

Mr. J. Gmelich Meijling  
Notary  
Kapelle

Dossier: 95.119

Today, the seventeenth of March nineteen hundred and ninety five, appeared in front of me, Mr. Jaap Gmelich Meijling, notary in Kapelle:

Mr. Professor Carlos Hubertus Rudolph Heip, director of research, born at Ukkel (Belgium) on the eighteenth November nineteen hundred and forty five, of Belgian nationality (identity card number 012 0010353 13), living at B 2920 Kalmthout (Belgium), Heuvel 65, married.

The appearer declared hereby to call into existence a foundation and for that to resolve the following statutes:

#### NAME, SEAT AND DURATION

##### Article 1.

1. The foundation is called: "MARS Network"
2. It has its seat in the community of Reimerswaal
3. The foundation has been founded for an unlimited period

#### AIM

##### Article 2.

The foundation has the aim

- a. to promote co-operation in the domain of scientific research;
- b. to draft (international) exchange programmes for students and researchers;
- c. to make large infrastructures available.

Moreover, the foundation promotes everything that is beneficial to the above, in the full sense of the word.

#### COMMITTEE

##### Article 3.

1. The foundation is governed by a committee, consisting of at least three and at most nine members and will be nominated for the first time through this document. The number of members will be laid down by the committee, having regard to the provisions laid down in the previous sentence.

2. On the occurrence of one (or more) vacancies the remaining committee-members (or the single remaining member) will, within two months after occurrence of the vacancies, attend to it through the appointment of one or more successor(s).

3. Committee-members will be appointed for the period of two years and are at most only once eligible for re-election.

4. In case that, for whatever reason, one or more members of the committee are missing, and the committee constitutes less than three members, the remaining members constitute, or the single remaining member constitutes, a legal committee.

#### EXECUTIVE COMPETENCE AND REPRESENTATION

##### Article 4.

1. The committee is in charge of the government of the foundation.

2. The committee is entitled to conclude agreements to obtain, for themselves and/or for a third person, or to loan, registered property of MARS, and also to conclude agreements whereby the foundation commits itself as guarantor or fellow debtor, gives support and insurance to the committee against third parties against debt.

#### Article 5.

1. The committee represents the foundation.
2. The ability to represent the foundation can be effected by two committee-members acting together.
3. The committee can confer full powers to one or more committee-members, also to third parties, to represent the foundation within the limits of that power of attorney.

#### END OF COMMITTEE MEMBERSHIP

#### Article 6.

The committee-membership ends:

due to expiration of the term of appointment, decease of a committee-member, loss of free control of his means, at written resignation, at his dismissal given jointly by the other committee-members and also by dismissal on the basis of article 298 book 2 of the Civil Code.

#### FINANCIAL YEAR AND ANNUAL ACCOUNTS

#### Article 7.

1. The financial year of the foundation is the same as the calendar year
2. At the end of each financial year the books of the foundation will be balanced. From this the treasurer draws up a balance-sheet and a statement of assets and liabilities for the finished financial year, which annual accounts will be offered to the committee within six months after the end of the financial year.
3. The annual accounts will be approved by the committee.

#### REGULATIONS

#### Article 8.

1. the committee is entitled to draw up a regulation that deals with topics not already covered by the statutes. This regulation does not need to be drawn up in the Dutch language.
2. These regulations may not be contrary to the Law or the statutes.
3. The committee is always entitled to change or abolish the regulations.
4. Article 9 paragraph 1 applies to the establishment, change and abolition of the regulations.

#### CHANGE OF STATUTES

#### Article 9

1. The committee is entitled to change the statutes. The resolution to do this has to be passed with a two/third majority of the votes in a meeting, in which all committee-members are present or represented.
2. In case the number of committee-members required in paragraph 1 is not present or represented, within one month, yet not within fourteen days, after the first meeting a new meeting has to be held during which, irrespective the number of present or represented committee-members, legal decrees can be adopted, provided that there is a two/third majority of votes.

#### DISSOLUTION AND SETTLEMENT

#### Article 10.

1. The committee is entitled to dissolve the foundation. To this end, article 9 paragraphs 1 and 2 apply to the decision.
2. A possible credit balance of the dissolved foundation will be used as far as possible to conform with the aims of the foundation

Lastly the appearer certified:

that for the execution of the provisions in article 3 paragraphs 1 and 2, for the first time elected committee-members are nominated:

- a. to be chairman: the afore-said appearer;

b. to be secretary/treasurer; Mr. John Burr Lumley Matthews, born in Isleworth, Middlesex (Great Britain), on the twentythird of April nineteen hundred and thirty five, living at Grianaig Rockfield Road, OBAN Argyll PA34 5DH, Great Britain;

c. to be member: Mr. Brendan Keegan, born in Castlerea, Co. Roscommon (Ireland) on the first of March nineteen hundred and fourty three, living in 16 Newcastle Park, Galway, Ireland;

d. to be member Mr Brian Leicester Bayne, born in Trinidad, West Indies, on the twenty fourth of July nineteen hundred and thirty eight, living at 16 Lockington Avenue, Hartley, PL1 3DH, Devon, Great Britain;

e. to be member: Mr. Jarl-Ove Stromberg, born in Gothenburg (Sweden) on the twentyfifth of February nineteen hundred and thirty six, living at Kristineberg 2130, S-450 34 Fiskebacksil, Sweden;

f: to be member: Mr Anastassios Eleftheriou, born in Athens (Greece) on the fourteenth of September nineteen hundred thirty five, living at Vilixcias-Knossou, Heraklion, Crete, Greece;

g. to be member: Mr Alain Guille, born in Douai (59 France) on the thirtyfirst of August nineteen hundred thirty seven, living at 62 Rue des Menestrels 66100 Perpignan, France;

h. to be member: Mr Salvatore Gaetano MD PhD born in Naples, (Italy) on the twenty eighth of July nineteen hundred thirty two, living at Via Santa Lucia 107, I-80132 Naples, Italy;

that the committee of the foundation will take care of the enrolment in the register intended for that purpose at the Chamber of Commerce in Middelburg.

It is certified that, on the date shown in the heading, this document has been drafted in minute and executed in Kapelle.

After a concise report of the contents of this certificate to the appeared person, who to me, notary, is known, he has declared to have acquainted himself of the contents of this certificate and not to require full reading.

Further this certificate has been signed after confined reading by the appearer and me, notary.

(Signed) C.H.R. Heip, J. Gmelich Meijling

*Translation from Dutch by: Herman Hummel & Richard Warwick  
April 25, 2001*