Bylaws

Vontobel, Inc. (“the Company”)

1. Authority

(1) These bylaws are enacted by the sole Director under the authority delegated by Section 5(1) of the Certificate of Incorporation.

2. Management

(1) The day-to-day Management of the Corporation shall be delegated to officers who are appointed by and serve at the pleasure of the sole Director (“Director”).

(2) The Director shall appoint individuals to at least the following officer positions:

(a) Chief Executive Officer — the top executive of the Company. He has the authority to make operational decisions, direct financial resources and appoint or terminate employees. He also has the power to delegate this authority to other officers or employees.

(3) The Director may appoint individuals to at least the following officer positions:

(a) Chief Operations Officer — the second-highest executive of the Company. He is automatically instated as Acting Chief Executive Officer if the position becomes vacant.

(b) Chief Financial Officer — the chief accountant of the Company. He is tasked with preparing financial statements and representing the company in matters of compliance with the Chief Executive Officer.

(4) The Director may appoint officers not listed in Section 2(2) or Section 2(3) and define their responsibilities. These officers also serve at the pleasure of the Director.

3. Compensation

(1) The compensation of Officers shall be unilaterally set by the Director.

(2) The compensation of the Director shall be set by himself, with approval of a majority of the Class A shareholders.

4. Signature Powers

(1) The following individuals are authorised to sign documents on the company’s behalf:

(a) all Officers of the Company

(b) the sole Director of the Company