

# Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "RESISTBOT ACTION FUND", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2018, AT 5:45 O`CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



  
Jeffrey W. Bullock, Secretary of State

6754229 8100  
SR# 20181389128

Authentication: 202216851  
Date: 02-26-18

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**STATE of DELAWARE**  
**CERTIFICATE of INCORPORATION**  
**of RESISTBOT ACTION FUND**  
**a NONPROFIT NONSTOCK CORPORATION**

**First:** The name of this corporation is **Resistbot Action Fund**.

**Second:** Its registered office in the State of Delaware is to be located at 3500 S DuPont Hwy, Dover, Kent County, DE 19901. The name of this corporation's registered agent at such address is Incorporating Services, Ltd.

**Third:** This corporation is a nonprofit nonstock corporation organized under the General Corporation Law of the State of Delaware (hereinafter referred to as the "Law") and is not authorized to issue any capital stock. The specific and primary purpose of this corporation is to promote social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law (the "Code").

**Fourth:** This corporation is organized and operated primarily for social welfare purposes within the meaning of Section 501(c)(4) of the Code. Notwithstanding any other provision of this certificate, this corporation shall not carry on any activities the nature and extent of which is inconsistent with exemption from federal income tax under Section 501(c)(4) of the Code.

**Fifth:** This corporation shall have one or more members, and the conditions of membership shall be as stated in the Bylaws.

**Sixth:** The name and mailing address of the incorporator is as follows:

Jason Putorti  
49 Bassett St. San Jose, CA 95110

**Seventh:** The personal liability of the directors and any persons performing the duties of directors of this corporation is hereby eliminated or limited to the fullest extent permitted by Section 102(b)(7) of the Law as the same may be hereafter amended and supplemented.

**Eighth:** Any amendment to this Certificate must be approved by the Board of Directors of this corporation.

**Ninth:** The members or the Board of Directors may adopt, amend or repeal the Bylaws of this corporation.

**Tenth:** Without infringing on the rights of members to remove directors under Section 141(k) of the Law, a majority of the directors then in office may also remove any director at any time, with or without cause, without the need for member action.

**I, the undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file, and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 26th day of February, 2018.

  
\_\_\_\_\_  
Jason Putorti, Incorporator