

1023

Form (Rev. June 2006)
Department of the Treasury
Internal Revenue Service

Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code

OMB No. 1545-0056

Note: If exempt status is approved, this application will be open for public inspection.

Use the instructions to complete this application and for a definition of all **bold** items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at www.irs.gov for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I - XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

Part I Identification of Applicant

| | |
|--|----------------------------|
| 1 Full name of organization (exactly as it appears in your organizing document) | 2 c/o Name (if applicable) |
| Internet Legacy Institute, Inc. | Douglas S. Gale |
| 3 Mailing address (Number and street) (see instructions) | Room/Suite |
| P.O. Box 161667 | 32-0315991 |
| City or town, state or country, and ZIP + 4 | |
| Big Sky, MT 59716 | |
| 5 Month the annual accounting period ends (01 - 12) | |
| 12 | |
| 6 Primary contact (officer, director, trustee, or authorized representative) | |
| a Name: Gary D. Hermann | |
| b Phone: 406-995-4776 | |
| c Fax: (optional) 877-586-9692 | |
| 7 Are you represented by an authorized representative, such as an attorney or accountant? If "Yes," provide the authorized representative's name, and the name and address of the authorized representative's firm. Include a completed Form 2848, <i>Power of Attorney and Declaration of Representative</i> , with your application if you would like us to communicate with your representative. | |
| <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |
| 8 Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment, to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If "Yes," provide the person's name, the name and address of the person's firm, the amounts paid or promised to be paid, and describe that person's role. | |
| <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 9a Organization's website: www.internetlegacyinstitute.org | |
| b Organization's email: (optional) | |
| 10 Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If "Yes," explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ. | |
| <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 11 Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY) 06 / 24 / 2008 | |
| 12 Were you formed under the laws of a foreign country ? If "Yes," state the country. | |
| <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |

Part II Organizational Structure

You must be a corporation (including a limited liability company), an unincorporated association, or a trust to be tax exempt. (See instructions.) **DO NOT file this form unless you can check "Yes" on lines 1, 2, 3, or 4.**

- 1 Are you a **corporation**? If "Yes," attach a copy of your articles of incorporation showing **certification of filing** with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification. Yes No
- 2 Are you a **limited liability company (LLC)**? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the instructions for circumstances when an LLC should not file its own exemption application. Yes No
- 3 Are you an **unincorporated association**? If "Yes," attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments. Yes No
- 4a Are you a **trust**? If "Yes," attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments. Yes No
- b Have you been funded? If "No," explain how you are formed without anything of value placed in trust. Yes No
- 5 Have you adopted **bylaws**? If "Yes," attach a current copy showing date of adoption. If "No," explain how your officers, directors, or trustees are selected. Yes No

Part III Required Provisions in Your Organizing Document

The following questions are designed to ensure that when you file this application, your organizing document contains the required provisions to meet the organizational test under section 501(c)(3). Unless you can check the boxes in both lines 1 and 2, your organizing document does not meet the organizational test. **DO NOT file this application until you have amended your organizing document.** Submit your original and amended organizing documents (showing state filing certification if you are a corporation or an LLC) with your application.

- 1 Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt purpose language. Location of Purpose Clause (Page, Article, and Paragraph): [Art Inc: p.1#5 & Bylaws: p.1 #1.3](#)
- 2a Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c.
- 2b If you checked the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph). Do not complete line 2c if you checked box 2a. [Art Incorp: p.2 #11 & Bylaws: p.11 #1.1](#)
- 2c See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state: [Montana](#)

Part IV Narrative Description of Your Activities

Using an attachment, describe your *past*, *present*, and *planned* activities in a narrative. If you believe that you have already provided some of this information in response to other parts of this application, you may summarize that information here and refer to the specific parts of the application for supporting details. You may also attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Remember that if this application is approved, it will be open for public inspection. Therefore, your narrative description of activities should be thorough and accurate. Refer to the instructions for information that must be included in your description.

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors

- 1a List the names, titles, and mailing addresses of all of your officers, directors, and trustees. For each person listed, state their total annual **compensation**, or proposed compensation, for all services to the organization, whether as an officer, employee, or other position. Use actual figures, if available. Enter "none" if no compensation is or will be paid. If additional space is needed, attach a separate sheet. Refer to the instructions for information on what to include as compensation.

| Name | Title | Mailing address | Compensation amount (annual actual or estimated) |
|-----------------|-------------------------------|--------------------------------------|--|
| Douglas S. Gale | President, Director | P.O. Box 161667 Big Sky, MT 59716 | None |
| Henrietta Gale | Secretary-Treasurer, Director | P.O. Box 161667 Big Sky, MT 59716 | None |
| Gary D. Hermann | Director | P.O. Box 161801 Big Sky, MT 59716 | None |
| | | | |
| | | | |
| | | | |

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

- b List the names, titles, and mailing addresses of each of your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation. Do not include officers, directors, or trustees listed in line 1a.

| Name | Title | Mailing address | Compensation amount (annual actual or estimated) |
|--------------|-------|-----------------|---|
| No Employees | | | None |
| | | | |
| | | | |
| | | | |
| | | | |

- c List the names, names of businesses, and mailing addresses of your five highest compensated **independent contractors** that receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation.

| Name | Title | Mailing address | Compensation amount (annual actual or estimated) |
|------|-------|-----------------|---|
| None | | | None |
| | | | |
| | | | |
| | | | |
| | | | |

The following "Yes" or "No" questions relate to past, present, or planned relationships, transactions, or agreements with your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, and 1c.

- 2a Are any of your officers, directors, or trustees **related** to each other through **family or business relationships**? If "Yes," identify the individuals and explain the relationship. See Attached Yes No
- b Do you have a **business relationship** with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If "Yes," identify the individuals and describe the business relationship with each of your officers, directors, or trustees. See Attached Yes No
- c Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If "Yes," identify the individuals and explain the relationship. Yes No
- 3a For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties. Yes No
- b Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through **common control**? If "Yes," identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement. Yes No
- 4 In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption. Answer "Yes" to all the practices you use.
- a Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy? Yes No
- b Do you or will you approve compensation arrangements in advance of paying compensation? Yes No
- c Do you or will you document in writing the date and terms of approved compensation arrangements? Yes No

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

d Do you or will you record in writing the decision made by each individual who decided or voted on compensation arrangements? Yes No

e Do you or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. Yes No

f Do you or will you record in writing both the information on which you relied to base your decision and its source? Yes No

g If you answered "No" to any item on lines 4a through 4f, describe how you set compensation that is reasonable for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c.

5a Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c. Yes No

See Article IX of the By-laws and Supplement to 5

b What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?

c What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?

Note: A conflict of interest policy is recommended though it is not required to obtain exemption. Hospitals, see Schedule C, Section I, line 14.

6a Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, or 1c through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. Yes No

b Do you or will you compensate any of your employees, other than your officers, directors, trustees, or your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are or will be determined, who is or will be eligible for such arrangements, whether you place or will place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. Yes No

7a Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such purchase that you made or intend to make, from whom you make or will make such purchases, how the terms are or will be negotiated at arm's length, and explain how you determine or will determine that you pay no more than fair market value. Attach copies of any written contracts or other agreements relating to such purchases. Yes No

See Supplement to Form 1023, attached

b Do you or will you sell any goods, services, or assets to any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you are or will be paid at least fair market value. Attach copies of any written contracts or other agreements relating to such sales. Yes No

8a Do you or will you have any leases, contracts, loans, or other agreements with your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," provide the information requested in lines 8b through 8f. Yes No

b Describe any written or oral arrangements that you made or intend to make.

c Identify with whom you have or will have such arrangements.

d Explain how the terms are or will be negotiated at arm's length.

e Explain how you determine you pay no more than fair market value or you are paid at least fair market value.

f Attach copies of any signed leases, contracts, loans, or other agreements relating to such arrangements.

9a Do you or will you have any leases, contracts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide the information requested in lines 9b through 9f. Yes No

Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

- b Describe any written or oral arrangements you made or intend to make. **There are currently no Financial Arrangements, and if that should occur in the future it will be done in accordance with the Conflict of Policy.**
- c Identify with whom you have or will have such arrangements.
- d Explain how the terms are or will be negotiated at arm's length.
- e Explain how you determine or will determine you pay no more than fair market value or that you are paid at least fair market value.
- f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

Part VI Your Members and Other Individuals and Organizations That Receive Benefits From You

The following "Yes" or "No" questions relate to goods, services, and funds you provide to individuals and organizations as part of your activities. Your answers should pertain to past, present, and planned activities. (See instructions.) **See Supplement**

- 1a In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If "Yes," describe each program that provides goods, services, or funds to individuals. Yes No
- 1b In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If "Yes," describe each program that provides goods, services, or funds to organizations. Yes No
- 2 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes," if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program. Yes No
See supplement
- 3 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds. Yes No

Part VII Your History

The following "Yes" or "No" questions relate to your history. (See instructions.)

- 1 Are you a **successor** to another organization? Answer "Yes," if you have taken or will take over the activities of another organization; you took over 25% or more of the fair market value of the net assets of another organization; or you were established upon the conversion of an organization from for-profit to non-profit status. If "Yes," complete Schedule G. Yes No
- 2 Are you submitting this application more than 27 months after the end of the month in which you were legally formed? If "Yes," complete Schedule E. Yes No

Part VIII Your Specific Activities

The following "Yes" or "No" questions relate to specific activities that you may conduct. Check the appropriate box. Your answers should pertain to past, present, and planned activities. (See instructions.)

- 1 Do you support or oppose candidates in **political campaigns** in any way? If "Yes," explain. Yes No
- 2a Do you attempt to **influence legislation**? If "Yes," explain how you attempt to influence legislation and complete line 2b. If "No," go to line 3a. Yes No
b Have you made or are you making an **election** to have your legislative activities measured by expenditures by filing Form 5768? If "Yes," attach a copy of the Form 5768 that was already filed or attach a completed Form 5768 that you are filing with this application. If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities. Yes No
- 3a Do you or will you operate bingo or **gaming** activities? If "Yes," describe who conducts them, and list all revenue received or expected to be received and expenses paid or expected to be paid in operating these activities. **Revenue and expenses** should be provided for the time periods specified in Part IX, Financial Data. Yes No
b Do you or will you enter into contracts or other agreements with individuals or organizations to conduct bingo or gaming for you? If "Yes," describe any written or oral arrangements that you made or intend to make, identify with whom you have or will have such arrangements, explain how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you pay no more than fair market value or you will be paid at least fair market value. Attach copies or any written contracts or other agreements relating to such arrangements. Yes No
c List the states and local jurisdictions, including Indian Reservations, in which you conduct or will conduct gaming or bingo.

Part VIII Your Specific Activities (Continued)

- 4a** Do you or will you undertake **fundraising**? If "Yes," check all the fundraising programs you do or will conduct. (See instructions.)
- | | |
|--|---|
| <input checked="" type="checkbox"/> mail solicitations <input checked="" type="checkbox"/> email solicitations <input checked="" type="checkbox"/> personal solicitations <input type="checkbox"/> vehicle, boat, plane, or similar donations <input checked="" type="checkbox"/> foundation grant solicitations | <input checked="" type="checkbox"/> phone solicitations <input checked="" type="checkbox"/> accept donations on your website <input type="checkbox"/> receive donations from another organization's website <input checked="" type="checkbox"/> government grant solicitations <input type="checkbox"/> Other |
|--|---|
- Attach a description of each fundraising program. **None as yet**
- b** Do you or will you have written or oral contracts with any individuals or organizations to raise funds for you? If "Yes," describe these activities. Include all revenue and expenses from these activities and state who conducts them. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. Also, attach a copy of any contracts or agreements.
- c** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements. Include a description of the organizations for which you raise funds and attach copies of all contracts or agreements.
- d** List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you. **We will conduct fundraising for our organization on a National basis. We do not raise funds for others**
- e** Do you or will you maintain separate accounts for any contributor under which the contributor has the right to advise on the use or distribution of funds? Answer "Yes" if the donor may provide advice on the types of investments, distributions from the types of investments, or the distribution from the donor's contribution account. If "Yes," describe this program, including the type of advice that may be provided and submit copies of any written materials provided to donors. **We do not currently do this in the future. We do not have plans to do this in the future.**
- 5** Are you **affiliated** with a governmental unit? If "Yes," explain. Yes No
- 6a** Do you or will you engage in **economic development**? If "Yes," describe your program. Yes No
- b** Describe in full who benefits from your economic development activities and how the activities promote exempt purposes.
- 7a** Do or will persons other than your employees or volunteers **develop** your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees. Yes No
- b** Do or will persons other than your employees or volunteers **manage** your activities or facilities? If "Yes," describe each activity and facility, the role of the manager, and any business or family relationship(s) between the manager and your officers, directors, or trustees. Yes No
- c** If there is a business or family relationship between any manager or developer and your officers, directors, or trustees, identify the individuals, explain the relationship, describe how contracts are negotiated at arm's length so that you pay no more than fair market value, and submit a copy of any contracts or other agreements.
- 8** Do you or will you enter into **joint ventures**, including partnerships or **limited liability companies** treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "Yes," describe the activities of these joint ventures in which you participate. Yes No
- 9a** Are you applying for exemption as a childcare organization under section 501(k)? If "Yes," answer lines 9b through 9d. If "No," go to line 10.
- b** Do you provide child care so that parents or caretakers of children you care for can be **gainfully employed** (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). Yes No
- c** Of the children for whom you provide child care, are 85% or more of them cared for by you to enable their parents or caretakers to be gainfully employed (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). Yes No
- d** Are your services available to the general public? If "No," describe the specific group of people for whom your activities are available. Also, see the instructions and explain how you qualify as a childcare organization described in section 501(k). Yes No
- 10** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other **intellectual property**? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. Yes No
See Supplement

Part VIII Your Specific Activities (Continued)

- 11** Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If "Yes," describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution. Yes No
See supplement response to question 10.
- 12a** Do you or will you operate in a **foreign country or countries**? If "Yes," answer lines 12b through 12d. If "No," go to line 13a. **Our archive can include documents/material from anywhere in the World. We will also make our materials available to others in the World.** Yes No
b Name the foreign countries and regions within the countries in which you operate. **in the World.** **We will also**
c Describe your operations in each country and region in which you operate. **make our materials available**
d Describe how your operations in each country and region further your exempt purposes. **to others in the World.**
- 13a** Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answer lines 13b through 13g. If "No," go to line 14a. **See Attached supplement to this Form.** Yes No
b Describe how your grants, loans, or other distributions to organizations further your exempt purposes.
c Do you have written contracts with each of these organizations? If "Yes," attach a copy of each contract. Yes No
d Identify each recipient organization and any **relationship** between you and the recipient organization.
e Describe the records you keep with respect to the grants, loans, or other distributions you make.
f Describe your selection process, including whether you do any of the following:
(i) Do you require an application form? If "Yes," attach a copy of the form. Yes No
(ii) Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused. Yes No
See Supplement to Part VIII, Section 13.
g Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.
- 14a** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," answer lines 14b through 14f. If "No," go to line 15. **See Supplement to Part VIII, Section 14.** Yes No
b Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization. Yes No
c Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If "Yes," list all earmarked organizations or countries. Yes No
d Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. Yes No
e Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. Yes No
f Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately. Yes No

Part VIII Your Specific Activities (Continued)

- | | | | |
|----|--|------------------------------|--|
| 15 | Do you have a close connection with any organizations? If "Yes," explain. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 16 | Are you applying for exemption as a cooperative hospital service organization under section 501(e)? If "Yes," explain. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 17 | Are you applying for exemption as a cooperative service organization of operating educational organizations under section 501(f)? If "Yes," explain. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 18 | Are you applying for exemption as a charitable risk pool under section 501(n)? If "Yes," explain. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 19 | Do you or will you operate a school ? If "Yes," complete Schedule B. Answer "Yes," whether you operate a school as your main function or as a secondary activity. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 20 | Is your main function to provide hospital or medical care ? If "Yes," complete Schedule C. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 21 | Do you or will you provide low-income housing or housing for the elderly or handicapped ? If "Yes," complete Schedule F. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| 22 | Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? If "Yes," complete Schedule H. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |

Note: **Private foundations** may use Schedule H to request advance approval of individual grant procedures.

Part IX Financial Data

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

| | | A. Statement of Revenues and Expenses | | | | See attached supplement |
|----------------------------|--|--|--|--|----------------------------|--|
| Type of revenue or expense | | Current tax year | 3 prior tax years or 2 succeeding tax years | | | (e) Provide Total for (a) through (d) |
| | | (a) From <u>1/1/10</u> To <u>12/31/10</u> | (b) From <u>1/1/11</u> To <u>12/31/11</u> | (c) From <u>1/1/12</u> To <u>12/31/12</u> | (d) From To | |
| Revenues | 1 Gifts, grants, and contributions received (do not include unusual grants) | 800 | 10,000 | 20,000 | | 30800 |
| | 2 Membership fees received | 0 | 0 | 0 | | 0 |
| | 3 Gross investment income | 0 | 0 | 0 | | 0 |
| | 4 Net unrelated business income | 0 | 0 | 0 | | 0 |
| | 5 Taxes levied for your benefit | 0 | 0 | 0 | | 0 |
| | 6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge) | 0 | 10,000 | 10,000 | | 20,000 |
| | 7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list) | | | | | |
| | 8 Total of lines 1 through 7 | 800 | 20,000 | 30,000 | | 50800 |
| Expenses | 9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list) | 0 | 0 | 1000 | | 1000 |
| | 10 Total of lines 8 and 9 | 800 | 20,000 | 31,000 | | 51,800 |
| | 11 Net gain or loss on sale of capital assets (attach schedule and see instructions) | 0 | 0 | 0 | | 0 |
| | 12 Unusual grants | 0 | 0 | 0 | | 0 |
| | 13 Total Revenue Add lines 10 through 12 | 800 | 20,000 | 31,000 | | 51,800 |
| | 14 Fundraising expenses | 0 | 200 | 500 | | |
| | 15 Contributions, gifts, grants, and similar amounts paid out (attach an itemized list) | 0 | 0 | 0 | | |
| | 16 Disbursements to or for the benefit of members (attach an itemized list) | 0 | 0 | 0 | | |
| | 17 Compensation of officers, directors, and trustees | 0 | 0 | 0 | | |
| | 18 Other salaries and wages | 0 | 0 | 0 | | |
| | 19 Interest expense | 0 | 0 | 0 | | |
| | 20 Occupancy (rent, utilities, etc.) | 0 | 0 | 0 | | |
| | 21 Depreciation and depletion | 0 | 0 | 0 | | |
| | 22 Professional fees | 750 | 1000 | 1000 | | |
| | 23 Any expense not otherwise classified, such as program services (attach itemized list) | 0 | 18800 | 29500 | | |
| | 24 Total Expenses Add lines 14 through 23 | 750 | 20000 | 31000 | | |

Part IX Financial Data (Continued)

| B. Balance Sheet (for your most recently completed tax year) | | Year End: |
|--|---|-----------------|
| | | (Whole dollars) |
| 1 | Cash | 1 0 |
| 2 | Accounts receivable, net | 2 0 |
| 3 | Inventories | 3 0 |
| 4 | Bonds and notes receivable (attach an itemized list) | 4 0 |
| 5 | Corporate stocks (attach an itemized list) | 5 0 |
| 6 | Loans receivable (attach an itemized list) | 6 0 |
| 7 | Other investments (attach an itemized list) | 7 0 |
| 8 | Depreciable and depletable assets (attach an itemized list) | 8 0 |
| 9 | Land | 9 0 |
| 10 | Other assets (attach an itemized list) | 10 |
| 11 | Total Assets (add lines 1 through 10) | 11 |
| Liabilities | | |
| 12 | Accounts payable | 12 |
| 13 | Contributions, gifts, grants, etc. payable | 13 |
| 14 | Mortgages and notes payable (attach an itemized list) | 14 |
| 15 | Other liabilities (attach an itemized list) | 15 |
| 16 | Total Liabilities (add lines 12 through 15) | 16 |
| Fund Balances or Net Assets | | |
| 17 | Total fund balances or net assets | 17 |
| 18 | Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17) | 18 |

19 Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If "Yes," explain. Yes No

Part X Public Charity Status

Part X is designed to classify you as an organization that is either a **private foundation** or a **public charity**. Public charity status is a more favorable tax status than private foundation status. If you are a private foundation, Part X is designed to further determine whether you are a **private operating foundation**. (See instructions.)

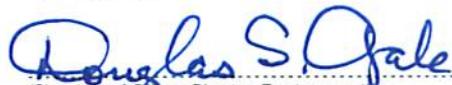
- 1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. Yes No
If you are unsure, see the instructions.
- b As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2.
- 2 Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI.
- 3 Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4. **See attached supplement** Yes No
- 4 Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation? **See attached supplement.** Yes No
- 5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.
The organization is not a private foundation because it is:
- a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A.
- b 509(a)(1) and 170(b)(1)(A)(ii)—a **school**. Complete and attach Schedule B.
- c 509(a)(1) and 170(b)(1)(A)(iii)—a **hospital**, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C.
- d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D.

Part X Public Charity Status (Continued)

- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety.
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status.
- 6** If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.
- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at www.irs.gov or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling.

Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

For Organization



(Signature of Officer, Director, Trustee, or other authorized official)

Douglas S. Gale

(Type or print name of signer)

(Date)

President

(Type or print title or authority of signer)

For IRS Use Only

IRS Director, Exempt Organizations

(Date)

- b Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii).
- (i) (a) Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses.
 (b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box.
- (ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box.
 (b) For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box.
- 7** Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. Yes No

Part XI User Fee Information

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed \$10,000 annually over a 4-year period, you must submit payment of \$750. If your gross receipts have not exceeded or will not exceed \$10,000 annually over a 4-year period, the required user fee payment is \$300. See instructions for Part XI, for a definition of **gross receipts** over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at www.irs.gov and type "User Fee" in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

- | | | |
|---|--|---|
| 1 | Have your annual gross receipts averaged or are they expected to average not more than \$10,000? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| | If "Yes," check the box on line 2 and enclose a user fee payment of \$300 (Subject to change—see above). | |
| | If "No," check the box on line 3 and enclose a user fee payment of \$750 (Subject to change—see above). | |
| 2 | Check the box if you have enclosed the reduced user fee payment of \$300 (Subject to change). | <input type="checkbox"/> |
| 3 | Check the box if you have enclosed the user fee payment of \$750 (Subject to change). | <input checked="" type="checkbox"/> |

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

Please
Sign
Here

→ *Douglas S. Gale*
(Signature of Officer, Director, Trustee, or other
authorized official)

Douglas S. Gale
(Type or print name of signer)
President
(Type or print title or authority of signer)

10 Nov. 2010
(Date)

Reminder: Send the completed Form 1023 Checklist with your filled-in-application.

Form 1023 (Rev. 6-2006)

Schedule E. Organizations Not Filing Form 1023 Within 27 Months of Formation

Schedule E is intended to determine whether you are eligible for tax exemption under section 501(c)(3) from the postmark date of your application or from your date of incorporation or formation, whichever is earlier. If you are not eligible for tax exemption under section 501(c)(3) from your date of incorporation or formation, Schedule E is also intended to determine whether you are eligible for tax exemption under section 501(c)(4) for the period between your date of incorporation or formation and the postmark date of your application.

- | | | | | | | | |
|---|---|---|--|---|--|---|---|
| <p>1 Are you a church, association of churches, or integrated auxiliary of a church? If "Yes," complete Schedule A and stop here. Do not complete the remainder of Schedule E.</p> <p>2a Are you a public charity with annual gross receipts that are normally \$5,000 or less? If "Yes," stop here. Answer "No" if you are a private foundation, regardless of your gross receipts.</p> <p>b If your gross receipts were normally more than \$5,000, are you filing this application within 90 days from the end of the tax year in which your gross receipts were normally more than \$5,000? If "Yes," stop here. We have had no receipts to date.</p> <p>3a Were you included as a subordinate in a group exemption application or letter? If "No," go to line 4.</p> <p>b If you were included as a subordinate in a group exemption letter, are you filing this application within 27 months from the date you were notified by the organization holding the group exemption letter or the Internal Revenue Service that you cease to be covered by the group exemption letter? If "Yes," stop here.</p> <p>c If you were included as a subordinate in a timely filed group exemption request that was denied, are you filing this application within 27 months from the postmark date of the Internal Revenue Service final adverse ruling letter? If "Yes," stop here.</p> <p>4 Were you created on or before October 9, 1969? If "Yes," stop here. Do not complete the remainder of this schedule.</p> <p>5 If you answered "No" to lines 1 through 4, we cannot recognize you as tax exempt from your date of formation unless you qualify for an extension of time to apply for exemption. Do you wish to request an extension of time to apply to be recognized as exempt from the date you were formed? If "Yes," attach a statement explaining why you did not file this application within the 27-month period. Do not answer lines 6, 7, or 8. If "No," go to line 6a.</p> <p>6a If you answered "No" to line 5, you can only be exempt under section 501(c)(3) from the postmark date of this application. Therefore, do you want us to treat this application as a request for tax exemption from the postmark date? If "Yes," you are eligible for an advance ruling. Complete Part X, line 6a. If "No," you will be treated as a private foundation.</p> | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | <input type="checkbox"/> Yes <input type="checkbox"/> No Not applicable. | <input type="checkbox"/> Yes <input type="checkbox"/> No Not Applicable | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Not Applicable | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
|---|---|---|--|---|--|---|---|
- Note.** Be sure your ruling eligibility agrees with your answer to Part X, line 6.
- b** Do you anticipate significant changes in your sources of support in the future? If "Yes," complete line 7 below.

Schedule E. Organizations Not Filing Form 1023 Within 27 Months of Formation (Continued)

- 7** Complete this item only if you answered "Yes" to line 6b. Include projected revenue for the first two full years following the current tax year.

| Type of Revenue | Projected revenue for 2 years following current tax year | | |
|--|--|----------------------|-----------|
| See projected revenues in Part IX(A) | (a) From To | (b) From To | (c) Total |
| 1 Gifts, grants, and contributions received (do not include unusual grants) | | | |
| 2 Membership fees received | | | |
| 3 Gross investment income | | | |
| 4 Net unrelated business income | | | |
| 5 Taxes levied for your benefit | | | |
| 6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge) | | | |
| 7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list) | | | |
| 8 Total of lines 1 through 7 | | | |
| 9 Gross receipts from admissions, merchandise sold, or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list) | | | |
| 10 Total of lines 8 and 9 | | | |
| 11 Net gain or loss on sale of capital assets (attach an itemized list) | | | |
| 12 Unusual grants | | | |
| 13 Total revenue. Add lines 10 through 12 | | | |

- 8** According to your answers, you are only eligible for tax exemption under section 501(c)(3) from the postmark date of your application. However, you may be eligible for tax exemption under section 501(c)(4) from your date of formation to the postmark date of the Form 1023. Tax exemption under section 501(c)(4) allows exemption from federal income tax, but generally not deductibility of contributions under Code section 170. Check the box at right if you want us to treat this as a request for exemption under 501(c)(4) from your date of formation to the postmark date. ►

Attach a completed Page 1 of Form 1024, Application for Recognition of Exemption Under Section 501(a), to this application.

SUPPLEMENT TO FORM 1023
INTERNET LEGACY INSTITUTE, INC.
EIN 32-0315991

PART IV NARRATIVE DESCRIPTION OF THE ACTIVIES OF THE INTERNET LEGACY INSTITUTE

The principal purpose of the Internet Legacy Institute is to further education, including research, regarding the history of the Internet. The idea of the Internet Legacy Institute dates to a meeting in 1996. Charles Brownstein and Douglas S Gale, former colleagues at the National Science Foundation, then obtained a National Science Foundation planning grant under the auspices of the Corporation for National Research Initiatives that developed detailed plans for the creation Of a historical goal. The planning grant had four goals: (1) identify and locate the people(research managers and other individuals) to assist in determining events to document, and from whom supplementary accounts would be collected; (2) Identify, characterize, locate and catalog materials that are appropriately archival, and to take appropriate steps to see that they are not lost; (3) develop and document the polices and processes for including materials into the archive, including metadata needed for tracing the sources of materials, authentication, typing, and linking of objects; (4) design the methods of implementation, including planning the potential contracting and participation partnerships which may be needed to complete the project.

Although the Internet Legacy Institute, Inc. was incorporated in 2008, it was dormant for more than a year while a determination was made as to the future of the organization. At the present time, the principal people involved are Douglas S. Gale and Henrietta Gale. An advisory board was created and it is the intent, over the next few years, to expand the Board of Directors.

During its early stages of development, the organization's activities have been confined to locating historical resources, gaining commitments for the same, finding interested parties, developing an organizational plan, including a plan for fundraising. Volunteers also have taken approximately 100 hours of oral/video interviews of key individuals in the development of the Internet have been conducted and collected more than 500 pages of documents. A complete inventory of oral/video interviews can be found at the end of this Supplement. While very valuable to a researcher, the estimated commercial value of these items is negligible. All of these materials will be donated to the Institute.

Presently volunteers are preparing transcriptions of interviews conducted, scanning paper documents, and developing a web site that will make these materials available on a volunteer basis. Because there has been no mechanism for funding the effort, the progress has been very, very slow. There is no income or expense anticipated this fiscal year. There are no current liabilities and we do not plan to borrow or otherwise incur unfunded liabilities in the future.

There are four objectives for the future:

Preservation of Educational Materials (Internet Legacy Archive): The plan is to create an archive of source materials about the creation and evolution of the Internet. The archive will collect and make available relevant existing documents of the era from the federal agencies, corporations, academic

institutions, and individuals that worked together to create the Internet. Generate new historical material through the collection of commentaries that include participant's stories, observations, perspectives, and memories. We plan to conduct more interviews, collect more documents, process the information to make it more useful, and to expand web access to the materials. We expect donations (income) in the \$10,000 to \$40,000 per year range which will be spent to prepare and edit transcriptions, conduct new interviews, scan documents, create metadata, and make materials available on the web. The resulting archive will be an invaluable resource for current and future scholars and analysts seeking to educate themselves and understand the evolution of the network and associated computing technology, the role and impact of federal programs and the academic environment, and the factors that made this historic partnership of academia, industry and government so strikingly successful.

Presentation of Educational Materials (Internet Legacy Museum): The Internet Legacy Institute plans to promote education regarding internet history by digitizing materials and making them available on the web. It will create search tools and traveling exhibits that specifically target K-12 and higher education. It will also create an online Wiki that targets students and allows them to "make history" recording their impressions and opinions. All of the material in the digital museum will be made freely available through a Creative Commons "Attribution By, Share Alike, Non-Commercial, and No Derivative Works" license. In most cases that means materials will be made available to both individuals and organizations for non-commercial purposes.

Ponder (Internet Legacy Institute): The historical scope and influence of the Internet is so vast (and its potential future effects so profound) that its development inspires many questions and topics that the Institute will explore in academic publications and white papers that seek to further educate the public on subject matter relating to internet history. These objectives will be reached through vehicles such as an "Aspen Institute" of the Internet, Internet Fellows, a "Noble Prize of Internet Innovation," Lifetime Achievement Awards and sponsoring research at U.S. academic institutions.

Perpetuation of information (Internet Legacy Outreach): The hallmark of the creation of the Internet was the unprecedented collaboration and cooperation between corporate, education, and governmental organizations. An explicit objective of the Institute is to emulate this collaboration. In particular, with government agencies, such as the National Science foundation, the Library of Congress, and the Smithsonian Museums, private corporations such as Verizon and IBM, non-profits such as the Coalition for Networked Information, Educause, and the Computer History Museum, and educational institutions such as the Charles Babbage Institute at the University of Minnesota. The Institute will also develop and make freely available curricular materials for use in the K-18 educational space and support interdisciplinary research on the impact of the Internet. The Institute will sponsor national and international field teams to support technology development in underserved areas.

PART V

- 2a. Douglas S. Gale and Henrietta Gale are husband and wife.
- 2b. Gary D. Hermann is our legal counsel and, because he is charging for his services, he would be considered a person with a business relationship with the Organization. He is charging us on an hourly basis for his work on the 501(c)(3) application and for work related to the initial organization of the

Corporation. He is a Board Member on a temporary basis until we can find another person with the background and will soon be replaced, as a result, his future involvement is likely to be confined to doing legal work.

5a. The Corporation's Conflict of Interest Policy is set forth in Article IX of the By-Laws of the Corporation (Page 12).

7a. We expect to compensate our legal counsel, Gary D. Hermann, who is temporarily acting as a director, for his services in the initial organization of the Corporation and the 501(c)(3) application. Other officers may be compensated for services such as conducting and/or editing interviews and web development. Negotiations will be done at arms length by non-involved board members and at a cost that is less than or equal to that available through the market or from a competitive RFP.

PART VI

1 a and b. As indicated in our Description of Activities (PART IV), our organization will be creating an archive of source materials about the creation and evolution of the Internet. Since the archive will collect and make available relevant existing documents from federal agencies, corporations, academic institutions, and individuals that worked together to create the Internet, we will be providing an educational service to individuals and organizations interested in learning about or doing research regarding the Internet's history.

2. Generally, we will make our materials freely available under a Creative Commons "Attribution By, Share Alike, Non-Commercial, and No Derivative Works" license. In most cases that means materials will be made available to both individuals and organizations for non-commercial purposes. Commercial use would be licensed separately.

PART VIII

10. As an archive, we anticipate retaining documents, oral/video histories, computer code, and other items relating to the history of the internet, and this will include the donation of intellectual property of others. When donations are accepted or interviews done, we obtain a release transferring the intellectual property ownership to the project. As these items are processed, edited, and transcribed the intellectual property of the new items will be held by the Institute but made freely available to others through a Creative Commons "Attribution By, Share Alike, Non-Commercial, and No Derivative Works" license. Commercial use of materials in the archive will be negotiated with any fees charged dedicated to increasing the content of the archive or improving access to the materials in the archive.

13.

a and b. As an archive, we will distribute or loan our educational materials to any organization; providing that it meets the criteria outlined in Part VI Number 2 and furthers the educational purposes of our organization. We anticipate that non-profit organization such as colleges and universities will make extensive use of the archive in research.

c. No.

d. We do not yet have formal relationships with any organization

e. We have not made any grants, loans, or other distributions to date. If we do, we intend to retain documents which will help us to show the basis for our conclusion that the organization receiving materials from our organization was doing so to further educational purposes of our organization.

f. We have not yet established procedures or forms to be used with respect to obtaining documents from our archives.

g. None have been established to date.

14.

a. Since foreign organizations, including universities, might need to access our materials for research, they could receive our materials under the conditions described in Part VI, Number 2, especially if it appeared to be consistent with our educational purpose.

b. Not known.

c. Not applicable

d. We do not yet have contributors to the organization. At such time that we have contributors, we intend to make them aware, in writing, of our authority to use contributions consistent with our exempt purposes.

e. We have not done this as yet, so we have not yet established procedures. We do anticipate making inquiries from those who might use our materials that will satisfy us that the materials will be used consistent with our tax exempt purposes and the criteria described in Part VI, Number 2. We do not anticipate asking about financial status of those who might receive the documents.

f. Distributions to foreign organizations will be consistent with those for domestic distributions.

PART IX

Part A—Below are notes regarding our answers to certain items in this Part:

Note to Line 1: We anticipate initially receiving most of our funding from small grants from federal agencies such as the National Science Foundation as well as donations from individuals and other non-profit organizations. We anticipate no investment income. As the organization matures there is a possibility of receiving donations from corporations; such donations will be evaluated carefully to insure that they are consistent with the mission of the Institute.

Note to Line 6: The National Science Foundation, a government agency, has said that the project can make use of its sound studio in Washington DC for up to 10 days per year to conduct interviews. We have estimated the value of use at \$1,000 per day for 10 days in 2011, 10 days in 2012, and 5 days in 2013. (The value drops off in 2013 as number of interviews in DC area decreases.)

Note to Line 9: Material in the archive will be made freely available to others through a Creative Commons “Attribution By, Share Alike, Non-Commercial, and No Derivative Works” license. We anticipate limited licensing of archive materials to commercial organizations.

Note to Line 22: Includes estimates for legal and accounting fees as well as IRS registration.

Note to Line 23 a: One of the key elements of the archive are oral histories and video taped interviews of key individuals in the creation and evolution of the internet. This item covers travel to those individuals. 2010=\$0; 2011=\$4,100; 2012=\$6,100

Note to Line 23 b: Includes supplies and equipment to conduct and process audio and video interviews and scan paper documents. 2010=\$0; 2011=\$2,000; 2012=\$3,000

Note to Line 23 c: A key element of the archive is making materials available on the web. This item is for programming and web hosting services. 2010=\$0; 2011=\$1,000; 2012=\$4,000

Note to Line 23 d: Includes membership in non-profit organizations such as the Society for the History of Technology, the Association for Computing Machinery, and the Institute for Electrical and Electronic Engineers. 2010=\$0; 2011=\$300; 2012=\$400

Note to Line 23 e: Includes preparing transcripts from audio/video interviews. 2010=\$0; 2011=\$1,000; 2012=\$5,000

Note to Line 23 f: Includes telephone, Internet connectivity, and misc office expenses. 2010=\$0; 2011=\$400; 2012=\$500

Note to Line 23 g: One objective of the Institute is to make its materials widely available. To that end we will publish short articles in professional history of science and technology journals. This item will cover expenses associated with these publications. 2010=\$0; 2011=\$0; 2012=\$500

Note to Line 23 h: High quality audio and video interviews require a sound studio. This item is the “expense” item that pairs with the contribution of the National Science Foundation to use its sound studio in Washington DC where many of the interviewees are located. For interviews in other locations we will attempt to obtain donated use of sound studios at college, universities, and other non-profit organizations. 2010=\$0; 2011=\$10,000; 2012=\$10,000

Part B—The only assets that our entity owns are shown in the end of this supplement

PART X

1b. The requirements of Section 508(e) are satisfied by the following provisions of the By-Laws: 2.1, 2.2, and 2.3.

3. Although the Corporation was created in June of 2008 and, thus, has technically be in existence for more than two years, it was not active until recently, and had its corporate status revoked by the State of Montana. On September 10, 2010, an application was made for reinstatement, which was granted shortly thereafter. Thus, the corporation has only been active for a few months.

SCHEDULE E

5. We did not initially for 501(c)(3) status because, after being incorporated in June of 2008, it appeared that the Corporation's activities might be achieved through other organizations, including a state university. The corporation was allowed to go into inactive status with the State of Montana, but has been reinstated as a corporation.

Assets to be Transferred to Organization Page 1

| Name | Individual Interview | Group Interview | Interviewer | Interview Date | Format | Length | Transcript | Key Topics |
|---------------------|----------------------|-----------------|-------------|----------------|--------|---------|------------|------------------------|
| Almes, Guy | ✓ | | 1 | 2006.04.27 | 1 | 1:25:43 | N | SEQUInet |
| Almes, Guy | | ✓ | 4 | 2007.11.28 | | 2:45:06 | U | Mid-Levels; SEQUIAnet |
| Armstrong, John | ✓ | | 2 | 2007.11.28 | 2 | 1:27:55 | N | IBM; T1 Backbone |
| Augustson, Gary | ✓ | | 1 | 2006.08.08 | 1 | 27:27 | N | PrepNet |
| Aupperle, Eric | ✓ | | 1 | 2006.10.05 | 1 | 2:07:53 | N | Merit; NSFNET BB; ANS |
| Aupperle, Eric | | ✓ | 4 | 2007.11.28 | 2 | 2:42:25 | U | NSFNET BB, Merit |
| Becker, Jordan | | ✓ | 4 | 2007.11.28 | | 2:40:03 | U | NSFNET Tech; IBM; ANS |
| Bell, Gordon | ✓ | | 1 | 2008.10.02 | 1 | 1:43:19 | N | NSF; Origins NSFNET |
| Boivie, Rick | | ✓ | 4 | 2007.11.28 | | 2:40:03 | U | NSFNET Tech; IBM |
| Breeden, Laura | ✓ | | 1 | 2006.07.31 | 1 | 1:20:19 | N | CSNET, FARNET |
| Brim, Scott | | ✓ | 4 | 2007.11.28 | | 2:40:03 | U | NSFNET Tech; Software |
| Brownstein, Charles | | ✓ | 4 | 2007.11.28 | | 55:33 | U | Govt: NSF |
| Burns, Pat | ✓ | | 1 | 2006.08.09 | 1 | 49:43 | N | WestNet |
| Caviness, Jane | ✓ | | 1 | 2006.11.10 | 1 | 44:20 | N | NSFNet; NSF |
| Caviness, Jane | | ✓ | 4 | 2007.11.28 | 2 | 2:42:25 | U | NSFNET BB; NSF |
| Caviness, Jane | | ✓ | 4 | 2007.11.28 | | 55:33 | U | Govt: NSF |
| Cerf, Vint | ✓ | | 1 | 2006.04.25 | 1 | 1:13:11 | N | Origins CSNET, NSFNET |
| Chon, Kilnam | | ✓ | 4 | 2007.11.30 | | 2:33:09 | U | Inatl; Korea |
| Collet, Bob | | ✓ | 4 | 2007.11.30 | | 2:33:09 | U | Inatl: Sprint |
| Connolly, John | | ✓ | 4 | 2007.11.28 | 2 | 2:41:36 | U | Pre-NSFNET; NSF; SCC |
| Connolly, John | | ✓ | 4 | 2007.11.28 | | 55:33 | U | Govt: NSF |
| Denning, Peter | | ✓ | 4 | 2007.11.28 | 2 | 2:41:36 | U | Pre-NSFNET; CSNET |
| Donnelly, Leo | ✓ | | 1 | 2006.11.08 | 1 | 27:11 | N | NEARNET |
| Fuchs, Ira | ✓ | | 1 | 2007.11.07 | 1 | 1:41:30 | N | BITNET |
| Gale, Doug | | ✓ | 4 | 2007.11.28 | | 2:45:06 | U | Mid-Levels; MIDnet |
| Goldstein, Steve | | ✓ | 4 | 2007.11.30 | | 2:33:09 | U | Inatl; NSF |
| Gruntorad, Jan | | ✓ | 4 | 2007.11.30 | | 2:33:09 | U | Inatl; Czech Republic |
| Hahn, Saul | | ✓ | 4 | 2007.11.30 | | 2:33:09 | U | Inatl; Latin America |
| Hall, Steve | ✓ | | 1 | 2006.12.06 | 1 | 1:05:07 | N | NEARNET |
| Hares, Susan | | ✓ | 4 | 2007.11.28 | | 2:40:03 | U | NSFNET Tech; Merit |
| Huston, Priscilla | | ✓ | 4 | 2007.11.28 | | 55:33 | U | Govt: NSF |
| Jennings, Dennis | | ✓ | 4 | 2007.11.28 | 2 | 2:41:36 | U | Pre-NSFNET; NSF; Intl |
| Kahn, Bob | ✓ | | 1 | 2006.04.26 | 1 | 1:11:53 | N | Origins CSNET, NSFNET |
| Karin, Sid | ✓ | | 1 | 2007.10.10 | 1 | 1:19:16 | N | San Diego SC |
| King Ken | ✓ | | 3 | 2007.11.30 | 1 | 1:35:47 | N | CSNET; BITNET |
| Klingenstein, Ken | ✓ | | 1 | 2006.12.05 | 1 | 1:01:08 | N | WestNet |
| Lance, Tim | ✓ | | 1 | 2006.08.07 | 1 | 1:06:20 | N | NYSERnet |
| Landweber, Larry | ✓ | | 1 | 2006.04.27 | 1 | 1:21:20 | N | CSNET; NSF |
| Landweber, Larry | | ✓ | 4 | 2007.11.28 | 2 | 2:41:36 | U | Pre-NSFNET; CSNET; NSF |
| Landweber, Larry | | ✓ | 4 | 2007.11.30 | | 2:33:09 | U | Inatl; NSF |
| Luker, Mark | ✓ | | 1 | 2006.12.05 | 1 | 60:04 | N | NSFNET; Educause |

Assets to be Transferred to the Organization - Page 2

| | | | | | | | |
|-----------------------|---|---|---|------------|-----------|---|--------------------------|
| Luker, Mark | | ✓ | 4 | 2007.11.28 | 2:21:49 | U | ExtCom; Educasue, NSF |
| MacDonald, Geraldeine | | ✓ | 4 | 2007.11.28 | 2:17:08 | U | Pre-Com; NYSERnet; AOL |
| MacNeil, David | | ✓ | 4 | 2007.11.30 | 2:33:09 | U | Inatl; Canada; CAnet |
| Mandelbaum, Richard | ✓ | | 1 | 2008.10.29 | 1:1:28:30 | N | NYSERNET; PSI |
| Mandelbaum, Richard | | ✓ | 4 | 2007.11.28 | 2:17:08 | U | Pre-Com; NYSERnet |
| McCredie, Jack | | ✓ | 1 | 2006.12.04 | 1:51:21 | N | Educause, DEC; CENIC |
| Nelson, Mike | | ✓ | 1 | 2006.04.24 | 1:1:14:39 | N | NREN, Gore, FCC |
| Obeay, Ann | | ✓ | 4 | 2007.11.28 | 2:2:42:25 | U | NSFNET BB; MCI, ANS |
| Partridge, Craig | ✓ | | 1 | 2010.03.31 | 1:1:01:45 | N | ARPANET; TCP/IP |
| Ricart, Glenn | | ✓ | 4 | 2007.11.28 | 2:45:06 | U | Mid-Levels; SURAnet |
| Ricart, Glenn | | ✓ | 4 | 2007.11.28 | 55:33 | U | Govt: DARPA |
| Roberts, Mike | ✓ | | 1 | 2006.10.16 | 1:1:41:52 | N | NSFNET; ICAN |
| Schiller, Jeff | ✓ | | 1 | 2006.11.07 | 1:1:11:26 | N | NEARNET; Interop |
| Schrader, Bill | ✓ | | 3 | 2008.04.24 | 1:1:31:32 | N | NYSERNET; PSI |
| Smarr, Larry | ✓ | | 1 | 2007.10.08 | 1:48:16 | N | NCSA; SC |
| Staman, Mike | ✓ | | 1 | 2006.04.25 | 1:1:05:42 | N | CICnet; CoREN |
| Staman, Mike | | ✓ | 4 | 2007.11.28 | 2:45:06 | U | Mid-Levels; CICnet |
| Staman, Mike | | ✓ | 4 | 2007.11.28 | 2:17:08 | U | Pre-Com; CoREN |
| Turner, Judith | | ✓ | 4 | 2007.11.28 | 2:21:49 | U | ExtCom; Chronicle of HE |
| VanHouweling, Doug | ✓ | | 1 | 2006.11.15 | 1:2:00:13 | N | Merit; NSFNET BB; ANS |
| VanHouweling, Doug | | ✓ | 4 | 2007.11.28 | 2:2:42:25 | U | NSFNET BB; Merit |
| Vea, Andreu | | ✓ | 4 | 2007.11.28 | 2:21:49 | U | ExtCom; WIWIW |
| Villemoes, Peter | | ✓ | 4 | 2007.11.30 | 2:33:09 | U | Inatl; NorduNet; Denmark |
| Villiamizar, Curtis | | ✓ | 4 | 2007.11.28 | 2:40:03 | U | NSFNET Tech; ANS |
| Weis, Al | | ✓ | 4 | 2007.11.28 | 2:2:42:25 | U | NSFNET BB; ANS; IBM |
| Wels, Al | | ✓ | 4 | 2007.11.28 | 2:17:08 | U | Pre-Com; IBM; ANS |
| West, Tom | ✓ | | 1 | 2007.10.09 | 1:1:06:16 | N | NSFNET BB |
| Williams, Jim | ✓ | | 1 | 2006.12.06 | 1:69:03 | N | NevadaNet; FARNET |
| Wolff, Steve | ✓ | | 1 | 2008.04.25 | 1:1:46:05 | N | NSFNET |
| Wolff, Steve | | ✓ | 4 | 2007.11.28 | 2:2:42:25 | U | NSFNET BB; NSF |

**ACTION OF THE INCORPORATOR OF
INTERNET LEGACY INSTITUTE, INC.
EIN 32-0315991**

Pursuant to MT 35-2-216, a meeting of the Incorporator was held on September 30, 2010 and Douglas Gale, Henrietta Gale, and Gary D. Hermann were elected to a full term as members of the Board of Directors of Internet Legacy Institute, Inc., a non-profit Montana Corporation.

The attached Bylaws of the Internet Legacy Institute are hereby adopted.



Gary D. Hermann
Incorporator of Internet Legacy Institute,
Inc.