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Dr. DOMENICO ZECCA  
NOTARY  
Lungotevere dei Mellini, 44  
Tel. 3211754 - 3213492  
ROME

FOUNDATION CHARTER  
CENTRAL EUROPEAN VASCULAR FORUM

The undersigned hereby found a non-profit organization called the "Central European Vascular Forum" (hereinafter the "Forum" or "CEVF") which shall abide by the following regulations.

ART.1

The goal of the organization is:

To stimulate on the international level the scientific knowledge in the whole area of angiology, flebology and microcirculation, thus helping to spread all documents and knowledge in the area of angiology by various means such as congresses, seminars, national and Central European meetings and by publishing a magazine called Central European Vascular Forum. The Forum shall stimulate research and clinical knowledge in the areas of angiology, flebology and microcirculation in various countries in Central Europe. It shall also appoint committees for various activities of CEVF.

ART.2

The seat of CEVF is in Rome, Via San Giovanni in Laterano no. 155, by the Department of Angiology of Azienda Ospedaliera S. Giovanni-Addolorata Hospital.

The address can be subject to change by a decision of the Executive Committee. In the case that the address shall be changed from the Department of Angiology, an irregular General Assembly shall be summoned to decide on this point by absolute majority.

ART.3

The official languages of CEVF are English and German.

ART.4

The Forum consists of physicians, surgeons and other scientists with interest in angiology, flebology and microcirculation, vascular and endovascular surgery.

The members fall into one of the following 4 groups>

a) Honorary members: these are members who had rendered extraordinary service to the Forum. They can also live and work outside the Central European countries or on other continents, providing they are of Central European origin. Their appointment is subject to the approval by the Executive Committee.

b) Supporting members: these are members who pay the admission fee of USD 1.500 or its equivalent in ECU and at the beginning of each year the annual membership fee of USD 1.000, or its equivalent in ECU, as determined by the Executive Committee or the General Assembly. These members are regarded as Advisors to the Executive Committee and are deprived of the right to vote.

c) Regular members: these are members who pay the admission fee of USD 20, or its equivalent in ECU, at the beginning of each year. The amount of the fee can be amended by a decision of the Executive Committee pursuant to the Financial Conditions of CEVF. Special instructions related to combination of this fee with the subscription to the official magazine of CEVF may be issued.

d) Emeritus members: a regular member of the Forum, upon reaching 65 years of age, may request the Executive Committee to become an emeritus member. Emeritus members do not pay the membership fee. Emeritus members have the right to vote at the General Assembly, but not in the Executive Committee.

ART.5

Admission for a member of the Forum must be approved by the Executive Committee which decides at its every meeting, taking into account the opinion of the Appointment Committee.

#### ART.6

Membership in CEVF is terminated by:

- resignation
- expulsion,

and the expulsion is decided on by the Executive Committee for the reasons of avoidance of membership fees or other serious reasons.

A member is requested by a registered letter to come and defend his case at a meeting of the Executive Committee. A possibility exists to appeal to the General Assembly. The appeal must be sent within two months from the receipt of letter announcing the expulsion. Every case of expulsion confirmed by the General Assembly is deemed as irrevocable.

#### ART.7

The assets of the Forum consist of:

- the membership fees and admission fees
- gifts and proceeds from publishing of the magazine or other publishing activities
- proceeds from the Forum's activities in general
- government subsidies or subsidies from other public institutions
- proceeds from all other activities and resources approved by the Statutes.

#### ART.8

CEVF is managed by the Executive Committee consisting of 13 members. This number can be increased by agreement of 90% of the Committee's members.

A - National candidates from Italy, Austria, Czech Republic, Slovak Republic, Slovenia, Poland, Hungary, Croatia, Rumania, Ukraine, Bulgaria, Serbia, members on behalf of their country of origin, must be approved by the Executive Committee. The Executive Committee appoints them for a 4-year-long term of office.

B - The Executive Committee consists of:

the President (with 2-year-long terms of office), the Vice President (with 2-year-long term of office), who is also the Elected President, the Past-President (with 2-year-long term of office), nine representatives, one for each country represented in the Executive Committee.

The Past-Presidents of the Forum who have been appointed Honorary Members may attend the meetings of the Executive Committee and have an advisory voice, but not deciding one.

All members of the Executive Committee may be re-elected. The President and the General Secretary can not be re-elected for the same office, the General Secretary however may be still elected President.

C - Editors-in-chief of the magazine are also members of the Executive Committee.

D - The elected President chairs the next congress of CEVF.

E - In case of absence or disability of the President in office, the Elected President takes over the President's function and decides in the necessary matters. In case the President is unable to perform his function permanently, he is replaced in office by the eldest member or any other person designated by the Executive Committee from its midst.

#### ART.9

The Executive Committee meets once a year having been summoned by the President. A complementary meeting may be summoned if requested by at least three members of the Executive Committee. The decisions of the Executive Committee are adopted by a majority of votes. In case of a hung vote, the President's vote has the deciding weight.

The Executive Committee decides on the location of the next CEVF Congress.

All founding members of CEVF are cordially requested to inform their colleagues from their respective countries about the foundation of CEVF and encourage participation in it. The goal of the Executive Committee is to determine priorities of scientific activities. The Executive Committee decides on all congresses, meetings and seminars of angiology. It co-operates with other scientific organizations, government authorities in the area of healthcare, national and international health organizations. It generally helps research of angiological issues in all their aspects.

a) The President:

summons the Executive Committee, represents the Forum in all its activities on the public front and has all the necessary authority, e.g. to represent the Forum in court, be it for defence of the Forum or in relation to any research performed by the Forum.

b) The General Secretary:



is in charge of all activities in the Forum's head office. He compiles especially the Voting Report and enters it into the register. He maintains the national register up-to-date and supervises the performance of all necessary formalities.

c) The Treasurer:

This function is performed by an expert on finance who stands outside the Executive Committee, but is elected by it. His term of office is 6 years and may be re-elected. He manages all assets of the Forum. Under the scrutiny of the President and the General Secretary, he executes all payments and collects dues. He enters all transactions into books and reports to the Executive Committee and the General Assembly at the CEVF Congress which takes place every two years.

All transactions exceeding USD 5.000 must be signed by the above persons (the President and the General Secretary) which have the obligation of informing each other.

ART.10

A regular General Assembly constitutes of all CEVF members regardless of their type of membership. It meets at least once in two years with the obligation to organize a meeting during the CEVF Congress. Urgent meetings of the General Assembly can be summoned upon a written request signed at least by two hundred members.

ART.11

An irregular General Assembly constitutes of all members of the organization regardless of their type of membership. The President may summon an irregular General Assembly as necessary or upon request of a half of all the members plus one member, pursuant to the conditions of ART.10. The General Assembly must be attended at least by 1/4 (one fourth) of all members. Decisions are adopted by at least 3/4 (three fourths) of votes present at the meeting. Members who cannot attend the meeting can be represented by proxy in writing. A list of members present shall be compiled and verified by the members of the Executive Committee. In case a quorum cannot be achieved at the meeting, a meeting can be organized by the means of personal invitations, or by public notice in the press if necessary. This must be done with the interval of two weeks. At the new meeting valid decisions can be adopted by any number of members present.

The irregular General Assembly can decide on:

- an amendment of the Statutes
- a merger of CEVF with another organization pursuing the same goals
- a dissolution of CEVF and disposition of the assets pursuant to the valid legislation and regulations.

ART.12

Official minutes of the decisions adopted by the General Assembly shall be entered into the register by the General Secretary and signed by the President and one member of the Executive Committee present at the meeting. Official minutes of the Executive Committee shall be entered by the General Secretary and signed by the President. The General Secretary has the authority to issue all legalized copies for the purpose of witness in front of third parties.

This Charter shall be deposited with a notary who shall also confirm all signatures hereon.

CLAUDIO GIUSEPPE ALLEGRA  
DR. HUGO PARTSCK  
DR. VLADIMIR PUCHMAYER  
DR. KAREL ROZTOCIL  
SZOSTEK MIECZYSLAW  
POREDOS PAVEL  
ALEXANDER ANDREW SCHIRGEN  
DR. PAVOL LESNY  
VIERA STURTINOVA  
ENTRY NO. 225520

VOLUME NO. 27229

CONFIRMATION OF SIGNATURE

I, the undersigned DR. DOMENICO ZECCA, a notary in Rome and registered in the Register of Joint Notarial Districts in Rome, Veiletri and Civitavecchia,

HEREBY CONFIRM

that the ladies and gentlemen:

- = Dr. CLAUDIO GIUSEPPE ALLEGRA, born in Catania on 16 September, 1940, resident in Rome, Via S.Erasmo no.4;
  - = Dr. HUGO PARTSCK, born in Vienna on 28 September, 1938, resident at AM 60 Vienna, Baumeisterg. 85;
  - = VLADIMIR PUCHMAYER, born in Pilsen on 18 May, 1929, resident at 18600 Prague, Molakova 12;
  - = Dr. KAREL ROZTOCIL, born in Prague on 27 March, 1941, resident at 18200 Prague, Hrubelec 1205;
  - = SZOSTEK MIECZYSLAW, born in Legionowo on 20 September, 1933, resident in Warsaw, Banacha 1;
  - = POREDOS PAVEL, born in Yakovec on 2 April, 1950, resident at 1262 Dol. Lubiana, Vinie 72;
  - = SCHIRGEN ALEXANDER ANDREW, born in Bratislava on 10 March, 1925, resident in Rochester, MM 55902, 3805 Meadow Drive;
  - = DR. PAVOL LESNY, born in Bratislava on 5 March, 1946, resident in Bratislava, Mosovskeho 5;
  - = VIERA STURTINOVA, born in Nitra on 17 February, 1958, resident in Bratislava, Sandorova;
- of whose personal identity I am certain as a notary, in agreement and with my approval, in witness they have signed before me, at the foot of the first and third page, the previous document consisting of three pages.  
Rome, Via Cadlolo no.101, on October 24, 1997.

DOMENICO ZECCA, notary

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Registered in Rome - Department of Private Acts - 12 November, 1997 under no.C/40057 - charge: 250.000 ITL.

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The copy is that of the original, issued for legal purposes.  
Rome, April 8, 1998

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ZECCA DOMENICO ALESSANDRO. NOTARY IN ROME