

YOUR MAINTENANCE COPY

of the deed containing the AMENDMENT OF THE STATUTE

by : the UTRECHT STUDENT BASKETBALL FEDERATION, established in Utrecht;

the fifteenth of December 1992, past for Mr JF Welle Donker

Notary in Utrecht

Mr JF WELLE Donker

Notary **Ramstraat 37 UTRECHT**

Tel. 030-51 74 74

Today, the fifteenth of December nineteen hundred and ninety-two, Mr Jan Frederik Welle Donker, notary public at Utrecht, appeared before me:

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The declarant stated:

- in the general meeting of the association, called **Utrecht Student Basketball Federation**, established in Utrecht and hereinafter referred to as: the association, it was decided to establish the articles of association of the association for the first time ;
- it was also decided at that meeting to authorize each member of the board to have the articles of association thus established recorded in a notarial deed ; - these decisions are evident from an extract from the minutes of that meeting, which extract is attached to this deed ;
- this meeting was held in Utrecht on the fourteenth of December nineteen hundred and ninety-two.

The declarant, acting as stated, declared in implementation of the resolutions that the association is currently regulated by the following

Name and registered office

Article 1.

ARTICLES OF ASSOCIATION:

The association is called "**Utrecht Student Basketball Federation**". It has its seat in the municipality of Utrecht.

Goal

Article 2.

1. The association aims to promote and have the sport of basketball practiced, in particular by its members, and everything related to it.

2. It tries to achieve this goal by organizing the basketball competition and related activities.

Duration

Article 3.

1. The association has been entered into for an indefinite period.
2. The association year runs from July 1st to and including the thirtieth of June following.

Membership

Article 4.

1. The association has ordinary members, honorary members, and honorary members and beneficiary members.
2. Ordinary members are those who have been admitted as such in accordance with the provisions of Article 5.
3. Extraordinary honorary members are those who have been appointed as such by the general meeting because of their extraordinary services to the association or in the context of the association's objectives.
4. Honorary members are those who have been in the Association and for at least one year have served on the board.
5. Beneficial members are those who undertake to pay an annual contribution to the association, the amount of which will be included in the internal regulations , and who have been admitted as such by the board.
6. Only natural persons can be members or honorary members.
are allowed.

Article 5.

1. A person can only become a regular member
he has fulfilled the admission requirements set out in the internal regulations
names
2. The board reserves the right to exclude members
refuse stating reason(s).
3. Honorary members are appointed by the board upon proposal of the
appointed by the general meeting of members.
4. One can become a beneficiary member by written application to the board, which decides on the admission . The application must include the following:

the amount of the annual contribution will be communicated.

5. Membership is personal and therefore not transferable or susceptible to inheritance.

are obtained .

Article 6.

The board is authorized to suspend a member for a period of no more than three months if the member repeatedly acts in violation of his membership obligations or by actions or behavior that have seriously damaged the interests of the association. During the period that a member is suspended,

is suspended, the rights associated with membership cannot be exercised.

Article 7.

1. Membership ends:

a. at the end of each competition year, to be further defined in the internal regulations;

b. upon death of the member;

c. by cancellation by the member, taking into account

a period of four weeks;

d. by notice of termination on behalf of the association of the member; e. by expulsion.

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2. Termination of membership on behalf of the association can be done by the board, taking into account

notice period of at least

at least four weeks, if the member, after having been repeatedly reminded in writing to do so and before November 1, has not fully met the financial obligations to the association, and if the member has ceased to meet the requirements that must be met.

niger time by the articles of association or the internal regulations membership may be terminated.

Termination shall always be in writing, stating the reason(s).

3. Expulsion from membership may only be pronounced if a member acts in violation of the statutes, regulations or decisions of the association or unreasonably harms the association. Expulsion shall be effected by the board, which shall inform the member concerned of the decision as soon as possible, stating the reason(s) .

the reason(s) . The person concerned is entitled to appeal to the general meeting within one month of receipt of the notification. During the appeal period and pending the appeal, the member is suspended. The decision of the general meeting to expel must be taken by at least two-thirds of the number of valid votes cast.

4. If membership ends during an association year, regardless of the reason or cause, the member shall nevertheless remain liable for all financial obligations in full, unless the board decides otherwise.

5. Notwithstanding the provisions of the first sentence of Article 36, paragraph 3, of Book 2 of the Civil Code, a member may not, by terminating his membership, withdraw from a decision by virtue of which the financial obligations of the members are increased, except of course as provided in paragraph 2 of this article.

Funds

Article 8.

1. The association's income consists of contributions from members, donations, subsidies, legacies, entrance fees, gifts and any other incidental income.

2. The contribution is determined annually by the general meeting.

Management

Article 9.

1. The board is charged with the management of the association. Board decisions are taken by an absolute majority.

2. The board consists of at least three and at most nine persons. If the number of directors has decreased has fallen below the minimum, the board will still be authorized as long as at least two board members are in office. The board is obliged to ensure that the board is recomposed in accordance with these articles of association as soon as possible.

3. The members of the board are appointed for a period of one year by the general meeting. A retiring board member is immediately eligible for reappointment. If a board member resigns prematurely or relinquishes a task, the board can appoint a replacement for that position or task until the next general meeting.

4. The directors are appointed on the proposal of the board, or on the proposal of at least five members, appointed by the general meeting from among the members of the association.

One of the board members may also be appointed by the general meeting from outside the members.

5. The board shall appoint a secretary and a treasurer from among its members. These two functions may be performed by one person. The chairman shall always be appointed as such by the general meeting.

6. The general meeting may suspend or dismiss a board member. A decision to that effect requires a majority of at least two-thirds of the valid votes cast.

7. The directors are authorized to resign at any time, provided that this is done in writing with a notice period of at least three months, unless the

the board decides on a shorter term.

8. The board is authorised to have certain parts carried out by committees under its responsibility.

Article 10.

1. The association is represented in and out of court by the entire board, as well as by at least two board members, of whom at least one from the executive board, being the chairman, treasurer or secretary.

2. The board may, in connection with its power of representation as referred to in paragraph 1, be represented by a person authorised in writing. 3. For entering into loans, as well as for acquiring, alienating, encumbering, renting or leasing out immovable property and movable property with a value higher than an amount specified in the internal regulations, for agreements whereby the association acts as guarantor or joint and several debtor, makes itself liable for a third party, or undertakes to provide security for the debt of a third party, the board requires the approval of the general meeting.

General meetings

Article 11.

1. A general meeting (annual meeting) shall be held within four months after the end of each financial year. At this meeting, the board shall issue its annual report and, submitting the necessary documents, account for its management during the past financial year.

2. Unless the general meeting has provided for the supervision of the management in another way, the general meeting shall annually appoint a committee of at least two members, who may not be part of the management, to examine the accounts and accountability for the current or last financial year. This audit committee shall report on its findings at the annual meeting. If the investigation requires special accounting knowledge, the committee may be assisted by an expert.

3. The board is obliged to comply with these

to provide this committee with all information it requests relating to the association, to show it the association's cash and assets if requested, and to allow it to inspect the association's books and records .

4. Approval by the General

the general meeting of the annual report and the accounts and accountability serve as discharge for the board.

5. If approval of the accounts and accountability is refused, the general meeting shall appoint another committee consisting of at least three members, which shall conduct a new investigation of the accounts and accountability. This committee shall have the same powers as the aforementioned committee. Within one month of the appointment, it shall report its findings to the general meeting. If approval is also refused, the general meeting shall take all measures it deems necessary in the interest of the association.

Article 12 .

1. The general meetings are convened by the board with due observance of a period of eight days, not counting the day of the convocation and that of the meeting. The convening is done by a written notice to the members and in a form that is further described in the internal regulations.

2. In addition to the annual meeting referred to in Article 11, general meetings will be held

as often as the board deems it desirable , as well as as often as requested in writing, stating the subjects to be discussed, by at least such a number of members

number of members as authorized

if entitled to cast one-tenth of the votes at the general meeting, if all members are present or represented therein.

3. After receipt of a request as referred to in paragraph 2 , the board is obliged to convene a general meeting within a period of no longer than four weeks. If this request for convening is complied with within fourteen days after this

If this is not complied with by the board, the applicants themselves may convene the meeting in the manner in which the board convenes general meetings.

Article 13.

1. All ordinary members have access to the general meeting and each have one vote, insofar as they have not been suspended as a member at the time of the meeting, unless the suspended member comes to plead his case at this meeting. Each member is entitled to have his vote cast by another member authorized in writing to do so. However, no one may cast more than one proxy vote. 2. Honorary members

and honorary members have access to the general meeting but have no vote, unless they are also ordinary members. However, they can be asked for advice.

3. A unanimous decision of all members, even if they are not present at a meeting, shall, provided that Stemet

taken with the prior knowledge of the board, the same A force as a resolution of the general meeting. Such a resolution is recorded by the secretary in the minutes book, and is reported during the next general meeting.

4. Voting on matters and persons is oral, unless a member requests a written vote in a vote on persons. The adoption of proposals by acclamation is possible, provided that this is done on the proposal of the chairman, unless a person entitled to vote requests a roll call vote. 5. All proposals concerning matters are decided by an absolute majority of the votes cast, unless the articles of association provide otherwise. In the event of a tie, the proposal is deemed to have been rejected. In the event of a vote on persons, the person who has obtained an absolute majority of the votes cast is appointed. If, in an election between several candidates, no one who

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majority, a second vote is taken

two ming held between the

who received the largest number of votes cast and was elected,

he who has obtained the majority of the votes cast in the vote is elected. If, in the second vote, the votes are tied, the lot decides. In this article, the term valid votes are understood to mean votes cast, so that blank votes and votes signed with the name of the voting member are not taken into account .

6. An Indoor Part pronounced by the chairman at the meeting regarding the result of the vote is decisive. However, if immediately after the pronouncement of this judgment the correctness thereof is disputed, a new vote shall be held if the majority of the meeting or, if the original vote was not by roll call or in writing, those present with voting rights so request. This new vote shall render the legal consequences of the original vote null and void.

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7. The provisions of the previous paragraph also apply to regarding the content of a decision.

Article 14.

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1. The chairman of the board chairs the meeting

In his absence or unavailability, one of the other board members will act as chair of the meeting.

2. Minutes of the proceedings at the general meeting shall be kept by the secretary or by a member of the association designated by the chairman. Amendment of the Articles of Association

Article 15.

1. Amendments to the articles of association may only take place following a resolution of the general meeting, which was convened with the announcement that an amendment to the articles of association would be proposed therein. The term of convening such a meeting must be at least fourteen days.

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2. Those who have issued the notice convening the general meeting to consider a proposal to amend the articles of association must, at least five days before the day of the meeting, place a copy of that proposal, in which the proposed amendment(s) is/are included verbatim, for inspection by the members at a suitable location until after the end of the day on which the meeting was held.

3. Amendments to the articles of association may only be decided by a general meeting where at least two-thirds of the total number of members are present.

by

the association is present or represented, with a majority of at least two-thirds of the votes cast.

on a

4. In the absence of a quorum, the meeting may be held regardless of the number of members present or represented.

the articles of association may be amended

but no later than the next meeting, at least eight days and thirty days after the first meeting to be held, a majority of two-thirds of the number of votes cast.

of

Article 16.

The provisions of Article 15 shall not apply if all members are present or represented at the general meeting and the decision is taken unanimously.

Article 17.

than

1. The amendment to the articles of association will not enter into force

after a notarial deed has been drawn up thereof. 2. The directors are obliged to deposit an authentic copy of the amendment and the amended articles of association at the office of the Chamber of Commerce and Industry of the municipality of Utrecht.

3. Each member of the board is authorized to exercise the powers referred to in paragraph 1

to have the intended deed drawn up and signed.

Dissolution and liquidation

Article 18.

1. The association may be dissolved by a resolution of the general meeting taken by at least two-thirds of the number of valid votes cast at a meeting in which at least three-quarters of the members **are present or represented** .

2. In the absence of a quorum, regardless of the number of members present or represented at the meeting, dissolution may be decided upon at a subsequent meeting to be held at least eight days but no later than thirty days after the first meeting, by a majority of two-thirds of the votes cast. 3. The notice convening the meetings referred to in paragraphs 1 and 2 of this article must state that a proposal will be made at the

meeting to dissolve the association. The period for convening such meetings must be at least fourteen days

.

4. If no liquidators have been appointed in this regard in a decision to dissolve the company, the liquidation shall be carried out by the board.

5. Any positive balance will be used for such purposes as determined by the general meeting that best correspond with the purpose of the association.

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as far as

6. After dissolution, the association shall continue to exist to the extent necessary for the liquidation of its assets . During the liquidation, the provisions of the articles of association and regulations may remain in force. In documents and announcements issued by the association, the words 'in liquidation' must be added to its name.

Internal regulations

Article 19.

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1. The general meeting may lay down further rules in internal regulations regarding membership, introduction, the amount of contributions, entrance fees, the activities of the board,

of the meetings, the manner in which voting rights are exercised, and all other matters **the** regulation of which it deems desirable.

2. Amendments to the internal regulations may be made

the general meeting shall be held by resolution of the general meeting when the board deems this desirable or if this is requested by at least one third of the members of the association.

3. The

household

The regulations may not contain any provisions that deviate from or conflict with the provisions of the law or the articles of association, unless the deviation is permitted by law or the articles of association.

Final provision

Article 20.

1. In all cases not provided for by law, nor by the articles of association, nor by the internal regulations, the board shall decide .

2. At every point in these statutes one must state before he

to read: he/she, and for his: his/her.

is past

at

The person appearing is known to me, the notary. OF WHICH DEED, drawn up in minute, Utrecht on the date as stated in the heading of this deed.

After having given the appearing party a business statement of the entire contents of this deed, he declared that he had taken note of the contents of this deed and that it would not be appropriate to have it read out in full. After having read it out in full, this deed was signed by the appearing party and me, the notary.