

MEMORIAL

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Luxembourg



MEMORIAL

Amtsblatt
des Großherzogtums
Luxemburg

RECUEIL DES SOCIÉTÉS 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° 2939

15 octobre 2014

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RE Pharmaceuticals S.à r.l., Société à responsabilité limitée.

Capital social: EUR 3.586.725,00.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.
R.C.S. Luxembourg B 163.942.

Les comptes annuels au 31 décembre 2013 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.

Value Partners S.A.

Référence de publication: 2014133935/10.

(140151970) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

Rushold S.A., Société Anonyme.

Siège social: L-1653 Luxembourg, 2, avenue Charles de Gaulle.
R.C.S. Luxembourg B 130.028.

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 11 août 2014.

Référence de publication: 2014133949/10.

(140152074) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

Decrow Capital S.A., Société Anonyme.

Siège social: L-1840 Luxembourg, 1, boulevard Joseph II.
R.C.S. Luxembourg B 143.797.

Les comptes annuels au 30 juin 2013 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.

PRIVATE INVESTMENT TRUST SARL

Signature

Référence de publication: 2014134783/11.

(140153469) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

FLE Property 7, Société à responsabilité limitée.

Siège social: L-1420 Luxembourg, 7, avenue Gaston Diderich.
R.C.S. Luxembourg B 162.916.

Les comptes annuels au 31 décembre 2013 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 FLE Property 7

United International Management S.A.

Référence de publication: 2014134842/11.

(140153107) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

Coeli SICAV II, Société d'Investissement à Capital Variable.

Siège social: L-1626 Luxembourg, 4, rue des Girondins.
R.C.S. Luxembourg B 185.579.

Décision du comité de direction de Coeli SICAV II du 14 juillet, 2014

Décision de changer l'adresse du siège social de cette société de 370, route de Longwy, L-1940 Luxembourg, vers 4, rue des Girondins, L-1626 Luxembourg, à partir du 1^{er} août 2014

Paul Guillaume / Johan Lindberg / Lukas Lindkvist / Frits Carlsen

Le Président / Directeur / Directeur / Directeur

Référence de publication: 2014134738/12.

(140153093) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

S. Fuel Sàrl, Société à responsabilité limitée.

Siège social: L-3898 Foetz, 6-8, rue du Brill.

R.C.S. Luxembourg B 131.981.

Les comptes annuels au 31.12.2013 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.

Ehnen, le 25 août 2014.

Référence de publication: 2014133950/10.

(140151765) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

SCPack Holdings Management S.à r.l & Partners S.C.A., Société en Commandite par Actions.

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

R.C.S. Luxembourg B 167.051.

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 25 août 2014.

Référence de publication: 2014133984/10.

(140151743) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

Fox Bravo S.A., Société Anonyme Soparfi.

Siège social: L-2121 Luxembourg, 231, Val des Bons-Malades.

R.C.S. Luxembourg B 138.259.

Les comptes annuels au 31 décembre 2012 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 24 avril 2014.

SG AUDIT SARL

Référence de publication: 2014134848/11.

(140153121) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

Green Harbour Fund S.A., SICAV-SIF, Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé.

Siège social: L-1855 Luxembourg, 15, avenue J.F. Kennedy.

R.C.S. Luxembourg B 148.526.

Le Bilan au 31 décembre 2013 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 27 août 2014.

Référence de publication: 2014134873/11.

(140153523) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

Algeco/Scotsman Holding S.à r.l., Société à responsabilité limitée.**Capital social: USD 222.103.170,00.**

Siège social: L-2453 Luxembourg, 20, rue Eugène Ruppert.

R.C.S. Luxembourg B 132.028.

Suite à des changements d'adresse de certains associés de la Société, il y a lieu de noter que:

- TDR Capital Nominees Limited réside désormais au 20 Bentinck street, London W1U 2EU, England.

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

Luxembourg, le 25 août 2014.

Référence de publication: 2014134077/12.

(140152571) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

Sid Clausen S.à r.l., Société à responsabilité limitée.

Siège social: L-2165 Luxembourg, 15, Rives de Clausen.

R.C.S. Luxembourg B 137.325.

Les comptes annuels du 01/01/2013 au 31/12/2013 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: 2014133986/10.

(140151773) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

SMART Modular Technologies (Foreign Holdings), Limited, Société à responsabilité limitée.

Siège social: L-2440 Luxembourg, 63, rue de Rollingergrund.

R.C.S. Luxembourg B 163.100.

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 25 août 2014.

Référence de publication: 2014133990/10.

(140151852) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

MEP II S. à r.l., Société à responsabilité limitée.

Siège social: L-1940 Luxembourg, 282, route de Longwy.

R.C.S. Luxembourg B 125.305.

Les comptes annuels au 28 février 2014 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.

Eddy Perrier

Gérant

Référence de publication: 2014135043/11.

(140153050) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

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

Siège social: L-1940 Luxembourg, 282, route de Longwy.

R.C.S. Luxembourg B 107.163.

Les comptes annuels au 28 février 2014 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.

Eddy Perrier

Gérant

Référence de publication: 2014135044/11.

(140153051) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

Tech Data Luxembourg S.à.r.l., Société à responsabilité limitée unipersonnelle.

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

R.C.S. Luxembourg B 93.006.

Les comptes annuels au 31 janvier 2014 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 25/08/2014.

Jacob Mudde / Jorge Pérez Lozano

Gérant / Gérant

Référence de publication: 2014135241/12.

(140153518) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

SRB Lux S.à r.l., Société à responsabilité limitée.

Siège social: L-1882 Luxembourg, 12, rue Guillaume Kroll.

R.C.S. Luxembourg B 169.970.

Les comptes annuels au 31.12.2013 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.

Ehnen, le 25 août 2014.

Référence de publication: 2014133998/10.

(140151762) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

T.I. Lotissements S.A., Société Anonyme.

Siège social: L-1116 Luxembourg, 16, rue Adolphe.

R.C.S. Luxembourg B 71.479.

Le Bilan abrégé au 31 Décembre 2012 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 25 août 2014.

Référence de publication: 2014134001/10.

(140151809) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

Coach & Win, Société Anonyme.

Siège social: L-1220 Luxembourg, 170A, rue de Beggen.

R.C.S. Luxembourg B 110.053.

Les comptes annuels au 31 décembre 2013 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.

Signatures

LE CONSEIL D'ADMINISTRATION

Référence de publication: 2014134171/11.

(140152391) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

G.D.Transports s.à.r.l., Société à responsabilité limitée.

Siège social: L-8081 Bertrange, 117, rue de Mamer.

R.C.S. Luxembourg B 116.872.

Les statuts coordonnés de la société, rédigés en suite de l'assemblée générale du 21.08.2014, 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.

Capellen.

Référence de publication: 2014134258/11.

(140152459) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

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

Siège social: L-1219 Luxembourg, 23, rue Beaumont.

R.C.S. Luxembourg B 97.800.

Le bilan au 31 décembre 2013 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 18 août 2014.

POUR LE CONSEIL D'ADMINISTRATION

Signatures

Référence de publication: 2014134143/12.

(140152305) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

Abbott South Africa Luxembourg S.à r.l., Société à responsabilité limitée.

Siège social: L-2449 Luxembourg, 26, boulevard Royal.
R.C.S. Luxembourg B 158.173.

Les comptes annuels de la société Abbott South Africa Luxembourg S.à r.l. au 31 décembre 2012 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: 2014134070/10.

(140152814) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

Apollo Rida Golf S.à r.l., Société à responsabilité limitée.

Capital social: EUR 25.000,00.

Siège social: L-1855 Luxembourg, 43, avenue J.F. Kennedy.
R.C.S. Luxembourg B 114.387.

Les comptes annuels au 31 décembre 2013 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 25 août 2014.

Référence de publication: 2014134085/10.

(140152763) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

RP Residential Assembly S.à r.l., Société à responsabilité limitée.

Siège social: L-5365 Munsbach, 6C, rue Gabriel Lippmann.
R.C.S. Luxembourg B 138.036.

Les comptes annuels au 31 décembre 2013 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 La Société

Un gérant

Référence de publication: 2014134492/11.

(140152325) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

S.A. Hunter's, Société Anonyme.

Siège social: L-9696 Pommerloch, 19, route de Bastogne.
R.C.S. Luxembourg B 96.138.

Extrait des résolutions prise par l'assemblée générale ordinaire tenu le 09 juillet 2014

L'assemblée renouvèle le mandat du Commissaire Stratego International Sàrl, route de Longwy L-1940 Luxembourg. Son mandat viendra à échéance à l'issue de l'assemblée générale de 2017.

Pour extrait conforme

Référence de publication: 2014134496/11.

(140152279) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

SEB Asset Management S.A., Société Anonyme.

Siège social: L-2370 Howald, 4, rue Peternelchen.
R.C.S. Luxembourg B 28.468.

EXTRAIT

Le 5 juin 2014 le conseil d'administration de SEB Asset Management S.A. (ci-après la «Société») a décidé de nommer avec effet immédiat et pour une durée illimitée Loïc Guillermet avec adresse professionnelle à L-2370 Howald, 4 rue Peternelchen, en tant que délégué à la gestion journalière de la Société avec Ralf Ferner et Matthias Ewald.

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

Référence de publication: 2014134523/12.

(140152252) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

SOF European Hotel Co-Invest Holdings II, 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 110.013.

Les comptes annuels au 31 décembre 2013 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 25 août 2014.

Référence de publication: 2014134541/10.

(140152774) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

Stern Investments S.A., Société Anonyme.

Siège social: L-1140 Luxembourg, 45-47, route d'Arlon.
R.C.S. Luxembourg B 53.103.

Les comptes annuels au 31.12.2013 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: 2014134545/10.

(140152541) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

Mishal Finance S.A., Société Anonyme.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.
R.C.S. Luxembourg B 103.227.

Le Bilan et l'affectation du résultat au 31 Décembre 2013 ont été déposés au registre de commerce et des sociétés de Luxembourg.

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

Luxembourg, le 27 Août 2014.

Mishal Finance S.à.r.l.

Manacor (Luxembourg) S.A.

Directeur

Référence de publication: 2014136802/14.

(140155805) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

TreeTop Portfolio SICAV, Société d'Investissement à Capital Variable.

Siège social: L-2453 Luxembourg, 12, rue Eugène Ruppert.
R.C.S. Luxembourg B 125.731.

Rectifie le dépôt L140152070

Extrait des résolutions du Conseil d'Administration tenu à Luxembourg le 21 août 2014

Les Administrateurs prennent acte de la démission de Monsieur Marc-André BECHET de sa fonction d'administrateur de la Société avec effet au 10 juillet 2014.

Les Administrateurs décident de coopter Monsieur John PAULY avec adresse professionnelle au 12, rue Eugène Ruppert, L-2453 Luxembourg en qualité d'administrateur de la Société, en remplacement de Monsieur Marc-André BECHET, administrateur démissionnaire, avec effet au 21 août 2014.

Cette nomination est sujette à ratification lors de la prochaine assemblée générale ordinaire des actionnaires de la Société.

Luxembourg, le 25 août 2014.

Pour TreeTop Portfolio SICAV

BANQUE DEGROOF LUXEMBOURG S.A.

Agent Domiciliaire

Référence de publication: 2014134555/20.

(140152503) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 août 2014.

Loopy S.A., Société Anonyme.

R.C.S. Luxembourg B 94.515.

Par la présente, La société Compta Services & Partners Sari, demeurant au 27 Huewelerstrooss, L-8521 Beckerich, déclare donner ma démission de mon poste de commissaire au compte de la société loopy sa, sise au 27 Huewelerstrooss, L-8521 Beckerich, RC B094.515 constituée le 14 octobre 1998 devant Maître Lecuit, notaire de Résidence à Hesperange, à dater de ce jour.

Beckerich, le 29 août 2014.

Signature.

Référence de publication: 2014136769/11.

(140155775) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.**Mauboussin SAS, Succursale d'une société de droit étranger.**

Adresse de la succursale: L-1258 Luxembourg, 6, rue Jean-Pierre Brasseur.

R.C.S. Luxembourg B 144.353.

Le bilan français au 31 décembre 2013 de la société mère MAUBOUSSIN SAS, 20, place Vendôme F-75001 Paris 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.

Signature

Un mandataire

Référence de publication: 2014136796/12.

(140155479) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.**Mager S.A., SPF, Société Anonyme - Société de Gestion de Patrimoine Familial.**

Siège social: L-1471 Luxembourg, 412F, route d'Esch.

R.C.S. Luxembourg B 186.978.

Extrait des résolutions prises lors du Conseil d'Administration du 6 août 2014

- Il est pris acte de la démission de Monsieur Renaud LEONARD de son mandat d'Administrateur avec effet à ce jour.
- Monsieur Hesam SALAMEH, né le 22 mai 1988 à Virton (Belgique), employé privé, demeurant professionnellement au 412F, route d'Esch, L-2086 Luxembourg, est coopté en tant qu'Administrateur en remplacement de Monsieur Renaud LEONARD, démissionnaire, avec effet à ce jour. Son mandat viendra à échéance lors de l'Assemblée Générale Statutaire de l'an 2014.

Luxembourg, le 6 août 2014.

MAGER S.A., SPF

Référence de publication: 2014136790/15.

(140155645) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.**Mayhill Investments Limited S.A., Société Anonyme.**

Siège social: L-1471 Luxembourg, 412F, route d'Esch.

R.C.S. Luxembourg B 179.574.

Extrait des résolutions prises lors du Conseil d'Administration du 6 août 2014

- Il est pris acte de la démission de Monsieur Renaud LEONARD de son mandat d'Administrateur avec effet à ce jour.
- Madame Kalliopi FOURNARI, née le 14 février 1981 à Thessalonique (Grèce), employée privée, demeurant professionnellement au 412F, route d'Esch, L-2086 Luxembourg, est cooptée en tant qu'Administrateur en remplacement de Monsieur Renaud LEONARD, démissionnaire, avec effet à ce jour. Son mandat viendra à échéance lors de l'Assemblée Générale Statutaire de l'an 2014.

Luxembourg, le 6 août 2014.

MAYHILL INVESTMENTS LIMITED S.A.

Signatures

Référence de publication: 2014136797/16.

(140155632) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Loopy S.A., Société Anonyme.

Siège social: L-8521 Beckerich, 27, Huewelerstrooss.

R.C.S. Luxembourg B 94.515.

Par la présente, Madame Wurth Joelle, demeurant au 27 Huewelerstrooss, L-8521 Beckerich, déclare donner ma démission de mon poste d'administratrice de la société loopy sa, sise au 27 Huewelerstrooss, L-8521 Beckerich, RC B094.515 constituée le 14 octobre 1998 devant Maître Lecuit, notaire de Résidence à Hesperange, à dater de ce jour.

Beckerich, le 29 août 2014.

Signature.

Référence de publication: 2014136770/11.

(140155775) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.**Mars Properties S.à.r.l., Société à responsabilité limitée.****Capital social: EUR 12.500,00.**

Siège social: L-1610 Luxembourg, 4-6, avenue de la Gare.

R.C.S. Luxembourg B 110.571.

Extrait des décisions prises lors de la réunion du conseil de gérance tenue le 14 août 2014

Le Conseil de Gérance a décidé de transférer le siège social de la société du 7, Avenue Gaston Diderich, L-1420 Luxembourg au 4-6 Avenue de la Gare, L-1610 Luxembourg, avec effet au 1^{er} Septembre 2014.

Luxembourg, le 14 août 2014.

Pour extrait conforme

Signature

Gérant

Référence de publication: 2014136780/15.

(140155808) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.**Muha No 2 LuxCo, Société à responsabilité limitée.****Capital social: SEK 188.771,21.**

Siège social: L-2540 Luxembourg, 26-28, rue Edward Steichen.

R.C.S. Luxembourg B 155.960.

EXTRAIT

Les associés de la Société, par résolutions écrites datées du 25 juin 2014 et avec effet immédiat, ont décidé:

1 d'accepter la démission des personnes suivantes:

- Monsieur Lars Frankfelt, gérant de catégorie A

2 d'abolir la classification en catégorie A et B des gérants actuellement en fonction

3 de nommer les personnes suivantes en tant que gérants de la Société pour une période indéfinie:

- Monsieur Thomas Sonnenberg, demeurant professionnellement 26-28 rue Edward Steichen, L-2540 Luxembourg, en tant que gérant

- Monsieur Antonis Tzanetis, demeurant professionnellement 26-28 rue Edward Steichen, L-2540 Luxembourg, en tant que gérant

- Monsieur Mats Eklund, demeurant 13 Farm Place, W8 7SX, Londres, Royaume-Uni, en tant que gérant

Dès lors, le conseil de gérance de la Société est composé sans classification en tant que gérants de catégorie A ou de catégorie B de la manière suivante:

Monsieur Michiel Kramer,

Monsieur Heiko Dimmerling

Monsieur Thomas Sonnenberg,

Monsieur Antonis Tzanetis,

Monsieur Mats Eklund.

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

Pour Muha No 2 LuxCo S.à r.l.

Référence de publication: 2014136789/28.

(140155525) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Res, Société Anonyme.

Siège social: L-1528 Luxembourg, 16A, boulevard de la Foire.

R.C.S. Luxembourg B 55.865.

En date du 30 juin 2014, les mandats comme administrateurs de Maître Pierre Berna, Monsieur Grégory Mathis et Madame Anabela Fonseca ont été renouvelés.

A cette même date, Monsieur Valentino Capurso, titulaire d'un Master en comptabilité contrôle audit, avec adresse professionnelle à L-1528 Luxembourg, 16A, boulevard de la Foire a été nommé commissaire en remplacement de Monsieur Jean Thyssen démissionnaire.

Tous les mandats prendront fin avec l'assemblée générale de 2019.

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

RES

Référence de publication: 2014136849/15.

(140155712) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Hedland Holdings S.à r.l., Société à responsabilité limitée soparfi.

Siège social: L-1118 Luxembourg, 23, rue Aldringen.

R.C.S. Luxembourg B 133.912.

EXTRAIT

Il résulte d'un acte signé sous seing privé en date du 20 juin 2014 que Monsieur Jacek WYSOCKI a cédé les 6.160 parts sociales qu'il détenait dans la société HEDLAND HOLDINGS Sàrl à la société de droit polonais MNF Solicitors Sp. Z o.o Law & Accounting S.K.A., avec siège social à PL-73-110 Stargard Szczeci ski, Osiedle zachód B19/i/8, immatriculée au Registre des Sociétés KRS sous le numéro 0000484813

En conséquence, les parts sociales sont détenues comme suit:

- MNF Solicitors Sp z o.o Law & Accounting S.K.A.: 6.160 parts sociales

Luxembourg.

Pour extrait sincère et conforme

Référence de publication: 2014135552/16.

(140154300) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 août 2014.

Marina Yachting Greater China Brands S.à r.l., Société à responsabilité limitée.

Capital social: EUR 17.400,00.

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

R.C.S. Luxembourg B 188.453.

Extrait des résolutions prises par l'associé unique en date du 1^{er} août 2014

L'associé unique a décidé en date du 1^{er} août 2014:

- d'accepter la démission en tant que gérant de catégorie B avec effet au 1^{er} août 2014 de:

* Monsieur Marek Domagala, né le 17 avril 1972 à Ostrow Wielkopolski, Pologne, et ayant son adresse professionnelle au 2, rue des Dahlias, L-1411 Luxembourg,

- de nommer en tant que gérant de catégorie B avec effet au 1^{er} août 2014 et pour une période illimitée:

Monsieur Keith McShea, né le 18 février 1972 à Londres, Angleterre et ayant son adresse professionnelle au 24 rue Beaumont, L-1219 Luxembourg,

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

Luxembourg, le 1^{er} septembre 2014.

Langham Hall Luxembourg

Signature

Mandataire

Référence de publication: 2014136779/21.

(140155545) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Luxip S.A., Société Anonyme.

Siège social: L-1364 Luxembourg, 10, rue de Crecy.
R.C.S. Luxembourg B 159.838.

Les comptes annuels au 31 décembre 2013 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: 2014136778/9.

(140155480) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Pergam Properties, Société à responsabilité limitée.

Siège social: L-1160 Luxembourg, 32-36, boulevard d'Avranches.
R.C.S. Luxembourg B 148.016.

Extrait du procès-verbal de l'assemblée générale annuelle des associés de la société tenue le 11 juillet 2014

Quatrième résolution

L'assemblée décide de nommer Monsieur Anthony Braesch, avocat à la Cour, demeurant 15, rue du Fort Bourbon, L-1249 Luxembourg, comme nouveau membre du conseil de gérance avec effet immédiat pour une durée de 3 ans, jusqu'à l'assemblée générale annuelle qui se tiendra en 2017.

L'assemblée constate que le conseil de gérance est désormais composé de Madame Sophie Jilger, Madame Claire Laurent, Monsieur Jean-Bernard Quillon et Monsieur Anthony Braesch.

Référence de publication: 2014136837/14.

(140155467) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Plus Russland Diskont-Beteiligung S.à r.l., Société à responsabilité limitée.

Capital social: EUR 50.000,00.

Siège social: L-1855 Luxembourg, 46A, avenue J.F. Kennedy.
R.C.S. Luxembourg B 156.133.

En date du 1^{er} septembre 2014 les associés de la Société ont pris les décisions suivantes:

- Démission de Uwe Klostermann de son poste de gérant A avec effet au 1^{er} septembre 2014;
- Election de Peter Karl Michael Fink, né le 7 mars 1955 à Gelsenkirchen en Allemagne et résidant professionnellement au Gausstrasse 8, 59069 Hamm en Allemagne, au poste de gérant A avec effet au 1^{er} septembre 2014.

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

Gérald Welvaert
Gérant B

Référence de publication: 2014136829/15.

(140155793) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Mirallia HoldCo S.A., Société Anonyme.

Siège social: L-1471 Luxembourg, 412F, route d'Esch.
R.C.S. Luxembourg B 169.313.

Extrait des résolutions prises lors du Conseil d'Administration du 6 août 2014

- Il est pris acte de la démission de Monsieur Renaud LEONARD de son mandat d'Administrateur avec effet à ce jour.
- Madame Kalliopi FOURNARI, née le 14 février 1981 à Thessalonique (Grèce), employée privée, demeurant professionnellement au 412F, route d'Esch, L-2086 Luxembourg, est cooptée en tant qu'Administrateur en remplacement de Monsieur Renaud LEONARD, démissionnaire, avec effet à ce jour. Son mandat viendra à échéance lors de l'Assemblée Générale Statutaire de l'an 2014.

Luxembourg, le 6 août 2014.

MIRALLIA HOLDCO S.A.

Signature

Référence de publication: 2014136801/16.

(140155649) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

Patron GP IV 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 162.291.

Le dépôt rectificatif des comptes annuels pour la période du 15 juillet 2011 (date de constitution) au 31 décembre 2011 déposés au Registre de Commerce et des Sociétés de Luxembourg le 8 août 2013, sous la référence L130139802 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 25 août 2014.

Référence de publication: 2014136826/12.

(140155708) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

NewOkny Charter Sàrl, Société à responsabilité limitée.

Siège social: L-1840 Luxembourg, 41, boulevard Joseph II.
R.C.S. Luxembourg B 151.250.

Le bilan au 31.12.2013 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 3 septembre 2014.

Pour ordre

EUROPE FIDUCIAIRE (Luxembourg) S.A.

Boîte Postale 1307

L - 1013 Luxembourg

Référence de publication: 2014138433/14.

(140156822) Déposé au registre de commerce et des sociétés de Luxembourg, le 3 septembre 2014.

Metropole Investments S.C., Société Civile.

Siège social: L-1331 Luxembourg, 65, boulevard Grande-Duchesse Charlotte.
R.C.S. Luxembourg E 4.352.

Extrait du procès-verbal de la réunion de l'Assemblée Générale Extraordinaire des Associés réunie au Luxembourg, le 27 juin 2014 à 14.00 heures.

Première résolution

Acceptation de la démission des administrateurs:

Monsieur Philippe TOUSSAINT, administrateur, ayant pour adresse professionnelle 65, boulevard Grande-Duchesse Charlotte à L-1331 Luxembourg;

Monsieur Emanuele GRIPPO, administrateur, ayant pour adresse professionnelle 65, boulevard Grande-Duchesse Charlotte à L-1331 Luxembourg,

Madame Nathalie THILL, administrateur, ayant pour adresse professionnelle 65, boulevard Grande-Duchesse Charlotte à L-1331 Luxembourg.

Deuxième résolution

Nomination en remplacement des administrateurs:

Monsieur Xavier SOULARD, administrateur, ayant pour adresse professionnelle 24, rue Astrid L-1143 Luxembourg,

Monsieur Eric TAZZIERI, administrateur, ayant pour adresse professionnelle 24, rue Astrid L-1143 Luxembourg,

Monsieur Patrick WILWERT, administrateur, ayant pour adresse professionnelle 24, rue Astrid L-1143 Luxembourg,

Les nouveaux administrateurs sont nommés pour une durée indéterminée.

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

Luxembourg, le 27 juin 2014.

Un mandataire

Référence de publication: 2014136787/26.

(140155623) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

**EDR O.F., Edmond de Rothschild O.F., Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé,
(anc. Currency Overlay Fund).**

Siège social: L-2535 Luxembourg, 20, boulevard Emmanuel Servais.
R.C.S. Luxembourg B 131.968.

In the year two thousand and fourteen, on the sixteenth day of the month of September.
Before us Maître Henri Hellinckx, notary residing in Luxembourg.

There appeared:

Edmond de Rothschild (Monaco), having its registered office at Les Terrasses, 2, Avenue de Monte Carlo, MC-98000 Monaco,

represented by Maître Alexandre Hübscher, avocat à la Cour, professionally residing in Luxembourg, pursuant to a proxy dated 12 September 2014, such proxy to be registered together with the present deed,

being the sole shareholder (the "Sole Shareholder") of Currency Overlay Fund (the "Company"), a société anonyme having its registered office at 20, boulevard Emmanuel Servais, L-2535 Luxembourg (R.C.S. B 131.968), incorporated under the Luxembourg law on 31 August 2007, by a deed of Maître Joseph Elvinger, notary residing in Luxembourg, published in the Mémorial C, Recueil Spécial des Sociétés et Associations, (the "Mémorial"), number 2311 on 16 October 2007. The articles of incorporation of the Company have been amended for the last time by a deed of Maître Henri Hellinckx, prenamed, on 6 February 2009, published in the Mémorial, number 558 on 13 March 2009.

The proxyholder declared and requested the notary to record that:

- I. The Sole Shareholder holds all 27.836,93551 shares in issue in the Company, so that decisions can validly be taken on the item of the agenda.
- II. The Sole Shareholder represented confirms having full knowledge of the agenda ahead and waives its rights to any prior convening notice thereof so that the decision of the Sole Shareholder can validly be taken on the item of the agenda.
- III. The agenda is set as follows:

Agenda

Restatement of the articles of incorporation of the Company (the "Articles") with effect from the day of the decision of the sole shareholder, including but not limited to:

- I. Change the Company's name from "Currency Overlay Fund" to "Edmond de Rothschild O.F." and subsequently amend Article 1 of the Articles;
- II. Amendment of Article 3 of the Articles to insert "as amended" to the law of 13 February 2007 relating to specialised investment funds which shall read as follows:

"The exclusive object of the Company is to place the funds available to it in transferable securities of any kind and other permitted assets with the purpose of spreading investment risks and affording its shareholders the results of the management of its portfolio.

The Company is subject to the provisions of the law of 13 February 2007 relating to specialised investment funds as amended (the "Law") and may take any measures and carry out any operation which it may deem useful in the accomplishment and development of its purpose to the full extent permitted by the Law."

III. Amendment of the Articles in order inter alia to:

- authorise the Company to issue shares in dematerialised form;
- insert provisions in relation to the law of 12 July 2013 on alternative investment fund managers

Sole resolution of the sole shareholder

The Sole Shareholder, representing the entirety of the subscribed share capital of the Company, resolves to amend and restate the Articles as follows:

Title I. Denomination, Duration, Object, Registered office

Art. 1. There exists among the current owners of shares and all those who may become holders of shares hereafter issued, a company in the form of a société anonyme (public limited company) qualifying as a société d'investissement à capital variable - fonds d'investissement spécialisé (investment company with variable capital - specialised investment fund) under the name of Edmond de Rothschild O.F., abbreviated as EdR O.F., (the "Company").

Art. 2. The Company is established for an unlimited period. The Company may be dissolved by a resolution of the shareholders adopted in the manner required for amendment of these articles of association (the "Articles").

Art. 3. The exclusive object of the Company is to place the funds available to it in transferable securities of any kind and other permitted assets with the purpose of spreading investment risks and affording its shareholders the results of the management of its portfolio.

The Company is subject to the provisions of the law of 13 February 2007 relating to specialised investment funds as amended (the "Law") and may take any measures and carry out any operation which it may deem useful in the accomplishment and development of its purpose to the full extent permitted by the Law.

Art. 4. The registered office of the Company is established in the city of Luxembourg, in the Grand Duchy of Luxembourg.

Subsidiaries, branches or other offices may be established either in the Grand Duchy of Luxembourg or abroad by resolution of the board of directors of the Company (the "Board"). If and to the extent permitted by law, the Board may decide to transfer the registered office to any other place in the Grand Duchy of Luxembourg.

In the event that the Board determines that extraordinary political, economical, social or military events have occurred or are imminent that 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 temporary measures shall have no effect on the nationality of the Company which, notwithstanding the temporary transfer of its registered office, will remain a Luxembourg company.

Title II. Share capital - Shares - Net asset value

Art. 5. The capital of the Company shall be represented by shares of no par value and shall at any time be equal to the total net assets of the Company as defined in Article twelve hereof.

The minimum capital of the Company shall be the minimum capital required by Luxembourg law.

The Board may, at any time, as it deems appropriate, decide to create one or more compartments or sub-funds within the meaning of article 71(1) of the Law, (each such compartment or sub-fund, a "Sub-Fund"). The Company constitutes a single legal entity, but the assets of each Sub-Fund shall be invested for the exclusive benefit of the shareholders of the corresponding Sub-Fund and the assets of a specific Sub-Fund are solely accountable for the liabilities, commitments and obligations of that Sub-Fund.

The shares to be issued in a Sub-Fund may, as the Board shall determine, be of one or more different classes (each such class, a "Class"), the features, terms and conditions of which shall be established by the Board. The Board may decide to consolidate or split the Shares of any Class.

The Board may create each Sub-Fund for an unlimited or a limited period of time.

The proceeds from the issuance of shares of any Class within a Sub-Fund shall be invested pursuant to Article seventeen hereof in securities of any kind or other permitted assets corresponding to such geographical areas, industrial sectors or monetary zones, or to such specific types of equity or debt securities or assets or with such other specific features, as the Board shall from time to time determine in respect of the relevant Sub-Fund.

For the purpose of determining the capital of the Company, the net assets attributable to each Class of shares shall, if not expressed in euro, be converted into euro and the capital shall be the total of the net assets of all the Classes.

Art. 6. The Board is authorized without limitation to issue further partly or fully paid shares, at any time, in accordance with the procedures and subject to the terms and conditions determined by the Board and disclosed in the sales documents, without reserving to the existing shareholders a preferential right to subscription of the shares to be issued.

Unless otherwise decided by the Board and disclosed in the sales documents, the issue price shall be equal to the Net Asset Value for the relevant Class of shares as determined in accordance with the provisions of Article twelve hereof plus a sales charge, if any, as the sales documents may provide.

Shares of the Company are restricted to well-informed investors (investisseurs avertis) within the meaning of the Law ("Eligible Investors").

The Board may delegate to any duly authorized director or officer of the Company or to any other duly authorized person, the duty of accepting subscriptions and/or delivering and receiving payment for such new shares, remaining always within the limits imposed by the Law.

The Board is further authorised and instructed to determine the conditions of any such issue and to make any such issue subject to payment at the time of issue of the shares.

The issue of shares shall be suspended if the determination of the Net Asset Value is suspended pursuant to Article eleven hereof.

The Board may decide to issue shares against contribution in kind in accordance with Luxembourg law. In particular, in such case, the assets contributed must be valued in a report issued by the Company's auditor, as required by Luxembourg law. Any costs incurred in connection with a contribution in kind shall be borne by the relevant shareholder.

The Board may, at its discretion, delay the acceptance of any subscription application for shares until such time as the Company has received sufficient evidence that the applicant qualifies as an Eligible Investor.

In addition to any liability under applicable law, each shareholder who does not qualify as an Eligible Investor, and who holds shares in the Company, shall hold harmless and indemnify the Company, the Board, the other shareholders and the Company's agents for any damages, losses and expenses resulting from or connected to such holding in circumstances where the relevant shareholder had furnished misleading or untrue documentation or had made misleading or untrue

representations to wrongfully establish its status as an Eligible Investor or has failed to notify the Company of its loss of such status.

Art. 7. The Company issues shares in registered form or in dematerialised form on such terms and conditions as the Board will prescribe. Dematerialised shares are shares exclusively issued by book entry in an issue account (compte d'émission), held by an authorised central account holder or an authorised settlement system designated by the Company and disclosed in the sales documents of the Company.

All registered shares of the Company shall be inscribed in the register of shareholders (the "Register"), which shall be kept by the Company or by one or more persons designated therefore by the Company. The Register shall contain the name of each holder of registered shares, his residence or elected domicile so far as notified to the Company and the number and Class(es) of shares held by him.

Every registered shareholder must provide the Company with an address to which all notices and announcements from the Company may be sent. Such address will be entered in the Register. In the event of joint holders of shares, only one address will be inserted and any notices will be sent to that address only.

In the event that a shareholder does not provide such address, or such notices and announcements are returned as undeliverable to such address, the Company may permit a notice to this effect to be entered in the Register and the shareholder's address will be deemed to be at the registered office of the Company, or such other address as may be so entered by the Company from time to time, until another address shall be provided to the Company by such shareholder. The shareholder may, at any time, change his address as entered in the Register by means of a written notification to the Company at its registered office, or at such other address as may be set by the Company from time to time.

Holders of dematerialised shares must provide, or must ensure that registrar agents shall provide, the Company with information for identification purposes of the holders of such shares in accordance with applicable laws. If on a specific request of the Company, the holder of dematerialised shares does not furnish the requested information, or furnishes incomplete or erroneous information within a time period provided for by law or determined by the Board at its discretion, the Board may decide to suspend voting rights attached to all or part of the dematerialised shares held by the relevant person until satisfactory information is received.

The Company shall consider the person in whose name the shares are registered in the Register as full owner of the shares. The Company shall be entitled to consider any right, interest or claim of any other person in or upon such shares to be non-existing, provided that the foregoing shall deprive no person of any right which he might properly have to request a change in the registration of his shares.

The Company will recognise only one holder in respect of a share in the Company. In the event of joint ownership the Company may suspend the exercise of any right deriving from the relevant share or shares until one person shall have been designated to represent the joint owners vis-à-vis the Company.

In the case of joint shareholders, the Company reserves the right to pay any redemption proceeds, distributions or other payments to the first registered holder only, whom the Company may consider to be the representative of all joint holders, or to all joint shareholders together, at its absolute discretion.

Fractions of shares will be issued if so decided by the Board. Such fractional shares shall not be entitled to vote, unless if all these fractional shares represent one share, but shall be entitled to participate in the net assets and any distributions attributable to the relevant Class of shares on a pro rata basis.

The Company shall decide whether share certificates shall be delivered to the shareholders or whether the shareholders shall receive a written confirmation of their shareholding.

Share certificates, if applicable, shall be signed by two directors and an official duly authorized by the Board for such purpose. Signatures of the directors may be either manual, or printed, or by facsimile. The signature of the authorized official shall be manual. The Company may issue temporary share certificates in such form as the Board may from time to time determine.

Transfer of registered shares shall be effected by inscription of the transfer in the Register to be made by the Company upon delivery of the certificate or certificates, if any, representing such shares, to the Company along with appropriate document(s) recording the transfer between the transferor and the transferee and such other documentation as the Company may require.

The Company will refuse to give effect to any transfer of shares and refuse any transfer of shares to be entered in the Register in circumstances where such transfer would result in shares being held by any person not qualifying as an Eligible Investor.

Art. 8. If share certificates are issued and if any shareholder can prove to the satisfaction of the Company that his share certificate has been mislaid, mutilated or destroyed, then, at his request, a duplicate share certificate may be issued under such conditions and guarantees, including a bond delivered by an insurance company but without restriction thereto, as the Company may determine. At the issuance of the new share certificate, on which it shall be recorded that it is a duplicate, the original share certificate in place of which the new one has been issued shall become void.

The Company may, at its election, charge the shareholder for the costs of a duplicate or of a new share certificate and all reasonable expenses undergone by the Company in connection with the issuance and registration thereof, or in connection with the annulment of the original share certificate.

Art. 9. The Board shall have power to impose such restrictions as it may think necessary for the purpose of ensuring that no shares in the Company are acquired or held by (a) any person not qualifying as an Eligible Investor, (b) any person in breach of the law or requirement of any country or governmental authority or (c) any person in circumstances which in the opinion of the Board might result in the Company, all or part of its Shareholders or any Sub-Fund or Class, incurring any liability to taxation, suffering any pecuniary disadvantage or any kind of administrative burden which the Company might not otherwise have incurred or suffered. More specifically, the Company may restrict, prevent or compulsorily redeem the ownership of shares in the Company by any person, firm or corporate body, and without limitation, by any "U.S. Person" or "U.S. Specified Person", as defined hereafter.

For such purposes the Company may:

a) decline to issue any share or to register any transfer of any share where it appears to it that such registry would or might result in such share being directly or beneficially owned by a person, who is precluded from holding shares in the Company;

b) at any time require any person whose name is entered in the Register to furnish it with any information, supported by affidavit, which it may consider necessary for the purpose of determining whether or not beneficial ownership of such shareholder's share rests or will rest in a person who is precluded from holding shares in the Company;

c) decline to accept the vote of any person who is precluded from holding shares in the Company at any meeting of shareholders of the Company; and

d) where it appears to the Company that any person, who is precluded from holding shares or a certain proportion of the shares in the Company or whom the Company reasonably believes to be precluded from holding shares in the Company, either alone or in conjunction with any other person is beneficial owner of shares, (i) direct such shareholder to (a) transfer his shares to a person qualified to own such shares, or (b) request the Company to redeem his shares, or (ii) compulsorily redeem from any such shareholder all shares held by such shareholder in the following manner:

1) The Company shall serve a notice (hereinafter called the "Redemption Notice") upon the shareholder holding such shares or appearing in the Register as the owner of the shares to be redeemed, specifying the shares to be redeemed as aforesaid, the price to be paid for such shares, and the place at which the redemption price in respect of such share is payable. Any such notice may be served upon such shareholder by posting the same in a prepaid registered envelope addressed to such shareholder at his last address known to or appearing in the books of the Company. The said shareholder shall thereupon forthwith be obliged to deliver to the Company the share certificate or certificates (if issued) representing the shares specified in the Redemption Notice. Immediately after the close of business on the date specified in the Redemption Notice, such shareholder shall cease to be a shareholder and the shares previously held or owned by him shall be cancelled;

2) The price at which the shares specified in any Redemption Notice shall be redeemed (herein called the "Redemption Price") shall be an amount equal to the per share Net Asset Value of shares in the Company of the relevant Class, determined in accordance with Article twelve hereof less any service charge (if any). Where it appears that, due to the situation of the shareholder, payment of the redemption price by the Company, any of its agents and/or any other intermediary may result in either the Company, any of its agents and/or any other intermediary to be liable to a foreign authority for the payment of taxes or other administrative charges, the Company may further withhold or retain, or allow any of its agents and/or other intermediary to withhold or retain, from the Redemption Price an amount sufficient to cover such potential liability until such time that the shareholder provide the Company, any of its agents and/or any other intermediary with sufficient comfort that their liability shall not be engaged, it being understood (i) that in some cases the amount so withheld or retained may have to be paid to the relevant foreign authority, in which case such amount may no longer be claimed by the shareholder, and (ii) that potential liability to be covered may extend to any damage that the Company, any of its agents and/or any other intermediary may suffer as a result of their obligation to abide by confidentiality rules;

3) Payment of the Redemption Price will be made to the shareholder appearing as the owner thereof in the currency of denomination for the relevant Class of shares and will be deposited by the Company with a bank in Luxembourg or elsewhere (as specified in the Redemption Notice) for payment to such person but only, if a share certificate shall have been issued, upon surrender of the share certificate or certificates representing the shares specified in such notice. Upon deposit of such price as aforesaid no person interested in the shares specified in such redemption notice shall have any further interest in such shares or any of them, or any claim against in the Company or its assets in respect thereof, except the right of the shareholder appearing as the thereof owner to receive the price so deposited (without interest) from such bank as aforesaid.

4) The exercise by the Company of the powers conferred by this Article shall not be questioned or invalidated in any case, on the ground that there was insufficient evidence of ownership of shares by any person or that the true ownership of any shares was otherwise than appeared to the Company at the date of any Redemption Notice, provided that in such case the said powers were exercised by the Company in good faith.

Whenever used in these Articles, the term "U.S. person" shall have the same meaning as in Regulation S, as amended from time to time, of the United States Securities Act of 1933, as amended (the "1933 Act") or as in any other regulation or act which shall come into force within the United States of America and which shall in the future replace Regulation

S of the 1933 Act or a “U.S. Specified Person” as defined by Foreign Account Tax Compliance Act of 2010, as may be amended (FATCA).

The Board may, from time to time, amend or clarify the aforesaid meaning in the sales documents of the Company.

Art. 10. As is more specifically prescribed herein below the Company has the power to redeem its own shares at any time within the sole limitations set forth by law.

Any shareholder may at any time request the redemption of all or part of his shares by the Company under the terms, conditions and limits set forth by the Board in the sales documents. Any redemption request must be filed by such shareholder in written form, subject to the conditions set out in the sales documents of the Company, at the registered office of the Company or with any other person or entity appointed by the Company as its agent for redemption of shares, together with the delivery of the certificate(s) for such shares in proper form (if issued).

Unless otherwise decided by the Board and disclosed in the sales documents, the redemption price shall be equal to the Net Asset Value for the relevant Class of shares as determined in accordance with the provisions of Article twelve hereof less a redemption charge, if any, as the sales documents may provide. This price may be rounded up or down to the nearest decimal, as the Board may determine, and such rounding will accrue to the benefit of the Company, as the case may be. From the redemption price there may further be deducted any deferred sales charge if such shares form part of a Class in respect of which a deferred sales charge has been contemplated in the sales documents. The redemption price per share shall be paid within a period as determined by the Board which shall not exceed 10 Luxembourg bank business days, from the relevant Valuation Day provided that the share certificates, if issued, and any requested documents have been received by the Company, subject to Article eleven hereof.

The Board may determine the notice period, if any, required for lodging any redemption request of any specific Class or Classes. The specific period for payment of the redemption proceeds of any Class of shares of the Company and any applicable notice period as well as the circumstances of its application will be published in the sales documents relating to the sale of such shares.

The Board may delegate to any duly authorised director or officer of the Company or to any other duly authorised person, the duty of accepting requests for redemption and effecting payment in relation thereto.

With the consent of or upon request from the shareholder(s) concerned, the Board may (subject to the principle of equitable treatment of shareholders) satisfy redemption requests in whole or in part in kind by allocating to the redeeming shareholders investments from the portfolio in value equal to the Net Asset Value attributable to the shares to be redeemed as described in the sales documents.

Such redemption will be subject to a special audit report by the approved statutory auditor of the Company confirming the number, the denomination and the value of the assets which the Board will have determined to be contributed in counterpart of the redeemed shares. This audit report will also confirm the way of determining the value of the assets which will have to be identical to the procedure of determining the Net Asset Value of the shares.

The specific costs for such redemptions in kind, in particular the costs of the special audit report, will have to be borne by the shareholder requesting the redemption in kind or by a third party, but will not be borne by the Company unless the Board considers that the redemption in kind is in the interest of the Company or made to protect the interests of the Company.

Any request for redemption shall be irrevocable except in the event of suspension of redemption pursuant to Article eleven hereof. In the absence of revocation, redemption will occur as of the first Valuation Day after the end of the suspension.

Any shareholder may request conversion of whole or part of his shares of one Class of a Sub-Fund into shares of another Class of that or another Sub-Fund at the respective Net Asset Values of the shares of the relevant Classes, provided that the Board may impose such restrictions between Classes of shares as disclosed in the sales documents as to, inter alia, frequency of conversion, and may make conversions subject to payment of a charge as specified in the sales documents.

The conversion request may not be accepted unless any previous transaction involving the shares to be converted has been fully settled by such shareholder.

If on any given Valuation Day, redemption requests and conversion requests exceed a certain level determined by the Board in relation to the number of the aggregate Net Asset Value of the shares in issue in a specific Sub-Fund or Class, the Board may decide that part or all of such requests for redemption or conversion will be deferred (pro rata) for a period and in a manner that the Board considers to be the best interest of the relevant Sub-Fund or Class and of the Company. On the next Valuation Day following that period, these redemption and conversion requests will be met in priority to a later request.

No redemption or conversion by a single shareholder may, unless otherwise decided by the Board, be for an amount of less than that of the minimum holding amount as determined from time to time by the Board.

If a redemption or conversion would reduce the value of the holdings of a single shareholder of shares of one Sub-Fund or Class below the minimum holding amount as the Board shall determine from time to time, then such shareholder may be deemed to have requested the redemption or conversion, as the case may be, of all his shares of such Sub-Fund or Class.

The Board may in its absolute discretion compulsorily redeem or convert any holding with a value of less than the minimum holding amount to be determined from time to time by the Board and to be published in the sales documents of the Company.

Shares of the Company redeemed by the Company shall be cancelled.

Art. 11. The Net Asset Value, the price for the issue, redemption and conversion of shares within each Class in the Company shall be determined by the Company or any agent appointed thereto, under the responsibility of the Board and the supervision of the alternative investment fund manager, if any, from time to time, but in no instance less than four times per year, as the Board may decide, every such day or time of determination thereof being referred to herein a "Valuation Day".

The Company may temporarily suspend the determination of the Net Asset Value of one or more Classes and consequently the issue, redemption and conversion of shares of such Class(es):

(a) for any period during which a market or stock exchange which is a market or stock exchange on which a substantial portion of the Company's investments is listed is closed, or where trading on such exchange is restricted or suspended;

(b) during any breakdown in communications normally used to determine the value of any of the Company's investments;

(c) whenever exchange or capital movement restrictions prevent the execution of the Company's transactions or whenever the Company is unable to determine the daily rate for the sale or purchase of euro in relevant foreign exchange markets or effect transfers of funds for any reason whatsoever;

(d) where there exists any state of affairs which constitutes an emergency as a result of which disposal, transfer or valuation of assets of the Company would be impracticable or impossible, or might seriously prejudice the shareholders of the Company, including any political, military, monetary, social or natural event, or any other event beyond the Company's control;

(e) where it is not reasonably practicable to determine the price of units or shares held by the Company in unlisted companies or investment schemes which represent a significant part of the portfolio of the Company within 30 calendar days following the relevant Valuation Day;

(f) when the directors, acting in their absolute discretion, so resolve subject to maintenance of the principle of shareholder equality and in accordance with applicable laws and regulations, (i) as soon as a meeting of shareholders is called at which the liquidation / dissolution of the Company is proposed to be considered; or, (ii) in the cases where the directors have the power to resolve thereon, as soon as they decide on the liquidation / dissolution of the Company.

Any such suspension shall be published by the Company, if appropriate, and shall be notified to all the shareholders affected, i.e. having made an application for subscription, redemption or conversion of shares for which the determination of the Net Asset Value has been suspended.

Such suspension as to any Class will have no effect on the determination of the Net Asset Value, the issue, redemption and conversion of the shares of any other Class.

Any application for subscription, redemption or conversion of shares is irrevocable except in case of suspension of the determination of the Net Asset Value of the relevant Sub-Fund or Class, in which case shareholders may give notice that they wish to withdraw their application. If no such notice is received by the Company, such application will be dealt with on the first applicable Valuation Day following the end of the period of suspension.

Art. 12. The Net Asset Value of shares of each Class of shares in the Company shall be expressed in the reference currency of the relevant Sub-Fund (and/or in such other currencies as the Board shall from time to time determine) as a per share figure and shall be determined in respect of any Valuation Day by dividing the net assets of the Company corresponding to each Class of shares, being the value of the assets of the Company corresponding to such Class less the liabilities attributable to such Class, by the number of shares of the relevant Class outstanding, in accordance with the rules set forth below.

The Net Asset Value for share may be rounded up or down to the nearest unit of the relevant currency as the Board shall determine.

The Net Asset Value per share will be calculated and available not later than two days following the Valuation Day.

If, since the time of determination of the Net Asset Value on the relevant Valuation Day, there has been a material change in the valuations of the investments attributable to the relevant Sub-Fund, the Company may, in order to safeguard the interests of the shareholders and of the Company, cancel the first valuation and carry out a second valuation.

A. The assets of the Company shall be deemed to include (without limitation):

(1) All cash at hand and on deposit, including interest due but not yet collected and interest accrued on deposits up to the Valuation Day.

(2) All bills and demand notes and accounts receivable (including the proceeds of the sale of securities that have not yet been received).

(3) All securities, units, shares, debt securities, options or subscription rights and other investments and transferable securities owned by the Company.

(4) All dividends and distribution proceeds declared to be received by the Company in cash or securities insofar as the Company is aware of such.

(5) All interest due, but not yet received, and all interest yielded up to the Valuation Day by securities owned by the Company, unless this interest is included in the principal amount of such securities.

(6) The incorporation expenses of the Company, insofar as they have not been amortised.

(7) All other assets of whatever nature, including prepaid expenses.

The value of such assets shall be determined as follows:

(1) The value of any cash at hand or on deposit, bills and demand notes and accounts receivable, prepaid expenses, dividends and interests declared or due but not yet collected will be deemed to be the full value thereof, unless it is unlikely that such values are received in full, in which case the value thereof will be determined by deducting such amount the directors consider appropriate to reflect the true value thereof.

(2) The valuation of any investment (including shares or units in closed-end investment schemes) listed or traded on an official stock exchange or any other regulated market operating regularly, recognised and open to the public is based on the last quotation known in Luxembourg on the Valuation Day and, if this investment is traded on several markets, on the basis of the last price known on the market considered to be the main market for trading such investment. If the last known price is not representative, the valuation shall be based on the realisable value of the investment as estimated by the directors in good faith.

(3) Futures and options are valued by reference to the last available closing or settlement price on the relevant market.

(4) Investments not listed or traded on a stock exchange or any other recognised regulated market which operates regularly and is open to the public shall be assessed on the basis of the realisable value of the investment as estimated by the directors in good faith.

(5) Investments expressed in a currency other than the currency of the Sub-Fund concerned shall be converted on the basis of the last available rate of exchange.

(6) Swaps and derivatives are valued at fair value based on the last available closing or settlement price of the underlying investment.

(7) Investments in open-ended investment schemes will be taken at their latest official net asset value (or at their latest unofficial net asset value (i.e. which are not generally used for the purposes of subscription and redemption of shares of the target funds) if such unofficial values are more recent than the official net asset values).

The Board, or any appointed agent, in its discretion, may permit some other method of valuation to be used, if it considers that such valuation better reflects the fair value of any asset of the Company.

For the purpose of determining the value of the Company's assets, the administrative agent, having due regards to the standard of care and due diligence in this respect, may, when calculating the Net Asset Value, completely and exclusively rely, unless there is manifest error or negligence on its part, upon the valuations provided (i) by various pricing sources available on the market such as pricing agencies or fund administrators, (ii) by brokers (iii) by the alternative investment fund manager, if any or (iv) by a specialist duly authorized to that effect by the Board or the alternative investment fund manager, if any. Finally, in the cases no prices are found or when the valuation may not correctly be assessed, the administrative agent may rely upon the valuation of the Board or the alternative investment fund manager appointed by the Company, if any.

In circumstances where (i) one or more pricing sources fail(s) to provide valuations to the administrative agent, which could have a significant impact on the Net Asset Value, or where (ii) the value of any asset(s) may not be determined as rapidly and accurately as required, the administrative agent is authorized to postpone the Net Asset Value calculation and as a result may be unable to determine subscription, redemption and conversion prices. The Board or the alternative investment fund manager, if any, shall be informed immediately by the administrative agent should the situation arise. The Board may then decide to suspend the calculation of the Net Asset Value.

For the avoidance of doubt, the provisions of this Article twelve are rules for determining Net Asset Value per Share and are not intended to affect the treatment for accounting or legal purposes of the assets and liabilities of the Company or any securities issued by the Company.

B. The liabilities of the Company shall be deemed to include (without limitation):

(1) All borrowings and bills matured and accounts payable.

(2) All liabilities known, whether matured or not, including all matured contractual obligations that involve payments in cash or in kind (including the amount of dividends declared by the Company but not yet paid).

(3) All reserves, authorised or approved by the directors, in particular those that have been built up to reflect a possible depreciation on some of the Company's assets.

(4) All other liabilities of the Company, of whatever nature with the exception of those represented by shares in the Company. To assess the amount of these other liabilities, the Company shall take into account all expenditure to be borne by it, including, without any limitation the incorporation expenses and costs for subsequent amendments to the constitutional documents, all translation costs, fees and expenses payable to the investment manager(s), the depositary and correspondent agents, the administrative agent, domiciliary agent or other agents and employees of the Company,

as well as the permanent representatives of the Company in countries where it is subject to registration, the costs for legal assistance or the auditing of the Company's annual reports, the advertising costs, the cost of printing and publishing the documents prepared in order to promote the sale of shares, the costs of printing the financial reports, the cost of convening and holding shareholders' and directors' meetings, reasonable travelling expenses of directors, directors' fees, the costs of registration statements, all taxes and duties charged by governmental authorities and stock exchanges, the costs of publishing the issue and repurchase prices as well as any other running costs, including finder fees, financial, banking and brokerage expenses incurred when buying or selling assets or otherwise and all other administrative costs as well as insurance costs, including insurance costs for the directors, employees and agents of the Company, costs and expenses related to legal, notarial and /or administrative proceedings and indemnifications resulting from such proceedings, involving, directly or indirectly, the Company, directors, employees and agents of the Company as well as legal, to the extent as permitted by law, notarial and/or administrative proceedings and indemnifications resulting from such proceedings, related, directly or indirectly to former or existing shareholders.

In assessing the amount of such liabilities, the Company shall take into account pro rata temporis any expenses or other costs, administrative and other, that occur regularly or periodically.

C. There shall be established one pool of assets for each Sub-Fund in the following manner:

(1) Proceeds resulting from the issue of shares in different Sub-Funds shall be allocated in the Company's books to the pool of assets of that Sub-Fund and the assets, liabilities, commitments, revenues and expenses relating to that Sub-Fund shall be allocated to the corresponding pool in compliance with the provisions below.

(2) When an asset derives from another asset, such asset will be recorded in the Company's books under the Sub-Fund holding the asset from which it derived, and, on each new valuation of the asset, the increase or decrease in value shall be allocated to the corresponding Sub-Fund.

(3) When the Company carries a liability attributable to a specific asset in a given pool of assets or to a transaction performed in relation to the assets of a given Sub-Fund, this liability shall be allocated to that Sub-Fund.

(4) If an asset or a liability cannot be allocated to a given Sub-Fund, this asset or liability shall be allocated to all Sub-Funds in equal parts or, if the amounts involved so justify, in proportion to the Net Asset Values of the relevant Sub-Funds or in any other manner the directors shall decide in good faith.

(5) Following a dividend distribution to shareholders of a Sub-Fund, the Net Asset Value of that Sub-Fund shall be reduced by the amount of the distribution.

If there have been created within a Sub-Fund two or more Classes, the allocation rules set above shall apply, mutatis mutandis, to such Classes.

D. For the purpose of valuation under this Article:

(a) each of the Company's shares subject to a redemption request shall be considered as a share issued and outstanding until the close of business on the Valuation Day on which it is redeemed and its price shall be considered a liability of the Company from the close of business on such Valuation Day until the price has been paid.

(b) each share to be issued by the Company in accordance with subscription forms received shall be considered as issued from the close of business on the Valuation Day of its issue.

(c) all investments, cash balances and other assets of the Company expressed in currencies other than the reference currency in which the Net Asset Value per share of the relevant Class is calculated shall be valued after taking into account the market rate or rates of exchange in force at the date and time for determination of the Net Asset Value of the relevant Class of shares; and

(d) effect shall be given on any Valuation Day to any purchases or sales of securities contracted for the Company on such Valuation Day to the extent practicable.

Art. 13. The Board may authorise or allow the alternative investment fund manager, if any, to conduct investment and management of all or any part of the portfolio of assets established for two or more Sub-Funds on a pooled basis, or of all or any part of the portfolio of assets of the Company on a co-managed or cloned basis with assets belonging to other Luxembourg collective investment schemes, all subject to appropriate disclosure and compliance with applicable regulations, and as more fully described in the sales documents for the shares.

Title III. Administration and Supervision

Art. 14. The Company shall be managed by a board of directors composed of not less than three members; members of the Board need not be shareholders of the Company.

The directors shall be elected by the shareholders at a general meeting for a period ending at the next annual general meeting and until their successors are elected and qualify, provided, however, that a Director may be removed with or without cause and/or replaced at any time by resolution adopted by the shareholders.

In the event of a vacancy in the office of Director because of death, retirement or otherwise, the remaining directors may elect, by majority vote, a Director to fill such vacancy until the next meeting of shareholders.

Art. 15. The Board will choose from among its members a chairman, and may choose from among its members one or more vice-chairmen. It shall also choose a secretary, who need not be a Director, who shall be responsible for keeping

the minutes of the meetings of the Board and of the shareholders. The Board shall meet upon call by any two directors, at the place indicated in the notice of meeting.

The chairman shall preside at all meetings of shareholders and of the Board, but in his absence the shareholders or the Board may appoint any person as chairman pro tempore by vote of the majority of the vote casts or the majority of the directors present or represented at any such meeting respectively.

Written notice of any meeting of the Board shall be given to all directors at least 24 hours in advance of the hour set for such meeting, except in circumstances of emergency, in which case the nature of such circumstances shall be set forth in the notice of meeting. This notice may be waived by the consent in writing or by cable or telegram, telex, telefax or any other electronic means capable of evidencing such waiver of each Director. Separate notice shall not be required for individual meetings held at times and places prescribed in a schedule previously adopted by resolution of the Board.

Any director may act at any meeting of the Board by appointing in writing or by cable, telegram, telex, telefax message or any electronic means capable of evidencing such appointment, another Director as his proxy. Any Director may attend a meeting of the Board using teleconference or videoconference means provided in such latter event, his vote is confirmed in writing. Directors may also cast their vote in writing or by cable, telegram, telex, telefax message or any other electronic means capable of evidencing such vote.

The directors may only act at duly convened meetings of the Board. Directors may not bind the Company by their individual acts, except as specifically permitted by resolution of the Board.

The Board can deliberate or act validly only if at least two directors are present or represented by another director as proxy at a meeting of the Board or are participating in a video-conference or conference call. Decision shall be taken by a majority of the votes of the directors present or represented at such meeting or participating in the video-conference or conference call. For the calculation of quorum and majority, the directors participating at the meeting of the Board by video-conference or by telecommunication means permitting their identification may be deemed to be present. Such means shall satisfy technical characteristics which ensure an effective participation at the meeting of the Board whose deliberations should be online without interruption. Such a Board meeting held at distance by way of such communication means shall be deemed to have taken place at the registered office of the Company. In the event that in any meeting the number of votes for and against a resolution shall be equal, the chairman of the meeting shall have a casting vote.

Resolutions of the Board may also be passed in the form of a consent resolution in identical terms in the form of one or several documents in writing signed by all the directors or by telex, cable, telegram, telefax message or by telephone provided in such latter event such vote is confirmed in writing.

The Board from time to time may appoint officers of the Company, including a general manager, a secretary, and any assistant general managers, assistant secretaries or other officers considered necessary for the operations and management of the Company. Any such appointment may be revoked at any time by the Board. Officers need not be directors or shareholders of the Company. The officers appointed, unless otherwise stipulated in these Articles, shall have the powers and duties given to them by the Board.

The Board may delegate its powers to conduct the daily management and affairs of the Company and its powers to carry out acts in furtherance of the corporate policy and purpose, to physical persons or corporate entities which need not be members of the Board. The Board may also delegate any of its powers, authorities and discretions to any committee, consisting of such person or persons (whether a member or members of the Board or not) as it thinks fit, provided that the majority of the members of the committee are directors and that no meeting of the committee shall be quorate for the purpose of exercising any of its powers, authorities or discretions unless a majority of those present are directors of the Company.

The Board may also appoint an alternative investment fund manager, in the meaning of the law of 12 July 2013 on alternative investment fund managers (the "AIFM Law").

Art. 16. The minutes of any meeting of the Board shall be signed by the chairman, as the case may be, pro tempore who presided at such meeting.

Copies or extracts of such minutes which may be produced in judicial proceedings or otherwise shall be signed by such chairman, or by the secretary, or by two directors.

Art. 17. The Board shall, based upon the principle of spreading of risks, have power to determine the corporate and investment and the course of conduct of management and business affairs of the Company.

The Board shall also determine any restrictions which shall from time to time be applicable to the investments of the Company.

Art. 18. No contract or other transaction between the Company and any other company or firm shall be affected or invalidated by the fact that any one or more of the directors or officers of the Company is interested in, or is a director, associate, officer or employee of such other company or firm. Any Director or officer of the Company who serves as a director, officer or employee of any company or firm with which the Company shall contract or otherwise engage in business, shall not, by reason of such connection and/or relationship with such other company or firm, be prevented from considering and voting or acting upon any matters with respect to such contract or other business.

In the event that any director or officer of the Company may have any personal interest in any transaction submitted for approval to the Board conflicting with that of the Company, such director or officer shall make known to the Board such personal interest and shall not consider or vote on any such transaction, and such transaction shall be reported to the next succeeding meeting of shareholders. This paragraph shall not apply where the decision of the Board relates to current operations entered into under normal conditions.

The term "personal interest", as used in the preceding sentence, shall not include any relationship with or interest in any matter, position or transaction involving any entity promoting the Company or any subsidiary thereof, or such other company or entity as may from time to time be determined by the Board at its discretion, provided that this personal interest is not considered as a conflictual interest according to applicable laws and regulations or when the decisions of the Board are related to usual operations and agreed on usual conditions.

Art. 19. The Company may indemnify any Director 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 director or officer of the Company or, at its request, of any other company of which the Company is a shareholder or creditor and from which he is not entitled to be indemnified. Such person shall be indemnified in all circumstances except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or misconduct; in the event of a settlement, any indemnity shall be provided only in connection with such matters covered by the settlement as to which the Company is advised by its counsel that the person to be indemnified did not commit such a breach of duty. The foregoing right of indemnity shall not exclude other rights to which he may be entitled.

Art. 20. The Company will be bound by the joint signature of any two directors or by the joint or single signature(s) of any other person(s) to whom such authority has been delegated by the Board.

Art. 21. The Company shall appoint a réviseur d'entreprises agréé (approved statutory auditor) who shall carry out the duties prescribed by of the Law and the AIFM Law (as defined hereafter). The approved statutory auditor shall be elected by the shareholders at a general meeting for a period ending at the next annual general meeting and until its successor is elected.

Title IV. General meetings - Accounting year - Distribution

Art. 22. Any regularly constituted meeting of the shareholders of the Company shall represent the entire body of shareholders of the Company. Its resolutions shall be binding upon all shareholders of the Company regardless of the Class of shares held by them. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of the Company.

Art. 23. The annual general meeting of shareholders shall be held, in accordance with Luxembourg law, in Luxembourg, at the registered office of the Company, or at such other place in Luxembourg as may be specified in the notice of meeting, on the fourth Tuesday of the month of September at 2.00 p.m. If such day is not a bank business day in Luxembourg, the annual general meeting shall be held on the next following bank business day. The annual general meeting may be held abroad if, in the absolute and final judgment of the Board, exceptional circumstances so require.

If it is authorized and in accordance with Luxembourg laws and regulations, the annual general meeting of shareholders may be held at a different date, time and place of those described in the paragraph above. These date, time and place are decided by the Board and specified in the notices to the shareholders.

Other meetings of shareholders or of holders of shares of any specific Sub-Fund or Class may be held at such place and time as may be specified in the respective notices of meeting.

Art. 24. The quorum and notice periods required by law shall govern the conduct of the meetings of shareholders of the Company, unless otherwise provided herein.

The notice to annual general meeting may provide that the quorum of presence at the annual general meeting shall be determined according to the shares issues and outstanding at a date and a time prior to the annual general meeting (referred to as "Record Date"). The rights of shareholders to attend a general meeting and to exercise the voting right attaching to their shares are determined in accordance with the shares held by each shareholder at the Record Date.

In case of dematerialised shares (if issued) the right of a holder of such shares to attend a general meeting and to exercise the voting rights attached to such shares will be determined by reference to the shares held by this holder as at the time and date provided for by Luxembourg laws and regulations.

Each share of whatever Class and regardless of the Net Asset Value per share within the Class, is entitled to one vote, subject to the limitations imposed by these Articles. A shareholder may act at any meeting of shareholders by appointing another person as his proxy in writing or by cable or telegram, telex, telefax message or any other electronic means capable of evidencing such proxy. Such proxy shall be deemed valid, provided that it is not revoked, for any reconvened shareholders' meeting. A company may execute a proxy under the hand of a duly authorized officer. At the Board's discretion, a shareholder may also act at any meeting of shareholders by visioconference or any other means of telecommunication allowing to identify such shareholder. Such means must allow the shareholder to effectively act at such meeting of shareholders, the proceedings of which must be retransmitted continuously to such shareholder.

Except as otherwise required by law or as otherwise provided herein, resolutions at a meeting of shareholders duly convened will be passed by a simple majority of the votes cast. Votes cast shall not include votes in relation to shares represented at the meeting but in respect of which the shareholders have not taken part in the vote or have abstained or have returned a blank or invalid vote. The Board may determine all other conditions that must be fulfilled by shareholders for them to take part in any meeting of shareholders.

Shareholders will meet upon call by the Board pursuant to notice setting forth the agenda sent at least 8 days prior to the meeting to each shareholder at the shareholder's address in the Register.

If all shares are in registered form and dematerialised form and if no publications are made, notices to Shareholders may be sent by registered mail only.

Art. 25. The accounting year of the Company shall begin on first day of April and shall terminate on the last day of March of next year. The accounts of the Company shall be prepared in accordance with the international financial reporting standards ("IFRS"), the Luxembourg GAAP or such other permitted accounting standards accepted in Luxembourg and considered by the Board to be the most appropriate for the Company. Subject to, and in compliance with, applicable laws and regulations, the Board is authorised to change the accounting standards and adopt new accounting standard accepted in Luxembourg and considered by the Board to be the most appropriate for the Company. The accounts will be established pursuant to the accounting standards indicated in the sales documents of the Company.

Art. 26. The general meeting of shareholders, upon recommendation of the Board, shall determine how the remainder of the annual net profits shall be disposed of and may declare dividends from time to time.

Interim dividends may be distributed upon decision of the Board.

No distribution of dividends may be made if, as a result thereof, the capital of the Company became less than the minimum prescribed by law.

A dividend declared but not paid on a share during five years cannot thereafter be claimed by the holder of such share, shall be forfeited by the holder of such share, and shall revert to the Company.

No interest will be paid on dividends declared and unclaimed which are held by the Company on behalf of holders of shares.

Title V. Dissolution, Liquidation

Art. 27. In the event of a dissolution of the Company, liquidation shall be carried out by one or more liquidators appointed by the general meeting of shareholders which shall determine their powers and their remuneration. The net proceeds may be distributed in kind to the holders of shares.

Art. 28. In the event that for any reason the value of the net assets in any Sub-Fund or Class of shares has decreased to or has not reached an amount determined by the Board to be the minimum level for such Sub-Fund or Class of shares to be operated in an economically efficient manner, or if a change in the economic, monetary or political situation relating to the Sub-Fund or Class of shares concerned would have material adverse consequences on the investments of that Sub-Fund or Class of shares or in order to proceed to an economic rationalization, the Board may decide to compulsorily redeem all the shares issued in such Sub-Fund or Class of shares at their Net Asset Value (taking into account actual realisation prices of investments and realization expenses), calculated on the Valuation Day at which such decision shall take effect. The Company shall publish a notice to the holders of shares concerned by the compulsory redemption prior to the effective date for such redemption, which will indicate the reasons for, and the procedure of, the redemption operations. Unless it is otherwise decided in the interests of, or to keep equal treatment between, the shareholders, the shareholders of the Sub-Fund or Class of shares concerned may continue to request redemption (if appropriate) of their shares free of charge (but taking into account actual realisation prices of investments and realization expenses) prior to the date effective for the compulsory redemption.

Assets which may not be distributed to their beneficiaries upon the implementation of the redemption will be deposited with the Depositary for a period of six months thereafter; after such period, the assets will be deposited with the Caisse de Consignation on behalf of the persons entitled thereto.

Under the same circumstances as provided in the first paragraph of this Article, the Board may decide to allocate the assets of any Sub-Fund to those of another existing Sub-Fund within the Company or to another undertaking for collective investment or to another sub-fund within such other undertaking for collective investment (the "New Sub-Fund") and to redesignate the shares of the Sub-Fund concerned as shares of the New Sub-Fund (following a split or consolidation, if necessary, and the payment of the amount corresponding to any fractional entitlement to shareholders). Such decision will be published in the same manner as described in the first paragraph of this section (and, in addition, the publication will contain information in relation to the New Sub-Fund), one month before the date on which the amalgamation becomes effective in order to enable shareholders to request redemption of their shares, free of charge, during such period. After such period, the decision commits the entirety of shareholders who have not used this possibility, provided however that, if the amalgamation is to be implemented with a Luxembourg undertaking for collective investment of the contractual type ("fonds commun de placement") or a foreign based undertaking for collective investment, such decision shall be binding only on the shareholders who are in favour of such amalgamation.

Title VI. Custody, transfer and re-use of assets

Art. 29. The Company shall enter into a depositary agreement with a bank, which shall satisfy the requirements of the Luxembourg laws, the Law and the AIFM Law (the "Depositary").

In case of withdrawal, whether voluntarily or not, of the Depositary, the Depositary will remain in function until the appointment, which must happen within two months, of another eligible credit institution. The Depositary of the Company may discharge itself of its liability provided that the requirements as set out in Article 19 of the AIFM Law are complied with.

Art. 30. To the maximum extent authorised by applicable laws and regulations, the Company expressly allows the Board to agree upon the transfer of any assets of the Company to, and reuse by, of any third party, including the Company's Depositary and any prime broker appointed from time to time.

Title VII. Preferential Treatment and Investors' Information

Art. 31. In accordance with the provisions as set out in the AIFM Law, the Company shall establish the necessary procedures so as to ensure a fair treatment of all investors. However, it cannot be excluded that the Company may in the future grant a preferential treatment to an investor by way of ancillary documents. In such case, any information to be communicated as required by the AIFM Law relating to such preferential treatment shall be made available at the registered office of the Company.

Art. 32. The information as required by virtue of Article 21 of the AIFM Law and to be disclosed to shareholders before investing in the Company shall be disclosed in the sales documents or made available by way of a statement in the sales documents as to how to obtain such information.

Title VIII. Final provisions

Art. 33. These Articles may be amended from time to time by a general meeting of shareholders, subject to the quorum and majority requirements provided by the laws of Luxembourg.

Art. 34. All matters not governed by these Articles shall be determined in accordance with the law of 10 August 1915 on commercial companies and amendments thereto and the Law."

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

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

The document having been read to the appearing party, known to the notary by his name, surname, civil status and residence, such person signed together with the undersigned notary, the present original deed.

Signé: A. HÜBSCHER et H. HELLINCKX.

Enregistré à Luxembourg A.C., le 24 septembre 2014. Relation: LAC/2014/44305. Reçu soixante-quinze euros (75.- EUR).

Le Receveur ff. (signé): C. FRISING.

POUR EXPEDITION CONFORME - délivrée à la société sur demande.

Luxembourg, le 30 septembre 2014.

Référence de publication: 2014151991/669.

(140173594) Déposé au registre de commerce et des sociétés de Luxembourg, le 2 octobre 2014.

Magna Park JV Units Rhein Main 1 - Germany, Société à responsabilité limitée.

Capital social: EUR 1.053.600,00.

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

R.C.S. Luxembourg B 124.073.

Il résulte d'une cession de parts signée en date du 28 août 2014 que la société GAZELEY Ltd. a cédé ses 4.214 parts sociales qu'elle détenait dans la société à responsabilité limitée Magna Park JV Units Rhein Main 1 - Germany, sise au 2, Avenue Charles de Gaulle, L-1653 Luxembourg à la société à responsabilité limitée de droit luxembourgeois IDI GAZELEY EUROPE LOGISTICS LUX 1 S. à r.l., ayant son siège social au 67, boulevard Grande-duchesse Charlotte, L-1331 Luxembourg, inscrite au Registre de Commerce et des Sociétés sous le n° B 184 338.

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

Luxembourg, le 3 septembre 2014.

Référence de publication: 2014139099/15.

(140157653) Déposé au registre de commerce et des sociétés de Luxembourg, le 4 septembre 2014.

**Quaesta Capital Umbrella SICAV-SIF, Société Anonyme sous la forme d'une SICAV - Fonds d'Investissement Spécialisé,
(anc. Quaesta Capital Umbrella SICAV).**

Siège social: L-2520 Luxembourg, 5, allée Scheffer.
R.C.S. Luxembourg B 138.552.

In the year two thousand and fourteen, on the eleventh day of July.

Before Maître Paul Decker, notary residing in Luxembourg, Grand Duchy of Luxembourg.

Was held

an extraordinary general meeting of shareholders of Quaesta Capital Umbrella SICAV-SIF (the "Company"), an investment company with variable capital - specialized investment fund ("société d'investissement à capital variable - fonds d'investissement spécialisé") qualifying as a public limited company ("société anonyme") with registered office at 5, Allée Scheffer, L-2520 Luxembourg, incorporated by a deed of Maître Henri Hellinckx, notary residing in Luxembourg, dated 9 May 2008 which has been published in the Mémorial C, Recueil des Sociétés et Associations (the "Mémorial"), number 1364 dated 4 June 2008. The articles of incorporation (the "Articles") have not been amended since then.

The meeting was opened at 11.00 am under the chairmanship of Ms Lisa Sold, professionally residing in Luxembourg, who appointed as secretary Mrs Marie Bernot, professionally residing in Luxembourg.

The meeting elected as scrutineer Mr Matthieu Baro, professionally residing in Luxembourg.

After the constitution of the board of the meeting, the Chairman declared and requested the notary to record that:

I. The names of the shareholders present at the meeting or duly represented by proxy, the proxies of the shareholders represented, as well as the number of shares held by each shareholder, are set forth on the attendance list, signed by the shareholders present, the proxies of the shareholders represented, the members of the board of the meeting and the notary. The aforesaid list shall be attached to the present deed and registered therewith. The proxies given shall be initialled "ne varietur" by the members of the board of the meeting and by the notary and shall be attached in the same way to this document and registered therewith.

II. The chairman then declared and requested the notary to declare that the present extraordinary general meeting has been convened by notices containing the agenda sent on 30th June 2014.

III. The agenda of the present meeting is the following:

1) Decision to rename the Company into "Quaesta Capital Umbrella SICAV" and to amend Art. 1 of the articles of incorporation of the Company (the "Articles") accordingly.

2) Decision to amend Art. 4 of the Articles on the Company's purpose as follows:

"The purpose of the Company is to invest the funds available to it in transferable securities as well as in other assets and financial instruments authorized by part I of the Luxembourg law of 17 December 2010 on undertakings for collective investment (the "2010 Law") with the aim of spreading investment risks and affording its shareholders the results of the management of its assets.

The Company may take any measures and carry out any transaction which it may deem useful for the fulfilment and development of its purpose to the largest extent permitted under the 2010 Law."

3) Decision to amend Art. 5 of the Articles regarding the share capital, the classes of shares and the sub-funds of the Company.

4) Decision to amend Art. 10 of the Articles regarding the restrictions on ownership of shares.

5) Decision to amend Art. 11 of the Articles regarding the calculation of the net asset value per share.

6) Decision to amend Art. 12 of the Articles regarding the frequency and temporary suspension of the calculation of the net asset value per share, of the issue, conversion and redemption of shares.

7) Decision to amend Art. 18 of the Articles regarding the investment policies and restrictions.

8) Decision to amend Art. 21 of the Articles regarding the auditor of the Company.

9) Decision to amend Art. 22 of the Articles regarding the general meetings of shareholders of the Company.

10) Decision to amend Art. 24 of the Articles regarding terminations and amalgamations of sub-funds or classes of shares of the Company.

11) Decision to amend Art. 28 of the Articles regarding the dissolution of the Company.

12) Decision to amend Art. 29 of the Articles regarding the liquidation of the Company.

13) Decision to amend Art. 32 of the Articles regarding the applicable law.

14) Decision to make formal corrections and amendments in Art. 6 ("Form of Shares"), 7 ("Issue of Shares"), 8 ("Redemption of Shares"), 9 ("Conversion of Shares"), 13 ("Directors"), 14 ("Board Meetings"), 16 ("Corporate Signature"), Art. 19 ("Conflict of Interest"), Art. 20 ("Indemnification of the Directors"), Art. 23 ("General Meetings of Shareholders in a Sub-Fund or in a Class of Shares") and Art. 27 ("Depositary") of the Articles.

15) Decision to delete the French translation of the Articles.

16) Acknowledgement of the resignation of Mr Damian Zihlmann and decision to appoint Mr Christian Altorfer as member of the board of directors of the Company until the annual general meeting of shareholders to be held in 2015.

IV. The resolutions to be passed under items 1 to 15 of the agenda require, in order to be validly passed, (i) the quorum of at least one half of the capital is required by Article 67-1 (2) of the Luxembourg law of 10 August 1915 on commercial companies, as amended, and (ii) the resolution on each item of the agenda has to be passed by the affirmative vote of at least two thirds (2/3) of the votes cast in the meeting. With regard to item 16 of the agenda, resolutions may be passed by the affirmative vote of a simple majority of the votes cast in the meeting.

V. Pursuant to the attendance list, 71,109.69 shares out of 85,400.579 shares in circulation, i.e. 83.27 per cent of the issued shares of the Company, are present or represented at the meeting. Consequently, the quorum requirements are met and the present meeting is duly constituted and can therefore validly deliberate on the aforementioned items of the agenda.

After deliberation, the meeting unanimously took the following resolutions:

First Resolution

The meeting resolved to amend article 1 of the Articles and to rename the Company into “Quaesta Capital Umbrella SICAV”.

Second Resolution

The meeting resolved to amend article 4 of the Articles on the Company’s purpose.

Third Resolution

The meeting resolved to amend article 5 of the Articles regarding the share capital, the classes of shares and the sub-funds of the Company.

Fourth Resolution

The meeting resolved to amend article 10 of the Articles regarding the restriction of ownership of shares.

Fifth Resolution

The meeting resolved to amend article 11 of the Articles regarding the calculation of the net asset value per share.

Sixth Resolution

The meeting resolved to amend article 12 of the Articles regarding the frequency and temporary suspension of the calculation of the net asset value per share, of the issue, conversion and redemption of shares.

Seventh Resolution

The meeting resolved to amend article 18 of the Articles regarding the investment policies and restrictions.

Eighth Resolution

The meeting resolved to amend article 21 of the Articles regarding the auditor of the Company.

Ninth Resolution

The meeting resolved to amend article 22 of the Articles regarding the general meetings of shareholders of the Company.

Tenth Resolution

The meeting resolved to amend article 24 of the Articles regarding the terminations and amalgamations of sub-funds or classes of shares of the Company.

Eleventh Resolution

The meeting resolved to amend article 28 of the Articles regarding the dissolution of the Company.

Twelfth Resolution

The meeting resolved to amend article 29 of the Articles regarding the liquidation of the Company.

Thirteenth Resolution

The meeting resolved to amend article 32 of the Articles regarding the applicable law.

Fourteenth Resolution

The meeting resolved to make formal corrections and amendments in articles 6 (“Form of Shares”), 7 (“Issue of Shares”), 8 (“Redemption of Shares”), 9 (“Conversion of Shares”), 13 (“Directors”), 14 (“Board Meetings”), 16 (“Cor-

porate Signature”), Art. 19 (“Conflict of Interest”), Art. 20 (“Indemnification of the Directors”), Art. 23 (“General Meetings of Shareholders in a Sub-Fund or in a Class of Shares”) and Art. 27 (“Depositary”) of the Articles.

Fifteenth Resolution

The meeting resolved to delete the French translation of the Articles.

Based on these resolutions, the Articles will be read as follows:

“Title I - Name - Registered office - Duration - Purpose

Art. 1. Name. There is hereby established among the subscribers and all those who may become owners of shares hereafter issued, a public limited company (“société anonyme”) qualifying as an investment company with variable share capital (“société d’investissement à capital variable”) under the name of “Quaesta Capital Umbrella SICAV” (hereinafter the “Company”).

Art. 2. Registered Office. The registered office of the Company is established in Luxembourg, Grand Duchy of Luxembourg. Branches, subsidiaries or other offices may be established either in the Grand Duchy of Luxembourg or abroad (but in no event in the United States of America, its territories or possessions) by a decision of the board of directors of the Company (the “Board of Directors”).

In the event that the Board of Directors determines that extraordinary political or military 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.

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

Art. 4. Purpose. The purpose of the Company is to invest the funds available to it in transferable securities as well as in other assets and financial instruments authorized by part I of the Luxembourg law of 17 December 2010 on undertakings for collective investment (the “2010 Law”) with the aim of spreading investment risks and affording its shareholders the results of the management of its assets.

The Company may take any measures and carry out any transaction which it may deem useful for the fulfilment and development of its purpose to the largest extent permitted under the 2010 Law.

Title II - Share capital - Shares - Net asset value

Art. 5. Share Capital - Classes of Shares - Sub-Funds. The capital of the Company shall be represented by fully paid up shares of no par value and shall at any time be equal to the total net assets of the Company pursuant to Article 11 hereof. The minimum capital shall be as provided by law i.e. one million two hundred and fifty thousand Euro (EUR 1,250,000). The initial capital is thirty one thousand Euro (31,000 EUR) divided into thirty one (31) shares of no par value. The minimum capital of the Company must be achieved within twelve months after the date on which the Company has been authorized as an undertaking for collective investment under Luxembourg law.

The shares to be issued pursuant to Article 7 hereof may, as the Board of Directors shall determine, be of different classes. The proceeds of the issue of each class of shares shall be invested in units or shares of other open-ended and closed-ended undertakings for collective investment (“UCI”) as well as in other assets and financial instruments authorized by the 2010 Law pursuant to the investment policy determined by the Board of Directors for the Sub-Funds (as defined hereinafter) established in respect of the relevant class or classes of shares, subject to the investment restrictions provided by law or determined by the Board of Directors.

The Board of Directors shall establish a portfolio of assets constituting a sub-fund (each a “Sub-Fund” and together the “Sub-Funds”) within the meaning of Article 181 of the 2010 Law for one class of shares or for multiple classes of shares in the manner described in Article 11 hereof. As between shareholders, each portfolio of assets shall be invested for the exclusive benefit of the relevant class or classes of shares. The Company shall be considered as one single legal entity. However, with regard to third parties, in particular towards the Company’s creditors, each Sub-Fund shall be exclusively responsible for all liabilities attributable to it.

The Board of Directors may create each Sub-Fund for an unlimited period or a limited period of time. In the latter case, at the expiry of the duration of a Sub-Fund, the Company shall redeem all the shares in the relevant class(es) of shares, in accordance with Article 8 below, notwithstanding the provisions of Article 24 below. In respect of the relationships between the shareholders, each Sub-Fund is treated as a separate entity.

The sales documents for the shares of the Company shall indicate the duration of each Sub-Fund.

Within each Sub-Fund, shares can furthermore be issued in series representing all shares issued on any Valuation Day (as defined in Article 12 hereof) in any class of shares.

For the purpose of determining the capital of the Company, the net assets attributable to each class of shares shall, if not expressed in EUR, be converted into EUR and the capital shall be the total of the net assets of all the classes of shares.

Art. 6. Form of Shares.

(1) The Board of Directors shall determine whether the Company shall issue shares in bearer and/or in registered form. If bearer shares are to be issued, the Board of Directors will determine whether such shares shall be issued under the form of individual or multiple certificates or of global certificates. Such certificates shall provide on their face that they may not be transferred to any U.S. person, resident, citizen of the United States of America or entity organized by or for a U.S. person (as defined in Article 10 hereinafter).

If bearer shares are to be issued under the form of individual or multiple certificates, such certificates will be issued in such denominations as the Board of Directors shall prescribe.

If bearer shares are to be issued under the form of global certificates, such certificates will be deposited with a clearing system or a similar institution in order to permit the clearing of the shares, inter alia in view of the trading of the shares on stock exchanges or other markets. Global certificates may not be converted into individual or multiple certificates.

All issued registered shares of the Company shall be registered in the register of shareholders which shall be kept by the Company or by one or more persons designated thereto by the Company, and such register shall contain the name of each owner of record of registered shares, his residence or elected domicile as indicated to the Company, the number of registered shares held by the owner of record and the amount paid up on each fractional share.

The inscription of the shareholder's name in the register of shares evidences the shareholder's right of ownership on such registered shares. The Company shall decide whether a certificate for such inscription shall be delivered to the shareholder or whether the shareholder shall receive a written confirmation of his shareholding. Global certificates may also be issued at the discretion of the Board of Directors.

If bearer shares are issued, registered shares may be converted into bearer shares and bearer shares may be converted into registered shares at the request of the holder of such shares. A conversion of registered shares into bearer shares will be effected by cancellation of the registered share certificate, if any, representation that the transferee is not a U.S. person and issuance of one or more bearer share certificates in lieu thereof, and an entry shall be made in the register of shareholders to evidence such cancellation. A conversion of bearer shares into registered shares will be effected by cancellation of the bearer share certificate, and, if applicable, by issuance of a registered share certificate in lieu thereof, and an entry shall be made in the register of shareholders to evidence such issuance. At the option of the Board of Directors, the costs of any such conversion may be charged to the shareholder requesting it.

Before shares are issued in bearer form and before registered shares shall be converted into bearer shares, the Company may require assurances satisfactory to the Board of Directors that such issuance or conversion shall not result in such shares being held by a "U.S. person".

Share certificates shall be signed by two Directors (as defined in Article 13 hereof). Such signatures shall be either manual, or printed, or in facsimile. However, one of such signatures may be made by a person duly authorized thereto by the Board of Directors; in the latter case, it shall be manual. The Company may issue temporary share certificates in such form as the Board of Directors may determine.

(2) If bearer shares are issued, transfer of bearer shares shall be effected by delivery of the relevant share certificates. Transfer of registered shares shall be effected (i) if share certificates have been issued, upon delivering the certificate or certificates representing such shares to the Company along with other instruments of transfer satisfactory to the Company and (ii) if no share certificates have been issued, by a written declaration of transfer to be inscribed in the register of shareholders, dated and signed by the transferor and transferee, or by persons holding suitable powers of attorney to act therefore. Any transfer of registered shares shall be entered into the register of shareholders; such inscription shall be signed by one or more Directors (as defined in Article 13 hereof) or officers of the Company or by one or more other persons duly authorized thereto by the Board of Directors.

(3) Shareholders entitled to receive registered shares shall provide the Company with an address to which all notices and announcements may be sent. Such address will also be entered into the register of shareholders.

In the event that a shareholder does not provide an address, the Company may permit a notice to this effect to be entered into the register of shareholders and the shareholder's address will be deemed to be at the registered office of the Company, or at such other address as may be so entered into by the Company from time to time, until another address shall be provided to the Company by such shareholder. A shareholder may, at any time, change the address as entered into the register of shareholders by means of a written notification to the Company at its registered office, or at such other address as may be set by the Company from time to time.

(4) If any shareholder can prove to the satisfaction of the Company that the shareholder's share certificate has been mislaid, mutilated or destroyed, then, at the shareholder's request, a duplicate share certificate may be issued under such conditions and guarantees, including but not restricted to a bond issued by an insurance company, as the Company may determine. At the issuance of the new share certificate, on which it shall be recorded that it is a duplicate, the original share certificate in replacement of which the new one has been issued shall become void.

Mutilated share certificates may be cancelled by the Company and replaced by new certificates.

The Company may, at its election, charge to the shareholder the costs of a duplicate or of a new share certificate and all reasonable expenses incurred by the Company in connection with the issue and registration thereof or in connection with the annulment of the original share certificate.

(5) The Company recognizes only one single owner per share. If one or more shares are jointly owned or if the ownership of shares is disputed, all persons claiming a right to such share(s) have to appoint one single attorney to represent such share(s) towards the Company. The failure to appoint such attorney implies a suspension of the exercise of all rights attached to such shares.

(6) The Company may decide to issue fractional shares. Such fractional shares shall not be entitled to vote but shall be entitled to participate in the net assets attributable to the relevant class of shares on a pro rata basis.

Art. 7. Issue of Shares. The Board of Directors is authorized without limitation to issue an unlimited number of fully paid up shares at any time without reserving to the existing shareholders a preferential right to subscribe for the shares to be issued.

The Board of Directors may impose restrictions on the frequency at which shares shall be issued in any class of shares; the Board of Directors may, in particular, decide that shares of any class shall only be issued during one or more offering periods or at such other periodicity as provided for in the sales documents for the shares of the Company.

Whenever the Company offers shares for subscription, the price per share at which such shares are offered shall be the net asset value per share of the relevant class in the relevant series as determined in compliance with Article 11 hereof as of such Valuation Day (as defined in Article 12 hereof) as is determined in accordance with such policy as the Board of Directors may from time to time determine. Such price may be increased by a percentage estimate of costs and expenses to be incurred by the Company when investing the proceeds of the issue and by applicable sales commissions, as approved from time to time by the Board of Directors. The price so determined shall be payable within a period as determined by the Board of Directors which shall not exceed 10 Luxembourg bank business days from the relevant Valuation Day (as defined in Article 12 hereof). The Board of Directors may delegate to any Director (as defined in Article 13 hereof), manager, officer or other duly authorized agent the power to accept subscriptions, to receive payment of the price of the new shares to be issued and to deliver them.

The Board of Directors may delegate to any Director, manager, officer or other duly authorized agent the power to accept subscriptions, to receive payment of the price of the new shares to be issued and to deliver them.

If subscribed shares are not paid for, the Company may cancel their issue whilst retaining the right to claim its issue fees and commissions.

Art. 8. Redemption of Shares. Any shareholder may at any time require the redemption of all or part of his shares by the Company, under the terms and procedures set forth by the Board of Directors in the sales documents for the shares and within the limits provided by law and these articles of incorporation (the "Articles").

The Board of Directors may impose restrictions on the frequency at which shares may be redeemed in any class of shares; the Board of Directors may, in particular, decide that shares of any class shall only be redeemed on such Valuation Days (as defined in Article 12 hereof) (each a "Redemption Day" and together the "Redemption Days") as provided for in sales documents for the shares of the Company.

The redemption price per share shall be paid within a period as determined by the Board of Directors and /or the sales documents, provided that the share certificates, if any, and the transfer documents have been received by the Company, subject to the provision of Article 12 hereof. Shares in any Sub-Fund will not be redeemed if the calculation of the net asset value per share in such Sub-Fund is suspended in accordance with Article 12 hereof.

The redemption price shall be equal to the net asset value per share of the relevant class in the relevant series, as determined in accordance with the provisions of Article 11 hereof, less such charges and commissions (if any) at the rate provided by the sales documents for the shares. The relevant redemption price may be rounded up or down to the nearest unit of the relevant currency as the Board of Directors shall determine.

If as a result of any request for redemption, the number or the aggregate net asset value of the shares held by any shareholder in any class of shares would fall below such number or such value as determined by the Board of Directors, then the Company may decide that this request be treated as a request for redemption for the full balance of such shareholder's holding of shares in such class. At the Company's discretion, the Company reserves the right to transfer any existing shareholder who falls below the minimum shareholding requirement for one class of shares into another appropriate class of shares without charge.

Further, if on any given Redemption Day, redemption requests pursuant to this Article and conversion requests pursuant to the Article 9 hereof exceed a certain level determined by the Board of Directors in relation to the number or value of shares in issue in a specific class, the Board of Directors may decide that all or part, on a pro rata basis for each shareholder asking for the redemption of his Shares, of such requests for redemption or conversion will be deferred for a period and in a manner that the Board of Directors considers to be in the best interest of the Company. On the next Redemption Day following that period, these redemption and conversion requests will be met in priority to later requests.

The Company shall have the right, if the Board of Directors so determines, to satisfy payment of the redemption price to any shareholder who agrees, in specie by allocating to the holder investments from the portfolio of assets set up in connection with such class or classes of shares equal in value (calculated in the manner described in Article 11) as of the Redemption Day, on which the redemption price is calculated, to the value of the shares to be redeemed. The nature and type of assets to be transferred in such case shall be determined on a fair and reasonable basis and without prejudicing the interests of the other holders of shares of the relevant class or classes of shares and the valuation used shall be

confirmed by a special report of the Auditor (as defined in Article 21). The costs of any such transfers shall be borne by the redeeming shareholder.

All redeemed shares may be cancelled.

Art. 9. Conversion of Shares. Unless otherwise determined by the Board of Directors for certain classes of shares, any shareholder is entitled to require the conversion of whole or part of his shares of one class into shares of another class of the same Sub-Fund or into shares of the same or another class of another Sub-Fund, subject to such restrictions as to the terms, conditions and payment of such charges and commissions as the Board of Directors shall determine.

The price for the conversion of shares from one class into another class shall be computed by reference to the respective net asset value of the two classes of shares, calculated on the same Redemption Day.

If as a result of any request for conversion the number or the aggregate net asset value of the shares held by any shareholder in any class of shares would fall below such number or such value as determined by the Board of Directors, then the Company may decide that this request be treated as a request for conversion for the full balance of such shareholder's holding of shares in such class. At the Company's discretion, the Company reserves the right to transfer any existing shareholder who falls below the minimum shareholding requirement for one class of shares into another appropriate class of shares without charge. Shares of any class will not be converted in circumstances where the calculation of the net asset value per share of such class is suspended by the Fund pursuant to Article 12 hereof.

The shares which have been converted into shares of another class may be cancelled.

Art. 10. Restrictions on Ownership of Shares. The Company may restrict or prevent the ownership of shares in the Company by any person, firm or corporate body, if in the opinion of the Company such holding may be detrimental to the Company, if it may result in a breach of any law or regulation, whether Luxembourg or foreign, or if as a result thereof the Company may become exposed to tax disadvantages or other financial disadvantages that it would not have otherwise incurred (such persons, firms or corporate bodies to be determined by the Board of Directors being herein referred to as "Prohibited Persons").

For such purposes the Company may:

A.- decline to issue any shares and decline to register any transfer of a share, where it appears to it that such registry or transfer would or might result in legal or beneficial ownership of such shares by a Prohibited Person; and

B.- at any time require any person whose name is entered in, or any person seeking to register the transfer of shares on the register of shareholders, to furnish it with any information, supported by affidavit, which it may consider necessary for the purpose of determining whether or not beneficial ownership of such shareholder's shares rests in a Prohibited Person, or whether such registry will result in beneficial ownership of such shares by a Prohibited Person; and

C.- decline to accept the vote of any Prohibited Person at any meeting of shareholders of the Company; and

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

(1) The Company shall serve a second notice (the "purchase notice") upon the shareholder holding such shares or appearing in the register of shareholders as the owner of the shares to be purchased, specifying the shares to be purchased as aforesaid, the manner in which the purchase price will be calculated and the name of the purchaser.

Any such notice may be served upon such shareholder by posting the same in a prepaid registered envelope addressed to such shareholder at his last address known to or appearing in the books of the Company. The said shareholder shall thereupon forthwith be obliged to deliver to the Company the share certificate or certificates, if any, representing the shares specified in the purchase notice.

Immediately after the close of business on the date specified in the purchase notice, such shareholder shall cease to be the owner of the shares specified in such notice; in the case of registered shares, his name shall be removed from the register of shareholders, and the certificate or certificates representing such registered shares will be cancelled.

(2) The price at which each such share is to be purchased (the "purchase price") shall be an amount based on the net asset value per share of the relevant class as at the Valuation Day (as defined in Article 12 hereof) specified by the Board of Directors for the redemption of shares in the Company next preceding the date of the purchase notice or next succeeding the surrender of the share certificate or certificates representing the shares specified in such notice, whichever is lower, all as determined in accordance with Article 8 hereof, less any service charge provided therein.

(3) Payment of the purchase price will be made available to the former owner of such shares normally in the currency fixed by the Board of Directors for the payment of the redemption price of the shares of the relevant class and will be deposited for payment to such owner by the Company with a bank in Luxembourg or elsewhere (as specified in the purchase notice) upon final determination of the purchase price following surrender of the share certificate or certificates specified in such notice and unmatured dividend coupons attached thereto. Upon service of the purchase notice as aforesaid such former owner shall have no further interest in such shares or any of them, nor any claim against the Company or its assets in respect thereof, except the right to receive the purchase price (without interest) from such

bank following effective surrender of the share certificate or certificates as aforesaid. Any redemption proceeds receivable by a shareholder under this paragraph, but not collected within a period of five years from the date specified in the purchase notice, may not thereafter be claimed and shall revert to the relevant class or classes of shares. The Board of Directors shall have power from time to time to take all steps necessary to perfect such reversion and to authorize such action on behalf of the Company.

(4) The exercise by the Company of the power conferred by this Article shall not be questioned or invalidated in any case, on the ground that there was insufficient evidence of ownership of shares by any person or that the true ownership of any shares was otherwise than appeared to the Company at the date of any purchase notice, provided in such case the said powers were exercised by the Company in good faith.

"Prohibited Person" as used herein does neither include any subscriber to shares of the Company issued in connection with the incorporation of the Company while such subscriber holds such shares nor any securities dealer who acquires shares with a view to their distribution in connection with an issue of shares by the Company.

U.S. Persons as defined in this Article may constitute a specific category of Prohibited Persons.

Where it appears to the Company that any Prohibited Person is a U.S. Person, who either alone or in conjunction with any other person is a beneficial owner of shares, the Company may compulsorily redeem or cause to be redeemed from any shareholder all shares held by such shareholder without delay. In such event, Clause D (1) here above shall not apply.

Whenever used in these Articles, the term "U.S. Person" means with respect to individuals, any U.S. citizen (and certain former U.S. citizens as set out in relevant U.S. Income Tax laws) or "resident alien" within the meaning of U.S. income tax laws and in effect from time to time.

With respect to persons other than individuals, the term "U.S. Person" means (i) a corporation or partnership or other entity created or organised in the United States or under the laws of the United States or any state thereof; (ii) a trust where (a) a U.S. court is able to exercise primary jurisdiction over the trust and (b) one or more U.S. fiduciaries have the authority to control all substantial decisions of the trust and (iii) an estate (a) which is subject to U.S. tax on this worldwide income from all sources; or (b) for which any U.S. Person acting as executor or administrator has sole investment discretion with respect to the assets of the estate and which is not governed by foreign law. The term "U.S. Person" also means any entity organised principally for passive investment such as a commodity pool, investment company or other similar entity (other than a pension plan for the employees, officers or principals of any entity organised and with its principal place of business outside the United States) which has as a principal purpose the facilitating of investment by a United States person in a commodity pool with respect to which the operator is exempt from certain requirements of part 4 of the United States Commodity Futures Trading Commission by virtue of its participants being non United States persons. "United States" means the United States of America (including the States and the District of Columbia), its territories, its possessions and any other areas subject to its jurisdiction.

Art. 11. Calculation of Net Asset Value per Share. The net asset value per share of each class within the relevant series within the relevant Sub-Fund shall be calculated in the reference currency (as defined in the sales documents for the shares) of the relevant Sub-Fund and, to the extent applicable within a Sub-Fund, expressed in the unit currency for the relevant class of shares in such series within such sub-Fund. It shall be determined as of any Valuation Day (as defined in Article 12 hereof), by dividing the net assets of the Company attributable to each class of shares in such series within such Sub-Fund, being the value of the portion of assets less the portion of liabilities attributable to such class in such series, on any such Valuation Day (as defined in Article 12 hereof), by the number of shares in the relevant class in the relevant series within the Sub-Fund then outstanding, in accordance with the valuation rules set forth below. The net asset value per share may be rounded up or down to the nearest unit of the relevant currency as the Board of Directors shall determine. If since the time of determination of the net asset value there has been a material change in the quotations in the markets on which a substantial portion of the investments attributable to the relevant class of shares are dealt in or quoted, the Company may, in order to safeguard the interests of the shareholders and the Company, cancel the first valuation and carry out a second valuation, in which case all relevant subscription and redemption requests will be dealt with on the basis of that second valuation.

The calculation of the net asset value of the different classes of shares in the relevant series shall be made in the following manner:

I. The assets of the Company shall include:

- 1) all cash on hand or on deposit, including any interest accrued thereon;
- 2) all bills and demand notes payable and accounts receivable (including proceeds of securities sold but not delivered);
- 3) all bonds, time notes, certificates of deposit, shares, stock, debentures, debenture stocks, subscription rights, warrants, options and other securities, financial instruments and similar assets owned or contracted for by the Company (provided that the Company may make adjustments in a manner not inconsistent with paragraph (a) below with regards to fluctuations in the market value of securities caused by trading ex-dividends, ex-rights, or by similar practices);
- 4) all stock dividends, cash dividends and cash distributions receivable by the Company to the extent information thereon is reasonably available to the Company;

5) all interest accrued on any interest-bearing assets owned by the Company except to the extent that the same is included or reflected in the principal amount of such assets;

6) the preliminary expenses of the Company, including the cost of issuing and distributing shares of the Company, insofar as the same have not been written off;

7) all other assets of any kind and nature including expenses paid in advance.

The value of such assets shall be determined as follows:

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

b) The value of assets which are listed or dealt in on any stock exchange is based on the last available price on the stock exchange which is normally the principal market for such assets.

c) The value of assets dealt in on any other regulated market which is recognized, operating regularly and open to the public (a "Regulated Market") is based on the last available price.

d) In the event that any assets are not listed or dealt in on any stock exchange or on any other Regulated Market, or if, with respect to assets listed or dealt in on any stock exchange, or other Regulated Market as aforesaid, the price as determined pursuant to sub-paragraphs (b) or (c) is not representative of the fair market value of the relevant assets, the value of such assets will be based on the reasonably foreseeable sales price determined prudently and in good faith.

e) The liquidating value of futures, spot, forward or options contracts not traded on exchanges or on other Regulated Markets shall mean their net liquidating value determined, pursuant to the policies established by the Board of Directors, on a basis consistently applied for each different variety of contracts. The liquidating value of futures, spot, forward or options contracts traded on exchanges or on other Regulated Markets shall be based upon the last available settlement prices of these contracts on exchanges and Regulated Markets on which the particular futures, spot, forward or options contracts are traded by the Company; provided that if a futures, forward or options contract could not be liquidated on the day with respect to which net assets are being determined, the basis for determining the liquidating value of such contract shall be such value as the Board of Directors may deem fair and reasonable.

Credit default swaps will be valued at their present value of future cash flows by reference to standard market conventions, where the cash flows are adjusted for default probability. Interest rate swaps will be valued at their market value established by reference to the applicable interest rates' curve. Other swaps will be valued at fair market value as determined in good faith pursuant to the procedures established by the Board of Directors and recognised by the Auditor (as defined in Article 21 hereof).

Interest rate swaps will be valued at their market value established by reference to the applicable interest rate curve.

f) Units or shares of other UCI will be valued at their last determined and available net asset value or, if such price is not representative of the fair market value of such assets, then the price shall be determined by the Board of Directors on a fair and equitable basis in good faith.

g) All other securities and other assets will be valued at fair market value as determined in good faith pursuant to the procedures established by the Board of Directors or a committee appointed to that effect by the Board of Directors.

h) The value of money market instruments not listed or dealt in on any stock exchange or any other Regulated Market and with remaining maturity of less than 12 months and of more than 90 days is deemed to be the nominal value thereof, increased by any interest accrued thereon. Money market instruments held by the Company with a remaining maturity of ninety days or less will be valued by the amortized cost method which approximates market value.

The value of all assets and liabilities not expressed in the reference currency of a Sub-Fund will be converted into the reference currency of such Sub-Fund at rates last quoted by any major bank. If such quotations are not available, the rate of exchange will be determined in good faith by or under procedures established by the Board of Directors.

The Board of Directors, in its discretion, may permit some other method of valuation to be used if it considers that such valuation better reflects the fair value of any asset of the Company.

II. The liabilities of the Company shall include:

1) all loans, bills and accounts payable;

2) all accrued interest on loans of the Company (including accrued fees for commitment for such loans);

3) all accrued or payable expenses (including but not limited to administrative expenses, management fees, including incentive fees -if any-, depositary fees, and corporate agents' fees);

4) all known liabilities, present and future, including all matured contractual obligations for payments of money or property, including the amount of any unpaid dividends declared by the Company;

5) an appropriate provision for future taxes based on capital and income to the Valuation Day (as defined in Article 12 hereof) as determined from time to time by the Company, and other reserves (if any) authorized and approved by the Board of Directors, as well as such amount (if any) as the Board of Directors may consider to be an appropriate allowance in respect of any contingent liabilities of the Company;

6) all other liabilities of the Company of whatsoever kind and nature reflected in accordance with generally accepted accounting principles. In determining the amount of such liabilities the Company shall take into account all expenses payable by the Company which shall comprise but not be limited to fees (investment management fees and performance fees, if any) payable to its investment managers, fees and expenses payable to its Auditor (as defined in Article 21 hereof) and accountants, Depositary (as defined in Article 27 herein below) and its correspondents, administrative agent and paying agent, any listing agent, domiciliary agent, any distributor(s) and permanent representatives in places of registration, as well as any other agent employed by the Company, the remuneration of the Directors (as defined in Article 13 hereof) and officers of the Company and their reasonable out-of-pocket expenses, insurance coverage, and reasonable travelling costs in connection with board meetings, fees and expenses for legal and auditing services, any fees and expenses involved in registering and maintaining the registration of the Company with any governmental agencies or stock exchanges in the Grand Duchy of Luxembourg and in any other country, reporting and publishing expenses including the costs of preparing, printing, advertising and distributing prospectuses, key investor information documents, explanatory memoranda, periodical reports or registration statements, and the costs of any reports to shareholders, all taxes, duties, governmental and similar charges, the costs for the publication of the issue, conversion, if any, and redemption prices and all other operating expenses, the costs for the publication of the issue and redemption prices, including the costs of buying and selling assets, interest, bank charges and brokerage, postage, telephone and any other means of communication. The Company may accrue administrative and other expenses of a regular or recurring nature based on an estimated amount payable for yearly or other periods.

III. The assets shall be allocated as follows:

The Board of Directors shall establish a class of shares in respect of each Sub Fund and may establish multiple classes of shares in respect of each Sub Fund in the following manner:

(a) If multiple classes of shares relate to one Sub-Fund, the assets attributable to such classes shall be commonly invested pursuant to the specific investment policy of the Sub-Fund concerned provided however, that within a Sub-Fund, the Board of Directors is empowered to define classes of shares so as to correspond to (i) a specific distribution policy, such as entitling to distributions or not entitling to distributions and/or (ii) a specific sales and redemption charge structure and/or (iii) a specific management or advisory fee structure, and/or (iv) a specific assignment of distribution, shareholder services or other fees and/or (v) the currency or currency unit in which the class may be quoted and based on the rate of exchange between such currency or currency unit and the reference currency of the relevant Sub-Fund and/or (vi) the use of different hedging techniques in order to protect in the reference currency of the relevant Sub-Fund the assets and returns quoted in the currency of the relevant class of shares against long-term movements of their currency of quotation and/or (vii) such other features as may be determined by the Board of Directors from time to time in compliance with applicable law;

(b) The proceeds to be received from the issue of shares of a class shall be applied in the books of the Company to the relevant class of shares issued in respect of such Sub-Fund, and, as the case may be, the relevant amount shall increase the proportion of the net assets of such Sub-Fund attributable to the class of shares to be issued;

(c) The assets, liabilities, income and expenditure attributable to a Sub-Fund shall be applied to the class or classes of shares issued in respect of such Sub-Fund, subject to the provisions here above under (a);

(d) Where any asset is derived from another asset, such derivative asset shall be attributable in the books of the Company to the same class or classes of shares as the asset from which it was derived and on each revaluation of an asset, the increase or decrease in value shall be applied to the relevant class or classes of shares;

(e) In the case where any asset or liability of the Company cannot be considered as being attributable to a particular class of shares, such asset or liability shall be allocated to all the classes of shares pro rata to their respective net asset values or in such other manner as determined by the Board of Directors acting in good faith, provided that (i) where assets, on behalf of several Sub-Funds are held in one account and/or are co-managed as a segregated pool of assets by an agent of the Board of Directors, the respective right of each class of shares shall correspond to the prorated portion resulting from the contribution of the relevant class of shares to the relevant account or pool, and (ii) the right shall vary in accordance with the contributions and withdrawals made for the account of the class of shares, as described in the sales documents for the shares of the Company;

(f) Upon the payment of distributions to the holders of any class of shares, the net asset value of such class of shares shall be reduced by the amount of such distributions.

All valuation regulations and determinations shall be interpreted and made in accordance with generally accepted accounting principles.

In the absence of bad faith, gross negligence or manifest error, every decision in calculating the net asset value taken by the Board of Directors or by any bank, company or other organization which the Board of Directors may appoint for the purpose of calculating the net asset value, shall be final and binding on the Company and present, past or future shareholders.

IV. For the purpose of this Article:

1) shares of the Company to be redeemed under Article 8 hereof shall be treated as existing and taken into account until immediately after the time specified by the Board of Directors on the Redemption Day on which such valuation is

made and from such time and until paid by the Company the price therefore shall be deemed to be a liability of the Company;

2) shares to be issued by the Company shall be treated as being in issue as from the time specified by the Board of Directors on the Valuation Day (as defined in Article 12 hereof) on which such valuation is made and from such time and until received by the Company the price therefore shall be deemed to be a debt due to the Company;

3) all investments, cash balances and other assets expressed in currencies other than the reference currency of the relevant Sub-Fund shall be valued after taking into account the market rate or rates of exchange in force at the date and time for determination of the net asset value of shares; and

4) where on any Valuation Day (as defined in Article 12 hereof) the Company has contracted to:

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

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

provided however, that if the exact value or nature of such consideration or such asset is not known on such Valuation Day (as defined in Article 12 hereof) then its value shall be estimated by the Company.

Art. 12. Frequency and Temporary Suspension of Calculation of Net Asset Value per Share, of Issue, Conversion and Redemption of Shares. With respect to each class of shares, the net asset value per share in each series and the price for the issue, redemption and conversion of shares shall be calculated from time to time by the Company or any agent appointed thereto by the Company, at least twice a month at a frequency determined by the Board of Directors as further described in the prospectus of the Company (the "Prospectus"), such date being referred to herein as the "Valuation Day".

The Company may temporarily suspend the determination of the net asset value per share of any particular class and/or the issue, redemption and conversion of its shares from its shareholders from and to shares of each class:

a) during any period when any of the principal stock exchanges or other markets on which any substantial portion of the investments of the Company attributable to such Sub-Fund from time to time is quoted or dealt in is closed otherwise than for ordinary holidays, or during which dealings therein are restricted or suspended, provided that such restriction or suspension affects the valuation on the investments of the Company attributable to such Sub-Fund quoted thereon; or

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

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

d) when for any other reason the prices of any investments owned by the Company attributable to any Sub-Fund cannot promptly or accurately be ascertained; or

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

f) in the event of the publication (i) of the convening notice to a general meeting of shareholders at which a resolution to wind up the Company or any Sub-Fund is to be proposed, or of the decision of the Board of Directors to wind up one or more Sub-Funds, or

(ii) to the extent that such a suspension is justified for the protection of the shareholders, of the notice of the general meeting of shareholders at which the merger of the Company or a Sub-Fund is to be proposed, or of the decision of the Board of Directors to merge one or more Sub-Funds;

(g) any period when the market of a currency in which a substantial portion of the assets of the Company is denominated is closed other than for ordinary holidays, or during which dealings therein are suspended or restricted;

(h) any period when political, economic, military, monetary or fiscal circumstances which are beyond the control and responsibility of the Company prevent the Company from disposing of the assets, or determining the net asset value of the Company in a normal and reasonable manner.

Any such suspension shall be published, if appropriate, by the Company and may be notified to shareholders having made an application for subscription, conversion or redemption of shares for which the calculation of the net asset value has been suspended.

Such suspension as to any class of shares shall have no effect on the calculation of the net asset value per share in the relevant series, the issue, conversion and redemption of shares of any other class of shares if the assets within such other class of shares are not affected to the same extent by the same circumstances.

Any request for subscription, conversion or redemption may be revocable (i) with the approval of the Board of Directors or (ii) in the event of a suspension of the calculation of the net asset value, in which case shareholders may give notice that they wish to withdraw their application. If no such notice is received by the Company or any third party appointed by the Company, such application will be dealt with on the first Valuation Day, as determined for each class of shares, following the end of the period of suspension.

Title III - Administration and supervision

Art. 13. Directors. The Company shall be managed by the Board of Directors which is composed of not less than three members, who need not be shareholders of the Company. They shall be elected for a term not exceeding six years. The members of the Board of Directors (the “Directors”) shall be elected by the shareholders at a general meeting of shareholders; the latter shall further determine the number of Directors, their remuneration and the term of their office.

Directors proposed for election listed in the agenda of the general meeting of shareholders shall be elected by the majority of the votes of the shares present or represented.

Any candidate for director not proposed in the agenda of the meeting shall be elected only by vote of the majority of the shares outstanding.

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

In the event of a vacancy in the office of Director, the remaining Directors may temporarily fill such vacancy; the shareholders shall take a final decision regarding such nomination at their next general meeting.

Art. 14. Board Meetings. The Board of Directors will choose from among its members a chairman. It may choose a secretary, who need not be a director, who shall write and keep the minutes of the meetings of the Board of Directors and of the shareholders. The Board of Directors shall meet upon call by the chairman or any two Directors, at the place indicated in the notice of meeting.

The chairman shall preside at the meetings of the Directors and of the shareholders. In his absence, the shareholders or the board members shall decide by a majority vote that another director, or in case of a shareholders’ meeting, that any other person shall be in the chair of such meetings.

The Board of Directors may appoint any officers, including a general manager and any assistant general managers as well as any other officers that the Company deems necessary for the operation and management of the Company. Such appointments may be cancelled at any time by the Board of Directors. The officers need not be Directors or shareholders of the Company. Unless otherwise stipulated by these Articles, the officers shall have the rights and duties conferred upon them by the Board of Directors.

Written notice of any meeting of the Board of Directors shall be given to all Directors at least twenty-four hours prior to the date set for such meeting, except in circumstances of emergency, in which case the nature of such circumstances shall be set forth in the notice of meeting. This notice may be waived by consent in writing, by telegram, telefax, e-mail or any other similar means of communication. Separate notice shall not be required for meetings held at times and places fixed in a resolution adopted by the Board of Directors.

Any director may act at any meeting by appointing in writing, by telegram, telex or telefax or any other similar means of communication another director as his proxy. A director may represent several of his colleagues.

Any director may participate in a meeting of the Board of Directors by conference call or similar means of communications equipment whereby all persons participating in the meeting can hear each other, and participating in a meeting by such means shall constitute presence in person at such meeting.

The Directors may only act at duly convened meetings of the Board of Directors.

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

The Board of Directors can deliberate or act validly only if at least the majority of the Directors, or any other number of Directors that the board may determine, are present or represented.

Resolutions of the Board of Directors will be recorded in minutes signed by the chairman of the meeting. Copies of extracts of such minutes to be produced in judicial proceedings or elsewhere will be validly signed by the chairman of the meeting or any two Directors.

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

Resolutions in writing approved and signed by all Directors shall have the same effect as resolutions voted at the meetings of the Board of Directors; each Director shall approve such resolution in writing, by telegram, telefax, e-mail or any other similar means of communication. Such approval shall be confirmed in writing and all documents shall form the record that proves that such decision has been taken.

Art. 15. Powers of the Board of Directors. The Board of Directors is vested with the broadest powers to perform all acts of disposition and administration within the Company's purpose, in compliance with the investment policy as determined in Article 18 hereof.

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

Art. 16. Corporate Signature. Vis-à-vis third parties, the Company is validly bound by the joint signature of any two Directors, by the joint signature of any officers of the Company or by the joint signatures of a director and an officer of the Company or of any person(s) to whom authority has been delegated by the Board of Directors.

Art. 17. Delegation of Power. The Board of Directors of the Company may delegate under its responsibility its powers to conduct the daily management and affairs of the Company (including the right to act as authorised signatory for the Company) and its powers to carry out acts in furtherance of the corporate policy and purpose to one or several physical persons or corporate entities, which need not be members of the board, who shall have the powers determined by the Board of Directors and who may, if the Board of Directors so authorises, sub-delegate their powers.

The Company may enter into an investment management agreement (the "Investment Management Agreement") with one or several investment managers, as further described in the sales documents for the shares of the Company, who shall supply the Company with recommendations, advice and reports in connection with the management of the assets of the Company and shall advise the Board of Directors as to the selection of transferable securities and other assets pursuant to Article 18 hereof and have discretion, on a day-to-day basis and subject to the overall control of the Board of Directors of the Company to purchase and sell such investment funds and other assets and otherwise to manage the Sub-Fund's portfolios.

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

Art. 18. Investment Policies and Restrictions.

1) The Board of Directors, based upon the principle of risk spreading, has the power to determine the investment policies and strategies to be applied in respect of each Sub-Fund and the course of conduct of the management and business affairs of the Company, within the restrictions as shall be set forth by the Board of Directors in compliance with the 2010 Law and applicable regulations.

2) Within those restrictions, the Board of Directors may decide that investments be made in:

- a) securities and money market instruments;
- b) shares or units of other UCI, including shares or units of a master fund qualified as a UCITS;
- c) deposits with credit institutions, which are repayable on demand or have the right to be withdrawn and which are maturing in no more than twelve (12) months;
- d) financial derivative instruments; and
- e) shares issued by one or several other Sub-Funds under the conditions provided for by the 2010 Law.

3) The investment policy of the Company or a Sub-Fund may replicate the composition of an index of securities or debt securities recognized by the Luxembourg supervisory authority.

4) The Company may in particular purchase the above mentioned assets on any Regulated Market of a state of Europe, being or not a member state of the European Union ("Member State"), a state of America, Africa, Asia, Australia or Oceania.

5) The Company may also invest in recently issued securities and money market instruments, provided that the terms of issue include an undertaking that application will be made for admission to official listing on a Regulated Market and that such admission be secured within one year of issue.

6) In accordance with the principle of risk spreading, the Company is authorised to invest up to 100% of the net assets attributable to a Sub-Fund in securities or money market instruments issued or guaranteed by a Member State, its local authorities, another member state of the OECD, such non-member state(s) of the OECD as set out in the Prospectus, or public international bodies of which one or more Member States are members being provided that if the Company uses the possibility described above, it shall hold, on behalf of each relevant Sub-Fund, securities belonging to six different issues at least. The securities belonging to one issue cannot exceed 30% of the total net assets attributable to that Sub-Fund.

7) The Board of Directors, acting in the best interest of the Company, may decide, in the manner described in the Prospectus, that (i) all or part of the assets of the Company or of any Sub-Fund be co-managed on a segregated basis with other assets held by other investors, including other undertakings for collective investment and/or their sub-funds; or that (ii) all or part of the assets of two or more Sub-Funds be co-managed amongst themselves on a segregated or on a pooled basis.

8) Investments of each Sub-Fund may be made either directly or indirectly through wholly-owned subsidiaries, as the Board of Directors may from time to time decide and as described in the Prospectus. Reference in these Articles to "investments" and "assets" shall mean, as appropriate, either investments made and assets beneficially held directly or investments made and assets beneficially held indirectly through the aforesaid subsidiaries.

9) The Company is authorised (i) to employ techniques and instruments relating to securities and money market instruments provided that such techniques and instruments may be used for hedging purposes, for the purpose of efficient portfolio management or for investment purposes and (ii) to employ techniques and instruments intended to provide protection against exchange risks in the context of the management of its assets and liabilities.

Art. 19. Conflict of Interest. No contract or other transaction between the Company and any other company or firm shall be affected or invalidated by the fact that any one or more of the Directors or officers of the Company is interested in, or is a director, associate, officer or employee of, such other company or firm. Any director or officer of the Company who serves as a director, associate, officer or employee of any company or firm with which the Company shall contract or otherwise engage in business shall not, by reason of such affiliation with such other company or firm, be prevented from considering and voting or acting upon any matters with respect to such contract or other business.

In the event that any Director or officer of the Company may have in any transaction of the Company an interest opposite to the interests of the Company, such Director or officer shall make known to the Board of Directors such opposite interest and shall not consider or vote on any such transaction, and such transaction and such Director's or officer's interest therein shall be reported to the next succeeding general meeting of shareholders.

The term "opposite interest", as used in the preceding sentence, shall not include any relationship with or without interest in any matter, position or transaction involving any person, company or entity as may from time to time be determined by the Board of Directors in its discretion.

Art. 20. Indemnification of Directors. The Company may indemnify any Director 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 Director or officer of the Company or, at its request, of any other company of which the Company is a shareholder or a 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 gross negligence 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. 21. Auditor. The accounting data related in the annual report of the Company shall be examined by an auditor ("réviseur d'entreprises agréé", the "Auditor") appointed by the general meeting of shareholders and remunerated by the Company.

The Auditor shall fulfil all duties prescribed by the 2010 Law.

Title IV - General Meetings - Accounting year - Distributions

Art. 22. General Meetings of Shareholders of the Company. The general meeting of shareholders of the Company shall represent the entire body of shareholders of the Company. Its resolutions shall be binding upon all the shareholders regardless of the class of shares held by them. It shall have the broadest powers to order, carry out or ratify acts relating to the operations of the Company.

The general meeting of shareholders shall meet upon call by the Board of Directors.

It may also be called upon the request of shareholders representing at least one tenth of the share capital.

The annual general meeting shall be held in accordance with Luxembourg law in Luxembourg, Grand Duchy of Luxembourg at a place specified in the notice of meeting, each year on the third Wednesday of the month of May at 11.00 a.m.

If such day is not a bank business day in Luxembourg, the annual general meeting shall be held on the next following bank business day in Luxembourg.

Other meetings of shareholders may be held at such places and times as may be specified in the respective notices of meeting.

Shareholders shall meet upon call by the Board of Directors pursuant to a notice setting forth the agenda sent at least eight days prior to the meeting to each registered shareholder at the shareholder's address in the register of shareholders. The giving of such notice to registered shareholders need not be justified to the meeting. The agenda shall be prepared by the Board of Directors except in the instance where the meeting is called on the written demand of the shareholders in which instance the Board of Directors may prepare a supplementary agenda.

Given that all shares are in registered form and if no publications are made, notices to shareholders may be mailed by registered mail only.

If all shareholders are present or represented and consider themselves as being duly convened and informed of the agenda, the general meeting may take place without notice of meeting.

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

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

Each share of whatever class is entitled to one vote, in compliance with Luxembourg law and these Articles. A shareholder may act at any meeting of shareholders by giving a written proxy to another person, who need not be a shareholder and who may be a Director.

Unless otherwise provided by law or herein, resolutions of the general meeting are passed by a simple majority vote of the shareholders present or represented.

Art. 23. General Meetings of Shareholders in a Sub-Fund or in a Class of Shares. The shareholders of the class or classes issued in respect of any Sub-Fund may hold, at any time, general meetings to decide on any matters which relate exclusively to such Sub-Fund.

In addition, the shareholders of any class of shares may hold, at any time, general meetings for any matters which are specific to such class.

The provisions of Article 22, paragraphs 2, 3, 7, 8, 9, 10 and 11 shall apply to such general meetings.

Each share is entitled to one vote in compliance with Luxembourg law and these Articles. Shareholders may act either in person or by giving a written proxy to another person who needs not be a shareholder and may be a Director.

Unless otherwise provided for by law or herein, the resolutions of the general meeting of shareholders of a Sub-Fund or of a class of shares are passed by a simple majority vote of the shareholders present or represented.

Art. 24. Termination and Amalgamation of Sub-Funds or Classes of Shares. In the event that for any reason the value of the total net assets in any Sub-Fund or the value of the net assets of any class of shares within a Sub-Fund has decreased to, or has not reached, an amount determined by the Board of Directors to be the minimum level for such Sub-Fund, or such class of shares, to be operated in an economically efficient manner or in case of a change in the political, economic or monetary situation relating to the Sub-Fund or class of shares concerned would have material adverse consequences on the investments of that Sub-Fund or class of shares or in order to proceed to an economic rationalization, the Board of Directors may decide to compulsorily redeem all the shares of the relevant class or classes issued in such Sub-Fund at the net asset value per share (taking into account actual realization prices of investments and realization expenses) calculated on the Valuation Day at which such decision shall take effect. The Company shall serve a notice to the holders of the relevant shares prior to the effective date for the compulsory redemption, which will indicate the reasons for and the procedure of the redemption operations. Registered shareholders shall be notified in writing. Unless it is otherwise decided in the interests of, or to keep equal treatment between the shareholders, the shareholders of the Sub-Fund or of the class of shares concerned may continue to request redemption or conversion of their shares free of charge (but taking into account actual realization prices of investments and realization expenses) prior to the date effective for the compulsory redemption.

Notwithstanding the powers conferred to the Board of Directors by the preceding paragraph, the general meeting of shareholders of any one or all classes of shares issued in any Sub-Fund may, upon proposal from the Board of Directors, decide to redeem all the shares of the relevant class or classes and refund to the shareholders the net asset value of their shares (taking into account actual realization prices of investments and realization expenses) calculated on the Valuation Day at which such decision shall take effect. There shall be no quorum requirements for such general meeting of shareholders which shall decide by resolution taken by simple majority of those present or represented.

Assets which may not be distributed to their beneficiaries upon the implementation of the redemption will be deposited with the Depositary for a period of nine months after the decision to liquidate the relevant Sub-Fund or class(es) of shares; after such period, the assets will be deposited with the Caisse de Consignation on behalf of the persons entitled thereto.

All redeemed shares may be cancelled.

Under the same circumstances as provided in the first paragraph of this section, the Board of Directors may decide to allocate the assets of any Sub-Fund to those of another existing Sub-Fund or to another Luxembourg or foreign UCITS or to another sub-fund within such UCITS (the "Receiving UCITS") and to re-designate the shares of the Sub-Fund concerned as shares of the Receiving UCITS (following a split or consolidation, if necessary, and the payment of the amount corresponding to any fractional entitlement to shareholders). Such decision will be published in the same manner as described in the first paragraph of this Article (and, in addition, the publication will contain information in relation to the Receiving Sub-Fund), at least thirty days before the date on which the merger becomes effective in order to enable shareholders to request redemption or conversion of their shares, free of charge, during such period.

Notwithstanding the powers conferred to the Board of Directors by the preceding paragraph, a contribution of the assets and of the liabilities attributable to any Sub-Fund to another Sub-Fund may be decided upon by a general meeting of the shareholders of the Sub-Fund concerned for which there shall be no quorum requirements and which will decide upon such a merger by resolution taken by simple majority of the shares present or represented.

Insofar as a merger of a Sub-Fund with a Receiving UCITS requires the approval of the shareholders concerned pursuant to the provisions of the Law of 17 December 2010, an extraordinary general meeting of the shareholders concerned deciding by simple majority of the votes cast by shareholders present or represented at the meeting may decide upon such merger and is competent to approve the effective date thereof such merger. No quorum requirement will be applicable. Only the approval of the shareholders of the Sub-Fund concerned by the merger will be required.

Art. 25. Accounting Year. The accounting year of the Company shall commence on the first day of January of each year and shall terminate on the thirty-first day of December of the same year.

Art. 26. Distributions. The general meeting of shareholders of the class or classes issued in respect of any Sub-Fund shall, upon proposal of the Board of Directors and within the limits provided by law, determine how the results of such Sub-Fund shall be disposed of, and may from time to time declare, or authorize the Board of Directors to declare, distributions.

For any class of shares entitled to distributions, the Board of Directors may decide to pay interim dividends in compliance with the conditions set forth by law.

Payments of distributions to holders of registered shares shall be made to such shareholders at their addresses in the register of shareholders.

Distributions may be paid in such currency and at such time and place that the Board of Directors shall determine from time to time.

The Board of Directors may decide to distribute stock dividends in lieu of cash dividends upon such terms and conditions as may be set forth by the Board of Directors.

Any distribution that has not been claimed within five years of its declaration shall be forfeited and revert to the relevant series in the class or classes of shares issued in respect of the relevant Sub-Fund.

No interest shall be paid on a dividend declared by the Company and kept by it at the disposal of its beneficiary.

Title V - Final provisions

Art. 27. Depositary. To the extent required by law, the Company will enter into a custody agreement with a banking or saving institution as defined by the law of April 5, 1993 on the financial sector, as amended (herein referred to as the "Depositary").

The Depositary shall fulfil the duties and responsibilities as provided for by the 2010 Law.

If the Depositary desires to retire, the Board of Directors shall use its best endeavours to find a successor Depositary within two months of the effectiveness of such retirement. The Board of Directors may terminate the appointment of the Depositary but shall not remove the Depositary unless and until a successor Depositary shall have been appointed to act in the place thereof.

Art. 28. Dissolution of the Company. The Company may at any time be dissolved by a resolution of the general meeting of shareholders subject to the quorum and majority requirements referred to in Article 30 hereof.

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

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

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

Art. 29. Liquidation. Liquidation shall be carried out by one or several liquidators, who may be physical persons or legal entities, duly approved by the CSSF and appointed by the general meeting of shareholders which shall determine their powers and their compensation.

The net proceeds of liquidation corresponding to each class of shares in each Sub-Fund shall be distributed by the liquidators to the shareholders of the relevant class of shares in such Sub-Fund in proportion to their holding of such shares.

Should the Company be voluntarily or compulsorily liquidated, its liquidation will be carried out in accordance with the provisions of the 2010 Law which specifies the steps to be taken to enable shareholders to participate in the distribution(s) of the liquidation proceeds and provides for a deposit in escrow at the Caisse de Consignation at the time of the close of liquidation. Amounts not claimed from escrow within the statute of limitation period shall be liable to be forfeited in accordance with the provisions of Luxembourg law.

Art. 30. Amendments to the Articles of Incorporation. These Articles may be amended by a general meeting of shareholders subject to the quorum and majority requirements provided by the law of 10 August 1915 on commercial companies, as amended.

Art. 31. Statement. Words importing a masculine gender also include the feminine gender and words importing persons or shareholders also include corporations, partnerships associations and any other organized group of persons whether incorporated or not.

Art. 32. Applicable Law. All matters not governed by these Articles shall be determined in accordance with the law of 10 August 1915 on commercial companies and the 2010 Law as such laws have been or may be amended from time to time.”

Sixteenth Resolution

The meeting acknowledges the resignation of Mr Damian Zihlmann and decides to appoint Mr Christian Altorfer, born on 7. September 1973 in Maennedorf, Switzerland, residing at Bubental 43, 8852 Altendorf, Switzerland as member of the board of directors of the Company until the annual general meeting of shareholders to be held in 2015.

There being no further business, the meeting is closed at 11.30 am.

Expenses

The aggregate amount of costs, expenditures, remunerations or expenses, in any form whatsoever, which the Company incurs or for which it is liable by reason of the present amendments, is approximately two thousand one hundred euro (EUR 2,100.-).

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

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

The document having been read to the meeting, the members of the board of the meeting, all of whom are known to the notary by their names, family names, civil status and residences, signed together with us, the notary, the present original deed, no shareholder expressing the wish to sign.

Signé: L. SOLD, M. BERNOT. M. BARO, P. DECKER.

Enregistré à Luxembourg A.C., le 15 juillet 2014. Relation: LAC/2014/33204. Reçu 75,- € (soixante-quinze Euros).

Le Receveur (signé): Irène THILL.

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

Luxembourg, le 29 août 2014

Référence de publication: 2014158280/871.

(140179393) Déposé au registre de commerce et des sociétés de Luxembourg, le 10 octobre 2014.

Espacio S.A., Société Anonyme.

Siège social: L-7535 Mersch, 14, rue de la Gare.

R.C.S. Luxembourg B 85.312.

Procès-verbal de l'assemblée générale ordinaire du 27 juin 2014

Lors de l'assemblée générale ordinaire du 27 juin 2014 les actionnaires ont pris à l'unanimité les résolutions suivantes:

Les mandats des administrateurs Monsieur Nico Arend, Monsieur Carlo Fischbach, venant à l'expiration, l'assemblée a décidé à l'unanimité de les renommer pour une durée de six ans. Les mandats des administrateurs viendront à échéance lors de l'assemblée générale ordinaire statuant sur l'exercice 2019.

Le mandat de l'administratrice et administratrice-déléguée Schaack-Van de Berg Mia venant également à l'expiration ne sera plus renouvelé.

L'assemblée a décidé d'augmenter le nombre d'administrateurs de 3 (trois) à 4 (quatre). L'assemblée a nommé à l'unanimité pour une durée de 6 ans Madame Sylvie Winkin-Hansen demeurant à L-9647 Doncols, 28, Duerfstrooss comme nouvelle administratrice et Monsieur Laurent Fischbach demeurant à L-2410 Strassen, 182a, rue de Reckenthal comme nouvel administrateur. Les mandats viendront à échéance lors de l'assemblée générale ordinaire statuant sur l'exercice 2019.

En plus, l'assemblée a donné l'autorisation au conseil d'administration de déléguer ses pouvoirs de gestion journalière, y inclus les actes de disposition immobilière, à Monsieur Nico Arend, Monsieur Carlo Fischbach, Monsieur Laurent Fischbach et Madame Sylvie Winkin-Hansen.

La société sera engagée en toutes circonstances par la signature d'un administrateur-délégué.

Le mandat du commissaire aux comptes Arend & Partners S.à.r.l. venant à l'expiration n'est plus renouvelé.

L'assemblée a décidé de nommer la société Arend Consult S.à.r.l., ayant son siège à L-7535 Mersch, 14, rue de la Gare comme nouveau commissaire aux comptes pour une durée de six ans. Son mandat viendra à échéance lors de l'assemblée générale ordinaire statuant sur l'exercice 2019.

N. AREND

Administrateur-délégué

Référence de publication: 2014138938/29.

(140157645) Déposé au registre de commerce et des sociétés de Luxembourg, le 4 septembre 2014.

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

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

R.C.S. Luxembourg B 33.064.

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EXTRAIT

L'assemblée générale du 3 septembre 2014 a renouvelé les mandats des administrateurs.

- Madame Nathalie GAUTIER, Administrateur, Master Administration des Entreprises, 6, rue Adolphe, L-1116 Luxembourg, Luxembourg;

- Monsieur Laurent HEILIGER, Administrateur, licencié en sciences commerciales et financières, 6, rue Adolphe, L-1116 Luxembourg, Luxembourg;

- Monsieur Manuel HACK, Administrateur-Président, maître ès sciences économiques, 6, rue Adolphe, L-1116 Luxembourg, Luxembourg.

Leurs mandats prendront fin lors de l'assemblée générale ordinaire statuant sur les comptes au 31 décembre 2019.

L'assemblée générale du 3 septembre 2014 a renouvelé le mandat du Commissaire aux comptes.

- FIDUCIAIRE CABEXCO SARL, commissaire aux comptes, 2, rue d'Arlon, L-8399 Windhof, R.C.S. Luxembourg B 139.890.

Son mandat prendra fin lors de l'assemblée générale ordinaire statuant sur les comptes au 31 décembre 2019.

Luxembourg, le 3 septembre 2014.

Pour FRIN S.A. SPF

Société anonyme de Gestion de Patrimoine Familial

Référence de publication: 2014138971/23.

(140157681) Déposé au registre de commerce et des sociétés de Luxembourg, le 4 septembre 2014.

Palux S.A., Société Anonyme.

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

R.C.S. Luxembourg B 86.769.

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DISSOLUTION

L'an deux mille quatorze, le onze août.

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

A COMPARU:

La société «DALECREST LIMITED», ayant son siège social à Douglas, 5, Athol Street (Ile de Man), inscrite au «Isle of Man Companies Registry» sous le numéro 112593C,

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

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

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

I. - Que la société anonyme «PALUX S.A.», ayant son siège social à L-1219 Luxembourg, 17, rue Beaumont, R.C.S. Luxembourg numéro B 86.769,

a été constituée, suivant acte reçu, par le notaire instrumentant, en date du 5 mars 2002, publié au Mémorial C, Recueil des Sociétés et Associations numéro 986, en date du 28 juin 2002, et dont les statuts n'ont pas encore été modifiés depuis.

II. - Que le capital social de la société anonyme «PALUX S.A.», prédésignée, s'élève actuellement à CENT TRENTE MILLE EURO (130.000.- EUR), représenté par MILLE TROIS CENTS (1.300) actions de CENT EURO (100.- EUR) chacune, entièrement libérées.

III. - Que la comparante est propriétaire de toutes les actions de la susdite société «PALUX S.A.».

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

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

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

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

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

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

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

XI. - Que les livres et documents de la société dissoute seront conservés pendant cinq ans au moins à l'ancien siège social à L-1219 Luxembourg, 17, rue Beaumont.

Frais

Tous les frais et honoraires résultant du présent acte, évalués à neuf cents Euros (900.-EUR), sont à charge de la société dissoute.

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

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

Signé: Sophie ERK, Jean SECKLER.

Enregistré à Grevenmacher, le 18 août 2014. Relation GRE/2014/3308. Reçu soixante-quinze euros 75,00 €.

Le Releveur (signé): G. SCHLINK.

Référence de publication: 2014133320/49.

(140150906) Déposé au registre de commerce et des sociétés de Luxembourg, le 22 août 2014.

Jos. Weirich & Cie., Société à responsabilité limitée.

Siège social: L-3544 Dudelange, 28, rue Jean Wolter.

R.C.S. Luxembourg B 4.638.

DISSOLUTION

L'an deux mille quatorze, le trente juillet.

Pardevant Maître Frank MOLITOR, notaire de résidence à Luxembourg, soussigné.

Ont comparu:

1.- Monsieur Joseph dit Jeff WEIRICH, gérant de société, né à Dudelange le 3 octobre 1961, demeurant à L-3531 Dudelange, 66, rue du Nord et son épouse

2.- Madame Christiane BERCHEM, coiffeuse, née à Dudelange le 18 août 1964, demeurant à L-3531 Dudelange, 66, rue du Nord.

Associés de la société à responsabilité limitée Jos. Weirich & Cie. avec siège social à L-3544 Dudelange, 28, rue Jean Wolter, inscrite au Registre de commerce de Luxembourg sous le numéro B 4 638, constituée suivant acte sous seing privé du 14 juin 1948, publié au Mémorial, Recueil des Sociétés et Associations C numéro 54 du 10 juillet 1950, modifiée suivant acte du notaire Aloyse WEIRICH de Bettembourg en date du 31 janvier 1981, publié au dit Mémorial C, numéro 58 du 23 mars 1981, modifiée suivant acte du notaire Aloyse WEIRICH de Bettembourg en date du 2 septembre 1986, publié au dit Mémorial C, numéro 317 du 13 novembre 1986, modifié suivant acte sous seing privé du 11 septembre 1998, publié au dit Mémorial C, numéro 828 du 12 novembre 1998, modifiée suivant acte du notaire Tom METZLER de Luxembourg en date du 19 juillet 2006, publié au dit Mémorial C, numéro 2210 du 25 novembre 2006, modifiée suivant acte du notaire Tom METZLER de Luxembourg en date du 17 juin 2010, publié au dit Mémorial C, numéro 1725 du 24 août 2010.

- Les comparants sont propriétaires des cinq cents (500) parts de ladite Société et ont décidé de la dissoudre, celle-ci ayant cessé toute activité.

- Au lieu de procéder par voie de liquidation en bonne et due forme avec trois (3) assemblées générales avec recours à un liquidateur respectivement commissaire à la liquidation, les associés décident de procéder par voie de liquidation simplifiée et prononcent en conséquence la dissolution anticipée de la Société avec effet rétroactif au 31 mars 2014 et sa mise en liquidation.

- Les associés déclarent avoir réglé tout le passif de la Société et avoir transféré tous les actifs à leur profit.

Les associés se trouvent donc investis de tous les éléments actifs de la Société et répondront personnellement de tout le passif social et de tous les engagements de la Société, même inconnus à l'heure actuelle.

Ils reconnaissent avoir été informés par le notaire sur la portée de cela et déclarent persister dans leur intention.

Ils régleront également les frais des présentes.

- Partant, la liquidation de la Société est achevée et la Société est à considérer comme définitivement liquidée.

- Décharge pleine et entière est accordée au gérant pour l'exécution de son mandat.

- Les livres et documents de la Société seront conservés pendant une durée de cinq (5) ans au domicile privé des comparants.

Déclaration

Les associés déclarent, en application de la loi du 12 novembre 2004, telle qu'elle a été modifiée par la suite, être les bénéficiaires réels de la société faisant l'objet des présentes et certifient que la société ne se livre pas à des activités constituant une infraction visée aux articles 506-1 du Code Pénal et 8-1 de la loi du 19 février 1973 concernant la vente de substances médicamenteuses et la lutte contre la toxicomanie (blanchiment) ou des actes de terrorisme tels que définis à l'article 135-5 du Code Pénal (financement du terrorisme).

Dont acte, fait et passé à Luxembourg, en l'étude.

Et après lecture faite et interprétation donnée au comparant, il a signé avec Nous, notaire, la présente minute.

Signé: Weirich, Berchem et Molitor

Enregistré à Luxembourg Actes Civils., le 5 août 2014. Relation LAC/2014/37132. Reçu soixante-quinze euros 75.-.

Le Releveur ff. (signé): Frising.

Référence de publication: 2014133747/51.

(140151848) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

EO III Settlor Co S.à r.l., Société à responsabilité limitée.

Capital social: EUR 12.500,00.

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

R.C.S. Luxembourg B 189.341.

Par résolutions écrites prises en date du 22 août 2014, l'associé unique a pris les décisions suivantes:

- Révocation de Manacor (Luxembourg) S.A., avec siège social au 46A, Avenue J.F. Kennedy, L-1855, Luxembourg, de son mandat de gérant de la Société avec effet immédiat;

- Nomination de Monsieur Richard Crombie, né le 7 septembre 1971 à Moreton-in-Marsh, Royaume-Uni, ayant son adresse professionnelle au c/o JPMorgan Asset Management (UK) Limited, 25 Bank Street, Canary Wharf, London E14 5JP, Royaume-Uni, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Jean-Christophe Ehlinger, né le 18 mai 1970 à Thionville, France, ayant son adresse professionnelle au c/o JPMorgan Asset Management (Europe) S.à r.l, 6, route de Trèves, L-2633 Senningerberg, Grand-Duché de Luxembourg, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Mark Doherty, né le 12 novembre 1966 à Dublin, Irlande, ayant son adresse professionnelle au c/o JPMorgan Asset Management (Europe) S.à r.l, 6, route de Trèves, L-2633 Senningerberg, Grand-Duché de Luxembourg, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Jonathan Griffin, né le 7 mai 1962 à Eastleigh, Royaume-Uni, ayant son adresse professionnelle au c/o JPMorgan Asset Management (Europe) S.à r.l, 6, route de Trèves, L-2633 Senningerberg, Grand-Duché de Luxembourg, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Steven Greenspan, né le 26 août 1960 à New York, États-Unis, ayant son adresse professionnelle au c/o JPMorgan Investment Management Inc., 270 Park Avenue, NY, NY 10017, États-Unis, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- de confirmer que le conseil de gérance de la Société est dorénavant composé comme suit:

* Monsieur Richard Crombie;

* Monsieur Jean-Christophe Ehlinger;

* Monsieur Mark Doherty;

* Monsieur Jonathan Griffin; et

* Monsieur Steven Greenspan.

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

Luxembourg, le 22 août 2014.

Pour extrait sincère et conforme

TMF Luxembourg S.A.

Signatures

Signataire autorisé

Référence de publication: 2014133656/38.

(140151866) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

LEI BS S.à r.l., Société à responsabilité limitée.**Capital social: EUR 12.500,00.**

Siège social: L-2449 Luxembourg, 25C, boulevard Royal.

R.C.S. Luxembourg B 121.739.

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Extrait des résolutions des associés prises en date du 27 août 2014

Les associés de la Société ont décidé comme suit:

- D'accepter la démission de:

* Cory Olson en tant que Gérant de la Société avec effet au 27 août 2014

- D'accepter la nomination de:

* Blair Alan Lewis, né le 6 mai 1967 à Ottawa, Canada, avec adresse professionnelle 25 Canada Square, 34th Floor, London E14 5LB, Royaume-Uni, en tant que Gérant de la Société avec effet au 27 août 2014 et ce pour une durée illimitée

Luxembourg, le 27 août 2014.

Jurgita Gabedangaite

Mandataire

Référence de publication: 2014134977/18.

(140153568) Déposé au registre de commerce et des sociétés de Luxembourg, le 27 août 2014.

**TUL, Transport Unioun Lëtzebuerg, Société à responsabilité limitée,
(anc. SL Transports).**

Siège social: L-1368 Luxembourg, 28, rue du Curé.

R.C.S. Luxembourg B 37.916.

L'an deux mille quatorze, le onze août.

Par-devant Maître Alex WEBER, notaire de résidence à Bascharage.

ONT COMPARU:

1.- La société à responsabilité limitée «SALES-LENTZ PARTICIPATIONS s. à r.l.», ayant son siège social à L-4940 Bascharage, 4, rue Laangwiss, inscrite au R.C.S.L. sous le numéro B 78.631,

ici représentée aux fins des présentes par un de ses gérants, Monsieur Jos SALES, gérant de société, demeurant à Hautcharage,

détentriche de cinquante (50) parts sociales.

2.- La société à responsabilité limitée «Voyages Emile Weber», ayant son siège social à L-5411 Canach, 15, rue d'Oe-trange, inscrite au R.C.S.L. sous le numéro B 16.639,

ici représentée aux fins des présentes par un membre de son conseil de gérance, Monsieur Roland HEINISCH, gérant-associé, demeurant à Canach,

détentriche de cinquante (50) parts sociales.

Lesquelles comparantes, représentées comme dit ci-dessus, agissant en leur qualité de seules associés de la société à responsabilité limitée "SL TRANSPORTS" (numéro d'identité 1991 24 07 171), ayant son siège social à L-1368 Luxembourg, 28, rue du Curé, inscrite au R.C.S.L. sous le numéro B 37.916, constituée sous la dénomination de «LUX-CARSTOURS Sàrl» suivant acte reçu par le notaire instrumentant, en date du 22 août 1991, publié au Mémorial C numéro 76 du 6 mars 1992 et dont les statuts ont été modifiés suivant actes reçus par le notaire instrumentant, en date du 28 novembre 1991, publié au Mémorial C, numéro 197 du 13 mai 1992, ledit acte contenant notamment changement de la dénomination sociale en «LUX-TOURS s. à r.l.», en date du 20 septembre 2001, publié au Mémorial C numéro 229 du 11 février 2002 et en date du 6 décembre 2012, publié au Mémorial C, numéro 325 du 9 février 2013, ledit acte contenant notamment changement de la dénomination sociale en «SL TRANSPORTS»,

ont requis le notaire d'acter la résolution suivante:

RésolutionLes associées décident de changer la dénomination de la société de «SL TRANSPORTS» en «Transport Unioun Lëtzebuerg (en abrégé: TUL)» et en conséquence de modifier l'article 1^{er} des statuts pour lui donner la teneur suivante:« **Art. 1^{er} . Dénomination.** Il existe une société à responsabilité limitée sous la dénomination Transport Unioun Lëtzebuerg (en abrégé: TUL) (la société), qui sera régie par les lois du Luxembourg, en particulier par la loi du 10 août 1915 concernant les sociétés commerciales, telle que modifiée (la Loi) et par les présents statuts (les Statuts).»

141069

Frais

Les frais, dépenses, rémunérations ou charges sous quelque forme que ce soit, incombant à la société et mis à sa charge en raison des présentes, sont estimés à environ mille euros (€ 1.000.-).

DONT ACTE, fait et passé à Bascharage en l'étude, date qu'en tête des présentes.

Et après lecture faite aux comparants, ceux-ci ont signé avec Nous notaire le présent acte.

Signé: SALES, HEINISCH, A. WEBER.

Enregistré à Capellen, le 18 août 2014. Relation: CAP/2014/3175. Reçu soixante-quinze euros 75,00 €.

Le Receveur (signé): NEU.

Pour expédition conforme, délivrée à la société sur demande.

Bascharage, le 25 août 2014.

Référence de publication: 2014133989/47.

(140151643) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

L'Arancino S.à r.l., Société à responsabilité limitée unipersonnelle.

Siège social: L-3898 Foetz, 11, rue du Brill.

R.C.S. Luxembourg B 173.528.

L'an deux mille quatorze, le vingt huit août,

Les associés de la société à responsabilité limitée L'ARANCINO SARL

RCB N° 173528- 11 Rue du Brill L-3898 FOETZ - ont tenu une assemblée générale extraordinaire:

Ordre du jour:

- Cession de parts sociales

Première résolution:

Monsieur ROSEN Jean-Pierre demeurant 25 Wisestrooss L-3336 HELLANGE cède 15 parts sociales à Monsieur INFERRERA Giuseppe - demeurant 7 Rue des Martyrs L-3786 TETANGE.

Monsieur ROSEN Jean-Pierre demeurant 25 Wisestrooss L-3336 HELLANGE cède 15 parts sociales à Monsieur DELLO RUSSO Francesco demeurant 96 Rue du Parc L-3542 DUDELANGE.

Le prix de la cession est payé à l'instant même pour la somme de 1 euro symbolique étant donné que Monsieur ROSEN n'a rien payé pour les 30 parts sociales qu'il détient

Fait à ESCH/ALZETTE, le 28-08-2014. INFERRERA Giuseppe / DELLO RUSSO Francesco / ROSEN Jean-Pierre.

Référence de publication: 2014135614/20.

(140153957) Déposé au registre de commerce et des sociétés de Luxembourg, le 28 août 2014.

Société du Fort S.à r.l., Société à responsabilité limitée.

Siège social: L-2545 Howald, 18, rue Théodore Speyer.

R.C.S. Luxembourg B 162.726.

L'an deux mille quatorze, le vingt-neuf juillet.

Pardevant Maître Frank MOLITOR, notaire de résidence à Luxembourg, soussigné.

Ont comparu:

1. - Jean-Benoit BOURGEOIS, employé, né à Pau (France), le 15 mars 1980, demeurant à L-2545 Howald, 16, rue Théodore Speyer,

2. - Marie-Agnès BOURGEOIS, fonctionnaire, née à Pau (France), le 9 février 1977, demeurant à F-64000 Pau, 10, avenue de la Résistance,

la seconde ici représentée par le premier en vertu d'une procuration sous seing privé ci-annexée,

associés de la société à responsabilité limitée "Société du Fort SARL" avec siège social à L-2714 Luxembourg, 18, rue du Fort Wallis, inscrite au Registre de commerce de Luxembourg sous le numéro B 162 726, constituée suivant acte du notaire Martine SCHAEFFER de Luxembourg du 1^{er} août 2011, publié au Mémorial C, Recueil des Sociétés et Associations, Numéro 2367 du 4 octobre 2011.

Le comparant, agissant en es-dite qualité d'associé, se réunit en assemblée générale extraordinaire à laquelle il se considère dûment convoqué, et prend, sur ordre du jour conforme et à l'unanimité, les résolutions suivantes:

Première résolution

Il transfère le siège social de Luxembourg à Howald.

141070

Deuxième résolution

Il modifie l'article 4 des statuts pour lui donner la teneur suivante:

" **Art. 4.** Le siège social est établi dans la commune de Hesperange".

Troisième résolution

Il fixe l'adresse de la Société à L-2545 Howald, 18, rue Théodore Speyer.

Quatrième résolution

Suite à un changement d'adresse il est à noter que dorénavant l'adresse de Jean-Benoit BOURGEOIS est à L-2545 Howald, 16, rue Théodore Speyer.

Plus rien n'étant à l'ordre du jour la séance est levée.

Déclaration

Les associés déclarent, en application de la loi du 12 novembre 2004, telle qu'elle a été modifiée par la suite, être les bénéficiaires réels de la société faisant l'objet des présentes et certifient que la société ne se livre(ra) pas à des activités constituant une infraction visée aux articles 506-1 du Code Pénal et 8-1 de la loi du 19 février 1973 concernant la vente de substances médicamenteuses et la lutte contre la toxicomanie (blanchiment) ou des actes de terrorisme tels que définis à l'article 135-5 du Code Pénal (financement du terrorisme).

Dont Acte, fait et passé à Luxembourg, en l'étude.

Et après lecture faite et interprétation donnée aux comparants, connus du notaire par leur noms, prénoms, professions et domiciles, ils ont signé avec Nous notaire le présent acte.

Signé: Bourgeois et Molitor.

Enregistré à Luxembourg Actes Civils., le 5 août 2014. Relation LAC/2014/37130. Reçu soixante-quinze euros 75.-.

Le Receveur ff. (signé): Frising.

Référence de publication: 2014133957/44.

(140151849) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.

Sopra Banking Software Luxembourg, Société Anonyme.

Siège social: L-8308 Capellen, 89E, rue Pafebruch, Parc d'Activités.

R.C.S. Luxembourg B 38.811.

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EXTRAIT

En date du 25 juin 2014, l'assemblée générale annuelle de la Société a décidé:

- de renouveler Mazars Luxembourg, dont le siège social est établi rue Henri M. Schnadt 10A à L-2530 Luxembourg, en qualité de réviseur d'entreprises agréé de la Société pour un terme de trois ans, à compter du 18 juin 2013, de sorte que son mandat prendra fin immédiatement à l'issue de l'assemblée générale des actionnaires de la Société approuvant les comptes annuels clôturés au 31 décembre 2015;

- de renouveler le mandat de la société BVBA Thalent, dont le siège social est établi Struikenbos 1 à 3040 Neerijse (Belgique), et représentée par son représentant permanent Monsieur Marc De Groote, en qualité d'administrateur de la Société pour un terme de six ans, de sorte que son mandat prendra fin immédiatement à l'issue de l'assemblée générale des actionnaires de la Société approuvant les comptes annuels clôturés au 31 décembre 2019;

- de nommer Monsieur Eric Pasquier, né le 10 janvier 1971 à Annecy (France) et domicilié 4 square Perronet, 92200 Neuilly-sur-Seine (France) en qualité d'administrateur de la Société pour un terme de six ans, de sorte que son mandat prendra fin immédiatement à l'issue de l'assemblée générale des actionnaires de la Société approuvant les comptes annuels clôturés au 31 décembre 2019.

En date du 25 juin 2014, le conseil d'administration de la Société a décidé de procéder à la nomination des personnes suivantes en qualités d'administrateurs délégués jusqu'à la fin de leur mandat d'administrateurs, ou du renouvellement de ce dernier, ou jusqu'à ce que le conseil d'administration en décide autrement dans le respect notamment des dispositions légales ou statutaires:

- la BVBA Thalent, susmentionnée, représentée par son représentant permanent Monsieur Marc De Groote; et
- Monsieur Eric Pasquier, susmentionné.

Luxembourg, le 3 septembre 2014.

Pour extrait sincère et conforme

Un mandataire

Référence de publication: 2014139261/30.

(140157379) Déposé au registre de commerce et des sociétés de Luxembourg, le 4 septembre 2014.

Hexagone Invest S.A., Société Anonyme.

Siège social: L-5560 Remich, 34, rue Neuve.

R.C.S. Luxembourg B 63.128.

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Extrait du procès-verbal du conseil d'administration du 02 septembre 2014

La soussignée

Madame Lydie RICHER, assistante de direction, née à Tours (France), le 17 mars 1954, demeurant à L-5560 Remich, 34, rue Neuve,

agissant tant en sa qualité d'administrateur de «Hexagone Invest S.A.», et de représentant permanent de «Oronalia S.A.», société anonyme ayant son siège social à L-5560 Remich, 34, rue Neuve, inscrite au Registre de Commerce et des Sociétés de Luxembourg, section B, sous le numéro 156.828

agissant également en sa qualité d'administrateur de «Hexagone Invest S.A.», société anonyme ayant son siège social à L-5560 Remich, 34, rue Neuve, inscrite au Registre de Commerce et des Sociétés de Luxembourg, section B, sous le numéro 63.128.

Laquelle soussignée agissant comme ci-avant, prend les résolutions suivantes:

Première Résolution

Il est constaté avec profond regret le décès de Monsieur Hugues FONTAINE, administrateur et administrateur délégué de la Société.

Deuxième Résolution

Il est également constaté que le représentant permanent de l'administrateur «Oronalia S.A.» nommé en application de l'article 51bis de la loi sur les sociétés commerciales est remplacé en conséquence de ce qui précède par Madame Lydie RICHER, assistante de direction, née à Tours (France), le 17 mars 1954, demeurant à L-5560 Remich, 34, rue Neuve, jusqu'à expiration du mandat de l'administrateur.

Plus rien n'étant à l'ordre du jour, la séance est levée.

Lydie RICHER

Pour «Oronalia S.A.»

Lydie RICHER

Référence de publication: 2014138307/30.

(140157024) Déposé au registre de commerce et des sociétés de Luxembourg, le 3 septembre 2014.

CARE in Luxemburg A.s.b.l., Association sans but lucratif.

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

R.C.S. Luxembourg F 7.526.

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Antragsteller: Robert Schadeck, Präsident des Verwaltungsrates und Mitglied von CARE in Luxemburg a.s.b.l.

Antrag 1

Im Kopf wird vor Artikel 1 nach den Worten "...sowie durch die vorliegende Satzung geregelt werden." folgender Satz gelöscht: „Die Unterzeichner und ihre nach § 8 (6) gewählten Nachfolger werden im Folgenden als „Gründungsmitglieder“ bezeichnet.“

Antrag 2

Der bisherige Artikel 3 wird durch folgende Formulierung ersetzt:

„Der Verein darf sämtlichen nationalen oder internationalen Organisationen beitreten, deren Ziele mit den seinen übereinstimmen. Der Verein wird Mitglied des CARE Deutschland-Luxemburg e.V.“

Antrag 3

Der Abs. (6) von Artikel 8 entfällt.

„(6) Nach Ausscheiden eines Gründungsmitgliedes erfolgt die Komplettierung des Kreises der Gründungsmitglieder auf drei durch die Mehrheit der Mitglieder, wobei dieser Zuwahl auch die Mehrheit der verbliebenen Gründungsmitglieder zustimmen muss.“

Antrag 4

Art. 13. Abs. 5.

„(5) Nach Genehmigung durch den Verwaltungsrat werden die Protokolle der Sitzungen in einem besonderen Register hinterlegt und von der Mehrheit der Verwaltungsratsmitglieder unterschrieben, einschließlich des Vorsitzenden oder des Verwaltungsratsmitglieds, das mit der Führung der laufenden Geschäfte beauftragt ist.“

Wird ersetzt durch:

Die Protokolle der Sitzungen müssen durch den Verwaltungsrat genehmigt werden.

Im Auftrag des Verwaltungsrates und auf Grundlage der Beschlüsse der ordentlichen Mitgliederversammlung von CARE in Luxemburg a.s.b.l. am 17.6.2014.

Luxemburg, den 29.8.2014.

CARE in Luxemburg A.s.b.l.
43, Bd. du Prince Henri
L-1724 Luxembourg
Frédéric Hauptert
Direktor

Référence de publication: 2014136596/36.

(140155466) Déposé au registre de commerce et des sociétés de Luxembourg, le 1^{er} septembre 2014.

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

Capital social: EUR 12.500,00.

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

R.C.S. Luxembourg B 189.346.

Par résolutions écrites prises en date du 22 août 2014, l'associé unique a pris les décisions suivantes;

- Révocation de Manacor (Luxembourg) S.A., avec siège social au 46A, Avenue J.F. Kennedy, L-1855, Luxembourg, de son mandat de gérant de la Société avec effet immédiat;

- Nomination de Monsieur Richard Crombie, né le 7 septembre 1971 à Moreton-in-Marsh, Royaume-Uni, ayant son adresse professionnelle au c/o JPMorgan Asset Management (UK) Limited, 25 Bank Street, Canary Wharf, London E14 5JP, Royaume-Uni, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Jean-Christophe Ehlinger, né le 18 mai 1970 à Thionville, France, ayant son adresse professionnelle au c/o JPMorgan Asset Management (Europe) S.à r.l, 6, route de Trèves, L-2633 Senningerberg, Grand-Duché de Luxembourg, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Mark Doherty, né le 12 novembre 1966 à Dublin, Irlande, ayant son adresse professionnelle au c/o JPMorgan Asset Management (Europe) S.à r.l, 6, route de Trèves, L-2633 Senningerberg, Grand-Duché de Luxembourg, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Jonathan Griffin, né le 7 mai 1962 à Eastleigh, Royaume-Uni, ayant son adresse professionnelle au c/o JPMorgan Asset Management (Europe) S.à r.l, 6, route de Trèves, L-2633 Senningerberg, Grand-Duché de Luxembourg, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- Nomination de Monsieur Steven Greenspan, né le 26 août 1960 à New York, États-Unis, ayant son adresse professionnelle au c/o JPMorgan Investment Management Inc., 270 Park Avenue, NY, NY 10017, États-Unis, en tant que gérant avec effet au 22 août 2014 et pour une durée indéterminée;

- de confirmer que le conseil de gérance de la Société est dorénavant composé comme suit:

* Monsieur Richard Crombie;

* Monsieur Jean-Christophe Ehlinger;

* Monsieur Mark Doherty;

* Monsieur Jonathan Griffin; et

* Monsieur Steven Greenspan.

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

Luxembourg, le 22 août 2014.

Pour extrait sincère et conforme
TMF Luxembourg S.A.
Signatures
Signataire autorisé

Référence de publication: 2014134053/38.

(140151931) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 août 2014.
