

THE COMPANIES ACT (CHAPTER 113)

COMPANY LIMITED BY GUARANTEE WITHOUT A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF THE COMPANY

INTERNATIONAL COMMITTEE FOR PROPERTY PROTECTION (ICPP) LIMITED

1. The name of the Company (hereinafter referred to as the "**Company**") is INTERNATIONAL COMMITTEE FOR PROPERTY PROTECTION (ICPP) LIMITED
2. The Registered Office of the Company will be in Cyprus.
3. The objects for which the Company is established are:
 - (1) To promote property protection, including intellectual property, around the world by cooperation of state and non-state structures and, in appropriate cases, to cooperate and collaborate with international governmental and non-governmental organisations in the field of protection of rights.
 - (2) To support owners and authors in their creative activity, and protect rights to property and strengthening of the international legal base for all areas of property.
 - (3) To support and protect copyright and rights of authors to remuneration, protection of their economic and professional interests, their honour and dignity in a lawful manner.
 - (4) To create and/or participate in the creation of an international commercial court of arbitration for the attainment of the objects of the Company, in accordance with international law, national law and arbitration rules, with the agreement of the incorporating parties of such court.
 - (5) To maintain public and non-public registers of copyrights, databases of copyrights and priorities, classified catalogues and lists, data related with copyright and intellectual property, individual property, priority of rights

registration both in documentary and digital form.

- (6) To develop the concept of collaboration of authors, owners, inventors, innovators and creative minds for the benefit of all mankind; exchange of experience, assistance in the introduction and outspread of new and progressive ideas, inventions, samples, technologies, types, techniques and other models of creativity of a person and staff.
- (7) To extend freely information about its activity, including by means of the Internet.
- (8) To organize forums, conferences, seminars and other public events on its activity profile.
- (9) To establish mass media and to carry out publishing activity for the purposes of promoting its objects.
- (10) To represent and protect its rights, legitimate interests of its members and other citizens in judicial, state, international, local, legal and public associations and structures.
- (11) To advance the initiatives in various areas of public life and make offers in various international, state, non-governmental and public structures and associations.
- (12) To accept money from donations and other sources, provided that they will be used for the promotion and furthering of the objects of the Company or any other connected companies.
- (13) To collect and organise the collection of funds and to accept donations, contributions, securities, or other property and assets of any nature and to hold and manage them for any of the above objects in such a manner as the Company shall decide from time to time.
- (14) To acquire, purchase, obtain by way of exchange, gift, lease, assignment, concession, transfer, possession, permit, any movable or immovable property and any other asset of any kind that may deem necessary and suitable for the promotion of its objects and to erect, maintain and construct buildings for the activities of the Company in any part of the world.
- (15) To sell, manage, lease, mortgage or otherwise dispose of all or part of the property of the Company provided that this serves the promotion of its objects.
- (16) To borrow or raise money for the objects of the Company under such terms and conditions as it deems fit.

- (17) To acquire, use, assign, transfer or in any way manage and dispose of rights, privileges and permits, of every nature with regard to any movable or immovable property or with any other business or activity of every kind.
- (18) To pay all costs, charges and expenses incurred or sustained in connection with the promotion, formation and establishment of the Company or which the Company may consider to be in the nature of preliminary expenses or expenses which might be incurred before registration or for the purposes of registering the Company including therein professional fees for services rendered, taxes, underwriting commissions, brokerage, printing and stationery, employees' salaries and other similar expenses as well as expenses related to the formation and operation of agencies, local councils or local boards or other bodies, or expenses which relate to any business or work performed or concluded before the formation of the Company, and which the Company may decide to take up or continue.
- (19) To establish in any part of the world branches, area offices, branch offices, representative offices, agencies and local boards, with or without the institution of a legal entity, and regulate and abolish them.
- (20) To employ, pay and determine the terms of employment of officers, managers, and any other persons whose services are deemed necessary or appropriate for the fulfilment and accomplishment of the objects of the Company in any part of the world and to terminate the employment of such persons.
- (21) To provide for the welfare of persons in the employment of the Company (including its officers) or formerly in the employment of the Company or its predecessors in business (including the officers) or employees of any subsidiary or associated or allied company, of this Company (including the officers) and the wives, widows, dependants and families of such persons, by grants of money, pensions or other payments (including payments of insurance premia) and to form, subscribe to, or otherwise aid, any trusts, funds or scheme for the benefit of such persons, and any benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claims to support or aid by the Company by reason of the nature or the locality of its operations or by any other reason whatsoever.
- (22) To establish, promote the establishment and otherwise assist any company, undertaking and generally entities with or without legal personality in any part of the world, and to take all necessary measures to comply with the local regulations governing such entity and its activities.
- (23) To apply for, promote, and obtain any Law, Order, Regulation, By-Law, Decree, Charter, concession, right, privilege, licence or permit for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose

which may seem expedient to the Company. To oppose any proceedings or applications which may be calculated directly or indirectly to prejudice the Company's interest and to enter into and execute any agreement with any Government or Authority (supreme, municipal, local or otherwise).

(24) To do any business and activities, permitted by this memorandum of association in any part of the world either alone or in conjunction with other companies, firms or persons or as factor, trustee, agent, subcontractor or agent for any other company, firm or person or by or through any agents, trustees, sub-contractors, attorneys or other agents of other persons.

(25) Generally to do all such other things as may appear to the Directors to be incidental or conducive to the attainment of the above objects or any of them or for the promotion and expansion of the Company.

The objects set forth in any sub-clause of this clause shall not be restrictively construed but the widest interpretation shall be given thereto, and they shall not, except when the context clearly so requires, be in any way limited to or restricted by reference to or inference from any other sub-clause or the terms of any other sub-clause or by the name of the company. None of such sub-clauses, the objects therein specified and the powers thereby conferred shall be deemed subsidiary or ancillary to the objects or powers mentioned in any other sub-clause of objects or powers. The Company shall have full power to exercise all or any of the powers and to achieve or to endeavour to achieve all or any of the objects conferred by and provided in any one or more of the said sub-clauses.

4. The income and property of the Company shall be used solely for the promotion of its objects as set out in this memorandum of association and the payment of any dividend, whether directly or indirectly, to the members of the Company is prohibited.

For the avoidance of any doubt, the payment in "good faith" by the Directors to any officer, employee or member of the Company for the provision of any services to the Company or the payment of rent for premises rented by the Company from any of the members of the Company, shall not be prohibited.

5. The liability of the members is limited.
6. Each member of the Company undertakes to contribute to the assets of the Company in the event of liquidation whilst he is a member or within one year after ceasing to be a member, for the payment of the debts and liabilities of the Company which incurred before ceasing to be a member and to the costs, charges and expenses of the liquidation and for the adjustment of the rights of the contributories among themselves, such amount as may be required and not exceeding €1000 (one thousand euro).

7. In the event of dissolution or liquidation of the Company, any assets remaining for any reason, after satisfaction of all debts and liabilities of the Company, will not be paid or distributed among the members of the Company, but will be assigned or transferred to another approved non-profit organisation or organisations wherever they are and/or the Republic of Cyprus and/or any other Governmental Authority, as will be determined by the members of the Company before or at the time of the dissolution.