

Translation

Register of Deeds No M 113/2002

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RECORDED

in Berlin on 22 March 2002

(in words: twenty-second day of March of the year two thousand and two)

The following person appeared today

before the undersigned notary

Klaus Mock

Leibnizstraße 49

10629 Berlin,

at his office:

Ms Maria Eichhorn, an artist, born on 19 November 1962, and resident at Mittelweg 50, 12053 Berlin, who proved her identity to the notary's satisfaction by submitting her valid identification papers and is hereinafter also referred to as "the person appearing."

The notary explained the contents of Paragraph 3(1)(7) of the German Law on the Recording of Documents ("Beurkundungsgesetz") under which a notary is not to participate in the recording of a document where such recording relates to a matter in which he or his office partners have already acted or are currently acting outside their official activities for one or more persons involved in the recording. The person appearing declared that no such other activities had been, or are being, carried out.

Thereupon, the person appearing requested that the following be recorded:

I.

I hereby establish a German public limited company ("Aktiengesellschaft") under the name of

Maria Eichhorn Aktiengesellschaft

which is to have its seat in Berlin, and lay down the articles of association as set out in the **Annex** to this notarial record.

II.

The subscribed share capital of the company shall amount to Euro 50,000. It shall be divided into 50,000 nominal shares, each with a nominal value of one Euro. The shares shall be made out to the holder.

As the sole founder of the company, I hereby acquire all these shares with a total nominal value of Euro 50,000. The issue price of the shares shall be equal to the nominal value. The capital contributions totalling Euro 50,000 shall be paid to the company in cash and without delay.

III.

The following persons are hereby appointed members of the company's first supervisory board:

1. Mr Okwuchukwu Emmanuel E n w e z o r, curator, New York, U. S. A.,
2. Ms Denise Terry W i l l i a m s, artist, Los Angeles, U. S. A.,
3. Dr Tilman B e z z e n b e r g e r, lawyer, Berlin.

The term of office of these supervisory board members shall end upon termination of the shareholders' meeting which shall take a decision on formal approval of their activities in respect of the short financial year ending on 31 December 2002.

IV.

I hereby authorise notarial employees Ms Brigitte Marx, Ms Christine Drogolin and Ms Elke Wolter in the service of the recording notary, and do so in respect of each of them individually, to make any necessary amendments or addenda to this record, including the articles of association, in particular where it is necessary or beneficial to do so because of objections by the court which maintains the commercial register. This authorisation also extends to making or amending applications for entry in the commercial register. These authorised persons shall be exempt from the restrictions in Article 181 of the German Civil Code ("Bürgerliches Gesetzbuch") and entitled to delegate their authority to others.

V.

The costs incurred in drawing up and implementing this deed shall be borne by the person appearing.

VI.

The notary advised the person appearing that the capital contributions which shareholders have paid into the company as a consideration for the acquisition of the shares may on no account be returned to the shareholders and that complete limitation on liability will not apply until the company had been entered in the commercial register.

This record, including the annex thereto, was read to the person appearing who approved it and signed it in her own hand as follows:

[signed] Maria Eichhorn

[signed] Mock, Notary