

NOTARY
Dr. Claudio Fabro
ROME Via Nizza, 11
Tel. 06 8416896 Fax 06 8416101

Reg. No. 98.283

Coll. No. 23.075

ARTICLES OF ASSOCIATION OF A PRIVATE LIMITED COMPANY WITH A SINGLE MEMBER

REPUBLIC OF ITALY

In the year 2001, on the twenty-fifth day of September in Rome, in my office in Via Nizza no. 11
Date 25.9.2001

Before me, Dr. CLAUDIO FABRO, Notary in Rome, member of the Board of Joint District Notaries of Rome, Velletri and Civitavecchia, in the absence of witnesses, which the persons appearing before me, in possession of the legal requirements, have mutually, and with my consent, agreed to forego,

the following persons appeared

CRETTENAND, JOSEPH ADRIEN, born in Leytron (Switzerland) on the 28th August 1947, resident in Zollikofen (Switzerland), Im Klayhof no. 16, tax code CRT JPH 47M28 Z133P, agricultural engineer, the said JOSEPH ADRIEN CRETENAND declares himself to be a Swiss citizen and participates in this deed both on behalf of himself and in his role as Chairman of the Board of Directors and legal representative of the French association "Comité International pour le Contrôle des Performances en Elevage" (abbreviated ICAR, International Committee for Animal Recording), the head office of the said company being in Paris (France), Rue de Bercy no. 149, tax code 97237980582, registered with the Prefecture of Police in Paris (France) on 19th April 1999 in conformity with the provisions established in French law on 1st July 1901, and set down in the "Journal Officiel" of the Republic of France on 15th May 1999, as attested to by the certificate to that effect issued on 21st September 2001. The original of this certificate, together with the translation into Italian by Mr Cesare Mosconi, the correctness and validity of which the said translator has attested to and sworn before the Registrar of the Court of Rome on 24th September 2001, record no. 011611, is attached to this deed under the heading "A", the said certificate not having been read by myself under the waiver of the persons appearing before me. The execution of this deed, authorised by the decision of the Board of Directors on 29th August 2001, a certified true copy of the original issued by the Notary Valerie Ekert of Kremlin Bicetre (Val de Marne – France), on 25th September 2001, together with the translation of the said copy into Italian by Mr Cesare Mosconi, the correctness and validity of which the said translator has attested to and sworn before the Registrar of the Court of Rome on 25th September 2001, record no. 011646, is attached to this deed under the letter "B", the said certificate not having been read by myself under the waiver of the persons appearing before me,

BOYAZOGLU JEAN, born in Alexandria (Egypt) on 29th November 1937, resident in Menton (France), Residence Beau Rivage no. 51, Porte de France & Garavan, tax code BYZ JNE 37829 Z336X, agricultural engineer, the said JEAN BOYAZOGLU declares himself to be a Greek citizen;

ROSATI ANDREA, born in Terni on 2nd October 1964, resident in Terni, in the locality named Torre Orsina, Via Campo dei Fiori no. 26, tax code RST NDR 64R02 L117I, agronomist, who declares himself to be an Italian citizen.
The abovementioned persons appearing before me, the identity of whom I, as Notary, am certain, have requested me to receive this deed, wherein the said persons agree and stipulate the following.

ART. 1) By the association "Comité International pour le Contrôle des Performances en Elevage" (abbreviated ICAR), a private limited company called "SERVICE ICAR – S.r.l. – Single-member company" is incorporated.

ART. 2) The company declares itself to be established in full conformity with the law in general, the rules contained within this deed, and the Articles of Association hereinafter transcribed.

ART. 3) The company object is that set out and described in article 4 of the Articles of Association contained herein.

ART. 4) The registered office of the company is in Rome, Via Nomentana no. 134.

ART. 5) The company term is until 31st December 2050, while it may be dissolved in advance or extended as decided by the Board of Directors.

ART. 6) The financial year runs from 1st January to 31st December each year; the first financial year will end on 31st December 2001.

ART. 7) The share capital amounts to 10,400 (ten thousand four hundred) Euros, divided into quotas in accordance with the law. This amount has been assumed and subscribed in its entirety by the single member “Comité International pour le Contrôle des Performances en Elevage” (abbreviated ICAR). This company, as indicated above, declares and gives notice that the entire, fully paid up, share capital has been deposited at Agency no. 8 of the Banco di Sicilia – S.p.A in Rome, as attested by the deposit receipt issued on 20th September 2001, wherein the name of the single member was erroneously indicated as “ICAR Comité Intern. Pour le Contrôle des Animaux d’Elevage”.

The single member “Comité International pour le Contrôle des Performances en Elevage” (abbreviated ICAR), as indicated above, declares that as a result of the abovementioned deposit, the entire share capital of the company of 10,400 (ten thousand four hundred) Euros is fully paid up and in existence.

ART. 8) Administration of the company is entrusted to a Sole Administrator or a Board of Directors nominated and operating in accordance with the provisions set out and established in the Articles of Association.

It is hereby attested that, initially, the company is to be administered by a Board of Directors, consisting of 5 (five) members. These members will hold office until 31st May 2002.

The following persons have been nominated to comprise the first Board of Directors:

CRETTENAND JOSEPH ADRIEN, whose details are given above, Chairman

BOYAZOGLU JEAN, whose details are given above, Director

ROSATI ANDREA, whose details are given above, Director

JEFFERIES MARK DERRICK, born in Brighton (United Kingdom) on 17th January 1963, resident in Hamilton (New Zealand), Wymer Crescent no. 15, tax code JFF MKD 63A17 8114Y, Australian citizen, Director, and

REHBEN ERIC ERNEST EMILE, born in Lyon (France) on 21st May 1953, resident in Melun (France), Rue Doré no. 7, tax code RHB RRN53E21 8110D, French citizen, Director

Messrs CRETTENAND JOSEPH ADRIEN, BOYAZOGLU JEAN and ROSATI ANDREA, being present before me, accept the role that has been conferred upon them and declare that there is no reason why they should be ineligible to perform such tasks, in accordance with article 2382 of the Civil Code.

ART. 9) Mr Andrea Rosati, whose details are given above, has been delegated to withdraw the entire share capital deposited at Agency no. 8 of the “Banco di Sicilia – S.p.A.” in Rome and to issue the relevant discharge.

ART. 10) The company is regulated by the following Articles of Association

Articles of Association

HEADING I – INCORPORATION – REGISTERED OFFICE – TERM

ART. 1) The name of the company is “SERVICE ICAR – S.r.l. Single-member company”.

ART. 2) The registered office of the company is in Rome, Via Nomentana no. 134. The company has the right to establish subsidiaries, branch offices, agencies and representations, both in Italy and abroad.

With regard to their relations with the company, the address for service of the shareholders is that indicated, for the full extent and purposes of the law, in the shareholders’ register.

ART. 3) The company term is up to and including 31st December 2050 and may be extended one or more times or dissolved in advance as determined by the Board of Directors.

HEADING II – COMPANY OBJECT

ART. 4) The object of the company is to:

- provide services and assistance (not financial or professional) to bodies operating in animal production and agriculture, in general;
- provide information relating to aspects concerning animal production;
- demonstrate conformity with the standards defined by the “Comité International pour le Contrôle des Performances en Elevage” (abbreviated ICAR), hereinafter simply referred to as “ICAR”, for milk, meat and other animal product measuring equipment;
- demonstrate conformity with the standards defined by “ICAR” for livestock technological systems and technologies related to livestock companies in general;
- demonstrate conformity with the standards defined by “ICAR” for animal identification methods;
- conduct research into animal production;
- trade in animal products;
- trade in products relating to production in the animal production industry;
- conduct research into the genetic enhancement of livestock;
- provide indications of the genetic makeup of animals
- organise technical and scientific meetings;
- produce, publish and sell books, magazines, and newsletters on topics concerning animal production and agriculture in general;
- establish standards for the measurement of animal production;
- describe and present the results of the measurement of animal production;
- prepare standards and describe methodologies for evaluation of the effectiveness animal production measurement products;
- brokerage of goods destined for use in animal production and agriculture in general;
- research, distribution and sale of animal production technologies;
- research, distribution and sale of technologies for the genetic evaluation and identification of animals;
- promote debate and collaboration in all activities relating to the registration and production of animals, both nationally and internationally;
- obtain financing for research and publication of animal production applications;
- buy and sell real estate;
- provide bursaries.

The company may execute any stock, real estate, industrial or banking transactions (other than amassing savings or granting credit) pertaining to the company object, as well as any financial operation that is essential for execution of the said company object, excluding public placement or any operation that is not allowed under current legislation, to a lesser extent, provided that it is strictly necessary for achieving the company object.

The company may give guarantees, including mortgages and sureties, to third parties, physical or legal persons, to a lesser extent, provided that it is strictly necessary for achieving the company object.

The company may also (excluding for a public placement) assume a share of the profits, quotas or holdings, including share holdings, in other companies having the same or similar company object, to a lesser extent, provided that it is strictly necessary for achieving the company object.

HEADING III – SHARE CAPITAL

ART. 5) The share capital amounts to 10,400 (ten thousand four hundred) Euros, divided into quotas in accordance with the law.

ART. 6) The quotas in the company may be transferred freely.

In the case of the surrender of a quota, the shareholders reserve a pre-emption right, in proportion to the number of quotas in their possession. The said right should be exercised within thirty days from the date of receipt of notice of surrender, which should be sent by registered post by the surrendering party.

The share capital of the company may be increased by an absolute majority resolution at an extraordinary general meeting of the shareholders.

HEADING IV – GENERAL MEETING

ART. 7) The shareholders' general meeting, called and held on a regular basis, represents all the shareholders, and the decisions taken, in conformity with the law and these Articles of Association, are binding on all shareholders including any who are absent or dissent.

ART. 8) The general meeting, whether ordinary or extraordinary, is called by giving notice of the meeting with the date, time and place for the meeting, which may take place outside the registered premises of the company, but always within the bounds of the territory of Italy, as well as the agenda.

The notice must be sent at least 8 (eight) days before the date fixed for the meeting by recorded delivery, to shareholders at the address indicated on the shareholders' register.

In the absence of the abovementioned formalities, a general meeting is considered held when all the share capital of the company, all the directors, and all the Board of Auditors, if elected, are represented.

ART. 9) A general meeting must be held at least once a year within 4 (four) months of the end of the financial year and, when special circumstances require it, within six months of the end of the financial year for approval of the balance sheet.

ART. 10) Participation in the general meeting is regulated by the relevant provisions in law.

The shareholders may be represented at the general meetings by other persons, including non-shareholders, through the power of attorney invested in them in writing in accordance with article 2372 of the Civil Code.

The Chairman of the meeting reserves the right to decide who may or may not participate, including by proxy, in the general meeting.

ART. 11) For the ordinary or extraordinary meeting to be valid and the resolutions taken therein to be approved, the participation and respectively the vote in favour of the absolute majority of the share capital shall be required.

ART. 12) The general meeting is to be chaired by the Sole Administrator, or the Chairman of the Board of Directors, or whoever should be acting in that role. In the absence of one of these, the general meeting is to nominate a chairman.

ART. 13) The resolutions of the general meeting must be written down and recorded in the minutes.

In order for the minutes to be written, unless taken by a Notary, the general meeting is to nominate a secretary, who may also be a non-shareholder.

The minutes of the meeting are to be signed by the chairman, and by the secretary or Notary.

HEADING V – COMPANY ADMINISTRATION

ART. 14) The company, in accordance with the decisions taken by the shareholders' general meeting at the time of nomination, is administered by a Sole Administrator or a Board of Directors, consisting of from three to five members nominated by the shareholders' general meeting.

The members of the administrative body may be re-elected, may be elected from non-shareholders and hold office for the term established by a resolution at the general meeting.

The administrative body, whether it be a single person or collective, holds all powers of ordinary and extraordinary administration for the execution of all acts included in the company object, only excluding those that by law are the domain of the shareholders' general meeting.

The ordinary general meeting will decide on the amount of any remuneration for the Administrative Body.

ART. 15) The Board of Directors, where elected, unless the shareholders' ordinary general meeting has already done so, is to nominate one of its members to become Chairman and may nominate a Vice-Chairman.

The Board may also nominate one or more delegate directors.

The delegate directors hold the powers of ordinary administration of the company and those powers of extraordinary administration that the board of directors decides at its discretion to delegate. However, the powers referred to in articles 2423, 2443, 2446 and 2447 of the Civil Code may not be delegated.

The Board of Directors may also nominate an Executive Committee consisting of a Chairman, Vice-Chairman and one or more delegate directors.

The Executive Committee shall operate within the limits conferred upon it by the Board of Directors, which may not delegate the powers referred to in articles 2423, 2443, 2446, and 2447 of the Civil Code.

The Board of Directors may confer mandates for certain categories of action to third parties, including those outside the company, and may nominate one or more chief executives, technical directors, administrative directors or other functionaries, also conferring administrative roles upon them.

Furthermore, the administrative body is entitled to:

- a) buy, sell and exchange fixtures, fittings and real estate;
- b) confer, under any form, fixtures, fittings and real estate to businesses, companies and incorporated bodies or bodies being incorporated;
- c) take on or surrender a share of profits or holdings in businesses, companies and bodies;
- d) have the company stand surety, including through bills; set up active or passive easements; approve the registration, cancellation, reduction, subrogation, postponement and amendment of voluntary, legal or judicial mortgages; withdraw from mortgages, including legal mortgages, and discharge the Land Registrar and Public Registrar in general from liability; and authorise and execute any operation at the Public Debt Service Offices, the Loans and Deposits Fund, and any other public or private office;
- e) give surety and endorsement;
- f) authorise any legal act; reach a settlement or compromise with arbiters, including arbiters as amicable compositors;
- g) issue and revoke power of attorney for certain acts or categories of act;
- h) decide on and issue benefits or payments having the characteristics of social benefits or social assistance or charitable donations within agreed limits, as dictated by the company's economic situation.

ART. 16) The Board of Directors is convened by the Chairman or, in his absence, the Vice-Chairman (if elected), or a Delegate Director, at the company premises or elsewhere, giving notice to the members of the board itself and to the members of the Board of Auditors, where elected, at least three days prior to the date of the meeting. This notice period may be reduced to one day in urgent cases, when the notice must be given by telegram.

The decisions taken are valid if supported by the majority vote of those present.

In the absence of the fulfilment of the formalities and notice period governing the convocation of the meeting, the decisions of the board will be valid if all the acting members and all the effective members of the board of auditors, where elected, are present.

Minutes of the meeting of the Board of Directors must be taken by the secretary of the board, who must maintain a record of the minutes taken at all meetings and issue accurate copies of the minutes.

ART. 17) The legal representation of the company with respect to third parties, in court, and with respect to the company signature is the responsibility of the Sole Administrator, where elected.

If administration of the company is entrusted to the Board of Directors, the company signature shall be the responsibility of the Chairman of the Board or of the person to whom the powers have been delegated within the limits of the act of delegation.

Legal representation of the company with respect to third parties, in court, and with respect to administration is the responsibility of the Sole Administrator or of the Chairman of the Board of Directors.

The legal representative of the company may nominate ad hoc proxies for single acts, including bank transactions of any kind or nature.

HEADING VI – BOARD OF AUDITORS

ART. 18) Whenever necessary, the general meeting may nominate a Board of Auditors comprising three effective auditors (of whom one is the Chairman) and two deputy auditors and the general meeting elect the Chairman.

The general meeting, at the time of nomination, determines the remuneration of the effective auditors for the entire period of their term in office.

The auditors are to remain in office for three years and may be re-elected.

The suspension, substitution, expiry, and revocation of the auditors are governed by law.

HEADING VII – BALANCE SHEET AND PROFITS

ART. 19) The financial year ends on 31st December each year.

ART. 20) The annual balance sheet, containing the statement of assets and liabilities, the profit and loss account and supplementary notes must be prepared by the administrative body and truthfully and accurately represent the economic and financial situation of the company, and the economic results of the financial year, in accordance with the provisions laid down in articles 2423 et seq. of the civil code.

The balance sheet must be transmitted, with the relevant report, by the administrative body to the Board of Auditors, where elected, at least 30 (thirty) days prior to the date fixed for the general meeting that is called to discuss it. The Board of Auditors, where elected, must report the results of the financial year and the keeping of the company books to the general meeting, and must make any observations and proposals regarding the balance sheet and its approval, with particular reference to the exercise of proxy, in accordance with article 2423 par. 4 of the Civil Code. A copy of the balance sheet must be deposited at the company's head office, together with the reports of the directors and auditors (where elected), during the fifteen-day period immediately preceding the meeting and until it is approved. The shareholders may view the balance sheet.

ART. 21) The net profits resulting from the annual balance sheet are to be divided as follows:

- amount equal to 5% (five per cent) to be paid into the legal reserve fund until such time as a quota representing one fifth of the share capital is reached;
- the remaining 95% (ninety five per cent) to be assigned in accordance with the resolutions of the general meeting.

HEADING VIII – LIQUIDATION

ART. 22) If the company is dissolved, the general meeting will determine the manner of liquidation and will nominate one or more liquidators, establishing their powers and any remuneration.

HEADING IV – ARBITRATION CLAUSE

ART. 23) Any dispute that may arise between the company and the shareholders, directors and liquidators, concerning these Articles of Association, will be settled by a board of three arbitrators, one nominated by each of the disputing parties and one nominated between them by their mutual consent or, in the absence of such agreement, by the President of the Court of Rome.

The arbitrators will decide in accordance with equity and as amicable compositors in irregular arbitration.

HEADING X – FINANCING

ART. 24) The company is entitled to request financing from the shareholders (who, however, are not bound to provide these finances) registered in the shareholders' register for at least three months and who hold at least 2% (two per cent) of the share capital of the company resulting from the last approved balance sheet, in accordance with article 11 of the Legislative Decree No. 385 dated 1st September 1993.

HEADING XI – FINAL PROVISIONS

ART. 25) The provisions of the civil code and other laws currently in force are to apply to all matters not expressly covered by the provisions of the present Articles of Association.

ART. 11) The costs dependent and consequent on this act are to be paid by the company and amount approximately to a figure of 6,500,000 (six million five hundred thousand) ITL.

Upon request, I, the Notary, have received this deed, which has been read by the persons appearing before me, the said persons, in consultation with myself, have declared that it is in conformity with their wishes and, in my presence, have signed the document in the margins and below.

This deed, typed by a person known to myself, takes up the first seventeen sides of five sheets, and part of this one.

Signed: JOSEPH ADRIEN CRETENAND.....
Signed: JEAN BOYAZOGLU.....
Signed: ROSATI ANDREA.....
Signed: CLAUDIO FABRO NOTARY IN ROME.....

CHAMBER OF COMMERCE, INDUSTRY, CRAFTS AND AGRICULTURE OF ROME

Reg: CER/131608/2001/CRM0712

09/11/2001

CHAMBER OF COMMERCE, INDUSTRY, CRAFTS AND AGRICULTURE OF ROME
- TRADES AND COMPANIES REGISTRY OFFICE -

CERTIFICATE OF REGISTRATION IN THE ORDINARY SECTION

DETAILS OF THE COMPANY

Tax code and registration number: 06753481008
of the Trades and Companies register of Rome
date of registration: 02/11/2001

Registered in the ORDINARY section

Registered under the Economic and Administrative Register number 989151

Name: SERVICE-ICAR S. r. l. SINGLE-MEMBER COMPANY

Legal form: PRIVATE LIMITED COMPANY WITH A SINGLE MEMBER

Premises:
ROME (RM) VIA NOMENTANA, 134 Post Code 00162

Incorporated with charter dated 25/09/2001

Share capital in EUROS	
Agreed	10,400
Subscribed	10,400
Paid	10,400

Term of the company:
Termination date: 31/12/2050

COMPANY OBJECT:

PROVIDE SERVICES AND ASSISTANCE (NON FINANCIAL OR PROFESSIONAL) TO BODIES OPERATING IN ANIMAL PRODUCTION AND AGRICULTURE IN GENERAL;
PROVIDE INFORMATION RELATING TO ASPECTS REGARDING ANIMAL PRODUCTION;
DEMONSTRATE CONFORMITY WITH THE STANDARDS ESTABLISHED BY "COMITÉ INTERNATIONAL POUR LE CONTRÔLE DES PERFORMANCES EN ELEVAGE" (ABBREVIATED ICAR), HEREINAFTER REFERRED TO SIMPLY AS "ICAR", OF MILK, MEAT AND OTHER LIVESTOCK PRODUCTION MEASURING EQUIPMENT;
DEMONSTRATE CONFORMITY WITH THE STANDARDS ESTABLISHED BY "ICAR" FOR ANIMAL PRODUCTION SYSTEMS AND, MORE GENERALLY, FOR SYSTEMS CONCERNED WITH LIVESTOCK BUSINESSES;
CONDUCT RESEARCH IN ANIMAL PRODUCTION;
TRADE IN ANIMAL PRODUCTS;
TRADE IN PRODUCTS RELATING TO ANIMAL PRODUCTION;
CONDUCT RESEARCH INTO GENETIC ANIMAL ENHANCEMENT;
PROVIDE INDICATIONS OF THE GENETIC MAKEUP OF ANIMALS;
ORGANISE TECHNICAL AND SCIENTIFIC MEETINGS;
PRODUCE, PUBLISH AND SELL BOOKS, MAGAZINES, NEWSLETTERS ON TOPICS CONCERNING LIVESTOCK PRODUCTION AND AGRICULTURE IN GENERAL;
ESTABLISH STANDARDS FOR THE MEASUREMENT OF LIVESTOCK PRODUCTION;
DESCRIBE AND PRESENT THE RESULTS OF LIVESTOCK PRODUCT MEASUREMENTS OBTAINED;
ESTABLISH STANDARDS AND DESCRIBE METHODOLOGIES FOR EVALUATING THE EFFECTIVENESS OF LIVESTOCK PRODUCTION MEASUREMENT PRODUCTS;
BROKERAGE OF GOODS INTENDED FOR USE IN LIVESTOCK PRODUCTION AND AGRICULTURE IN GENERAL;
RESEARCH, DISTRIBUTION AND SALE OF LIVESTOCK PRODUCTION TECHNOLOGY;
RESEARCH, DISTRIBUTION AND SALE OF TECHNOLOGIES FOR THE GENETIC EVALUATION AND IDENTIFICATION OF ANIMALS;
PROMOTE DEBATE AND COLLABORATION IN ALL ACTIVITIES CONCERNING THE REGISTRATION AND

PRODUCTION OF ANIMALS, BOTH NATIONALLY AND INTERNATIONALLY;

- OBTAIN FINANCING FOR THE RESEARCH AND PUBLICATION OF LIVESTOCK PRODUCTION APPLICATIONS;
- BUY AND SELL REAL ESTATE;
- PROVIDE BURSARIES.

THE COMPANY MAY EXECUTE ANY STOCK, REAL ESTATE, INDUSTRIAL OR BANKING TRANSACTION (WITH THE EXCEPTION OF AMASSING SAVINGS OR GRANTING CREDIT) PERTAINING TO THE COMPANY OBJECT, AS WELL AS ANY FINANCIAL OPERATION THAT IS ESSENTIAL FOR THE EXECUTION OF THE SAID COMPANY OBJECT, EXCLUDING PUBLIC PLACEMENT AND ANY OPERATION THAT IS NOT ALLOWED BY CURRENT LAW, TO A LESSER EXTENT, PROVIDED THAT IT STRICTLY PURSUES THE COMPANY OBJECT.

THE COMPANY MAY PROVIDE GUARANTEES, INCLUDING MORTGAGE AND SURETY, TO THIRD PARTIES, PHYSICAL OR LEGAL PERSONS, TO A LESSER EXTENT, PROVIDED THAT IT IS STRICTLY NECESSARY FOR ACHIEVING THE COMPANY OBJECT.

THE COMPANY MAY ALSO (EXCLUDING ANY PUBLIC PLACEMENT) ASSUME SHARES OF THE PROFITS, QUOTAS OR HOLDINGS, INCLUDING SHARE HOLDINGS, IN OTHER COMPANIES HAVING THE SAME OR SIMILAR COMPANY OBJECT, TO A LESSER EXTENT, PROVIDED THAT IT IS STRICTLY NECESSARY FOR ACHIEVING THE COMPANY OBJECT.

COMPANY BODIES

- BOARD OF DIRECTORS

number of members in office: 5

from 25/09/2001

Powers associated with the office of the BOARD OF DIRECTORS:

THE COMPANY, IN ACCORDANCE WITH THE DECISIONS TAKEN BY THE SHAREHOLDERS' GENERAL MEETING AT THE TIME OF NOMINATION, IS ADMINISTERED BY A SOLE ADMINISTRATOR OR A BOARD OF DIRECTORS, CONSISTING OF FROM THREE TO FIVE MEMBERS NOMINATED BY THE SHAREHOLDERS' GENERAL MEETING. THE MEMBERS OF THE ADMINISTRATIVE BODY ARE RE-ELECTABLE, MAY BE ELECTED FROM NON-SHAREHOLDERS AND HOLD OFFICE FOR THE DURATION ESTABLISHED BY A RESOLUTION AT THE GENERAL MEETING.

THE ADMINISTRATIVE BODY, WHETHER IT BE A SINGLE PERSON OR COLLECTIVE, HOLDS ALL POWERS OF ORDINARY AND EXTRAORDINARY ADMINISTRATION FOR THE EXECUTION OF ALL ACTS INCLUDED IN THE COMPANY OBJECT, ONLY EXCLUDING THOSE THAT BY LAW ARE THE DOMAIN OF THE SHAREHOLDERS' GENERAL MEETING.

THE BOARD OF DIRECTORS, WHERE ELECTED, IS TO NOMINATE, UNLESS THE SHAREHOLDERS' ORDINARY GENERAL MEETING HAS ALREADY DONE SO, ONE OF ITS MEMBERS TO BECOME CHAIRMAN AND MAY NOMINATE A VICE-CHAIRMAN.

THE BOARD ITSELF MAY ALSO NOMINATE ONE OR MORE DELEGATE DIRECTORS.

THE DELEGATE DIRECTORS HOLD THE POWERS OF THE ORDINARY ADMINISTRATION OF THE COMPANY AND THOSE POWERS OF EXTRAORDINARY ADMINISTRATION THAT THE BOARD OF DIRECTORS DECIDES AT ITS DISCRETION TO DELEGATE. HOWEVER, THE POWERS REFERRED TO IN ARTICLES 2423, 2443, 2446 AND 2447 OF THE CIVIL CODE MAY NOT BE DELEGATED.

THE BOARD OF DIRECTORS MAY ALSO NOMINATE AN EXECUTIVE COMMITTEE CONSISTING OF A CHAIRMAN, VICE-CHAIRMAN AND ONE OR MORE DELEGATE DIRECTORS.

THE EXECUTIVE COMMITTEE WILL OPERATE WITHIN THE LIMITS CONFERRED UPON IT BY THE BOARD OF DIRECTORS, WHICH MAY NOT DELEGATE THE POWERS REFERRED TO IN ARTICLES 2423, 2443, 2446, AND 2447 OF THE CIVIL CODE.

THE BOARD OF DIRECTORS MAY CONFER MANDATES FOR CERTAIN CATEGORIES OF ACTION TO THIRD PARTIES, INCLUDING THOSE OUTSIDE THE COMPANY, AND MAY

NOMINATE ONE OR MORE CHIEF EXECUTIVES, TECHNICAL DIRECTORS, DIRECTORS OR OTHER FUNCTIONARIES, ALSO CONFERRING ADMINISTRATIVE ROLES UPON THEM.

FURTHERMORE, THE ADMINISTRATIVE BODY IS ALSO ENTITLED TO:

- a) BUY, SELL AND EXCHANGE FIXTURES, FITTINGS AND REAL ESTATE;
- b) CONFER, IN ANY FORM, FIXTURES, FITTINGS AND REAL ESTATE ON BUSINESSES, COMPANIES AND INCORPORATED BODIES OR BODIES BEING INCORPORATED;
- c) TAKE ON OR SURRENDER A SHARE OF PROFITS OR HOLDINGS IN BUSINESSES, COMPANIES AND BODIES;
- d) HAVE THE COMPANY STAND SURETY, INCLUDING THROUGH BILLS; SET UP ACTIVE OR PASSIVE EASEMENTS; APPROVE THE REGISTRATION, CANCELLATION, REDUCTION, SUBROGATION, POSTPONEMENT AND AMENDMENT OF VOLUNTARY, LEGAL OR JUDICIAL MORTGAGES; WITHDRAW FROM MORTGAGES, INCLUDING LEGAL MORTGAGES, AND DISCHARGE THE LAND REGISTRAR AND PUBLIC REGISTRAR IN GENERAL FROM LIABILITY; AND AUTHORISE AND EXECUTE ANY OPERATION AT THE PUBLIC DEBT SERVICE OFFICES, THE LOANS AND DEPOSITS FUND, AND ANY OTHER PUBLIC OR PRIVATE OFFICE;
- e) GIVE SURETY AND ENDORSEMENT;
- f) AUTHORISE ANY LEGAL ACT; REACH A SETTLEMENT OR COMPROMISE WITH ARBITERS, INCLUDING ARBITERS AS AMICABLE COMPOSITORS
- g) ISSUE AND REVOKE POWER OF ATTORNEY FOR CERTAIN ACTS OR CATEGORIES OF ACT;

h) DECIDE ON AND ISSUE BENEFITS OR PAYMENTS HAVING THE CHARACTERISTICS OF SOCIAL BENEFITS OR SOCIAL ASSISTANCE OR CHARITABLE DONATIONS WITHIN AGREED LIMITS, AS DICTATED BY THE ECONOMIC SITUATION OF THE COMPANY.

LEGAL REPRESENTATION OF THE COMPANY WITH RESPECT TO THIRD PARTIES, IN COURT, AND WITH RESPECT TO THE COMPANY SIGNATURE IS THE RESPONSIBILITY OF THE SOLE ADMINISTRATOR, WHERE ELECTED.

IF ADMINISTRATION OF THE COMPANY IS ENTRUSTED TO THE BOARD OF DIRECTORS, THE COMPANY SIGNATURE SHALL BE THE RESPONSIBILITY OF THE CHAIRMAN OF THE BOARD OR OF THE PERSON TO WHOM THE POWERS HAVE BEEN DELEGATED WITHIN THE LIMITS OF SUCH DELEGATION.

LEGAL REPRESENTATION OF THE COMPANY WITH RESPECT TO THIRD PARTIES, IN COURT, AND WITH RESPECT TO ADMINISTRATION IS THE RESPONSIBILITY OF THE SOLE ADMINISTRATOR OR OF THE CHAIRMAN OF THE BOARD OF DIRECTORS.

THE LEGAL REPRESENTATIVE OF THE COMPANY MAY NOMINATE AD HOC PROXIES FOR SINGLE ACTS, INCLUDING BANK TRANSACTIONS OF ANY KIND OR NATURE.

HOLDERS OF OFFICE OR QUALIFICATIONS

CHAIRMAN OF THE BOARD OF DIRECTORS nominated on the 25/09/2001 until 31/05/2002

CRETTENAND JOSEPH ADRIEN

Born in LEYTRON in SWITZERLAND on 28/08/1947

Tax code: CRTJPH47M28Z133P

Signature deposited

DIRECTOR nominated on the 25/09/2001 until 31/05/2002

BOYAZOGLU JEAN

Born in ALEXANDRIA in EGYPT on 29/11/1937

Tax code: BYZJNE37829Z336X

Signature deposited

DIRECTOR nominated on the 25/09/2001 until 31/05/2002

ROSATI ANDREA

Born in TERNI (TR) in ITALY on 02/10/1964

Tax code: RSTNDR64R02L117I

Signature Deposited

DIRECTOR nominated on 25/09/2001 until 31/05/2002

JEFFRIES MARK DERRICK

Born in BRIGHTON in the UNITED KINGDOM on 17/01/1963

Tax code: JFFMKD63A178114Y

Signature Deposited

DIRECTOR nominated on the 25/09/2001 until 31/05/2002

REHBEN ERIC ERNEST EMILE

Born in LYON in FRANCE on 21/05/1953

Tax code: RHBRRN53E21Z110D

Signature Deposited

- SINGLE MEMBER from 25/09/2001

- Name: COMITÉ INTERNATIONAL POUR LE CONTRÔLE DES PERFORMANCES EN ELEVAGE

Premises: PARIS RUE DE BERCY 149, FRANCE

COMPANY TRADING

The company is not currently trading.

This certificate shows the information/data recorded in the Register at today's date.

CHARGE LEVIED	LIRA 10,000
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TOTAL	LIRA 10,000
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TOTAL EXPRESSED IN EUROS:	5.15
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AT THE BEHEST OF THE PARTY CONCERNED THIS CERTIFICATE IS ISSUED, EXEMPT FROM STAMP DUTY, FOR THE USES ALLOWED IN LAW.

THE HOLDER OF THE CERTIFICATE IS RESPONSIBLE FOR ANY USE OTHER THAN THAT ALLOWED IN LAW.

FOR THE REGISTRAR

pp

NADIA VENDITTI