MEMORANDUM AND ARTICLES OF ASSOCIATION

GERMAN-INDONESIAN FEDERATION FOR THE ADVANCEMENT OF ECONOMY, SCIENCE, TOURISM AND CULTURAL EXCHANGE e.V.

registered association in munich/ germany: VR 17954

§1 name and headquarters/place of business

Headquarters of the association is munich.
Name of the association is:
GERMAN-INDONESIAN FEDERATION FOR THE ADVANCEMENT OF ECONOMY, SCIENCE, TOURISM AND CULTURAL EXCHANGE e.V.
("Deutsch-Indonesische Vereinigung zur Förderung von Wirtschaft / Wissenschaft / Tourismus und Kulturaustausch")
it has been applied with the registry of associations at the local courts ("amtsgericht") in munich. after its registration the association shall be named
GERMAN-INDONESIAN FEDERATION FOR THE ADVANCEMENT OF ECONOMY, SCIENCE, TOURISM AND CULTURAL EXCHANGE e.V.
If necessary and after its approval through the Indonesian Government a brach shall be established in Indonesia.

§ 2 purpose of association

The german-indonesian federation for the advancement of economy, science, tourism and cultural exchange e.V. with its seat in Munich exclusively and directly pursues aims in the true sense of the wording german-indonesian federation for the advancement of economy, science, tourism and cultural exchange e.V.

The articles of associations will be realised in particular through:

DIV e.V. deutsch-indonesische Vereinigung zur Förderung von Wirtschaft, Wissenschaft, Tourismus und Kulturaustausch e.V.
german-indonesian federation for the advancement of economy, science, tourism and cultural exchange.
Lauingerstr. 39 ■ D-80997 ■ Munich ■ phone: +49-89-143 90 659 ■ fax: +49-89-143 90 658
bank: Stadtsparkasse München ■ BLZ: 701 500 00 ■ account: 902 100 072
BIC: SSKMDEMM ■ IBAN: DE97701500000902100072
president: Stefan Miller ■ vice president: Ursula Buchner ■ vice president finance: Joerg Praetorius
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1. economic and scientific context:

a. Promotion of knowledge and technology transfer.
b. Initiation of public private partnerships.
c. International Marketing and e business.
d. Creation of development partnerships and cooperative distribution structures.
e. Model project for integrated Health Management.
f. Comparative research into the effects of medicinal plants and its extracts.
g. Cooperatives in areas of Tele medicine.
h. Virtual learning and education.
i. Development and Creation of mutual investment concepts.
j. Initiation and realisation of secure living projects and joint ventures.
k. Intermediary of bilateral business contacts.
l. Promotion and realisation of events aiding the mutual exchange of economic interests.
m. Specific development and realisation of tourism concepts
n. Student exchange and scholarships.

2. cultural context:

a) Creation and financing of education, advanced training programs in all areas of transnational art trends/directions.
b) Sponsorship of inter cultural communication.
c) Sponsorship and creation of events aiming to foster the exchange of visual and performing arts and music.
d) Development and Creation of mutual investment concepts..
e) Exchange and production of joint film,TV and Music productions.
f) Creation of a German- Indonesian Cultural Center.
g) Student exchange and scholarships.

§ 3 financial year

The financial year shall be the calendar year

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§ 4 organs of the association

The elements of the association are:

- the board
- the general meeting
- the advisory board

To look after private and corporate interests which financially or intellectually support the association a board of trustees can be established through the General Meeting procedures.
This board of trustees advises and supports the organs of the association in its work.

§ 5 membership categories

The association has

- full members
- supporting Members

Full members have all legal powers and duties of an association member.
Supporting members assist the activities of the association through advise and payment of membership fees, without all legal powers and duties of an association member.

§ 6 membership process

Any person can be a full member. New full members shall be approved in a general meeting of all present full members. There is no right to approval.
membership begins upon approval.

Any person or legal representative can become a supportive member. A single majority in a general meeting decides approval of new supportive members.
Admission to the association depends upon payment of membership fee, which minimum amount is set by the general meeting.

§ 7 membership fees

Membership fees and due dates are set by the general meeting.

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§ 8 termination of membership

1. Membership ceases through resignation, dissolution of the association, death, or suspension.
2. Resignation proceeds in writing to the board
3. Resignation is only possible at the end of each calendar year with six month notice
4. In case of important reasons termination of a membership can be decided by the board in a general meeting.

§ 9 the board

1. The board consists of 3 members, the chairman, his vice chairman and a further member. All members are entitled to vote. The period for which a person is elected is 3 years. Re election of full board members is possible. The association is represented by two board members.

2. The board is responsible for all affairs of the association, unless those affairs are not transferred through the articles to another body of the association.

mostly its duties are:

a) execution of decisions made at the general meeting
b) Preparation of financial budgets, yearly report and yearly closing of accounts
c) Preparations of general meetings
d) Convening and chairing of ordinary and extra ordinary meetings; posting of meeting agendas.
e) Administration and financial management of the association's assets.
f) Convening of board of trustee meetings.

3. The Board has the right to participate in meetings of the Board of Trustees.

§ 10 ordinary general meeting

1. Annually after completion of the yearly report for the previous year an ordinary general meeting must be held.
2. Ordinary general meetings must be called in writing, with agenda four weeks prior to meetings. Agenda items must be submitted to the board in writing two weeks prior to meetings.
3. Single members applications must be submitted to the board in writing with small explanation two weeks prior to meetings.
4. Entitled to vote are only full members, supportive members have the right of speech and the right of filing an application. Every full member has one vote. Right to vote can be transferred in writing to other full members.

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§ 11 areas of responsibility of general meetings:

1. General meetings have following tasks:

   a) Receipt, approval and discharge of the board's annual written report and closing of yearly accounts.
   b) Decision on financial budgets
   c) Calling of members to the board
   d) Board Members discharge
   e) Assignment of Board of Trustee Members
   f) Pricing of admission and membership fees
   g) Decision of new member admissions and expulsions
   h) Passing of changes to the articles of association and the voluntary dissolution of the association
   i) Signing of rental agrements
   j) Hiring and firing of employees

2. The general meeting is a quorum when more than half of its full members are present. If there is no quorum at a general meeting the board is responsible to call a new meeting with the same agenda within four weeks. At this general meeting decisions can be made with a single majority of present full members; this needs to be informed in the invitation to the general meeting. Above is not applicable for changes to the articles of association.

3. The passing of a resolution is made, unless otherwise stipulated in its articles or the law, with the single majority of present full members. In equality of votes the resolution will not pass. Hiring and firing of employees, signing of rental agreements and investments exceeding the capital of the association need a three quarter majority of present full members.

4. Negotiations and decisions need be recorded in the minutes, which needs to be signed by the chairman.
   In case of his absence the vice-chairman must sign.
   In case of his absence the further full member must sign. The secretary is requested as a second signature.

5. General meetings are in principal chaired by the chairperson. In case of absence by the vice-chairman, respectively his representative. In case of absence of all the above the treasurer shall chair the meeting.

6. Passing of decisions are made by a show of hands

7. A motion of five present members needs to be voted on confidentially and in writing

§ 12 extraordinary general meetings

1. The board can call for an extraordinary general meeting if deemed as necessary or when at least 49% of full members request so in writing with reasons and a meeting agenda.

2. All regulations applicable to standard general meetings apply to extraordinary general meetings.

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§ 13 management of the association

Unless otherwise indicated in § 11, the chair is responsible for the complete management of the association.

§ 14 liability

The liability of all areas and members of the association is limited to its assets.

§ 15 profit

1. The association derives no profits. In particular no one must benefit from non related expenses or unreasonable high allowances.
2. The funds of the association, including donations, school fees, seminar fees, proceeds from association businesses can only be used as stipulated in the articles of the association.

§ 16 dissolution of the association

1. In case of dissolution of the association, its fund shall be transferred to the city of Munich.
2. The chair liquidates the association.

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vice president:	Ursula Buchner
vice president finance:	Joerg Praetorius

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