

ATTACHMENT "A"

STATUTE MODIFICATION OF "EMO-CASA PROJECT" ASSOCIATION

1. An association is founded, which is denominated "Emo - Casa Project" as non profit organisation with social purposes. The Association has its legal seat in Milan, Via Gioacchino Murat n.85 and it is able to institute, with deliberation of the Managing Board, filial, agencies and representations in the territory of the Italian Republic.
2. The association is a non profit, non political and non religious organization.
3. The association operates in the field of pathologies related to blood cancer. To this end it promotes the following services:
 - Social and health assistance, inside and outside hospital facility
 - Support to the needy families of the patients
 - legal help for the patients
 - information and health education for the population
 - scientific research in the health and social sector
 - training of sanitary and social staff
 - assignment of scholarships
 - organization of national and international conferences and conventions
 - coordination of the activities with Agencies and similar associations and the National Health Service
 - realization and edition of a periodical of the Association
 - organization of recreational and cultural initiatives for the patients and their families

The Association shall not carry out activities that are different the ones above indicated with the exception of those directly connected or accessory by nature to the statutory ones as integrating them.

4. The revenues of the Association consist of:
 - a. subscription dues
 - b. contributions from its associates, third parties or national and international agencies of the private and public sector
 - c. probable extraordinary contributions, which are deliberated with regard to specific initiatives demanding available funds that exceed ordinary budget
 - d. voluntary transfers of its associates
 - e. press contributions in favour of the periodicals of the Association
 - f. legacies of associates or third parties
 - g. refunds deriving from conventions
 - h. specific contributions from its associates
 - i. any other contribution, benefit, legacy or any kind of donation destined to pursuing statutory purposes;
 - j. revenues from productive and commercial activities related to the development of the social activity or other connected activities.
5. The patrimony of the association consists of:
 - a. the social fund;
 - b. the ordinary reserve deriving from operating income;
 - c. eventual reserve fund deriving from budget surplus;

- d. grants, legacies or successions from physical persons, public and private agencies, international organisations, provided that these the assets are destined to increasing social patrimony and pursuing the social purposes;
 - e. any other movables and immovables belonging to the Association to whichever title of property.
6. The subscription dues of the associates joining the Association with right to vote amounts to Lit. 100.000 (one hundred thousand) for the first year and could be modified annually on base of the regulations which would be issued by the Assembly of the associates.
 7. The fiscal year coincides with the calendar year (from January 1st to December 31st). Within 120 days from the end of every fiscal year the Administrator or the Chief of the Managing Board draws up the final balance. By December 31st the budget related to the following fiscal year is also drawn up. The profits or operating income shall be used exclusively for the realization of institutional activities and of those directly connected.
 8. It is prohibited to the association to distribute profits, operating income, reserve funds or assets, also in an indirect way, during its life or after its dissolution according to the purposes and the effects of the special rules of tax relief for the Onlus, unless the destination or the distribution is imposed by law or is carried out in favour of other Non Lucrative Organizations of Social Usefulness (Onlus) that according to law, statute or regulations are part of the same unitary structure. The profits or operating income can be only employed for the realization of the institutional activities and of those directly connected.
 9. Natural persons or juridical persons can become associates when their request is accepted by the Assembly of the associates and after paying the subscription dues which are annually determined by the Assembly. The granting of the request is remitted to the unquestionable judgement of the Assembly of the associates. The associates who have not resigned by written notice within September 30th of every year, are considered associates for the following year and they must pay the subscription due.
 10. The Association is managed by a sole Director, who is elected by the Assembly of the Associates and endures in office until the appointment is annulled or he resigns and does not have the right to any remuneration, but only to a refund of the expenses related to his office. Alternatively the Association is managed by Managing Board composed by a minimum of three to a maximum of nine members; the members of the Managing Board and the associates do not have the right to any remuneration, but only to a refund of the sustained expenses.
 11. The Director or the Chairman of the Managing Board is endowed with the widest powers for the ordinary and extraordinary management of the Association without any limitation. The Director promotes fundraising, proceeds to the nomination of the subordinates and of the employees, determines their retributions, drafts the regulations for the operation of the Association. The regulations can be modified annually and must be approved by the Assembly of the associates. The observance of the regulations is compulsory for all the associates.
 12. The Director or che Chairman of the Managing Board legally represents the Association against third parties and in trial, he takes care of the execution of the deliberations of the Assembly.
 13. The Association has its sovereign authority in the Assembly. The Assembly of the Association meets at least once a year in ordinary sitting within the fourth months from the end of the social. The Director or the Chairman of the Managing Board convenes the Assembly by sending a written notice containing the

order of the day, the date, the place and the hour in which it has been summoned, at least fifteen days before the date of the assembly or by billposting in the social seat at least eight days before the assembly. The assembly can be convened in whichever period of the year after initiative of the Managing Board or of the Director or after motivated request by at least a third of the associates. The convocation modalities are mentioned above. The Assembly can be convened also outside the social seat, provided it takes place in Lombardia.

14. The associates can participate to the Assemblies with the right to vote, provided that they have paid the subscription dues and that they are not in state of disciplinary suspension. The statute provides for the possibility of giving a proxy to another associate, who, in his turn, can have only one proxy.
15. The Assembly is legally constituted in first convocation in the presence of at least 50% plus one of the associates and the resolutions are valid if approved by the majority of the associates present or represented. In second convocation, on a different day from the first convocation, the Assembly is valid whatever is the number of the present associates and resolutions are taken by a majority of votes.
16. The Director or the Chairman of the Managing Board presides over the Assembly. The Director or the Chairman of the Managing Board nominates a secretary and if there is a need one or more scrutinizers. The Director or the Chairman of the Managing Board shall verify the powers in order to state the proxies and usually has the right to take part to the assembly and the right to vote. At the end of the Assembly's meetings a report is drawn up and signed by the Director or the Chairman of the Managing Board, by the secretary and by eventual scrutinizers. The resolutions of the Assembly are effective and executive to leave from the day of their approval. The resolutions taken in compliance with the statute obligate all associates even if absent, dissenting or abstained from the vote.
17. The associates assembled in the meeting approve the budget annually, deliberate possible statutory modifications, name the managing authority, take resolutions about any matter concerning the life of the Association and any issue that falls under their competence.
18. All possible social controversies among the associates and between them and the Association or its organs will be submitted, with exclusion of any other jurisdiction, to the competence of three Provirii named by the assembly; they judge *ex bono et aequo* without formality of procedure. Their vote will be unquestionable.
19. The duration of the Association is unlimited.
20. The dissolution of the Association is deliberated by the Assembly of the associates that decides the nomination of one or more liquidators. The net patrimony turning out from the liquidation budget will be devolved to another non lucrative organization of social utility or to purposes of public interest after approval of the Assembly of the associates, heard the opinion of the control authority according to art. 3 of the civil code comma 190 of law 23.12.1996 n°.662 except for a different destination imposed by the law in force at the moment of the dissolution.
21. The present Statute can be modified only by the Extraordinary Assembly on purpose convened.
22. The purposes of solidarity sanctioned by the present statute and in particular the requirements according to art. 2, 3, 8, and 20 are imperative. For all that is not provided expressly in the present statute, reference is

made to the dispositions on the matter of agencies that are contained in book I of the Civil Code, in subordinate, to the dispositions contained in book V of the Civil Code and to the specific legislation on the non lucrative Organizations of social utility.

Milan,
read and undersigned,

(Morra dr Enrica)
(Nosari dr Anna Maria Rita)
(Crugnola dr Monica)
(Zaffaroni dr Livio)
(Albertazzi Silvana)
(Magni Angiola Maria)
(Dugaria Fabio Vittorio)
(Andreescu Luminita Mihaela)

**ALL THE SIGNATURES ARE ON THE ORIGINAL RECORD BOOK IN THE REGISTRY OFFICE OF MILAN
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