

Filing Fee: \$50.00

ID Number: \_\_\_\_\_



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

**NON-PROFIT CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is INTERNET ARCHIVE
- It is incorporated under the laws of CALIFORNIA
- The date of its incorporation is APRIL 6, 1996
- The address of its principal office in the state or country under the laws of which it is incorporated is:  
300 FUNSTON AVENUE, SAN FRANCISCO, CA 94118-2116
- The address of its proposed registered office in Rhode Island is 222 JEFFERSON BOULEVARD  
(Street Address, not P.O. Box)  
WARWICK, RI 02888 and the name of its proposed registered agent in  
(City/Town) (Zip Code)  
Rhode Island at that address is NATIONAL CORPORATE RESEARCH, LTD  
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:  
OPERATE A DIGITAL SCANNING STATION AT THE JOHN CARTER BROWN LIBRARY.

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SECRETARY OF STATE  
CORPORATIONS DIV

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7. The names and respective addresses of its directors and officers are:

	<u>NAME</u>	<u>ADDRESS</u>
Director	BREWSTER KATHE	300 FULSTON AVENUE, SF, CA 94118
Director	RICK PRELINGER	" " "
Director	DAVID RUMSEY	" " "
President	BREWSTER KATHE	" " "
Vice President	-	" " "
Treasurer	RICK PRELINGER	" " "
Secretary	JAMES CRESSATY	" " "

8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Under penalty of perjury, we declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 3/29/2011

INTERNET ARCHIVE

Print Exact Name of Corporation Making Application

By [Signature]

President or  Vice President (check one)

**AND**

By J. Cressaty

Secretary or  Assistant Secretary (check one)

**State of California**  
**Secretary of State**

CERTIFICATE OF STATUS

ENTITY NAME:

INTERNET ARCHIVE

FILE NUMBER: C1965397  
FORMATION DATE: 04/03/1996  
TYPE: DOMESTIC NONPROFIT CORPORATION  
JURISDICTION: CALIFORNIA  
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,  
hereby certify:

The records of this office indicate the entity is authorized to  
exercise all of its powers, rights and privileges in the State of  
California.

No information is available from this office regarding the financial  
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate  
and affix the Great Seal of the State of  
California this day of March 11, 2011.

*Debra Bowen*

**DEBRA BOWEN**  
Secretary of State

1965397

ARTICLES OF INCORPORATION  
OF  
LIBRARY OF ALEXANDRIA FOUNDATION

FILED *W*  
In the office of the Secretary of State  
of the State of California

APR 03 1996

*Bill Jones*  
BILL JONES, Secretary of State

I.

The name of this corporation is **LIBRARY OF ALEXANDRIA 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. The specific purpose of this corporation shall include, but shall not be limited to, the gathering, archiving, and serving of digital information as an educational and historical resource, and any other charitable and educational activity permitted by law.

III.

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

Brewster Kahle  
1056 Noe Street  
San Francisco, CA 94114

IV.

A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

V.

The property of this corporation is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Dated: March 29, 1996

*William T. Hutton*  
William T. Hutton, Incorporator

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# 1965397

CERTIFICATE OF AMENDMENT  
OF ARTICLES OF INCORPORATION  
OF  
LIBRARY OF ALEXANDRIA FOUNDATION

FILED *SL*  
In the office of the Secretary of State  
of the State of California

JUN - 5 1997

*Bill Jones*  
BILL JONES, Secretary of State

Brewster Kahle and Bruce Gilliat certify that:

1. They are the President and the Secretary, respectively, of Library of Alexandria Foundation, a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:  
  
"The name of this corporation is Internet Archive."
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: May 28, 1997

*BK*  
Brewster Kahle, President

Dated: May 28, 1997

*Bruce Gilliat*  
Bruce Gilliat, Secretary

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**FILED**  
in the office of the Secretary of State  
of the State of California

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**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
INTERNET ARCHIVE**

Rick Prelinger and Jacques Cressaty hereby certify that:

1. They are the President and the Secretary, respectively, of Internet Archive, a California nonprofit public benefit corporation.

2. Article V. of the Articles of Incorporation of this corporation is hereby amended to read in its entirety as follows:

V.

The property of this corporation is irrevocably dedicated to charitable and educational purposes meeting the requirements for exemption provided by Section 214 of the California Revenue and Taxation Code, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member (if any) of this corporation, or to the benefit of any private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a nonprofit organization which is organized and operated exclusively for charitable purposes.

3. The foregoing amendment has been duly approved by this corporation's Board of Directors.

4. This corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true of our own knowledge.

DATED: 12/4, 2009

Rich Prehler  
Rick Prehler, President

DATED: 12/4, 2009

J. Guinness  
Jacques Cresaty, Secretary



I hereby certify that the foregoing transcript of 4 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAR 11 2011

Date: \_\_\_\_\_ J.T.

*Debra Bowen*

DEBRA BOWEN, Secretary of State