

Ana Lúcia Campbell

Sworn Public Translator and Commercial Interpreter

English – Portuguese – Spanish

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I, the undersigned, Sworn Public Translator and
Commercial Interpreter in and for the City and
State of Rio de Janeiro, Federative Republic of
Brazil, duly registered under No. 147 at JUCERJA,
5 on February 7th 2001, CERTIFY and ATTEST that a
document written in PORTUGUESE was presented to
me for translation into ENGLISH, which I have
duly performed by reason of my official capacity,
as follows:

10 TRANSLATION No. 3132/2017

NOTARY PUBLIC SERVICE - RJ

Cláudio Antonio Antonio Mattos de Souza -
Official

Tânia Castro Góes - Deputy Official

15 Av. Nilo Peçanha, 26 - A - loja

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Janeiro - RJ

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Rua Barata Ribeiro, 330. Copacabana- 22040-001

Rio de Janeiro · RJ - Tel.: (21) 2235-3050

CERTIFICATE

Book No. 7354 PAGE: 165 NOTARY PUBLIC ACT: 116

5 **DEED TO AMEND THE ARTICLES OF ASSOCIATION OF**
FUNDAÇÃO UNIVERSITÁRIA JOSÉ BONIFÁCIO, [UNIVERSITY
FOUNDATION] as follows:

KNOW ALL who see this that in year two thousand
and sixteen (2016), on the twentieth (20th) day of
10 the month of September, in this City of Rio de
Janeiro, State of Rio de Janeiro, at this office
of the 10th Notary Public Service - Copacabana
branch - located at Rua Barata Ribeiro, 330,
appeared before me, **FABIOLA FERREIRA DE JESUS**,
15 Deputy Official, as Grantor Declaror the **FUNDAÇÃO**
UNIVERSITÁRIA JOSÉ BONIFÁCIO [UNIVERSITY
FOUNDATION], private corporate person, a non-
profit entity, headquartered in the City of Rio
de Janeiro, State of Rio de Janeiro, incorporated
20 on the 17th of December, 1975, through a public
deed drafted at the 20th Notary Public Office, in
Book D-1639, on page 035 registered with the
Civil Corporate Register with N° 44/219/L-A/17
(registration no. 144.462/L-A/11 as on the 16th of
25 September, 1976), represented in this act by its

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President **SYLVIA DA SILVEIRA MELLO VARGAS,**
Brazilian national, divorced, teacher, with IFP-
RJ Identity Card N° 1.656.960 as issued on
11/FEB/1976, with Individual Taxpayer
5 Registration - CPF - N° 004.360.707-15, resident
e domiciled in this city at Avenida Vieira Souto,
216 flat 102, borough of Ipanema, pursuant to the
terms of the prevailing Articles of Association
as contained in Book 7209, page 002, Act 01 of
10 23/JUN/2015, in these Notes, as well as in the
minutes of Annual General Meeting of the Board of
Administration dated 27/JAN/2016. With the
Declaror identified as herself by me, and based
on the documents described above of which I
15 attest, she was advised, via her representative
at the time, that based on the documents produced
that, based on this Deed, I shall have a Note
sent to the appropriate Notary Public and
Distribution Office pursuant to the time frame
20 and legal provisions of the Law. And the Grantor
Declaror said unto me through her representative
that, through this instrument she has been
complying with the requirements contained in
Article 67 of the Brazilian Civil Code of Law as
25 well as as its prevailing Articles of

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Association, in its Article 49 an paragraphs 1
and 2, as corroborated by: Minutes N° 434 of the
Annual General Meeting of the Board of Directors
dated 27/APR/2016, and the Minutes of the Annual
5 General Meeting of the Board of Institutors and
Donors dated 31/MAY/2016, and PJJ Ordinance N°
120/2016, and MPRJ Procedure N° 2016.00253513
dated 09.AUG.2016, whose certified copies remain
on file at this Notary Public and registry
10 Office, to formalise through this Deed the 3rd
Amendment of these Articles of Association, which
will come into force pursuant to the text below:

**"FUNDAÇÃO UNIVERSITÁRIA JOSÉ BONIFÁCIO
[UNIVERSITY FOUNDATION]- ARTICLES OF ASSOCIATION**

15 **- Third Amendment -**

TITLE I - ON THE FOUNDATION AND ITS OBJECTIVES

ART.1 - The Fundação Universitária José Bonifácio
[University Foundation], corporate and private
non-profit entity, headquartered in the City of
20 Rio de Janeiro, State of Rio de Janeiro,
incorporated on the 17th of December, 1975 through
a public deed drafted before the 20th Notary
Public Office and Registry, in Book D-1639 on page
035 and registered with the Civil Corporate
25 Entity Register with N° 44/219/L-A/17

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(registration no. 144.462/L-A/11 of 16/SEPT/1976), will be governed by these Articles of Association and by the applicable legislation.

ARTICLE 2 - Its institutors [Institutors] are:

- 5 **a)** UFRJ - Federal University of Rio de Janeiro, public corporate person, special nature autonomous corporate entity pursuant to Decree-Law N° 8393 of the 17th of December, 1945, headquartered in the city of Rio de Janeiro, State of Rio de Janeiro, with Corporate Taxpayer Registration - CNPJ - N° 33.663.683/0001-16; **b)**
- 10 PETROBRAS - Petróleo Brasileiro S/A, quasi-public corporate person incorporated by Law no.2004 of the 3rd of October, 1953, headquartered in the city of Rio de Janeiro, State of Rio de Janeiro, with Corporate Taxpayer Registration - CNPJ - N° 33.000.167/0001-011; **c)** ELETROBRAS - Centrais Elétricas Brasileiras S/A, quasi-public corporate entity, incorporated pursuant to Law no. 3890-A of
- 15 the 25th of April, 1961, headquartered in the city of Brasília, Federal Capital District, with Corporate Taxpayer Registration - CNPJ - N° 00.001.180/0001-01; **d)** Indústrias Nucleares do Brasil S/A - INB, formerly NUCLEBRÁS - Empresas
- 20 Nucleares Brasileiras S/A, quasi-public corporate
- 25

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entity, incorporated pursuant to Law no. 5740 of
the 01st of December, 1971, as amended by Law N°
6189 of the 16th of December, 1974 an amended by
Decree-Law N° 2464 of the 31st of August,
5 1988, headquartered in the city of Brasília,
Federal Capital Disctrict, with Corporate
Taxpayer Registration - CNPJ - N°
00.322.818/0021-74; **e)** CPRM - Companhia de
Pesquisa de Recursos Minerais [Brazilian Mineral
10 Resources Survey Company, quasi-public corporate
entity, incorporated pursuant to Decree-Law no.
764 of the 15th of August, 1969, headquartered in
the city of Rio de Janeiro, State of Rio de
Janeiro, with Corporate Taxpayer Registration -
15 CNPJ - N° 00.091.652/0001-89; **f)** GRUPO CAEMI,
headquartered in the city of Rio de Janeiro,
state of Rio de Janeiro, as formed by Companhia
Auxiliar de Empresas e Mineração S/A, with
Corporate Taxpayer Registration - CNPJ - N°
20 33.490.095/0001-28; Indústria e Comércio de
Minério S/A, with Corporate Taxpayer Registration
- CNPJ - N° 33.193.939/0001-79 e and by
Minerações Brasileiras Reunidas S/A, with
Corporate Taxpayer Registration - CNPJ - N°
25 33.417.445/0001-20; **g)** Companhia Progresso

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Industrial do Brasil S/A, headquartered in the city of Rio de Janeiro, State of Rio de Janeiro, with Corporate Taxpayer Registration - CNPJ - N° 33.000.035/0001-80; **h)** Refinaria de Petróleo de Manguinhos S/A, headquartered in the city of Rio de Janeiro, State of Rio de Janeiro, with Corporate Taxpayer Registration - CNPJ - N° 33.412.081/0001-96; **i)** Companhia de Seguros Sul América Terrestres, Marítimos e Acidentes, headquartered in the city of Rio de Janeiro, State of Rio de Janeiro, with Corporate Taxpayer Registration - CNPJ - N° 33.429.226/0001-61; e **j)** Companhia Docas S/A, formerly Companhia Docas de Santos, joint-stock company headquartred in the city of Rio de Janeiro, State of Rio de Janeiro, with Corporate Taxpayer Registration - CNPJ - N° 33.433.665/0001-48.

ARTICLE 3 - The Foundation has full autonomy regarding its assets, administration, and finances, including before its Institutors and Donors.

ARTICLE 4 - The Foundation has as its purpose the promoting and subsidising of programmes for the development of Education, of Research, of Culture, of Technology, languages and Humanities,

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of Sports, and of Ecology, at the Federal University of Rio de Janeiro, as well as monitoring the attainment of the goals set in these programmes.

5 **PARAGRAPH ONE** - The objectives of the Foundation also include the publicising and fomenting of specialist technical services at the Federal University of Rio de Janeiro, as well as assisting it with the maintenance of its
10 activities.

PARAGRAPH TWO - The Foundation should comply and enforce the compliance with the principles of legality, impersonality, morality, publicity, economicity, and efficiency.

15 **ARTICLE 5** - The term of duration of the Foundation is indeterminate.

TITLE II - ON THE ASSETS AND THEIR UTILIZATION

ARTICLE 6 - The assets of the Foundation will consist of: **a)** The assets listed in the Deed of
20 Incorporation; **b)** Donations, legacies, and aid received from individual and corporate persons, or public or private corporate entities; **c)** the assets and right it comes to acquire.

ARTICLE 7 -The assets and rights of the
25 Foundation may be used only in the accomplishment

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of the objective contained in Article 4 and its paragraphs 1 and 2, and their use with any other purpose is forbidden.

ARTICLE The sale or burdening of asset items of the Foundation will depend on the prior examination by the Public Prosecutor's Office.

ARTICLE 9- The acceptance of donations with a burden or amount equal or above one per cent (1%) of the amount of the net assets of the foundation, as found in the month prior to the donation will be dependent on the approval of the Board of Curators. **SOLE PARAGRAPH** - The acceptance of donations with a burden will depend on the prior examination of the Public Prosecutor's Office.

ARTICLE 10 - The prior authorisation of the Public Prosecutor's Office is mandatory in the cases where there is a coincidence in the use of funds of the Foundation in stocks, , quotas or obligations of its Institutors or Donors, o of companies linked to it, and the management or custody of such sums by these institutions.

ARTICLE 11- The Foundation should have insurance from a well-established insurance company for its assets, including securities, against the most

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common risks.

TITLE II - ON THE INCOME AND ITS UTILIZATION

ARTICLE 12 - The ordinary income of the Foundation will come from: **a)** that from the economic exploration of the assets that are destined to it by its Institutors or by other parties as well those acquired at any title; **b)** that produced by securities, stock or financial securities of it may hold; **c)** the incomes from real-estate property it may hold; **d)** banking interest and other incomes of the same kind; **e)** incomes for its benefit, instituted by third parties; **f)** the enjoyment it may be granted; **g)** the incomes from agreements and contracts for service provision.

ARTICLE 13 - The income of the Foundation may only be used in the accomplishment of its objectives as defined in Article 4 and paragraphs 1 and 2, and in the funding of its technical and administrative expenses, and in the preservation and use of its assets.

ARTICLE 14 - The Foundation is forbidden from granting any remuneration for the exercise of its functions or financial gain to its Institutors and Donors, to the components of the bodies of

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administration, as listed in Article 15.

TITLE IV - ON THE ADMINISTRATION AND ITS

COMPETENCE

5 **ARTICLE 15** - The Administration of the Foundation will consist of: **a)** The Board of Institutors and Donors;

b) The Board of Directors, **c)** the Presidency; and **d)** the Board of Curators.

10 **ARTICLE 16** - The following members are natural to the Board of Institutors and Donors, as listed in Article 2: UFRJ, PETROBRAS, ELETROBRAS, Indústrias Nucleares do Brasil - INB, CPRM, GRUPO CAEMI, Companhia PROGRESSO INDUSTRIAL DO BRASIL S/A (BANGU), REFINARIA DE PETRÓLEO DE MANGUINHOS
15 S/A, CIA DE SEGUROS SUL AMÉRICA TERRESTRES, MARÍTIMOS E ACIDENTES and COMPANHIA DOCAS S/A.

ARTICLE 17 - The Board of Institutors and Donors may also have members that, at the discretion of the Board, also meet the requirements they may
20 unanimously set.

ARTICLE 18 - The right to take part in the Board of Institutors and Donors may be transmitted to the legal successor in an appropriate document, the transmission be perpetuated in a similar way,
25 from one successor to another.

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ARTICLE 19 - The Board of Institutors and Donors will meet annually on the month of April of every year and in a special meeting whenever it is called upon to such end, with its work being
5 chaired by the President of the Foundation.

SOLE PARAGRAPH - The Board of Institutors and Donors may be called for a special meeting by the President of the Foundation, by the Board of Curators, or by a third of its membership.

ARTICLE 20 - The first and second call for
10 meetings the previous articles define will be made in one same notice published in an official State channel and in a large circulation newspaper and should define the place, day and
15 time of the meetings and the theme to be debated and there should be an interval of at least ten (10) and fifteen (15) days between the date of its publication and that of the meeting.

ARTICLE 21 - The Board of Institutors and Donors
20 will decide after a majority vote of those present , except in the case provided for in Articles 49 and 50: **a)** In a first call, with the the presence of at least three-fifths (3/5) of its components; **b)** In a second call, with any N°
25 of members.

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5 **ARTICLE 22** - It is the responsibility of the Board of Institutors and Donors to: **a)** Decide until the 20th of April of each year on the providing of financial statements on the previous tax year;

b) Choose the members of the Board of Administration and of the Board of Curators as defined in Article 23, items "b" e "c", and Article 30, item "b"; **c)** Amend these Articles of Association, pursuant to Article 49; **d)** Decide on 10 the extinction of the Foundation, pursuant to Article 50; **e)** Decide on the admission of new members of this Board; **f)** Decide on other matter it may called upon to decide on.

15 **ARTICLE 23** - The Board of Administration will consist of the President of the Foundation and other six (6) full members, as follows: **a)** Three (3) chosen by the University Council of the UFRJ, from amongst its active and retired teachers; **b)** 20 Two (02) representatives of the remaining Institutors that have research units in the campus of the University, as chosen by the Board of Institutors and Donors amongst the names put forward by the said Institutors; **c)** One (01) 25 representative of the other institutors and

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Donors, freely chosen by the Board of Institutors and Donors.

5 **§1** -Each full member of the Board of Directors will have a deputy, chosen as provided for in this Article, that will stand in one's place in one's absences, leaves of absence and other impediments, or that will succeed one in the event of a vacant seat.

10 **§2** - For a member of the Board of Directors, full or substitute that, for any reason definitively leaves one's exercise of one's functions, a replacement will be assigned. Should one be a full member and if no replacement for an automatic substitution can be found, then both
15 will be replaced pursuant to the provisions of this Article.

20 **§3** - Exceptionally, and if the member was elected by the Board of Institutors and Donors, pursuant to items "b" and "c" of this Article, it will fall to the Board of Directors the task of appointing a temporary substitute until the Board of Institutors and Donors chooses the definitive member.

25 **§4** - The mandate of full members of the Board of Directors and their respective deputies will be

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of two (02) years, starting and ending on the 17th of September, with one re-election allowed.

ARTICLE 24 - The President of the Foundation will be elected by the members of the Board of Directors, as indicated in items "a", "b" and "c" of Article 23, amongst names proposed by the President of the University Board, and such appointment may be of people alien to the University.

§1 - The choosing of a President by the Board of Directors will take place on the second half of the month of January on a date to be selected by this body at the time of its election.

§2 - The mandate of the President of the Foundation will last for four (04) years, starting and ending on the 29th of January, with one re-election being allowed.

§3 - In one's absences, leaves of absence and other impediments, the President will be replaced by the Vice-President, as elected by the Board of Directors from amongst its six (060) full members.

§4 - In the event of a seat becoming vacant, a new President will be elected in the same manner provide for in this Article, to take the mandate of one's antecedent to its end. Should the

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vacancy take place within less than to (02) years before the end of the mandate a new election will not be made, with the Vice-president taking up the seat and the full exercise of the functions until the completion of the term of mandate.

ARTICLE 25 - The President will appoint the Secretary-General of the Foundation to head the Secretary Office as well as one's eventual deputy, with the Board of Directors being responsible for approving such appointments.

SOLE PARAGRAPH - In the event the appointment of a Secretary-General fall upon a member of the Board of Directors or a member of the Board of Curators, the person so chosen will be removed form the body one belongs to for as long as one remains in the exercise of that position.

ARTICLE 26 - It is the attribution of the Board of Directors to: **a)** Carry out the higher management of the activities of the Foundation; **b)** Approve the administrative structure of the Secretary Office and approve the appointment of the Secretary-General and one's eventual substitute; **c)** Approve the structure of the staff and set the remuneration of staff members; **d)** Present to the Board of Curators until the 20th of

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November of each year a work plan for the following year, along with the respective budget proposal; **e)** Present the Board of Curators, on a quarterly basis, an interim balance sheet along
5 with supplementary information; **f)** Present the Board of Curators, until the last day of the month of February, every year, for its subsequent forwarding to the Board of Institutors and Donors, with financial statements on the previous
10 tax year; **g)** Decide on the custody and use of Foundation assets; **h)** Decide on the applications for financing or financial aid for programmes covered by Article 4 and sole paragraph, based on, in any of these cases, the convenience and
15 opportunity, the resources available, and the work plan of the Foundation; **i)** Ask the Board of Curators for transfers, provided there are resources available, and increases in budget funding; **j)** Approve proposals and contracts for
20 the provision of services to individual or corporate persons; **k)** Approve the execution of agreements and contracts; **l)** Issue opinion on the Articles of Association, pursuant to Article 49; **m)** Issue opinion on the extinction of the
25 Foundation, pursuant to Article 50.

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ARTICLE 27 - The Board of Directors will meet in an annual fashion once (01) per month and, in a special way, whenever necessary, after a call from the President of the Foundation or from the majority of its members.

SOLE PARAGRAPH - The call should be made with at least forty-eight (48) hours' notice, preferably via a personal written notification. Should this prove impossible, the call should be made through the press, in a large circulation newspaper, pursuant to the time frame.

ARTICLE 28 - The Board of Directors will operate with the presence of at least four (04) members in attendance, apart from the President, and its decisions will be made by a majority of votes.

SOLE PARAGRAPH - Should Member of the Board of Directors fail to attend, for no justified reason to four (04) consecutive meetings, one will lose one's mandate.

ARTICLE 29 - It is the attribution of the President of the Foundation to: **a)** Chair the meetings of the Board of Directors; **b)** Represent the Foundation in Court or out of Court; **c)** Sign the communication to the Public Prosecutor's Office and acknowledge before the said Public

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Prosecutor's Office, the capacity of a person
qualified to follow the progress of procedures of
interest to the Foundation; **d)** Call the Board of
Institutors and Donors, the Board of Directors,
5 and the Board of Curators; **e)** Appoint the
Secretary-General and onels eventual substitute,
submitting such acts to the approval of the Board
of Directors; **f)** Hire, promote and dismiss staff;
g) Set up inquests; **h)** Implement the contracting
10 of external auditors as indicated by the Board of
Curators; **i)** Practise all acts necessary to the
administration of the Foundation that, according
to these articles of Association, are not the
responsibility of another body mentioned in
15 Article 15; **j)** Promote the preparation of
accounting, budgetary, financial, and asset-
related standards and procedures, to be complied
with in the registers and operations of the
Foundation; **k)** Promote the preparation of the
20 accounts plan to be adopted by the Foundation; **l)**
Sign proposals and contracts for the provision of
services to individual and corporate persons, in
amounts no exceeding half a percent (0.5%) of the
the net assets of the Foundation in the month
25 before that, '**ad referendum**' by the Board of

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Directors.

5 **§1** - The President will sign, along with the Secretary-General or one's eventual substitute, the documents of a financial and asset-related nature.

§2 - The President may appoint a proxy for the execution of a specific material act.

10 **ARTICLE 30** - The Board of Curators will consist of seven (07) full members as follows: **a)** Four (04) chosen by the University Council of the UFRJ; and **b)** Two (02) members representing the other Institutors and Donors, as chosen by the Board of Institutors and Donors from names proposed by the said Institutors and Donors; **c)**
15 One (01) representative from the Brazilian Department of Education.

§1 - Each full member of the Board of Curators will have a deputy,
20 chosen as provided for in this Article, which will replace one in one's absences, leaves of absence and other impediments, or that will succeed one in the event of a vacant seat.

§2 - The replacement of members of the Board of Curators, full or deputy, as chosen pursuant to
25 items "a" and "b" of this Article will be made,

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as applicable, pursuant to Paragraphs 2 and 3 of Article 23;

5 **§3** - The Board of Curators will elect the President and the Vice-President of the Body, from among its full members.

§4 - The mandate of full members of the Board of Directors and their respective deputies will be of two (02) years, starting and ending on the 17th of September, with one re-election allowed.

10 **ARTICLE 31** - It is the attribution of the Board of Curators to: **a)** Indicate to the President of the Foundation the services of professionals or of an external audit company, with the precautions to, until the 15th of December of
15 each year, a communication is sent to the Public Prosecutors' Office advising it of the name and qualifications of the auditor engaged; **b)** Approve accounting, budgetary, financial, and asset-related standards and procedures, to be complied
20 with in all registers and operations of the Foundation, with the due care to see them submitted to the approval of the Public Prosecutors' Office; **c)** Approve the accounts plan; **d)** Approve, up to the 31st of December of
25 every year the work plan and the budget proposal

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for the following year; **e)** Authorise transfers and, provided there are sufficient resources, increases to budgetary funding; **f)** Approve the quarterly interim balance sheets; **g)** Examine, 5 whenever this is deemed convenient, the bookkeeping of the Foundation and its respective documentation, entering in the book of "Minutes of the Board of Curators" the results of such appraisals made; **h)** Present to the Board of 10 Institutors and Donors, and until the 31st of March of every year, an opinion on the accounting for the previous tax year; **i)** Issue an opinion on the disposal of assets and rights, their burdening and operations; **j)** Issue an opinion on 15 the accepting of donations with a burden or sum equal or higher than one per cent (1%) of the net assets of the Foundation as found in the month before that; **k)** Propose to the President of the Foundation the installation of an inquest; **l)** 20 Advise the Board of Institutors and Donors on the failure to comply with the budget or work plan, and on the default of contractual clauses, and errors, fraud, or crime it may eventually uncover, involving assets or services of the 25 Foundation, and suggest steps deemed as useful to

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the life of the Entity; **m)** Call the Board of
Institutors and Donors if the President of the
Foundation delays for more than a year one's call
for an Annual Meeting, and whenever a grave and
5 relevant reason so requires.

ARTICLE 32 - The Board of Curators will hold
annual and quarterly meeting after a call of its
President to learn about the accounting,
budgetary, financial and technical documentation
10 that, pursuant to prevailing standards should be
produced to them, as well as examine the issues
submitted to their decision.

§1 - O Board of Curators will hold special
meetings whenever called to that end by its
15 President, after a majority of votes of its
member, or after a call from the President of the
Foundation.

§2 - The call should be made with at least forty-
eight (48) hours' notice, preferably via a
20 personal written notification. Should this prove
impossible, the call should be made through the
press, in a large circulation newspaper, pursuant
to the time frame.

ARTICLE 33 - The Board of Curators will operate
25 with the presence of at least five (05) members

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in attendance, and its decisions will be made by a majority of votes.

SOLE PARAGRAPH - Should a member of the Board of Curators fail to attend, for no justified reason to four (04) consecutive meetings, one will lose one's mandate.

ARTICLE 34 - The President and Vice-President of the Foundation and the members of the Board of Directors and of the Board of Curators will wait, in the exercise of the posts, the taking of office of their respective substitutes.

ARTICLE 35 - No decision from a joint committee will be effective before the minutes of meeting in which it is recorded is approved by its participants.

ARTICLE 36 - No one may simultaneously be part of two or more bodies of the Administration of the Foundation, with the exception of a natural member.

ARTICLE 37 - The simultaneous participation in one body of the Administration of spouses, kin, or collateral kin, up to three times removed, including their participation in decisions of their interest.

ARTICLE 38 -The basic normative acts of the Board

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of Curators are subjected to the approval of the Public Prosecutors' Office to become effective.

ARTICLE 39 - Administrative functions cannot be assigned to people other than those appointed to perform them.

ARTICLE 40 - The Foundation officers are personally liable for damaging acts that, practised with malice or negligence, harm the entity, and for those that, in the same fashion and acting with such quality, cause damages to others.

SOLE PARAGRAPH - The Foundation officers are liable for the failure to comply with legal, regulatory and statutory terms, with their duties as administrators and managers of the assets of the Foundation; failure to account, in a timely fashion, for their administration, and failure to submit such accounts to the control of the Providers' Office of the Public Prosecutors' Office.

TITLE V - ON THE FINANCIAL YEAR

ARTICLE 41 - The financial year will coincide with the calendar year, ending on the 31st of December of each year.

ARTICLE 42 - The Board of Directors will, until

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the 30th of November of each year, present the Board of Curators with a budget proposal for the year after that, in which the investments in fixed assets and the expenses will be separately specified, according to the plan of accounts of the foundation and in the same manner as in the accounting reports of an annual kind.

§1 - The budget proposal should be justified with a reference of the corresponding work plan and will be supported by a preliminary report on the budgetary execution, and on the progress of the work plan, as approved for the current year.

§2 - The Board of Curators has up to thirty (30) days to approve or reject, in the whole or in part, the budget proposal, in the whole or in part, if unable to increase expenditure. § 3 -

Having approved the budget, or after the end of the term set in the previous paragraph, in the absence of decision from the Board of Curators, the President of the Foundation will be authorised to implement the budget proposed.

ARTICLE 43 - The registering of the operations of the Foundation will comply with Resolution 68 of 13/NOV/1979 of the General Prosecutors' Office and, where applicable, the norm of Law no. 6404

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of 15/1DEC/1976, as amended.

ARTICLE 44 - The submitting of annual accounts will be made to the Board of Curators and will mandatorily contain a report on the activities carried out and the financial statements as set by prevailing legislation.

§1 - After being examined by the Board of Curators, the accounts will be forwarded to the Board of Institutors and Donors and eventually to the examination of the Public Prosecutors' Office, until the 30th of June.

§2 - The lack of a manifestation from the Board of Curators or from the Board of institutors and Donors will produce the tacit approval of the accounts, not harming the subsequent steps, as described in the previous paragraph.

TITLE V - GENERAL PROVISIONS

ARTICLE 45 - the Foundation will advise the Public Prosecutors' Office in up to fifteen (15) days of any changes made to its registers.

ARTICLE 46 - The Foundation may neither become a member of other entities nor take part in them without the prior authorisation of the Public Prosecutors' Office.

ARTICLE 47 - The transformation or merger of the

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Foundation into a company or association is not allowed, and neither is its consolidation with such entities.

ARTICLE 48 - The change of headquarter's address, and the setting up of branches, premises, units, and the obtaining of the respective licence to operate, or their amendment, will depend on the prior approval of the Public Prosecutors' Office.

ARTICLE 49 - In order to amend the present Articles of Association it is necessary that such amendment: **a)** Is decided by two-thirds (2/3) of the members of the Board of Directors and of the Board of Institutors and Donors; **b)** Does not go against the purposes of the Foundation; **c)** Is approved by the Public Prosecutors' Office; and **d)** Is formalised in a Public Deed.

§1 - If the amendment has not been decided on by at least two-thirds (2/3) of the Board of Directors and the Board of institutors and Donors, the Foundation will make a request to the Public Prosecutors' Office to advise the minority then vanquished of the term of ten (10) days to oppose it.

§2 - The amendment of the Articles of association should be filed with the Civil registry of

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Corporate Persons and with the Estate Register, if any, pursuant to Article 33 of GPGJ Resolution no. 68/1979.

ARTICLE 50 - If an impossibility is found for the attainment of its purposes, after the prior agreement of the Public Prosecutors' Office, the Foundation will be extinct through the decision of at least two-thirds (2/3) of the members of the Board of Directors and of the Board of Institutors and Donors, with the act of extinction being formalised in a Public Deed.

SOLE PARAGRAPH - After the decision to extinguish the Foundation, its estate will revert for the benefit of the Federal University of Rio de Janeiro, with any other destination being forbidden." The costs payable for the drafting of this Deed is the sum of R\$90.,72, calculated pursuant to Table 07, item 1, plus R\$1.81 (free acts and PMCMV), and R\$21.88 (communication slips - Table 01, item (5), and R\$9.44 (filing costs - Table 01, item 04), and R\$180.0 (02 certificates, with 05 pages), to which the sums of R\$60.57 (Law no 3217/99), and R\$15.14 (FUNDPERT), and R\$15.14 (FUNPERT), and R\$12.11 (FUNARPEN/RJ), which will be paid pursuant to the terms and legal

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requirements, and R\$25.,54 (6th Distribution Office), and R\$16.92 (ISS), and R\$13.54 for contributions payable to each of the following bodies: Magistrate's Mutual Fund of Rio de Janeiro, Welfare and Pension Fund of the State of Rio de Janeiro Public Prosecutors, Pension Fund of the Legal Assistance System of the Stet of Rio de Janeiro, Association of Board Members of the Accounts Tribunal of the state of Rio de Janeiro, and the ANOREG (Law no. 3761/2002).

And thus it was said unto me, of which I attest and having read it, it was accepted and signed, with the waiving of witnesses. And I, **FABÍOLA FERREIRA DE JESUS**, Deputy Notary Public Official, with CGJ-RT Registration no. 946430, drafted it, rad it, and bring this act to ta close with the collection of the signature.

[signed] **FUNDAÇÃO UNIVERSITÁRIA JOSÉ BONIFÁCIO**

- President - **SYLVIA DA SILVEIRA MELLO VARGAS.**

I, Deputy Official, subscribe to it and sign it. And there was nothing else in the deed, faithfully transcribed here on the 20th of September of year 2016. I, Deputy Official, typed it, verified it, and sign it.

[signed]

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[stamp] Deputy Official - Registration no. 946430
Judiciary Branch - TJERJ - General Magistrate's
Office - Electronic Inspection Seal **EBSU46952-CFN**
Seal validity can be verified at:

5 <https://www3.tjrj.jus.br/sitepublico>

088559AA022648

RCPJ-RJ 03/10/2016-99 - EBN174530TDR

[sticker]

Civil Registry Office for Corporate Persons

10 Judiciary District of Rio de Janeiro

Rua México, 148, 3rd floor, Central Rio

I CERTIFY THAT THE PRESENTD OCUMENT WAS FILED
WITH A N°, REGISTRATION RECORD AND ON THE DATE
BELOW, AND THIS ANNOTATION WAS ISSUED WITH ONE

15 ADDITIONAL COUNTERPART

Registration no. 44219

201609291630239 03/10/2016

Fees: 288.10 Taxes: 111.48

SEAL: EBNI 74530 TDR

20 Go to <https://www3.tjrj.jus.br/sitepublico>

Authenticity verifiable at rcpjr.com.br or with
the QR CODE on the right

[QRCode] [signed] **Alnir F. da Silva**, Deputy
official

25 **PUBLIC PROSECUTORS' OFFICE - STATE OF RIO DE**

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JANEIRO

RCPJ-RJ 03/10/2016-99 - EBNI74562QMC

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2nd OFFICE OF JUSTICE ND INCORPORATIONS - PJJ

5 **Av. Almirante Barroso no. 139/6th floor - Central**

Rio

Rio de Janeiro/RJ Postal code: 20031-005 - Tels.

(21) 2262-3066/2550-7311

10 **PJJ ORDINANCE no.129/2016**

Ref. MPRJ Procedure no. 2016.00253513

**FUNDAÇÃO UNIVERSITÁRIA JOSÉ BONIFÁCIO [UNIVERSITY
FOUNDATION]**

15 **DECLARATORY ACT OF AUTHORISATION**

On the 28th of September, 2016.

The 2nd Office of Justice and Incorporations of
the Public Prosecutors' Office of the State of
20 Rio de Janeiro, in the use of his attributions as
contained in Articles 67 e 68 of the Brazilian
Civil code of Law, of Article 175 of
Supplementary State Law N° 106/03, of Article 36,
§1, of Article 35 and following ones of GPGJ
25 Resolution no. 68/79, and Article 7 of

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Supplementary Resolution no. 18/05 of the Office of Justice and incorporations, after an order issued on page 520 of procedure no. 2013.01362088, AUTHORISES THE FUNDAÇÃO
5 UNIVERSITÁRIA JOSÉ BONIFÁCIO [UNIVERSITY FOUNDATION] TO FILE FOR REGISTRATION, MATERIALISED IN THE DEED DRAFTED BEFORE THE 10th NOTARY PUBLIC OFFICE IN BOOK 7354, ON PAGE 165, WITH ACT no. 116, FILED WITH THE CIVIL REGISTER
10 OF CORPORATE PERSONS - RCPJ. After which I order the attachment of the act and/or document that proves the said annotation in up to one (01) month.

[signed] MARIA DE LOURDES ALMEIDA DA FONSECA,
15 State Prosecutor - Registration no. 4863

**** THE ABOVE WAS the whole text of said document, the true translation whereof I ATTEST. Given under my hand and seal of
20 office in Rio de Janeiro, on November 28th 2017.

25

