

CERTIFICATE OF FORMATION
OF
THE WON FAMILY FOUNDATION

KNOW ALL MEN BY THESE PRESENTS, that the undersigned incorporator does hereby form a nonprofit corporation under the Alabama Nonprofit Corporation Law, and does declare:

ARTICLE I
NAME

The name of the nonprofit corporation shall be "The Won Family Foundation" (the "Corporation").

ARTICLE II
TYPE OF ENTITY

The Corporation is a Nonprofit Corporation.

ARTICLE III
PURPOSES

(1) The purposes for which the Corporation is organized are to provide grants to domestic and nondomestic charitable entities, government entities and their agencies, private operating foundations, and individuals, as well as to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and its Regulations as they now exist or as they may hereafter be amended (the "Regulations").

(2) Grants may only be made to individuals in need due to poverty or temporary distress, to conduct charitable activities, and for study, travel or similar purposes (scholarships).

(3) No part of the net earnings of the Corporation shall inure to the benefit of any Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director, officer of the Corporation, or any private individual shall be entitled to share in the

distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except to the extent provided in Section 501(h) of the Code if the election provided for in such section is made), and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Under no circumstances shall the Corporation make loans to officers and Directors.

(4) Notwithstanding any other provision of this Certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501 (c) (3) of the Code and the Regulations, or (ii) by an organization to which contributions are deductible under Section 170(c)(2) of the Code and the Regulations.

(5) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed as set forth in Article IV.

ARTICLE IV DURATION

The duration of this Corporation shall be perpetual. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Code and the Regulations.

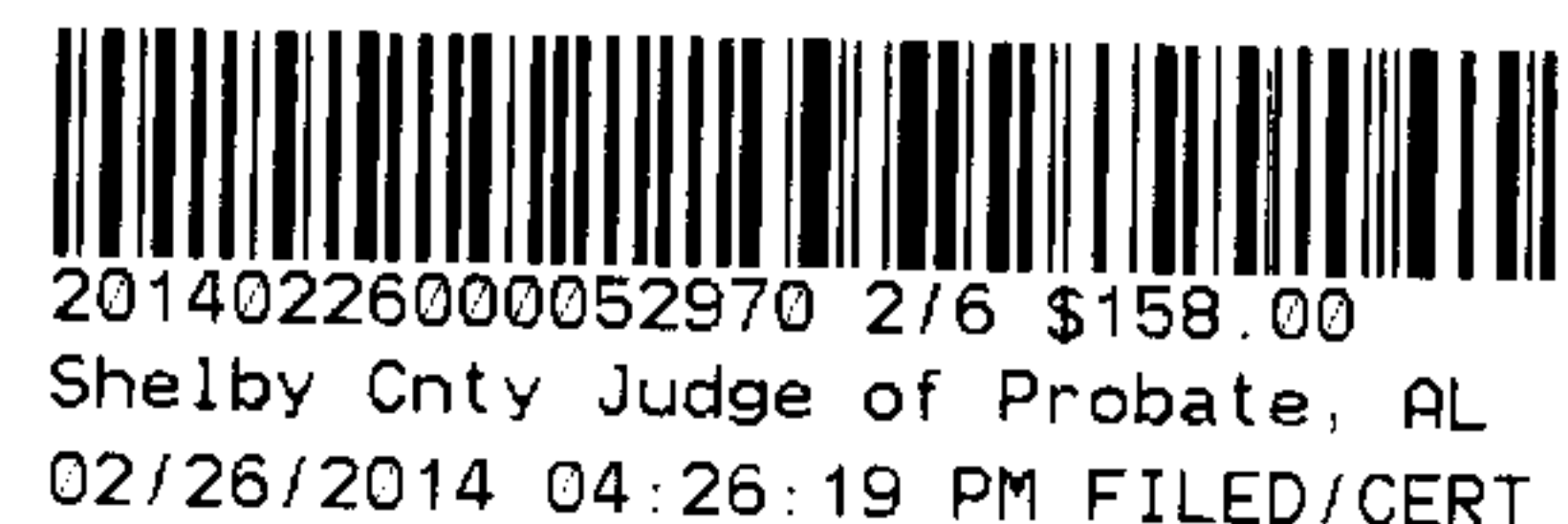
ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 720 Riverchase Parkway West, Riverchase, Alabama 35244. The initial registered agent of the Corporation at such address is Yue Lan Chen.

ARTICLE VI INCORPORATOR

The name and address of the Incorporator is:

Yue Lan Chen
720 Riverchase Parkway West
Birmingham, AL 35244



ARTICLE VII
MEMBERS


The Corporation shall have no Members.

ARTICLE VIII
DIRECTORS

(1) The corporate powers shall be exercised by the Board of Directors, except as otherwise provided by statute, by the Certificate of Formation, or by Bylaws hereafter adopted, and any amendments to the foregoing. The number of Directors of the Corporation, their terms of office, and the method of their selection and removal shall be provided for in, and determined by, the Bylaws; provided, however, in accordance with §10A-3-2.09 of the Code of Alabama (1975), as same may be amended from time-to-time, the number of Directors of the Corporation shall not be less than three (3).

(2) The number of Directors constituting the initial Board of Directors shall be five (5), and the names and addresses of the persons who are to serve as the initial Directors are as follows:

NAME	ADDRESS
Gin Hsing Chen	720 Riverchase Parkway West, Birmingham, AL 35244
Gin Shen Chen	1835 Polo Court, Hoover, AL 35226
Chiang C. Wong	4161 Alston Lane, Birmingham, AL 35242
Chiang Fen Yeh	2024 Weeping Willow Lane, Birmingham, AL 35216
Shao Li Chen	2713 Altadena Lake Road, Birmingham, AL 35243


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(3) In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized to make and alter the Bylaws as provided for in, and determined by, the Bylaws.

(4) The Corporation may, in its Bylaws, confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statute.

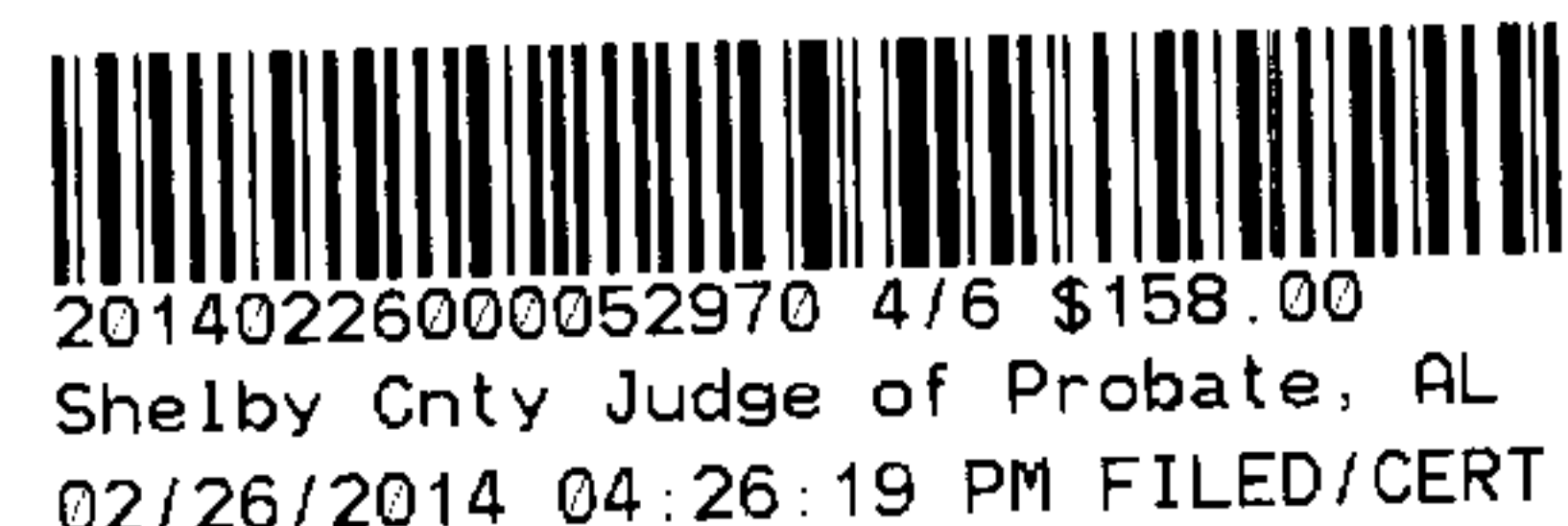
ARTICLE IX POWERS

As a means of accomplishing the foregoing purposes, the Corporation shall have the following powers, in addition to the general powers provided by statute: In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a nonprofit corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Corporation, subject to the further limitation and condition that, notwithstanding any other provisions of this Certificate, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Code and the Regulations, and by an organization to which contributions are deductible under Section 170(c)(2) of the Code and the Regulations.

ARTICLE X RIGHTS TO AMEND PROVISIONS IN CERTIFICATE

The Corporation reserves the right from time to time to amend, alter or repeal each and every provision contained in this Certificate of Formation or to add one or more additional provisions, as provided for in, and determined by, the Bylaws; provided, however, that the sole power to amend this Certificate of Formation shall rest in the Board of Directors.

[Incorporator's signature to appear on the following page.]



THE UNDERSIGNED, being the Incorporator hereinabove named, for the purpose of forming a nonprofit corporation pursuant to the Alabama Nonprofit Corporation Law, has executed the foregoing Certificate of Formation on this 25th day of February, 2014.

Y. L. Chen

Yue Lan Chen (Incorporator)

IN TESTIMONY WHEREOF, witness the hand and seal of the undersigned incorporator on this 25th day of February, 2014.

Patricia H. Oh

Patricia H. Oh



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PREPARED BY : PATRICIA OH
3800 COLONNADE PARKWAY, SUITE 500
BIRMINGHAM, AL 35243

Jim Bennett
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

The Won Family Foundation

This name reservation is for the exclusive use of Yue Lan Chen, 720 Riverchae Parkway West, Birmingham, AL 35244 for a period of one year beginning February 25, 2014 and expiring February 25, 2015



RES649942

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

February 25, 2014

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett".

Jim Bennett

Secretary of State

A standard 1D barcode.
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