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HELLENIC REPUBLIC
ATHENS CHAMBER OF COMMERCE AND INDUSTRY

**DIRECTORATE: G.E.M.I, PC, GP, LP, OTHER LIABLE PERSONS & OSS
DEPARTMENT: INDIVIDUALS, FOREIGN BRANCHES & OTHER LIABLE
PERSONS**

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Athens, 27/8/2024
Ref. no.: 3348851

ANNOUNCEMENT

of Registration in the General Commercial Register (G.E.M.I.) and publication on the website of the G.E.M.I. of the details of the Civil Non-Profit Company under the name **MAKE-A-WISH GREECE**, the distinctive title **MAKE-A-WISH** and G.E.M.I. no. 175023001000.

On 27/7/2024 the MINUTES OF THE GENERAL MEETING dated 11/7/2024 of the members of the Civil non-profit Company under the name **MAKE-A-WISH GREECE CIVIL NON-PROFIT COMPANY**, the distinctive title **MAKE-A-WISH** and G.E.M.I. no. 175023001000 was registered in the General Commercial Register (G.E.M.I.), with Registration Code No. 4395509, in accordance with the provisions of Law 4072/2012 and 4919/2022 as in force, which decided the entry of a partner, the appointment of an administrator with simultaneous amendment of Article 7 of the Articles of Association and the Articles of Association of the company was renumbered / codified.

On the same date, the entire new text of the Articles of Association together with the amendments was registered in the General Commercial Registry.

The new text of the Articles of Association is attached and forms an integral part of this announcement.

THE HEAD OF THE DIRECTORATE
[stamp HELLENIC REPUBLIC
MINISTRY OF DEVELOPMENT AND INVESTMENT
ATHENS CHAMBER OF COMMERCE AND INDUSTRY]
[signature]
DIONYSIA GARIOU

The authenticity of this document can be verified at the following address <https://www.businessregistry.gr/> option "Publicity"

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E/O.G.D.110.03-02

AMENDMENT AND CODIFICATION OF THE ARTICLES OF THE CIVIL NON-PROFIT COMPANY
UNDER THE NAME "MAKE A WISH GREECE CIVIL NON-PROFIT COMPANY"

In Dafni, Attica, today, July 11, 2024 at 17.00, an Assembly of partners of the civil non-profit company called "**MAKE-A-WISH GREECE CIVIL NON-PROFIT COMPANY**" (hereinafter referred to as the "**Company**") with G.E.M.I. no. 175023001000 and TIN: 998947704, was held at the offices of the company, as follows:

- A. Gabriella Calini-Petzetaki of Roberto, psychologist, resident of Voula, Attica, 23 Digeni str., holder of passport no. YA 7725724, Ministro Affari Esteri e cooperazione Internazionale, TIN 115728338,
- B. Androulla Apostolidou of Apostolos, teacher, resident of Vari, Attica, 13, Mikras Varis str., holder of Republic of Cyprus passport no. 0000629645, with TIN 062797405,
- C. Ioanna Kiosse of Nikolaos, dance teacher, resident of Halandri, Attica, 1, Mantineias str., holder of ID card no. AH 121304 of the Police Station of Halandri, with TIN 036132608,
- D. Stylianos Grafakos of Ioannis, doctor, resident of Ilioupoli, Attica, 8 Agorakritou str., holder of ID card no. AE 090615 of the Sec. Dept. of Piraeus with TIN 015140134
- E. Anastasia Mania of Panagiotis, HR Director, resident of Filothei, Attica, 20 Kyprou str., holder of ID card no. AP 080701, of the Sec. Dept. of Filothei - Psychiko TIN 033635901,
- F. Vasileios Papadakis of Konstantinos, scientific consultant physician, resident of Maroussi, 47, Agiou Orous str., holder of ID card no. AN 000956, of the Sec. Dept. of Maroussi with TIN 072165262,
- G. Sofoklis Pilavios of Pantelis, attorney, resident of Athens, 29 Irodotou str., holder of ID card no. Σ237714/17.5.1999, of the Police Station of Psychiko, with TIN 027765426.
- H. Eleni Konstantinidi of Petros, freelancer, resident of Kifissia, 52, Pasmazoglou str., holder of ID card no. AN 018981, of the Sec. Dept. of Kifissia, with TIN 076994497, already the first "*incoming partner and administrator of the Company*".

Between the above, the following are agreed and mutually accepted:

- A. Pursuant to the Articles of Association of a civil non-profit company established on 21 May 2004 between: 1) Gabriella Calini - Petzetaki, 2) Pamela Bourazani, 3) Ioanna Kiosse, 4) Stylianos Grafakos, 5) Anastasia Mania, 6) Alexandra Serafeimidou and 7) Sofoklis Pilavios, under the name "MAKE-A-WISH GREECE" with the distinctive title "MAKE-A-WISH GREECE"

having its registered office in the Municipality of Glyfada, Attica, on 23 Karaiskaki str. & Vouliagmenis ave. The aforementioned company has as its charitable purpose the granting of requests ("wishes") of underage children, between the ages of three (3) and eighteen (18) years old, suffering from life-threatening illnesses. In all other respects, it is governed by the terms set out in the aforementioned Articles of Association, which were legally published in the company registers of the Athens Court of First Instance in September 2004 under number 14119.

B. Subsequently, pursuant to the deed of amendment of the original Articles of Association dated 2 March 2007, which was legally published in the company registers of the Athens Court of First Instance under serial number 6428/16.04.2007, Article 7 of the Articles of Association was amended as a result of the admission of a new partner, Ms. Androulla Apostolidou, to the Company, and codified in a single text.

C. Subsequently, pursuant to the deed of amendment of the Articles of Association dated 15 October 2008, which was legally published in the company registers of the Athens Court of First Instance under serial number 16927/2008, Article 5 of the Articles of Association was amended and codified in a single text.

D. Pursuant to the deed of amendment of the Articles of Association dated March 23rd 2009, which was legally published in the company registers of the Athens Court of First Instance under serial number 7514/2009, the amendment of Article 5 and the amendment of Article 8 of the Articles of Association was agreed upon and codified in a single text.

E. Pursuant to the deed of amendment of the Articles of Association dated December 6th, 2010, which was legally published in the company registers of the Athens Court of First Instance under serial number 4590/2011, the amendment of Article 7 of the Articles of Association was agreed upon and codified in a single text.

F. Pursuant to the deed of amendment of the Articles of Association dated May 11th, 2011 which was published with s/n 9870/2011, the amendment of Article 7 of the Articles of Association was agreed upon and codified in a single text.

G. Subsequently, pursuant to the deed of amendment of the Articles of Association dated October 1st, 2012, which was legally published in the company registers of the Athens Court of First Instance under serial number 17136/2012, the amendment of Article 7 of the Articles of Association was agreed upon and codified in a single text.

H. Subsequently, pursuant to the Deed of Amendment of the Articles of Association dated 01

July 2014, which was legally published in the company registers of the Athens Court of First Instance under serial number 535/2014, it was agreed to amend Article 7 of the Articles of Association and to add a new Article 8 of the Articles of Association, renumbering of the previous Article 8 to Article 9 of the Articles of Association and amendment thereof, renumbering of the previous Article 11 to Article 12 of the Articles of Association and amendment thereof, abolition of the previous Article 12 of the Articles of Association, and codified in a single text.

I. Subsequently, pursuant to the deed of amendment of the Articles of Association dated 7 April 2015 which was legally published in the company registers of the Athens Court of First Instance under serial number 312/2015, amendment of Article 7 of the Articles of Association was agreed upon.

J. Finally, pursuant to the deed of amendment of the Articles of Association dated 02 October 2017, which was legally published in the company registers of the Athens Court of First Instance under serial number 321/2017, amendment of Articles 3 and 7 of the Articles of Association was agreed upon and this was codified in a single text.

K. Finally, pursuant to the agreement of 28 September 2020 amending the Articles of Association, which was legally published in the company registers of the Athens Court of First Instance on 20 November 2020, the amendment of Articles 1, 7, 9 and 12 of the Articles of Association was agreed upon, while Article 5A was added and codified in a single text.

Already today, the partners are hereby jointly and unanimously deciding:

(A) Subject to the relevant conditions of Article 9 of the Articles of Association, the admission to the Company as a new partner of Ms. Eleni Konstantinidi of Petros, freelancer, resident of Kifissia, at 52 Pasmazoglou str., P.C.:14561, holder of ID card no. AN018981 of the Sec. Dept of Kifissia, born on 25.09.1977 in Athens, of Greek nationality, with TIN 076994497, Tax Office of Kifissia, which she has accepted by signing this amendment and the codification under it and acceding to all the declarations and agreements contained therein.

(B) Subsequently, the amendment of Articles 1 ("Constitution") and 7 ("Management - Representation") of the Articles of Association, in order to provide the possibility of appointing as Chairperson of the Board of Directors (Management Committee) and Administrator of the Company a third person, who, upon acquiring this status, automatically becomes a partner of the Company, for the duration of his/her term of office.

Given the above changes in the composition of the partners, Article 1 of the Articles of Association ("Constitution") is amended as follows:

"1. Constitution

The parties to this agreement:

A. Gabriella Calini-Petzetaki of Roberto, psychologist, resident of Voula, Attica, 23 Digeni str., holder of passport no. YA 7725724, Ministro Affari Esteri e cooperazion Internazionale, TIN 115728338,

B. Androulla Apostolidou of Apostolos, teacher, resident of Vari, Attica, 13, Mikras Varis str., holder of Republic of Cyprus passport no. 0000629645, with TIN 062797405,

C. Ioanna Kiose of Nikolaos, dance teacher, resident of Halandri, Attica, 1, Mantineias str., holder of ID card no. AH 121304 of the Police Station of Halandri, with TIN 036132608

D. Stylianos Grafakos of Ioannis, doctor, resident of Ilioupoli, Attica, 8 Agorakritou str., holder of ID card no. AE 090615 of the Sec. Dept. of Piraeus with TIN 015140134,

E. Anastasia Mania of Panagiotis, HR Director, resident of Filothei, Attica, 20 Kyprou str., holder of ID card no. AP 080701, of the Sec. Dept. of Filothei - Psychiko TIN 033635901,

F. Vasileios Papadakis of Konstantinos, scientific consultant physician, resident of Maroussi, 47, Agiou Orous str., holder of ID card no. AN 000956, of the Sec. Dept. of Maroussi with TIN 072165262, G. Sofoklis Pilavios of Pantelis, attorney, resident of Athens, 29 Irodotou str., holder of ID card no. Σ237714/17.5.1999, of the Police Station of Psychiko, with TIN 027765426.

H. Eleni Konstantinidi of Petros, freelancer, resident of Kifissia, 52, Pasmazoglou str., holder of ID card no. AN 018981, of the Sec. Dept. of Kifissia, with TIN 076994497

have decided as of today to constitute a civil company of a non-profit nature and purpose, in accordance with the provisions of Article 741 of the CC, the operation and activity of which shall be governed by the following specially drafted terms and individual agreements, which are considered essential by all parties".

Article 7 of the Articles of Association ("Management - Representation") is amended as follows:

"Article 7

*The Management Committee (Board of Directors) of the civil non-profit company under the name **"MAKE-A-WISH-GREECE"** consists of the following members:*

FULL NAME	FATHER'S NAME	ID CARD NO.	TIN	TAX OFFICE
Eleni Konstantinidi, <i>as Chairperson and Administrator</i>	<i>Petros</i>	<i>AN 018981</i>	<i>076994497</i>	<i>Kifissia</i>
Androulla Apostolidou Themeli <i>as treasurer</i>	<i>Apostolos</i>	<i>Republic of Cyprus</i> <i>ID card no.</i> <i>0000629645</i>	<i>062797405</i>	<i>Glyfada</i>
Maria Ampatzidou	<i>Dimitrios</i>	<i>AH 153532</i>	<i>128278072</i>	<i>Psychiko</i>
Paraskefi (Evi) Kantonias	<i>Asterios</i>	<i>AZ 263901</i>	<i>036835572</i>	<i>Larissa</i>
Kerastaris Antonios	<i>Konstantinos</i>	<i>AI 682788</i>	<i>044095485</i>	<i>Psychiko</i>
Anastasia Mania <i>as Secretary</i>	<i>Panagiotis</i>	<i>AP 080701</i>	<i>033635901</i>	<i>Filothei</i>
Vasileios Papadakis <i>as Vice-Chairperson</i>	<i>Konstantinos</i>	<i>AN 000956</i>	<i>072165262</i>	<i>Maroussi</i>
Alexandros Spyridon Patounis	<i>Achillefs</i>	<i>AN 085478</i>	<i>045226149</i>	<i>Palaio Faliro</i>
Konstantina (Tina) Stathopoulou	<i>Panagiotis</i>	<i>AK 560016</i>	<i>035374581</i>	<i>17th of Chalkida</i>
Ana Cristina Piedrahita Moustaka	<i>Sergio</i>	<i>USA Passport</i> <i>530472997</i>	<i>133232193</i>	<i>Psychiko</i>

Gabriella Calini	Roberto	Passport no. YA 7725724	115728338	Glyfada
Spyridon Theodoropoulos	Ioannis	AI 516490	15228617	Kifissia
Aspasia Malliou	Konstantinos	AK 558451	043941870	4th of Athens

A change in the composition of the Management Committee (Board of Directors) does not constitute a reason to amend these articles of Association and the composition is confirmed by an act of the General Director.

The responsibility and task of the Management Committee (Board of Directors) is:

(a) *making planning and policy decisions. In particular, the Management Committee (Board of Directors) defines the vision and mission of the Organisation, selects and recruits the General Director, as well as supports and evaluates him/her on a regular basis.*

(b) *the preparation, on the recommendation of the General Director, of the annual plan for the Organization. Defines and monitors the Organization's programs and services, contributes with its members' administrative skills to policy-making, planning, financial policy, budgeting, publicity and organization.*

(c) *locating funds. In particular, each member of the Management Committee (Board of Directors) shall personally undertake to secure financial support for the organization from at least one source, not excluding his or her personal work and provision of expert advice, shall secure sufficient resources for the achievement of the company's purpose and monitor their effective use, shall improve the public image of the organization, shall use his or her creative skills in publicity and public relations, shall propose and recommend individuals and businesses for the purpose of locating funds and shall support every action on the part of the Organization for locating funds.*

(d) *financial control. In particular, it shall maintain the integrity of the Organization in accordance with the purpose of its constitution, control finances, and ensure measures for*

*sound financial management and
(e) management of administrative services.*

In order to exercise the above powers, the Management Committee (Board of Directors) has (indicatively and not restrictively) the following means:

(a) Subject to the provisions of these Articles of Association, issue General Regulations applicable to an indefinite number of similar cases concerning the operation of the company (e.g. office operation - general work organization chart, operation of the Committees, representation in international fora, etc.). The General Regulation shall be communicated without delay to the Assembly of Partners. If the Assembly of Partners raises a reasoned objection, the

General Regulation shall be revoked automatically. The General Regulations issued shall be numbered in ascending order and kept by the General Director in a special register.

(b) Within the limits of the approved budget, it shall conclude contracts that are beneficial to the company (in its name and on its behalf), granting the relevant signature authority to the Chairperson, the General Director, or another member of the company.

(c) It shall establish and staff permanent or ad hoc Committees, other than those expressly mentioned in these Articles of Association.

(d) It shall hire external consultants and experts and commission the preparation of relevant reports or opinions or the development of specific expertise for the benefit of the company.

(e) Subject to the provisions on the protection of personal data, it shall maintain on behalf of the company a nationwide register of volunteers and employees and grant them powers of further representation of the company.

(f) it shall use any other lawful means appropriate for a management body to achieve the objectives of the company.

After the election of the Management Committee (Board of Directors), it is constituted and elects from among its members the Chairperson and Administrator, the Vice Chairperson(s), the Secretary and the Treasurer, after informing the partners. At the same meeting, the members and the Chairperson of the following committees are appointed a. Advertising and Sponsorship Committee, b. Board Development Committee, c. Wishes Committee, d. Events Committee, e. Finance Committee, also after informing the partners. Third parties may also

participate as members in the above committees.

Within 8 days of the partners being informed of the election of the above persons, the partners may express their objections. In the event that justified objections and reservations are expressed by a simple majority of the partners, another person must be elected by the Management Committee (Board of Directors). Any member holding these positions may be removed by a reasoned decision of a majority of the members of the Management Committee (Board of Directors).

Furthermore, it is stipulated that if a person who is not also a partner of the Company (hereinafter "third person") is selected as Chairperson of the Management Committee (Board of Directors) and Administrator, this person automatically enters the Company and acquires the status of a partner for a period equal to his term of office. This person will represent the Company and will perform all administrative acts on its behalf, will represent the Company vis-à-vis third parties (including tax and public authorities in general) and will bind the Company vis-à-vis them. In this case, the existing partners will have the obligation to amend and codify the articles of association for the entry of the Chairperson as a partner.

It is stipulated that the departure of the Chairperson of the Management Committee (Board of Directors) - Administrator due to the expiration of his/her term of office or for any other reason, automatically leads to the termination of his/her status as a partner of the Company. The Chairperson is obliged to notify this exit in writing by a statement to the existing partners of the Company.

The quorum of the Management Committee (Board of Directors) is constituted when at least half of its members are present and it decides by a simple majority of those present. In the event of a tie, the vote of the Chairperson and the Administrator shall prevail.

The term of office of a member of the Management Committee (Board of Directors) is set at three years. His or her term of office shall begin upon election and end at the end of the three-year calendar period. A member of the Management Committee (Board of Directors) may serve the company for two consecutive terms, but may be re-elected one year after the

end of the second term. In addition, the Management Committee (Board of Directors) is not entitled to receive remuneration for management, since this is part of the joint efforts of the parties to achieve the company's purpose, and the provisions of Articles 714 to 723 of the CC (on mandate) apply to its activities and responsibilities.

The Management Committee (Board of Directors) may not consist of less than seven (7) and more than fifteen (15) voting members.

The Management Committee (Board of Directors) may be revoked by a decision of the majority of all partners and for good cause and such revocation may not be excluded in the case of amendment of this private agreement (articles of association - corporate).

The entry of a new member of the Management Committee (Board of Directors) is carried out following a fully reasoned decision of the Management Committee (Board of Directors), after the proposal of the existing member and the relevant information of the partners.

A member of the Management Committee (Board of Directors) may be removed for cause by a decision of the majority of the partners and after a written and reasoned proposal of the other members of the Management Committee (Board of Directors).

Responsibilities of the Chairperson and the Administrator:

0 Chairperson of the Management Committee:

a) Generally represents the company in court and out of court against any natural or legal person and against any administrative, tax, insurance, judicial, ecclesiastical, community, public or any other authority while exercising all management actions.

b) Coordinate the activities, ensure the implementation of the decisions of the Management Committee, direct the activities of the company, and manage its affairs.

c) Appoint and remove attorneys-at-law and any other agent to whom he or she may entrust the representation of the company for a specific action or legal transaction.

d) Inform the members of the Management Committee on the progress of the company's affairs.

e) Give directives and instructions to the General Director in accordance with the decisions of the Management Committee.

g) In the absence or incapacity of the Chairperson, the Vice Chairperson or one of them shall replace the Chairperson.

The Chairperson may authorise the Vice-Chairperson or one of the Vice-Chairpersons or the General Director to sign on his/her behalf and represent the Organisation.

Responsibilities of the Secretary:

The Secretary of the Management Committee shall keep the books of minutes and decisions of the Management Committee, shall monitor the log of incoming and outgoing documents. For this task he or she shall be assisted and supported by a secretariat.

If the Secretary is absent or indisposed, the General Director shall replace him or her.

Responsibilities of the Treasurer:

The treasurer of the Management Committee is a mandatory member of the 2-member Audit and Finance Committee, which deals with the financial issues of the Company, together with Ms. Anastasia Mania (Company Secretary). He or she also supervises all financial transactions and activities of the company, takes note of the balance sheets and all accounting documents, books and data of the company, always being assisted by an accountant. Especially with regard to the financial transactions of the Company and transactions with banking institutions, for transactions up to 5,000 euros, it is possible for either the treasurer Ms. Androulla Themeli Apostolidou or the Company's Secretary Ms. Mania Anastasia to sign. For transactions of €5,001 or more, the signature of both members of the Audit and Finance Committee is required”.

(C) Pursuant to the above amended Article 7 of the Articles of Association, it was decided to elect Ms. Eleni Konstantinidi of Petros as Chairperson of the Board of Directors - legal representative and administrator of the Company. It was unanimously decided to entrust the entire management and representation of the company to Eleni Konstantinidou, as they result from the Law and the Articles of Association.

(D) Further, the partners agree that the current composition of the Management Committee (Board of Directors) of the Company is as follows:

FULL NAME	FATHER'S NAME	ID CARD NO.	TIN	TAX OFFICE
Eleni Konstantinidi, <i>as Chairperson and Administrator</i>	<i>Petros</i>	<i>AN 018981</i>	<i>076994497</i>	<i>Kifissia</i>
Androulla Apostolidou Themeli <i>as treasurer</i>	<i>Apostolos</i>	<i>Republic of Cyprus</i> <i>ID card no.</i> <i>0000629645</i>	<i>062797405</i>	<i>Glyfada</i>

Maria Ampatzidou	<i>Dimitrios</i>	<i>AH 153532</i>	<i>128278072</i>	<i>Psychiko</i>
Paraskefi (Evi) Kantonias	<i>Asterios</i>	<i>AZ 263901</i>	<i>036835572</i>	<i>Larissa</i>
Kerastaris Antonios	<i>Konstantinos</i>	<i>AI 682788</i>	<i>044095485</i>	<i>Psychiko</i>
Anastasia Manias <i>Secretary</i>	<i>Panagiotis</i>	<i>AP 080701</i>	<i>033635901</i>	<i>Filothei</i>
Vasileios Papadakis <i>Vice-Chairperson</i>	<i>Konstantinos</i>	<i>AN 000956</i>	<i>072165262</i>	<i>Maroussi</i>
Alexandros Spyridon Patounis	<i>Achillefs</i>	<i>AN 085478</i>	<i>045226149</i>	<i>Palaio Faliro</i>
Konstantina (Tina) Stathopoulou	<i>Panagiotis</i>	<i>AK 560016</i>	<i>035374581</i>	<i>17th of Chalkida</i>
Ana Cristina Piedrahita Moustaka	<i>Sergio</i>	<i>USA Passport 530472997</i>	<i>133232193</i>	<i>Psychiko</i>
Gabriella Calini	<i>Roberto</i>	<i>Passport no. YA 7725724</i>	<i>115728338</i>	<i>Glyfada</i>
Spyridon Theodoropoulos	<i>Ioannis</i>	<i>AI 516490</i>	<i>15228617</i>	<i>Kifissia</i>
Aspasia Malliou	<i>Konstantinos</i>	<i>AK 558451</i>	<i>043941870</i>	<i>4th of Athens</i>

The partners declare that this composition is valid at the time of signing this agreement and that a change in the composition of the Management Committee (Board of Directors) does not constitute a reason to amend these Articles of Association, while the current composition is confirmed by an act of the General Director.

In view of the above, the text of the Codified Statutes is set out below:

ARTICLES OF ASSOCIATION

of the civil non-profit company, under the name of
“MAKE-A-WISH-GREECE CIVIL NON-PROFIT COMPANY”
and the distinctive title “MAKE-A-WISH”
(G.E.M.I. NO. 175023001000 and TIN:998947704)

(as in force - codified - after the decision of the General Assembly of Partners of
11.07.2024)

ARTICLE 1 - Constitution

The parties to this agreement:

- I. Gabriella Calini-Petzetaki of Roberto, psychologist, resident of Glyfada, Attica, 23 Digeni str., holder of passport no. YA 7725724, Ministro Affari Esteri e cooperazion Internazionale, TIN 115728338,
- J. B.Androulla Apostolidou of Apostolos, teacher, resident of Vari, Attica, 13, Mikras Varis str., holder of Republic of Cyprus passport no. 0000629645, with TIN 062797405,
- JA. Ioanna Kiose of Nikolaos, dance teacher, resident of Halandri, Attica, 1, Mantineias str., holder of ID card no. AH 121304 of the Police Station of Halandri, with TIN 036132608
- JB Stylianos Grafakos of Ioannis, doctor, resident of Ilioupoli, Attica, 8 Agorakritou str., holder of ID card no. AE 090615 of the Sec. Dept. of Piraeus with TIN 015140134,
- JC Anastasia Mania of Panagiotis, HR Director, resident of Filothei, Attica, 20 Kyprou str., holder of ID card no. AP 080701, of the Sec. Dept. of Filothei - Psychiko TIN 033635901,

JD Vasileios Papadakis of Konstantinos, scientific consultant physician, resident of Maroussi, 47, Agiou Orous str., holder of ID card no. AN 000956, of the Sec. Dept. of Maroussi with TIN 072165262,

JE Sofoklis Pilavios of Pantelis, attorney, resident of Athens, 29 Irodotou str., holder of ID card no. Σ237714/17.5.1999, of the Police Station of Psychiko, with TIN 027765426.

JF Eleni Konstantinidi of Petros, freelancer, resident of Kifissia, 52, Pesmazoglou str., holder of ID card no. AN 018981, of the Sec. Dept. of Kifissia, with TIN 076994497

have decided as of today to constitute a civil company of a non-profit nature and purpose, in accordance with the provisions of Article 741 of the CC, the operation and activity of which shall be governed by the following specially drafted terms and individual agreements, which are considered essential by all parties.

ARTICLE 2 - Name

The name of the company is designated as and consists of the phrases "MAKE-A-WISH GREECE" and the distinctive title "MAKE-A-WISH GREECE". In its dealings with foreign countries, the company shall use the name "MAKE-A-WISH-(OF) GREECE"

ARTICLE 3 - Headquarters

The registered office of the company is established in the municipality of Daphni - Hymmetus, Attica and specifically at no. 47 Ethnikis Antistaseos str., in the Municipal Unit of Daphni corporate office.

The company may change its address within the boundaries of its seat, without amending its Articles of Association.

ARTICLE 4 - Duration

The duration of the company is agreed and defined for the period of thirty (30) years, starting from the moment of signing this private agreement (articles of association) of the company and this period may be extended with the consent of all parties, as well as this period may also be shortened similarly after a corresponding decision of all parties, especially in the event that the corporate, non-profit purpose of the parties and the

company cannot be achieved.

ARTICLE 5 - Purpose

The Company has a charitable non-profit character and shall be organized and operated exclusively for the charitable purpose of fulfilling the requests ("wishes") of underage children, between the ages of three (3) and eighteen (18) years old, suffering from life-threatening diseases.

In order to achieve these purposes, the Company shall carry out and perform any actions necessary or appropriate for the realization of the above purposes of the Company and in conjunction with these, it may exercise any of the powers granted to non-profit companies by Greek law.

In particular, in order to achieve its objectives, the Company may sell products, printed material and publications to the public, the proceeds of which shall be used for the achievement of its objectives.

Furthermore, in order to achieve its objectives, the Company may establish offices and branches anywhere in Greece in order to further develop its activities.

The Company is established so as to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates and is not established for pecuniary gain or financial benefit. No part of the net income of the Company shall benefit or be distributed to its partners, directors, executives or any other third party.

However, the Company shall be authorized and entitled to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes set forth herein. Notwithstanding that the Company shall be entitled to and shall make reasonable charges for any services which it provides or any products which it sells or for material or publications which it provides, all funds received by the Company for its services, materials or publications or otherwise, over and above its cost of operation, shall be used for the achievement of its purposes.

ARTICLE 5^A - Relations with the International Organisation

The company has an affiliation with the non-profit legal entity under the name Make-a-Wish

Foundation International, incorporated under the laws of the State of Arizona, USA (the "International Organization"). In this capacity, it is an affiliate of the international network of organizations of the same name per national territory established by the relevant legal instruments of accession and cooperation (by-laws).

In this context, the parties herein agree that:

- i. the statutory purpose of the company and each provision of these Articles of Association shall be interpreted in a manner consistent with the by-laws, without, however, in any way affecting the autonomy of the legal personality of the company and the framework of its rights and obligations under Greek law.
- ii. the company secures in the Greek legal order the distinctive features and intellectual property rights which include the word mark of its name in agreement with the International Organization.
- iii. the company participates as a full and equal member in the activities and meetings of the international network of affiliates and harmonizes its action and operation with the policies and standards defined therein; iv. in the event of dissolution or succession of the International Organization, the company will seek by all legal means to continue its participation in the international family of affiliates and generally of organizations with similar objectives and means of achievement. However, the termination of the company's affiliation with the International Organization for any reason whatsoever shall not constitute grounds for its automatic dissolution.

ARTICLE 6 - Capital - Resources - Contribution - Liability of partners

The company's capital amounts to seven thousand (7,000) euros, which is deemed necessary to meet its needs.

The above amount shall be paid by all partners proportionally.

In addition to the above mentioned capital, the company will have income from donations or voluntary subscriptions of the members of the company or third parties, from grants and aids of public or private law bodies, NGOs, NPOs, natural persons in Greece or abroad, local

authorities, N.O.C., from the proceeds of events, studies, research, publications, etc., as well as from any other assets that the company will acquire from the exercise of absolutely relevant, relevant and necessary for the operation of the company's activities.

However, all of the company's income from any source will be used to serve its purposes and will not be distributed to the partners or the members of its Board of Directors as profit.

The parties - partners further agree with this document, that they will contribute, mainly with their personal work, to the promotion and success of the common, non-profit purpose of the company and expressly prohibited with a corresponding free commitment from now on by all parties to participate in other competing to the purpose of the company associations of persons, companies and organizations in general and accept all, that they will avoid any act of competition to the company and its purpose in particular.

The obligations arising towards third parties from the management and representation of the company and any other obligations of the company are borne equally by each partner, who is also responsible for covering any losses that may arise during the effort to achieve the company's purpose and during the operation and activity of the company.

ARTICLE 7 - Management - Representation

The Management Committee (Board of Directors) of the civil non-profit company under the name "**MAKE-A-WISH-GREECE**" consists of the following members:

FULL NAME	FATHER'S NAME	ID CARD NO.	TIN	TAX OFFICE
Eleni Konstantinidi, as Chairperson and Administrator	Petros	AN 018981	076994497	Kifissia
Androulla Apostolidou Themeli as treasurer	Apostolos	Republic of Cyprus ID card no. 0000629645	062797405	Glyfada

Maria Ampatzidou	Dimitrios	AH 153532	128278072	Psychiko
Paraskefi (Evi) Kantonias	Asterios	AZ 263901	036835572	Larissa
Kerastaris Antonios	Konstantinos	AI 682788	044095485	Psychiko

Anastasia Mania as Secretary	Panagiotis	AP 080701	033635901	Filothei
Vasileios Papadakis as Vice-Chairperson	Konstantinos	AN 000956	072165262	Maroussi
Alexandros Spyridon Patounis	Achillefs	AN 085478	045226149	Palaio Faliro
Konstantina (Tina) Stathopoulou	Panagiotis	AK 560016	035374581	17th of Chalkida
Ana Cristina Piedrahita Moustaka	Sergio	USA Passport 530472997	133232193	Psychiko
Gabriella Calini	Roberto	passport no. YA 7725724	115728338	Glyfada
Spyridon Theodoropoulos	Ioannis	AI 516490	15228617	Kifissia
Aspasia Malliou	Konstantinos	AK 558451	043941870	4th of Athens

A change in the composition of the Management Committee (Board of Directors) does not constitute a reason to amend these articles of Association and the composition is confirmed by an act of the General Director.

The responsibility and task of the Management Committee (Board of Directors) is:

(a) making planning and policy decisions. In particular, the Management Committee (Board of Directors) defines the vision and mission of the Organisation, selects and recruits the General Director, as well as supports and evaluates him/her on a regular basis.

(b) the preparation, on the recommendation of the General Director, of the annual plan for the Organization. It defines and monitors the Agency's programmes and services, contributes with its members' administrative skills to policy-making, planning, financial policy, budgeting, advertising and organisation.

(c) locating funds. In particular, each member of the Management Committee (Board of Directors) shall personally undertake to secure financial support for the organization from at least one source, not excluding his or her personal work and provision of expert advice, shall secure sufficient resources for the achievement of the company's purpose and monitor their effective use, shall improve the public image of the organization, shall use his or her creative skills in publicity and public relations, shall propose and recommend individuals and businesses for the purpose of locating funds and shall support every action on the part of the Organization for locating funds.

(d) financial control. In particular, it shall maintain the integrity of the Organization in accordance with the purpose of its constitution, control finances, and ensure measures for sound financial management and

(e) management of administrative services.

In order to exercise the above powers, the Management Committee (Board of Directors) has (indicatively and not restrictively) the following means:

(a) Subject to the provisions of these Articles of Association, issue General Regulations applicable to an indefinite number of similar cases concerning the operation of the company (e.g. office operation - general work organization chart, operation of the Committees, representation in international fora, etc.). The General Regulation shall be communicated without delay to the Assembly of Partners. If the Assembly of Partners raises a reasoned objection, the General Regulation shall be automatically revoked. The General Regulations issued shall be numbered in ascending order and kept by the General Director in a special book.

(b) Within the limits of the approved budget, it shall conclude contracts that are beneficial to the company (in its name and on its behalf), granting the relevant signature authority to the Chairperson, the General Director, or another member of the company.

(c) It shall establish and staff permanent or ad hoc Committees, other than those expressly mentioned in these Articles of Association.

(d) It shall hire external consultants and experts and commission the preparation of relevant reports or opinions or the development of specific expertise for the benefit of the company.

(e) Subject to the provisions on the protection of personal data, it shall maintain on behalf of the company a nationwide register of volunteers and employees and grant them powers of further representation of the company.

(f) it shall use any other lawful means appropriate for a management body to achieve the objectives of the company.

After the election of the Management Committee (Board of Directors), it is constituted and elects from among its members the Chairperson and Administrator, the Vice Chairperson(s), the Secretary and the Treasurer, after informing the partners. At the same meeting, the members and the Chairperson of the following committees shall be appointed a. Advertising and Sponsorship Committee, b. Board of Directors Development Committee, c. Wishes Committee, also after informing the partners accordingly. Third parties may also participate as members in the above committees.

Within 8 days of the partners being informed of the election of the above persons, the partners may express their objections. In the event that justified objections and reservations are expressed by a simple majority of the partners, another person must be elected by the Management Committee (Board of Directors). Any member holding these positions may be removed by a reasoned decision of a majority of the members of the Management Committee (Board of Directors).

Furthermore, it is stipulated that if a person who is not also a partner of the Company (hereinafter "third person") is selected as Chairperson of the Management Committee (Board of Directors) and Administrator, this person automatically enters the Company and acquires the status of a partner for a period equal to his term of office. This person will represent the Company and will perform all administrative acts on its behalf, will represent the Company vis-à-vis third parties (including tax and public authorities in general) and will bind the Company vis-à-vis them. In this case, the existing partners will have the obligation to amend and codify the articles of association for the entry of the Chairperson as a partner.

It is stipulated that the departure of the Chairperson of the Management Committee (Board

of Directors) - Administrator due to the expiration of his/her term of office or for any other reason, automatically leads to the termination of his/her status as a partner of the Company. The Chairperson is obliged to notify this exit in writing by a statement to the existing partners of the Company.

The quorum of the Management Committee (Board of Directors) is constituted when at least half of its members are present and it decides by a simple majority of those present. In the event of a tie, the vote of the Chairperson and the Administrator shall prevail.

The term of office of a member of the Management Committee (Board of Directors) is set at three years. His or her term of office shall begin upon election and end at the end of the three-year calendar period. A member of the Management Committee (Board of Directors) may serve the company for two consecutive terms, but may be re-elected one year after the end of the second term. In addition, the Management Committee (Board of Directors) is not entitled to receive remuneration for management, since this is part of the joint efforts of the parties to achieve the company's purpose, and the provisions of Articles 714 to 723 of the CC (on mandate) apply to its activities and responsibilities.

The Management Committee (Board of Directors) may not consist of less than seven (7) and more than fifteen (15) voting members.

The Management Committee (Board of Directors) may be revoked by a decision of the majority of all partners and for good cause and such revocation may not be excluded in the case of amendment of this private agreement (articles of association - corporate).

The entry of a new member of the Management Committee (Board of Directors) is carried out following a fully reasoned decision of the Management Committee (Board of Directors), after the proposal of the existing member and the relevant information of the partners.

A member of the Management Committee (Board of Directors) may be removed for cause by a decision of the majority of the partners and after a written and reasoned proposal of the other members of the Management Committee (Board of Directors).

Responsibilities of the Chairperson and the Administrator:

The Chairperson of the Management Committee:

- a) Generally represents the company in court and out of court against any natural or legal person and against any administrative, tax, insurance, judicial, ecclesiastical, community, public or any other authority while exercising all management actions.
- b) Coordinate the activities, ensure the implementation of the decisions of the Management Committee, direct the activities of the company, and manage its affairs.
- c) Appoint and remove attorneys-at-law and any other agent to whom he or she may entrust the representation of the company for a specific action or legal transaction.
- d) Inform the members of the Management Committee on the progress of the company's affairs.
- e) Give directives and instructions to the General Director in accordance with the decisions of the Management Committee.
- g) In the absence or incapacity of the Chairperson, the Vice Chairperson or one of them shall replace the Chairperson.

The Chairperson may authorize the Vice-Chairperson or one of the Vice-Chairpersons or the General Director to sign on his or her behalf and to represent the Organization.

Responsibilities of the Secretary:

The Secretary of the Management Committee shall keep the books of minutes and decisions of the Management Committee, shall monitor the log of incoming and outgoing documents. For this task he or she shall be assisted and supported by a secretariat.

If the Secretary is absent or indisposed, the General Director shall replace him or her.

Responsibilities of the Treasurer:

The treasurer of the Management Committee is a mandatory member of the 2-member Audit and Finance Committee, which deals with the financial issues of the Company, together with Ms. Anastasia Mania (Company Secretary). He or she also supervises all financial transactions and activities of the company, takes note of the balance sheets and all accounting documents, books and data of the company, always being assisted by an accountant. Especially with regard to the financial transactions of the Company and

transactions with banking institutions, for transactions up to 5,000 euros, it is possible for either the treasurer Ms. Androulla Themeli Apostolidou or the Company's Secretary Ms. Mania Anastasia to sign. For transactions of €5,001 or more, the signature of both members of the Audit and Finance Committee is required.

Article 8 -General Director

Following a fully reasoned decision of the Management Committee and following a proposal by its members, a contract is concluded with the General Director of the company, with the following duties:

- To implement the decisions of the Management Committee.
- To manage and oversee the daily operation of Make - A-Wish Greece so as to ensure the sustainability of the company.
- To conduct research on fundraising aimed at supporting the company's programs.
- To preserve and enhance the positive image of the company in any collaboration or contact and to promote communication through all forms of media and social media.
- To represent the company in various social events.
- He or she is responsible for communication and contact with MAKE-A-WISH INTERNATIONAL and represents the company at the international conferences of MAKE-A-WISH INTERNATIONAL.
- Oversees all programs, services, activities and facilities of the company to ensure that the company's objectives are met.
- Submits a reasoned proposal to the Management Committee for the recruitment of employees to the company. Supervises and evaluates the company's staff and ensures compliance with all applicable labour laws and regulations. Prepares the company's annual budget in collaboration with the appropriate staff and the members of the Audit and Finance Committee. Monitors revenue, expenditure, and cash flows.
- Submits reports to the Board of Directors for approval on anything requested.
- Remains informed about the company's international collaborations and recommends common policies to the Management Committee.
- Makes recommendations to the Management Committee on company actions and initiatives, specifically outlining their purpose and funding, based on the annual

budget.

- Works with the company staff, bearing responsibility for the company's operation. Cooperates with the managers of the company's regional offices and communicates the decisions of the Management Committee to them.
- Presents the company's annual plan and annual financial report to the Management Committee.
- Participates in the meetings of the Management Committee and on the Committees of the company, without the right to vote.

The General Director is subject to the decisions of the Management Committee and works closely with all its members and its Chairperson, and is assisted and evaluated by the Management Committee at regular intervals. He or she also works closely with the members of the Committees of the Company, providing any information that may be requested.

The General Director may be dismissed for cause by a fully reasoned decision of a majority of the members of the Management Committee.

To this end, the provisions of the labour legislation, as applicable from time to time, shall be applicable.

Article 9 - Admission of New Partners

Members of the Management Committee

Admission of new partners into the company is allowed only by decision of the majority of the partners. Either a member of the Management Committee or any third party may be elected as a new partner.

Any third non-partner may be elected as a member of the Management Committee by decision of the majority of the existing Management Committee.

The term of office of a member of the Management Committee shall be three years. His or her term of office shall begin upon election and end at the end of the three-year calendar period. Each member may only serve two consecutive terms but shall be eligible for re-election one year after the expiry of his or her second consecutive term of office.

Admission of new partners requires a written amendment of the Articles of Association and compliance with the publication formalities.

Article 10 - Departure of Partners

Each partner has the right to depart by giving three (3) months' written notice to the company prior to his or her departure.

A partner may withdraw from the company by decision of the majority of the partners for good cause and this term may not be lifted even after amendment of this article.

Under no circumstances may an outgoing partner claim any sum from the company's property, derived from the company's activities, third party contributions, grants or any other reason, except for any outstanding wages, overtime, etc. for dependent employment.

Article 11 - Termination

The company is dissolved at the end of its duration, i.e. at its dissolution.

In case of death or legal incapacity or bankruptcy or declaration of absentia of one of the partners, the company shall not be dissolved but shall continue among the other partners.

Article 12 - Meetings of Partners and Members of the Management Committee

The Annual General Assembly of the partners shall be held on the last Friday of January each year, for the purpose of electing new partners and any other existing matters within its competence. However, whenever necessary, extraordinary Assemblies of Partners may be convened to address any issues that may arise.

Regular meetings of the Management Committee shall be held at least six (6) times per year following a decision of the Management Committee and whenever deemed necessary.

The Management Committee is obliged at the first meeting of each year, in which the partners of the company shall participate by right, to present an account of the past year

and to account to the partners for its activities.

A simple majority of the number of partners and members of the Management Committee shall constitute a quorum for the transaction of business at any Assembly of Partners or meeting of the members of the Management Committee.

The Assembly of the Partners and the Management Committee may hold their regular and extraordinary meetings by videoconference and the use of electronic video and audio applications, upon specific invitation (by email) providing personalized means of access to a common digital location on a specific day and time. A member shall be presumed to be present at the meeting based on the fact that they are connected online. For the convening, the agenda and the necessary quorum and majority for taking decisions, the provisions of these Articles of Association shall apply mutatis mutandis to meetings of the respective body with the physical presence of its members.

Article 13 - Corporate use

The financial year shall begin on 1 January of each year and end on 31 December of each year.

Article 14 - Liquidation

Upon the termination or dissolution of the company or the expiry of the license under which the company has the right to use the name MAKE-A-WISH, the company's assets shall be liquidated by a liquidator appointed by a simple majority of the partners, potentially a non-member of the company, who shall proceed as soon as possible with the liquidation of the company's assets, covering the company's obligations by selling, if necessary, the company's assets, subject to the provisions of articles 777 et seq. of the CC. It is expressly agreed that any remaining assets shall be donated to the MAKE-A-WISH INTERNATIONAL Foundation (or any special successor) headquartered in the United States or to any other entity in Greece designated by the MAKE-A-WISH INTERNATIONAL Foundation at its sole discretion. The appointed liquidator shall be obliged to take all necessary measures to comply with the directives contained in this paragraph.

After the parties have agreed and co-accepted the above, the present was drawn up in eleven (11) originals, all parties received one (1) each, where the ninth (9) will be filed with the competent tax office, the tenth (10) in the relevant books of the Athens Court of First Instance and the eleventh (11) in the General Electronic Commercial Registry (G.E.M.I.).

Athens, 11 July 2024 THE PARTIES

The Remaining Partners (in alphabetical order)

Apostolidou – Themeli Androulla	
Grafakos Stylianos	
Calini Gabriella	
Kiosse Ioanna	

Mania Anastasia	
Papadakis Vasileios	
Pilavios Sofoklis	

The incoming partner and administrator of the Company

Konstantinidi Eleni	
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