

Articles of Association of Shandong Golden Rhino International Trading Co., Ltd.

Chapter I: General Provisions

Article 1 These articles are enacted according to the Company Law of the People's Republic of China (hereinafter referred to as the Company Law) and other relevant laws and regulations for the purpose of regulating the organization and operation of companies, protecting the legitimate rights and interests of companies, shareholders and creditors.

Article 2 Company name: Shandong Golden Rhino International Trading Co., Ltd.

Article 3 Company address: No.369 Dongnanwang 3rd Village, Xianggong Street, Yiyuan New Area, Linyi City, Shandong Province.

Article 4 Business scope of the company: general items: Import and export of goods; Import and export agent; Supply chain management services; Plastic products sales; Sales of chemical products (excluding licensed chemical products); Sports goods and equipment wholesale; Sales of finished industrial textile manufactured products; Machinery and equipment sales; Hardware products wholesale; Knitwear and textiles and raw materials sales; Rubber products sales; Building materials sales; Sales of lightweight building materials; Manufacturing of new building materials (excluding hazardous chemicals); Sales of building decoration materials; Sales of insulation material sales; Metal materials; Sales of steel bars used for construction; Metal structure sales; Hardware products retail; Sales of metal products; Furniture sales; Furniture and spare parts sales; Furniture installation and maintenance services; Household appliance retail; Household appliances sales; Daily general merchandise sales. (Except where approval is required to carry out business activities independently in accordance with the business license)

Chapter II: Registered capital of the Company

Article 5 The registered capital of the company is RMB 5 million Yuan.

Chapter III: Shareholders and the forms, amount and time of capital contribution

Article 6 Shareholders' names, ID type and ID number are as follows:

Names of Shareholders	ID Type	ID Number
Zhong Shengjun	Citizen Identity Card of People's Republic of China	372801196508014837
Xin Benting	Citizen Identity Card of People's Republic of China	372801195706020213
Ji Fanbiao	Citizen Identity Card of People's Republic of China	372824196209056417
Yang Guangchang	Citizen Identity Card of People's Republic of China identity card	230819197309301919

Article 7 The amount, forms and time of shareholders' capital contribution are as follows:

Names of Shareholders	Subscription amount	Forms of Contributions	Ratio of Contributions	Time of Contributions
Zhong Shengjun	1.25 Million yuan	money	25%	March 14,2032
Xin Benting	1 million yuan	money	20%	March 14,2032
Ji Fanbiao	1.5 Million yuan	money	30%	March 14,2032
Yang Guang field	1.25 Million yuan	money	25%	March 14,2032

Article 8 After the company is incorporated, Capital Contribution Certificates shall be issued to the shareholders. Shareholders may make contributions with non-monetary properties such as physical objects, intellectual properties, non-patented technologies and land-use rights, etc. When shareholders increase capital with properties above, formalities of property right transfer(ownership transfer) should be completed and an alternation registration should be carried out with the company registration authority.

Chapter IV Structures of the company and mechanism of election, functions and procedural rules

Article 9 A shareholders' meeting comprising all the shareholders will be established and form as the authority of the company, to exercise functions and powers as follows:

To decide on the company's business policies and investment plans;

-) To elect and replace the executive directors and supervisors, and to decide on the remuneration of executive directors and supervisors;
-) To deliberate and approve the report of executive directors;
-) To deliberate and approve the report of supervisors;
-) To deliberate and approve the company's annual financial budget plan and accounting plan;
-) To deliberate and approve the company's profit distribution and loss coverage plan;
-) To make resolutions on the issuance of corporate bonds;
-) To make resolutions on the increase or decrease of registered capital of the company;
-) To make resolutions on the merger, division, dissolution, liquidation or corporate formation of the company;
-) To amend the articles of association.

Article 10 The first meeting of the shareholders' meeting shall be convened and presided over by the shareholder with the largest capital contribution.

Article 11 The shareholders' meetings are classified into regular meetings and interim meetings. Regular meetings shall be held once a year. Interim meetings may be proposed and convened by shareholders representing more than 1/10 of voting rights, executive directors or supervisors.

Shareholders shall be notified with the agenda 15 days prior to the convening of the shareholders' meeting.

A shareholders' meeting is omissible while all the shareholders unanimously agree on the agenda in writing. A decision can be made directly with all the shareholders signing and agreeing on the decision document.

Article 12 A shareholders' meeting shall be convened and presided over by executive directors who are replaceable by supervisors if duties of convening and presiding over the meeting are not performed. Shareholders representing more than 1/3 of the voting rights may fill the role while supervisors' duties are unperformed.

Article 13 The shareholders' meeting exercise vote rights in accordance with the proportion of shareholders' capital contribution.

Shareholders shall attend shareholders' meetings, or entrust others in writing to attend the meeting and exercise the rights specified in the letter of authorization.

Shareholders' absence without entrustment to others with a notice of the meeting received shall be deemed to abstain.

Article 14 An approval of shareholders representing over 1/2 (1/2 excluded) vote rights is obligatory while shareholders' meeting making resolutions on items (1) to (7) of article 9 of the Articles of Association. An approval of shareholders representing over 2/3 vote rights is obligatory while shareholders' meeting making resolutions on items (8) to (10) of article 9 of the Articles of Association.

Shareholders' meeting shall make the minutes of meeting about items discussed and shareholders present shall sign on the minutes.

Article 15 A resolution of the shareholders' meeting violating laws or administrative regulations is invalid.

If the convening procedure or voting method of the shareholders' meeting violate laws, administrative regulations or the articles of association of the company, or the contents of the resolution violate the articles of association of the company, the shareholders can make

request to the people's court to revoke the resolution within 60 days from the date the resolution is adopted.

If the company has registered the alteration according to the resolution of the shareholders' meeting, after the people's court declares the resolution invalid or revoked, the company shall apply to the company registration authority for canceling the alteration registration.

Article 16 The company shall not set up a board of directors, but an executive director, which shall be elected by the shareholders' meeting. The executive director enjoys a 3 year term of office and may be reelected upon expiration of his term. Prior to an expiration of term, the executive director shall not be relieved from duties for no reason by shareholders' meeting.

Article 17 The executive director shall be responsible for shareholders' meeting and exercise the following functions and powers:

To convene and preside over the shareholders' meeting and report to the shareholders' meeting;

To implement the resolutions of the shareholders' meeting;

To decide on the company's business plan and investment plan;

To formulate the company's annual financial plan and accounting plan;

To formulate the company's profit distribution plan and loss coverage plan;

To formulate plans for increasing or reducing the registered capital of the company;

To formulate plans for the merger, division, dissolution or corporate form alternation of company;

To decide on the company's internal organizational structure;

To decide on the appointment or dismissal of the manager of the company and its

delegation, and to decide on the appointment or dismissal of the deputy manager and

financial officer of the company and their remuneration according to the nomination of the manager;

)To formulate the basic management system of the company.

Article 18 A general manager appointed by the executive director is responsible for the executive director, being eligible for attending shareholders' meeting. The general manager can exercise functions and powers as follows:

To take charge of the production, operation and management of the company;

To organize and implement company's annual business plan and investment plan;

To draft plans for setting up the company's internal management organization;

To draft the basic management system of the company;

To formulate the specific rules and regulations of the company;

To propose the appointment or dismissal of the deputy manager and financial officers of the company;

To decide on the appointment or dismissal of the managerial staff except for those proposed to be appointed or dismissed by the executive director.

Other functions and powers granted by the executive director.

Article 19 The company shall not set up a board of supervisors, but one supervisor, which shall be elected by the shareholders' meeting. The supervisor enjoys a 3 year term of office and may be reelected upon expiration of his term. The supervisor exercises the following functions and powers:

To check the company finance;

To supervise the conducts of the executive director, general manager and other senior managers in performing their duties, and to propose the removal where they breach the law, administrative regulations, Articles of Association or shareholders' meeting;

To force the executive director, general manager and other senior officers to rectify their conducts where the conducts cause damage to the company;

To propose to convene and preside over an interim shareholders' meeting while the executive director fail to fulfill his duty stipulated in Company Law of convening and presiding over shareholders' meeting;

To submit proposals to the shareholders' meeting;

To file a lawsuit against the executive director, general manager and other senior officers in accordance with article 151 of the Company Law.

Article 20 The executive director, general manager or financial officers shall not currently serve as the supervisor. The supervisor may attend the shareholders' meeting non-voting delegates and propose questions or suggestions to the meeting. The supervisor may conduct an investigation while abnormal operations of the company is found; An accounting firm can be employed to assist supervisor if necessary, while the expenses shall be covered by the company.

Chapter V The legal person of the Company

Article 21 The executive director shall be the legal person of the company and carry out activities, exercise civil rights, perform civil obligations and sign relevant legal documents in accordance with law, administrative regulations and the Articles of Association.

The legal consequences of the legal person's behaviors within the scope of his functions and powers shall be borne by the company, but the individual behaviors and his company functions and powers shall be assumed in person.

The legal person of the company exercises the following functions and powers:

- 1) To be responsible for convening and presiding over the shareholders' meeting, checking the implementation of the shareholders' meeting, and reporting to the shareholders' meeting and the executive director;
- 2) To supervise the implementation of the resolutions of the shareholders' meeting;
- 3) To sign relevant documents on behalf of the company;
- 4) To nominate the candidate of general manager who shall be appointed at the decision of the executive director;
- 5) To exercise adjudicative and disposal rights in an emergency of war or major natural disasters, but to exercise the rights above should conform to the interest of the company and report to the shareholders' meeting and the executive director afterwards.

Chapter VI Finance, accounting, profit distribution and Labor and employment system

Article 22 A systematical finance and accounting mechanism shall be established in accordance with laws, administrative regulations and the provisions of financial department under the State Council. Financial and accounting reports shall be produced at the end of each fiscal year and distributed to shareholders before January of the following year.

Article 23 The financial and accounting reports shall include financial and accounting statements and the supplementary lists as follows:

- 1) Balance sheet;
- 2) Income statement;
- 3) Statement of changes in the financial position;
- 4) Explanations on financial conditions;
- 5) Profit distribution statement.

Article 24 The company shall not set up other accounting books except the statutory accounting books. Company's assets shall not be deposited in any personal account.

Article 25 The profits after taxes shall be distributed in the following order:

- 1) To cover the losses of previous year;
- 2) To allocate 10% to the statutory accumulation fund;
- 3) To extract for optional accumulation fund;
- 4) To distribute dividends according to the proportion of shareholders' capital contribution.

The withdrawal of accumulation fund is optional if the stationary accumulation fund exceeds 50% of the registered capital. The Company shall not distribute profits to shareholders prior to a loss coverage or withdrawal of statutory accumulation fund. The company's accumulation fund shall be used to make up the losses, to expand the company's production and operation or to increase the company's capital. However, the capital accumulation fund shall not be used to compensate for the losses of the company.

Chapter VII The Business Term, dissolution and liquidation of the Company

Article 26 The business term of the company is long-term.

Article 27 Where a company requires liquidation, a liquidation group shall be established to conduct liquidation in accordance with the provisions of the Company Law. After the liquidation, a liquidation report produced by the liquidation group, with shareholders' meeting or the people's court confirmed, shall be submit it to the company registration authority for the cancellation of the registration and announcement of the company termination.

Chapter VIII: Supplementary Provisions

Article 28 A lawful amendment of the articles of association is feasible, which shall not contradict with laws or administrative regulations. The amended articles of association shall be submitted to and filed in the original company registration authority. A registration alternation shall be carried out if the company registration items are involved.

Article 29 The Articles of Association shall be interpreted by the shareholders' meeting.

Article 30 The Articles of Association shall come into force on the date of signature and seal by all the shareholders.

Signature (seal) of all shareholders:

Hong Shengjun, Xin Benting, Ji Fanbiao, Yang Guangchang

March 20, 2024

Notarial Certificate

(2024) L. J. N. Z. W. Zi No. 126

Applicant: Shandong Golden Rhino International Trading Co.,Ltd,
Unified Social Credit Code of Business License (Duplicate):
91371300MADFA62Q0P.

Legal Representative: Ji Fanbiao, ID Card No. 372824196209056417,
Title: General Manager.

Issue under notarization: true and exact copy

This is to certify that the foregoing copy of *Articles of Association of Shandong Golden Rhino International Trading Co.,Ltd* issued by the Administration for Market Regulation of Junan County conforms to the original.

Ju'nan Notary Public Office, Shandong Province
The People's Republic of China

Notary Public: Chen Qinghua (*seal*)

April 7, 2024

Ju'nan Notary Public Office, Shandong Province(*seal*)

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