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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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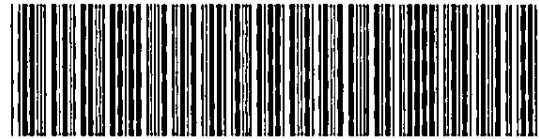
(Business Entity Name)

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TALLAHASSEE, FL

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Association for Testing and Software Quality Assurance Global Certification Body, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Russell Cox/Cox, Sargeant & Burns, P.C.

Name (Printed or typed)

8440 Woodfield Crossing Blvd., Suite 170

Address

Indianapolis, IN 46240

City, State & Zip

(317) 469-4120

Daytime Telephone number

rcox@coxsgelaw.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
ASSOCIATION FOR TESTING AND SOFTWARE QUALITY ASSURANCE
GLOBAL CERTIFICATION BODY, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Florida Not For Profit Corporation Act, as amended (the "Act"), hereby executes the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is Association for Testing and Software Quality Assurance Global Certification Body, Inc. (the "Corporation").

ARTICLE II

Principal Office

The street address of the initial principal office and the mailing address is: 15619 Premiere Drive, Suite 101, Tampa, Florida 33624.

ARTICLE III

Purposes

The Corporation is organized and shall at all times be operated exclusively for the following charitable, educational and scientific purposes:

- (a) To provide education in the field of software testing, including provision of educational and training materials, preparation and dissemination of educational

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materials and examination resources, and preparation and administration of certification and re-certification examinations:

- (b) To support and disseminate new and relevant knowledge about research and practice in software testing;
- (c) To receive, administer, distribute and expend grants, funds, gifts, donations, bequests, contributions and other receipts of money or property of every kind or nature in furtherance of the Corporation's charitable, educational and scientific objectives and purposes;
- (d) To do any and all things necessary or incidental to the accomplishment of these purposes; and
- (e) To transact any and all lawful business for which corporations may be incorporated under the Act, provided such business is not inconsistent with the Corporation's status as an organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

ARTICLE IV

Registered Office and Agent

The street address of the Corporation's initial registered office is 15619 Premiere Drive, Suite 101, Tampa, Florida 33624, and the name of the initial registered agent of the Corporation at such office is Lois Kostroski.

ARTICLE V

Members

The Corporation shall have no members.

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ARTICLE VI

Directors

Section 1. Number. The number of Directors shall be fixed by, or fixed in accordance with, the Bylaws. The Bylaws may also provide for staggering the terms of the members of the Board of Directors to the fullest extent permitted by the Act.

Section 2. Vacancies. Any vacancy in the Board of Directors, from whatever cause arising, including any increase in the size of the Board of Directors, shall be filled by selection of a new Director by a majority vote of the remaining members of the Board of Directors (even if less than a quorum). The term of a Director elected or selected to fill a vacancy shall expire at the end of the term for which such Director's predecessor was elected.

Section 3. Limited Liability of Directors. Directors shall be immune from personal liability for any action taken as a Director, or any failure to take any action, to the fullest extent permitted by the Act and by general principles of (nonprofit) corporate law.

Section 4. Removal of Directors. A member of the Board of Directors may be removed, with cause, by the affirmative vote of two-thirds of the members of Board of Directors.

ARTICLE VII

Incorporator

The name and address of the incorporator are: Lois Kostroski, 15619 Premiere Drive, Suite 101, Tampa, Florida 33624

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ARTICLE VIII
Regulation of Corporate Affairs

The affairs of the Corporation shall be subject to the following provisions:

Section 1. Amendment of Bylaws. The Board of Directors shall have the exclusive power to make, alter, amend, or repeal, or to waive provisions of, the Bylaws of the Corporation by the affirmative vote of a majority of the number of Directors then in office, except as otherwise provided by the Act.

Section 2. Florida Not For Profit Corporation Act. All references in these Articles of Incorporation to the Act shall mean the Florida Not For Profit Corporation Act as it may hereafter from time to time be amended and any statute which may in the future supersede or replace, in whole or in part, the Act.

Section 3. Limitation on Power or Authority. Neither the members of the Corporation nor the Board of Directors shall have power or authority to do any act that will prevent the Corporation from being an organization described in section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Section 4. Inurement. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II of these Articles.

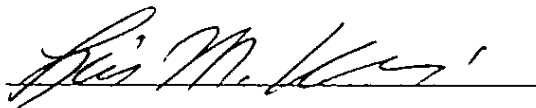
Section 5. Limitation on Lobbying and Political Activities. Notwithstanding any other provision of these Articles, no substantial part of the activities of the Corporation shall be or consist of carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in (including the publication or distribution of

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statements) any political campaign on behalf of or in opposition to any candidate for public office.

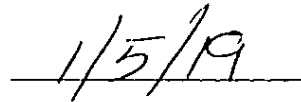
Section 6. Dissolution. If the Corporation is dissolved, all of its property remaining after payment and discharge of its obligations shall be transferred and conveyed for charitable, educational or scientific purposes to one or more organizations then described in section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



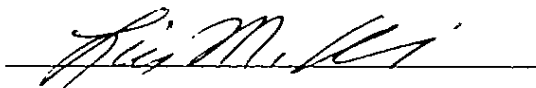
Lois Kostroski

Required Signature of Registered Agent



Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Lois Kostroski

Required Signature of Incorporator



Date

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