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FILED
2010 APR 14 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

TB

APR 15 2010

LAW OFFICES OF
LYNN B. AUST, P.L.
ATTORNEY AND COUNSELOR AT LAW

1220 E. Livingston Street
Orlando, Florida 32803
(407) 447-5399 E-mail: doveattorney@austlaw.biz (407) 447-5861 Fax

March 31, 2010

Florida Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: Amendment of Articles of Incorporation
David and June Kim Foundation, Inc.
Document #N10000002976

To Whom It May Concern:

Enclosed you will find the following:

1. Amended Articles of Incorporation
2. Firm check for \$35.00 fee
3. Self-addressed, stamped envelope for confirmation of amendment

Thank you for your help. If you have any questions, please feel free to contact us.

Respectfully,



Lynn B. Aust

cc: Client file
LBA/gk

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 5, 2010

LYNN B. AUST
LAW OFFICES OF LYNN B. AUST, P.L.
1220 E LIVINGSTON ST
ORLANDO, FL 32803

SUBJECT: DAVID AND JUNE KIM FOUNDATION, INC.
Ref. Number: N10000002976

We have received your document for DAVID AND JUNE KIM FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Amended and Restated Articles of Incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

The principal office address of the corporation was not listed and it must be a street address. Nonprofit corporations do not have shares of stock. Please remove any reference to shares from the document.

Restated Articles of Incorporation should include the manner in which directors are to be elected or appointed. The restated articles may provide that the method of election of the directors is as stated in the bylaws.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 410A00008216

AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR THE DAVID AND JUNE KIM FOUNDATION, INC.

FILED
2010 APR 14 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a majority of whom are either US citizens or permanent residents, desiring to form a Non-Profit, Tax-exempt Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

First: The name of the Corporation is the David and June Kim Foundation, Inc.

Second: The place in this state where the principal office of the Corporation is to be located is c/o Law Offices of Lynn B. Aust, P.L., 1220 East Livingston Street, Orlando, Florida, Orange County. The Corporation mailing address is P.O. Box 1147, Goldenrod, FL 32733-1147.

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

P/T: David Kim P.O. Box 1147
Goldenrod, FL 32733-1147

VP/S: June Kim P.O. Box 1147
Goldenrod, FL 32733-1147

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third above.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not

(a) shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or

(b) shall not carry on any other activities not permitted to be carried on by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(f) make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

The corporation shall distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Since the corporation is a non-profit, there are no shares for the Corporation.

Seventh: The registered agent for the corporation shall be as follows:

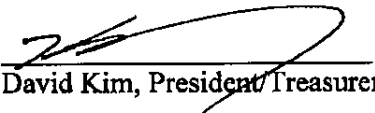
Lynn B. Aust, Esquire
1220 East Livingston Street
Orlando, FL 32803

Eighth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.


Ninth: The method of election for the directors shall be provided for in the David and June Kim Foundation, Inc., corporate bylaws.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

In witness whereof, we have hereunto subscribed our names this 23rd day of March, 2010.



David Kim, President/Treasurer



June Kim, VP/Secretary


**CERTIFICATE for the
AMENDED AND RESTATED ARTICLES OF INCORPORATION for the
DAVID AND JUNE KIM FOUNDATION, INC.**

The enclosed Amended and Restated Articles of Incorporation was adopted by the board of directors, who are David Kim and June Kim, at the initial March 23, 2010 meeting. The amendment does not contain any change that would require member approval. All changes were made to enable the corporation to gain approval from the Internal Revenue Service for tax exempt treatment as 501(c)(3) status.

Under penalties of perjury, I declare that I have read this certificate and that the facts stated are true. Executed this 11th day of April, 2010.




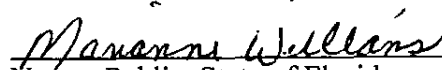
Lynn B. Aust, Attorney for Corporation
1220 East Livingston Street
Orlando, FL 32803


Witness Gail R. Kittleson

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn and described before me this 11th day of April, 2010 by, LYNN B. AUST and GAIL R. KITTLESON who are personally known to me.

NOTARY PUBLIC-STATE OF FLORIDA
 Marianne Williams
Commission #DD973804
Expires: MAR. 23, 2014
BONDED THRU ATLANTIC BONDING CO., INC.


Notary Public, State of Florida