



Office of the Secretary of State

CERTIFICATE OF FILING OF

Scatter

File Number: 805558459

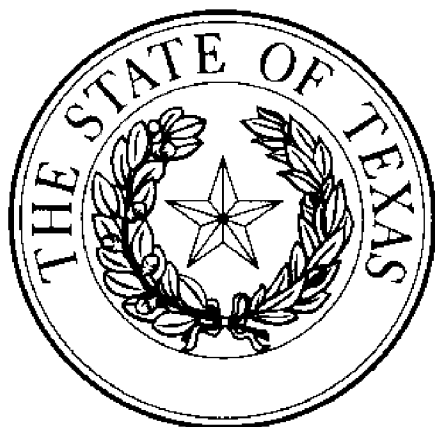
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 05/21/2024

Effective: 05/21/2024



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson
Secretary of State

Form 202

Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709



**Certificate of Formation
Nonprofit Corporation**

Filing Fee: \$25

**Filed in the Office of the
Secretary of State of Texas
Filing #: 805558459 05/21/2024
Document #: 1366179760002
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Article 1 - Corporate Name

The filing entity formed is a nonprofit corporation. The name of the entity is :

Scatter

Article 2 – Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

Dana Tucker

C. The business address of the registered agent and the registered office address is:

Street Address:

7870 Hwy 290 West #8205 Austin TX 78736

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

Article 3 - Management

A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

OR

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

Director 1: **Dana Tucker**

Title: **Director**

Address: **7870 Hwy 290 West #8205 Austin TX, USA 78736**

Director 2: **Jonathan Thiessen**

Title: **Director**

Address: **7870 Hwy 290 West #8205 Austin TX, USA 78736**

Director 3: **Matt Benson**

Title: **Director**

Address: **7870 Hwy 290 West #8205 Austin TX, USA 78736**

Director 4: **Andrew Scott**

Title: **Director**

Address: **7870 Hwy 290 West #8205 Austin TX, USA 78736**

Article 4 - Organization Structure

A. The corporation will have members.

or

B. The corporation will not have members.

Article 5 - Purpose

The corporation is organized for the following purpose or purposes:

The nonprofit corporation is organized for any or all lawful purposes, within

the meaning of the Texas Business Organizations Code; and for purposes exclusively charitable, scientific, religious, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended; and the Texas Tax Code, Section 11.18.

To enable the Corporation to carry out such purposes, it shall have the power to do any and all lawful acts and to engage in any and all lawful activities, directly or indirectly, alone or in conjunction with others, which may be necessary, proper or suitable for the attainment of any and all lawful purposes for which the Corporation is organized under the Texas Business Organizations Code.

Supplemental Provisions / Information

PROHIBITED TRANSACTIONS

(1) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers or other private persons within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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 its exempt purposes.

(2) 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, within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(3) Notwithstanding any other provisions of this Certificate, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(a) of the Internal Revenue Code by reason of description in Section 501(c)(3) of the Internal Revenue Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

DISSOLUTION

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all the remaining assets of the Corporation only for tax-exempt purposes to an eligible organization or organizations (as hereinafter defined) as the board of directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to such eligible organization or organizations as said court shall determine. For purposes of this article, "eligible organization or organizations" refers to any organization or organizations that are tax-exempt under Section 501(c)(3), Internal Revenue Code, or described by Section 170(c)(1) or (2), Internal Revenue Code.

LIMITATION ON LIABILITY OF DIRECTORS

A director of the Corporation shall not be personally liable to the Corporation for monetary damages for any act or omission in such director's capacity as a director, except that this Article does not authorize the elimination or limitation of the liability of a director to the extent the director is found liable for: (i) a breach of the director's duty of loyalty to the Corporation; (ii) an act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or (iv) an act or omission for which the liability of a director is expressly provided by an applicable statute. The foregoing elimination of liability to the Corporation shall not be deemed exclusive of any other rights, limitations of liability or indemnity to which a director may be entitled under any other provision of the Certificate or Bylaws of the Corporation, contract or agreement, vote of directors, principle of law or otherwise. Any repeal or amendment of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or amendment. In addition to the circumstances in which a director of the Corporation is not personally liable as set forth in the foregoing provisions of this Article, the liability of a director shall be eliminated to the full extent permitted by any amendment hereafter enacted to the TBOC or other Texas law that further eliminates or permits the elimination of the liability of a director.

INDEMNIFICATION

The Corporation shall indemnify and protect any director, officer, employee, or agent of the Corporation, or any person who serves at the request of the Corporation as a director, officer, employee, member, manager, or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan, or other enterprise, to the fullest extent permitted by the laws of the State of Texas.

[The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing

A. This document becomes effective when the document is filed by the secretary of state.

OR

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Initial Mailing Address

Address to be used by the Comptroller of Public Accounts for purposes of sending tax information.

The initial mailing address of the filing entity is:

**7870 Hwy 290 West #8205
Austin, TX 78736
USA**

Organizer

The name and address of the organizer are set forth below.

Mollie Cullinane, Cullinane Law Group PLLC
78701

1122 Colorado St. Ste. 301 Austin, TX

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Mollie Cullinane, Cullinane Law Group PLLC

Signature of organizer.

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