

Constitution

FuTURE MOBILE COMMUNICATION FORUM



Preface

Nowadays, mobile communications is one of the most vigorous industries in the world. While the fast growing mobile communication technologies provide the users continuously with new services and applications, the boosting users' demands have also facilitated new mobile technology innovations. Future mobile services and applications will transfer gradually from dominating voice services to diversified data services. The supporting technology will change subsequently from circuit switching to packet switching. The features of future mobile communications technology will be: to provide better quality services to customers with lower costs on the basis of more efficient wireless networks and access technologies.

To respond to ITU's initiation, many countries in the world have commenced their researches on the next generation mobile systems. Moreover, consensus of the objectives of future mobile communication system has already been reached, which is: to aggregate various access systems, such as cellular system, fixed wireless access system, nomadic system, wireless regional area network (WRAN) and integrate with the full IP network to provide users with the maximum wireless transmission capacity of 100 Mbps and 1 Gbps respectively in the high-speed and low-speed environments; to realize the seamless integration of cellular network, wireless regional area network (WRAN), radio and television broadcasting, and satellite communication systems. All these efforts aim to energize people to communicate with anybody at anytime, anywhere with any communication mode.

In the past few years, governments of China, Japan, Korea and European Union as well as some famous enterprises in North America have initiated plans and projects successively aiming at the future mobile communication technologies. Important advancements have been achieved in the research and development of future mobile communication wireless network and transmission technologies. In addition, technology forums, corporative organizations and standardization research institutions have also been established by relevant countries, the aim of which is to develop the future mobile communication mainstream technologies.

The development of future mobile communication faces more complex circumstances and higher technical requirements. More human and material resources need to be put into this field to develop mobile communication products that can be widely accepted by the public. It is vital to communicate and cooperate globally for each party to fully employ mutual advantages, lower the costs and risks, thus shaping the beautiful future of mobile communications.

FUTURE MOBILE COMMUNICATION FORUM endeavors to create an open international communication platform and promote the convergence of future mobile communication research in China and that in other parts of the world, to develop research and applications in the future mobile communication field through

international communication and cooperation.

Objectives

Supported by huge information communications industry and market in China and precious experience we have accumulated, the Forum aims to clarify the vision of future mobile communication development, assess new trends and new technologies, promote the research in future mobile communication field and realize the sustainable development of mobile communication both in China and all over the world through international communication and cooperation.

Function

FuTURE MOBILE COMMUNICATION FORUM endeavors to create an open international communication platform and promote the convergence of future mobile communication research in China and that in other parts of the world, to develop research and applications in the future mobile communication field through international communication and cooperation.

Chapter 1 General Principles

Article 1

The Chinese name of the Forum: 未来移动通信论坛

The English Name of the Forum: FuTURE MOBILE COMMUNICATION FORUM

Its abbreviation is the FuTURE 论坛 and will be abbreviated as FuTURE FORUM in English.

Article 2

The Forum is jointly founded by mobile telecommunication operators, mobile communication equipment manufacturers, research institutes focusing on mobile communication as well as institutions of higher learning from both home and abroad.

Article 3

The Forum adopts membership system, upholding the principles of being open, fair, just and reaching consensus. The Forum aims to attract scientific institutions, technology development and design companies, product manufacturers, telecom operators and higher educational institutions from both home and abroad.

Article 4

The Forum is affiliated to China Communications Standard Association (CCSA) and is a non-profitable, non-governmental organization.

Article 5

The Forum abides by the laws, decrees and pertinent rules and regulations of the People's Republic of China. Its professional services are guided by relevant government competent authorities, and China Communications Standard Association which the Forum affiliates to.

Article 6

The Forum is headquartered in Beijing.

Chapter 2 Purpose

Article 7

To promote the exchange of technologies and information in the area of future mobile communication, strengthen the international technical cooperation and exchange so as to advance the mainstream technologies in the future mobile communication field, the Forum endeavors to establish and develop an open, neutral, fair and just international platform to serve the research and development of future mobile communication technologies.

Chapter 3 Scope of the Business

Article 8

The Forum is subject to the guidance of such competent authorities in the mobile communications field in the People's Republic of China as the Ministry of Science and Technology of PRC, the Ministry of Information Industry of PRC etc. and devotes itself to the exchange of information, technologies and promotion of the cooperation in the future communication technology field. Its major scope of the business includes:

1. To provide relevant services to the government agencies, state standardization organizations and other professional organizations while subject to their guidance. To report to the relevant departments and organizations the topics, viewpoints, comments and suggestions proposed by Forum members regarding the development of future wireless mobile communications. To propose suggestions to initiate the research and development projects as well as the standardization research projects.
2. To actively promote the communication and cooperation between the related Chinese and international organizations, organize and hold major international conferences and different kinds of symposiums, enhance the understanding between China and the rest of the world and promote the merging of technologies developed in China and those of other parts of the world and achieve joint development.
3. To organize analyzing and discussion activities of the Forum members in a range of aspects such as the prospect of development, business scope, network evolution, frequency resources, key technologies, application and services, methodology for

evaluation, marketing strategy and operation, etc. Publish professional reports and white cover books which can be referred to by Forum members, relevant departments and organizations when needed.

4. To track the trend of mobile communication development at home and abroad on a real-time basis. To communicate and work together with the project undertaking organizations, standardization research institutions and competent authorities of the industry at home and abroad. To collect and sort the information in the future mobile communication technology field. To provide Forum members, government agencies and relevant organizations with the latest technical information and recent developments in the industry by establishing professional web site, issuing publications and briefings, etc.
5. To provide other technical communication and cooperation services to Forum members at their requests.

Chapter 4 Membership

Article 9

The Forum is a membership-based organization, and there are two types of memberships, namely co-founders and members.

Members: Those domestic and foreign research and development institutes, design companies, manufacturers, operators and institutions of higher learning who has the status of a legal person, voluntarily submit their applications, admit and abide by this Constitution, pay the membership fees in due time and obtain the approval from the Council can become the members of the Forum.

Cofounders: Members initially co-founded the Forum.

Article 10 Rights and obligations of the members

All members of the Forum, except specially identified otherwise, have the following rights:

1. The right to attend the General Assembly meeting; the right of voting and being voted.
2. The right to nominate one person as candidate for a director of the Council and the right to be the candidate and be elected to hold the post of director of the Council
3. The right to vote and the right to approve.
4. The right to assign representatives to attend different conferences and activities of the Forum, the right to obtain in time all the working documents and meeting minutes, business research report of the Forum;
5. The right to submit documents to the Forum and full access to the Forum's web site.
6. The cofounders of the Forum include Alcatel / BUPT(Beijing University of Posts and Telecommunications) / CATR(China Academy of Telecommunications Research of MII) / China Mobile / CNC / China Telecom / China Unicom / Datang Telecom / Ericsson / FiberHome Technologies / France Telecom / Huawei / HUST(Central China University Science and Technology) / Motorola / Nokia /

NTT DoCoMo / Philips / Samsung / SEU((Southeast University) / SHRCWC(Shanghai Research Center for Wireless Technologies) / Siemens / SJTU (Shanghai Jiao Tong University) / Tsinghua University / UESTC(University of Electronics Science and Technology of China) / USTC(University of Science and Technology of China) / ZTE. Each cofounder has the right to appoint one director of the Council, who participates in the management of the Council.

All members of the Forum have the following obligations:

7. All members of the Forum are obligated to make factual contributions to the Forum in order to realize the purposes of the Forum stated. They should make their membership public and pay the membership fees in due time.
8. All members must adhere to this Constitution and other relevant laws and decrees governing the operation of the Forum.

Article 11

Procedures to become a member

1. Submit an application in writing and provide the following documents:
 - (1) Written promise to admit and adhere to this Constitution.
 - (2) The certificate of the legal status of the applicant.
 - (3) Introduction to the applicant.
2. The secretariat of the Forum will examine and verify documents mentioned in 11.1. (1), (2) and (3) above and submit them to the Council for discussion and approval after the preliminary verification.
3. After being approved by the Council, the secretariat will sign relevant documents with the applicants on behalf of the Forum.
4. The applicant will become a full member of the Forum after signing documents required and paying the membership fee. Then it is entitled to the rights and obligations of a member.

Article 12

Membership fees

All members of the Forum are liable to pay membership fees to the Forum.

The Secretary-general proposes the amount of the annual membership fees, terms of payment and budget on the basis of development and operation of the Forum. This proposal needs to be approved by the Council and is then published to the General Assembly.

The membership fee for the first term is RMB 100,000 yuan.

Article 13

Withdrawal of Membership

A members has the freedom to withdraw its membership. A member should notify the Forum in writing to withdraw its membership and illustrate the reasons. After receiving the application to withdraw the membership, the secretariat should timely submit it to the Council for information. The secretariat should notify the applicant immediately after the application is processed. Relevant formalities should be completed within 5 working days from the day the mentioned notification is sent to

the applicant. The withdrawal should also be made public to all the members of the Forum. The membership fee is not refundable.

Article 14

In case any of the following situations occurs, the membership can be removed after approved by the Council.

1. Severely violate this Constitution of the Forum;
2. Change in the nature of the organization which result in the disqualification to be a member, and the company has not submitted any application of withdrawal voluntarily;
3. Delay and delinquency in the membership fee payment for 2 months after the due time and fail to pay the fee after receiving notification from the secretariat of the Forum.
4. Violate the confidential terms signed between members of the Forum;
5. Violate the confidential rules of the Forum.

No membership fee will be refunded after a member organization is removed from the roll. The reapplication for enrolling can be made only two (2) years after the removal.

Article 15

Intellectual Property Rights

All patents, copyrights or other intellectual property owned or created by any Member shall remain the property of that Member. Such ownership shall not be affected in any way by the Member's participation in the Forum, unless the Member specifically agrees otherwise.

Article 16

Disclosure of information and confidentiality

All and any information either orally disclosed or as material presented by a Member to the Forum or its subgroups shall be deemed non-confidential except as may be provided in a private manner or as otherwise agreed to in a written agreement between the affected parties.

All information developed by the Forum shall be deemed the Confidential Information of the Forum until made publicly available. This should not affect the information disclosed or material presented by a Member to the Forum or its subgroups. All works in progress, minutes of General Assembly meetings, minutes of the Advisory Committee, results of Working Groups, and attorney work product shall in all cases be deemed Confidential Information of the Forum and subject to the terms hereof.

From time to time a Member may deem it necessary to disclose information to the Forum itself or to the other Members which such Member considers confidential or proprietary ("Confidential Information"). In such instances the relevant information may be disclosed in confidence and shall be considered Confidential Information of

the disclosing party if, and only if, the information is specifically designated as Confidential Information by the disclosing party at the time of disclosure. Any such designation shall be effected by (1) marking any information disclosed in writing in a manner which indicates it is the Confidential Information of the disclosing party; or (2) by orally indicating that any information disclosed orally is the Confidential Information of the disclosing party and then within ten (10) days providing all other Members with a written summary of the orally disclosed Confidential Information so that such Confidential Information is more easily identified. The scope and nature of the orally disclosed confidential information is defined by such written summaries. By disclosing Confidential Information all Members agree that should any such Confidential Information be necessarily or inferentially disclosed in a publication of the Forum or by any other Member, it shall obtain a written consent from the disclosing Member prior to any publication. The Member can withhold the consent in the case the business interests are endangered by such publication

With respect to Confidential Information, the receiving party agrees, for a period of three (3) years, to use the same care and discretion to avoid disclosure, publication, and dissemination outside the receiving party and its affiliates *, contractors and consultants as the receiving party employs with its own Confidential Information, but no less than reasonable care. Any disclosure by a receiving party to its affiliates, contractors and consultants should be subject to an obligation of confidentiality at least as restrictive as those contained in this section. The foregoing obligation shall not apply to any information which is: (1) already known by the receiving party prior to disclosure; (2) publicly available through no fault of the receiving party; (3) rightfully received from a third party without a duty of confidentiality; (4) disclosed by the disclosing party to a third party without a duty of confidentiality on such third party; (5) independently developed by the receiving party; (6) disclosed pursuant to the order of a court or other authorized governmental body, or as required by law, provided that the receiving party provides reasonable prior written notice to the disclosing party, and cooperates with the disclosing party, so that the disclosing party has the opportunity to oppose any such order; or (7) disclosed by the receiving party with the disclosing party's prior written approval.

After resignation, suspension, exclusion, expulsion or non-renewal as a Member, for any reason, a former Member has a continuing duty under this Article.

Chapter 5 Organization

The Forum is composed of the General Assembly, the Council, the Advisory Committee, the Secretariat, workgroups and several committees supplemented with the approval of the General Assembly.

Article 17

The General Assembly

The General Assembly is the highest authority of the Forum and consists of representatives assigned by all the members.

The General Assembly (hereinafter referred to as Assembly) is responsible for:

1. Electing and dismissing sub-organizations of the Council, the Chairman and Vice-chairman of the Forum.
2. Approving and dismissing the secretary general and the head of each group nominated by the Council.
3. Approving the constitution of the Forum and amendments to the constitution proposed by the Council.
4. Hearing and approving the work plan, work reports and financial reports of the Council;
5. Approving other work reports and suggestions of the Council, as well as requests and opinions to other organizations in the name of the Forum; evaluating and providing guidelines for the operation of the Council and workgroups and their suggestions on future work plans.
6. The General Assembly should evaluate the work of the Forum at least once a year, approve the budget and work plan of the Forum.

Article 18

The voting and approving procedure of the General Assembly

The General Assembly meeting should be held at least once a year and it can not be held without over 1/2 members' presence.

In addition to the regular meetings, temporary meetings can also be held when over 20% of the members propose or the Council believes it necessary.

The General Assembly meeting is organized by the Council and presided by the Chairman of the Forum. The Chairman will designate a Vice-Chairman to act on the Chairman's behalf in case that the Chairman is unable to participate in the General Assembly meeting due to any special reasons. The secretariat of the Forum should inform each member organization of the issues to be discussed in writing 30 days prior to the date of the meeting.

In the General Assembly meeting, each member has the right to vote. The resolutions of the meeting should be approved by at least 1/2 of the members attending the meeting with voting rights. For special issues like the termination, merging, disbanding of the Forum, stipulation or amendment to the constitution, amount of the membership fees and the way of payment, the appointment and dismissal of the Chairman and Vice-chairman etc., decisions on such issues should be made by over 2/3 of the members attending the meeting with voting rights. The General Assembly may entrust parts of its rights to the Council and other appointed committees with the approval of over 2/3 delegates or trustees. This kind of authorization can be terminated or amended with the approval of over 2/3 delegates or authorized representatives.

The members may authorize representatives to attend the General Assembly meetings. The representatives should submit to the secretariat the authorization and exercise his/her right to vote in accordance with the authorization.

In addition, non-members can also be invited to attend the meeting as non-voting delegates when needed. This kind of invitations should be made by the Chairman of the Forum. In case non-members attend the meeting, the Chairman should confirm their attendance one week prior to the date of the meeting.

Meeting minutes recording agreed results of discussions should be written by the General Assembly and be signed by the delegates present at the meeting, or in the circumstances where meeting minutes can not be ready for signatures because of time limit, meeting minutes shall be distributed after the meeting for signatures via mail or via e-mail. The minutes should be kept by the secretariat.

Article 19

The Council

The Forum establishes the Council, which is responsible to the General Assembly. The Council consists of: representatives of the cofounders, Chairman of the Forum, Vice-chairman of the Forum, Secretary-general, heads of working groups and representatives elected by the members. The head of the Council is the Director-general. The post of Director-general is held concurrently by the Chairman of the Forum in his/her term.

The term of the directors is 3 years and may be renewed. The General Assembly cannot dismiss the directors from his/her post without any cause or reasons within his/her term.

The number of directors of the Council shall not exceed 35 at the initial stage and can be added due to the increase of Forum members. Cofounders are entitled to appoint one representative to join the Council. Directors are recommended and appointed by each cofounder within their discretion. The term of directors is 3 years and may be renewed. Change of the directors should be recorded to the secretariat in advance for reference. In case directors cannot undertake the work of the Forum due to any special circumstance, he/she must authorize others in writing to act on his/her behalf.

As a principle, participating in the activities of the Forum shall be at the directors' own costs.

The Council has the right to invite delegates from non-member organizations such as the industrial organizations, the standardization organizations and the government agencies as well as experts and consultants to attend the meetings.

Article 20

Key responsibilities of the Council include:

- (1) To organize the General Assembly meeting and work out the meeting schedule; to report work of the Forum to the General Assembly
- (2) To implement resolutions of the General Assembly;
- (3) To approve the budget and final accounts of the Forum; to submit annual balance sheet which has been checked and verified for the General Assembly's approval;
- (4) To formulate strategy of the Forum and supervise its execution; to select the external contact person;
- (5) To establish, reorganize and disband workgroups and special groups in accordance with the work plan approved by the General Assembly;
- (6) To recommend and nominate head of workgroups; to coordinate workgroups in developing their own tasks orderly; to supervise the advancement of work of different workgroups;
- (7) To approve membership applications and deal with applications to terminate membership of the Forum.

The Council meeting shall be held at least twice a year. A notice should be given to all the directors 30 days prior to the date of the meeting. The Council meeting cannot be held without over 1/2 directors' presence. In the circumstances where all the participants of the Council meeting reach consensus on a resolution, such resolution shall be deemed as approved without having to be submitted to the General Assembly. In case consensus can not be achieved, approval by more than 2/3 of the participants of the Council meeting is required before the resolution is submitted to the General Assembly for final approval.

Minutes should be written in the Council meeting and distributed to the participants for review and approval. Once approved they will be signed by the director-general and the verifying person before being published.

Article 21

The Advisory Committee.

Members of the Advisory Committee, to be determined by the Council, shall consist of related experts. The function of the Advisory Committee is to provide consultations and expert opinions to the Forum. The Council shall have the power to request and adopt the consultations and opinions from the Advisory Committee.

Article 22

Chairman/ Vice-Chairman of the Forum

One Chairman will be elected for the Forum. The candidate for the Chairman is recommended by the Council and elected by the General Assembly, the term of which is 3 years and may be renewed.

Key responsibilities of the Chairman of the Forum include: organizing and guiding the Council meetings; coordinating and guiding the work of the council; coordinating the work and activities between the Council and the Secretariat; assigning appropriate

responsibilities to each Vice-chairman and authorizing one Vice-chairman in writing to act on the Chairman's behalf in case the chairman is unavailable.

The Vice-Chairmen of the Forum are recommended by the Council and elected by the General Assembly, the term of which is 3 years and may be renewed. The responsibilities of the Vice-Chairmen include assisting the chairman's work and accomplish work assigned by the Chairman; acting on the Chairman's behalf in case the Chairman is unavailable.

Article 23

The Secretariat

The Council shall establish the Secretariat which reports to the Council. The Secretariat is responsible for handling daily work of the Forum, including:

1. To implement the strategic development plan formulated by the Council, and timely notify all members;
2. To assist in the working of the Council and the workgroups; to deal with the administrative matters concerning the meetings of the workgroups, the Council and the General Assembly, such as conference notifications and registrations, etc.;
3. To create and maintain the website of the Forum;
4. To publicize the Forum via news broadcasting and market promotion activities;
5. To recruit the Forum members and manage membership registrations;
6. To provide services to and keep long-term relationship with the members;
7. To maintain the coding and sorting system which is suitable for the documentation management in the Forum,
8. To collect, sort and manage the documents of the Forum;
9. To edit and translate periodicals and magazines of the Forum and cooperate with the media;
10. To organize different kinds of technological exchange meetings and conferences;
11. To maintain the interfaces between the Forum and relevant organizations at home and abroad; to establish good, long-term partnership with them.

In addition, the Secretariat is responsible to sort out and keep minutes of the General Assembly meetings and the Council meetings.

Article 24

Secretary-general.

One Secretary-general will be elected for the Secretariat. His/her nomination is proposed by the Council and approved by the General Assembly. The Secretary-general is responsible for:

1. Daily operations of the Forum and the implementation of annual working plan;
2. Administration, management and scheduling of the Forum activities;
3. Implementation of resolutions of the General Assembly meetings and the Council meetings; the financial affairs of the Forum, including drafting financial reports, managing the financial affairs of the Forum and carrying out relevant responsibilities; confirming if membership applicants are legitimate organizations;

charging membership fees and handling the budget and annual accounts of the Forum.

4. Coordination between organizations of the Forum to advance tasks smoothly;
5. Nominate the Vice Secretary-general and persons in charge of each sub-division of the Forum;
6. Recruitment of full-time staff and workers of the Forum.

The Secretariat shall establish one post of Vice Secretary-general. The Vice Secretary-general is nominated by the Secretary-general and approved by the Council. The Vice Secretary-general supports the Secretary-general in the routine work of the Forum and deputizes the responsibility of Secretary-general when he/she is not available.

Article 25

Workgroups

The Council is eligible to set up workgroups according to the topics specified by the Forum.

Workgroups are open to all the members of the Forum. Members of each workgroup should have relevant professional knowledge of the topic and are willing to devote him/her self to the job assigned by the workgroup.

Minutes of workgroup meetings should be recorded and signed by the group leader, after review and approval by all the delegates attending the meeting. Each workgroup should work in accordance with the work plan and report their advancement in line with the requirements of the General Assembly. The group leader is responsible to report work advancement and achievements at appropriate time.

The group leader is nominated by the Council and approved by the General Assembly. The term of the group leader is two years and may be renewed.

In case his/her employer determines to terminate the membership of the Forum, the group leader may be dismissed before the expiration of his/her term. In addition, the group leader can be dismissed by over 1/2 of the members' voting at anytime. He/she is dismissed automatically when terminating his/her employment relationship with his/her employer or is employed by non-members.

The group leader can also be recommended by the General Assembly and be approved through election or appointment by the Council. Group leaders may invite experts, consultants or representatives from other organizations to attend the workgroup meetings. In case participants of workgroup meeting are from other organizations outside his/her workgroup, applications should be submitted to the Chairman one week prior to the meeting for approval and confirmation.

Chapter 6 Principles for Assets Management and Usage

Article 26

Income sources of the Forum:

- (1) Membership fees;
- (2) Donations and grants received by the Forum;
- (3) Revenue from technical services or activities within the ratified business scope;
- (4) Interests
- (5) Other legitimate incomes.

Article 27

Membership fees will be collected in compliance with relevant regulations stipulated in Article 12 of this Constitution.

Article 28

Funds are managed by the Forum and should be used exclusively for the proposed purposes. No funds can be used beyond the scope defined by the Forum. Strict financial management system will be established for the Forum, to ensure that the accounting data are legal, true, accurate and integrated. The Forum will be equipped with accounting personnel with professional qualifications. The accounting personnel must manage book keeping, and supervision of the accounting personnel shall be imposed

Article 29

The financial management system stipulated by the State shall be implemented for the Forum's assets management, which shall be subject to the supervision of the General Assembly as well as relevant financial and auditing authorities. The annual budgets and final accounts should be prepared and reported to the General Assembly on an annual basis.

Article 30

No organization or individual is eligible to possess, privately divide, or embezzle the assets of the Forum.

Article 31

In case of session-change or change of legal representative, the Forum must go through financial auditing procedures organized by socio-group registration authorities and the competent authorities of service.

Article 32

Salary, insurance and welfare of the full-time staff and workers of the Forum are determined by the actual situation of the Forum.

Chapter 7 Procedure of Amendment to the Constitution

Article 33

Amendment of the Constitution can only be made when proposed by more than 1/3 members of the Council and approved via voting by the 2/3 members of the Council.

The proposal thus approved shall be submitted to the General Assembly for review and final approval;

Article 34

The amended Constitution shall become effective upon being examined and approved by the competent authorities of its service within fifteen days after approval by the General Assembly;

Chapter 8 Procedure of Termination and Disposal of Properties after Termination

Article 35

In the cases where the Forum has accomplished its purposes, or a decision is made to dissolve voluntarily, a proposal for termination will be put forward by the Council;

Article 36

A proposal for terminating the Forum is required to be passed via approval by over 2/3 of representatives of the General Assembly, and shall be submitted to the department in charge of services for examination and approval;

Article 37

Before the termination of the Forum, a liquidating organization will be established under the leadership of the competent authorities of service and the related authorities, for dealing with obligatory rights and liabilities, as well as concerned matters arising therefrom. During liquidating, no activity other than liquidating will be performed;

Article 38

The Forum is regarded as terminated after obtaining the approval of cancellation from the department in charge.

Article 39

Residual properties after the termination of Forum, under the supervision of the department in charge of services and the managerial agency in charge of socio-group registration, will be used for developing undertakings related to the tenet of the Forum, according to the relevant State regulations;

Chapter 9 Supplementary Constitution

Article 40

The Constitution is approved via voting by the General Assembly on _____ (month), _____ (day), _____ (year).

Article 41

The right to interpret the Constitution belongs to the Council of the Forum;

Article 42

The Constitution will come into force from the date of approval by the regulating authorities.

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**We have read this constitution and agree to the provisions thereof,
and hereby affix our signature below:**

Co-founder:

Name:

Title:

Signature:

Date: