B de la Société avec effet au 16 novembre 2011 et pour une durée illimitée.

Par conséquence, le conseil de gérance de la Société est désormais composé comme suit:

- M. Patrice Gallasin, prénommé, en tant que gérant classe A; et

- M. Olivier De Mets, prénommé, en tant que gérant classe B.

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

Pour extrait conforme
Signature
Un mandataire

Référence de publication: 2011171687/26.

(110199347) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Water (Luxembourg) S.à r.l., Société à responsabilité limitée.

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 148.134.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171321/19.

(110199150) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Coral Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-2340 Luxembourg, 32, rue Philippe II.

R.C.S. Luxembourg B 131.865.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171346/19.

(110199156) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

EPF Logistics Properties Germany (LP) S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-2633 Senningerberg, 6, route de Trèves.

R.C.S. Luxembourg B 128.127.

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Suite aux résolutions prises par l'associé unique de la Société en date du 8 décembre 2011, le mandat du Réviseur d'Entreprise PricewaterhouseCoopers S.à r.l. est reconduit pour une période expirant au moment de l'approbation des comptes annuels de la Société au 31 décembre 2011 par l'associé unique.

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

Luxembourg, le 14 décembre 2011.

Pour la Société

TMF Management Luxembourg S.A.

Signataire autorisé

Référence de publication: 2011171602/16.

(110199231) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Buro Partner, Société à responsabilité limitée.

Capital social: EUR 25.000,00.

Siège social: L-8832 Rombach-Martelange, 7, rue des Tilleuls.

R.C.S. Luxembourg B 125.279.

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Suite à la cession de parts intervenue en date du 19 décembre 2011 entre Monsieur Oany NOEL et Monsieur Franck LEROY, il résulte que:

- Monsieur Oany NOEL, demeurant à B - 6800 LIBRAMONT, 74/1, rue de Neufchâteau, détient 209 (deux cent neuf) parts sociales d'une valeur nominale de 25,00 € chacune.

- Monsieur Franck LEROY, demeurant à B - 3400 ELIKSEM, 98, Grote Steenweg, détient 41 (quarante et une) parts sociales d'une valeur nominale de 25,00 € chacune.

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

EISCHEN, le 19 décembre 2011.

NOEL Dany

Gérant

Référence de publication: 2011173988/18.

(110203444) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2011.

Hockney Holding S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1470 Luxembourg, 70, route d'Esch.

R.C.S. Luxembourg B 158.489.

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EXTRAIT

Il résulte des décisions prises par l'Actionnaire Unique de la Société en date du 1 er décembre 2011 que:

1. Le siège social de la société est transféré du 15, rue Edward Steichen, Luxembourg au 70, route d'Esch, 470 Luxembourg, avec au 6 décembre 2011.

2. M. Patrice Gallasin, né le 9 décembre 1970 à Villers-Semeuse, et avec adresse professionnelle au 70, route d'Esch, L-1470 Luxembourg est nommé gérant classe B de la Société avec effet au 8 novembre 2011 pour une durée illimitée.

3. La démission de M. Ivo Hemelraad en tant que gérant de la Société avec effet au 6 décembre 2011 est acceptée.

Par conséquence, le conseil de gérance de la Société est désormais composé comme suit:

- M. Giuseppe Statuto, en tant que gérant classe A; et

- M. Patrice Gallasin, prénommé, en tant que gérant classe B

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

Pour extrait conforme
Signature
Un mandataire

Référence de publication: 2011171688/22.

(110199342) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Coral S.à r.l., Société à responsabilité limitée.

Siège social: L-2340 Luxembourg, 32, rue Philippe II.

R.C.S. Luxembourg B 128.831.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171347/19.

(110199157) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Kai Luxembourg Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-2340 Luxembourg, 32, rue Philippe II.

R.C.S. Luxembourg B 130.792.

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EXTRAIT

Il résulte d'une décision des associés de la Société en date du 30 novembre 2011, d'accepter la démission en tant que gérant de classe A avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision des associés de la Société en date du 30 novembre 2011, de nommer en tant que gérant de classe A de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171348/19.

(110199153) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

EPF Pleyel S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-2633 Senningerberg, 6, route de Trèves.

R.C.S. Luxembourg B 128.926.

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Suite aux résolutions prises par l'associé unique de la Société en date du 8 décembre 2011, le mandat du Réviseur d'Entreprise PricewaterhouseCoopers S.à r.l. est reconduit pour une période expirant au moment de l'approbation des comptes annuels de la Société au 31 décembre 2011 par l'associé unique.

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

Luxembourg, le 14 décembre 2011.

Pour la Société

TMF Management Luxembourg S.A.

Signataire autorisé

Référence de publication: 2011171603/16.

(110199235) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Twilight Luxembourg 6 S.à r.l., Société à responsabilité limitée.

Siège social: L-1660 Luxembourg, 76, Grand-rue.

R.C.S. Luxembourg B 131.720.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 aout 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 Décembre 2011.

Un mandataire

Référence de publication: 2011171355/19.

(110199501) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Advent Twilight Luxembourg 7 S.à r.l., Société à responsabilité limitée.

Siège social: L-1660 Luxembourg, 76, Grand-rue.

R.C.S. Luxembourg B 131.719.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 aout 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 Décembre 2011.

Un mandataire

Référence de publication: 2011171356/19.

(110199500) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

JPMorgan European Property Holding Luxembourg 1 S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.600,00.

Siège social: L-2633 Senningerberg, 6, route de Trèves.

R.C.S. Luxembourg B 106.898.

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Suite aux résolutions prises par l'associé unique de la Société en date du 8 décembre 2011, le mandat du Réviseur d'Entreprise PricewaterhouseCoopers S.à r.l. est reconduit pour une période expirant au moment de l'approbation des comptes annuels de la Société au 31 décembre 2011 par l'associé unique.

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

Luxembourg, le 14 décembre 2011.

Pour la Société
TMF Management Luxembourg S.A.
Signataire autorisé

Référence de publication: 2011171754/16.

(110199238) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Kipilogis S.C.I., Société Civile Immobilière.

Capital social: EUR 3.850,00.

Siège social: L-7727 Colmar-Berg, 1, rue Prince Henri.

R.C.S. Luxembourg E 1.891.

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Extrait de la cession de parts

Entre les soussignés:

D'une part:

- Pixilogic sarl au capital de 15.000 €, enregistrée sous le N° B0082814 au RCS de Luxembourg, domiciliée à Colmar-Berg, rue Prince Henri, 1

Ci-après désigné par le Cédant,

Et, d'autre part:

- Executive Lodge s.a. au capital de 254.090,86 €, enregistrée sous le N° B 63 166 au RCS de Luxembourg, 52, rue de la Gare, L-5540 Remich, Grand Duché de Luxembourg

Ci-après désigné par le Cessionnaire,

Il a été convenu ce qui suit:

Le Cédant cède et transporte sous les Garanties Ordinaires et de droit au Cessionnaire qui accepte: 108 parts sociales lui appartenant dans la société Kipilogis, ci-dessus désignée, constituée suivant acte en date du 08 Mai 2002, reçu par le Notaire Jean-Paul Henks, enregistré à Luxembourg, le 14 mai 2002, volume 12CS folio 65 case 12, ainsi que tous les droits lui appartenant dans ladite société.

En conséquence le Cessionnaire devient, par la présente, propriétaire des droits cédés, il se trouve subrogé dans tous les droits et actions du Cédant.

Cette cession est consentie et acceptée moyennant le prix de 10 € par part sociale, que le Cédant reconnaît avoir reçu du Cessionnaire et dont il lui donne, ici, quittance.

Aux présentes est alors intervenue la Gérance, demeurant professionnellement au siège de la Société qui déclare, en sa qualité, donner son consentement à la présente cession au profit du Cessionnaire.

Fait à Luxembourg, en 2 exemplaires, le 08 Décembre 2010.

Bon pour Cession de Parts et Bon pour Quittance / Bon pour acceptation de Cession de Parts
Le Cédant / La Gérance / Le Cessionnaire

Référence de publication: 2011171766/32.

(110199448) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

AEF Holding S.à r.l., Société à responsabilité limitée.

Capital social: EUR 613.000.000,00.

Siège social: L-1840 Luxembourg, 40, boulevard Joseph II.

R.C.S. Luxembourg B 101.687.

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Extrait des résolutions prises par l'assemblée générale annuelle en date du 13 décembre 2011

L'assemblée générale a renouvelé les mandats suivants pour une période prenant fin à la prochaine assemblée générale annuelle en relation avec les comptes de l'exercice se clôturant au 31/12/2011:

1. Monsieur Pierre METZLER, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société;

2. Monsieur Jacques RECKINGER, demeurant professionnellement au 40, boulevard Joseph II, L-1840 Luxembourg: gérant de la Société;

3. Monsieur Michel BULACH, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 14 décembre 2011.

Référence de publication: 2011171357/19.

(110199029) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Amalia S.A., Société Anonyme.

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

R.C.S. Luxembourg B 142.742.

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DISSOLUTION

L'an deux mille onze.

Le premier décembre.

Pardevant Maître Jean SECKLER, notaire de résidence à Junglinster, Grand-Duché de Luxembourg, soussigné.

A comparu:

La société à responsabilité limitée de droit italien LUFAN SRL, ayant son siège social à I-31100 Treviso, Viale della Repubblica 193/M (Italie),

ici représentée par Mademoiselle Sophie ERK, employée privée, demeurant professionnellement à L-1219 Luxembourg, 17, rue Beaumont,

en vertu d'une procuration sous seing privé lui délivrée, laquelle, après avoir été signée ne varietur par la mandataire et le notaire instrumentant, restera annexée au présent acte pour être formalisée avec lui.

Laquelle comparante, agissant ès-dites qualités, a requis le notaire instrumentant de documenter ainsi qu'il suit ses déclarations et constatations:

I.- Que la société anonyme AMALIA S.A., ayant son siège social à L1219 Luxembourg, 17, rue Beaumont, R.C.S. Luxembourg numéro B 142742, a été constituée suivant acte reçu par le notaire instrumentant en date du 24 octobre 2008, publié au Mémorial C numéro 2792 du 19 novembre 2008.

II.- Que le capital social de la société anonyme AMALIA S.A., prédésignée, s'élève actuellement à trente et un mille euros (31.000,-EUR), représenté par trois cent dix (310) actions avec une valeur nominale de cent euros (100,-EUR) chacune, entièrement libérées.

III.- Que la comparante est devenue successivement propriétaire de toutes les actions de la susdite société AMALIA S.A..

IV.- Que l'activité de la société AMALIA S.A. ayant cessé et que la comparante prononce la dissolution anticipée de la prédite société avec effet immédiat et sa mise en liquidation.

V.- Que la comparante, en tant qu'actionnaire unique, se désigne comme liquidateur de la société.

VI.- Qu'en cette qualité, elle requiert le notaire instrumentant d'acter qu'elle déclare avoir réglé tout le passif de la société dissoute et avoir transféré tous les actifs à son profit.

VII.- Que la comparante est investie de tous les éléments actifs de la société et répondra personnellement de tout le passif social et de tous les engagements de la société même inconnus à ce jour.

VIII.- Que partant, la liquidation de la société anonyme AMALIA S.A. est à considérer comme faite et clôturée.

IX.- Que décharge pleine et entière est accordée aux administrateurs et au commissaire aux comptes de la société pour l'exécution de leurs mandats jusqu'à ce jour.

X.- Qu'il y a lieu de procéder à l'annulation des actions.

XI.- Que les livres et documents de la société dissoute seront conservés pendant cinq ans au moins à l'ancien siège social de la société dissoute.

Frais

Tous les frais et honoraires résultant du présent acte, évalués à sept cent cinquante euros, sont à charge de la société dissoute.

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

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

Signé: Sophie ERK, Jean SECKLER.

Enregistré à Grevenmacher, le 12 décembre 2011. Relation GRE/2011/4390. Reçu soixante-quinze euros 75,00 €.

Le Receveur (signé): G. SCHLINK.

POUR EXPEDITION CONFORME.

Junglinster, le 14 décembre 2011.

Référence de publication: 2011171371/52.

(110199407) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Prodema S.A., Société Anonyme.

Siège social: L-4440 Soleuvre, 125, rue d'Esch.

R.C.S. Luxembourg B 70.155.

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Extrait des résolutions de l'assemblée générale ordinaire du 25 octobre 2011

L'assemblée a pris à l'unanimité, et après délibération, les résolutions suivantes:

Résolution 1

La société nomme comme administrateurs supplémentaires:

- Madame Joelle JEGEN-MISCHO, salariée, et avec adresse professionnelle à L-4440 Soleuvre, 125, rue d'Esch.
- Madame Gabrielle VENTRICE, indépendante, avec adresse professionnelle à L-4440 Soleuvre, 125, rue d'Esch.
- Monsieur Luis MATEUS, indépendant, avec adresse professionnelle à L-4440 Soleuvre, 125, rue d'Esch.

Résolution 2

Le mandat des administrateurs nommés prendront fin à l'assemblée générale de l'année 2014.

Résolution 3

Monsieur Frank BERNARD, demeurant à L-4440 Soleuvre, 125, rue d'Esch, administrateur de sociétés est nommé administrateur-délégué de la société avec mission d'assurer la gestion journalière de la société.

Résolution 4

L'assemblée des actionnaires fixe les pouvoirs des administrateurs et de l'administrateur-délégué comme suit:

Vis-à-vis des tiers, la société sera représentée par les signatures conjointes d'au moins trois administrateurs, ou par la signature individuelle de la personne à laquelle la gestion journalière de la société a été déléguée, dans le cadre de cette gestion journalière, ou par la signature conjointe ou par la signature individuelle de toutes personnes à qui un tel pouvoir de signature aura été délégué par le conseil d'administration, mais seulement dans les limites de ce pouvoir.

L'administrateur-délégué aura pouvoir d'accomplir, dans le cadre de l'objet social, tout acte d'administration et de disposition quelconque nécessaire à l'accomplissement de l'objet social y inclus notamment faire inscrire des hypothèques, accorder mainlevée d'hypothèque, ouvrir et clôturer des comptes en banque.

Soleuvre, le 25 octobre 2011.

Pour extrait conforme

La société

Référence de publication: 2011171952/31.

(110199003) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

BMC Capital Luxembourg S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1840 Luxembourg, 40, boulevard Joseph II.

R.C.S. Luxembourg B 128.081.

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Extrait des résolutions prises par l'assemblée générale annuelle en date du 13 décembre 2011

L'assemblée générale a renouvelé les mandats suivants pour une période prenant fin à la prochaine assemblée générale annuelle en relation avec les comptes de l'exercice se clôturant au 31/12/2011:

1. Monsieur Jacques RECKINGER, demeurant professionnellement au 40, boulevard Joseph II, L-1840 Luxembourg: gérant de la Société;

2. Monsieur Pierre METZLER, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société;

3. Monsieur Michel BULACH, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société.

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

Luxembourg, le 14 décembre 2011.

Référence de publication: 2011171434/19.

(110199031) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Carpathian Cable Luxembourg S.à r.l., Société à responsabilité limitée.

Capital social: EUR 1.325.000,00.

Siège social: L-1840 Luxembourg, 40, boulevard Joseph II.

R.C.S. Luxembourg B 104.285.

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Extrait des résolutions prises par l'assemblée générale annuelle en date du 13 décembre 2011

L'assemblée générale a renouvelé les mandats suivants pour une période prenant fin à la prochaine assemblée générale annuelle en relation avec les comptes de l'exercice se clôturant au 31/12/2011:

1. Monsieur Jacques RECKINGER, demeurant professionnellement au 40, boulevard Joseph II, L-1840 Luxembourg: gérant de la Société;

2. Monsieur Pierre METZLER, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société;

3. Monsieur Michel BULACH, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 14 décembre 2011.

Référence de publication: 2011171458/19.

(110199028) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

JPMorgan European Property Holding Luxembourg 4 S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-2633 Senningerberg, 6, route de Trèves.

R.C.S. Luxembourg B 106.900.

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Suite aux résolutions prises par l'associé unique de la Société en date du 8 décembre 2011, le mandat du Réviseur d'Entreprise PricewaterhouseCoopers S.à r.l. est reconduit pour une période expirant au moment de l'approbation des comptes annuels de la Société au 31 décembre 2011 par l'associé unique.

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

Luxembourg, le 14 décembre 2011.

Pour la Société
TMF Management Luxembourg S.A.
Signataire autorisé

Référence de publication: 2011171756/16.

(110199236) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Euro Apple S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.400,00.

Siège social: L-5365 Munsbach, 9, rue Gabriel Lippmann.

R.C.S. Luxembourg B 135.068.

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Extrait des résolutions prises par l'associé unique de la société en date du 14 novembre 2011

L'associé unique décide de remplacer KPMG Audit S.à r.l, ayant son siège social au 9, allée Scheffer, L-2520 Luxembourg par PricewaterhouseCoopers, immatriculé au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B65477 et ayant son siège social au 400, Route d'Esch L - 1471 Luxembourg, en tant que réviseur externe de la Société pour l'audit des comptes annuels se clôturant au 31 Mars 2012,

À Luxembourg, le 14 Décembre 2011.
Pour extrait conforme
Pour la société
Signatures

Référence de publication: 2011171578/17.

(110198915) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Carret PT Luxembourg S.à r.l., Société à responsabilité limitée.

Capital social: EUR 170.012.500,00.

Siège social: L-1840 Luxembourg, 40, boulevard Joseph II.

R.C.S. Luxembourg B 117.058.

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Extrait des résolutions prises par l'assemblée générale annuelle en date du 13 décembre 2011

L'assemblée générale a renouvelé les mandats suivants pour une période prenant fin à la prochaine assemblée générale annuelle en relation avec les comptes de l'exercice se clôturant au 31/12/2011:

1. Monsieur Jacques RECKINGER, demeurant professionnellement au 40, boulevard Joseph II, L-1840 Luxembourg: gérant de la Société;

2. Monsieur Pierre METZLER, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société;

3. Monsieur Michel BULACH, demeurant professionnellement au 69, boulevard de la Pétrusse, L-2320 Luxembourg: gérant de la Société.

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

Luxembourg, le 14 décembre 2011.

Référence de publication: 2011171459/19.

(110199030) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Dom Estate S.A., Société Anonyme.

Siège social: L-1470 Luxembourg, 7, route d'Esch.

R.C.S. Luxembourg B 94.768.

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Extrait de résolution de l'assemblée générale annuelle ordinaire tenue le 12 octobre 2011

L'assemblée décide de révoquer comme commissaire la société INTERNATIONAL MANAGING COMPANY INC., et de nommer comme nouveau commissaire, pour un mandat de 2 ans, la société PARC IMMOBILIERE S.A. ayant son siège social au L-1470 Luxembourg, 7, route d'Esch et enregistrée au RCS Luxembourg sous la référence B 84.249.

Pour extrait sincère et conforme, délivré aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Luxembourg, le 30 octobre 2011.

DOM ESTATE S.A.

Administrateur

Référence de publication: 2011171560/15.

(110199356) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

OnLive EMEA S.à r.l., Société à responsabilité limitée unipersonnelle.

Capital social: EUR 50.000,00.

Siège social: L-2330 Luxembourg, 124, boulevard de la Pétrusse.

R.C.S. Luxembourg B 159.818.

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Extrait d'une résolution de l'associé unique de la Société

Il résulte d'une résolution de l'associé unique de la Société, en date du 13 décembre 2011, que les deux personnes suivantes ont été nommées, avec effet immédiat, en tant gérants de la Société, pour une durée indéterminée:

- M. Eric Magrini, né le 20 avril 1963 à Luxembourg, Grand-Duché du Luxembourg, demeurant professionnellement au 65, boulevard Grande-Duchesse Charlotte, L-1331 Luxembourg;

- M. Pietro Longo, né le 13 septembre 1970 à Luxembourg, Grand-Duché du Luxembourg, demeurant professionnellement au 65, boulevard Grande-Duchesse Charlotte, L-1331 Luxembourg.

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

Luxembourg, le 14 décembre 2011.

Pour OnLive EMEA S.à r.l.

Signature

Un mandataire

Référence de publication: 2011171875/20.

(110199241) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

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

Siège social: L-1661 Luxembourg, 47, Grand-rue.

R.C.S. Luxembourg B 129.687.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, de nommer en tant que gérant de la Société avec effet immédiat:

- Madame Maike KIESELBACH, née le 26 février 1973 à Worms, Allemagne, résidant au 32, rue Philippe II, L-2340 Luxembourg.

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

Luxembourg, le 13 décembre 2011.

Un mandataire

Référence de publication: 2011171575/19.

(110199152) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Gravilux S.A., Société Anonyme.

Siège social: L-1526 Luxembourg, 23, Val Fleuri.

R.C.S. Luxembourg B 136.976.

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I. Extrait des résolutions prises par l'Assemblée Générale Ordinaire tenue au siège social de façon extraordinaire le 18 octobre 2011

5 ème Résolution:

L'Actionnaire unique accepte la démission avec effet immédiat de Monsieur Nour-Eddin NIJAR de sa fonction d'Administrateur au sein de la société.

L'Actionnaire unique décide de nommer en remplacement, Madame Cornelia METTLEN, demeurant professionnellement au 23, Val Fleuri, L-1526 Luxembourg, administrateur de la société, avec effet immédiat jusqu'à l'Assemblée Générale Statutaire qui se tiendra en 2013.

II. Changements d'adresse

La Société a été informée des changements d'adresse des administrateurs et du commissaire aux comptes, Madame Cornelia METTLEN, Monsieur Christophe BLONDEAU et H.R.T. Révision S.A. résidant désormais au 163, rue du Kiem, L-8030 Strassen, et Monsieur Romain THILLENS résidant désormais au 50, Val Fleuri, L-1526 Luxembourg.

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

Pour GRAVILUX S.A.

Référence de publication: 2011171676/21.

(110199392) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Euro Dinero S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.400,00.

Siège social: L-5365 Munsbach, 9, rue Gabriel Lippmann.

R.C.S. Luxembourg B 139.830.

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Extrait des résolutions prises par l'associé unique de la société en date du 14 novembre 2011

L'associé unique décide de remplacer KPMG Audit S.àr.l, ayant son siège social au 9, allée Scheffer, L-2520 Luxembourg par PricewaterhouseCoopers, immatriculé au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B65477 et ayant son siège social au 400, Route d'Esch L - 1471 Luxembourg, en tant que réviseur externe de la Société pour l'audit des comptes annuels se clôturant au 31 Mars 2012.

À Luxembourg, le 14 Décembre 2011.

Pour extrait conforme

Pour la Société

Signatures

Référence de publication: 2011171579/17.

(110198914) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Naviglio Holdings 2 S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1470 Luxembourg, 70, route d'Esch.

R.C.S. Luxembourg B 144.049.

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EXTRAIT

Il résulte des décisions prises par les actionnaires de la Société en date du 1 er décembre 2011 que:

1. Le siège social de la société est transféré du 15, rue Edward Steichen, L-2540 Luxembourg au 70, route d'Esch, L-1470 Luxembourg, avec effet au 8 novembre 2011.

2. La démission de M. Ivo Hemelraad en tant que gérant de catégorie A de la Société avec effet au 8 novembre 2011 est acceptée.

3. M. Patrice Gallasin, né le 9 décembre 1970 à Villers-Semeuse, France et avec adresse professionnelle au 70, route d'Esch, L-1470 Luxembourg est nommé gérant de catégorie A de la Société avec effet au 8 novembre 2011 pour une période venant à échéance lors de l'assemblée générale annuelle statuant sur les comptes de l'exercice social se clôturant au 31 décembre 2013.

Par conséquence, le conseil de gérance est désormais composé comme suit:

- M. Patrice Gallasin, prénommé, en tant que gérant catégorie A; et
- M. Luciano Salzano, résidant à 51G, via M. Lieti A Capodimonte, I-80131 Naples, en tant que gérant de catégorie B.

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

Pour extrait conforme

Signature

Un mandataire

Référence de publication: 2011171855/25.

(110199331) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Fluor Finance International B.V./S.à.r.l., Société à responsabilité limitée.

Capital social: EUR 18.000,00.

Siège social: L-2163 Luxembourg, 40, avenue Monterey.

R.C.S. Luxembourg B 123.638.

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Extrait des résolutions de l'associé unique de la Société en date du 9 décembre 2011

En date du 9 décembre 2011, l'associé unique de la société a pris les résolution suivantes:

D'accepter la démission des personnes suivantes:

- Madame Joanna Olivia en tant que gérant de classe A avec effet au 17 novembre 2011; et
- Lux Business Management S.à r.l. en tant que gérant de classe B avec effet au 30 novembre 2011.

De nommer Monsieur Mitchell L. Stone, né le 21 novembre 1966 aux Etats-Unis, avec adresse professionnelle au 6700, Las Colinas Boulevard, Irving, TX 75039, Texas, Etats-Unis en tant que gérant de classe A de la société avec effet au 9 décembre 2011 et pour une durée indéterminée.

De nommer Monsieur Onno Bouwmeister, né le 26 janvier 1977 à Maarssen aux Pays-Bas, avec adresse professionnelle au 40, avenue Monterey, L-2163 Luxembourg, Grand-Duché de Luxembourg en tant que gérant de classe B de la société avec effet au 9 décembre 2011 et pour une durée indéterminée.

Depuis cette date le conseil de gérance de la société se compose des personnes suivantes:

Gérants de classe A:

Monsieur Enrique F. Calderon; et

Monsieur Mitchell L. Stone

Gérants de classe B:

Monsieur Gilles Jacquet;

Mademoiselle Julia Vogelweith; et

Monsieur Onno Bouwmeister.

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

Référence de publication: 2011171624/28.

(110199414) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

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

Siège social: L-1222 Luxembourg, 2-4, rue Beck.

R.C.S. Luxembourg B 151.044.

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EXTRAIT

Il résulte d'une décision de l'associé unique de la Société en date du 30 novembre 2011, d'accepter la démission avec effet immédiat de:

- Monsieur Desmond Mitchell, né le 24 août 1957 à Wells, Royaume-Uni, résidant au 17, Penners Garden, KT6 6JW Surbiton, Royaume-Uni.

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

Luxembourg, le 13 Décembre 2011.

Un mandataire

Référence de publication: 2011171591/15.

(110199143) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Ampacet Europe Holding S.à r.l., Société à responsabilité limitée.

Siège social: L-8399 Windhof, 2, rue d'Arlon.

R.C.S. Luxembourg B 165.277.

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STATUTES

In the year two thousand and eleven, on the 13 th of December.

Before Maître Blanche MOUTRIER, notary residing in Esch/Alzette.

THERE APPEARED:

Ampacet Corporation, a New York law governed corporation, having its registered office at White Plains Road, 660, Tarrytown, NY 10591-5130, United States of America,

here represented by:

Maître Sophie ARVIEUX, lawyer, residing professionally in L-1521 Luxembourg, 122, rue Adolphe Fischer,

by virtue of a proxy given under private seal.

The said proxy, after having been signed "ne varietur" by the proxy holder and the undersigned notary, will remain annexed to the present deed for the purpose of registration.

Such appearing party, represented as stated hereabove, has requested the undersigned notary, to state as follows the articles of association of a private limited liability company (société à responsabilité limitée), which is hereby incorporated:

Art. 1. Form. There is formed a private limited liability company (société à responsabilité limitée) which will be governed by the laws pertaining to such an entity (hereafter the "Company"), and in particular the law dated 10 th August 1915, on commercial companies, as amended (hereafter the "Law"), as well as by the articles of association (hereafter the "Articles").

Art. 2. Corporate object. The purposes for which the Company is established are to undertake, in Luxembourg and abroad, financing operations by granting loans to corporations belonging to the same international group to which it belongs itself. These loans will be refinanced inter alia but not limited to, by financial means and instruments such as loans from shareholders or group companies or bank loans.

Furthermore, the Company may carry out all transactions pertaining directly or indirectly to the taking of participating interests in any enterprises in whatever form, as well as the administration, the management, the control and the development of such participating interests.

The Company may particularly use its funds for the setting-up, the management, the development, the disposal of a portfolio consisting of any securities and patents of whatever origin, participate in the creation, the development and the control of any enterprise, acquire by the way of contribution, subscription, underwriting or by option to purchase and any other way whatever, any type of securities and patents, realise them by way of sale, transfer, exchange or otherwise, have developed these securities and patents, grant companies in which it has participating interests any support, loans, advances or guarantees.

The Company may borrow in any form, except by way of public offer. It may issue, by way of private placement only, notes, bonds and any kind of debt and equity securities. It may lend funds, including, without limitation, the proceeds of any borrowings, to its subsidiaries, affiliated companies and any other companies belonging to the same group as the Company. It may also give guarantees and pledge, transfer, encumber or otherwise create and grant security over some or all of its assets to guarantee its own obligations and those of any other company belonging to the same group as the Company, and, generally, for its own benefit and that of any other company or person. For the avoidance of doubt, the Company may not carry out any regulated financial sector activities without having obtained the requisite authorisation.

In general, the Company may carry out any financial, personal or real estate transactions, take any measure to safeguard its right and make any transactions whatsoever which are directly or indirectly connected with its purposes or which are liable to promote their development or extension.

Art. 3. Duration. The Company is formed for an unlimited period of time.

Art. 4. Name. The Company will have the name "Ampacet Europe Holding S.à r.l.".

Art. 5. Registered office. The registered office is established in Windhof.

It may be transferred to any other place in the Grand-Duchy of Luxembourg by means of a resolution of an extraordinary general meeting of its members deliberating in the manner provided for amendments to the Articles.

The address of the registered office may be transferred within the municipality by simple decision of the manager or in case of plurality of managers, by a decision of the board of managers.

The Company may have offices and branches, both in Luxembourg and abroad.

Art. 6. Capital. The Company's corporate capital is fixed at EUR 12,500.(twelve thousand five hundred Euro), represented by 12,500 (twelve thousand five hundred) shares of EUR 1.-(one Euro) each, all subscribed and fully paid-up.

The Company may redeem its own shares.

However, if the redemption price is in excess of the nominal value of the shares to be redeemed, the redemption may only be decided to the extent that sufficient distributable reserves are available as regards the excess purchase price. The shareholders' decision to redeem its own shares shall be taken by a pro-vote of the shareholders representing 3/4 of the corporate capital, in an extraordinary general meeting and will entail a reduction of the corporate capital by cancellation of all the redeemed shares.

Art. 7. Modification of the capital. Without prejudice to the provisions of article 6, the capital may be changed at any time by a decision of the single shareholder or by decision of the shareholders' meeting, in accordance with article 13 of these Articles.

Art. 8. Payments. Each share entitles to a fraction of the corporate assets of the Company in direct proportion to the number of shares in existence.

Art. 9. Multiple beneficiaries. Towards the Company, the Company's shares are indivisible, since only one owner is admitted per share. Joint co-owners have to appoint a sole person as their representative towards the Company.

Art. 10. Transfer of shares. In case of a single shareholder, the Company's shares held by the single shareholder are freely transferable.

In the case of plurality of shareholders, the shares held by each shareholder may be transferred by application of the requirements of articles 189 and 190 of the Law.

Art. 11. Management of the company. The Company is managed by one or more managers. If several managers have been appointed, they will constitute a board of managers composed of manager(s) of category A and manager(s) of category B. The manager(s) need not to be shareholders. The manager(s) may be revoked ad nutum.

In dealing with third parties, the manager(s) will have all powers to act in the name of the Company in all circumstances and to carry out and approve all acts and operations consistent with the Company's objects and provided the terms of this article 11 shall have been complied with.

All powers not expressly reserved by Law or the present Articles to the general meeting of shareholders fall within the competence of the manager, or in case of plurality of managers, of the board of managers formed by a manager (managers) of category A and a manager (managers) of category B.

The Company shall be bound by the sole signature of its single manager, and, in case of plurality of managers, by the joint signature of two members of the board of managers, obligatorily one manager of category A and one manager of category B.

The manager, or in case of plurality of managers, the board of managers may sub-delegate his powers for specific tasks to one or several ad hoc agents.

The manager, or in case of plurality of managers, the board of managers will determine this agent's responsibilities and remuneration (if any), the duration of the period of representation and any other relevant conditions of his agency.

In case of plurality of managers, the resolutions of the board of managers shall be adopted by the majority of the managers present or represented.

Any and all managers may participate in any meeting of the board of managers by telephone or video conference call or by other similar means of communication allowing all the managers taking part in the meeting to hear one another. The participation in a meeting by these means is equivalent to a participation in person at such meeting.

Resolutions in writing approved and signed by all managers shall have the same effect as resolutions passed at the managers' meetings, whereby signatures may be executed on separate counterparts each of which is an original but all of which together will constitute one and the same instrument.

Art. 12. Managers liability. The manager or the managers (as the case may be) assume, by reason of his/their position, no personal liability in relation to any commitment validly made by him/them in the name of the Company.

Art. 13. Shareholders' meeting, Shareholders' resolutions, Amendment to the articles. The single shareholder assumes all powers conferred to the general shareholders' meeting.

In case of a plurality of shareholders, each shareholder may take part in collective decisions irrespectively of the number of shares which he owns. Each shareholder has voting rights commensurate with his shareholding. Collective decisions are only validly taken insofar as they are adopted by shareholders owning more than half of the corporate capital.

However, resolutions to alter the Articles of the Company may only be adopted by the majority of the shareholders owning at least three quarter of the Company's corporate capital, subject to the provisions of the Law.

Art. 14. Financial year. The Company's year starts on the 1 st January and ends on the 31 st December, with the exception of the first year, which shall begin on the date of the formation of the Company and shall terminate on the 31 st December 2011.

Art. 15. Annual accounts. Each year, with reference to the end of the Company's year, the Company's accounts are established and the manager, or in case of plurality of managers, the board of managers prepare an inventory including an indication of the value of the Company's assets and liabilities.

Each shareholder may inspect the above inventory and balance sheet at the Company's registered office.

Art. 16. Distribution of profits, Legal reserves. The gross profits of the Company stated in the annual accounts, after deduction of general expenses, amortisation and expenses represent the net profit. An amount equal to five per cent (5%) of the net profits of the Company is allocated to a statutory reserve, until this reserve amounts to ten per cent (10%) of the Company's nominal share capital.

The balance of the net profits may be distributed to the shareholder(s).

Interim dividends may be distributed, at any time, under the following conditions:

1. Interim accounts are established by the manager or the board of managers,

2. These accounts show a profit including profits carried forward or transferred to an extraordinary reserve,

3. The decision to pay interim dividends is taken by the single shareholder or, as the case may be, by an extraordinary general meeting of the shareholders.

4. The payment is made once the Company has obtained the assurance that the rights of the creditors of the Company are not threatened.

Art. 17. Liquidation. The Company shall not be dissolved by reason of the death, suspension of civil rights, insolvency or bankruptcy of the single shareholder or of one of the shareholders.

At the time of winding up the Company the liquidation will be carried out by one or several liquidators, shareholders or not, appointed by the shareholders who shall determine their powers and remuneration.

Art. 18. Applicable law. Reference is made to the provisions of the Law for all matters for which no specific provision is made in these Articles.

Subscription - Payment

The 12,500 (twelve thousand five hundred) shares have been subscribed by Ampacet Corporation, prenamed.

Ampacet Corporation, prenamed, represented as stated hereabove, declares to have fully paid the shares by contribution in cash, so that the amount of EUR 12,500.(twelve thousand five hundred Euro) is at the disposal of the Company, as has been proved to the undersigned notary, who expressly acknowledges it.

Resolutions of the sole shareholder

1) The Company will be administered by the following managers for an unlimited period of time:

- Mr. Giuseppe GIUSTO, born on 5 August 1964 in Milano (Italy), residing in 27 Cite Oricher-Hoehl, L-8036 Strassen, Grand-Duchy of Luxembourg, category A manager;

- Mr. Henri SARTORI, born on 1 June 1963 in Etterbeek (Belgium), residing in Place des Facteurs de Forge 4, B-6720 Habay, Belgium, category A manager;

- Mr. Christian TOURTIER, born on 16 August 1961 in Arlon (Belgium), residing in 52 Rue du Bosquet, B-6762 Saint-Mard, Belgium, category A manager;

- Mr. Robert DE FALCO, born on 2 October 1944 in Pennsylvania (United States of America), residing in 4 Lynch Brook Lane, Ridgefield CT 06877, United States of America, category B manager;

- Mr. Joël SLUTSKY, born on 17 April 1943 in New York (United States of America), residing in 39 Cardinal CT West Nyack 10994-1030, United States of America, category B manager; and

- Mr. Bennett SCHWARTZ, born on 9 September 1958 in New York (United States of America), residing in 22 Renovah CIR Stamford CT 06905-4028, United States of America, category B manager.

2) The address of the Company is fixed in L-8399 Windhof, 2, rue d'Arlon, Grand Duchy of Luxembourg.

Declaration

The undersigned notary herewith declares having verified the existence of the conditions enumerated in article 183 of the Commercial Companies Act dated 10 August 1915 and expressly states that they have been fulfilled.

Expenses

The expenses, costs, remuneration or charges in any form whatsoever which shall be borne by the Company as a result of its incorporation are estimated at approximately € 1,200.-.

The undersigned notary who understands and speaks English states herewith that on request of the above appearing party, duly represented, the present deed is worded in English followed by a French version. On request of the same appearing party and in case of divergences between the English and French text, the English version will be prevailing.

WHEREOF, the present deed was drawn up in Esch/Alzette, on the day named at the beginning of this document.

The document having been read to the proxy holder, acting as here above stated, he signed together with the notary the present deed.

Suit la traduction française du texte qui précède:

L'an deux mille onze, le treize décembre.

Par-devant Maître Blanche MOUTRIER, notaire de résidence à Esch-sur-Alzette.

A COMPARU:

Ampacet Corporation, une société de droit de l'Etat de New York, ayant son siège social au White Plains Road, 660, Tarrytown, NY 10591-5130, Etats-Unis d'Amérique,

ici représentée par:

Maître Sophie ARVIEUX, avocat, demeurant professionnellement à L-1521 Luxembourg, 122, rue Adolphe Fischer,

en vertu d'une procuration délivrée sous seing privé.

La procuration, après avoir été signée "ne varietur" par le mandataire et par le notaire instrumentant, restera annexée au présent acte pour être enregistrée avec lui.

Laquelle comparante, représentée ainsi qu'il a été dit, a requis le notaire instrumentant de dresser acte d'une société à responsabilité limitée dont elle a arrêté les statuts comme suit:

Art. 1 er . Forme. Il est formé une société à responsabilité limitée qui sera régie par les lois relatives à une telle entité (ci-après la "Société"), et en particulier la loi du 10 août 1915 relative aux sociétés commerciales, telle que modifiée (ci-après la "Loi"), ainsi que par les statuts de la Société (ci-après les "Statuts").

Art. 2. Objet social. L'objet pour lequel la Société est constitué est d'entreprendre, au Luxembourg et à l'étranger des opérations de financement en effectuant des prêts à des sociétés du groupe international auquel elle appartient. Ces prêts seront refinancés inter alia mais non limités par des intentions ou instruments financiers comme des prêts des actionnaires ou sociétés du groupe ou prêts bancaires.

En outre, la Société peut se charger de toute transaction touchant directement ou indirectement à la prise de participation d'intérêts dans quelque entreprise que ce soit, de quelque manière que ce soit, tout comme la gestion, la gérance, le contrôle et le développement de telles participations d'intérêts.

La Société peut notamment employer ses fonds à la création, à la gestion, au développement, à la mise en valeur et à la liquidation d'un portefeuille se composant de tous titres et brevets de toute origine, participer à la création, au développement et au contrôle de toute entreprise, acquérir par voie d'apport, de souscription, de prise ferme ou d'option d'achat et de toute autre manière, tous titres ou brevets, les réaliser par voie de vente, de cession, d'échange ou autrement, faire mettre en valeur ces affaires et brevets, accorder aux sociétés dans lesquelles elle a des participations toute sorte de subventions, prêts, avances ou garanties.

La Société peut emprunter sous quelque forme que ce soit, sauf par voie d'offre publique. Elle peut procéder, uniquement par voie de placement privé, à l'émission de billets à ordre, d'obligations et de titres et instruments de toute autre nature. La Société peut prêter des fonds, y compris notamment, les revenus de tous emprunts, à ses filiales, sociétés affiliées ainsi qu'à toutes autres sociétés. La Société peut également consentir des garanties et nantir, céder, grever de charges ou autrement créer et accorder des sûretés sur toute ou partie de ses actifs afin de garantir ses propres obligations et celles de toute autre société et, de manière générale, en sa faveur et en faveur de toute autre société ou personne.

En tout état de cause, la Société ne peut effectuer aucune activité réglementée du secteur financier sans avoir obtenu l'autorisation requise.

En règle générale, la Société peut entreprendre n'importe quelle transaction, financière, personnelle ou immobilière, peut prendre n'importe quelle mesure pour sauvegarder ses droits et faire toute transaction étant directement ou indirectement en relation avec son objet ou étant liée à la promotion de son développement ou extension.

Art. 3. Durée. La Société est constituée pour une durée illimitée.

Art. 4. Nom. La Société aura la dénomination: "Ampacet Europe Holding S.à r.l."

Art. 5. Siège social. Le siège social est établi à Windhof.

Il peut être transféré en tout autre endroit du Grand-Duché de Luxembourg par une délibération de l'assemblée générale extraordinaire des associés délibérant comme en matière de modification des statuts.

L'adresse du siège social peut être déplacée à l'intérieur de la commune par simple décision du gérant, ou en cas de pluralité de gérants, du conseil de gérance.

La Société peut avoir des bureaux et des succursales tant au Luxembourg qu'à l'étranger.

Art. 6. Capital social. Le capital social est fixé à EUR 12.500,-(douze mille cinq cents euros) représenté par 12.500 (douze mille cinq cents) parts sociales d'une valeur nominale de EUR 1,-(un euro) chacune, toutes souscrites et entièrement libérées.

La société peut racheter ses propres parts sociales.

Toutefois, si le prix de rachat est supérieur à la valeur nominale des parts sociales à racheter, le rachat ne peut être décidé que dans la mesure où des réserves distribuables sont disponibles en ce qui concerne le surplus du prix d'achat. La décision des associés de racheter les parts sociales sera prise par un vote favorable des associés représentant trois quarts (3/4) du capital social, réunis en assemblée générale extraordinaire et impliquera une réduction du capital social par annulation des parts sociales rachetées.

Art. 7. Modification du capital. Sans préjudice des prescriptions de l'article 6, le capital peut être modifié à tout moment par une décision de l'associé unique ou par une décision de l'assemblée générale des associés, en conformité avec l'article 13 des présents Statuts.

Art. 8. Paiements. Chaque part sociale donne droit à une fraction des actifs de la Société, en proportion directe avec le nombre des parts sociales existantes.

Art. 9. Bénéficiaires multiples. Envers la Société, les parts sociales sont indivisibles, de sorte qu'un seul propriétaire par part sociale est admis. Les copropriétaires indivis doivent désigner une seule personne qui les représente auprès de la Société.

Art. 10. Cession de parts. Dans l'hypothèse où il n'y a qu'un seul associé les parts sociales détenues par celui-ci sont librement transmissibles.

Dans l'hypothèse où il y a plusieurs associés, les parts sociales détenues par chacun d'entre eux ne sont transmissibles que moyennant l'application de ce qui est prescrit par l'article 189 et 190 de la Loi.

Art. 11. Gestion de la société. La Société est gérée par un ou plusieurs gérants. Si plusieurs gérants sont nommés, ils constitueront un conseil de gérance composé de gérant(s) de catégorie A et de gérant(s) de catégorie B. Le(s) gérants ne sont pas obligatoirement associés. Le(s) gérant(s) sont révocables ad nutum.

Dans les rapports avec les tiers, le(s) gérant(s) aura(ont) tous pouvoirs pour agir au nom de la Société et pour effectuer et approuver tous actes et opérations conformément à l'objet social et pourvu que les termes du présent article 11 aient été respectés.

Tous les pouvoirs non expressément réservés à l'assemblée générale des associés par la Loi ou les présents Statuts seront de la compétence du gérant et en cas de pluralité de gérants, du conseil de gérance composé d'un (des) gérant(s) de catégorie A et d'un (des) gérant(s) de catégorie B.

La Société sera engagée par la seule signature du gérant unique, et, en cas de pluralité de gérants, par la signature conjointe de deux membres du conseil de gérance, dont obligatoirement un gérant de catégorie A et un gérant de catégorie B.

Le gérant, ou en cas de pluralité de gérants, le conseil de gérance, peut subdéléguer une partie de ses pouvoirs pour des tâches spécifiques à un ou plusieurs agents ad hoc.

Le gérant, ou en cas de pluralité de gérants, le conseil de gérance, déterminera les responsabilités et la rémunération (s'il en est) de ces agents, la durée de leurs mandats ainsi que toutes autres conditions de leur mandat.

En cas de pluralité de gérants, les résolutions du conseil de gérance seront adoptées à la majorité des gérants présents ou représentés.

Chaque gérant et tous les gérants peuvent participer aux réunions du conseil par conférence call par téléphone ou vidéo ou par tout autre moyen similaire de communication ayant pour effet que tous les gérants participant au conseil

puissent se comprendre mutuellement. Dans ce cas, le ou les gérants concernés seront censés avoir participé en personne à la réunion.

Une décision prise par écrit, approuvée et signée par tous les gérants, produira effet au même titre qu'une décision prise à une réunion du conseil de gérance, les signatures pouvant être apposées sur différents exemplaires, chaque exemplaire étant un original mais tous les exemplaires ensemble constituant le même document.

Art. 12. Responsabilité des gérants. Le ou les gérants ne contractent à raison de leur fonction, aucune obligation personnelle relativement aux engagements régulièrement pris par eux au nom de la Société.

Art. 13. Assemblées générales, Décision des associés, Modifications des statuts. L'associé unique exerce tous pouvoirs conférés à l'assemblée générale des associés.

En cas de pluralité d'associés, chaque associé peut prendre part aux décisions collectives, quelque soit le nombre de part qu'il détient. Chaque associé possède des droits de vote en rapport avec le nombre des parts détenues par lui. Les décisions collectives ne sont valablement prises que pour autant qu'elles soient adoptées par des associés détenant plus de la moitié du capital.

Toutefois, les résolutions modifiant les Statuts de la Société ne peuvent être adoptés que par une majorité d'associés détenant au moins les trois quarts du capital social, conformément aux prescriptions de la Loi.

Art. 14. Année sociale. L'année sociale commence le 1 er janvier et se termine le 31 décembre, à l'exception de la première année qui débutera à la date de constitution et se terminera le 31 décembre 2011.

Art. 15. Comptes annuels. Chaque année, à la fin de l'année sociale, les comptes de la Société sont établis et le gérant, ou en cas de pluralité de gérants, le conseil de gérance, prépare un inventaire comprenant l'indication de la valeur des actifs et passifs de la Société.

Tout associé peut prendre connaissance desdits inventaires et bilan au siège social.

Art. 16. Distribution de bénéfices, Réserve légale. Les profits bruts de la Société repris dans les comptes annuels, après déduction des frais généraux, amortissements et charges constituent le bénéfice net. Sur le bénéfice net, il est prélevé cinq pour cent pour la constitution d'un fonds de réserve jusqu'à celui-ci atteigne dix pour cent du capital social.

Le solde des bénéfices nets peut être distribué aux associés.

Des acomptes sur dividendes peuvent être distribués à tout moment, sous réserve du respect des conditions suivantes:

1. Des comptes intérimaires doivent être établis par le gérant ou par le conseil de gérance,

2. Ces comptes intérimaires, les bénéfices reportés ou affectés à une réserve extraordinaire y inclus, font apparaître un bénéfice,

3. L'associé unique ou l'assemblée générale extraordinaire des associés est seul(e) compétent(e) pour décider de la distribution d'acomptes sur dividendes.

4. Le paiement n'est effectué par la Société qu'après avoir obtenu l'assurance que les droits des créanciers ne sont pas menacés.

Art. 17. Liquidation. La Société ne sera pas dissoute par suite du décès, de la suspension des droits civils, de l'insolvabilité ou de la faillite de l'associé unique ou d'un des associés.

Au moment de la dissolution de la Société, la liquidation sera assurée par un ou plusieurs liquidateurs, associés ou non, nommés par les associés qui détermineront leurs pouvoirs et rémunérations.

Art. 18. Loi applicable. Pour tout ce qui ne fait pas l'objet d'une prévision spécifique par les présents Statuts, il est fait référence à la Loi.

Souscription - Libération

Les 12.500 (douze mille cinq cents) parts sociales ont été souscrites par Ampacet Corporation, prénommée.

Ampacet Corporation, prénommée, représentée ainsi qu'il a été dit, a déclaré que toutes les parts sociales ont été entièrement libérées par versement en espèces, de sorte que la somme de EUR 12.500,-(douze mille cinq cents euros) est à la disposition de la Société, ce qui a été prouvé au notaire instrumentant, qui le reconnaît expressément.

Résolution de l'associé unique

1) La Société sera administrée par les gérants suivants pour une durée indéterminée:

- Mr Giuseppe GIUSTO, né le 5 août 1964 à Milan (Italie), demeurant à 27 Cité Oricher-Hoehl, L-8036 Strassen, Grand-Duché de Luxembourg, gérant de catégorie A;

- Mr Henri SARTORI, né le 1 er juin 1963 à Etterbeek (Belgique), demeurant à Place des Facteurs de Forge 4, B6720 Habay, Belgique, gérant de catégorie A;

- Mr Christian TOURTIER, né le 16 août 1961 à Arlon (Belgique), demeurant à 52 Rue du Bosquet, B-6762 Saint-Mard, Belgique, gérant de catégorie A;

- Mr Robert DE FALCO, né le 2 octobre 1944 en Pennsylvanie (Etats-Unis d'Amérique), demeurant à 4 Lynch Brook Lane, Ridgefield CT 06877, Etats-Unis d'Amérique, gérant de catégorie B;

- Mr Joël SLUTSKY, né le 17 avril 1943 à New York (Etats-Unis d'Amérique), demeurant à 39 Cardinal CT West Nyack 10994-1030, Etats-Unis d'Amérique, gérant de catégorie B; et

- Mr Bennett SCHWARTZ, né le 9 septembre 1958 à New York (Etats-Unis d'Amérique), demeurant à 22 Renovah CIR Stamford CT 06905-4028, Etats-Unis d'Amérique, gérant de catégorie B.

2) L'adresse de la Société est fixée à L-8399 Windhof, 2, rue d'Arlon, Grand-Duché de Luxembourg.

Déclaration

Le notaire instrumentant déclare par la présente avoir vérifié l'existence des conditions énumérées à l'article 183 de la loi du 10 août 1915 sur les sociétés commerciales et déclare expressément qu'elles ont été remplies.

Dépenses

Les dépenses, frais, rémunérations ou charges de toute forme incombant à la Société suite à cet acte sont estimées approximativement à € 1.200,-.

Le notaire instrumentant, qui comprend et parle l'anglais, déclare par la présente que, sur requête de la partie comparante susnommée, dûment représentée, le présent acte est rédigé en anglais suivi d'une version française. A la requête de la même personne comparante et en cas de divergences entre le texte anglais et le texte français, la version anglaise prévaudra.

DONT ACTE, fait et passé à Esch-sur-Alzette, date qu'en tête des présentes.

Et après lecture faite et interprétation donnée au mandataire, agissant ainsi qu'il a été dit, il a signé le présent acte avec le notaire.

Signé: S.Arvieux, Moutrier Blanche.

Enregistré à Esch/Alzette Actes Civils, le 14 décembre 2011. Relation: EAC/2011/16950. Reçu dsoixante-quinze euros 75,00 €.

Le Receveur (signé): A.Santioni.

POUR EXPEDITION CONFORME, délivrée à des fins administratives.

Esch-sur-Alzette, le 15 décembre 2011.

Référence de publication: 2011171331/331.

(110199597) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

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

Capital social: EUR 757.400,00.

Siège social: L-5365 Munsbach, 9, rue Gabriel Lippmann.

R.C.S. Luxembourg B 103.695.

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Extrait des résolutions prises par l'associé unique de la société en date du 14 novembre 2011

L'associé unique décide de remplacer KPMG Audit S.à r.l, ayant son siège social au 9, allée Scheffer, L-2520 Luxembourg par PricewaterhouseCoopers, immatriculé au Registre de Commerce et des Sociétés de Luxembourg sous le numéro B65477 et ayant son siège social au 400, Route d'Esch L - 1471 Luxembourg, en tant que réviseur externe de la Société pour l'audit des comptes annuels se clôturant au 31 Mars 2012.

À Luxembourg, le 14 Décembre 2011.

Pour extrait conforme

Pour la Société

Signatures

Référence de publication: 2011171612/17.

(110198930) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Foxworth Finance S.A., Société Anonyme.

Siège social: L-1946 Luxembourg, 20, rue Louvigny.

R.C.S. Luxembourg B 117.311.

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Il résulte des résolutions prises par le Conseil d'Administration en date du 14 décembre 2011 que le siège social de la société a été transféré du 14, Montée du Grund, L-1645 Luxembourg (Grand-Duché de Luxembourg) au 20, rue Louvigny, L-1946 Luxembourg (Grand-Duché de Luxembourg) avec effet immédiat.

Pour extrait conforme
SG AUDIT SARL

Référence de publication: 2011171650/12.

(110199211) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 décembre 2011.

Constructions Métalliques Arendt SA, Société Anonyme.

Siège social: L-7737 Colmar-Berg, Zone Industrielle Piret.

R.C.S. Luxembourg B 37.987.

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Auszug der Sitzung des Verwaltungsrates vom 12. Dezember 2011 um 08.00 Uhr am Sitz der Gesellschaft in Golmar-berg

Beschlussfassungen:

1. Ernennung eines Generaldirektors zur Leitung der Tagesgeschäfte

Die Verwaltungsraismitglieder beschließen einstimmig, Herrn Charel Arendt, geboren am 3/9/1990 in Ettelbrück, wohnhaft in L-9956 Hachiville, Maison 38, ab dem 1. Dezember 2011 zum Generaldirektor zu ernennen. Der Verwaltungsrat überträgt Ihm alle benötigten Rechte weiche zur Leitung des Tagesgeschäftes der Gesellschaft nötig sind. Zu diesem Zweck kann er durch seine alleinige Unterschrift, Verträge abschließen und Bankgeschäfte tätigen. Letztere sind auf den Betrag von 10'000 € pro Transaktion begrenzt.

Colmar-Berg, den 12. Dezember 2011.
Josée ARENDT
Verwaltungsratmitglied

Référence de publication: 2011174028/18.

(110202856) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2011.

VITTORIA TIMBER, Société de Gestion de Patrimoine Familial, SPF, Société Anonyme - Société de Gestion de Patrimoine Familial.

Siège social: L-1637 Luxembourg, 24-28, rue Goethe.

R.C.S. Luxembourg B 46.748.

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EXTRAIT

L'Assemblée générale ordinaire du 16 décembre 2011 a reconduit le mandat d'administrateur de Madame Nathalie THUNUS et de Messieurs Luciano DAL ZOTTO et Guy SCHOSSELER, leur mandat venant à échéance à l'issue de l'Assemblée générale ordinaire annuelle de 2012.

L'Assemblée a également reconduit le mandat de Commissaire aux comptes de Monsieur Nico BECKER, son mandat expirant à l'issue de l'Assemblée générale ordinaire annuelle de 2012.

Pour extrait conforme
VITTORIA TIMBER
Société de Gestion de Patrimoine Familial, SPF
Société anonyme
Signature

Référence de publication: 2011174940/19.

(110203600) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2011.

Varhin S.A., Société Anonyme.

Siège social: L-2449 Luxembourg, 8, boulevard Royal.

R.C.S. Luxembourg B 62.061.

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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: 2011174928/10.

(110204200) Déposé au registre de commerce et des sociétés de Luxembourg, le 20 décembre 2011.

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