

**Amendment to the Articles of Association of the non-profit civil law company
under the name “FREEDOM GATE GREECE” and codification thereof**

In Athens, today, 29/12/2012, the signatories hereof, comprising Members of the Ordinary General Meeting, have decided to amend the original Articles of Association of our Company, as such have been registered with the Athens Court of First Instance, with number 9864/2012, which has obtained tax status with Tax Identification Number 997604513 issued by the 11th Athens Tax Office and has its registered office at 67 Aristotelous St., Athens, as well as the re-assignment of the management of the Company for the next three (3) years.

The Company Partners, Ms. Tina Annett Törrönen, daughter of Rolf, and Ms. Maria Logara, daughter of Athanasios, participated in this General Meeting.

A. The aforementioned have decided: to amend Article 3 of the Article of Association, adding the following in the company's objects:

Educational activities for the target group, within and outside of places of detention;

B. To amend Article 13, whereby the General Meeting of the partners shall consist of all partners of the Company and shall be the supreme Management organ of the Company;

C. To amend Article 14, whereby the General Meeting shall be convened by the Chairperson of the Company;

D. To amend of Article 17, whereby copies of the minutes shall be certified by the Chairperson of the Company by signing his/her name and affixing the seal bearing the name of the Company.

E. By means of a unanimous decision, the General Meeting appoints the following person as Chairperson of the Company: The partner Ms. Tina Törrönen Annett, daughter of Rolf, as Chairperson and legal representative of the Company;

Ms. Maria Logara, daughter of Athanasios, as Managing Director and Treasurer, for a term expiring on 31 December 2015.

Article 1 – Name

The name of the Company shall be “FREEDOM GATE GREECE - NON-PROFIT CIVIL LAW COMPANY”, and its distinctive title shall be “FREEDOM GATE”.

Article 2 - Registered Office

The registered office of the Company shall be in the Municipality of Athens, in particular at no. 67 Aristotelous St. Branches may be established in other parts of the country and other European countries by means of a decision by the members of the Company. The Company may change its address, within the limits of the Municipality of Athens, without amending its Articles of Association.

Article 3 – Objects

The object of the company is to combat any kind of social exclusion of vulnerable social groups, as well as the psycho-social support thereof. The means for achieving the aforementioned object shall be :

1. Psychological and social support of prisoners and persons released from prison;
2. Psycho-social support of the prisoners' familiar environment;
3. Psycho-social support of juvenile offenders;
4. Training of Correctional Officers in matters concerning the target groups;
5. Conduct of research and preparation of studies in matters related to its objects;
6. Educational activities for the target group, within and outside of places of detention;

In order to achieve the aforementioned objects the Company may take any appropriate action, conclude agreements and co-operate with natural persons or other companies of any type, as well as intervene with proposals in any open and public debate pertaining to matters related to its object.

Article 4 – Duration

The duration of the Company shall be 10 years, commencing today and expiring on 5 June 2022. If the Company continues its operation after the said date, it shall be considered that it has been extended for an indefinite period.

Article 5 - Partner Contributions/Capital

Each of the founding members, a signatory hereof, shall contribute the amount of five hundred (500) euro in order to form a capital amounting to the sum of one thousand (1,000) euro. Contribution of personal labour shall be required for the partners' participation in this Company, in order to promote the Company's object.

Article 6 – Resources

The Company resources shall be the aforementioned initial capital of one thousand (1,000) euro, the admission fees of each new member, amounting to 20 euro, the extraordinary contributions and financial support in the form of gifts by the partners or third parties, natural persons or legal entities under private or public law, grants by public and private entities and European projects, inheritances or bequests, revenue from lotteries, balls and other events, as well as any other contribution by members by members or third parties and any revenue the acceptance of which does not contravene the objects of the Company and the applicable legal provisions and, in general, every asset which the Company lawfully acquires during its operation.

The partners shall be required to pay to the Company any extraordinary contributions set by the General Meeting, as the case may be.

Article 7 - Legal Form/Partners' Obligation

The Company shall be a civil non-profit Company with legal personality (Article 784 of the Civil Code). Its partners shall bear no individual liability whatsoever against the Company, with the exception of the obligation to pay their financial contributions referred to in Articles 5 and 6 hereof, as well as through their personal labour and engagement with the Company.

Article 8 - Prohibition of Distribution of Capital, Profits and Interest

All and every distribution of capital, profits and interest to members of the Company shall be strictly prohibited.

The income and the assets of the Company, irrespective of their source, shall be used exclusively for the promotion of its objects, as the same are defined herein; no part thereof whatsoever may be distributed, directly or indirectly, in the form of dividends, gifts or in any other manner in the form of profit to the members of the Company. However, the Company shall be entitled to pay reasonable fees to any natural person or legal entity, including to its members, for any services provided to the Company.

Article 9 - Admission of New Members.

It shall be allowed to admit new partners in the Company, following a decision of the General Meeting, which shall be adopted by the special quorum and majority under Article 14, para. 6 hereof.

Each entering partner shall be obliged to pay, as contribution, the amount of one hundred (100) euro and to contribute through their personal labour and engagement with the Company.

Article 10 - Expulsion of Members

The General Assembly, by means of a decision taken by a majority of two thirds (2/3) of all partners, may expel any partner from the Company, if it considers that the partner in question, through his/her actions or omissions, seriously impedes the function of the Company and the realisation of the Company's object.

Article 11 - Withdrawal of Members

Each partner shall be entitled to withdraw from the Company at any time, by providing the Company with a written notice to that effect.

Both in the case of withdrawal and expulsion of partners and in any other case of a partner's exit (death, bankruptcy, etc.), the exiting partner shall have no claim whatsoever on the Company assets.

In every case of a partner's exit, in general, for any reason or cause, the Company shall continue between the remaining partners.

Article 12 - Company Management

The organs directing and managing the Company's affairs shall be:

1. The General Meeting of the Partners;
2. The Chairperson and Legal Representative.

Article 13 - General Meeting

The General Meeting of the partners shall consist of all the partners of the company and shall be the supreme management organ thereof.

1. The General Meeting shall be entitled to decide on every company affair. All lawfully adopted decisions shall be binding on all partners, even if objecting or absent.

2. The General Meeting shall be the only competent organ to decide on:

- A. the amendment of the Articles of Association;
- B. the merger or dissolution of the Company;
- C. the admission and expulsion of members;
- D. the imposition of contributions to members; and
- E. any other issue expressly provided for by the Articles of Association of the Company.

Article 14 - Meetings of the General Meeting

1. The General Meeting shall be convened by the Chairperson of the Company to an ordinary meeting once per year. Extraordinary meetings may be convened for compelling reasons or upon request by 1/3 of the partners, identifying in their relevant letter the items on the agenda. Meetings shall be presided over by the Chairperson of the Company, and if the former is absent or hindered, by the Managing Director.

2. Members shall be invited to the General Meeting by registered letters, telegrams, telex or fax messages or e-mails containing the items on the agenda, at least ten (10) days before the day of the meeting. The invitation shall state the date, time and agenda of the General Meeting. The General Meeting may be held without complying with the above formalities if all members are present.

3. The General Meeting shall be in quorum and shall validly hold a meeting if at least half of the members of the Company are in attendance. Especially in the cases referred to in para. 6 of this article, the General Meeting shall be in quorum if attended by two thirds (2/3) of all members of the Company. If no quorum is achieved, a repeat meeting shall be convened at the invitation of the Chairperson, at least 10 days in advance. Such repeat Meeting shall be in quorum, regardless of the number of members present.

4. Each Member shall have one vote in the Meeting. Voting shall be by show of hands unless one of the members calls for a secret ballot.

5. With the exception of the cases under the following paragraph 6, all decisions by

the General Meeting shall be adopted with an absolute majority of the total number of votes of the members attending the General Meeting in person or by lawful proxy (ordinary majority).

6. A two thirds (2/3) majority of the total number of votes of all partners shall be required in the following cases listed exhaustively:

- A) For the admission and expulsion of members;
- B) For the amendment hereof and the dissolution of the Company;
- C) For determining annual contribution which exceeds by more than fifty percent (50%) the contribution of the immediately preceding year.

7. Members of the Company shall participate in the General Meeting by their legal representatives or the alternates thereof.

8. Any dispute between partners concerning the interpretation of the terms of incorporation, the rights and obligations of the partners shall be resolved by the General Meeting.

Article 15: Management and Representation

1. The management of the Company affairs and the Representation of the Company before any Administrative, Judicial or other Authority and before any third party, natural person or legal entity, is assigned to Ms. Törrönen Tina Annett, daughter of Rolf.

2. Any of the members of the Company or any third person may be appointed as Chairperson by the General Meeting, by means of a unanimous decision. Ms. Tina Törrönen Annett, daughter of Rolf, member of the Company, is hereby appointed Chairperson and legal representative of the Company, whereas Ms. Maria Logara, daughter of Athanasios, is hereby appointed Managing Director and Treasurer, for a term expiring on 31 December 2015.

3. The Chairperson shall represent the company before third parties and shall take any act of management pertaining to the purpose and object of the Company.

4. The Chairperson and Managing Director may be represented by a third party, subject to written authorisation, in case it is impossible for them to take a specific act of management.

5. The Chairperson shall convene the General Meeting and preside over its meetings, inform the members about the state of the Company affairs, in writing or orally, which shall only apply to the specific act.

Article 16 – Hiring

The Company, at the Chairperson's care, may hire scientific personnel, in accordance with the applicable provisions of the Greek laws, subject to a fixed-term private law employment contract, for the realisation of public interest projects in the

context of NSRF or any other subsidised project by the government or the European Community.

Article 17 - Books/Minutes/Finances

The Company shall keep all statutorily mandated accounting books and records, as well as Minutes of the General Meetings. Copies of these minutes shall be certified by the Chairperson of the Company by signing his/her name and affixing the seal bearing the name of the Company.

Article 18 - Dissolution and Liquidation

1. The Company shall automatically be dissolved upon the expiry of its duration, as specified in Article 4 hereof, unless such duration is extended by means of a decision by the General Meeting, for which a majority of 2/3 of the total number of votes of all partners and an amendment hereto shall be required.

2. Upon its dissolution, the Company shall enter liquidation, in accordance with the relevant provisions of the Legislation. The liquidators shall be appointed by the General Meeting. If such a decision is not adopted, the liquidation shall be performed by the Chairperson and the Managing Director. If during the dissolution of the Company and after settlement of all liabilities of any kind, any assets remain, such assets shall not be distributed to members of the Company, but it shall be assigned or transferred to any other Organisation or Company with objects similar to the objects of the Company or to a Charity, following a relevant decision of the General Meeting, adopted with an absolute majority of its members.

Article 19 – Financial Year

The financial year shall commence on 1 January of each year and shall end on 31 December of each year. Specifically, the first financial year shall commence as from the publication hereof and shall end on 31 December 2021.

These Articles of Association were sent to and signed by the contracting parties in three (3) identical copies. Each party received one identical copy and the rest will be deposited as required.

THE CONTRACTING PARTIES

(signature)

(signature)

Attached

Exact copy of the original
registered in the books of companies
the Athens Court of First Instance with general number:
1539 / 2013, which was certified
for its lawful stamping.

Athens 21/03/2013

The Secretary

(signature, round seal)

BAKOUROU VASILIKI