

2335864

ARTICLES OF INCORPORATION

GNOME FOUNDATION
a California nonprofit public benefit corporation

FILED
In the Office of the Secretary of State
of the State of California

MAR 13 2001

Bill Jones
BILL JONES, Secretary of State

I

The name of this corporation is GNOME FOUNDATION.

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation law for charitable purposes.

B. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as from time-to-time amended, or the corresponding provisions of any future United States internal revenue law ("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, and this corporation shall not carry on any other activities not permitted to be carried on: (i) by a corporation exempt from federal income tax under Code Section 501(c)(3), or (ii) by a corporation, contributions to which are deductible under Code Section 170(c)(2).

III

The name and address in the State of California of this corporation's initial agent for service of process is:

Bart Decrem
2189 Leghorn Street
Mountain View, CA 94043

IV


A. No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Code Section 501(h), and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of or in opposition to any candidate for public office except as provided in Code Section 502(h).

B. All corporate property is irrevocably dedicated to the purposes set forth in Article II above. No part of the net earnings of this corporation shall inure to the

benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.

C. On the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations and liabilities of this corporation, the remaining assets of this corporation shall be distributed to such organization or organizations organized and operated exclusively for charitable purposes, as determined in the discretion of the directors of this corporation, which have established their tax-exempt status under both Code Section 501(c)(3) and the corresponding section of any State tax law, if required.

Dated: March 5, 2001


Bart Decrem
Incorporator