

F98000003783



ACCOUNT NO. : 072100000032

REFERENCE : 877093 4656E

AUTHORIZATION :

COST LIMIT : \$ 122.50  
*Patricia P. [unclear]*

ORDER DATE : July 1, 1998

ORDER TIME : 10:44 AM

ORDER NO. : 877093-005

CUSTOMER NO: 4656E

CUSTOMER: Michele J. Turton, Legal Asst  
Greenberg Traurig Hoffman  
Suite 2050  
111 North Orange Avenue  
Orlando, FL 32801

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SECRETARY OF STATE  
CORPORATION DIVISIONS  
98 JUL - 1 AM 10: 24

*mtu 7/2*

800002577528-1

FOREIGN FILINGS

NAME: CRIF SPA

*W98-15697*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

RECEIVED  
98 JUL - 1 AM 11: 22  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 1, 1998

CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

SUBJECT: CRIF SPA  
Ref. Number: W98000015097

**RESUBMIT**  
Please give original  
submission date as file date

We have received your document for CRIF SPA and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 998A00035760

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98 JUL -2 AM 9:52  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:**

1. CRIF S.P.A.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. ITALY  
(State or country under the law of which it is incorporated)

3. APPLIED FOR  
(FEI number, if applicable)

4. MARCH 3<sup>RD</sup> 1989  
(Date of Incorporation)

5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")

6. UPON AUTHORIZATION  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 617.155, F.S.)

7. ITALY: VIA LAME, 15  
40122 BOLOGNA, ITALY  
(Current mailing address)

8. COLLECTING INFORMATION ABOUT US MARKET  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CORPORATION SERVICE COMPANY

Office Address: 1201 HAYS STREET

TALLAHASSEE, Florida, 32301-2607  
(Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Aren B. Kra  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: GEREMIA, ALBERTO

Address: Piazza Scala 6 MILANO

Vice Chairman: VIRGINILLO GIUSEPPE

Address: Via Lame 15 BOLOGNA

(domiciliato per la carica)

Director: GERARDI, CARLO

Address: Via Lame 15 BOLOGNA

(domiciliato per la carica)

Director: N/A

Address: N/A

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: N/A

Address: N/A

Vice President: N/A

Address: N/A

Secretary: N/A

Address: N/A

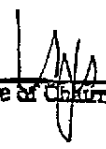
Treasurer: N/A

Address: N/A

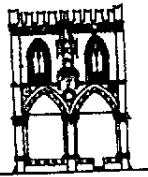
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GERARDI, CARLO DIRECTOR  
(Typed or printed name and capacity of person signing application)



Camera di Commercio Industria Artigianato e Agricoltura  
Bologna

PROT: CER/31895/1998/CBO0163

24/06/1998

CAMERA DI COMMERCIO INDUSTRIA ARTIGIANATO AGRICOLTURA DI BOLOGNA  
- UFFICIO REGISTRO DELLE IMPRESE -

CERTIFICATO DI ISCRIZIONE NELLA SEZIONE ORDINARIA

GENERALITA' DELL'IMPRESA

Numero di iscrizione: 51414 tribunale di BOLOGNA  
del Registro delle Imprese di BOLOGNA (BO006-51414)  
data di iscrizione: 19/02/1996

Iscritta nella sezione ORDINARIA

il 19/02/1996

Già iscritta al Registro Ditte con il numero: 321028

il 30/03/1989

Denominazione: CENTRALE\*RISCHI\*FINANZIARIA\*CRIF S.P.A. (IN SIGLA "CRIF S.P.A.")

Codice fiscale: 03847620378

Forma giuridica: SOCIETA' PER AZIONI

Sede:  
BOLOGNA (BO) VIA LAME, 15 CAP 40122

Costituita con atto del 28/12/1988

Capitale Sociale in LIRE:  
deliberato 2.760.450.000  
sottoscritto 3.003.000.000  
versato 3.003.000.000

Durata della società:  
data termine: 31/12/2100

Oggetto Sociale:

A) LA GESTIONE DI BANCHE DATI, CON PARTICOLARE RIFERIMENTO AI PRESTITI PERSONALI, AI CONTI CORRENTI ED ALTRE OPERAZIONI ED AI CONTRATTI DI LEASING EROGATI DA AZIENDE DI CREDITO E/O SOCIETA' FINANZIARIE NONCHE' DI LOCAZIONE AL FINE DI FORNIRE AI SOCI O A TERZI CHE NE FACCESSERO RICHIESTA LE INFORMAZIONI CONTENUTE NELLE MEDESIME BANCHE DATI; B) LE PRESTAZIONI AI SOCI E A TERZI DI SERVIZI NONCHE' LA REALIZZAZIONE E LA FORNITURA DI PROGRAMMI, STUDI E PROGETTI PER GLI OPPORTUNI COLLEGAMENTI CON LE AZIENDE CLIENTI CON ESCLUSIONE DI OGNI ATTIVITA' DI PRODUZIONE E COMMERCIALIZZAZIONE DI HARDWARE. OCCASIONALMENTE LA SOCIETA' POTRA' EFFETTUARE OGNI OPERAZIONE STRETTAMENTE NECESSARIA PER IL CONSEGUIMENTO DELL'OGGETTO SOCIALE. LA SOCIETA' POTRA' ASSUMERE O DETENERE PARTECIPAZIONI ANCHE DI MAGGIORANZA IN SOCIETA' AVENTI PER OGGETTO ATTIVITA' CONNESSE, ACCESSORIE O STRUMENTALI PER IL CONSEGUIMENTO DELL'OGGETTO SOCIALE, NEI CUI CONFRONTI POTRA' SVOLGERE ATTIVITA' DI INDIRIZZO, COORDINAMENTO, ORGANIZZAZIONE, CONSULENZA, FORNITURA DI SERVIZI COMUNI ANCHE IN OUTSOURCING E FINANZIAMENTO, EVENTUALMENTE ANCHE AI SENSI DELL'ARTICOLO 113 DE D.LGS. 385/1993. LA SOCIETA' SI INIBISCE OGNI ATTIVITA' PRECLUSA O RISERVATA AI SENSI DELLA VIGENTE NORMATIVA, DI CUI IN PARTICOLARE AL D.LGS. N. 385 DEL 1993, SUCCESSIVE INTEGRAZIONI E MODIFICHE. PER QUANTO RIGUARDA I SERVIZI RESI AD ISTITUZIONI CREDITIZIE, LA SOCIETA' SI IMPEGNA VERSO LA BANCA D'ITALIA, QUALE ORGANO DI VIGILANZA SUL SISTEMA BANCARIO E PER LE ESIGENZE CONNESSE ALL'ESPLETAMENTO DI ACCERTAMENTI ISPETTIVI DISPOSTI DALLA STESSA, A CONSENTIRE IL LIBERO ACCESSO AI LOCALI DEL CENTRO DI ELABORAZIONE, FORNENDO IN VIA RISERVATA OGNI NOTIZIA RICHIESTA CIRCA LE PROCEDURE TECNICO-AMMINISTRATIVE UTILIZZATE PER IL TRATTAMENTO DEI DATI NONCHE' TUTTE LE NOTIZIE ED INFORMAZIONI CHE SIANO RITENUTE UTILI DALL'ORGANO DI VIGILANZA STESSO AI FINI DELLO SVOLGIMENTO DELL'INDAGINE ISPETTIVA. ANALOGO IMPEGNO LA SOCIETA' ASSUME NEI CONFORNTI DEGLI ORGANI E DELLE FUNZIONI DI CONTROLLO INTERNO DEGLI ENTI E SOCIETA' SOCI CHE FORNISCONO ED UTILIZZANO I DATI DELLA BANCA DATI, GESTITA

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*Camera di Commercio Industria Artigianato e Agricoltura  
Bologna*

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24/06/1998

DALLA SOCIETA' STESSA, ORGANI E FUNZIONI DI CONTROLLO INTERNI I QUALI POTRANNO PERALTRO EFFETTUARE LE VERIFICHE DI CHE TRATTASI SECONDO LE MODALITA', TERMINI E CONDIZIONI CHE VERRANNO PRECISATI IN APPOSITO REGOLAMENTO DA APPROVARSI DALL'ASSEMBLEA.

ORGANI SOCIALI IN CARICA

- CONSIGLIO DI AMMINISTRAZIONE  
numero componenti in carica: 13  
durata in carica per 3 ANNI

- Sindaci effettivi  
numero componenti in carica: 3  
dal 21/06/1996

- Sindaci supplenti  
numero componenti in carica: 2  
dal 21/06/1996

Poteri da Statuto:

ART.19 IL CONSIGLIO DI AMMINISTRAZIONE E' INVESTITO DEI PIU' AMPI POTERI PER LA GESTIONE ORDINARIA E STRAORDINARIA DELLA SOCIETA' SENZA ECCEZIONE DI SORTA, ED HA LA FACOLTA' DI COMPIERE TUTTI GLI ATTI CHE RITENGA OPPORTUNI PER L'ATTUAZIONE ED IL RAGGIUNGIMENTO DEGLI SCOPI SOCIALI, ESCLUSI SOLTANTO QUELLI CHE LA LEGGE, IN MODO TASSATIVO, RISERVA ALL'ASSEMBLEA.

ART.22 AL PRESIDENTE ED AL VICE-PRESIDENTE DISGIUNTAMENTE E' ATTRIBUITA LA RAPPRESENTANZA LEGALE DELLA SOCIETA' E L'USO DELLA FIRMA SOCIALE. ALL'AMMINISTRATORE DELEGATO COMPETE LA RAPPRESENTANZA DELLA SOCIETA' E L'USO DELLA FIRMA SOCIALE NEI LIMITI DEI POTERI DETERMINATI DAL CONSIGLIO DI AMMINISTRAZIONE.

IL PRESIDENTE, O IN SUA ASSENZA O IMPEDIMENTO, IL VICE-PRESIDENTE O ALL'AMMINISTRATORE DELEGATO RAPPRESENTANO LA SOCIETA' IN GIUDIZIO CON FACOLTA' DI PROMUOVERE O RESISTERE AD AZIONI ED ISTANZE GIUDIZIALI ED AMMINISTRATIVE PER OGNI GRADO DI GIURISDIZIONE ED ANCHE PER GIUDIZIO DI REVOCAZIONE E CESSAZIONE E NOMINARE ALL'UOVO AVVOCATI E PROCURATORI ALLE LITI.

TITOLARI DI CARICHE O QUALIFICHE

- CONSIGLIERE  
- PRESIDENTE

Poteri:

CON I POTERI DI CUI ALLA DELIBERAZIONE DEL CONSIGLIO DI AMMINISTRAZIONE IN DATA 28/06/1995

\* GEREMIA ALBERTO  
nato a MILANO (MI) il 13/03/1937  
codice fiscale: GRMLRT37C13F205I

- CONSIGLIERE  
- AMMINISTRATORE DELEGATO

Poteri:

CON I POTERI DI CUI ALLA DELIBERAZIONE DEL CONSIGLIO DI AMMINISTRAZIONE IN DATA 28/06/1995.

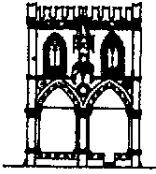
\* GHERARDI DOTT. CARLO  
nato a BOLOGNA (BO) il 24/03/1955  
codice fiscale: GHRCL55C24A944P

- CONSIGLIERE

\* ALDROVANDI ING. STEFANO  
nato a BOLOGNA (BO) il 01/06/1948  
codice fiscale: LDRSFN48H01A944X

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Bologna*

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24/06/1998

- CONSIGLIERE

\* VIRGINILLO GIUSEPPE

nato a CIVITANOVA DEL SANNIO (IS) il 08/05/1940

codice fiscale: VRGGPP40E08C769T

- CONSIGLIERE

\* CICCARELLI CIRO

nato a ROMA (RM) il 22/05/1940

codice fiscale: CCCCRI40E22H501X

- CONSIGLIERE

\* COLOMBO NICOLA

nato a DURAZZO stato: ALBANIA il 27/11/0947

codice fiscale: CLMNCL47S27Z100G

- CONSIGLIERE

\* VENTURELLI ROBERTO

nato a CASELLE TORINESE (TO) il 02/04/1939

codice fiscale: VNTRRT39D02B960I

- CONSIGLIERE nominato il 21/06/1996 fino al 31/12/1997

\* PENNA AURELIO

nato a ROMA (RM) il 04/12/1938

codice fiscale: PNNRLA38T04H501L

- CONSIGLIERE nominato il 21/06/1996 fino al 31/12/1997

\* GIANNATTASIO ALBERTO

nato a MILANO (MI) il 04/08/1937

codice fiscale: GNNLRT37M04F205U

- CONSIGLIERE nominato il 21/06/1996 fino al 31/12/1997

\* SALOMONE CHIAFFREDO

nato a MORETTA (CN) il 14/08/1954

codice fiscale: SLMCFF54M14F723H

- CONSIGLIERE nominato il 16/05/1997

durata in carica FINO APPROVAZIONE DEL BILANCIO

\* MARTELLI DARIO

nato a MILANO (MI) il 17/01/1940

codice fiscale: MRTDRA40A17F205H

firma depositata

- CONSIGLIERE nominato il 16/05/1997

durata in carica FINO APPROVAZIONE DEL BILANCIO

\* MARCANTE SANTE

nato a VILLAVERLA (VI) il 23/07/1955

codice fiscale: MRCSNT55L23M032T

- CONSIGLIERE nominato il 13/03/1998

durata in carica FINO APPROVAZIONE DEL BILANCIO al 31/12/1997

\* BARBOLINI GIORGIO

nato a MODENA (MO) il 22/11/1954

codice fiscale: BRBGRG54S22F257B

firma depositata

- PRESIDENTE DEL COLLEGIO SINDACALE nominato il 21/06/1996

durata in carica FINO APPROVAZIONE DEL BILANCIO

\* GANDOLFI FRANCO

nato a MONZUNO (BO) il 15/06/1937

codice fiscale: GNDFNC37H15F706O

- SINDACO EFFETTIVO nominato il 21/06/1996

durata in carica FINO APPROVAZIONE DEL BILANCIO

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24/06/1998

\* ZAMBELLI FABIO  
nato a BOLOGNA (BO) il 06/01/1956  
codice fiscale: ZMBFBA56A06A944F

- SINDACO EFFETTIVO nominato il 21/06/1996  
durata in carica FINO APPROVAZIONE DEL BILANCIO

\* VERZELETTI PIETRO  
nato a CHIARI (BS) il 18/01/1938  
codice fiscale: VRZPTR38A18C618N

- SINDACO SUPPLENTE nominato il 21/06/1996  
durata in carica FINO APPROVAZIONE DEL BILANCIO

\* IACUZIO RAFFAELE  
nato a SALERNO (SA) il 04/03/1940  
codice fiscale: CZIREFL40C04H7030

- SINDACO SUPPLENTE nominato il 21/06/1996  
durata in carica FINO APPROVAZIONE DEL BILANCIO

\* MARCHETTI GIAMPIERO  
nato a LUCCA (LU) il 27/12/1936  
codice fiscale: MRCGPR36T27E715R

ATTIVITA' DELL'IMPRESA

Data d'inizio dell'attività dell'impresa: 28/12/1988

Attività esercitata nella sede legale:  
GESTIONE DI BANCHE DATI, CON PARTICOLARE RIFERIMENTO AI PRESTITI PERSONALI ED  
AI CONTRATTI DI LEASING EROGATI DA AZIENDE DI CREDITO E/O SOCIETA' FINANZIARIE  
(IN UNITA' LOCALE SEPARATA DALLA SEDE)

Le notizie e i dati relativi ad atti depositati prima dell'entrata in vigore del  
D.P.R. 7/12/1995, n. 581, possono risultare in estratto o in forma sintetica.

Il presente certificato riporta le notizie/dati iscritti nel Registro alla data  
odierna.

IMPOSTA DI BOLLO ASSOLTA IN MODO VIRTUALE. AUTORIZZAZIONE DELL'INTENDENZA DI  
FINANZA DI BOLOGNA N. 843/88 DEL 18-4-1988.

Riscosse per NR BOLLI	2	Lire	40.000 (**QUARANTAMILA**)
per DIRITTI		Lire	9.000 (**NOVEMILA**)
Totale		Lire	49.000 (**QUARANTANOVEMILA**)

DAGLI ATTI DELL'UFFICIO LA SUDETTA IMPRESA NON RISULTA IN STATO DI  
FALLIMENTO, CONCORDATO PREVENTIVO O DI AMMINISTRAZIONE CONTROLLATA.  
SI DICHIARA INOLTRE CHE A CARICO DELLA PREDETTA DITTA NON RISULTA  
PERVENUTA NEGLI ULTIMI 5 ANNI A QUESTO UFFICIO DICHIARAZIONE DI  
FALLIMENTO, LIQUIDAZIONE AMMINISTRATIVA COATTA, AMMISSIONE IN CONCORDATO  
O AMMINISTRAZIONE CONTROLLATA

IL DELEGATO ALLA FIRMA  
MIRIAM TREVISANI

\*\*\* FINE CERTIFICATO \*\*\*

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**Bologna Chamber Of Commerce For Industry, Small Businesses And Agriculture**

PROT: CER/31895/1998/CBO0163

24/06/1998

BOLOGNA CHAMBER OF COMMERCE FOR INDUSTRY, SMALL BUSINESSES AND  
AGRICULTURE (CCIAA)  
- COMPANY REGISTRATION OFFICE -

**CERTIFICATE OF ENROLMENT IN THE ORDINARY SECTION**

**GENERAL COMPANY DETAILS**

Registration No.: 51414 Tribunal of Bologna  
from the Register of Firms of BOLOGNA (BO006-51414)  
Registry date: 19/02/1996

REGISTERED IN THE ORDINARY SECTION

on 19/02/1996

Already registered in the Register of Firms with no: 321028

on 30/03/1989

Company name: CENTRALE\*RISCHI\*FINANZIARIA\*CRIF S.P.A. (ABBR. "CRIF S.P.A.)

Fiscal Code no.: 03847620378

Legal status: JOINT STOCK COMPANY (Inc.)

Legal office: BOLOGNA (BO) VIA LAME 15 Postal code 40122

Incorporation date: 28/12/1988

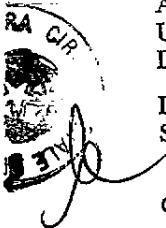
Total capital stock quota in Lire:  
Approved 2,760,450,000  
Undersigned 3,003,000,000  
Deposited 3,003,000,000

Duration of company:  
Suspension date: 31/12/2100

**CORPORATE PURPOSES:**

A) THE MANAGEMENT OF DATA BASES, WITH PARTICULAR REFERENCE TO PERSONAL LOANS, TO CURRENT ACCOUNTS AND OTHER OPERATIONS AND TO LEASING CONTRACTS ALLOCATED BY CREDIT INSTITUTIONS AND/OR FINANCIAL AS WELL AS LEASING COMPANIES IN ORDER TO PROVIDE THE SHAREHOLDERS AND THIRD PARTIES WHO MAKE A REQUEST WITH INFORMATION CONTAINED IN THE DATA BASES INVOLVED; B) THE PROVISION TO SHAREHOLDERS AND THIRD PARTIES OF SERVICES AND THE REALISATION AND SUPPLY OF PROGRAMS, STUDIES AND PROJECTS FOR RELEVANT CONTACTS WITH CLIENT COMPANIES EXCLUDING ANY TYPE OF PRODUCTION OR ADVERTISING OF HARDWARE. OCCASIONALLY THE COMPANY MAY CARRY OUT ANY OPERATION STRICTLY REQUIRED FOR THE FULFILMENT OF THE CORPORATE PURPOSES. THE COMPANY MAY TAKE ON OR HOLD SHARES, INCLUDING MAJORITY SHAREHOLDING IN COMPANIES HAVING AS THEIR CORPORATE PURPOSES ACTIVITIES CONNECTED WITH, RELATING TO OR INSTRUMENTAL FOR THE FULFILMENT OF THE CORPORATE PURPOSES, IN WHOSE REGARD THE COMPANY MAY PERFORM ACTIONS OF DIRECTION, CO-ORDINATION, ORGANISATION, CONSULTANCY, THE PROVISION OF COMMON SERVICES EVEN IN OUTSOURCING AND FINANCING, ALSO INCLUDING THOSE PROVIDED IN ARTICLE 113 OF LAW N° 385/1993. THE COMPANY WILL NOT CARRY OUT ANY PROHIBITED OR CONFIDENTIAL ACTIVITY ACCORDING TO CURRENT LAWS AND REGULATIONS, IN PARTICULAR THOSE REFERRING TO LAW N° 385 OF 1993, AND ITS FOLLOWING ADDITIONS AND MODIFICATIONS. AS FAR AS THE SERVICES RENDERED TO CREDIT INSTITUTIONS ARE CONCERNED, THE COMPANY IS COMMITTED TOWARDS THE BANK OF ITALY, AS GUARDIAN OF THE BANKING SYSTEM AND TO THE REQUIREMENTS REGARDING INSPECTIONS BY THE LATTER, TO PERMIT FREE ACCESS TO THE PREMISES OF THE DATA PROCESSING CENTRE, CONFIDENTIALLY PROVIDING ANY INFORMATION REQUESTED CONCERNING THE TECHNICAL-ADMINISTRATIVE

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**Bologna Chamber Of Commerce For Industry, Small Businesses And Agriculture**

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24/06/1998

PROCEDURES USED IN DATA PROCESSING, AS WELL AS ALL NEWS AND INFORMATION THAT SHOULD BE CONSIDERED USEFUL BY THE SUPERVISING BODY IN ORDER TO CARRY OUT THE INSPECTION. THE COMPANY AGREES TO TAKE ON A SIMILAR COMMITMENT TOWARDS THE INTERNAL CONTROL BODIES AND FUNCTIONS OF THE INSTITUTIONS AND SHAREHOLDING COMPANIES THAT PROVIDE AND USE THE DATA IN THE DATA BANK, MANAGED BY THE COMPANY ITSELF, INTERNAL CONTROL BODIES AND FUNCTIONS WHO MAY, ADDITIONALLY, CARRY OUT INSPECTIONS OF THE COMPANIES CONCERNED, ACCORDING TO THE PROVISIONS, TERMS AND CONDITIONS TO BE ESTABLISHED IN THE COMPANY REGULATIONS AND APPROVED BY THE SHAREHOLDERS.

**COMPANY STRUCTURE**

- BOARD OF DIRECTORS  
number of board members appointed: 13  
duration of appointment: 3 years

- statutory auditors  
number appointed: 3  
from 21/06/1996

- acting auditors  
number appointed: 3  
from 21/06/1996

**Statutory Powers:**

ART. 19 ALL POWERS FOR THE ORDINARY AND EXTRAORDINARY ADMINISTRATION OF THE COMPANY, WITHOUT EXCEPTION, ARE ASSIGNED TO THE BOARD OF DIRECTORS, WHICH IS ALSO EMPOWERED TO PERFORM ALL THE ACTIONS THAT IT SHOULD CONSIDER RELEVANT FOR THE IMPLEMENTATION AND FULFILMENT OF THE CORPORATE PURPOSES, EXCLUDING ONLY THOSE THAT THE LAW EXPLICITLY RESERVES FOR THE CONSTITUENT ASSEMBLY.

ART. 22 LEGAL REPRESENTATION OF THE COMPANY AND SIGNATORY POWERS ARE ASSIGNED TO THE CHAIRMAN AND VICE-CHAIRMAN.  
REPRESENTATION OF THE COMPANY AND SIGNATORY POWERS ARE ASSIGNED TO THE MANAGING DIRECTOR WITHIN THE LIMITS DETERMINED BY THE BOARD OF DIRECTORS.

THE CHAIRMAN OR, IN HIS ABSENCE, THE VICE-CHAIRMAN OR THE MANAGING DIRECTOR REPRESENT THE COMPANY IN LAW-SUITS WITH POWERS OF PROMOTING OR RESISTING LEGAL AND ADMINISTRATIVE ACTIONS AND PETITIONS AT ANY LEVEL OF JURISDICTION AND ALSO FOR REVOCATION AND CESSATION AND THE AD HOC NOMINATION OF LAWYERS AND ATTORNEYS FOR LEGAL ACTIONS.

**HOLDERS OF APPOINTMENTS AND POSITIONS**

- BOARD MEMBER  
- CHAIRMAN

**Powers:**

HOLDING THE POWERS APPROVED AND CONFERRED BY THE BOARD OF DIRECTORS ON 28/06/1995

\* GEREMIA ALBERTO  
born in MILAN (MI) on 13/03/1937  
fiscal code no.: GRMLRT37C13F205I

- BOARD MEMBER  
- MANAGING DIRECTOR

**Powers:**

HOLDING THE POWERS APPROVED AND CONFERRED BY THE BOARD OF DIRECTORS ON 28/06/1995

\* GHERARDI DOTT. CARLO  
born in BOLOGNA (BO) on 24/03/1955  
fiscal code no.: GHRCL55C24A944P

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**Bologna Chamber Of Commerce For Industry, Small Businesses And Agriculture**

PROT: CER/31895/1998/CBO0163

24/06/1998

- BOARD MEMBER

\* ALDROVANDI ING. STEFANO  
born in BOLOGNA (BO) on 01/06/1948  
fiscal code no.: LDRSFN48H01A944X

- BOARD MEMBER

\* VIRGINILLO GIUSEPPE  
born in CIVITANOVA DEL SANNIO (IS) on 08/05/1940  
fiscal code no.: VRGGPP40E08C769T

- BOARD MEMBER

\* CICCARELLI CIRO  
born in ROME (RM) on 22/05/1940  
fiscal code no.: CCCCRI40E22H501X

- BOARD MEMBER

\* COLOMBO NICOLA  
born in DURAZZO country: ALBANIA on 27/11/1947  
fiscal code no.: CLMNCL47S27Z100G

- BOARD MEMBER

\* VENTURELLI ROBERTO  
born in CASELLE TORINESE (TO) on 02/04/1939  
fiscal code no.: VNTRRT39D02B960I

- BOARD MEMBER nominated from 21/06/1996 to 31/12/1997

\* PENNA AURELIO  
born in ROME (RM) on 04/12/1938  
fiscal code no.: PNNRLA38T04H501L

- BOARD MEMBER nominated from 21/06/1996 to 31/12/1997

\* GIANNATTASIO ALBERTO  
born in MILAN (MI) on 04/08/1937  
fiscal code no.: GNNLRT37MO4F723H

- BOARD MEMBER nominated from 21/06/1996 to 31/12/1997

\* SALOMONE CHIAFFREDO  
born in MORETTA (CN) on 14/08/1954  
fiscal code no.: SLMCF54M14F723H

- BOARD MEMBER nominated on 16/05/1997

duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* MARTELLI DARIO  
born in MILAN (MI) on 17/01/1940  
fiscal code no.: MRTDRA40A17F205H

- BOARD MEMBER nominated on 16/05/1997

duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* MARCANTE SANTE  
born in VILLAVERLA (VI) on 23/07/1955  
fiscal code no.: MRCSNT55L23M032T

- BOARD MEMBER nominated on 13/03/1998

duration of appointment: UNTIL APPROVAL OF BALANCE of 31/12/1997  
\* BARBOLINI GIORGIO  
born in MODENA (MO) on 22/11/1954  
fiscal code no.: BRBGRG54S22F257B  
signature deposited

- CHAIRMAN OF BOARD OF AUDITORS nominated on 21/06/1996

duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* GANDOLFI FRANCO  
born in MONZUNO (BO) on 15/06/1937  
fiscal code no.: GNDFNC37H15F706O



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**Bologna Chamber Of Commerce For Industry, Small Businesses And Agriculture**

24/06/1998

PROT: CER/31895/1998/CBO0163

STATUTORY AUDITOR nominated on 21/06/1996  
duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* ZAMBELLI FABIO  
born in BOLOGNA (BO) on 06/01/1956  
fiscal code no.: ZMBFBA56A06A944F

STATUTORY AUDITOR nominated on 21/06/1996  
duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* VERZELETTI PIETRO  
born in CHIARI (BS) on 18/01/1938  
fiscal code no.: VRZPTR38A18C618N

ACTING AUDITOR nominated on 21/06/1996  
duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* IACUZIO RAFFAELE  
born in SALERNO (SA) on 04/03/1940  
fiscal code no.: CZIRFL40C04H703O

ACTING AUDITOR nominated on 21/06/1996  
duration of appointment: UNTIL APPROVAL OF BALANCE SHEET  
\* MARCHETTI GIAMPIERO  
born in LUCCA (LU) on 27/12/1936  
fiscal code no.: MRCGPR36T27E715R

**ACTIVITY OF COMPANY**

Incorporation date: 28/12/1988

Activity taking place in legal head office:  
THE MANAGEMENT OF DATA BASES, WITH PARTICULAR REFERENCE TO PERSONAL  
LOANS AND TO LEASING CONTRACTS ALLOCATED BY CREDIT INSTITUTIONS AND/OR  
FINANCIAL COMPANIES (IN SEPARATE UNIT FROM LEGAL OFFICE)

The information and data relating to acts deposited before the application of law D.P.R. 7/12/1995, no. 581 may be extracts or written in a summarised form.

The present certificate reports the information/data written in the Register on the date as shown.

DUTY PAYMENT VIRTUALLY ABSOLVED. AUTHORISATION FROM BOLOGNA REVENUE OFFICE NO. 843/88 OF 18-4-1988.

Payment of DUTY STAMPS: 2	40.000 Lire (*FORTY THOUSAND*)
of TAX:	9.000 Lire (*NINE THOUSAND*)
Total:	49.000 Lire (*FORTY NINE THOUSAND*)

ACCORDING TO THE ACTS IN THE POSSESSION OF THIS OFFICE, THE ABOVE COMPANY DOES NOT APPEAR IN THE STATE OF BANKRUPTCY, OR COMPOSITION WITH CREDITORS OR IN TEMPORARY RECEIVERSHIP. MOREOVER, NO DECLARATIONS OF BANKRUPTCY, COMPULSORY ADMINISTRATIVE LIQUIDATION, ADMISSION TO COMPOSITION WITH CREDITORS OR TEMPORARY RECEIVERSHIP REGARDING THE ABOVE COMPANY HAVE BEEN RECEIVED BY THIS OFFICE DURING THE LAST 5 YEARS

DELEGATED SIGNATORY  
MIRIAM TREVISANI

\*\*\* END OF CERTIFICATE \*\*\*



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# PRETURA CIRCONDARIALE DI BOLOGNA

L'anno 25 GIU. 1998 il giorno \_\_\_\_\_ alle ore \_\_\_\_\_ di \_\_\_\_\_  
 nella sede della Pretura. Avanti il sottoscritto funzionario è comparso/a  
CROWLF JOELLE MARY 10. con  
C.F. N. 35955118 nat. con di BO  
id 13-2-95



richiedendo di asseverare con giuramento la sopraestesa  
 relazione/traduzione. Il perito diffidato ai sensi di legge, presta giuramento  
 pronunciando le parole: "Giuro di avere bene e fedelmente proceduto nelle  
 operazioni che mi sono state affidate al solo scopo di far conoscere  
 ai giudici la verità".

L.C.S.

Joelle Crowlf

IL FUNZIONARIO  
 COLLABORATORE DI CANCELLERIA  
 dott. Mariantonio Dell'Orto

Mariantonio Dell'Orto



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