

STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS

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FILED
AUG 27 2003
DEPARTMENT OF
FINANCIAL INSTITUTIONS

ARTICLES OF INCORPORATION
OF
ISSA EDUCATION FOUNDATION, INC.

ARTICLE I
Name and Principal Office

The name of the Corporation is the ISSA Education Foundation, Inc. The principal office of the Corporation shall be located in the City of Oak Creek, Milwaukee County, at 7044 South 13th Street, Oak Creek, Wisconsin, 53154-1429.

ARTICLE II
Purposes

The Corporation has been organized and shall be operated exclusively for charitable and educational purposes. In furtherance of such general purposes, the Corporation's specific purposes shall be to (i) foster, support, develop and provide education and training in matters involving information security and its applications, (ii) to develop, support, conduct and promote educational programs, symposia, seminars and other activities concerning information resource management and management practices, protection of confidential information, integrity and availability of information resources and systems, (iii) promote, develop, foster and support research, analysis and information exchange about and concerning information security technology protocols and applications, information security principles, protocols and standards for the benefit of the public, and the implications of such technologies, principles and standards, (iv) develop, support, conduct, and promote educational programs, symposia, seminars, promote and support scholarship in information security and other activities to educate the public and members of the public in and about Information security technology, and matters involving information security and technology, and (v) engage in and take such action to further such purposes as are consistent with the above and the requirements of Chapter 181 Wisconsin Statutes and Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

ARTICLE III
Status

The Corporation is organized as a not-for-profit corporation under Chapter 181, Wis. Stats., shall be without capital stock, and no dividends or pecuniary profits shall ever be paid or declared to any of its directors or any other person.

ARTICLE IV
Members

The Corporation shall have no members.

ARTICLE V
Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors, whose members shall not number less than three (3), and who shall be appointed or elected in the manner provided by the Bylaws. The names and addresses of the initial directors of the Corporation are as follows:

David Cullinane
Washington Mutual, Inc.
1101 Seattle, Wa 98101

Richard Mosher
Washoe Health Systems
77 Pringle Way
Mailstop V6
Reno, NV 89502-1474

Robert Daniels
EDS
A3N-A53
13600 EDS Drive
Herndon, VA 20171

ARTICLE VI
Bylaws

Bylaws for the further governance of the affairs of the Corporation and the enforcement of these Articles of Incorporation shall be adopted by the Board of Directors and may be amended, repealed or reenacted as the Board may from time to time deem necessary or proper in the conduct of the business of the Corporation.

ARTICLE VII
Dissolution

Dissolution of the Corporation shall be authorized at a meeting of the Board of Directors upon the adoption of a resolution to dissolve by the vote of the directors then in office in accordance with the provisions of Section 181.50 et. seq. or any successor provision thereto as currently in effect or as hereafter amended or enacted. Upon dissolution of the Corporation, after payment of all liabilities and obligations, and after returning any funds or assets which may be held upon condition requiring the return thereof by reason of dissolution, any remaining assets shall be distributed to such corporations, societies or organizations which are founded for charitable or educational purposes and described in Section 501(c)(3) of the United States Internal Revenue Code of 1986, or any successor provision thereto, as currently in effect or hereafter amended or enacted, as may be directed by the Board of Directors.

ARTICLE VIII
Registered Agent

The name and address of the Registered Agent at the time of adoption of these Articles of Incorporation is Margaret Zizis, who shall be located at 7044 S. 13th St., Oak Creek. Wi 53154.

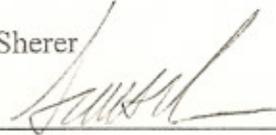
ARTICLE IX
Amendments

Amendments to these Articles of Incorporation may be made as provided in the Bylaws.

ARTICLE X
Incorporator

The name and address of the Incorporator is Scott Sherer, of Technical Enterprises, Inc., of 7044 S. 13th St., Oak Creek, Wi 53154

Scott Sherer



Incorporator

Subscribed and sworn to before me
this 18th day of AUGUST 2003

Carl Michael Busateri

Notary Public State of Wisconsin

My Commission Expires: 10-10-04



This document is to be recorded
in Milwaukee County.

This document was drafted
by Saul N. Winsten, Esq.