

CERTIFICATE OF INCORPORATION
OF
OPEN SOURCE MATTERS, INC.
UNDER SECTION 402 OF THE
NOT-FOR-PROFIT CORPORATION LAW

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

FIRST: The name of the Corporation is Open Source Matters, Inc. (the "Corporation").

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

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

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

(a) To coordinate and promote the development of the free software package known as Joomla!, including creating and maintaining websites to accomplish this purpose.

(b) To make Joomla! and other Free and Open Source Software available for free to anybody who wants to use, change, or distribute it as Free and Open Source Software.

(c) To defend the status of Joomla! as Free and Open Source Software and the public's ability to develop and freely distribute that software.

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

(e) To achieve the lawful public objective of developing, distributing and promoting the use of open source software.

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

SIXTH: [DELETED]

SEVENTH: [DELETED]

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

NINTH: [DELETED]

TENTH: In the event of dissolution pursuant to a plan adopted by the Directors, after paying or making provisions for the payment of all of the liabilities of the Corporation, all of the remaining assets and property of the Corporation shall be distributed to: (i) one or more organization or organizations organized and operated for similar purposes; or (ii) the United States federal government, the District of Columbia, any state, territory or possession of the United States, or to any political subdivision of any of the foregoing, but only for similar quasi-public purposes, subject to an order of a Justice of the Supreme Court of the State of New York.

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

TWELFTH: [DELETED]

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

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

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

Andrew Eddie
5 Andrews Court
Hodgsonvale Qld 4350
Toowoomba, Australia

Mitch Pirtle
7111 Narrows Avenue
Second Floor

Brooklyn, NY 11209

Brian Teeman
c/o Definite Software Ltd.
Strawberry Studios
3 Waterloo Road
Stockport SK1 3BD
United Kingdom

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

Open Source Matters, Inc.
P.O. Box 4668 #88354
New York, NY 10163-4668

[END]

The foregoing represents a true and accurate copy of the Articles of Incorporation for Open Source Matters, Inc., a New York Not-For-Profit Corporation, including all amendments thereto duly executed and filed as of November 1, 2013. Scanned, transcribed and conformed by Duke Speer December 1, 2013.

The reference to "the Code" in Paragraph ELEVENTH is a reference to the Internal Revenue Code of 1954, as it may be amended.
[SIC - Definition was deleted with deletion of Paragraph SIXTH.]