

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

April 07, 2006



A handwritten signature in black ink, appearing to read "Neil A. ...", is written over the seal area.

Special Deputy Secretary of State

F060320000282

CERTIFICATE OF INCORPORATION
OF
SOFTWARE FREEDOM CONSERVANCY, INC.
UNDER SECTION 402 OF THE
NOT-FOR-PROFIT CORPORATION LAW

THE UNDERSIGNED, for the purpose of forming a corporation under Section 402 of the Not-For-Profit Corporation Law, does hereby make, subscribe and file this Certificate for that purpose and certifies as follows:

FIRST: The name of the Corporation is Software Freedom Conservancy, Inc. (the "Corporation").

SECOND: The Corporation is a corporation as defined in Section 102(a)(5) of the Not-For-Profit Corporation Law, pursuant to which the Corporation's purpose shall not be for pecuniary profit or financial gain.

THIRD: Pursuant to Section 201(b) of the Not-For-Profit Corporation Law, the Corporation shall be a Type B Corporation.

FOURTH: The purposes for which the Corporation is formed are:

(a) To endeavor to monitor and improve the quality of currently existing publicly available software.

(b) To foster, promote and increase access to software systems available to the general public and promote the general right to use, change or distribute Free and Open Source Software.

(c) To solicit, collect and otherwise raise money and to expend such funds in furtherance of the goals and activities of the Corporation.

(d) To promote the use, development, and improvement of Free and Open Source Software.

FIFTH: In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Section 202 of the Not-For-Profit Corporation Law and such other powers now or hereafter permitted by law for a corporation organized for the foregoing purposes, including the power to solicit grants and contributions for any corporate purpose.

SIXTH: Notwithstanding any other provision of this certificate, the Corporation is organized exclusively for charitable, scientific and literary purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1954, as it may be amended (the "Code"). The Corporation shall not carry on any activities not permitted to be carried on

(a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the

Code, or

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

SEVENTH: The Corporation will not practice the profession of law.

EIGHTH: No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, or officer of the Corporation or any private individual (except that a reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the Corporate assets upon dissolution of the Corporation.

NINTH: No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening (including the publication or distribution of statements), in any political campaign on behalf of any candidate for public office, except as permitted by Section 501(h) of the Code.

TENTH: In the event of dissolution pursuant to a plan adopted by the Directors, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to such organizations as shall qualify under Section 501(c)(3) of the Code, subject to an order of a Justice of the Supreme Court of the State of New York.

ELEVENTH: Nothing herein shall authorize the Corporation to engage in any of the activities mentioned in Section 404(a) through (v) of the Code.

TWELFTH: In any year in which the Corporation shall be classified as a private foundation as described in Section 509(a) of the Code, the following shall apply: the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to a tax under Section 4942 of the Code, and the Corporation shall not

- (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code,
- (b) retain any excess business holdings as defined in Section 4943(c) of the Code,
- (c) make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code, or
- (d) make any taxable expenditures as defined in Section 4945(d) of the Code.

THIRTEENTH: The Corporation shall solicit funds from the public consistent with the purposes of the Corporation.

FOURTEENTH: The office of the Corporation is in the County of New York and State of New York.

FIFTEENTH: The initial Directors of the Corporation, all of whom are at least nineteen (19) years of age or older, and their addresses are as follows:

Eben Moglen 1995 Broadway, 17th Floor
New York, NY 10023

Daniel B. Ravicher 1995 Broadway, 17th Floor
New York, NY 10023

Karen M. Sandler 1995 Broadway, 17th Floor
New York, NY 10023

SIXTEENTH: The Secretary of State, pursuant to Section 402(a)(6) is hereby designated as agent of the Corporation upon whom process against it may be served. The Secretary of State shall mail copies of any process served upon her or him to:

Eben Moglen
1995 Broadway, 17th Floor
New York, NY 10023

IN WITNESS WHEREOF, the undersigned incorporator, over the age of nineteen (19) years of age, has executed, subscribed and acknowledged this Certificate this 19th day of September, 2005.



A handwritten signature in black ink, appearing to read "Karen M. Sandler", written over a horizontal line.

Karen M. Sandler
Software Freedom Law Center
1995 Broadway, 17th Floor
New York, NY 10023

