



TALLINN NOTARY KAATA KARTAU

REGISTRY NO 554

OF THE BOOK CONCERNING

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NOTARY.

THE NUMBER OF THE NOTARIAL ACT

OF THE FOUNDATION TRANSACTION

09/KJ/554

FOUNDATION RESOLUTION OF A FOUNDATION

AND

APPLICATION FOR REGISTRATION OF A FOUNDATION

This notarial deed has been prepared and certified by Tallinn notary Kaata Kartau, whose office is located at Ahtri 10A in Tallinn, substitute Irene Rannamets, at the Ministry of Economic Affairs and Communications, Harju tn 11, Tallinn, on February 13 in the year two thousand and nine (13.02.2009) and the participants in this notarial deed are:

The Republic of Estonia, represented by the Government of the Republic on 05.02.2009. on the basis of Order No. 39, the Ministry of Economic Affairs and Communications of the Republic of Estonia, registered office Harju tn 11, Tallinn, e-mail address info@mkm.ee, represented by **Juhan Parts**, personal identification code 36608270264, the Minister of Economic Affairs and Communications, appointed by Decision No 144 of President of the Republic on 04.04.2007, who is a known person to the notary,

Estonian Association of Information Technology and Telecommunications, registry code 80000876, location Lõõtsa 6, Tallinn, e-mail address info@itl.ee, represented by **Urmas Kõlli**, Member of the Management Board entered in the registry card, personal identification code 35301120330, whose identity has been established on the basis of

identity card,

Marek-Andres Kauts, personal identification code 38510130294, address Metsa 67-3, Tallinn, e-mail address makauts@gmail.com, whose identity has been established on the basis of an identity card,

On behalf of the Republic of Estonia, the Ministry of Economic Affairs and Communications and the Estonian Information Technology and Telecommunications Association have decided to establish the Foundation, have made this Foundation resolution, and on behalf of the Republic of Estonia, the Ministry of Economic Affairs and Communications, the Estonian Association of Information Technology and Telecommunications and Marek-Andres Kauts, Member of the Management Board of the Foundation, request to enter in the registry the Foundation with the following information:

1. The name of the Foundation is the **Estonian Internet Foundation**.
2. The seat of the Foundation is the Republic of Estonia, Tallinn, and the address is Lõõtsa 6, Tallinn 11415.
3. The goals of the Foundation are:
 - 3.1. Representing the Estonian Internet community in the cross-border Internet community, including the *Internet Corporation for Assigned Names and Numbers (ICANN)* and other relevant organizations.
 - 3.2. Management of top-level domain names related to the Estonian country code and Estonia and organization of their registration in the common interests of the Internet community, including the state.
 - 3.3. Proper maintenance of the register(s) of the aforementioned domain names and the provision of the corresponding services, as well as the development of the technical and intellectual base necessary for the fulfillment of the objectives of the Foundation, taking into account the security risks in the electronic environment.
 - 3.4. Ensuring the work of the domain disputes arbitration tribunal.
4. The founders transfer the following amounts of money to the Foundation:
 - 4.1. On behalf of the Republic of Estonia, the Ministry of Economic Affairs and Communications shall transfer two hundred thousand (200,000) kroons to the Foundation, which shall be transferred to the bank account opened in the name of the Foundation before submitting this resolution to the register of non-profit associations and foundations.
 - 4.2. The Estonian Association of Information Technology and Telecommunications shall transfer two hundred thousand (200,000) kroons to the Foundation, which will

be transferred to a bank account opened in the name of the Foundation before submitting this resolution to the register of non-profit associations and foundations.

5. The Member of the Management Board of the Foundation is Marek-Andres Kauts, personal identification code 38510130294, residence Tallinn.
6. The members of the Supervisory Board of the Foundation are:
 - 6.1. Jaak Anton, personal identification code 35201272721, residence Tallinn.
 - 6.2. Mait Heidelberg, personal identification code 35810240255, residence Tallinn.
 - 6.3. Jüri Jõema, personal identification code 36207140210, residence Kose municipality, Harju County.
 - 6.4. Endel Lippmaa, personal identification code 33009150291, residence Tallinn.
 - 6.5. Avo Ots, personal identification code, 34910140244, residence Tallinn.
7. The auditor of the Foundation is Toomas Villems, personal identification code 36212190256, professional certificate no. 74.
8. The Republic of Estonia, on whose behalf the Ministry of Economic Affairs and Communications acts, undertakes to organize the transfer of the registration data of the second (2nd) level domain names ".ee" valid at the time of transfer to the Foundation.
9. The founders approve the Articles of Association of the Foundation to be established by the foundation resolution (Annex No. 2 to the foundation resolution). The date of approval of the Articles of Association is the date of adoption of this foundation resolution.

The representative of the Republic of Estonia confirms that his authority is valid; he has all the rights and authority to make this resolution and is not aware of any circumstances that would restrict or impede the conclusion of this transaction.

The representative of the Estonian Association of Information Technology and Telecommunications confirms that his authority is valid, by the Articles of Association and decisions of the management bodies he has all the rights and authority to make this resolution and is not aware of any circumstances that would restrict or impede this transaction.

This notarial deed has been read to the participants in the presence of the notary, given to the participants for review before approval, and then approved by the participants and signed by hand in the presence of the notary. The participants refused to read the documents attached to the notarial deed; the attached documents were presented to the participants for inspection, they were approved by the participants and signed by hand in the presence of the notary.

This document contains 16 sheets bound with a string and an embossed seal.

Notary fee upon certification of the transaction 500 kroons (§ 31 (27) of the Notary Fees Act).

Notary fee for certification of the act outside the office 60 kroons (§ 36 (2), (37) of the Notary Fees Act).

Notary fee	560 kroons.
VAT	100.80 kroons.
Total	660.80 kroons.

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State fee upon entry in the register of the Foundation 900 kroons - (§ 62 (2) of the State Fees Act).

In addition to the above, a fee applies for certifying the first transcript and transcript.

first and last name *signature*

first and last name *signature*

first and last name *signature*

Annex No. 1 to the notarial deed

1. Explanations are given to participants by the witness of the notarial deed

- 1.1.** Pursuant to § 26 (1) of the Accounting Act, an accounting entity which is being founded or for which the obligation to maintain accounts has arisen shall prepare an opening balance sheet showing its assets, liabilities, and owners' equity before the commencement of business activities or before the obligation to maintain accounts had arisen.
- 1.2.** Pursuant to § 10 (1) of the Foundations Act, Upon the foundation of a Foundation, the founders shall use the proposed name of the Foundation together with the appendage "asutamisel" [in Foundation] in order to operate in the name of the Foundation.
- 1.3.** If the name of the Foundation does not comply with the requirements of the law, this decision must be amended in the relevant part, whereas the transaction value, from which the notary fee is calculated upon amendment of the decision, is one-tenth (1/10) of the transaction value of the initial decision.
- 1.4.** Pursuant to § 10 (4) of the Foundations Act, if a Foundation is not entered in the register, movables entered in the register and immovables entered in the land register in the name of the Foundation, and bank accounts opened in the name of the Foundation may be disposed of only pursuant to the procedure specified by a court order. A court shall issue a ruling on the basis of an application of a founder or other interested person. The application shall set out the reason for failure to found, the persons who have made contributions, the amounts of the contributions, and who has made contributions to what extent.

2. Submission of the foundation resolution and application to the register and additional documents

- 2.1.** Participants wish to use the possibility provided for in subsection 53 (1) of the Notarization Act that the notary of a notarial deed shall forward this foundation resolution and additional documents to the registrar.
- 2.2.** Together with this resolution and the application, the following shall be submitted to the registrar:
 - 2.2.1.** a notice of the bank concerning the money transferred to the Foundation (§ 11 (1) 3) of the Foundations Act);
 - 2.2.2.** the numbers of the Foundation's means of communication (telephone, fax, etc.) on the page signed by the Member of the Management Board (§ 11 (1) 6) of the Foundations Act);
 - 2.2.3.** a receipt for the payment of a state fee in the amount of 900 kroons (§ 62 (2) of the State Fees Act) prescribed for the registration of the Foundation to the account of the Ministry of Finance No. 221023778606 in Hansapank or No. 10220034796011 in SEB Pank; the use of the reference number (Harju County Court 2900076365) on the payment document is mandatory.

3. Issuance of the original notarial deed and the first transcripts and transcript

- 3.1.** The notarial deed is drawn up and signed in one original, which is kept in the notary's office.
- 3.2.** On the day of preparation of this notarial deed, the first transcripts of the notarial deed shall be issued to each founder and Member of the Management Board.
- 3.3.** A certified copy of this notarial deed shall be submitted to the register.

4. Expenditure associated with the foundation of a Foundation.

- 4.1.** The costs of notarization of the resolution shall be borne in equal parts by the founders.
- 4.2.** Participants shall pay the notary's fee in cash or by payment card at a notary's office or by transfer to the notary's current account within three (3) working days. The notary has the right to retain the first transcripts and transcripts of the notarial deed until the notary's fee is paid.
- 4.3.** Participants shall pay the state fee to the account of the Ministry of Finance within three (3) working days and submit a payment document certifying the payment of the state fee to a notary office.

TITLE OF THE FIRST TRANSCRIPT

Tallinn, February 13, 2009.

I, a notary of Tallinn Kaata Kartau, whose office is located in Tallinn, Ahtri10A, substitute Irene Rannamets, am issuing this first transcript, which corresponds to the original, and pursuant to § 48 of the Notarization Act replaces the original notarial deed in legal actions. This document, together with a page containing the title of the original, contains 17 sheets bound with string and an embossed seal.

Notary fee 48.00 kroons (§ 35 of the Notary Fees Act).

VAT 8.64 kroons.

Total 56 64 kroons

The list of persons to whom the first transcripts are issued is as follows:

1. Republic of Estonia (Ministry of Economic Affairs and Communications of the Republic of Estonia)
- 2 Estonian Association of Information Technology and Telecommunications
3. Marek-Andres Kauts