

**ARTICLES OF INCORPORATION
OF
(ISC)²RVA
A Virginia Nonstock Corporation**

The undersigned, pursuant to the Virginia Nonstock Corporation Act, Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

**ARTICLE I
NAME**

The name of the corporation is (ISC)²RVA.

**ARTICLE II
MEMBERS**

The corporation is to have one class of members with such designations, qualifications, and rights as set forth in the bylaws.

**ARTICLE III
DIRECTORS**

The directors of the corporation shall be elected by the members at the annual meeting as further described in the bylaws. A change in the number of directors shall be made only by amendment of the articles of incorporation.

The initial directors are:

Ivan Gil
Christopher Schurman
Michael Stapleton
John Styles
James Walters

**ARTICLE IV
PRINCIPAL OFFICE**

The place in this state where the principal office of the Corporation is to be located is the City of Glen Allen, Henrico County.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name of the corporation's initial registered agent is Ivan Gil, who is a resident of Virginia and an initial president of the corporation. The corporation's initial registered office address, which is identical to the business office of the initial registered agent, is 3811 Duckling Walk Glen Allen, Virginia 23060, and is located in the County of Henrico.

ARTICLE V PURPOSES

The purpose of the corporation is to foster and ensure the next generation of cyber security. The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the *Internal Revenue Code of 1986*, as amended (hereinafter the "Code"), or the corresponding section of any future federal tax code.

ARTICLE VI RESTRICTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 V.

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

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation nor shall the corporation carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the *Internal Revenue Code of 1986* (or the future United States Internal Revenue Law).

ARTICLE VII AMENDMENT

These Articles of Incorporation may be amended as provided under Code of Virginia, Section 13.1-886, as the same may be amended from time to time.

ARTICLE VIII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section §501(c)(3) of the *Internal Revenue Code of 1986* (or the future United States Internal Revenue Law), or to the federal, state or local

government for exclusively public purposes. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have subscribed our names this 11 day of MARCH, 2019.

Incorporators:


Name: IVAN GIL

Date: 3/29/19


Name: CHRISTOPHER SCHURMAN


Date: 3/11/19


Name: MICHAEL STAPLETON

Date: 3/11/19


Name: JAMES WALTERS

Date: 3/11/19


Name: JOHN STYLES

Date: 11 MAR 19