

## **ARTICLES OF INCORPORATION**

### **Article I: Name**

The name of the corporation is Project Gutenberg Literary Archive Foundation, Inc.

### **Article II: Registered Office Address and Agent**

The registered office address of the corporation is [1907 Wolfe St., Oxford, MS 38655]. The registered agent at the above address is [Mary Brandt Jensen].

### **Article III: Purpose**

Within the broad range of charitable purposes permitted by section 501(c)(3) of the Internal Revenue Code, the purposes of the Project Gutenberg Literary Archive Foundation, Inc. shall be limited to:

1. preserving literary and other intellectual works, and
2. making copies of or products based on those works available free of charge or at the lowest possible cost to the people of the United States and the rest of the world.

In order to maximize accessibility for people with limited resources, works should be made available in formats accessible with a wide variety of machines, including computers which many people consider obsolete or worthless. At the time of creation of this corporation, this purpose is being accomplished by converting works in the public domain to "Plain Vanilla ASCII," and posting them on the Internet. "Plain Vanilla ASCII", meaning the low set of the American Standard Code for Information Interchange, is being used because 99% of the hardware and software a person is likely to run into can read and search these files. Because the preservation of the public domain is essential to the success of the charitable purpose of this corporation, to the extent permitted by law without jeopardizing the federal income tax exemption of this corporation pursuant to section 501(c)(3) of the Internal Revenue Code, the corporation may engage in lobbying and other activities to prevent or lessen the extension of terms, the expansion of scope, or the narrowing of the rights of the public, libraries and archives under exemptions or limitations of the copyright, patent and other laws of the United States and possibly other parts of the world.

### **Article IV: Incorporators**

We the undersigned incorporators certify that we are authorized to sign these articles and that the information in these articles is true and correct. We also understand that if any of this information is intentionally or knowingly misstated that criminal penalties will apply as if we had signed the articles under oath.

[Gregory B. Newby, 3401 Monadnock Ridge, Efland, NC 27243] \_\_\_\_\_

Douglas C. Bowman, 1409 W. Green, Urbana, IL 61801 \_\_\_\_\_

John Guagliardo, [Address]\_\_\_\_\_

Maitri Erwin, [Address]\_\_\_\_\_

Mark Zinzow, [Address]\_\_\_\_\_

Name and address of person to be contacted if there is a question about filing of these articles:  
[Name], [Number].

### **Article V: Directors**

The board of directors shall initially consist of five directors. Up to two additional directors may be added by a two-thirds vote of the directors without amendment to these articles. The terms of directors shall be staggered so that no more than one-third of the directors are elected in any one year. After the expiration of the initial terms listed below, directors shall be elected for five-year terms.

The initial board of directors shall consist of the following:

Name	Address	Expiration of Initial Term
[Gregory B. Newby	3401 Monadnock Ridge, Efland, NC 27243	June 30, 2026]
Douglas Bowman	1409 W. Green, Urbana, IL 61801	June 30, 2029
John Guagliardo	[Address]	June 30, [Term]
Maitri Erwin	[Address]	June 30, [Term]
Mark Zinzow	[Address]	June 30, [Term]

[Gregory B. Newby] shall be the initial Chairman of the Board. Removal of the Chairman of the Board shall require a two thirds majority vote of the Board. Upon expiration of the Chairman's term or removal, a new Chairman may be selected by a two thirds majority vote of the Board.

### **Article VI: No members or dues**

The Project Gutenberg Literary Archive Foundation does not have members and does not collect membership dues.

## **Article VII: Officers**

No officers are required, but the Board may choose to appoint officers in accordance with the bylaws.

## **Article VIII: Assumption of Contracts, Liabilities and Receipt of Assets of Project Gutenberg Literary Archive Foundation Trust**

This corporation is being formed pursuant to the authority set out paragraph 3B of the trust document which created the Project Gutenberg Literary Archive Foundation Trust. By their signature on this document, the initial members of the Board of Directors ratify the corporation's assumption of the contracts and liabilities of the Project Gutenberg Literary Archive Foundation Trust, a public charity trust which received an advance determination letter of public charity status from the Internal Revenue Service on October 19, 2005. Upon completion of the incorporation process, the corporation shall become the successor entity to the Project Gutenberg Literary Archive Foundation Trust and will also receive the assets of the Project Gutenberg Literary Archive Foundation Trust.

## **Article VIII: Duration**

The Project Gutenberg Literary Archive Foundation, Inc. shall exist in perpetuity or until such time as it is dissolved by a two thirds majority vote of the Board of Directors. Upon dissolution, all assets shall be distributed to another tax exempt 501(c)(3) non profit entity licensed to use the Project Gutenberg trademark and dedicated to the same purpose as this corporation if the Board is aware of the existence of such an entity. If the Board is not aware of the existence of such an entity, the assets shall be distributed to a tax exempt 501(c)(3) non profit entity selected by the Board which is likely to use the assets to preserve literary and other intellectual works, and make copies of or products based on those works available free of charge or at the lowest possible cost to the people of the United States and the rest of the world.

## **Article IX: Amendment**

Amendment of these articles of incorporation shall require unanimous consent of the Board of Directors.