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RECUEIL DES SOCIETES ET ASSOCIATIONS

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

C — N° 1542 20 juin 2012

SOMMAIRE

Katla Fund, Société d'Investissement à Capital Variable,
(anc. Kaupthing Fund).

Siège social: L-2449 Luxembourg, 14, boulevard Royal.
R.C.S. Luxembourg B 96.002.

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IN THE YEAR TWO THOUSAND AND TWELVE, ON THE JUNE 11 (ELEVEN).

Before Us Maître Cosita DELVAUX, notary residing in Redange-sur-Attert, Grand Duchy of Luxembourg,

was held an extraordinary general meeting of shareholders (the "Meeting") of KAUPTHING FUND (hereafter referred to as the "Company"), a société d'investissement à capital variable having its registered office at 14, boulevard Royal in L-2449 Luxembourg, Grand Duchy of Luxembourg (R.C.S. Luxembourg B 96.002), set up in form of an open-ended mutual investment fund (fonds commun de placement) on 16 September 1996, published in the Mémorial C N° 555 of the 29 th of October 1996, and the articles of incorporation were amended in a public limited company (société anonyme) qualifying as an investment company with variable share capital,

by deed of the notary Joseph ELVINGER, residing in Luxembourg, on September 8 th , 2003, published in the Mémorial C N° 1062 of the 14 th of October 2003 and amended for the last time pursuant a deed by Maître Jean-Paul HENCKS, former notary residing in Luxembourg, on March 6, 2006, published in the Mémorial C N° 578 on March 20, 2006.

The Meeting was opened at 10.30 a.m. with Mrs Nicole HOFFMANN, professionally residing in 14, boulevard Royal in L-2449 Luxembourg, as chairman of the Meeting (the "Chairman").

The Chairman appointed as secretary, Mrs Nicole PIRES, professionally residing in 14, boulevard Royal in L-2449 Luxembourg.

The Meeting elected as scrutineer Mrs Lydie MOULARD, professionally residing in 14, boulevard Royal in L-2449 Luxembourg.

The bureau of the Meeting having thus been constituted, the Chairman declared and requested the notary to state:

I. The shareholders present or represented, the proxies of the represented shareholders and the number of their shares are shown on an attendance list; this attendance list, signed by the shareholders, the proxies of the represented shareholders and by the bureau of the Meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

II.- That the present extraordinary meeting (the "meeting") has been convened by letter sent on 8 th May 2012 to the shareholders and by convening notice published:

- in the Grand Duchy of Luxembourg in the "Mémorial, Recueil des Sociétés et Associations", dated May 8, 2012 and May 25, 2012,

- in the Grand Duchy of Luxembourg in the "Luxemburger Wort" dated May 8, 2012 and May 25, 2012,

- in Iceland in the "Frettabladid" dated May 8, 2012.

The numbers supporting these notices are filed in the bureau.

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

- Change the name of the SICAV into KATLA FUND and change the name of KAUPTHING FUND - GLOBAL VALUE sub-fund into KATLA FUND - GLOBAL VALUE

- Amendment of the articles of association of the SICAV with regards to the Luxembourg law of 17 December 2010 relating to undertakings for collective investment and implementing the Directive 2009/65/EC

- Rewriting of the articles of association of the SICAV.

IV. As appears from the attendance list, out of the 412,152 (four hundred twelve thousand one hundred fifty-two) shares in issue, 208,089 (two hundred eight thousand eighty-nine) shares are present or duly represented at this Meeting

V. The meeting is therefore regularly constituted and can validly deliberate and decide on the above cited agenda of the meeting of which the shareholders have been informed before the meeting.

All these facts having been explained by the chairman and recognised correct by the members of the meeting, the meeting proceeds to its agenda. The meeting having considered the agenda, the chairman submits to the vote of the members of the meeting the following resolutions which are adopted in each case of unanimous vote.

First resolution

The extraordinary general meeting of shareholders resolves to change the name of the SICAV into KATLA FUND and change the name of KAUPTHING FUND - GLOBAL VALUE sub-fund into KATLA FUND - GLOBAL VALUE.

Second resolution

The extraordinary general meeting of shareholders resolves to amend the articles of association of the SICAV with regards to the Luxembourg law of 17 December 2010 relating to undertakings for collective investment and implementing the Directive 2009/65/EC.

Third resolution

Pursuant the above resolutions taken, the extraordinary general meeting of shareholders resolves to rewrite the articles of association of the SICAV so that now, they will be read as follows:

Section I. - Corporate name - Registered office - Duration - Corporate object

Art. 1. Corporate name. There exists between the subscriber(s) and all those who will become shareholders, a société anonyme in the form of a Société d'investissement à capital variable (SICAV), i.e. an open-ended investment company, KATLA FUND ("Company").

Art. 2. Registered office. The registered office of the Company is in Luxembourg City in the Grand Duchy of Luxembourg. The Company may, by decision of the board of directors, open branches or offices in the Grand Duchy of Luxembourg or elsewhere. The registered office may be moved within the City of Luxembourg by decision of the board of directors. If allowed by law, and to the extent of this authorisation, the board of directors may also decide to transfer the registered office of the Company to any other place in the Grand Duchy of Luxembourg.

Should the board of directors deem that extraordinary political or military events have occurred or are imminent that could compromise normal activity at the registered office or ease of communications with this office or from this office to parties abroad, it may temporarily transfer the registered office abroad until the complete cessation of these abnormal circumstances. Such a temporary measure shall have no effect on the nationality of the Company, which, notwithstanding the temporary transfer of the registered office, shall remain a Luxembourg company.

Art. 3. Duration. The Company is created for an indefinite period. It may be dissolved by a resolution of the general meeting of shareholders in the same way as for an amendment to the articles of incorporation.

Art. 4. Object. The Company's sole object is to invest the funds at its disposal in transferable securities, money market instruments and other authorised assets authorised in Part I of the Luxembourg Law of 17 December 2010 on undertakings for collective investment ("Law of 2010"), in order to spread the investment risks and enable its shareholders to benefit from earnings generated from the management of its portfolio. The Company may take any measures and carry out any transactions that it deems necessary for the accomplishment and development of its object in the broadest sense permitted under Part I of the Law of 2010.

Section II. - Share capital - Characteristics of shares

Art. 5. Share capital. The Company's share capital is represented by fully paid-up shares without par value. The company's capital is expressed in euros and shall at all times be equal to the total net assets in euros of all sub-funds comprising the Company, as defined in article 13 of these articles of incorporation. The minimum share capital of the Company is one million two hundred and fifty thousand euros (€ 1,250,000.00) or the equivalent in another currency. The minimum share capital must be reached within six months starting from the registration of the Company.

Art. 6. Sub-funds and classes of shares. Shares may, when decided by the board of directors, be from different sub-funds (which may be, on decision of the board of directors, denominated in different currencies) and the proceeds from the issue of shares in each sub-fund will be invested, in accordance with the investment policy decided by the board of directors, in accordance with the investment restrictions established by the Law of 2010 and from time to time by the board of directors.

The board of directors may decide, for any sub-fund, to create classes of shares, the features of which are described in the prospectus of the Company ("Prospectus").

The shares of one class may be distinguished from the shares of one or more classes by characteristics such as, among others, a particular fee structure, a distribution or a policy of hedging specific risks, that is determined by the board of directors. If classes are created, the references to the sub-funds in these articles of incorporation shall, to the extend required, be interpreted as references to these classes.

Each whole share gives its holder the right to vote at the general meetings of shareholders.

The board of directors may decide to split or to reverse split the shares of a sub-fund or of a class of shares of the Company.

Art. 7. Form of shares. The shares are issued without par value and are fully paid-up. Any share of any sub-fund and any class in said sub-fund may be issued:

1. either in registered form in the name of the subscriber, recorded by subscriber's registration in the shareholders' register. The subscriber's registration in the register may be confirmed in writing. No registered share certificate will be issued.

The shareholders' register shall be kept by the Company or by one or more individuals or legal entities that the Company designates for this purpose. The registration must indicate each registered shareholder's name, their place of residence or elected domicile, number of registered shares held. All transfers of registered shares between living persons or as the result of a death will be recorded in the shareholders' register.

If a named shareholder fails to provide the Company with an address, this may be reported in the shareholders' register, and the shareholder's address shall be presumed to be at the Company's registered office or at any other address defined

by the Company, until another address has been provided by the shareholder. Shareholders may at any time request that the address recorded for them in the shareholders' register be changed by sending a written notice to the Company at its registered office or any other address indicated by the Company.

The named shareholder must inform the Company of any change in personal information contained in the shareholders register to allow the Company to update said personal information.

2. either as uncertificated or certificated bearer shares. The board of directors may decide for any sub-funds or share classes that bearer shares will be issued only in the form of global certificate held in custody by a clearing and settlement system. The board of directors may also decide that bearer shares may be represented by single or multiple share certificates in the forms and denominations that the board of directors can decide but that will however only represent whole numbers of shares. When necessary, the portion of subscription proceeds exceeding the number of whole bearer shares will be automatically reimbursed to the subscriber. The costs involved in the physical delivery of single or multiple bearer share certificates may be invoiced to the applicant prior to being sent and the delivery of such certificates may depend on prior payment of such delivery fees. If a shareholder of bearer shares requests to change their certificates for certificates of a different denomination, they may be charged the cost of the exchange.

A shareholder may at any time request to convert their bearer shares to registered shares, or the inverse In this case, the Company shall be entitled to charge the shareholder for any costs incurred.

As allowed by Luxembourg laws and regulations, the board of directors may decide, at its sole discretion, to require the exchange of bearer shares to registered shares provided that it publishes a notice in one or several newspapers determined by the board of directors.

Bearer share certificates are signed by two directors. Both signatures may be handwritten, printed, or stamped. However, one of the signatures may be affixed by a person delegated by the board of directors for this purpose, in which case it must be handwritten, if and where required by law. The Company may issue temporary certificates in forms determined by the board of directors.

Shares may be issued in fractions of shares, to the extent allowed in the Prospectus. The rights attached to fractions of shares are exercised in proportion to the fraction held by the shareholder, except for the voting right, which can only be exercised for a whole number of shares.

The Company only recognises one shareholder per share. If there are several owners of one share, the Company shall be entitled to suspend the exercise of all the rights attached to it until a single person has been designated as being the owner in the eyes of the Company.

Art. 8. Issue and subscription of shares. Within each sub-fund, the board of directors is authorised, at any time and without limitation, to issue additional fully paid-up shares, without reserving a pre-emptive subscription right for existing shareholders.

If the Company offers shares for subscription, the price per share offered, irrespective of the sub-funds and class in which the share is issued, shall be equal to the Net Asset Value of the share as determined pursuant to these articles of incorporation. Subscriptions are accepted on the basis of the price established for the applicable Valuation Day, as specified in the Prospectus of the Company. This price may be increased by fees and commissions, including a dilution levy, as stipulated in this Prospectus. The price thus determined will be payable within the normal deadlines as specified more precisely in the Prospectus and taking effect on the applicable Valuation Day.

Unless specified differently in the Prospectus, subscription requests may be expressed in the number of shares or by amount.

Subscription requests accepted by the Company are final and commit the subscriber except when the calculation of the net asset value of the shares for subscription is suspended. The board of directors, however, may but is not required to do so, agree to a modification or a cancellation of a subscription order when there is an obvious error on the part of the subscriber on condition that the modification or cancellation is not detrimental to the other shareholders in the Company. Moreover, the board of directors of the Company may, but is not required to do so, cancel the subscription request if the depositary has not received the subscription price within the common delays, such as determined in the Prospectus and starting as from the applicable Valuation Day. Subscription price already received by the depositary at the time of the cancellation's decision of subscription request will be returned to the subscribers concerned without application of interests.

The board of directors of the Company may also decide, at its own discretion, to cancel the initial offering subscription of shares for a sub-fund or a share class. In this case subscribers who have already made subscription requests will be informed in due form and, by way of derogation from the preceding paragraph, subscription requests received will be cancelled. Any subscription price that has been already received by the depositary will be returned to the subscribers concerned without application of interests.

In general, in case of refusal of a subscription request by the board of directors, any subscription price that has been already received by the depositary at the time of the refusal decision will be returned to the subscribers concerned without application of interests, unless legal or regulatory provisions prevent or prohibit the return of the subscription price.

Shares are only issued on acceptance of a corresponding subscription order. For the shares issued upon acceptance of a corresponding subscription order but for which all or part of the subscription price will not have been received by the Company, the subscription price or the portion of the subscription price not yet received by the Company shall be considered as a receivable of the Company with respect to the subscriber concerned.

Subject to receipt of the full subscription price, the single or multiple bearer share certificates shall normally be delivered, if applicable, within the normal deadlines.

Subscriptions may also be made by contribution of transferable securities and other authorised assets other than cash, where authorised by the board of directors, which may refuse its authorisation at its sole discretion and without providing justification. Such securities and other authorised assets must satisfy the investment policy and restrictions defined for each sub-fund. They are valued according to the valuation principles specified in the Prospectus and these articles of incorporation. To the extent required by the amended Luxembourg Law of 10 August 1915 on commercial companies or by the board of director, such contributions shall be the subject of a report drafted by the Company's independent authorised auditor. The expenses related to subscription by in-kind contribution shall not be borne by the Company unless the board of directors considers that the in-kind subscription is favourable to the Company, in which case all or part of the costs may be borne by the Company.

The board of directors can delegate to any director or to any other legal person approved by the Company for such purposes, the tasks of accepting the subscriptions and receiving payments for the new shares to issue.

All subscriptions for new shares must, under pain of being declared null and void, be fully paid up. The issued shares carry the same rights as the shares existing on the day of issue.

The board of directors may refuse subscription requests, at any time, at its sole discretion and without providing justification.

Art. 9. Redemption of shares. All shareholders are entitled at any time to request the Company to redeem some or all of the shares they hold.

The redemption price of a share shall be equal to its net asset value, as determined for each class of shares, according to these articles of incorporation. Redemptions are based on the prices established for the applicable Valuation Day determined according to this Prospectus. The redemption price may be reduced by the redemption fees, commissions and the dilution levy stipulated in this Prospectus. Payment of the redemption must be made in the currency of the class of shares and is payable in the normal deadlines, as set more precisely in the Prospectus and taking effect on the applicable Valuation Day, or on the date on which the share certificates will have been received by the Company, if this date is later.

Neither the Company nor the board of directors may be held liable for a failure to pay or a delay in payment of the redemption price if such a failure or delay results from the application of foreign exchange restrictions or other circumstances beyond the control of the Company and/or the board of directors.

All redemption requests must be submitted by the shareholder (i) in writing to the Company's registered office or to another legal entity designated by the Company for the redemption of shares or (ii) by requesting by any electronic means approved by the Company. The request must specify the name of the investor, the sub-fund, the class, the number of shares or the amount to be redeemed, and the payment instructions for the redemption price and/or any other information specified in the Prospectus or the redemption form available at the registered office of the Company or from another legal person authorised to process share redemptions. The redemption request must be accompanied, as necessary, by the appropriate single or multiple bearer share certificate(s) issued and the necessary documents to perform their transfer, as well as any additional information requested by the Company or by any person authorised by the Company, before the redemption price can be paid.

Subscription requests accepted by the Company are final and commit the shareholder except when the calculation of the net asset value of the shares for redemption is suspended. However, the board of directors may, but is not required to do so, agree to modify or cancel a redemption request when there is an obvious error on the part of the shareholder that requested the redemption, on condition that the modification or cancellation is not detrimental to the other shareholders in the Company.

Shares redeemed by the Company shall be cancelled.

When agreed by the shareholders concerned, the board of directors may, on a case-by-case basis, decide to make in-kind payments, while complying with the principle of equal treatment of shareholders, by allocating to or for shareholders that request redemption of their shares, transferable securities or assets other than transferable securities and cash from the portfolio of the sub-fund concerned, the value of which is equal to the redemption price of the shares. To the extent required by applicable laws and regulations or by the board of directors, all in-kind payments will be valued in a report prepared by the Company's independent authorised auditor and will be equitably conducted. The expenses related to redemptions by in-kind contribution shall not be borne by the Company unless the board of directors considers that the in-kind redemption is favourable to the Company, in which case all or part of the costs may be borne by the Company.

The board of directors can delegate to (i) any director or to (ii) any other legal person approved by the Company for such purposes the tasks of accepting the redemptions and paying the price for shares to redeem.

In the event of redemption and/or conversion of a security of a sub-fund bearing on 10% or more of the net assets of the sub-fund or a threshold below 10% deemed critical by the board of directors, this latter may either:

- postpone the payment of the redemption price of such requests to a date at which the Company will have sold the necessary assets and it will have the proceeds from such sales;

- postpone all or some of such requests to a later Valuation Day determined by the board of directors, when the Company will have sold the necessary assets, taking into consideration the interests of all shareholders and when it will have the proceeds from such sales. These requests shall be treated with priority over any other request.

In addition, the Company can postpone the payment of all requests for redemption and/or conversion for a sub-fund:

- if any one of the stock exchanges and/or other markets on which the sub-fund concerned were broadly exposed, in the opinion of the board of directors, were closed or;

- if transactions on stock exchanges and/or other markets on which the sub-fund concerned were broadly exposed, in the opinion of the board of directors, were restricted or suspended.

If, following the acceptance and execution of a redemption order, the value of the remaining shares held by the shareholder in the sub-fund or in the class of shares falls below a minimum amount as may be determined by the board of directors for the sub-fund or the class of shares, the board of directors can rightfully believe that the shareholder has requested the redemption of all of its shares held in that sub-fund or class of shares. The board of directors can, in this case at its sole discretion, execute a forced redemption of the remaining shares held by the shareholder in the sub-fund or the class concerned.

Art. 10. Conversion of shares. Subject to any restrictions set by the board of directors, shareholders are entitled to switch from one sub-fund or one class of shares to another subfund or another class of shares and to request conversion of the shares they hold in one sub-fund or one share class to shares belonging to another sub-fund or share class.

Conversion is based on the net asset values of the class of shares of the relevant sub-fund as determined in accordance with these articles of incorporation on the common Valuation Day set in accordance with the provisions of the Prospectus, taking into consideration any prevailing exchange rate between the currencies of the two sub-funds on the Valuation Day. The board of directors may set the restrictions that it deems necessary for the frequency of conversions. It may impose payment of conversion fees the amount of which it will reasonably determine.

Conversion requests accepted by the Company are final and commit the shareholder except when the calculation of the net asset value of the shares for conversion is suspended. The board of directors, however, may but is not required to do so, agree to a modification or a cancellation of a conversion request when there is an obvious error on the part of the shareholder that requested the conversion on condition that the modification or cancellation is not detrimental to the other shareholders in the Company.

All conversion requests must be submitted by the shareholder (i) in writing to the Company's registered office or to another legal entity designated by the Company for the conversion of shares or (ii) by requesting by any electronic means approved by the Company. The request must specify the name of the investor, the sub-fund, the class of shares held, the number of shares or the amount to convert, as well as the sub-fund and the class of shares to obtain in exchange and/or any other information specified in the Prospectus or the conversion form available at the registered office of the Company or from another legal person authorised to process share conversions. If any, it must be accompanied by single of collective bearer share certificates issued. If single and/or collective bearer share certificates can be issued for the class to which the conversion transaction is effected, new single and/or collective bearer share certificates can be reissued to the shareholder on express request of the shareholder in question.

The board of directors can set a minimum threshold for conversion of each class of shares. Such a threshold may be defined by the number of shares or by the amount.

The board of directors may decide to allocate any fractions of shares generated by the conversion or pay a cash amount corresponding to these fractions to the shareholders requesting conversion.

Shares which have been converted into other shares shall be cancelled.

The board of directors may delegate to any director or to any other legal person approved by the Company for such purposes the tasks of accepting the conversions and paying the price for shares to convert.

In the event of redemption and/or conversion of a security of a sub-fund bearing on 10% or more of the net assets of the sub-fund or a threshold below 10% deemed critical by the board of directors, the board may either:

- postpone the payment of the redemption price of such requests to a date at which the Company will have sold the necessary assets and it will have the proceeds from such sales;

- postpone all or some of such requests to a later Valuation Day determined by the board of directors, when the Company will have sold the necessary assets, taking into consideration the interests of all shareholders and when it will have the proceeds from such sales. These requests shall be treated with priority over any other request.

In addition, the Company may postpone the payment of all requests for redemption and/or conversion for a sub-fund:

- if any one of the stock exchanges and/or other markets on which the sub-fund concerned were broadly exposed, in the opinion of the board of directors, were closed or;

- if transactions on stock exchanges and/or other markets on which the sub-fund concerned were broadly exposed, in the opinion of the board of directors, were restricted or suspended.

The board of director may reject all conversion request for an amount lower than the minimum conversion amount as set from time to time by the board of directors and indicated in the Prospectus.

If, following the acceptance and execution of a conversion order, the value of the remaining shares held by the shareholder in the sub-fund or in a class of shares from which the conversion is requested falls below a minimum amount as may be determined by the board of directors for the sub-fund or the class of shares, the board of directors may rightfully believe that the shareholder has requested the conversion of all of its shares held in that sub-fund or class of shares. The board of directors may, in this case at its sole discretion, execute a forced conversion of the remaining shares held by the shareholder in the sub-fund of the class concerned in which the conversion is requested.

Art. 11. Transfer of shares. All transfers, inter vivo or because of decease, of registered shares will be recorded in the shareholders' register.

Transfers of bearer shares represented by single or multiple bearer share certificates will be executed by the delivery of corresponding bearer shares represented by single or multiple bearer share certificates. The transfer of bearer shares, represented by global certificates of shares held in custody by a clearing and settlement system, will be executed by the registration of the shares transfer with the clearing entity in question.

The transfer of registered shares will be executed by recording in the register following remittance to the Company of the transfer documents required by the Company including a written declaration of transfer provided to the shareholders' register, dated and signed by the transferor and the transferee or by their duly authorised representatives.

The Company may, for bearer shares, consider the bearer and, for registered shares, consider the person in whose name the shares are recorded in the shareholders' register as the owner of the shares and the Company will incur no liability toward third parties resulting from transactions on these shares and shall rightfully refuse to acknowledge any rights, interests or pretentions of any other person on these shares; these provisions, however, do not deprive those who have the right to request to record registered shares in the shareholders' register or a change in the record in the shareholders' register.

Art. 12. Restrictions on the ownership of shares. The Company may restrict, prevent or prohibit ownership of shares of the Company by any individual or legal entity, including by persons from the United States of America as defined hereinafter.

The Company may moreover issue restrictions that it deems necessary in order to make sure that no share of the Company is acquired or held by (a) a person who has violated the laws or requirements of any country or governmental authority, (b) any person whose situation, in the opinion of the board of directors, could lead the Company or its shareholders to incur a risk of legal, fiscal or financial consequences, that it would not have incurred or that it would not have otherwise incurred or (c) a person from the United States (each of these persons referred to in (a), (b) and (c) being defined hereinafter as a "Prohibited Person").

In this regard:

1. The Company may refuse to issue shares and record shares' transfer if it appears that this issue or transfer would or could result in a Prohibited Person being granted share ownership.

2. The Company may request any person included in the shareholders' register or requesting a shares' transfer to be recorded to provide it with all the information and certificates that it deems necessary, accompanied by a sworn statement if appropriate, in order to determine whether these shares are or will be effectively owned by a Prohibited Person.

3. The Company may carry out a forced redemption if it appears that a Prohibited Person, either acting alone or with others, has ownership of Company shares or it appears that confirmations given by a shareholder were not exact or have ceased to be exact. In this case, the following procedure shall be applied:

a) The Company shall send a notice (hereinafter the "redemption notice") to the shareholder owning the shares or indicated in the shareholders' register as being the owner of the shares. The redemption notice shall specify the shares to be redeemed, the redemption price to be paid and the location where this price is to be paid to the shareholder. The redemption notice may be sent by registered letter to the shareholder at the shareholder's last known address or to the address recorded in the shareholders' register. The shareholder in question shall be required to immediately return the single or multiple bearer share certificates specified in the redemption notice.

As soon as the offices are closed on the day specified in the redemption notice, the shareholder in question shall cease to be the owner of the shares specified in the redemption notice; if they are registered shares, the shareholder's name shall be removed from the shareholders' register; if they are bearer shares, the single or multiple bearer share certificates representing these shares shall be cancelled in the books of the Company.

b) The price at which the shares specified in the redemption notice shall be repurchased ("redemption price") shall be the redemption price based on net asset value of the shares of the Company (appropriately reduced as specified in these articles of incorporation) immediately preceding the redemption notice. From the date of the redemption notice, the shareholder in question shall lose all shareholder's rights.

c) The payment shall be made in the currency determined by the board of directors. The redemption payment will be deposited by the Company for the shareholder in a bank, in Luxembourg or elsewhere, specified in the redemption notice, that will send it to the shareholder in question upon remittance of the certificate(s) indicated in the redemption notice. As soon as the redemption price has been paid under these conditions, no party with an interest in the shares mentioned

in the redemption notice shall have any right over these shares or be able to take any action against the Company or its assets, with the exception of the right of the shareholder appearing as the owner of the shares to receive the redemption price (without interests) deposited at the bank upon delivery of the certificate(s) indicated in the redemption notice.

d) The Company's use of the powers conferred in this article may not, under any circumstances, be contested or invalidated on the grounds that there is insufficient proof of the ownership of the shares by any person or that a share belonged to another person who the Company had not recognised when sending out the redemption notice, provided the Company acts in good faith.

4. The Company may refuse, at any general meeting of the shareholders, the voting right to any Prohibited Person and to any shareholder to whom a redemption notice has been sent for the shares indicated in the redemption notice.

The term "person from the United States of America", as used in these articles of incorporation means any expatriate, citizen or resident of the United States of America or of one of the territories or possessions under its jurisdiction, or persons who normally reside there (including the succession of any persons or companies or associations established or organised there). This definition may be amended if necessary by the board of directors and specified in the Prospectus.

If the board of directors is aware or reasonably suspects that a shareholder owns shares and does not meet the required conditions for ownership stipulated for the sub-fund or the class of shares in question, the Company may:

- either execute a forced redemption of the shares in question in accordance with the procedure for redemption described above;

- or execute forced conversion of shares to shares in another class within the same sub-fund for which the shareholder in question meets the conditions of ownership (provided that a class exists with similar characteristics concerning, inter alia, the investment objective, the investment policy, the currency, the frequency of calculation of the net asset value, the distribution policy). The Company will inform the shareholder in question on this conversion.

Art. 13. Calculation of the net asset value of shares. Regardless of the sub-fund and class in which a share is issued, the net asset value per share shall be determined in the currency chosen by the board of directors as a figure obtained by dividing the net assets of such sub-fund or such class on the Valuation Day defined in these articles of incorporation by the number of shares issued in that sub-fund and in that class.

The valuation of the net assets of the different sub-funds shall be calculated as follows:

The net assets of the Company consist of the Company's assets as defined hereinafter minus the Company's liabilities as defined hereinafter on the Valuation Day on which the net asset value of the shares is determinated.

I. The assets of the Company consist of:

a) all cash on hand or on deposit, including accrued and not paid interests;

b) all bills and notes due on demand, as well as accounts receivable, including proceeds from the sale of securities, the price of which has not yet been collected;

c) all securities, units, shares, bonds, option's or subscription's rights, and other investments and securities that are owned by the Company;

d) all dividends and distributions due to the Company in cash or securities insofar as the Company could reasonably have knowledge thereof (the Company may nevertheless make adjustments to account for fluctuations in the market value of transferable securities caused by practices such as ex-dividend or ex-right trading);

e) all accrued and outstanding interest generated by the securities owned by the Company, unless this interest is included in the principal amount of these securities;

f) the Company's incorporation expenses, insofar as these have not been amortised;

g) any other assets of any kind whatsoever, including prepaid expenses.

The value of these assets shall be determined as follows:

a) The value of cash on hand or on deposit, bills and notes due on demand, accounts receivable, prepaid expenses, dividends, and interest declared or due but not yet received consists of the nominal value of these assets, unless it is unlikely that this value will be received, in which event, the value shall be determined by deducting an amount which the Company deems adequate to reflect the real value of these assets.

b) The value of all transferable securities, money-market instruments and financial derivative instruments that are listed on a stock exchange or traded on another regulated market that operates regularly, and is recognised and open to the public, is determined based on the most recent available price.

c) In the case of Company investments that are listed on a stock exchange or traded on another regulated market that operates regularly, is recognised and open to the public and traded by market makers outside the stock exchange on which the investments are listed or of the market on which they are traded, the board of directors may determine the main market for the investments in question that will be then evaluated at the last available price on that market.

d) The financial derivative instruments that are not listed on an official stock exchange or traded on any another regulated operating market that is recognised and open to the public, shall be valued in accordance with market practices as may be described in greater detail in the Prospectus.

e) Money market instruments and fixed-interest securities, the residual maturity of which is less than one year, may be valued on the basis of amortised cost, a method that consists after purchase in taking into account a straight-line amortisation to arrive at the redemption price at the security's maturity.

f) The value of securities representative of an open-ended undertaking for collective investment shall be determined according to the last official net asset value per unit or according to the last estimated net asset value if it is more recent than the official net asset value, and provided that the Company is assured that the valuation method used for this estimate is consistent with that used for the calculation of the official net asset value.

g) To the extent that

- any transferable securities, money market instruments and/or financial derivative instruments held in the portfolio on the Evaluation Day are not listed or traded on a stock exchange or other regulated market that operates regularly and is recognised and open to the public or,

- for transferable securities, money market instruments and/or financial derivative instruments listed and traded on a stock exchange or on other market but for which the price determined pursuant to sub-paragraphs b) is not, in the opinion of the board of directors, representative of the real value of these transferable securities, money market instruments and/or financial derivative instruments or,

- for financial derivative instruments traded over-the-counter and/or securities representing undertakings for collective investment, the price determined in accordance with sub-paragraphs d) or f) is not, in the opinion of the board of directors, representative of the real value of these financial derivative instruments or securities representing undertakings for collective investment,

the board of directors estimates the probable realisation value prudently and in good faith.

h) Securities expressed in a currency other than that of the respective sub-funds shall be converted at the last known price. If such prices are not available, the currency exchange rate will be determined in good faith.

i) If the principles for valuation described above do not reflect the valuation method commonly used on specific markets or if these principles of valuation do not seem to precise for determining the value of the Company's assets, the board of directors may set other principles for valuation in good faith and in accordance with the generally accepted principles and procedures for valuation.

j) The board of directors is authorised to adopt any other principle for the evaluation of assets of the Company in the case in which extraordinary circumstances would prevent or render inappropriate the valuation of the assets of the Company on the basis of the criteria referred to above.

k) In the best interests of the Company or of shareholders (to prevent market timing practices for example), the board of directors may take any appropriate measure such as applying a method for setting the fair value in order to adjust the value of the assets of the Company, as more fully described in the Prospectus.

II. The liabilities of the Company consist of:

a) all borrowings, bills and other accounts payable;

b) all expenses, mature or due, including, if any, for the compensation of investment advisors, the portfolio managers, the Management Company, the depositary, the central administration, the domiciliary agent, representatives and agents of the Company;

c) all known liabilities, whether due or not, including all matured contractual liabilities payable either in cash or in assets, including the amount of dividends declared by the Company but not yet paid if the Valuation Day coincides with the date on which the determination is made of the person who is or shall be entitled to them;

d) an appropriate provision allocated for the subscription tax and other taxes on capital and incomes, accrued up until the Valuation Day and established by the board of directors, and other provisions authorised or approved by the board of directors;

e) all of the Company's other commitments of whatever nature, with the exception of those represented by the shares of the Company. To value the amount of these commitments, the Company will take into consideration all expenses payable by it, including fees and expenses as described in article 31 of these articles of incorporation. To value the amount of these liabilities, the Company may take into account administrative and other regular or recurring expenses by estimating them for the year or any other period, and spreading the amount proportionally over that period.

III. The net assets attributable to all the shares of a sub-fund are constituted by the assets of the sub-fund minus the liabilities of the sub-fund at the Valuation Day on which the net asset value of the shares is determined.

Without prejudice to the applicable legal and regulatory provisions, the net asset value of shares will be final and committing for all subscribers, shareholders that have requested redemption or conversion of shares and the other shareholders of the Company.

If, after closing of markets on a given Valuation Day, a substantial change affects the prices on the market on which a major portion of the assets of the Company are listed or traded or a substantial change affects the debts and commitments of the Company, the board of directors may, but is not required to do so, calculate the net asset value per share adjusted for this Valuation Day taking into consideration the changes in question. The adjusted net asset per share will apply for subscribers and shareholders that have requested redemption or conversion of shares and other shareholders of the Company.

If there are any subscriptions or redemptions of shares in a specific class of a given sub-fund, the net assets of the sub-fund attributable to all the shares of this class shall be increased or reduced by the net amounts received or paid by the Company as a result of these shares' subscriptions or redemptions.

IV. The board of directors shall establish for each sub-fund a pool of assets that shall be attributed, as stipulated below, to the shares issued for the sub-fund concerned pursuant to the provisions of this article. In this regard:

1. The proceeds from the issue of shares belonging to a given sub-fund shall be attributed to that sub-fund in the Company's books, and the assets, liabilities, incomes and expenses related to that sub-fund shall be attributed to that sub-fund.

2. If an asset is derived from another asset, this derivative asset shall be attributed in the Company's books to the same sub-fund as the asset from which it was derived, and on each revaluation of an asset, the increase or decrease in value shall be attributed to the sub-fund to which the asset belongs.

3. When the Company has a liability that relates to an asset in a particular sub-fund or to a transaction conducted in regard to an asset of a particular sub-fund, the liability shall be attributed to that sub-fund.

4. If an asset or a liability of the Company cannot be attributed to a particular sub-fund, the asset or liability shall be attributed to all the sub-funds in proportion to the net values of the shares issued for the different sub-funds.

5. Following the payment of dividends to distribution shares belonging to a given sub-fund, the net asset value of the sub-fund attributable to these distribution shares shall be reduced by the amount of these dividends.

6. If several classes of shares have been created within a sub-fund in accordance with these articles of incorporation, the rules for allocation described above apply mutatis mutandis to these classes.

V. For the purposes of this article:

1. each share of the Company which is in the process of being redeemed shall be considered as a share which is issued and existing until the close of business on the Valuation Day applying to redemption of that share and its price shall, with effect from this date and until such time as its price is paid, be considered as a liability of the Company;

2. each share to be issued by the Company in accordance with subscription requests received shall be processed as having been issued starting from the close of business on the Valuation Day on which its issue price has been determined and its price shall be treated as an amount due to the Company until such time as the Company has received it;

3. all investments, cash balances or other assets of the Company expressed in a currency other than the respective currency of each sub-fund shall be valued taking into account the latest exchange rates available; and

4. any purchase or sale of securities made by the Company shall be effective on the Valuation Day insofar as this is possible.

VI. Assets' pooling:

1. The board of directors may invest and manage all or part of the common asset pools created for one or more sub-funds (hereinafter referred to as "Participating Funds") when application of this formula is useful in consideration of the sectors of investment concerned. Any extended pool of assets ("Extended Pool of Assets") will first be created by transferring the money or (in application of the limitations referred to below) other assets from each of the Participating Funds. Subsequently, the board of directors may execute other transfers adding to the Extended Pool of Assets on a case-by-case basis. The board of directors may also transfer assets from the Extended Pool of Assets to the Participating Fund concerned. Assets other than liquidities may only be allocated to an Extended Pool of Assets when they belong to the investment sector of the Extended Pool of Assets concerned.

2. The contribution of a Participating Fund in an Extended Pool of Assets will be valued by reference to fictional units ("units") having a value equivalent to that of the Extended Pool of Assets. In the creation of an Extended Pool of Assets, the board of directors will determine, at its sole and complete discretion, the initial value of a unit, and this value being expressed in the currency of the board of directors deems appropriate and will be assigned to each unit of the Participating Fund having a total value equal to the amount of liquidities (or to the value of the other assets) contributed. The fraction of units, calculated as specified in the Prospectus, shall be determined by dividing the net asset value of the Extended Pool of Assets (calculated as specified below) by the number of remaining units.

3. If liquidities or assets are contributed to or withdrawn from an Extended Pool of Assets, the assignment of units of the Participating Fund in question will, as the case may be, increased or decreased by the number of shares determined by dividing the amount of the liquidities or the value of the assets contributed or withdrawn by the current value of one unit. Cash contributions may, for calculation purposes, be processed after reducing their value by the amount that the board of directors deems appropriate to reflect the taxes, brokerage and subscription fees that may be incurred by the investment of the concerned liquidities. For cash withdrawals, a corresponding addition may be effected in order to reflect the costs likely to be incurred upon the sale of such the transferable securities and other assets that are part of the Extended Pool of Assets.

4. The value of the assets, withdrawn or contributed at any time in an Extended Pool of Assets and the net asset value of the Extended Pool of Assets shall be determined, mutatis mutandis, in accordance with the provisions of article 13, provided that the value of the assets referenced here above is determined on the day of said contribution or withdrawal.

5. The dividends, interests or other distributions having the character of an income received with respect to the assets belonging to a Extended Pool of Assets shall be immediately allocated to the Participating Fund, in proportion to the respective rights attached to the assets that comprise Extended Pool of Assets at the time they are received.

Art. 14. Frequency and temporary suspension of the net asset value calculation, issues, redemptions and conversions of shares.

I. Frequency of the net asset value calculation

To calculate the per share issue, redemption and conversion price, the Company will calculate the net asset value of shares of each sub-fund on the day (defined as the "Valuation Day") and in a frequency determined by the board of directors and specified in the Prospectus.

The net asset value of the classes of shares of each sub-fund will be expressed in the reference currency of the share class concerned.

II. Temporary suspension of the net asset value calculation

Without prejudice to any legal causes, the Company may suspend the calculation of the net asset value of shares and the subscription, redemption and conversion of its shares, generally or with respect to one or more specific sub-funds, if any of the following circumstances should occur:

- during all or part of a period of closure, restriction of trading or suspension of trading for the main stock markets or other markets on which a substantial portion of the investments of one or more sub-funds is listed, except during closures for normal holidays,

- when there is an emergency situation as a consequence of which the Company is unable to value or dispose of the assets of one or more sub-funds,

- in the case of the suspension of the calculation of the net asset value of one or more undertakings for collective investment in which a sub-fund has invested a major portion of its assets,

- when a service breakdown interrupts the means of communication and calculation necessary for determining the price or value of the assets or market prices for one or more sub-funds in the conditions defined in the first indent above,

- during any period in which the Company is unable to repatriate funds in order to make payments to redeem shares of one or more sub-funds or in which the transfers of funds involved in sale or acquiring investments or payments due for the redemption of shares cannot, in the opinion of the board of directors, be performed at normal exchange rates,

- in the case of the publication of (i) the notice for a general meeting of shareholders at which the dissolution and liquidation of the Company or sub-funds are proposed or (ii) of the notice informing the shareholders of the decision of the board of directors to liquidate one or more subfunds, or to the extent that such a suspension is justified by the need to protect shareholders, (iii) of the meeting notice for a general meeting of the shareholders to deliberate on the merger of the Company or of one or more sub-funds or (iv) of a notice informing the shareholders of the decision of the board of directors to merge one or more sub-funds,

- when for any other reason, the value of the assets or the debts and liabilities attributable to the Company or to the sub-fund in question, cannot be promptly or accurately determined,

- regarding a feeder sub-fund, when its master UCITS temporarily suspends the redemption, reimbursement or subscription of its shares whether on its own initiative or on request of competent authorities, for a duration equal to that of the suspension imposed on the master UCITS,

- for all other circumstances in which the lack of suspension could create for the Company, one of its sub-funds or shareholders, certain liabilities, financial disadvantages or any other damage that the Company, the sub-fund or its shareholders would not otherwise experienced.

The Company will inform the shareholders of such a suspension of the calculation of the net asset value, for the sub-funds concerned, in compliance with the applicable laws and regulations and according to the procedures determined by the board of directors. Such a suspension shall have no effect on the calculation of the net asset value, or the subscription, redemption or conversion of shares in sub-funds that are not involved.

III. Restrictions applicable to coming subscriptions and conversions into certain sub-funds

A sub-fund may be closed definitively or temporarily to new subscriptions or to conversions applied for (but not for outgoing redemptions or conversions), if the Company deems that such a measure is necessary for the protection of the interests of existing shareholders.

Section III. - Administration and monitoring of the Company

Art. 15. Directors. The Company is managed by a board of directors composed of at least three members, who need not be shareholders. The directors are appointed by the general meeting of shareholders for a time that cannot exceed six years. All directors may be removed from office with or without a reason or be replaced at any time by a decision of the general meeting of shareholders.

Should a director position become vacant following death, resignation or for other reasons, it may be filled the vacancy on a provisional basis in observance of procedures laid down by law. In this case, the general meeting of shareholders shall make a final appointment at its next meeting.

Art. 16. Meetings of the board of directors. The board of directors will choose a chairman from among its members. It may also choose one or more vice-chairmen and appoint a secretary, who need not be a member of the board of directors The board of directors meets at the invitation of the chairman, or failing this, of two directors. Meetings are called as often as the interests of the Company require and held at the place designated in the meeting notice. Meetings notices may be made by any means including verbally.

The board of directors may only validly deliberate and decide if at least half of its members are present or represented.

The meeting of the board of directors is presided by the chairman of the board of directors or, when absent, by one of the directors present chosen by the majority of the members of the board of directors present at the meeting of the board.

Any director may mandate, in writing, by fax, e-mail or any other means approved by the board of directors, including by any other means of electronic communication proving such proxy and authorised by law, another director to represent him at a meeting of the board of directors and vote therein at its location and place on the items in the agenda of the meeting. One director may represent several other directors.

The decisions are taken on the majority of the votes of directors present or represented. In the event of a tie vote, the person chairing the meeting has the tie-breaking vote.

In an emergency, directors may cast their vote on the items of the agenda by letter, fax, email or by any other means approved by the board of directors including by any other means of electronic communication proving such proxy and authorised by law.

All directors may participate in a meeting of the board of directors by telephone conference, video conference or by other similar means of communication that allows them to be identified. These means of communication must meet technical characteristics guaranteeing effective participation in the meeting of the board of directors, the deliberations of which are continuously retransmitted. The meeting held by such means of remote communication is deemed to take place at the registered office of the Company.

A resolution signed by all the members of the board of directors has the same value as a decision taken during a meeting of the board of directors. The signatures of directors may be placed on one or more copies of the same resolution. They may be approved by letter, fax, scan, telecopy or any other similar means, including any means of electronic communication authorised by law.

The deliberations of board meetings are recorded in minutes signed by all the board members present or by the chairman of the board or when absent by the director who chaired the meeting. Copies or extracts to be submitted for legal or similar purposes shall be signed by the chairman or managing director or two directors.

Art. 17. Powers of the board of directors. The board of directors, in application of the principle of risks' spreading, has the power to determine the general focus of management and the investment policy as well as the code of conduct to follow in the administration of the Company.

The board of directors will also set all the restrictions that shall be periodically applicable to the Company's investments, in accordance with Part I of the Law of 2010.

The board of directors may decide that the Company's investments are made (i) in transferable securities and money market instruments listed or traded on a regulated market within the meaning of Directive 2004/39/EC of the European Parliament and the Council of 21 April 2004 concerning the financial instruments markets, (ii) in transferable securities and money market instruments traded on another market in a Member State of the European Union that is regulated, operates regularly and is recognised and open to the public, (iii) in transferable securities and money market instruments admitted for official listing on a securities exchange in a country in Eastern or Western Europe, in Africa, in the American and Asian continents and in Oceania or traded on another market in the above-mentioned countries, on condition that such a market is regulated, operates regularly, and is recognised and open to the public, (iv) in newly issued transferable securities and money market instruments, provided that the conditions of issue include the commitment that the application for official listing on a securities exchange or on another above-mentioned regulated market has been submitted and provided that the application has been executed within one year following the issue; as well as (v) in any other securities, instruments or other securities in accordance with the restrictions determined by the board of directors in compliance with applicable laws and regulations referred to in the Prospectus.

The board of directors may decide to invest up to 100% of the net assets of each sub-fund of the Company in different transferable securities and money market instruments issued or guaranteed by a non-Member State of the European Union approved by the Luxembourg supervisory authority, including Singapore, Brazil, Russia and Indonesia or by international public institutions of which one or more Member States of the European Union are members, any member of the OECD and any other State considered as appropriate by the board of directors with respect to the investment objective of the sub-fund in question, provided that, in the event in which the Company decides to avail itself of this provision, it holds, for the sub-fund, securities belong to at least six different issues and that the securities belonging to a single issue do not exceed thirty percent of the total amount of the net assets of the sub-fund concerned.

The board of directors may decide that the Company's investments are made in financial derivative instruments, including equivalent cash-settled instruments, traded on a regulated market as defined by the Law of 2010 and/or financial derivative instruments traded over-the-counter derivatives provided that, among others, that the underlying consists of

instruments covered by article 41(1) of the Law of 2010, in financial indices, interest rates, foreign exchange rates or currencies, in which the Company is allowed to invest according to its investment objectives, as laid down in the Prospectus.

As allowed by the Law of 2010 and by applicable regulations and in respect of the provisions in the Prospectus, a sub-fund may subscribe for, acquire and/or hold shares to issue or already issued by one or more other sub-funds of the Company. In this case and in accordance with the conditions laid down by applicable Luxembourg laws and regulations, any voting rights attached to these shares are suspended as long as they are held by the sub-fund in question. Moreover, and as long as these shares are held by a sub-fund, their value shall not be taken into consideration in calculating the net assets of the Company for the purpose of verifying the minimum threshold of net assets imposed by the Law of 2010.

The board of directors may decide that the investments of a sub-fund are made in a manner that seeks to replicate the composition of an equities index or bond index provided that the index concerned is recognised by the Luxembourg supervisory authority as being adequately diversified, that it is a representative benchmark of the market to which it refers and is subject to appropriate publication.

The Company will not invest more than 10% of the net assets of a sub-fund in undertakings for collective investment as defined in article 41 (1) (e) of the Law of 2010 unless it is decided otherwise for a specific subfund in the corresponding fact sheets in the Prospectus. In accordance with applicable Luxembourg laws and regulations, the board of directors may, when it deems necessary and to the broadest extent allowed by the applicable Luxembourg regulations but in accordance with the provisions in the Prospectus, (i) create a sub-fund qualified as either a feeder UCITS or a master UCITS, (ii) convert an existing sub-fund into a feeder UCITS or (iii) change the master UCITS of one if its feeder sub-funds.

Anything that is not expressly reserved for the general meeting of shareholders by law or by the articles of incorporation falls within the powers of the board of directors.

Art. 18. Company's commitment to third parties. With respect to third parties, the Company shall be validly bound by the joint signature of two directors or the sole signature of any other persons to whom such powers of signature have been specially delegated by the board of directors.

Art. 19. Delegation of powers. The board of directors may delegate powers of day-to-day management of the Company's affairs, either to one or more directors, or to one or more other agents that do not necessarily have to be shareholders of the Company.

Art. 20. Depositary. The Company shall sign an agreement with a Luxembourg bank, under the terms of which the bank shall carry out the functions of depositary of the Company's assets, in accordance with the Luxembourg Law of 2010.

Art. 21. Personal interest of the directors. No contract or any transaction that the Company could enter into with any other company may be affected by or invalidated on account of one or more directors or representatives of the Company having an interest in such an other company, or because such a director or representative of the Company serves as director, partner, manager, official representative or employee of such a company. Any director or representative of the Company who serves as a director, partner, manager, representative or employee of any company with which the Company has signed contracts or with which this director or representative of the Company is otherwise engaged in business will not, as a result of such affiliation and/or relationship with such other company, be prevented from deliberating, voting and acting upon any matters with respect to such contracts or other business.

Should a director or representative of the Company have a personal interest in conflict with that of the Company in any business of the Company subject to the approval of the board of directors, this director or representative of the Company must inform the board of directors of this conflict. This director or representative of the Company will not deliberate and will not take part in the vote on this business. A report thereof should be made at the next shareholders' meeting.

The previous paragraph does not apply when the decision of the board of directors or of the director concerns common transactions concluded in ordinary conditions.

The term "Personal Interest" as it is used here above will not apply to the relations, interests, situations or transactions of any type involving any entity promoting the Company or, any subsidiary company of that entity or any other company or entity determined solely by the board of directors as long as such personal interest is not considered as a conflict of interest in accordance with applicable laws and regulations.

Art. 22. Compensation of directors. The Company may compensate any director or authorised representative and their successors, testamentary executors or legal administrators for reasonable expenses incurred by them in relation with any action, process or procedure in which they participate or are involved due to the circumstance of their being a director or authorised representative of the Company, or due to the fact that they held such a post at the Company's request in another company in which the Company is a shareholder or creditor. This compensation applies to the extent that they are not entitled to compensation by the other entity, except concerning matters for which they are ultimately found guilty of gross neglect or poor management in the context of the action or procedure. In the event of an out-of-court settlement, such an indemnity shall only be granted if the Company is informed by its independent legal counsel

that the person to be indemnified is not guilty of such breach of duty. The above-described right to compensation will not exclude other individual rights of these directors and representatives of the Company.

Art. 23. Monitoring of the Company. In compliance with the Law of 2010, all aspects of the assets of the Company shall be subject to the control of an authorised independent auditor. The statutory auditor will be appointed by the general meeting of the shareholders. The authorised independent auditor may be replaced by the general meeting of the shareholders in conditions specified by applicable laws and regulations.

Section IV. - General meeting

Art. 24. Representation. The general meeting of shareholders represents all shareholders. It has the most widest powers to order, carry out or ratify all acts relating to the operations of the Company.

The decisions of the general meeting of the shareholders are binding on all shareholders of the Company regardless of the sub-fund whose shares they hold. When the deliberation of the general meeting of shareholders has the effect of changing the respective rights of shareholders of different sub-funds, the deliberation shall, in compliance with applicable laws, also be deliberated by sub-funds concerned.

Art. 25. General meetings. All general meetings of the shareholders are convened by the board of directors.

The general meeting of the shareholders is convened in the delays and in accordance with procedures laid down by law. If any bearer shares are in circulation, the meeting notice shall be published in the forms and the delays prescribed by law.

Holders of bearer shares must, to participate in general meetings, deposit their shares in an institution indicated in the meeting notice at least five calendar days prior to the date of the meeting.

In conditions laid down by applicable laws and regulations, the meeting notice for any general meeting of the shareholders may specify that the conditions of quorum and majority required shall be determined with respect to shares issued and outstanding as of a certain date and time preceding the meeting ("Date of Registration"), considering that a shareholder's right to participate in a general meeting of shareholders and to exercise the right to vote attached to its share(s) shall be determined according to the number of shares held by said shareholder on the Date of Registration.

The general meeting of shareholders shall be held in the Grand Duchy of Luxembourg, at the place indicated in the meeting notice, on the third Thursday of the month of April every year at 10.00 a.m. If this day is a public holiday, the general meeting of shareholders shall be held on the following bank business day.

The board of directors may in accordance with applicable laws and regulations decide to hold a general meeting of the shareholders at another date and/or other time or other location than those specified in the preceding paragraph, provided that the meeting notice indicates this other date, other time or other place.

Other general meetings of shareholders of the Company or of sub-funds may be held at the locations and on the dates indicated in the respective notices of these meetings. Shareholders' meetings of sub-funds may be held to deliberate on any matter relating that concerns only those sub-funds. Two or more sub-funds may be considered as one single sub-fund if such sub-funds are affected in the same manner by the proposals requiring approval by shareholders of the sub-funds in question.

Moreover, any general meeting of the shareholders must be convened such that it is held within one month, when shareholders representing one tenth of the share capital submit a written request to the board of directors indicating the items to include on the meeting agenda.

One or more shareholders, together owning at least ten percent of the share capital, may request the board of directors to include one or more items in the meeting agenda of any general meeting of the shareholders. This request must be sent to the registered office of the Company by registered letter at least five days before the meeting.

Any general meeting of the shareholders may be held abroad if the board of directors, acting on its own authority, decides that this is warranted by exceptional circumstances.

The business conducted at a general meeting of shareholders shall be limited to the points contained in the agenda and to matters related to these points.

Art. 26. Meetings without prior convening notice. A general meeting of the shareholders may be held without prior notice whenever all the shareholders are present or represented and they agree to be considered as duly convened and confirm they are aware of the agenda items for deliberation.

Art. 27. Votes. Each share gives the right to one vote regardless of the sub-fund to which it belongs and irrespective of its net asset value in the sub-fund in which it is issued. A voting right may only be exercised for a whole number of shares. Any fractional shares are not considered in the calculation of votes and quorum condition. Shareholders may have themselves represented at shareholders' general meetings by a representative in writing, by fax or any other means of electronic communication capable of proving this proxy and allowed by law. Such a proxy will remain valid for any general meeting of shareholders reconvened (or postponed by decision of the board of directors) to pass resolutions on an identical meeting agenda unless said proxy is expressly revoked. The board of directors may also authorise a shareholder to participate in any general meeting of shareholders by video conference or by any other means of telecommunication that allows to identify the shareholder in question. These means must allow the shareholder to act effectively in such a

meeting, that must be retransmitted in a continuous manner to said shareholder. All general meetings of shareholders held exclusively or partially by video conference or by any other means of telecommunication are deemed to take place at the location indicated in the meeting notice.

All shareholders have the right to vote by correspondence, using a form available at the registered office of the Company. Shareholders may only use proxy voting instructions forms provided by the Company indicating at least:

- the name, the address or the official registered office of the shareholder concerned,

- the number of shares held by the shareholder concerned participating in the vote indicating, for the shares in question, of the sub-fund and if any, of the class of shares, of which they are issued,

- the place, the date and the time of the general meeting of the shareholders,

- the meeting agenda,

- the proposals subject to the decision of the general meeting of the shareholders, as well as

- for each proposal, three boxes allowing the shareholder to vote for, against, or abstain from voting for any of the proposed resolutions by checking the appropriate box.

Voting forms that do not indicate the direction of the vote or abstention are void.

The board of directors may determine any other conditions that must be fulfilled by shareholders in order to participate in a general meeting of shareholders.

Art. 28. Quorum and majority requirements. The general meeting of shareholders deliberates in accordance with the prescriptions of the amended Luxembourg Law of 10 August 1915 on commercial companies.

Unless otherwise required by laws and regulations or in these articles of incorporation, decisions of the general meeting of shareholders shall be taken by a majority of shareholders present and voting. The votes expressed do not include those attached to shares represented at the meeting of shareholders that have not voted, have abstained, or have submitted blank or empty proxy voting forms.

Section V. Financial year - Distribution of profits

Art. 29. Financial year and accounting currency. The financial year shall begin on the 1 st January each year and end on the 31 st December of the same year.

The Company's accounts shall be expressed in the currency of the share capital of the Company as indicated in article 5 of these articles of incorporation. Should there be multiple sub-funds, as laid down in these articles of incorporation, the accounts of those sub-funds shall be converted into the currency of the Company's share capital and combined for the purposes of establishing the financial statements of the Company.

In compliance with the provisions of the Law of 2010, the annual financial statements of the Company shall be examined by the independent authorised auditor appointed by the Company.

Art. 30. Distribution of annual profits. In all sub-funds of the Company, the general meeting of shareholders, on the proposal of the board of directors, shall determine the amount of the dividends or interim dividends to distribute to distribution shares, within the limits prescribed by the Luxembourg Law of 2010. The proportion of distributions, incomes and capital gains attributable to accumulation shares will be capitalised.

The board of directors may declare and pay interim dividends in relation to distribution shares in all sub-funds, subject to the applicable laws and regulations.

Dividends may be paid in the currency chosen by the board of directors at the time and place of its choosing and at the exchange rate in forth on the payment date. Any declared dividend that has not been claimed by its beneficiary within five years of its allocation may no longer be claimed and shall revert to the Company. No interest will be paid on a dividend declared by the Company and held by it or by any other representative authorised for this purpose by the Company, at the disposal of its beneficiary.

In exceptional circumstances, the board of directors may, at its sole discretion, allow an in-kind distribution on one or more securities held in the portfolio of a sub-fund, provided that such an in-kind distribution applies to all shareholders of the sub-fund concerned, notwithstanding the class of share held by the shareholder concerned. In such circumstances, the shareholders will receive a portion of the assets of the sub-fund assigned to the class of shares in proportion to the number of shares held by the shareholders of that class of shares.

Art. 31. Expenses borne by the Company. The Company shall be responsible for the payment of all of its operating expenses, in particular:

- fees and reimbursement of expenses to the board of directors;

- compensation of investment advisors, investment managers, the Management Company, the depositary, its central administration, authorised representatives of the financial department, paying agents, independent authorised auditor, legal advisors of the Company as well as other advisors or agents which the Company may call upon;

- brokerage fees;

- the fees for the production, printing and distribution of the Prospectus, the key investor information document, and the annual and half-year reports;

- the printing of single or multiple bearer share certificates;

- fees and expenses incurred in the set-up of the Company;

- taxes and duties, including the subscription tax and governmental rights related to its activity;

- insurance costs of the Company, its directors and managers;

- fees and expenses related to the Company's registration and continued registration with government organisations and Luxembourg and foreign stock exchanges;

- expenses for publication of the net asset value and the prices of subscription and redemption or any other document including the expenses for the preparation and printing in all languages deemed useful in the interest of the shareholders;

- expenses related to the sales and distribution of the shares of the Company including the marketing and advertising expenses determined in good faith by the board of directors of the Company;

- expenses related to the creation, hosting, maintenance and updating of the Company's Internet sites;

- legal expenses incurred by the Company or its depositary when acting in the interests of the Company's shareholders;

- legal expenses of directors, partners, managers, official representatives, employees and agents of the Company incurred by themselves in relation with any action, lawsuit or process in which they are involved in consequence of they are or have been directors, partners, managers, official representatives, employees and agents of the Company;

- all exceptional expenses, including, but without limitation, legal expenses, interests and the total amount of all taxes, duties, rights or any similar expenses imposed on the Company or its assets.

The Company is a single legal entity. The assets of a given sub-fund shall only be liable for the debts, liabilities and obligations concerning that sub-fund. Expenses that cannot be directly attributed to a particular sub-fund shall be spread across all sub-funds in proportion to the net assets of each sub-fund.

The incorporation fees of the Company may be amortised over a maximum of five years starting from the date of launching of the first sub-fund, in proportion to the number of operational sub-funds, at that time.

If a sub-fund is launched after the launch date of the Company, the set-up expenses for the launch of the new sub-fund shall be charged solely to that sub-fund and may be amortised over a maximum of five years from the sub-fund's launch date.

Section VI. - Liquidation / Merger

Art. 32. Liquidation of the Company. The Company may be dissolved by a resolution of the general meeting of shareholders acting in the same way as for an amendment to the articles of incorporation.

In the case of the Company's dissolution, the liquidation shall be managed by one or more liquidators appointed in accordance with the Luxembourg Law of 2010, the amended Law of 10 August 1915 on commercial companies and the present Company's articles of incorporation. The net proceeds from the liquidation of each sub-fund shall be distributed, in one or more payments, to shareholders in the class in question in proportion to the number of shares they hold in that class. In respect of the principle of equal treatment of shareholders, all or part of the net liquidation proceeds may be paid in cash or in kind in transferable securities and other assets held by the Company. An in-kind payment will require the prior approval of the shareholder concerned.

Amounts not claimed by shareholders at the close of liquidation shall be consigned with the Caisse de Consignation in Luxembourg. If not claimed within the legally prescribed period, the amounts thus consigned shall be forfeited.

If the Company's share capital falls below two-thirds of the minimum capital required, the directors must refer the question of dissolution of the Company to a general meeting of shareholders, for which no quorum shall be required and which shall decide by a simple majority of the shares present or represented at the meeting.

If the Company's share capital falls below a quarter of the minimum capital required, the directors must refer the question of the Company's dissolution to a general meeting of shareholders, for which no quorum shall be required; dissolution may be decided by shareholders holding one quarter of the shares present or represented at the meeting.

The meeting notice must be made in such a manner that the general meeting of shareholders is held within forty (40) days of the assessment that the net assets have fallen below two-thirds or one-quarter of the minimum share capital.

Art. 33. Liquidation of sub-funds or classes. The board of directors may decide to liquidate a sub-fund or a class of the Company, in the case where (1) the net assets of the sub-fund or of the class of the Company are lower than an amount deemed insufficient by the board of directors or (2) when there is a change in the economic or political situation relating to the sub-fund or to the class concerned or (3) economic rationalisation or (4) the interest of the shareholders of the sub-fund or of the class justifies the liquidation. The liquidation decision shall be notified to the shareholders of the sub-fund or of the class and the notice will indicate the reasons. Unless the board of directors decides otherwise in the interest of the shareholders or to ensure egalitarian treatment of shareholders, the shareholders of the sub-fund or of the class concerned may continue to request redemption or conversion of their shares, taking into consideration the estimated amount of the liquidation fees.

In the case of a liquidation of a sub-fund and in respect of the principle of equal treatment of shareholders, all or part of the net liquidation proceeds may be paid in cash or in-kind in transferable securities and other assets held by the sub-fund in question. An in-kind payment will require the prior approval of the shareholder concerned.

The net proceeds of liquidation may be distributed in one or more payments. The net proceeds of liquidation that cannot be distributed to shareholders or creditors at the time of closure of the liquidation of the sub-fund or of the class concerned shall be deposited at the Caisse de Consignation on behalf of their beneficiaries.

In addition, the board of directors may recommend the liquidation of a sub-fund or of a class to the general meeting of the shareholders of this sub-fund or of this class. The general meeting of the shareholders will be held without a quorum requirement and the decisions taken will be adopted on simple majority of the votes expressed.

In the case of the liquidation of a sub-fund that would result in the Company ceasing to exist, the liquidation will be decided by a meeting of shareholders to which would apply the conditions of quorum and majority that apply for a modification of these articles of incorporation, as laid down in article 32 above.

Art. 34. Merger of sub-funds. The board of directors may decide to merge sub-funds by applying the rules for merger of UCITS laid down in the Law of 2010 and its regulatory implementations. The board of directors may however decide that the decision to merge shall be passed to the general meeting of shareholders of the absorbed sub-fund(s). No quorum is required for this general meeting and the decisions shall be approved by simple majority of the votes cast.

If, following the merger of sub-funds, the Company ceases to exist, the merger shall be decided by the general meeting of shareholders held in the conditions of quorum and majority required for amending these articles of incorporation.

Art. 35. Forced conversion of one class of shares to another class of shares. In the same circumstances as those described in article 33 above, the board of directors may decide to force the conversion of one class of shares to another class of shares of the same sub-fund. This decision and the related procedures are notified to the shareholders concerned by notice or publication in accordance with the provisions in the Prospectus. The publication will contain the information on the new class. The publication will be made at least one month before the forced conversion becomes effective in order to allow the shareholders to apply for redemption or conversion of their shares into other classes of shares of the same sub-fund or into classes of another sub-fund, without redemption fees except for such fees if any that are paid to the Company as specified in the Prospectus, before the transaction becomes effective At the end of this period, all remaining shareholders will be bound by the forced conversion.

Art. 36. Division of sub-funds. In the same circumstances as those described in article 33 above, the board of directors may decide to reorganise a sub-fund by dividing it into several sub-funds of the Company. The division of a sub-fund may also be decided by the shareholders of the sub-fund that may be divided at a general meeting of the shareholders of the sub-fund in question. No quorum is required for this general meeting and the decisions shall be approved by simple majority of the votes cast.

Art. 37. Division of classes. In the same circumstances as those described in article 33 above, the board of directors may decide to reorganise a class of shares by dividing it into several classes of shares of the Company. Such a division may be decided by the board of directors if needed in the best interest of the concerned shareholders. This decision and the related procedures for dividing the class are notified to the shareholders concerned by notice or publication in accordance with the provisions in the Prospectus. The publication will contain the information on the new classes thus created. The publication will be made at least one month before the division becomes effective in order to allow the shareholders to apply for redemption or conversion of their shares, without redemption or conversion fees, before the transaction becomes effective. At the end of this period, all remaining shareholders will be bound by the decision.

Section VII. - Amendments to the articles of incorporation - Applicable law

Art. 38. Amendments to the articles of incorporation. These articles of incorporation may be amended by a general meeting of shareholders subject to the quorum and majority conditions required under Luxembourg law. Any amendment to the articles of incorporation affecting the rights of shares belonging to a particular sub-fund in relation to the rights of shares belonging to other sub-funds, and any amendment to the articles of incorporation affecting the rights of shares in one class of shares in relation to the rights of shares in another class of shares, shall be subject to the quorum and majority conditions required by the amended Luxembourg Law of 10 August 1915 on commercial companies.

Art. 39. Applicable law. For any points not specified in these articles of incorporation, the parties shall refer to and be governed by the provisions of the Luxembourg Law of 10 August 1915 on commercial companies and its amendments, together with the Law of 2010.

Nothing else being on the agenda, the meeting was then adjourned at 11:00 am, and these minutes signed by the members of the bureau and by the notary.

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

The document having been read to the appearing persons, all of whom are known to the notary by their names, surnames, civil status and residences, the said persons appearing signed, together with us, the notary.

Signé: N. HOFFMANN, N. PIRES, L. MOULARD, C. DELVAUX.

Enregistré à Redange/Attert, le 13 juin 2012. Relation: RED/2012/795. Reçu soixante-quinze euros (75,00 €).

Le Receveur (signé): T. KIRSCH.

POUR EXPEDITION CONFORME, délivrée aux fins de dépôt au Registre de Commerce et des Sociétés de Luxembourg et aux fins de la publication au Mémorial C, Recueil des Sociétés et Associations.

Redange-sur-Attert, le 14 juin 2012. Me Cosita DELVAUX.

Référence de publication: 2012069560/921.

(120098856) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 juin 2012.

BLH Investment 3 S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

Siège social: L-1855 Luxembourg, 37C, avenue J.F. Kennedy.

R.C.S. Luxembourg B 169.378.

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STATUTES

In the year two thousand and twelve, on the eighth of June.

Before Us Maître Martine SCHAEFFER, notary of residence in Luxembourg, Grand Duchy of Luxembourg.

There appeared:

BLH (2) Pte. Ltd., a limited private company, incorporated and existing under the laws of Singapore, having its registered office at 501, Orchard Road #16-02, Wheelock Place, Singapore 238880, and registered with the Accounting and Corporate Regulatory Authority under number 201206611Z, here represented by Ms. Sylvie LOUIS, avocat, residing professionally in Luxembourg, by virtue of a proxy given under private seal.

The proxy, after having been signed "ne varietur" by the proxy-holder and the undersigned notary, shall remain attached to this deed in order to be registered therewith.

Such appearing person, acting in its hereabove stated capacity, has required the officiating notary to enact the deed of incorporation of a private limited company (société à responsabilité limitée) which it declares organized and the articles of incorporation of which shall be as follows:

A. Purpose - Duration - Name - Registered office

Art. 1. There is hereby established by the current owner of the shares created hereafter and among all those who may become partners in the future, a private limited liability company (société à responsabilité limitée) (hereinafter the "Company") which shall be governed by the law of August 10 th , 1915 on commercial companies, as amended, as well as by the present articles of incorporation.

Art. 2. The purpose of the Company is the holding of participations, in any form whatsoever, in Luxembourg and foreign companies and any other form of investment, the acquisition by purchase, subscription or in any other manner as well as the transfer by sale, exchange or otherwise of securities of any kind and the administration, control and development of its portfolio.

An additional purpose of the Company is the acquisition and sale for its own account of real estate properties either in the Grand Duchy of Luxembourg or abroad as well as all operations relating to real estate properties, including the direct or indirect holding of participations in Luxembourg or foreign companies, the principal object of which is the acquisition, development, promotion, sale, management and/or lease of real estate properties.

The Company may further guarantee, grant loans or otherwise assist the companies in which it holds a direct or indirect participation or which form part of the same group of companies as the Company.

The Company may carry out any commercial, industrial or financial activities which it may deem useful in accomplishment of these purposes.

Art. 3. The Company is incorporated for an unlimited period.

Art. 4. The Company will assume the name of "BLH Investment 3 S.a r.l.".

Art. 5. The registered office of the Company is established in Luxembourg, Grand Duchy of Luxembourg. Within the same borough, the registered office may be transferred by a resolution of the sole manager, or in case of several managers, of the board of managers and to any other municipality in the Grand Duchy of Luxembourg by means of a resolution of the general meeting of its partners. Branches, subsidiaries or other offices may be established either in the Grand Duchy of Luxembourg or abroad by a decision of the sole manager, or in case of several managers, of the board of managers.

In the event that the sole manager, or in case of several managers, the board of managers determines that extraordinary political, economic or social events have occurred or are imminent which would interfere with the normal activities 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 abnormal circumstances; such provisional measures shall have no effect on the nationality of the Company, which, notwithstanding such temporary transfer, shall remain a Luxembourg corporation.

B. Share capital - Shares

Art. 6. The Company's share capital is set at twelve thousand five hundred euro (EUR 12,500.-) represented by twelve thousand five hundred (12,500) shares having a par value of one euro (EUR 1.-) each.

Each share is entitled to one vote at ordinary and extraordinary general meetings.

Art. 7. The share capital may be modified at any time by approval of a majority of partners representing three quarters (3/4) of the share capital at least. The shares to subscribe shall be offered preferably to the existing partners, in proportion to their part in the share capital representing their shares.

The manager or the board of managers may create such capital reserve(s) from time to time as it may determine (in addition to those reserve(s) which are required by law) and shall create a special reserve from funds received by the Company as issue premiums, which shall not be distributed to the partners until all liabilities of the Company are satisfied.

Art. 8. The Company will recognize only one holder per share. The joint co-owners shall appoint a single representative who shall represent them towards the Company.

Art. 9. The Company's shares are freely transferable among partners. Any inter vivos transfer to a new partner is subject to the approval of such transfer given by the other partners in a general meeting, at a majority of three quarters (3/4) of the share capital.

In the event of death, the shares of the deceased partner may only be transferred to new partners subject to the approval of such transfer given by the other partners in a general meeting, at a majority of three quarters (3/4) of the share capital owned by the surviving partners. Such approval is, however, not required in case the shares are transferred either to parents, descendants or the surviving spouse.

Art. 10. The death, suspension of civil rights, bankruptcy or insolvency of one of the partners will not cause the dissolution of the Company.

Art. 11. Neither creditors, nor assigns, nor heirs may for any reason affix seals on assets or documents of the Company.

C. Management

Art. 12. The Company is managed by one or several managers, who need not be partners.

In dealing with third parties, the manager, or in case of several managers, the board of managers has the most extensive powers to act in the name of the Company in all circumstances and to authorise all acts and operations consistent with the Company's purpose. The manager(s) is (are) appointed by the sole partner, or as the case may be, the partners, who fix(es) their number and the term of its/their office. He (they) may be dismissed freely at any time by the sole partner, or as the case may be, the partners.

The Company will be bound in all circumstances by the signature of the sole manager or, if there is more than one manager, by the joint signature of an A manager and a B manager, or by the individual or joint signature(s) of any other person(s) to whom such signatory power has been delegated by the sole manager, or the board of managers, as the case may be.

The sole manager, or in case of several managers, the board of managers may sub-delegate his/their powers for specific tasks to one or several ad hoc officers or agents acting alone or jointly.

The officer's and/or agent's nomination, revocation, responsibilities and remuneration, if any, the duration of the period of his/their representation and any other relevant conditions of his/their agency will be determined by the sole manager, or the board of managers.

Art. 13. In case of several managers, the Company is managed by a board of managers which may choose from among its members a chairman, and may choose from among its members a vice-chairman. It may also choose a secretary, who need not be a manager, who shall be responsible for keeping the minutes of the meetings of the board of managers.

The board of managers shall meet upon call by any one manager at the place indicated in the notice of meeting. The chairman shall preside all meetings of the board of managers, or in the absence of a chairman, the board of managers may appoint another manager as chairman by vote of the majority present at any such meeting.

Written notice of any meeting of the board of managers must be given to the managers at least twenty-four hours in advance of the date foreseen for the meeting, except in case of emergency, in which case the nature and the motives of the emergency shall be mentioned in the notice. This notice may be omitted in case of assent of each manager in writing, by cable, telegram, telex or facsimile, or any other similar means of communication. A special convocation will not be required for a board meeting to be held at a time and location determined in a prior resolution adopted by the board of managers.

Any manager may act at any meeting of the board of managers by appointing in writing or by cable, telegram, telex or facsimile another manager as his proxy. A manager may represent more than one member of the board of managers.

Any manager may participate in any meeting of the board of managers by conference-call, videoconference or by other similar means of communication allowing all the persons 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.

The board of managers can deliberate or act validly only if at least a majority of the managers, including at least an A manager and a B manager, is present or represented at a meeting of the board of managers. Decisions shall be taken by a majority of votes of the managers present or represented at such meeting, including the positive vote of at least an A manager and a B manager.

The board of managers may, unanimously, pass resolutions by circular means when expressing its approval in writing, by cable, telegram, telex or facsimile, or any other similar means of communication, to be confirmed in writing. The entirety will form the minutes giving evidence of the resolution.

Art. 14. The minutes of any meeting of the board of managers shall be signed by the chairman or, in his absence, by the vice-chairman, or by two managers. Copies or extracts of such minutes which may be produced in judicial proceedings or otherwise shall be signed by the chairman or by two managers or by any person duly appointed to that effect by the board of managers.

Art. 15. The death or resignation of a manager, for any reason whatsoever, shall not cause the dissolution of the Company.

Art. 16. The manager(s) do(es) not assume, by reason of its/their position, any personal liability in relation to commitments regularly made by them in the name of the Company. They are authorised agents only and are therefore merely responsible for the execution of their mandate.

The Company shall indemnify any manager or officer, and his heirs, executors and administrators, against expenses reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a manager or officer of the Company, or, at its request, of any other corporation of which the Company is a shareholder or creditor and from which he is not entitled to be indemnified, except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for negligence or fault or misconduct; in the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Company is advised by counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnification shall not exclude other rights to which he may be entitled.

Art. 17. The manager or the board of managers may decide to pay interim dividends on the basis of a statement of accounts prepared by the manager or the board of managers showing that sufficient funds are available for distribution, it being understood that the amount to be distributed may not exceed realized profits since the end of the last fiscal year, increased by carried forward profits and distributable reserves, but decreased by carried forward losses and sums to be allocated to a reserve to be established by law or by these articles of incorporation.

D. Decisions of the sole partner - Collective decisions of the partners

Art. 18. Each partner may participate in collective decisions irrespective of the number of shares which he owns. Each partner is entitled to as many votes as he holds or represents shares.

Art. 19. Save a higher majority as provided herein, collective decisions are only validly taken in so far as they are adopted by partners owning more than half of the share capital.

The partners may not change the nationality of the Company otherwise than by unanimous consent. Any other amendment of the articles of incorporation requires the approval of a majority of partners representing three quarters (3/4) of the share capital at least.

Art. 20. In the case of a sole partner, such partner exercises the powers granted to the general meeting of partners under the provisions of section XII of the law of 10 August 1915 concerning commercial companies, as amended.

E. Financial year - Annual accounts - Distribution of profits

Art. 21. The Company's financial year commences on the 1 st of April and ends on the 31 st of March of the following year.

Art. 22. Each year on the 31 st of March, the accounts are closed and the sole manager or the board of managers prepares an inventory including an indication of the value of the Company's assets and liabilities. Each partner may inspect the above inventory and balance sheet at the Company's registered office.

Art. 23. Five per cent (5%) of the net profit is set aside for the establishment of a statutory reserve, until such reserve amounts to ten per cent (10%) of the share capital. The balance may be freely used by the partners.

F. Dissolution - Liquidation

Art. 24. In the event of dissolution of the Company, the Company shall be liquidated by one or more liquidators, who need not be partners, and which are appointed by the general meeting of partners which will determine their powers and fees. Unless otherwise provided, the liquidators shall have the most extensive powers for the realisation of the assets and payment of the liabilities of the Company.

The surplus resulting from the realisation of the assets and the payment of the liabilities shall be distributed among the partners in proportion to the shares of the Company held by them.

Art. 25. All matters not governed by these articles of incorporation shall be determined in accordance with the law of 10 August 1915 on commercial companies, as amended from time to time.

Subscription and Payment

The twelve thousand five hundred (12,500) shares have been entirely subscribed by BLH (2) Pte. Ltd., prenamed.

All the shares so subscribed are fully paid up in cash so that the amount of twelve thousand five hundred euro (EUR 12,500.-) is as of now available to the Company, as it has been justified to the officiating notary.

Transitional dispositions

The first financial year shall begin on the date of incorporation of the Company and shall end on March 31 st , 2013.

Expenses

The expenses, costs, remunerations or charges in any form whatsoever which shall be borne by the Company as a result of its incorporation are estimated at approximately one thousand two hundred euro (EUR 1,200.-).

Extraordinary general meeting

The above named person, sole shareholder, representing the entire subscribed share capital and considering himself as fully convened, has immediately passed the following resolutions:

1) The number of members of the board of managers is fixed at three (3).

2) The following persons are appointed as members of the board of managers of the Company for an unlimited duration:

- Jeffrey Howard Schwartz, born on May 1 st , 1959, in Pennsylvania, USA, residing at 2877, Paradise Road, #305, Las Vegas, NV 89109, USA, is appointed as A manager;

- Stephen K. Schutte, born on March 18, 1967, in Illinois, USA, residing at 14-05, St. Thomas Suites, 33 St. Thomas Walk, 232113 Singapore, is appointed as A manager; and

- Anne Catherine Grave, born on July 23, 1974 in Comines (France), having her professional address at 19, rue de Bitbourg, L-1273 Luxembourg, is appointed as B manager.

3) The address of the Company's registered office is set at 37C, avenue John F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg.

4) KPMG Luxembourg, having its registered office at 9, Allée Scheffer, L-2520 Luxembourg and registered with the Luxembourg Trade and Companies Register under number B 149.133, is appointed as independent auditor of the Company. The term of office of the independent auditor will end at the general meeting approving the annual accounts closed on March 31 st , 2013.

The undersigned notary who understands and speaks English, states herewith that on request of the above appearing person, the present deed is worded in English followed by a French translation; on the request of the same appearing person and in case of divergence between the English and the French text, the English version will prevail.

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

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

Suit la traduction en français du texte qui précède

L'an deux mil douze, le huit juin.

Par-devant Nous Maître Martine SCHAEFFER, notaire de résidence à Luxembourg, Grand-Duché de Luxembourg.

A comparu:

BLH (2) Pte. Ltd., une limited private company, constituée et régie selon les lois de Singapour, ayant son siège social au 501, Orchard Road #16-02, Wheelock Place, Singapore 238880 et immatriculée auprès de l'Accounting and Corporate Regulatory Authority sous le numéro 201206611Z, ici représentée par Melle Sylvie LOUIS, avocat, demeurant à Luxembourg, en vertu d'une procuration délivrée sous seing privé.

La procuration, signée «ne varietur» par le mandataire et le notaire soussigné, restera annexée au présent acte pour être soumise avec lui aux formalités de l'enregistrement.

Laquelle comparante, représentée comme dit ci-avant, a requis le notaire instrumentant de dresser acte d'une société à responsabilité limitée qu'elle déclare constituer et dont elle a arrêté les statuts comme suit:

A. Objet - Durée - Dénomination - Siège

Art. 1 er . Il est formé par les présentes par le propriétaire actuel des parts ci-après créées et tous ceux qui pourront le devenir par la suite, une société à responsabilité limitée (ci-après la «Société») qui sera régie par la loi du 10 août 1915 concernant les sociétés commerciales, telle que modifiée, ainsi que par les présents statuts.

Art. 2. La Société a pour objet la prise de participations, sous quelque forme que ce soit, dans des sociétés luxembourgeoises ou étrangères et toutes autres formes de placements, l'acquisition par achat, souscription ou de toute autre

manière ainsi que l'aliénation par la vente, l'échange ou de toute autre manière de valeurs mobilières de toutes espèces et la gestion, le contrôle et la mise en valeur de ces participations.

Un objet supplémentaire de la Société est l'acquisition et la vente de biens immobiliers, pour son propre compte, soit au Grand-Duché de Luxembourg, soit à l'étranger ainsi que toutes les opérations liées à des biens immobiliers, comprenant la prise de participations directes ou indirectes dans des sociétés au Luxembourg ou à l'étranger dont l'objet principal consiste dans l'acquisition, le développement, la promotion, la vente, la gestion et/ou la location de biens immobiliers.

La Société peut également garantir, accorder des prêts à ou assister autrement les sociétés dans lesquelles elle détient une participation directe ou indirecte ou les sociétés qui font partie du même groupe de sociétés que la Société.

La Société pourra exercer toutes activités de nature commerciale, industrielle ou financière estimées utiles pour l'accomplissement de ses objets.

Art. 3. La Société est constituée pour une durée indéterminée.

Art. 4. La Société prend la dénomination de "BLH Investment 3 S.à r.l.".

Art. 5. Le siège social de la Société est établi à Luxembourg Ville, Grand-Duché de Luxembourg. A l'intérieur de la commune, le siège social pourra être transféré par décision du gérant unique, ou s'il y a plusieurs gérants, par décision du conseil de gérance, et dans toute autre municipalité du Grand-Duché de Luxembourg par décision de l'assemblée générale des associés. Par décision du gérant unique, ou s'il y a plusieurs gérants, par décision du conseil de gérance, des succursales, des filiales ou d'autres bureaux peuvent être établis tant au Grand-Duché de Luxembourg qu'à l'étranger.

Au cas où le gérant unique, ou s'il y a plusieurs gérants, le conseil de gérance, estime que des événements extraordinaires d'ordre politique, économique ou social, de nature à compromettre les activités normales de la Société à son siège social ou la communication de ce siège avec l'étranger, se déclarent ou sont imminents, le siège social pourra être transféré provisoirement à l'étranger jusqu'à la cessation complète de ces circonstances anormales; ces mesures provisoires n'auront toutefois aucun effet sur la nationalité de la Société, laquelle, nonobstant ce transfert provisoire, restera luxembourgeoise.

B. Capital social - Parts sociales

Art. 6. Le capital social est fixé à la somme de douze mille cinq cents euros (EUR 12.500,-) représentée par douze mille cinq cents (12.500) parts sociales, d'une valeur d'un euro (EUR 1,-) chacune.

Chaque part sociale donne droit à une voix dans les délibérations des assemblées générales ordinaires et extraordinaires.

Art. 7. Le capital social pourra, à tout moment, être modifié moyennant accord de la majorité des associés représentant au moins les trois quarts (3/4) du capital social. Les parts à souscrire seront offertes par préférence aux associés existants, proportionnellement à la part du capital social représentée par leurs parts sociales.

Le gérant ou le conseil de gérance peut être amené à créer, de temps à autre, un capital de réserve (en plus des réserves requises par la loi), et devra créer une réserve spéciale provenant de fonds reçus par la Société en tant que primes d'émission, qui ne pourra pas être distribuée avant que toutes les dettes de la Société n'aient été remboursées.

Art. 8. Les parts sociales sont indivisibles à l'égard de la Société qui ne reconnaît qu'un seul propriétaire pour chacune d'elles. Les copropriétaires indivis de parts sociales sont tenus de se faire représenter auprès de la Société par une seule et même personne.

Art. 9. Les parts sociales sont librement cessibles entre associés. Les parts sociales ne peuvent être cédées entre vifs à des non-associés qu'avec l'agrément donné en assemblée générale des associés représentant au moins les trois quarts (3/4) du capital social.

En cas de décès d'un associé, les parts sociales de ce dernier ne peuvent être transmises à des non-associés que moyennant l'agrément, donné en assemblée générale, des associés représentant les trois quarts (3/4) des parts appartenant aux associés survivants. Dans ce dernier cas cependant, le consentement n'est pas requis lorsque les parts sont transmises, soit à des ascendants ou descendants, soit au conjoint survivant.

Art. 10. Le décès, l'interdiction, la faillite ou la déconfiture de l'un des associés n'entraîne pas la dissolution de la Société.

Art. 11. Les créanciers, ayants-droit ou héritiers ne pourront, pour quelque motif que ce soit, apposer des scellés sur les biens et documents de la Société.

C. Gérance

Art. 12. La Société est gérée par un ou plusieurs gérants, qui n'ont pas besoin d'être associés.

Vis-à-vis des tiers, le gérant unique ou, dans le cas où il y a plusieurs gérants, le conseil de gérance a les pouvoirs les plus étendus pour agir au nom de la Société en toutes circonstances et pour faire autoriser tous les actes et opérations relatifs à son objet. Le ou les gérants sont nommés par l'associé unique ou, le cas échéant, par les associés, fixant la durée de leur mandat. Il(s) est/sont librement et à tout moment révocable(s) par l'associé unique ou, selon le cas, les associés.

La Société est engagée en toutes circonstances, par la signature du gérant unique ou, lorsqu'ils sont plusieurs gérants, par la signature conjointe d'un gérant A et d'un gérant B, ou par la signature individuelle ou conjointe de toute(s) autre (s) personne(s) à qui des pouvoirs de signature ont été délégués par le gérant unique, ou le conseil de gérance, le cas échéant.

Le gérant unique, 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, agissant seuls ou conjointement.

Les nomination, révocation, responsabilités, rémunération, s'il y en a une de prévue, la durée du mandat de ces agents, ainsi que toutes autres conditions de leur mandat seront réglées par le gérant unique, ou par le conseil de gérance.

Art. 13. Lorsqu'il y a plusieurs gérants, la Société est gérée par un conseil de gérance qui pourra choisir parmi ses membres un président et pourra choisir parmi ses membres un vice-président. Il pourra également choisir un secrétaire, qui n'a pas besoin d'être gérant, et qui sera en charge de la tenue des procès-verbaux des réunions du conseil de gérance.

Le conseil de gérance se réunira sur convocation d'un gérant au lieu indiqué dans l'avis de convocation. Le président présidera toutes les réunions du conseil de gérance; en l'absence d'un président, le conseil de gérance pourra désigner à la majorité des personnes présentes à cette réunion un autre gérant pour assumer la présidence de ces réunions.

Avis écrit de toute réunion du conseil de gérance sera donné à tous les gérants au moins vingt-quatre heures avant la date prévue pour la réunion, sauf s'il y a urgence, auquel cas la nature et les motifs de cette urgence seront mentionnés dans l'avis de convocation. Il pourra être passé outre à cette convocation à la suite de l'assentiment de chaque gérant par écrit ou par câble, télégramme, télex, télécopieur ou tout autre moyen de communication similaire. Une convocation spéciale ne sera pas requise pour une réunion du conseil de gérance se tenant à une heure et un endroit déterminés dans une résolution préalablement adoptée par le conseil de gérance.

Tout gérant pourra se faire représenter à toute réunion du conseil de gérance en désignant par écrit ou par câble, télégramme, télex ou télécopie un autre gérant comme son mandataire. Un gérant peut représenter plusieurs de ses collègues.

Tout gérant peut participer à une réunion du conseil de gérance par conférence téléphonique, par vidéoconférence ou par d'autres moyens de communication similaires où toutes les personnes prenant part à cette réunion peuvent s'entendre les unes les autres. La participation à une réunion par ces moyens équivaut à une présence en personne à une telle réunion.

Le conseil de gérance ne pourra délibérer ou agir valablement que si la majorité au moins des gérants, incluant au moins un gérant A et un gérant B, est présente ou représentée à la réunion du conseil de gérance. Les décisions sont prises à la majorité des voix des gérants présents ou représentés à cette réunion, incluant le vote positif d'au moins un gérant A et un gérant B.

Le conseil de gérance pourra, à l'unanimité, prendre des résolutions par voie circulaire en exprimant son approbation au moyen d'un ou de plusieurs écrits ou par câble, télégramme, télex, télécopieur ou tout autre moyen de communication similaire, à confirmer par écrit, le tout ensemble constituant le procès-verbal faisant preuve de la décision intervenue.

Art. 14. Les procès-verbaux de toutes les réunions du conseil de gérance seront signés par le président ou, en son absence, par le vice-président, ou par deux gérants. Les copies ou extraits des procès-verbaux destinés à servir en justice ou ailleurs seront signés par le président ou par deux gérants ou par toute personne dûment mandatée à cet effet par le conseil de gérance.

Art. 15. Le décès d'un gérant ou sa démission, pour quelque motif que ce soit, n'entraîne pas la dissolution de la Société.

Art. 16. Le ou les gérant(s) ne contract(ent), à raison de leur fonction, aucune obligation personnelle relativement aux engagements régulièrement pris par eux au nom de la Société. Simples mandataires, ils ne sont responsables que de l'exécution de leur mandat.

La Société indemnisera tout gérant ou fondé de pouvoir, ses héritiers, exécuteurs testamentaires et administrateurs, des dépenses raisonnablement occasionnées par toutes actions ou tous procès auxquels il aura été partie en sa qualité de gérant ou fondé de pouvoir de la Société, ou pour avoir été, à la demande de la Société, gérant ou fondé de pouvoir de toute autre société dont la Société est actionnaire ou créditrice et par laquelle il ne serait pas indemnisé, sauf le cas où dans pareils actions ou procès il sera finalement condamné pour négligence ou faute ou mauvaise administration; en cas d'arrangement extrajudiciaire, une telle indemnité ne sera accordée que si la Société est informée par son avocat-conseil que le gérant ou fondé de pouvoir en question n'a pas commis un tel manquement à ses devoirs. Le droit à indemnisation n'exclura pas d'autres droits dans le chef du gérant ou fondé de pouvoir.

Art. 17. Le gérant ou le conseil de gérance peut décider de payer des acomptes sur dividendes sur base d'un état comptable préparé par le gérant ou le conseil de gérance, duquel il ressort que des fonds suffisants sont disponibles pour distribution, étant entendu que les fonds à distribuer ne peuvent pas excéder le montant des bénéfices réalisés depuis le dernier exercice fiscal augmenté des bénéfices reportés et des réserves distribuables mais diminué des pertes reportées et des sommes à porter en réserve en vertu d'une obligation légale ou statutaire.

D. Décisions de l'associé unique - Décisions collectives des associés

Art. 18. Chaque associé peut participer aux décisions collectives quel que soit le nombre de parts qui lui appartient. Chaque associé a un nombre de voix égal au nombre de parts qu'il possède ou représente.

Art. 19. Sous réserve d'un quorum plus important prévu par les statuts, les décisions collectives ne sont valablement prises que pour autant qu'elles ont été adoptées par des associés représentant plus de la moitié (1/2) du capital social.

Les associés ne peuvent, si ce n'est à l'unanimité, changer la nationalité de la Société. Toutes autres modifications des statuts sont décidées à la majorité des associés représentant au moins les trois quarts (3/4) du capital social.

Art. 20. Dans le cas d'un associé unique, celui-ci exercera les pouvoirs dévolus à l'assemblée des associés par les dispositions de la section XII de la loi du 10 août 1915 concernant les sociétés commerciales, telle que modifiée.

E. Année sociale - Bilan - Répartition

Art. 21. L'année sociale commence le 1 er avril de chaque année et se termine le 31 mars de l'année suivante.

Art. 22. Chaque année, au 31 mars, les comptes sont arrêtés et le(s) gérant(s) dresse(nt) un inventaire comprenant l'indication des valeurs actives et passives de la société. Tout associé peut prendre communication au siège social de l'inventaire et du bilan.

Art. 23. Sur le bénéfice net, il est prélevé cinq pour cent (5%) pour la constitution d'un fonds de réserve jusqu'à ce que celui-ci atteigne dix pour cent (10%) du capital social. Le solde est à la libre disposition de l'assemblée générale.

F. Dissolution - Liquidation

Art. 24. En cas de dissolution de la Société, la liquidation sera faite par un ou plusieurs liquidateur(s), associé(s) ou non, nommé(s) par l'assemblée des associés qui fixera leurs pouvoirs et leurs émoluments. Sauf décision contraire le ou les liquidateur(s) auront les pouvoirs les plus étendus pour la réalisation de l'actif et le paiement du passif.

L'actif, après déduction du passif, sera partagé entre les associés en proportion des parts sociales détenues dans la Société.

Art. 25. Pour tout ce qui n'est pas réglé par les présents statuts, les associés s'en réfèrent aux dispositions de la loi du 10 août 1915 concernant les sociétés commerciales, telle qu'elle a été modifiée.

Souscription et Libération

Les douze mille cinq cents (12.500) parts sociales de la Société ont été souscrites par BLH (2) Pte. Ltd., prénommée.

Toutes les parts souscrites ont été entièrement libérées en numéraire de sorte que la somme de douze mille cinq cents euros (EUR 12.500,-) est dès à présent à la disposition de la Société, ce dont il a été justifié au notaire instrumentant.

Dispositions transitoires

Le premier exercice social commence à la date de la constitution de la Société et se terminera le 31 mars 2013.

Frais

Le montant des frais et dépenses, rémunérations et charges, sous quelque forme que ce soit, qui incombe à la Société ou qui est mis à charge à raison de sa constitution est évalué environ à mille deux cents euros (EUR 1.200,-).

Assemblée générale extraordinaire

Et aussitôt l'associé unique, représentant l'intégralité du capital social et se considérant comme dûment convoqué, a pris les résolutions suivantes:

1) Le nombre de membres au conseil de gérance est fixé à trois (3).

2) Les personnes suivantes sont nommées en tant que membres du conseil de gérance de la Société pour une durée indéterminée:

- Jeffrey Howard Schwartz, né le 1 er mai 1959, en Pennsylvanie, Etats-Unis d'Amérique, résidant au 2877, Paradise Road, #305, Las Vegas, NV 89109, Etats-Unis d'Amérique, est nommé en tant que gérant A;

- Stephen K. Schutte, né le 18 mars 1967, en Illinois, Etats-Unis d'Amérique, résidant au 14-05, St. Thomas Suites, 33 St. Thomas Walk, 232113 Singapour, est nommé en tant que gérant A; et

- Anne Catherine Grave, née le 23 juillet 1974 à Comines (France), résidant professionnellement au 19, rue de Bitbourg, L-1273 Luxembourg, est nommée en tant que gérant B.

3) L'adresse du siège social de la Société est fixée au 37C, avenue John F. Kennedy, L-1855 Luxembourg, Grand-Duché de Luxembourg.

4) KPMG Luxembourg, ayant son siège social au 9, Allée Scheffer, L-2520 Luxembourg et enregistrée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 149.133, est nommé en tant que réviseur d'entreprises agréé de la Société pour une durée venant à échéance à l'issue de l'assemblée générale annuelle délibérant sur les comptes annuels clôturés au 31 mars 2013.

Le notaire soussigné qui comprend et parle l'anglais, constate que sur demande de la comparante, le présent acte est rédigé en langue anglaise suivi d'une version française; sur demande de la même comparante et en cas de divergences entre le texte français et le texte anglais, ce dernier fait foi.

Dont acte, fait et passé à Luxembourg, les jours, mois et an qu'en tête des présentes.

Et après lecture faite et interprétation donnée aux comparants, connus du notaire instrumentaire par ses nom, prénom usuel, état et demeure, la comparante a signé le présent acte avec le notaire.

Signé: S. Louis et M. Schaeffer.

Enregistré à Luxembourg Actes Civils, le 11 juin 2012. LAC/2011/26722. Reçu soixante-quinze euros EUR 75,-

Le Receveur ff. (signé): Carole FRISING.

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

Luxembourg, le 14 juin 2012.

Référence de publication: 2012069297/383.

(120099649) Déposé au registre de commerce et des sociétés de Luxembourg, le 15 juin 2012.

Cargill International Luxembourg 14 S.à r.l., Société à responsabilité limitée.

Capital social: USD 19.000,00.

Siège social: L-1528 Luxembourg, 11-13, boulevard de la Foire.

R.C.S. Luxembourg B 161.282.

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En date du 3 mai 2012, l'associé Cargill International Luxembourg 1 S.à r.l., une société à responsabilité limitée régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 11-13, boulevard de la Foire, L-1528 Luxembourg, enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 150964, a cédé la totalité de ses 19.000 parts sociales ordinaires à Cargill International Luxembourg 2 S.à r.l., une société à responsabilité limitée régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 11-13, boulevard de la Foire, L-1528 Luxembourg, enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 150966, qui les acquiert.

En conséquence, Cargill International Luxembourg 2 S.à r.l. est associé unique avec 19.000 parts sociales ordinaires.

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

Luxembourg, le 21 mai 2012.

Référence de publication: 2012058673/18.

(120082702) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Credit Suisse Custom Markets, Société d'Investissement à Capital Variable.

Siège social: L-1470 Luxembourg, 69, route d'Esch.

R.C.S. Luxembourg B 137.116.

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Le bilan au 31 décembre 2011 a été déposé au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 22 mai 2012.

Pour Credit Suisse Custom Markets

Investment company with variable capital

RBC Dexia Investor Services Bank S.A.

Société Anonyme

Référence de publication: 2012058686/14.

(120083142) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Chemical Project Investments S.A., Société Anonyme.

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

R.C.S. Luxembourg B 72.868.

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EXTRAIT

Il résulte du procès verbal de l'Assemblée Générale Extraordinaire du 22 mai 2012 que SER.COM S.à.r.l., ayant son siège social 19, Boulevard Grande Duchesse Charlotte L-1331 Luxembourg à été nommée Commissaire en remplacement de CERTIFICA LUXEMBOURG S.à.r.l, commissaire démissionnaire. Son mandat prendra fin à l'issue de l'Assemblée générale ordinaire qui se tiendra en 2013.

Pour extrait conforme
Luxembourg, le 22 mai 2012.

Référence de publication: 2012058699/14.

(120082836) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Cargill International Luxembourg 15 S.à r.l., Société à responsabilité limitée.

Capital social: USD 19.000,00.

Siège social: L-1528 Luxembourg, 11-13, boulevard de la Foire.

R.C.S. Luxembourg B 161.283.

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En date du 3 mai 2012, l'associé Cargill International Luxembourg 1 S.à r.l., une société à responsabilité limitée régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 11-13, boulevard de la Foire, L-1528 Luxembourg, enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 150964, a cédé la totalité de ses 19.000 parts sociales ordinaires à Cargill International Luxembourg 2 S.à r.l., une société à responsabilité limitée régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 11-13, boulevard de la Foire, L-1528 Luxembourg, enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 150966, qui les acquiert.

En conséquence, Cargill International Luxembourg 2 S.à r.l. est associé unique avec 19.000 parts sociales ordinaires.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 21 mai 2012.

Référence de publication: 2012058674/18.

(120082701) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Topolino Luxco S.à r.l., Société à responsabilité limitée.

Capital social: CHF 1.000.000,00.

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

R.C.S. Luxembourg B 165.880.

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In the year two thousand and twelve, on the tenth day of the month of May.

Before Us, Me Henri Hellinckx, notary residing in Luxembourg.

There appeared:

GIP Topolino Acquisition Partners, L.P., a Guernsey limited partnership, with registered office at 1 st Floor, Les Echelons Court, Les Echelons, South Esplanade, St Peter Port, Guernsey GY1 1AR, registered with the Guernsey Registry under number 1585, acting through its general partner Global Infrastructure GP, L.P., acting in turn through its general partner Global Infrastructure Investors, Limited, a company limited by shares incorporated under the laws of Guernsey, with registered office 1 st Floor, Les Echelons Court, Les Echelons, South Esplanade, St Peter Port, Guernsey GY1 1AR (the "Sole Shareholder"),

represented by Me Karolina Szpinda, maître en droit, professionally residing in Luxembourg, pursuant to a proxy dated 9 May 2012 which shall remain annexed to present deed after having been signed ne varietur by the proxyholder and the undersigned notary,

being the sole shareholder of Topolino Luxco S.à r.l. (the "Company"), a société à responsabilité limitée incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 65, boulevard Grande-Duchesse Charlotte, L-1331 Luxembourg, Grand Duchy of Luxembourg, having a share capital of CHF 18,000 and registered with the Registre de Commerce et des Sociétés of Luxembourg under number B 165.880 incorporated on 19 December 2011 by deed of the undersigned notary published in the Mémorial C, Recueil des Sociétés et Associations number 445 dated 20 February 2012.

The appearing party acting in the above stated capacity declared and the notary recorded as follows:

1. The appearing party is the sole shareholder of the Company and holds all eighteen thousand (18,000) shares with a par value of one Swiss Franc (CHF 1) each in issue in the Company so that the total share capital is represented and decision can be validly taken by the sole shareholder.

2. The items on which resolutions are to be passed are as follows:

(A) Increase of the issued share capital of the Company by an amount of nine hundred eighty two thousand Swiss Francs (CHF 982,000) (the "Capital Increase") in order to bring it from its current amount of eighteen thousand Swiss Francs (CHF 18,000) to one million Swiss Francs (CHF 1,000,000) by the issue of nine hundred eighty two thousand (982,000) shares of a nominal value of one Swiss Franc (CHF 1) each against the contribution in cash by the Sole Shareholder of ninety two million eight hundred seventeen thousand fifty eight Swiss Francs ninety one cents (CHF 92,817,058.91); allocation of the difference between the contribution in cash and the Capital Increase to a share premium

account of the Company; subscription for and full payment of the new shares for a subscription price of an amount of ninety two million eight hundred seventeen thousand fifty eight Swiss Francs ninety one cents (CHF 92,817,058.91) by the Sole Shareholder;

(B) Restructuring of the issued share capital of the Company by dividing the existing shares into ten different classes of shares, namely classes A, B, C, D, E, F, G, H, I and J, and reclassification of the one million (1,000,000)existing shares as follows:

Class of shares	Number of shares
Class A shares	100,000
Class B shares	100,000
Class C shares	100,000
Class D shares	100,000
Class E shares	100,000
Class F shares	100,000
Class G shares	100,000
Class H shares	100,000
Class I shares	100,000
Class J shares	100,000
TOTAL	1,000,000

(C) Determination of the rights attached to each class of shares and subsequent amendment of article 5, article 9 and article 13 of the articles of incorporation of the Company, in the form attached to the proxy attached to the present deed.

Thereafter the following resolutions were passed by the Sole Shareholder of the Company:

First resolution

The Sole Shareholder resolved to increase the issued share capital of the Company by an amount of nine hundred eighty two thousand Swiss Francs (CHF 982,000) (the "Capital Increase") in order to bring it from its current amount of eighteen thousand Swiss Francs (CHF 18,000) to one million Swiss Francs (CHF 1,000,000) by the issue of nine hundred eighty two thousand (982,000) new shares of a nominal value of one Swiss Francs (CHF 1) for a total subscription price of ninety two million eight hundred seventeen thousand fifty eight Swiss Francs ninety one cents (CHF 92,817,058.91).

The Sole Shareholder, represented by Me Karolina Szpinda, prenamed, then subscribed to the new shares and paid the total subscription price by way of a contribution in cash of a total amount of ninety two million eight hundred seventeen thousand fifty eight Swiss Francs ninety one cents (CHF 92,817,058.91) (the "Contribution in Cash").

Evidence of the full payment of the subscription price for the newly issued shares of the Company has been shown to the undersigned notary.

Second resolution

The Sole Shareholder resolved to restructure the issued share capital of the Company by dividing the existing shares into ten different classes of shares, namely classes A, B, C, D, E, F, G, H, I and J, and to reclassify the one million (1,000,000) existing shares as follows:

Class of shares	Number of shares
Class A shares	100,000
Class B shares	100,000
Class C shares	100,000
Class D shares	100,000
Class E shares	100,000
Class F shares	100,000
Class G shares	100,000
Class H shares	100,000
Class I shares	100,000
Class J shares	100,000
TOTAL	1,000,000

Third resolution

The Sole Shareholder resolved to allocate the difference between the Contribution in Cash and the Capital Increase, being an amount of ninety one million eight hundred thirty five thousand fifty eight Swiss Francs ninety one cents (CHF 91,835,058.91) to the share premium account of the Company.

Fourth resolution

The Sole Shareholder resolved to attribute to each class of shares the rights as described in the amended Article 5, Article 9 and Article 13 of the articles of association.

Fifth resolution

The Sole Shareholder resolved to amend Article 5 of the articles of association of the Company which shall read as follows:

" **Art. 5. Share capital - Classes of Shares - Repurchase.**

5.1 Share capital

The issued share capital of the Company is set at one million Swiss Francs (CHF 1,000,000) divided into one million (1,000,000) shares with a par value of one Swiss Franc (CHF 1) each (the "Shares") divided into 100,000 class A shares (the "Class A Shares"), 100,000 class B shares (the "Class B Shares"), 100,000 class C shares (the "Class C Shares"), 100,000 class D shares (the "Class D Shares"), 100,000 class E shares (the "Class E Shares"), 100,000 class F shares (the "Class F Shares"), 100,000 class G shares (the "Class G Shares"), 100,000 class H shares (the "Class H Shares"), 100,000 class I shares (the "Class I Shares") and 100,000 class J shares (the "Class J Shares"), and together with the other classes of shares, the "Classes of Shares"), all such Shares being fully subscribed and entirely paid up.

5.2 Reduction of share capital

The share capital of the Company may be reduced through the repurchase and cancellation of all the Shares in issue in one or more Class(es) of Shares by decision of the general meeting of shareholders taken in accordance with Article 5.3, the general meeting of shareholders deciding at the quorum and majority conditions provided for the amendment of the articles of association.

5.3 Repurchase

5.3.1 The repurchase and cancellation of one Class of Shares may only take place if all the Shares of the Class of Shares with an alphabet letter immediately subsequent in the alphabet order, if any existing, have already been repurchased and cancelled.

5.3.2 In the case of repurchase and cancellation of a Class of Shares, the holders of such Class of Shares shall receive, for each of their Shares held in such Class of Shares, the Cancellation Value Per Share calculated as follows: nominal value per Share to be cancelled plus the Available Amount divided by the number of Shares in issue in the Class of Shares to be repurchased and cancelled, provided that the general meeting of shareholders may decide to limit the Cancellation Value per Share to the Available Cash per Share increased if so expressly decided by the general meeting of shareholders by other readily distributable assets of the Company (the "Reduction"). Should a Class of Shares receive an amount which is less than the Cancellation Value per Share as a result of the Reduction, then the Class of Shares with an alphabet letter immediately preceding, in the alphabet order, the alphabet letter of the Class of Shares which has been repurchased and cancelled will have the right to obtain, in addition to its Cancellation Value per Share, the amount that was in excess of the Reduction.

5.3.3 The board of managers shall, in case of a reduction of share capital through the repurchase and the cancellation of a Class of Shares, calculate the Class Available Amount for the repurchased Class of Shares on the basis of the Interim Accounts.

5.3.4 Definitions

Available Amount means (without double counting) the total amount of net profits of the Company (including carried forward profits attributable to the specific Class of Shares) but

(i) less the results, if positive, of any losses (including carried forward losses) expressed as a positive;

(ii) less any share premium and freely distributable reserves;

(iii) less any sums to be placed into reserve(s) pursuant to the requirements of the law of 10 August 1915 on commercial companies, as amended or of the articles of association, determined on the basis of the Interim Accounts; and

(iv) less the preferred dividend set out in Article 13.2.3 that would be allocated in the case of distribution to the Class or Classes of Shares, if any, with an alphabetic letter preceding, in the alphabet order, the alphabet letter of the Class of Shares being repurchased and cancelled.

Available Cash per Share means in respect of a Class of Shares, the Available Cash divided by the number of Shares in issue in the Class of Shares to be repurchased and cancelled.

Available Cash means all the cash held by the Company (except for cash on term deposits with a remaining maturity exceeding six (6) months), any readily marketable money market instruments, bonds and notes and any receivable which

in the opinion of the board of managers will be paid to the Company in the short term less any indebtedness or other debt of the Company payable in less than six (6) months determined on the basis of the Interim Accounts.

Cancellation Value Per Share has the meaning ascribed to it under Article 5.3.2

Class Available Amount means the Available Amount for a Class of Shares at the time of its repurchase and cancellation.

Interim Accounts means the interim accounts of the Company prepared by the manager or as the case may be by the board of managers each time at a date not older than 8 days before the general meeting of shareholders to be held to approve the repurchase and cancellation of a Class of Shares.

Reduction has the meaning ascribed to it in Article 5.3.2."

Sixth resolution

The Sole Shareholder resolved to amend Article 9 of the articles of association of the Company which shall read as follows:

" **Art. 9. Shareholder voting rights.** Each holder of any Shares of any Class of Shares may take part in collective decisions. Each Share of any Class of Shares confers an identical voting right and each shareholder has voting rights commensurate to his shareholding and may validly act at any meeting of shareholders through a special proxy."

Seventh resolution

The Sole Shareholder resolved to amend Article 13 of the articles of association of the Company which shall read as follows:

" **Art. 13. Distributions.**

13.1 Legal reserve

Out of the net profit five percent (5%) shall be placed into a legal reserve account. This deduction ceases to be compulsory when such reserve amounts to ten percent (10%) of the issued share capital of the Company.

13.2 Distribution of dividends

13.2.1 The shareholders may decide to declare and pay interim dividends on the basis of statements of accounts prepared by the manager, or as the case may be the board of managers, showing that sufficient funds are available for distribution, it being understood that the amount to be distributed may not exceed profits realized since the end of the last accounting year increased by profits carried forward and distributable reserves but decreased by losses carried forward and sums to be allocated to a reserve to be established by law. The balance may be distributed to the shareholders upon decision of a general meeting of shareholders.

13.2.2 Any distribution made by the Company to the shareholders shall be in accordance with Article 13.2 and save as provided in Article 13.2.3, each Share shall rank pari passu with every other Share and shall entitle its owner to equal rights to any distribution of dividends.

13.2.3 Preferential dividend rights attached to the Classes of Shares

In the case of distribution of dividends by the Company, each Class of Shares in existence will be entitled to the following preferential dividend rights:

Class A Shares are entitled to a preferred dividend amounting to 0.10% of the nominal value of a Share. The preferred dividend of Class A shares rank senior to the preferred dividend of all the other Classes of Shares;

Class B Shares are entitled to a preferred dividend amounting to 0.20% of the nominal value of a Share. The preferred dividend of Class B Shares rank junior to the preferred dividend of Class A Shares and senior to the preferred dividend of Class C Shares, Class D Shares, Class E Shares, Class F Shares, Class G Shares, Class H Shares, Class I Shares and Class J Shares;

Class C Shares are entitled to a preferred dividend amounting to 0.30% of the nominal value of a Share. The preferred dividend of Class C Shares rank junior to the preferred dividend of Class A Shares and Class B Shares and senior to the preferred dividend of Class D Shares, Class E Shares, Class F Shares, Class G Shares, Class H Shares, Class I Shares and Class J Shares;

Class D Shares are entitled to a preferred dividend amounting to 0.40% of the nominal value of a Share. The preferred dividend of Class D Shares rank junior to the preferred dividend of Class A Shares, Class B Shares and Class C Shares and senior to the preferred dividend of Class E Shares, Class F Shares, Class G Shares, Class H Shares, Class I Shares and Class J Shares;

Class E Shares are entitled to a preferred dividend amounting to 0.50% of the nominal value of a Share. The preferred dividend of Class E Shares rank junior to the preferred dividend of Class A Shares, Class B Shares, Class C Shares and Class D Shares and senior to the preferred dividend of Class F Shares, Class G Shares, Class H Shares, Class I Shares and Class J Shares;

Class F Shares are entitled to a preferred dividend amounting to 0.60% of the nominal value of a Share. The preferred dividend of Class F Shares rank junior to the preferred dividend of Class A Shares, Class B Shares, Class C Shares, Class D Shares and Class E Shares and senior to the preferred dividend of Class G Shares, Class H Shares, Class I Shares and Class J Shares;

Class G Shares are entitled to a preferred dividend amounting to 0.70% of the nominal value of a Share. The preferred dividend of Class G Shares rank junior to the preferred dividend of Class A Shares, Class B Shares, Class C Shares, Class D Shares, Class E Shares and Class F Shares and senior to the preferred dividend of Class H Shares, Class I Shares and Class J Shares;

Class H Shares are entitled to a preferred dividend amounting to 0.80% of the nominal value of a Share. The preferred dividend of Class H Shares rank junior to the preferred dividend of Class A Shares, Class B Shares, Class C Shares, Class D Shares, Class E Shares, Class F Shares and Class G Shares and senior to the preferred dividend of Class I Shares and Class J Shares;

Class I Shares are entitled to a preferred dividend amounting to 0.90% of the nominal value of a Share. The preferred dividend of Class H Shares rank junior to the preferred dividend of Class A Shares, Class B Shares, Class C Shares, Class D Shares, Class E Shares, Class F Shares, Class H Shares and Class G Shares and senior to the preferred dividend of Class J Shares;

Class J Shares are entitled to a preferred dividend amounting to all the remaining Available Amount. The preferred dividend of Class J Shares rank junior to the preferred dividend of all the other Classes of Shares.

Upon cancellation of the last Class of Shares in issue, the right to the remaining Available Amount shall be attributed to the then last Class of Shares in issue.

13.3 Share premium

The share premium account may be distributed to the shareholders upon decision of a general meeting of shareholders, it being understood that the share premium is not attached to any Class of Shares. The general meeting of shareholders may decide to allocate any amount out of the share premium account to the legal reserve account."

Expenses

The costs, expenses, remuneration or charges in any form whatsoever which shall be borne by the Company as a result of its increase of share capital are estimated at EUR 6,500.-.

The undersigned notary who understands and speaks English states herewith that on request of the above appearing person, the present deed is worded in English followed by a French translation. On request of the same appearing person and in case of discrepancies between the English and the French text, the English version shall prevail.

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

The document having been read to the appearing party, such person signed together with us, the notary, the present original deed.

Suit la traduction française du texte qui précède:

L'an deux mille douze, le dix mai.

Par-devant Nous, Maître Henri Hellinckx, notaire de résidence à Luxembourg.

A comparu:

GIP Topolino Acquisition Partners, L.P., a Guernsey un limited partnership du droit de Guernsey, dont le siège social est sis à 1 st Floor, Les Echelons Court, Les Echelons, South Esplanade, St Peter Port, Guernsey GY1 1AR, immatriculée au Registre de Guernsey sous le numéro 1585, agissant par l'intermédiaire de son general partner Global Infrastructure GP, L.P., agissant par l'intermédiaire de son general partner Global Infrastructure Investors, Limited, une company limited by shares, du droit de Guernsey, dont le siège social est sis à 1 st Floor, Les Echelons Court, Les Echelons, South Esplanade, St Peter Port, Guernsey GY1 1AR (l'«Associé Unique»),

représentée par Maître Karolina Szpinda, maître en droit, demeurant professionnellement à Luxembourg, en vertu d'une procuration datée du 9 mai 2012, qui restera annexée au présent acte après avoir été signée ne varietur par le comparant et le notaire soussigné,

étant l'associé unique de Topolino Luxco S.à r.l. (la «Société»), une société à responsabilité limitée de droit luxembourgeois, ayant son siège social au 65, boulevard Grande-Duchesse Charlotte, L-1331 Luxembourg, Grand-Duché de Luxembourg, ayant un capital social de CHF 18.000 et immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 165.880, constituée en date du 19 décembre 2011 par acte du notaire soussigné, publié au Mémorial C, Recueil des Sociétés et Associations numéro 445 en date du 20 février 2012.

La partie comparante, agissant ès-qualités, a déclaré et le notaire a acté ce qui suit:

I. Le partir comparante est l'Associé Unique de la Société et détient toutes les dix-huit mille (18.000) parts sociales d'une valeur nominale de un franc suisse (CHF 1) émises dans la Société de sorte que l'entièreté du capital social est représentée et que des décisions peuvent être valablement prises par l'Associé Unique.

II. Les points sur lesquels des résolutions doivent être passées sont les suivants:

(A) Augmentation du capital social émis de la Société par un montant de neuf cent quatre-vingt-deux mille francs suisses (CHF 982.000) (l'«Augmentation de Capital») de façon à le porter de son montant actuel de dix-huit mille francs suisses (CHF 18.000) à un montant d'un million de francs suisses (CHF 1.000.000) par l'émission de neuf cent quatre-vingt-deux mille (982.000) parts sociales d'une valeur nominale de un franc suisse (CHF 1) chacune en contrepartie de l'apport en

espèces par l'Associé Unique d'un montant de quatre-vingt-douze millions huit cent dix-sept mille cinquante-huit francs suisses et quatre-vingt-onze centimes (CHF 92.817.058,91); allocation de la différence entre l'apport en espèces et l'Augmentation de Capital au compte prime d'émission de la Société; souscription et paiement complet des nouvelles parts sociales pour un prix de souscription d'un montant de quatre-vingt-douze millions huit cent dix-sept mille cinquante-huit francs suisses et quatre-vingt-onze centimes (CHF 92.817.058,91) par l'Associé Unique;

(B) Restructuration du capital social émis de la Société en divisant les parts sociales existantes en dix classes de parts sociales différentes, à savoir les classes A, B, C, D, E, F, G, H, I et J, et reclassification des un million (1.000.000) de parts sociales existantes comme suit:

Classes de parts sociales	Nombre de parts sociales
Parts sociales de classe A	100.000
Parts sociales de classe B	100.000
Parts sociales de classe C	100.000
Parts sociales de classe D	100.000
Parts sociales de classe E	100.000
Parts sociales de classe F	100.000
Parts sociales de classe G	100.000
Parts sociales de classe H	100.000
Parts sociales de classe I	100.000
Parts sociales de classe J	100.000
TOTAL	1.000.000

(C) Détermination des droits attachés à chaque classe de parts sociales et modification subséquente de l'article 5, de l'article 9 et de l'article 13 des statuts de la Société de la façon décrite dans la procuration annexée au présent acte.

Ensuite, les résolutions suivantes ont été prises par l'Associé Unique de la Société:

Première résolution

L'Associé Unique a décidé d'augmenter le capital social émis de la Société par un montant de neuf cent quatre-vingt-deux mille francs suisses (CHF 982.000) (l'«Augmentation de Capital») de façon à le porter de son montant actuel de dix-huit mille francs suisses (CHF 18.000) à un montant d'un million de francs suisses (CHF 1.000.000) par l'émission de neuf cent quatre-vingt-deux mille (982.000) parts sociales d'une valeur nominale d'un franc suisse (CHF 1) chacune pour un prix de souscription de quatre-vingt-douze millions huit cent dix-sept mille cinquante-huit francs suisses et quatre-vingt-onze centimes (CHF 92.817.058,91).

L'Associé Unique, représenté par Me Karolina Szpinda, susmentionnée, a alors décidé de souscrire aux parts sociales nouvellement émises et a payé l'entièreté du prix de souscription par le bais d'un apport en espèces d'un montant de quatre-vingt-douze millions huit cent dix-sept mille cinquante-huit francs suisses et quatre-vingt-onze centimes (CHF 92.817.058,91) (l'«Apport en Espèces»).

Une preuve du paiement de l'entièreté du prix de souscription pour les parts sociales nouvellement émises de la Société a été montrée au notaire soussigné.

Deuxième résolution

L'Associé Unique a décidé de restructurer le capital social émis de la Société en divisant les parts sociales existantes en dix classes de parts sociales différentes, à savoir les classes A, B, C, D, E, F, G, H, I et J, et de reclasser les un million (1.000.000) de parts sociales existantes comme suit:

Classes de parts sociales	Nombre de parts sociales
Parts sociales de classe A	100.000
Parts sociales de classe B	100.000
Parts sociales de classe C	100.000
Parts sociales de classe D	100.000
Parts sociales de classe E	100.000
Parts sociales de classe F	100.000
Parts sociales de classe G	100.000
Parts sociales de classe H	100.000
Parts sociales de classe I	100.000
Parts sociales de classe J	100.000

TOTAL 1.000.000

Troisième résolution

L'Associé Unique a décidé d'allouer la différence entre l'Apport en espèces et l'Augmentation de Capital, cette différence correspondant à un montant de quatre-vingt-onze millions huit cent trente-cinq mille cinquante-huit francs suisses et quatre-vingt-onze centimes (CHF 91.835.058,91), au compte prime d'émission de la Société.

Quatrième résolution

L'Associé Unique a décidé d'attribuer à chaque classe de parts sociales les droits tels que décrits dans les articles 5, 9 et 13 des statuts de la Société tels qu'amendés.

Cinquième résolution

L'Associé Unique a décidé d'amender l'article 5 des statuts de la Société comme suit:

« **Art. 5. Capital Social - Classes d'actions - Rachat.**

5.1 Capital social

Le capital social émis de la Société est fixé à un million de francs suisses (CHF 1.000.000) divisé en un million (1.000.000) de parts sociales d'une valeur nominale de un franc suisse (CHF 1) chacune (les «Parts Sociales»). Les Parts sociales sont réparties en 100.000 parts sociales de classe A (les «Parts Sociales de Classe A»), en 100.000 parts sociales de classe B (les «Parts Sociales de Classe B»), en 100.000 parts sociales de classe C (les «Parts Sociales de Classe C»), en 100.000 parts sociales de classe D (les «Parts Sociales de Classe D»), en 100.000 parts sociales de classe E (les «Parts Sociales de Classe E»), en 100.000 parts sociales de classe F (les «Parts Sociales de Classe F»), en 100.000 parts sociales de classe G (les «Parts Sociales de Classe G»), en 100.000 parts sociales de classe H (les «Parts Sociales de Classe H»), en 100.000 parts sociales de classe I (les «Parts Sociales de Classe I») et en 100.000 parts sociales de classe J (les «Parts Sociales de Classe J», et avec les autres classes de parts sociales, les «Classes de Parts Sociales»), toutes ces Parts Sociales étant entièrement souscrites et libérées.

5.2 Réduction de capital social

La capital social de la Société peut être réduit par le rachat et l'annulation de toutes les Parts Sociales émises d'une ou plusieurs Classe(s) de Parts Sociales par l'approbation à l'assemblée générale des associés prise conformément à l'article 5.3, l'assemblée générale statuant aux conditions de quorum et de majorité prévues pour la modification des statuts.

5.3 Rachat

5.3.1 Le rachat et l'annulation d'une Classe de Parts Sociales ne peut avoir lieu que si toutes les Parts Sociales de la Classe de Parts Sociales désignée par la lettre de l'alphabet immédiatement suivante dans l'ordre alphabétique, pour autant qu'une telle Classe de Parts Sociales existe, aient été rachetées et annulées.

5.3.2 En cas de rachat et d'annulation d'une Classe de Parts Sociales, les associés détenant cette Classe de Parts Sociales doivent recevoir, pour chacune de leurs Parts Sociales relevant de cette Classe de Parts Sociales, la Valeur d'Annulation par Part Sociale, calculée comme suit: valeur nominale par Part Sociale étant annulée plus le Montant Disponible divisé par le nombre de Parts Sociales émises dans la Classe de Parts Sociales à racheter et annuler, étant entendu que l'assemblée générale des associés peut décider de limiter la Valeur d'Annulation par Part Sociale au montant des Liquidités par Part Sociale, augmenté si l'assemblée générale des associés le décide expressément, de tout autre avoir distribuable de la Société (la «Réduction»). Si une Classe de Parts Sociales devait recevoir un montant inférieur à la Valeur d'Annulation par Part Sociale en raison de la Réduction, la Classe de Parts Sociales désignée par une lettre alphabétique précédant immédiatement, dans l'ordre alphabétique, la lettre alphabétique désignant la Classe de Parts Sociales qui a été rachetée et annulée aura le droit d'obtenir, en plus de la Valeur d'Annulation par Part Sociale, le montant de la différence entre la Valeur d'Annulation par Part Sociale et la Réduction.

5.3.3. Le gérant unique ou le conseil de gérance selon le cas devra, en cas de réduction du capital social par le rachat et l'annulation d'une Classe de Parts Sociales, calculer le Montant Disponible par Classe de la Classe de Parts Sociales rachetée sur la base des Comptes Intérimaires.

5.2.4 Définitions

Montant Disponible signifie (sans double comptabilisation) le montant total des bénéfices nets de la Société (y compris le cas échéant les bénéfices reportés) mais

(i) moins les résultats de toutes pertes (y compris le cas échéant les pertes reportées) exprimés de manière positive;

(ii) moins toute prime d'émission et réserves librement distribuables;

(iii) moins toutes les sommes placées en réserve conformément aux exigences de la loi du 10 août 1915 sur les sociétés commerciales, telle que modifiée, ou des statuts, déterminées sur la base des Comptes Intérimaires; et

(iv) moins le dividende préférentiel visé à l'article 13.2.3 qui serait alloué en cas de distribution de dividendes à la Classe ou aux Classes de Parts Sociales, pour autant qu'il y en ait une, étant désignée(s) par la lettre alphabétique précédant, dans l'ordre alphabétique, la lettre alphabétique désignant la Classe de Parts Sociales qui est rachetée et annulée.

Liquidités par Part Sociale signifie, en relation avec une Classe de Parts Sociales, les Liquidités Disponibles divisées par le nombre de Parts Sociales émises dans la Classe de Parts Sociales rachetée et annulée.

Liquidités Disponibles signifie toutes les liquidités détenues par la Société (à l'exception des liquidités sur les dépôts à terme dont la maturité échoit dans plus de six (6) mois), tous instruments du marché monétaire négociables, obligations et certificats de créance ainsi que toute créance qui, de l'opinion du conseil de gérance, seront payés à la Société à court terme, moins toutes dettes de toute espèce de la Société exigibles à moins de six (6) mois) déterminés sur base des Comptes Intérimaires.

Valeur d'Annulation par Part Sociale a la signification reprise à l'article 5.3.2.

Montant Disponible par Classe signifie le Montant Disponible pour une Classe de Parts Sociales au moment de son rachat et de son annulation.

Comptes Intérimaires signifie les comptes intérimaires de la Société préparé par le gérant unique ou le conseil de gérance selon le cas à une date qui ne soit pas antérieure de plus de 8 jours à la date de la réunion de l'assemblée générale des associés statuant sur le rachat et l'annulation d'une Classe de Parts Sociales.

Réduction a la signification reprise à l'article 5.3.2.»

Sixième résolution

L'Associé Unique a décidé d'amender l'article 9 des statuts de la Société comme suit:

« **Art. 9. Droits de vote des associés.** Chaque associé détenant des Parts Sociales de n'importe quelle Classe de Parts Sociales peut participer aux décisions collectives. Chaque Part Sociale de chaque Classe de Parts Sociales confère un droit de vote identique et chaque associé à des droits de vote proportionnels à sa participation et peut se faire valablement représenter à toute assemblée des associés par un mandataire spécial.»

Septième résolution

L'Associé Unique a décidé d'amender l'article 13 des statuts de la Société comme suit:

« **Art. 13. Distributions.**

13.1 Réserve légale

Sur le bénéfice net, il est prélevé cinq pour cent (5%) pour la constitution d'une réserve légale. Ce prélèvement cesse d'être obligatoire lorsque cette réserve atteint dix pour cent (10%) du capital social émis de la Société.

13.2 Distribution de dividendes

13.2.1 Les associés peuvent décider de payer des acomptes sur dividendes sur la base d'un état comptable préparé par le gérant ou le cas échéant par le conseil de gérance, duquel il ressort que des fonds suffisants sont disponibles pour distribution, étant entendu que les fonds à distribuer ne peuvent pas excéder le montant des bénéfices réalisés depuis la fin du dernier exercice comptable augmenté des bénéfices reportés et des réserves distribuables mais diminué des pertes reportées et des sommes à allouer à une réserve constituée en vertu de la loi. Le solde peut être distribué aux associés par décision de l'assemblée générale des associés.

13.2.2 Toute distribution faite par la Société aux associés doit être réalisée conformément à l'article 13.2 et, sans préjudice de ce qui est stipulé à l'article 13.2.3, chaque Part Sociale est pari passu avec toute autre Part Sociale et doit conférer à son détenteur des droits égaux dans toute distribution de dividendes.

13.2.3 Droits préférentiels aux dividendes attachés aux Classes de Parts Sociales

En cas de distribution de dividendes par la Société, chaque Classe de Parts Sociales existante pourra faire valoir son droit à un dividende préférentiel comme suit:

Les Parts Sociales de Classe A ont droit à un dividende préférentiel s'élevant à 0,10% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe A a un rang supérieur au dividende préférentiel de toutes les autres Classes de Parts Sociales;

les Parts Sociales de Classe B ont droit à un dividende préférentiel s'élevant à 0,20% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe B a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A et supérieur au dividende préférentiel des Parts Sociales de Classe C, des Parts Sociales de Classe D, des Parts Sociales de Classe E, des Parts Sociales de Classe F, des Parts Sociales de Classe G, des Parts Sociales de Classe H, des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe C ont droit à un dividende préférentiel s'élevant à 0,30% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe C a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A et des Parts Sociales de Classe B et supérieur au dividende préférentiel des Parts Sociales de Classe D, des Parts Sociales de Classe E, des Parts Sociales de Classe F, des Parts Sociales de Classe G, des Parts Sociales de Classe H, des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe D ont droit à un dividende préférentiel s'élevant à 0,40% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe D a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A, des Parts Sociales de Classe B et des Parts Sociales de Classe C et supérieur au dividende préférentiel des Parts Sociales de Classe E, des Parts Sociales de Classe F, des Parts Sociales de Classe G, des Parts Sociales de Classe H, des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe E ont droit à un dividende préférentiel s'élevant à 0,50% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe E a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A, des Parts Sociales de Classe B, des Parts Sociales de Classe C et des Parts Sociales de Classe D et supérieur au dividende préférentiel des Parts Sociales de Classe F, des Parts Sociales de Classe G, des Parts Sociales de Classe H, des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe F ont droit à un dividende préférentiel s'élevant à 0,60% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe F a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A, des Parts Sociales de Classe B, des Parts Sociales de Classe C, des Parts Sociales de Classe D et des Parts Sociales de Classe E et supérieur au dividende préférentiel des Parts Sociales de Classe G, des Parts Sociales de Classe H, des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe G ont droit à un dividende préférentiel s'élevant à 0,70% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe G a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A, des Parts Sociales de Classe B, des Parts Sociales de Classe C, des Parts Sociales de Classe D, des Parts Sociales de Classe E et des Parts Sociales de Classe F et supérieur au dividende préférentiel des Parts Sociales de Classe H, des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe H ont droit à un dividende préférentiel s'élevant à 0,80% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe G a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A, des Parts Sociales de Classe B, des Parts Sociales de Classe C, des Parts Sociales de Classe D, des Parts Sociales de Classe E, des Parts Sociales de Classe F et des Parts Sociales de Classe G et supérieur au dividende préférentiel des Parts Sociales de Classe I et des Parts Sociales de Classe J;

les Parts Sociales de Classe I ont droit à un dividende préférentiel s'élevant à 0.90% de la valeur nominale d'une Part Sociale. Le dividende préférentiel des Parts Sociales de Classe I a un rang inférieur au dividende préférentiel des Parts Sociales de Classe A, des Parts Sociales de Classe B, des Parts Sociales de Classe C, des Parts Sociales de Classe D, des Parts Sociales de Classe E, des Parts Sociales de Classe F, des Parts Sociales de Classe G et des Parts Sociales de Classe H et supérieur au dividende préférentiel des Parts Sociales de Classe J;

les Parts Sociales de Classe J ont droit à un dividende préférentiel s'élevant au Montant Disponible restant. Le dividende préférentiel des Parts Sociales de Classe J a un rang inférieur au dividende préférentiel de toutes les autres Classes de Parts Sociales.

En cas d'annulation de la dernière Classe de Parts Sociales émise, le droit au Montant Disponible restant sera attribué à la dernière Classe de Parts Sociales alors émise.

13.3 Prime d'Emission

Le compte de prime d'émission peut être distribué aux associés par une décision de l'assemblée générale des associés, étant entendu que la prime d'émission n'est attachée à aucune Classes de Parts Sociales. L'assemblée générale des associés peut décider d'allouer tout montant du compte prime d'émission à la réserve légale.»

Dépenses

Les coûts, dépenses, rémunérations ou charges, sous quelque forme que ce soit, qui incombent à la Société en raison de son augmentation de capital sont estimés à EUR 6.500,-.

Le notaire soussigné, qui comprend et parle l'anglais, déclare par les présentes qu'à la demande de la partie comparante, le présent procès-verbal est rédigé en anglais suivi d'une traduction française; à la demande de la même partie comparante, en cas de divergences entre la version anglaise et la version française, la version anglaise fera foi.

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

Et après lecture faite, la partie comparante a signé avec le notaire le présent acte.

Signé: K. SZPINDA et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 16 mai 2012. Relation: LAC/2012/22857. Reçu soixante-quinze euros (75,- EUR).

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME, délivrée à la société sur demande.

Luxembourg, le 23 mai 2012.

Référence de publication: 2012061032/468.

(120086322) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mai 2012.

Cargill International Luxembourg 16 S.à r.l., Société à responsabilité limitée.

Capital social: USD 19.000,00.

Siège social: L-1528 Luxembourg, 11-13, boulevard de la Foire.

R.C.S. Luxembourg B 161.278.

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En date du 3 mai 2012, l'associé Cargill International Luxembourg 1 S.à r.l., une société à responsabilité limitée régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 11-13, boulevard de la Foire, L-1528 Luxembourg,

enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 150964, a cédé la totalité de ses 19.000 parts sociales ordinaires à Cargill International Luxembourg 2 S.à r.l., une société à responsabilité limitée régie par les lois du Grand-Duché de Luxembourg, ayant son siège social au 11-13, boulevard de la Foire, L-1528 Luxembourg, enregistrée auprès du Registre du Commerce et des Sociétés de Luxembourg, sous le numéro B 150966, qui les acquiert.

En conséquence, Cargill International Luxembourg 2 S.à r.l. est associé unique avec 19.000 parts sociales ordinaires.

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

Luxembourg, le 21 mai 2012.

Référence de publication: 2012058675/18.

(120082700) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

CherryMont S.A., Société Anonyme.

Siège social: L-2350 Luxembourg, 3, rue Jean Piret.

R.C.S. Luxembourg B 162.705.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2012058676/9.

(120083496) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

ChinaAMC Fund, Société d'Investissement à Capital Variable.

Siège social: L-1855 Luxembourg, 49, avenue John F. Kennedy.

R.C.S. Luxembourg B 154.870.

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Les comptes annuels au 31 Décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2012058678/9.

(120082535) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Clariter S.A., Société Anonyme.

Siège social: L-2212 Luxembourg, 6, place de Nancy.

R.C.S. Luxembourg B 162.627.

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Statuts coordonnés déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 21 mai 2012.

Paul DECKER

Le Notaire

Référence de publication: 2012058679/12.

(120082501) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Compagnie d'Investissements Stratégiques Luxembourg Sàrl, Société à responsabilité limitée.

Siège social: L-1840 Luxembourg, 11C, boulevard Joseph II.

R.C.S. Luxembourg B 123.863.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2012058680/9.

(120082987) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Copper Acquisition S.à r.l., Société à responsabilité limitée.

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

R.C.S. Luxembourg B 156.058.

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Statuts coordonnés, suite à de l'assemblée générale extraordinaire reçue par Maître Francis KESSELER, notaire de résidence à Esch/Alzette, en date du 13 mars 2012 déposés au registre de commerce et des sociétés de Luxembourg.

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

Esch/Alzette, le 13 avril 2012.
Francis KESSELER
NOTAIRE

Référence de publication: 2012058682/13.

(120082763) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Corporate XI, Société d'Investissement à Capital Variable - Fonds d'Investissement Spécialisé.

Siège social: L-1115 Luxembourg, 2, boulevard Konrad Adenauer.

R.C.S. Luxembourg B 142.877.

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Die Bilanz zum 30. November 2011 wurde beim Handels- und Gesellschaftsregister von Luxemburg hinterlegt.

Zwecks Veröffentlichung im Mémorial, Recueil des Sociétés et Associations.

DWS Investment S.A. (Verwaltungsgesellschaft)
Unterschriften

Référence de publication: 2012058684/11.

(120083065) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Copper International Holdings S.à r.l., Société à responsabilité limitée.

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

R.C.S. Luxembourg B 166.096.

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Statuts coordonnés, suite à de l'assemblée générale extraordinaire reçue par Maître Francis KESSELER, notaire de résidence à Esch/Alzette, en date du 13 mars 2012 déposés au registre de commerce et des sociétés de Luxembourg.

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

Esch/Alzette, le 13 avril 2012.
Francis KESSELER
NOTAIRE

Référence de publication: 2012058683/13.

(120082765) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Cube Infrastructure Fund, Société d'Investissement à Capital Variable - Fonds d'Investissement Spécialisé.

Siège social: L-2520 Luxembourg, 5, allée Scheffer.

R.C.S. Luxembourg B 124.234.

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Extrait des résolutions prises lors de l'assemblée générale Ordinaire du 26 Avril 2012

En date du 26 avril 2012, l'Assemblée Générale Ordinaire a décidé:

- de renouveler les mandats de Monsieur Marc-Antoine Autheman, Madame Colleen Sidford, Monsieur Olivier Perquel, Monsieur Calvin Jordan, Monsieur Nelson Lam, Monsieur Marc Lautré, Monsieur Luc-Emmanuel Auberger, Monsieur Norbert Schraad et Monsieur Patrick Zurstrassen en qualité d'Administrateurs pour une durée d'an an, jusqu'à la prochaine Assemblée Générale Ordinaire en 2013

Luxembourg, le 21 mai 2012.
Pour extrait sincère et conforme
Pour Cube Infrastructure Fund.
Caceis Bank Luxembourg

Référence de publication: 2012058687/18.

(120082887) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Cube Transport S.C.A., Société en Commandite par Actions.

Siège social: L-2520 Luxembourg, 5, allée Scheffer.

R.C.S. Luxembourg B 124.242.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Pour Cube Transport SCA
Caceis Bank Luxembourg

Référence de publication: 2012058688/11.

(120082886) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

CAM Luxembourg, Société à responsabilité limitée.

Capital social: GBP 15.000,00.

Siège social: L-1116 Luxembourg, 6, rue Adolphe.

R.C.S. Luxembourg B 153.148.

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EXTRAIT

L'associé unique, dans ses résolutions du 16 mai 2012 a renouvelé les mandats des gérants:

- Monsieur. Kamlan NAIDOO, gérant de catégorie A, 39, Isaacs Square, Great Baddow, CM2 7PP Chelmsford, Royaume-Uni,

- Madame. Stéphanie GRISIUS, gérant de catégorie B, M. Phil. Finance B. Sc. Economics, 6, rue Adolphe, L-1116 Luxembourg,

- Monsieur Manuel HACK, gérant de catégorie B, maître ès sciences économiques, 6, rue Adolphe, L-1116 Luxembourg.

Leurs mandats prendront fin lors de l'assemblée générale ordinaire statuant sur les comptes au 31 octobre 2012.

Luxembourg, le 22 mai 2012.

Pour CAM LUXEMBOURG
Société à responsabilité limitée

Référence de publication: 2012058689/19.

(120083075) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

European Sicav Alliance, Société d'Investissement à Capital Variable.

Siège social: L-2520 Luxembourg, 5, allée Scheffer.

R.C.S. Luxembourg B 35.554.

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Extrait des résolutions prises lors de
l'Assemblée Générale Ordinaire du 10 mai 2012

En date du 10 mai 2012, l'Assemblée Générale Ordinaire a décidé:

- de renouveler les mandats de Monsieur Hans-Willem Van Tuyll Van Serooskerken, de Monsieur Mikael Stenbom, de Monsieur Magnus Kottenauer et de Monsieur Magnus Westerlind en qualité d'Administrateurs pour une durée d'un an, jusqu'à la prochaine Assemblée Générale Ordinaire en 2013.

Luxembourg, le 22 mai 2012.

Pour extrait sincère et conforme
Pour European Sicav Alliance
Caceis Bank Luxembourg

Référence de publication: 2012058735/17.

(120083055) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Salp Europe S.A., Société Anonyme.

Siège social: L-1470 Luxembourg, 25, route d'Esch.

R.C.S. Luxembourg B 71.694.

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In the year two thousand twelve, on the third day of March.

Before Maître Marc Loesch, notary residing at Mondorf-les-Bains, Grand Duchy of Luxembourg,

has been held the extraordinary general meeting of the shareholders of the company named SALP EUROPE S.A. (the "Company"), a public limited company under Luxembourg law, with registered office in Luxembourg, 25, route d'Esch, L-1470 Luxembourg, registered with the Luxembourg Trade and Companies' Register under section B, number 71 694.

The Company has been incorporated pursuant to a notarial deed dated September 22, 1999 published in the Mémorial C, Recueil des Sociétés et Associations, number 904 of November 30, 1999.

The articles of incorporation of the Company have been amended for the last time pursuant to a deed under private seal dated December 18, 2001 and published in the Mémorial C, Recueil des Sociétés et Associations, number 586 of April 16, 2002.

The meeting is opened at 6.00 p.m., with Mr Jean-Pierre De Wolf, director, residing professionally in Luxembourg,in the chair, who appointed as secretary Ms Aicha Arami, legal assistant, residing professionally in Luxembourg.

The meeting elected as scrutineer Mr James Little, manager, 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 agenda of the meeting is the following:

Agenda

1. Decision to set up on voluntary liquidation the Company;

2. Appointment of one or several liquidators and definition of their powers;

3. Miscellaneous.

II.- That the present or represented shareholders, the proxies of the represented shareholders and the number of their shares are shown on an attendance list; this attendance list, signed by the proxyholder of the represented shareholders and by the board of the meeting, will remain annexed to the present deed to be filed at the same time with the registration authorities.

The proxyholders of the represented shareholders will also remain attached to the present deed after having been initialled ne varietur by the persons appearing.

III.- That the whole share capital being present or represented at the present meeting, no convening notices were necessary, the shareholders present or represented declaring that they have had due notice and got knowledge of the agenda prior to this meeting.

IV.- That the present meeting representing the whole share capital, is regularly constituted and may validly deliberate on all the items of the agenda.

Then the general meeting, after deliberation, takes unanimously the following resolutions:

First resolution

The shareholders decide the anticipated dissolution of the Company and to put it into liquidation with effect as on this day.

Second resolution

The general meeting decides to appoint as liquidator NIVAS HOLDING S.A., with registered office in Panama.

The liquidator has the broadest powers foreseen by articles 144-148 bis of the law on commercial companies. He may execute all acts foreseen by article 145 without the authorization of the general meeting whenever it is requested.

The liquidator is dispensed to draw up an inventory and he may refer to the books of the Company.

He may, under his own liability, delegate for special operations to one or more proxy holders such capacities and for such period he may determine.

There being no further business, the meeting is terminated at 6.15 p.m.

Whereupon the present deed is drawn up in Luxembourg, in the office of the undersigned notary, at the date named at the beginning of this document.

The undersigned notary who understands and speaks English states herewith that on request of the appearers, the present deed is worded in English followed by a French version; on request of the same appearers and in case of divergences between the English and the French texts, the English text will prevail.

After reading and interpretation to the appearers, the said appearers signed together with the notary the present deed.

Suit la traduction française du texte qui précède:

L'an deux mille douze, le trois mai,

par-devant Maître Marc Loesch, notaire de résidence à Mondorf-les-Bains, Grand-Duché de Luxembourg,

s'est réunie l'assemblée générale extraordinaire de la société anonyme luxembourgeoise dénommée SALP EUROPE S.A. (la "Société"), ayant son siège social à Luxembourg, 25, route d'Esch, L-1470 Luxembourg, inscrite au Registre de Commerce et des Société de Luxembourg sous la section B, numéro 71.694.

La Société a été constituée par acte notarié en date du 22 septembre 1999, publié au Mémorial C, Recueil des Sociétés et Associations, numéro 304 du 30 Novembre 1999 et modifié pour la dernière fois suivant acte sous seing privé en date du 18 décembre 2001 et publié au Mémorial C, Recueil des Sociétés et Associations, numéro 586 du 16 avril 2002.

L'assemblée est ouverte à 18.00 heures sous la présidence de Monsieur Jean-Pierre De Wolf, administrateur, demeurant professionnellement à Luxembourg,

qui désigne comme secrétaire Mademoiselle Aicha Arami, assistante juridique, demeurant professionnellement à Luxembourg.

L'assemblée choisit comme scrutateur Monsieur James Little, administrateur, demeurant professionnellement à Luxembourg, Le bureau ainsi constitué, le Président expose et prie le notaire instrumentant d'acter:

I.- Que la présente assemblée générale extraordinaire a pour

Ordre du jour:

1. Décision de la mise en liquidation volontaire de la Société;
2. Nomination d'un ou plusieurs liquidateurs et détermination de leurs pouvoirs;
3. Divers.

II.- Que les actionnaires présents ou représentés, le mandataire des actionnaires représentés, ainsi que le nombre d'actions qu'ils détiennent sont indiqués sur une liste de présence; cette liste de présence, après avoir été signée par les actionnaires présents, les mandataires des actionnaires représentés ainsi que par les membres du bureau, restera annexée au présent procès-verbal pour être soumise avec lui à la formalité de l'enregistrement.

Resteront pareillement annexées aux présentes les procurations des actionnaires représentés, après avoir été paraphées ne varietur par les comparants.

III.- Que l'intégralité du capital social étant présente ou représentée à la présente assemblée, il a pu être fait abstraction des convocations d'usage, les actionnaires présents ou représentés se reconnaissant dûment convoqués et déclarant par ailleurs avoir eu connaissance de l'ordre du jour qui leur a été communiqué au préalable.

IV.- Que la présente assemblée, réunissant l'intégralité du capital social, est régulièrement constituée et peut délibérer valablement, telle qu'elle est constituée, sur les points portés à l'ordre du jour.

L'assemblée générale, après avoir délibéré, prend à l'unanimité des voix les résolutions suivantes:

Première résolution

L'assemblée décide la mise en liquidation de la Société avec effet à partir de ce jour.

Deuxième résolution

A été nommé liquidateur, la société NIVAS HOLDING S.A., une société de droit panaméen, ayant son siège social à Panama.

Le liquidateur prénommé a la mission de réaliser tout l'actif et apurer le passif de la Société. Dans l'exercice de sa mission, le liquidateur est dispensé de dresser inventaire et il peut se référer aux écritures de la Société. Le liquidateur pourra sous sa seule responsabilité, pour des opérations spéciales et déterminées, déléguer tout ou partie de ses pouvoirs à un ou plusieurs mandataires. Le liquidateur pourra engager la Société en liquidation sous sa seule signature et sans limitation. Il dispose de tous les pouvoirs tels que prévus à l'article 144 de la loi sur les sociétés commerciales, ainsi que de tous les pouvoirs stipulés à l'article 145 de ladite loi, sans avoir besoin d'être préalablement autorisés par l'assemblée générale des associés.

Plus rien n'étant à l'ordre du jour, et plus personne ne demandant la parole, le président lève la séance à

DONT ACTE, fait et passé à Luxembourg, en l'étude du notaire soussigné, date qu'en tête des présentes.

Le notaire soussigné qui comprend et parle l'anglais constate que sur demande des comparants, le présent acte est rédigé en langue anglaise suivi d'une version française et qu'en cas de divergences entre le texte français et le texte anglais, le texte anglais fait foi.

Et après lecture faite et interprétation donnée aux comparants, les membres du bureau ont signé avec le notaire le présent acte.

Signé: J.-P. De Wolf, A. Arami, J. Little et M. Loesch.

Enregistré à Remich, le 9 mai 2012, REM/2012/500. Reçu soixante-quinze euros (75,- €).

Le Receveur (signé): P. MOLLING.

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

Mondorf-les-Bains, le 21 mai 2012.

Référence de publication: 2012059044/111.

(120082578) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

CAM Luxembourg, Société à responsabilité limitée.

Capital social: GBP 15.000,00.

Siège social: L-1116 Luxembourg, 6, rue Adolphe.

R.C.S. Luxembourg B 153.148.

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Les comptes annuels au 31 octobre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Signature.

Référence de publication: 2012058690/10.

(120083076) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

European Carbon Fund, Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-2520 Luxembourg, 5, allée Scheffer.

R.C.S. Luxembourg B 107.556.

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Extrait des décisions prises lors du Conseil d'Administration en date du 9 novembre 2011

En date du 9 novembre 2011, le Conseil d'Administration a décidé:

- d'accepter la démission, avec effet au 9 novembre 2011, de Monsieur Loïc Bonhoure, en qualité d'Administrateur,

- de coopter, avec effet au 9 novembre 2011, Monsieur Anatole Nef, 56, rue de Lille, 75007 Paris, France, en qualité d'Administrateur, jusqu'à la prochaine Assemblée Générale Ordinaire en 2012, en remplacement de Monsieur Loïc Bonhoure, démissionnaire.

Luxembourg, le 21 mai 2012.

Pour extrait sincère et conforme
Pour European Carbon Fund
Caceis Bank Luxembourg

Référence de publication: 2012058720/18.

(120083023) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Carlo Tassara International S.A., Société Anonyme.

Siège social: L-1417 Luxembourg, 6, rue Dicks.

R.C.S. Luxembourg B 98.410.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 22 mai 2012. Signature.

Référence de publication: 2012058691/10.

(120083229) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

CEREP III Investment R S.à r.l., Société à responsabilité limitée.

Siège social: L-1653 Luxembourg, 2, avenue Charles de Gaulle.

R.C.S. Luxembourg B 140.126.

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Les comptes annuels au 30 juin 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Signature.

Référence de publication: 2012058695/10.

(120082726) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

CEREP 4 Piccadilly Place S.à r.l., Société à responsabilité limitée.

Siège social: L-1653 Luxembourg, 2, avenue Charles de Gaulle.

R.C.S. Luxembourg B 130.431.

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Les comptes annuels au 30 juin 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Signature.

Référence de publication: 2012058696/10.

(120082727) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Cimalux Société Immobilière, Société à responsabilité limitée.

Siège social: L-4149 Esch-sur-Alzette, 50, rue Romain Fandel.

R.C.S. Luxembourg B 134.156.

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Les comptes annuels au 31.12.2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Esch-sur-Alzette, le 18 mai 2012.

Référence de publication: 2012058700/10.

(120083032) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

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

Capital social: EUR 12.500,00.

Siège social: L-1931 Luxembourg, 55, avenue de la Liberté.

R.C.S. Luxembourg B 119.863.

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

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

Luxembourg, le 22 mai 2012.

Pour la Société

Signature

Un mandataire

Référence de publication: 2012058708/14.

(120083235) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Cobalto S.A., Société Anonyme.

Siège social: L-1330 Luxembourg, 48, boulevard Grande-Duchesse Charlotte.

R.C.S. Luxembourg B 159.188.

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Extrait des résolutions écrites du conseil d'administration prises en date du 14 mai 2012

Il résulte des résolutions écrites du Conseil d'administration prises en date du 14 mai 2012, que:

Après avoir constaté que Monsieur Guillaume Le Bouar s'est démis de ses fonctions d'Administrateur, en date du 14 mai 2012, les Administrateurs restants décident, conformément aux articles 10 et 11 des statuts de la Société et à l'article 51 de la loi modifiée du 10 août 1915 sur les sociétés commerciales, de coopter Monsieur Jean-Marie Bettinger, né à Saint-Avold (France) le 14 mars 1973, demeurant professionnellement au 48, Boulevard Grande-Duchesse Charlotte, L-1330 Luxembourg, comme Administrateur de la Société, avec effet au 14 mai 2012, en remplacement de Monsieur Guillaume Le Bouar, Administrateur démissionnaire, dont il achèvera le mandat.

Cette cooptation fera l'objet d'une ratification par la prochaine assemblée générale des actionnaires.

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

Luxembourg, le 14 mai 2012.

COBALTO S.A.

Référence de publication: 2012058701/19.

(120082570) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Can Benelux, Société Anonyme.

Siège social: L-5366 Munsbach, 151, rue Principale.

R.C.S. Luxembourg B 115.013.

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L'an deux mille douze, le vingt-et-un mai.

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

S'est réunie l'assemblée générale extraordinaire des actionnaires de la société anonyme "CAN BENELUX", établie et ayant son siège social à L-8030 Strassen, 128, rue du Kiem, immatriculée au Registre de Commerce et des Sociétés Luxembourg sous le numéro B 115013, constituée suivant acte reçu par Maître Georges D'HUART, notaire de résidence à Pétange, en date du 14 décembre 2005, publié au Mémorial C numéro 1139 du 13 juin 2006.

La séance est ouverte à 16.30 heures, sous la présidence de Madame Ludivine ROCKENS, employée privée, demeurant professionnellement à L-2530 Luxembourg, 10A, rue Henri M. Schnadt.

La Présidente désigne comme secrétaire Madame Vanessa ROUSSEAU, employée privée, demeurant professionnellement à L-2530 Luxembourg, 10A, rue Henri M. Schnadt.

L'assemblée appelle aux fonctions de scrutateur Madame Corinne SCHILLING, employée privée, demeurant professionnellement à L-2530 Luxembourg, 10A, rue Henri M. Schnadt.

La Présidente expose ensuite:

- Qu'il résulte d'une liste de présence, dressée et certifiée exacte par les membres du bureau que les TROIS CENT DIX (310) actions d'une valeur nominale de CENT EUR (€ 100.-) chacune, représentant l'intégralité du capital social de TRENTE-ET-UN MILLE EUROS (€ 31.000.-) sont dûment représentées à la présente assemblée, qui en conséquence est régulièrement constituée et peut ainsi délibérer et décider valablement sur les points figurant à l'ordre du jour, ci-après reproduit, sans convocations préalables, tous les membres de l'assemblée ayant consenti à se réunir sans autres formalités, après avoir eu connaissance de l'ordre du jour.

Ladite liste de présence ainsi que les procurations des actionnaires représentés demeureront annexées aux présentes avec lesquelles elles seront soumises aux formalités de l'enregistrement.

La Présidente prie le notaire instrumentant d'acter ce qui suit:

I. Comme il a été prouvé au notaire instrumentaire que toutes les actions sont représentées à la présente assemblée générale extraordinaire, l'assemblée peut dès lors décider valablement sur tous les points portés à l'ordre du jour.

II. Que l'ordre du jour de l'assemblée est le suivant

Ordre du jour:

1.- Transfert du siège social de la société de L-8030 Strassen, 128, rue du Kiem à L-5366 Munsbach, 151, rue Principale et modification subséquente de l'article 2 des statuts.

Après en avoir délibéré, l'assemblée adopte, à l'unanimité la résolution suivante:

Résolution unique

L'assemblée générale décide de transférer le siège social de L-8030 Strassen, 128, rue du Kiem à L-5366 Munsbach, 151, rue Principale et de modifier en conséquence l'article 2 des statuts pour qu'il ait la teneur suivante:

« **Art. 2.** Le siège social est établi à Munsbach (Commune de Schuttrange).

Lorsque des événements extraordinaires d'ordre politique, économique ou social, de nature à compromettre l'activité normale au siège social ou la communication aisée de ce siège avec l'étranger se produiront ou seront imminents, le siège social pourra être déclaré transféré provisoirement à l'étranger, sans que toutefois cette mesure puisse avoir d'effet sur la nationalité de la société laquelle, nonobstant ce transfert provisoire du siège, restera luxembourgeoise.»

Plus rien ne figurant à l'ordre du jour et personne ne demandant la parole, la Présidente lève la séance.

Frais

Les frais, dépenses, charges et rémunérations en relation avec les présentes sont tous à charge de la société.

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

Et après lecture faite et interprétation donnée aux comparants, tous connus du notaire par leurs noms, prénoms usuels, états et demeures, ils ont tous avec Nous notaire signé le présent acte.

Signé: L. Rockens, V. Rousseau, C. Schilling, Moutrier Blanche.

Enregistré à Esch/Alzette Actes Civils, le 22 mai 2012. Relation: EAC/2012/6471. Reçu soixante-quinze euros 75,00 €

Le Receveur (signé): A. Santioni.

POUR EXPEDITION CONFORME, délivrée à des fins administratives.

Esch-sur-Alzette, le 23 mai 2012.

Référence de publication: 2012059354/55.

(120083956) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 mai 2012.

Compagnie Financière de Gestion Luxembourg S.A., Société Anonyme.

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

R.C.S. Luxembourg B 18.433.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

COMPAGNIE FINANCIERE DE GESTION LUXEMBOURG S.A.
Boulevard Joseph II
L-1840 Luxembourg
Signature

Référence de publication: 2012058702/13.

(120082577) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Comura S.A., Société Anonyme.

Siège social: L-2220 Luxembourg, 534, rue de Neudorf.

R.C.S. Luxembourg B 44.193.

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Le Bilan au 31 décembre 2011 a été déposé au registre de commerce et des sociétés de Luxembourg.

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

Pour la société COMURA S.A.

Aon Insurance Managers (Luxembourg) S.A.

Référence de publication: 2012058705/11.

(120082878) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

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

Siège social: L-9809 Hosingen, 17, Op der Hei.

R.C.S. Luxembourg B 91.535.

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EXTRAIT

Il résulte d'un acte notarié du 22 décembre 2011, que 100.000 parts sociales de la Société ont été apportées à la société Dometic Luxembourg S.à r.l.

Suite à cet apport, le capital social de la Société est détenu comme suit: 100.000 parts sociales détenues par Dometic Luxembourg S.à r.l.

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

Luxembourg, le 21 mai 2012. Signature.

Référence de publication: 2012058715/14.

(120082677) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

CVCIGP II Ports Holding S.à r.l., Société à responsabilité limitée.

Capital social: USD 5.000.000,00.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.

R.C.S. Luxembourg B 161.686.

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Les statuts coordonnées ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 21 mai 2012.

Référence de publication: 2012058707/11.

(120083234) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Jenebe International S.à r.l., Société à responsabilité limitée.

Capital social: EUR 2.737.600,00.

Siège social: L-1855 Luxembourg, 47, avenue J.F. Kennedy.

R.C.S. Luxembourg B 80.602.

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Extrait des decisions de l'associé unique prises en date du 14.05.2012

L'associé unique a accepté la démission de M. Andreas Demmel avec effet au 14.02.2012 et a nommé en remplacement et pour une durée indéterminée M. Simon Barnes, résidant professionnellement au 47, avenue J.F. Kennedy, L-1855 Luxembourg né le 02.12.1962 à Liverpool, Royaume-Uni, avec effet au 14.02.2012.

Le conseil de gérance est dorénavant composé comme suit:

- Monsieur Simon Barnes; Gérant de classe B;
- Monsieur José Olivera; Gérant de classe A;
- Monsieur Rafael Maté; Gérant de classe B;
- Monsieur Mirko Dietz; Gérant de classe B;
- Monsieur Philippe Muûls; Gérant de classe A;

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

Pour la Société
Signature
Un mandataire

Référence de publication: 2012059899/22.

(120083905) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 mai 2012.

Deka Rue Cambon S.à r.l., Société à responsabilité limitée.

Siège social: L-1912 Luxembourg, 3, rue des Labours.

R.C.S. Luxembourg B 148.220.

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Mit Beschluss des Alleingesellschafters vom 19. März 2012 wird Deloitte Audit Sàrl, 560, rue de Neudorf, 2220 Luxembourg zum Wirtschaftsprüfer der Gesellschaft auf unbestimmte Zeit ernannt.

Luxemburg, den 22. Mai 2012.
Deka Rue Cambon S.à r.l.
Gerd Kiefer / Philipp Graf

Référence de publication: 2012058709/12.

(120083111) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Dyal (Luxembourg), Société à responsabilité limitée.

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

R.C.S. Luxembourg B 166.142.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Pour Dyal Luxembourg S.à r.l.
Intertrust (Luxembourg) S.A.

Référence de publication: 2012058710/11.

(120082613) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

BNP Paribas Portfolio Fund, Société d'Investissement à Capital Variable.

Siège social: L-5826 Howald, 33, rue de Gasperich.

R.C.S. Luxembourg B 33.222.

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Extrait des résolutions prises lors de l'Assemblée Générale Statutaire du 26 avril 2012

En date du 26 avril 2012, l'Assemblée a pris les résolutions suivantes:

1. Elle ratifie la décision du conseil d'administration du 7 septembre 2011 d'accepter la démission de Monsieur Paul MESTAG de son poste de membre du conseil d'administration et de procèder à son remplacement en nommant Monsieur Marnix ARICKX avec adresse professionnelle 55 rue du Progrès, B- 1210 Bruxelles;

Elle renouvelle les mandats d'administrateur de Messieurs Jean-Claude SCHNEIDER, Marc RAYNAUD, Hans STEYAERT et FORTIS BANQUE S.A.;

Elle renouvelle le mandat de réviseur d'entreprises de «PricewaterhouseCoopers»;

Ces mandats prendront fin à l'issue de l'Assemblée statuant sur les comptes pour l'exercice clôturé au 31 décembre 2012.

Luxembourg, le 26 avril 2012.
Pour extrait sincère et conforme
Pour BNP ParibasPortfolio Fof

Référence de publication: 2012059330/20.

(120083864) Déposé au registre de commerce et des sociétés de Luxembourg, le 23 mai 2012.

Delta Lloyd L, Société d'Investissement à Capital Variable.

Siège social: L-1724 Luxembourg, 9, boulevard Prince Henri.

R.C.S. Luxembourg B 24.964.

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Extrait des délibérations du Conseil d'Administration du 21 mars 2012

Le Conseil d'Administration de la SICAV a décidé, avec effet au 30 mars 2012, de transférer le siège social de la SICAV du 22-24, boulevard Royal, L-2449 Luxembourg vers le 9, boulevard du Prince Henri, L-1724 Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 21 mai 2012.

Référence de publication: 2012058711/12.

(120082998) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

DHAB II S.à r.l., Société à responsabilité limitée.

Capital social: EUR 31.001,00.

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

R.C.S. Luxembourg B 148.161.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 16 mai 2012.

Référence de publication: 2012058712/10.

(120083373) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

DHAB III S.à r.l., Société à responsabilité limitée.

Capital social: EUR 31.001,00.

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

R.C.S. Luxembourg B 148.162.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 16 mai 2012.

Référence de publication: 2012058713/10.

(120083374) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Asset-Backed European Securitisation Transaction Five S.A., Société Anonyme.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.

R.C.S. Luxembourg B 154.211.

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Il résulte les décisions prises par l'actionnaire unique de la Société qui s'est tenue en date du 10 mai 2012:

- acceptation de la démission de Monsieur Erik van Os en tant qu'administrateur avec effet au 10 mai 2012;

- nomination, en remplacement de l'administrateur démissionnaire, en tant que nouvel administrateur de la Société avec effet immédiat au 10 mai 2012, de Monsieur Martinus C.J. Weijermans, née le 26 août 1970 à 's - Gravenhage (Pays-Bas), ayant son adresse professionnelle au 46A, Avenue J.F. Kennedy, L-1855 Luxembourg. Son mandat prendra fin à l'issue de l'assemblée générale annuelle des actionnaires qui se tiendra en 2016;

- confirmation que le conseil d'administration de la Société est dorénavant composé par les administrateurs suivants:

* TMF Administrative Services S.A.
* Monsieur Martinus C.J. Weijermans
* Madame Florence Rao

Luxembourg, le 21 mai 2012.

Pour la société
TMF Luxembourg S.A.
Signatures
Domiciliataire

Référence de publication: 2012059927/22.

(120084585) Déposé au registre de commerce et des sociétés de Luxembourg, le 24 mai 2012.

DHC Luxembourg V S.à r.l., Société à responsabilité limitée.

Capital social: EUR 4.435.345,00.

Siège social: L-2449 Luxembourg, 28, boulevard Royal.

R.C.S. Luxembourg B 123.613.

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Les statuts coordonnés ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 21 mai 2011.

Référence de publication: 2012058714/11.

(120082920) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

DT Ealing S.à r.l., Société à responsabilité limitée.

Capital social: GBP 12.025,00.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.

R.C.S. Luxembourg B 167.220.

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Les statuts coordonnées ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 21 mai 2012.

Référence de publication: 2012058717/11.

(120083334) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

DT Hyde Park S.à r.l., Société à responsabilité limitée.

Capital social: GBP 12.025,00.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.

R.C.S. Luxembourg B 167.218.

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Les statuts coordonnées ont été déposés au registre de commerce et des sociétés de Luxembourg.

Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.
Luxembourg, le 21 mai 2012.

Référence de publication: 2012058718/11.

(120083306) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Edifice Capital Partners S.C.A., Société en Commandite par Actions,
(anc. Agona Partners S.C.A.).

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

R.C.S. Luxembourg B 160.013.

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Statuts coordonnés, suite à une déclaration rectificative reçue par Maître Francis KESSELER, notaire de résidence à Esch/Alzette, en date du 2 mars 2012, déposés au registre de commerce et des sociétés de Luxembourg.

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

Esch/Alzette, le 2 avril 2012.
Francis KESSELER
NOTAIRE

Référence de publication: 2012058719/14.

(120082837) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Digital Productions S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

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

R.C.S. Luxembourg B 122.874.

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Par résolutions signées en date du 2 mai 2012, l'associé unique a décidé:

1. d'accepter la démission de Marc Schintgen, avec adresse au 1, rue Goethe, L-1637 Luxembourg, de son mandat de Gérant Class B, avec effet au30 décembre 2010.

2. d'accepter la démission de Michal Wittmann, avec adresse au 1, rue Goethe, L-1637 Luxembourg, de son mandat de Gérant Class B, avec effet au 30 décembre 2010.

3. d'accepter la démission de Simon Little, avec adresse au 43A, Chemin de la Blonde, 1253 Vandoeuvres, Suisse de son mandat de Gérant Class A, avec effet au 16 septembre 2008.

4. d'accepter la démission de Auditas S.A., avec siège social au 13, Avenue du Bois, L-1251 Luxembourg, de son mandat de commissaire aux comptes, avec effet immédiat.

5. de transférer le siège social du 1, rue Goethe, L-1637 Luxemburg au 5, Rue Guillaume Kroll, L-1882 Luxembourg avec effet immédiat.

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

Luxembourg, le 15 mai 2012.

Référence de publication: 2012060693/21.

(120085574) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mai 2012.

Editech S.A., Société Anonyme.

Siège social: L-4735 Pétange, 6, rue J.-B. Gillardin.

R.C.S. Luxembourg B 162.133.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Signature.

Référence de publication: 2012058722/10.

(120082587) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Electrofina S.A., Société Anonyme.

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

R.C.S. Luxembourg B 21.449.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Pour ELECTROFINA S.A.

Intertrust (Luxembourg) S.A.

Référence de publication: 2012058723/11.

(120083033) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

European Data Provider S.A., Société Anonyme.

Siège social: L-1461 Luxembourg, 27, rue d'Eich.

R.C.S. Luxembourg B 75.644.

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EXTRAIT

Il résulte du procès-verbal de l'Assemblée Générale Extraordinaire du 18 mai 2012 que:

Ont été réélus aux fonctions d'administrateurs pour un terme expirant lors de l'assemblée générale ordinaire de 2018:

Victor Elvinger, avocat, ayant son adresse professionnelle à L-1461 Luxembourg, 31 rue d'Eich

Catherine Dessoy, avocat, ayant son adresse professionnelle à L-1461 Luxembourg, 31 rue d'Eich

Serge Marx, avocat, ayant son adresse professionnelle à L-1461 Luxembourg, 31 rue d'Eich

A été réélue aux fonctions de commissaire aux comptes pour un terme expirant lors de l'assemblée générale ordinaire de 2018:

Michèle Lutgen, employée privée, ayant son adresse professionnelle à L-1461 Luxembourg, 31 rue d'Eich.

Luxembourg, le 22 mai 2012.

Pour la société

Un mandataire

Référence de publication: 2012058733/19.

(120083101) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 mai 2012.

Stratis S.A., Société Anonyme.

Siège social: L-1449 Luxembourg, 18, rue de l'Eau.

R.C.S. Luxembourg B 75.094.

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Les comptes annuels au 31 décembre 2011 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2012061018/9.

(120085745) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mai 2012.

SGG S.A., Société Anonyme.

Siège social: L-1471 Luxembourg, 412F, route d'Esch.

R.C.S. Luxembourg B 65.906.

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Extrait des résolution du conseil d'administration prises par voie circulaire en date du 16 mai 2012

Le Conseil d'Administration A DECIDE de modifier comme suit la gestion journalière de la Société ainsi que la représentation de la Société à l'égard des tiers. La gestion journalière est dès lors confiée à compter de la date de la présente résolution à:

- Monsieur Serge KRANCENBLUM, Administrateur - Directeur Général, né le 8 octobre 1961 à F-Metz, résidant professionnellement au 412F, route d'Esch, L-2086, Luxembourg,

- Monsieur Christoph KOSSMANN, Directeur, né le 21 juin 1957 à D-Homburg, résidant professionnellement au 412F, route d'Esch, L-2086, Luxembourg,

- Et Madame Saliha BOULHAIS, Directeur, née le 7 juin 1966 à F-Florange, résidant professionnellement au 412F, route d'Esch, L-2086, Luxembourg,

et ce pour une durée illimitée.

Certifiée sincère et conforme
SGG S.A.

Référence de publication: 2012061010/20.

(120085962) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mai 2012.

Société Internationale de Gestion et Contrôle S.A., Société Anonyme.

Siège social: L-1371 Luxembourg, 7, Val Sainte Croix.

R.C.S. Luxembourg B 82.003.

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Extrait de la résolution prise par l'actionnaire unique le 02 mars 2012

L'Actionnaire unique décide de renouveler le mandat des Administrateurs et du Commissaire aux comptes qui prendra fin à l'issue de l'Assemblée Générale Annuelle qui se tiendra en 2018.

Sont renommés Administrateurs:

Mme Carine Agostini, Juriste, avec adresse professionnelle au 7, Val Sainte Croix, L-1371 Luxembourg;

M. Federigo Cannizzaro di Belmontino, Directeur de société, avec adresse professionnelle au 7, Val Sainte Croix, L-1371 Luxembourg;

M. Jean-Marc Debaty, Directeur de société, avec adresse professionnelle au 7, Val Sainte Croix, L-1371 Luxembourg.

Est renommée Commissaire aux comptes:

Luxembourg International Consulting S.A. (Interconsult) avec siège social à L-1371 Luxembourg - 7, Val Sainte-Croix.

Luxembourg, le 02 mars 2012.
Pour extrait conforme
Signatures
L'agent domiciliataire

Référence de publication: 2012061013/21.

(120085792) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mai 2012.

Tank International Lux S. à r.l., Société à responsabilité limitée.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.

R.C.S. Luxembourg B 167.432.

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Les statuts coordonnés suivant l'acte n° 64281 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Référence de publication: 2012061026/10.

(120086291) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mai 2012.

Editeur: Service Central de Législation, 43, boulevard F.-D. Roosevelt, L-2450 Luxembourg
Imprimeur: Association momentanée Imprimerie Centrale / Victor Buck