

Certified Translation of an Indonesian Language Document

Notarial Deed (of Incorporation)

Number: 96
Date: 12 September 2002
Regarding: Yayasan Pecinta Budaya Bebali
By: I Putu Chandra, Public Notary, Land Title Deed Officer
In Denpasar
Address: Jalan Kepundung No. 48, Denpasar
Telephone: 226194

YAYASAN PECINTA BUDAYA BEBALI Number 96

This day, Thursday twelfth September two thousand and two (12-9-2002), before me, I Putu Chandra, Bachelor of Law and Notary Public in Denpasar, in the presence of witnesses who are known to me and listed at the end of this document:

1. Mr. Tjokorda Gde Oka Winaya, Bachelor of Law, entrepreneur, residing in Banjar Intaran, Pejeng, Tampaksiring, Gianyar District, holder of identity card number 51.04.04.02.0001000, and who is at this time in Denpasar,
 2. Mr. I Wayan Sudarta, residing in Banjar Ubud Kaja, Ubud, Gianyar, holder of identity card number 22.0504.160853.0001, and who is at this time in Denpasar,
- are known to me, the Notary Public, and have stated that they have Rp. 1.000.000 (one million Rupiah) which has been separated from their respective personal assets for the establishment of a foundation that will use this capital as follows:

NAME AND LOCATION

Article 1

This foundation is called YAYASAN PECINTA BUDAYA BEBALI of Gianyar, Bali with branches and representatives in other locations based on decisions of the Board of Directors.

TIME PERIOD

Article 2

This foundation is created on the date this notarial deed is signed and will exist for an unspecified time period.

VISION AND MISSION

Article 3

The vision and mission of this foundation is to:

- a. Prepare, teach, develop, and revitalize concepts of textile production that are sustainable and oriented towards conservation and protection of the environment, with particular reference to small-scale *ikat* weavers, batik producers, and makers of other traditional cloth.
- b. To develop a love of indigenous culture in the younger generation specifically with respect to traditional textiles.

ACTIVITIES

Article 4

In order to fulfill the above stated vision and mission the foundation will pursue the following activities:

- a. To promote indigenous textiles as an aspect of traditional culture and Balinese Hindu ritual to Hindu Balinese, especially youth and supporters of the indigenous textile arts.
- b. Restore the skills of contemporary indigenous weavers, particularly in relation to indigenous motifs and natural dyes.
- c. To reproduce indigenous textiles in a traditional way that is environmentally safe, as practiced in former times.
- d. To build a workshop based on principles of environmental sustainability which serves as a model to supporters and weavers of textile arts.
- e. To provide the opportunity to supporters of indigenous culture to experience the diversity of Indonesian culture beyond Bali by promoting the indigenous cultures of different regions, and also to stimulate pride in other regions with respect to their indigenous cultures.

PRINCIPLES

Article 5

This foundation is based on the principles of the *Pancasila* and the 1945 (nineteen forty-five) Constitution.

ASSETS

Article 6

1. The assets of this foundation comprise of:
 - a. Initial assets of Rp. 1.000.000 (one million Rupiah),
 - b. Public, private and government donations,
 - c. Grants and bequests,
 - d. Income from the foundation's activities,
 - e. Untied donations,
 - f. Untied assistance from individuals or bodies with an interest in the foundation,
 - g. Other legitimate sources.

The foundation's assets may only be used for needs which are in accordance with the foundation's mission.

2. Assets not immediately required for the fulfillment of the foundation's mission, will be saved or invested in ways determined by the Executive Board with agreement from the Founders.

THE EXECUTIVE BOARD

Article 7

1. This foundation will be managed by an Executive Board of at least 3 (three) people with the following structure:
 - Chairman
 - Vice-Chairman
 - Secretary
 - Vice-Secretary
 - Treasurer
 - Vice-Treasurer
 - General Assistant or more

2. Members of the Executive Board are nominated for a period of five years, with their respective positions appointed, determined, and able to be discharged by the Founding Board.
3. The Founding Board may appoint several Advisors or Patrons.

MEMBERSHIP OF THE EXECUTIVE BOARD

Article 8

1. Membership to the Executive Board may be terminated due to:
 - a. Death,
 - b. Personal request,
 - c. Bankruptcy or being passed into receivership (*curatele*);
 - d. Dismissal or a decision from the Founders
2. If a vacancy occurs, other members of the Executive Board may submit candidates to the Founders, who may support the proposed candidate. However they may also nominate another person without supporting the candidates nominated by the other members of Executive Board.

RESPONSIBILITY AND AUTHORITY OF THE EXECUTIVE BOARD

Article 9

Responsibilities:

1. The Executive Board is responsible for putting the regulations of this foundation's Deed of Incorporation into effect.
2. The Executive Board regulates the rules of association as required, all things which are not or are insufficiently regulated in this deed, and has the right to create new regulations which it deems necessary or useful for the foundation.
3. The regulations and/or rules of association mentioned in the above paragraph may not contradict this foundation's notarial deed.

Article 10

Authority:

1. The Chairman or Vice-Chairman together with the Secretary legally represent the foundation in all matters and events and as such have the right to enter into contract with third parties on behalf of the foundation, as well as execute any action related to both management or ownership, with the following limitations:
 - a. Borrowing money in the name of the foundation or lending the foundation's money to third parties;
 - b. Buying, selling or by other means attaining or releasing ownership of fixed assets;
 - c. Securing the foundation as a guarantor;
 - d. Undertaking processes and
 - e. Pawning unfixated assets owned by the Foundation.

The above instances must have prior written agreement from the Founding Board.

2. Important external correspondence must be signed by both the Chairman and the Secretary, while routine external correspondence may be signed by the Secretary alone.
3. Correspondence regarding expenditure and/or income must be signed by the Chairman and the Treasurer.
4. Within two months of the calendar year ending, which also is the end of the foundation's fiscal year, the chairman must provide a report on the foundation's activities and results of its work in the previous year to a meeting of the Founding Board.
5. The Vice-Chairman, Vice-Secretary, and Vice-Treasurer are each responsible for assisting the work of the Chairman, Secretary and Treasurer, and when the Chairman, Secretary,

Treasurer are unable to perform their duties or are not present, for occurrences where third party proof is not required, the Vice-Chairman, Vice-Secretary, and Vice-Treasurer in succession have the responsibility to replace the Chairman, Secretary, Treasurer, and under such circumstances have the same authority and responsibility of those whom have been replaced.

SUPERVISORY BOARD

Article 11

1. The Executive Board works under the supervision of a maximum of three people who are appointed (as needed) and discharged by the Founding Board.
2. The members of the Supervisory Board when working either together or separately have the right to enter the buildings and grounds as well as other places used and/or controlled by the foundation and have the right to inspect the books, data, inspection notices and to balance the petty cash and so forth, as well as to be informed of all actions undertaken by the Executive Board.
3. The Executive Board is obliged to provide explanations to enquiries made by the supervisors during each of the above mentioned inspections.

MEMBERSHIP OF THE FOUNDING BOARD

Article 12

1. The Founding Board consists of:
 - a. Those who founded this foundation;
 - b. Those who upon the proposal of a resigning member of the Founding Board, have been appointed by a meeting of the Founding Board to become their replacement;
 - c. Those whom in the opinion of the Founding Board have provided useful services to the foundation since its establishment.
2. The dismissal or appointing of Founding Board members is to be done by a meeting of this Board with the stipulation that the related proposal must be agreed to by at least 2/3 (two-thirds) of the total members of the Founding Board.

MEETINGS OF THE EXECUTIVE BOARD

Article 13

1. The Executive Board is required to meet at least once per year and whenever it is considered necessary by the Chairman or at least half of all members of the Executive Board who have informed the Chairman in writing of their wish to hold a meeting.
2. All meetings are to be led by the Chairman, and by the Vice-Chairman when the Chairman is not present, and when the Vice-Chairman is also not present, by someone chosen by and from those attending.
3. Meetings of the Executive Board are legitimate if at least 2/3 (two-thirds) of all members are in attendance.
4. If there are not enough attendees, the Chair of the meeting can call a new meeting at least one week and at most two weeks after that, at which meeting a decision may be taken from the agenda of the initial meeting with no heed to the number of members in attendance.
5. All decisions are taken by a majority vote as usual except where otherwise stipulated in this deed or in the rules of association.
6. Each member in the meeting is entitled to one vote.
7. When there are an equal number for and against votes the decision is taken by lottery when it concerns an individual, while decisions concerning other matters are determined by the Founding Board.

FISCAL YEAR

Article 14

1. The fiscal year of this foundation commences the start of January and concludes at the end of December every year.
2. The Executive Board is required to produce an annual report which is made available together with calculations and accounting of the foundation's finances to the Founding Board.
3. Calculations and accounting as well as the above mentioned annual report must be approved by the Founding Board.

ADDITIONAL CHANGES OR DISSOLUTION

Article 15

- The decision to change or add to the Articles of Association of this foundation or to dissolve it are only valid if in a meeting of the Founding Board the proposal in question is agreed to by at least 2/3 (two-thirds) of all members of the above stated Board.
- The decision to dissolve the foundation can be taken where upon the proposal of the Executive Board it is evident that the foundation no longer has the power to exist or that the foundation's assets are fully depleted or so lacking that in the opinion of the Executive Board the assets are insufficient to fulfill the mission of the foundation.

USE OF REMAINING ASSETS

Article 16

- In the event that this foundation is dissolved then heeding the stipulation in article 1665 of the Civil Code the Executive Board is responsible for arranging and settling the foundation's assets and debts in their entirety under the supervision of the Founding Board, which will later settle and determine how the remaining assets are to be used, with heed to the basis and mission of the foundation.

CLOSING

Article 17

- All things not regulated or insufficiently regulated in these articles of association, in the rules of association or in other regulations are to be determined by the Founding Board.
- The Executive Board consists initially consists of:

Chairman: Mr. Tjok Agung Kusuma Yuda, Bachelor of Economics, privately employed, of Dusun/Banjar Intaran, Pejeng

Secretary: Mr. I Made Rai Artha, privately employed, of Banjar Ubud Kaja, Ubud

Treasurer: Mr. I Made Maduarta, privately employed, of Banjar Ubud Kaja, Ubud

General Assistant: I Gede Nyoman Bayu Wirayudha, Veterinary Doctor, privately employed, of KS. Tuban Number 34, Tabanan

According to information provided by the application party, all of the above-stated have accepted their appointments and will be confirmed in the first meeting of the Founding Board.

HENCE CONCLUDES THIS NOTARIAL DEED

- Drawn up and executed in Denpasar, on the day and date at the top of this deed, in the presence of Mr. I Made Suarsa and Mrs. Ni Made Ariani of Denpasar, both staff in the office of the Notary Public, as witnesses.
- Immediately after it has been read out by me, the Notary Public, to all parties and witnesses, it is to be signed by all parties, the witnesses and myself; the Notary Public.
- this deed is executed without amendment
- The original notarial deed has been duly signed, as has a COPY of the original.

Notary Public in Denpasar

Duly signed and sealed by I Putu Chandra. SH
17 September 2002

This is to certify that the above is a true and correct translation of the attached Notarial Deed from I Putu Chandra, Bachelor of Law, Notary Public, sighted and translated by Alexandra Ryan, NAATI accredited Indonesian-English translator (No. 36869).

At Ubud, on Tuesday, 22 July 2008



Alexandra Ryan

Certified Translation of an Indonesian Language Document

Drs. NENGAH RENAYA, Bachelor at Law, S.Pd. M. Kn.
Notary Public in Gianyar
Minister of Justice and Human Rights
Republic of Indonesia, 4 October, 2004
Decree No. C.279.HT.03.01.TH.2004

Office:
Jalan Raya Lungsiakan No. 44, Tel (0361) 979095
Kedewatan, Ubud, Gianyar

AMENDMENT

Deed dated: 25 November 2005

Number: 12

Applicant party: Mr. I Made Maduarta.

Number 12

Amendment

- This day, at 1pm central Indonesian time, Friday twenty-fifth (25) day of November two thousand and five (2005).
- Before me, NENGAH RENAYA, Bachelor of Law, Bachelor of Education, Master of Notary Public, Notary Public in Gianyar, in the presence of witnesses who are known to me and listed at the end of this document:

Mr. I MADE MADUARTA, born in Gianyar on the seventh (07) day of September (1970) nineteen seventy, privately employed, of Banjar Ubud Kaja, Ubud, Subdistrict Ubud, District of Gianyar, holder of Identity Card number 22.0504.070790.0001;

Whom according to his explanation he is acting in this matter:

- a. in the capacity of a member of the Executive Board (Treasurer) of the foundation which will be named below;
- b. in the capacity of proxy for and on behalf of:
 1. Mr. TJOKORDA GDE OKA WINAYA, Bachelor of Law, born in Pejeng, on the fourth (04) day of March nineteen thirty five (1935), retired, citizen of Indonesia, residing in Banjar Intaran, Pejeng, Tampasiring, Gianyar, holder of Identity Card number 51.04.04.01.0001000;
 2. Mr. I WAYAN SUDARTA, born in Gianyar, on the sixteenth (16) day of August nineteen fifty three (1953), self-employed, residing in Banjar Ubud Kaja, Ubud, Subdistrict Ubud, District of Gianyar, holder of Identity Card number 22.0504.160853.160853.001;
- I, Notary Public, am acquainted with the party.
- The party who is acting in the above stated capacity hereby declares that:
- The above stated Mr. TJOKORDA GDE OKA WINAYA Bachelor of Law and Mr. I WAYAN SUDARTA are the founders of the "PECINTA BUDAYA BEBALI" foundation, located in Gianyar, Bali, whose articles of association were created with the notarial deed of incorporation

made in the presence of I PUTU CHANDRA Bachelor of Law, Notary Public in Denpasar, dated the twelfth (12) day of September two thousand and two (2002), Number 9;

- That the foundation which was established in accordance with the above has to this date not amended/ adjusted to suit to Law Number 16 Year 2001 connected with Law Number 28 Year 2004 on Foundations;
- That in view of a certain matter (matters of a highly urgent nature), the party acting in the above stated capacity, has declared to amend only the articles requested by the founders in the above stated deed of incorporation, and swears to adjust the above stated foundation in accordance with the Regulations on foundations;
- That in relation to the above matters, the party acting in the above stated capacity, amends articles in the above stated articles of association, as follows:

Article 4, amended to read and sound as follows:

ACTIVITIES

Article 4

In order to fulfill the above stated vision and mission the foundation will pursue the following activities:

- a. To promote indigenous textiles as an aspect of traditional culture and Balinese Hindu ritual to Hindu Balinese, especially youth and supporters of the indigenous textile arts.
- b. Restore the skills of contemporary indigenous weavers, particularly in relation to indigenous motifs and natural dyes.
- c. To reproduce textiles in a traditional way that is environmentally safe, as practiced in former times.
- d. To build a workshop based on principles of environmental sustainability which serves as a model to buyers and weavers of textile arts.
- e. To provide the opportunity to supporters of indigenous culture to experience the diversity of Indonesian culture beyond Bali by promoting the indigenous cultures of different regions, and also to stimulate pride in other regions with respect to their indigenous cultures.
- f. To promote traditional textiles from other islands as part of the culture, traditional customs, and rituals to the wider community, especially youth and supporters of the traditional textile arts.

Article 6, amended to read and sound as follows:

ASSETS

Article 6

1. The assets of this foundation comprise of:
 - a. Initial assets of Rp. 1.000.000 (one million Rupiah),
 - b. Public, private and government donations,
 - c. Grants and bequests,
 - d. Income from the foundation's activities,
 - e. Untied donations,
 - f. Untied assistance from individuals or bodies with an interest in the foundation,
 - g. Other legitimate sources.

The foundation's assets may only be used for needs which are in accordance with the foundation's mission.

2. Assets not immediately required for the fulfillment of the foundation's mission, will be saved or invested in ways determined by the Executive Board with agreement from the Founders.
3. The foundation does not consent to its income or assets being divided or used in the interests or to profit of an individual or non-charitable organization;
4. The foundation does not have shareholders or members who have an ownership interest in the foundation's income or assets.

Article 16, amended to read and sound as follows:

USE OF REMAINING ASSETS AND LIQUIDATION

Article 16

In the event that this foundation is dissolved/liquidized, then heeding the stipulation in article 1665 of the Civil Code it is the responsibility of the Executive Board to arrange and settle the foundation's assets and debts in their entirety, then arrange and determine the method by which remaining assets are to be used by paying attention to and handing over the above mentioned remaining assets to bodies or groups having the same aims and objectives as the foundation.

Article 17, amended to read and sound as follows:

CLOSING

Article 17

- All things not regulated or insufficiently regulated in these articles of association, in the rules of association or in other regulations are to be determined by the Founding Board. The Executive Board consists initially consists of:

Chairman: Mr. TJOK AGUNG KUSUMA YUDA PAMAYUN, Bachelor of Economics, born in Denpasar, on the sixteenth (16) day of September (1965) year nineteen sixty five, privately employed, Indonesian citizen, of Dusun/Banar of Intaran, Pejeng, Tampaksiring Subdistrict, Gianyar District, holder of Identity Card Number 22.0503.160965.0001;

Secretary: Mr. I MADE RAI ARTHA, born in Denpasar, on the twenty third (23) day of October (1975) year nineteen seventy five, Indonesian citizen, privately employed, of Banjar Ubud Kaja, Ubud, Ubud Subdistrict, Gianyar District, holder of Identity Card Number 22.0504.231-75.001;

Vice Secretary: NI WAYAN SUPARIANI, born in Bangli, on the twelfth (12) day of May (1982) year nineteen eighty two, privately employed, Indonesian citizen, of Banjar Sidembunut, Cempaga, Bangli Subdistrict, Bangli District, holder of Identity Card number 2206045205820002;

Treasurer: Mr. I MADE MADUARTA, born in Gianyar, on the seventh (7) day of September (1970) year nineteen seventy, privately employed, Indonesian citizen, of Banjar Ubud Kaja, Ubud, Ubud Subdistrict, Gianyar District, holder of Identity Card number 22.0504.070790.0001;

Vice Treasurer: NI MADE DEWI SUGIARTI PURNAMA SARI, born in Tabanan, on the nineteenth (19) day of October (1967) year nineteen sixty seven, privately employed, Indonesian citizen, of Banjar Menguntur, Batubulan, Sukawati Subdistrict, Gianyar District, holder of Identity Card number 22.0501.591067.0001;

General Assistant: Dr. I GEDE NYOMAN BAYU WIRAYUDHA, born in Denpasar, on the ninth (9) day of October (1967) year nineteen sixty seven, Veterinary Doctor, Indonesian citizen, of Jalan KS. Tuban Number 34, Delod Peken, Tabanan Subdistrict, Tabanan District, holder of Identity Card number 22.0308.091067.0001;

According to the above stated information of the acting party, the appointments have been accepted by the respective individuals and will be involved in the first meeting of the Founders.

- All other articles found in the above stated Foundation's Articles of Association which are not amended in this deed are still valid.

HENCE CONCLUDES THIS NOTARIAL DEED

Drawn up and executed in Denpasar, on the day and date at the top of this certificate, in the presence of Mrs. NI WAYAN SUARTINI, aged thirty eight (38) years, of Banjar Kumbuh, Mas, Ubud, Gianyar and Mrs. PUTU LERIYAN, Bachelor of Law, aged thirty nine (39) years, of Banjar Sangging, Gianyar, both Notary Public staff, Citizens of Indonesia, as witnesses.

- Immediately after it has been read out by me, the Notary Public, to all parties and witnesses, it is to be signed by all parties, the witnesses and myself, Notary Public,
- this deed is executed with: one amendment

The original notarial deed has been duly signed, as has a COPY of the original.

Notary Public in Gianyar,
25 November 2005
NENGAH RENAYA, Bachelor of Law. SPd, MKN

This is to certify that the above is a true and correct translation of the attached Notarial Deed from I Nengah Renaya, Bachelor of Law, Notary Public, sighted and translated by Alexandra Ryan, NAATI accredited Indonesian-English translator (No. 36869).

At Ubud, on Tuesday, 22 July 2008



Yper