



**Internal
Revenue
Service**

**TAX EXEMPT/GOVERNMENT ENTITIES
BOSTON POD
RM 581-10 CAUSEWAY ST.
BOSTON, MA 02222-1082**

Facsimile Cover Sheet

DATE: 1/25/2001

TO: RYAN LINDSAY

FAX # (415) 536-5210

FUNCTION/FIRM:

TELEPHONE:

FROM: DAVE ROOT
(617) 565-7818

TELEPHONE: (415) 536-5236

FUNCTION: 565-7776

FAX: 617-565-7817

MESSAGE: ~~Q100~~ (initial) check off + date box "i"

The documents accompanying this transmission contains Internal Revenue Service information which is confidential and/or legally privileged. The information is intended solely for the use of the individual or entity named on the cover sheet. If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution, or the taking of any action in reliance on the contents of this information is strictly prohibited and that all documents should be returned to the Service immediately. See U.S.C. Sections 7213, 7431, and 18 U.S.C. 1905. If you have received this transmission in error, please contact the sender immediately in order to arrange for the return of the documents to the Service.

OF PAGES: (INCLUDING COVER SHEET)

RYAN —
check off & initial Box "i" 589(a)(2)
FAX ME BACK
THANKS, DAVE ROOT

Part III Technical Requirements (Continued)

7 Is the organization a private foundation?

- Yes (Answer question 8.)
- No (Answer question 9 and proceed as instructed.)

8 If you answer "Yes" to question 7, does the organization claim to be a private operating foundation?

- Yes (Complete Schedule E.)
- No

After answering question 8 on this line, go to line 14 on page 7.

9 If you answer "No" to question 7, indicate the public charity classification the organization is requesting by checking the box below that most appropriately applies:

THE ORGANIZATION IS NOT A PRIVATE FOUNDATION BECAUSE IT QUALIFIES:

- a As a church or a convention or association of churches (CHURCHES MUST COMPLETE SCHEDULE A.) Sections 509(a)(1) and 170(b)(1)(A)(i)
- b As a school (MUST COMPLETE SCHEDULE B.) Sections 509(a)(1) and 170(b)(1)(A)(ii)
- c As a hospital or cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital (These organizations, except for hospital service organizations, MUST COMPLETE SCHEDULE C.) Sections 509(a)(1) and 170(b)(1)(A)(iii)
- d As a governmental unit described in section 170(c)(1). Sections 509(a)(1) and 170(b)(1)(A)(v)
- e As being operated solely for the benefit of, or in connection with, one or more of the organizations described in a through d, g, h, or i (MUST COMPLETE SCHEDULE D.) Section 509(a)(3)
- f As being organized and operated exclusively for testing for public safety. Section 509(a)(4)
- g As being operated for the benefit of a college or university that is owned or operated by a governmental unit. Sections 509(a)(1) and 170(b)(1)(A)(vi)
- h As receiving a substantial part of its support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public. Sections 509(a)(1) and 170(b)(1)(A)(vi)
- i As normally receiving not more than one-third of its support from gross investment income and more than one-third of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions). Section 509(a)(2)
- j The organization is a publicly supported organization but is not sure whether it meets the public support test of h or i. The organization would like the IRS to decide the proper classification. Sections 509(a)(1) and 170(b)(1)(A)(vi) or Section 509(a)(2)

1/25/01

If you checked one of the boxes a through f in question 9, go to question 14. If you checked box g in question 9, go to questions 11 and 12. If you checked box h, i, or j, in question 9, go to question 10.

Post-it® Fax Note	7671	Date	2/6/01	# of pages	1
To	Dave Root		From	Ryan Lindsay	
Co./Dept.			Co.	Apache Software Production	
Phone #			Phone #		
Fax #	617-565-7817		Fax #		

Internal Revenue Service
Director, Exempt Organizations

Department of the Treasury
10 Causeway Street - Room 581
Boston, MA 02222-1082

Date: November 6, 2000

The Apache Software Foundation
1200 "N" Street, Suite 102
Lincoln, NE 68508

Employer Identification Number:
47-0825376
Person to Contact - ID#:
Mr. Root - 04-55295
Contact Telephone Numbers:
617-565-7776 Phone
617-565-7817 FAX
Response Due Date:
November 27, 2000

Dear Sir or Madam:

Before we can determine whether your organization is exempt from Federal income tax, we must have enough information to show that you have met all legal requirements. You did not include the information needed to make that determination on your Form 1023, Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code.

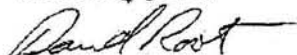
To help us determine whether your organization is exempt from Federal income tax, please send us the requested information by the above date. We can then complete our review of your application.

If we do not hear from you within that time, we will assume you do not want us to consider the matter further and will close your case. In that event, as required by Code section 6104(c), we will notify the appropriate state officials that, based on the information we have, we cannot recognize you as an organization of the kind described in Code section 501(c)(3). As a result, the Internal Revenue Service will treat your organization as a taxable entity. If we receive the information after the response due date, we may ask you to send us a new Form 1023.

In addition, if you do not provide the requested information in a timely manner, we will consider that you have not taken all reasonable steps to secure the determination you requested. Under Code section 7428(b)(2), your not taking all reasonable steps in a timely manner to secure the determination may be considered as failure to exhaust administrative remedies available to you within the Service. Therefore, you may lose your rights to a declaratory judgment under Code section 7428.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours,



Mr. Root
Exempt Organizations Specialist

Enclosure

Letter 1312 (DO)

The Apache Software Foundation
47-0825376

Note: Your response to this letter must be submitted over the signature of an authorized person or of an officer whose name is listed on page 3 of the application. If we do not receive your complete response by the due date, we will close your case temporarily. If you submit your response within 90 days after your case has been closed, we will re-open it for processing and you will neither have to file a new application nor lose your user fee.

PLEASE ATTACH A COPY OF THIS LETTER TO ALL CORRESPONDENCE.

Additional Information Requested:

1. Before exemption may be granted we must be provided a detailed description of your past, present and future activities. Therefore, please submit a list showing each activity you have conducted, currently conduct or plan to conduct. Beside each activity, indicate the percentage of total time devoted to the activity. In addition, explain when, where and how each activity is conducted. For whom are the activities conducted? By whom are activities conducted? Also, what do you mean by the "creation and maintenance of "open source" software?
2. To meet the organizational test for exemption under section 501(c)(3) of the Internal Revenue Code of 1986, you must amend your organizing document, Certificate of Incorporation, in the manner shown on the attached "Agreement to Amend." Please have an officer or person holding your power of attorney sign and date the "Agreement to Amend" and return it to us. Keep a copy of the signed agreement for your records.
3. Since your organization has been in existence for at least 8 months, you can Qualify for a Definitive Ruling. Please have an officer initial and check off the box in item 10 next to "A Definitive Ruling". Also, complete items 11 and 12. See enclosed copy of page 7.
4. Please attach a schedule for items 15 and 22 on page 8, see enclosed copy.

PLEASE DIRECT ALL CORRESPONDENCE REGARDING YOUR CASE TO:

US Mail:

Internal Revenue Service
Exempt Organizations
10 Causeway St.
Boston, MA 02222-1082
ATT: Mr. Root
Room 581

Street Address:

Internal Revenue Service
Exempt Organizations
10 Causeway St.
Boston, MA 02222-1082
ATT: Mr. Root
Room 581

The Apache Software Foundation
47-0825376

AGREEMENT TO AMEND

As a part of our application for recognition of exemption from federal income tax, we agree to make the following amendment to our organizing document. Since we are incorporated, the amendment will be filed with and approved by the appropriate state official.

APACHE SOFTWARE FOUNDATION
Name of Organization
[Signature]
Signature of Officer or Person
Holding Power of Attorney
1/11/2001
Date

- a. The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code.
- b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Part III Technical Requirements (Continued)

10 If you checked box h, i, or j in question 9, has the organization completed a tax year of at least 8 months?

Yes — Indicate whether you are requesting:

A definitive ruling. (Answer questions 11 through 14.)

An advance ruling. (Answer questions 11 and 14 and attach two Forms 872-C completed and signed.)

No — You must request an advance ruling by completing and signing two Forms 872-C and attaching them to the Form 1023.

11 If the organization received any unusual grants during any of the tax years shown in Part IV-A, Statement of Revenue and Expenses, attach a list for each year showing the name of the contributor; the date and the amount of the grant; and a brief description of the nature of the grant.

None

12 If you are requesting a definitive ruling under section 170(b)(1)(A)(iv) or (vi), check here and:

a Enter 2% of line 8, column (e), Total, of Part IV-A.

\$4331.46

b Attach a list showing the name and amount contributed by each person (other than a governmental unit or "publicly supported" organization) whose total gifts, grants, contributions, etc., were more than the amount entered on line 12a above.

13 If you are requesting a definitive ruling under section 509(a)(2), check here and:

a For each of the years included on lines 1, 2, and 9 of Part IV-A, attach a list showing the name of and amount received from each "disqualified person." (For a definition of "disqualified person," see Specific Instructions, Part II, Line 4d, on page 3.)

b For each of the years included on line 9 of Part IV-A, attach a list showing the name of and amount received from each payer (other than a "disqualified person") whose payments to the organization were more than \$5,000. For this purpose, "payer" includes, but is not limited to, any organization described in sections 170(b)(1)(A)(i) through (vi) and any governmental agency or bureau.

14 Indicate if your organization is one of the following. If so, complete the required schedule. (Submit only those schedules that apply to your organization. Do not submit blank schedules.)

	Yes	No	If "Yes," complete Schedule:
Is the organization a church?		X	A
Is the organization, or any part of it, a school?		X	B
Is the organization, or any part of it, a hospital or medical research organization?		X	C
Is the organization a section 509(a)(3) supporting organization?		x	D
Is the organization a private operating foundation?		x	E
Is the organization, or any part of it, a home for the aged or handicapped?		X	F
Is the organization, or any part of it, a child care organization?		X	G
Does the organization provide or administer any scholarship benefits, student aid, etc.?		X	H
Has the organization taken over, or will it take over, the facilities of a "for profit" institution?		X	I

Part IV Financial Data

Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

A. Statement of Revenue and Expenses

	Current tax year	3 prior tax years or proposed budget for 2 years			(e) TOTAL
	(a) From 5/99 to 4/30/00	(b) 5/1/2000 4/30/2001	(c) 5/1/2001 4/30/2002	(d) _____	
Revenue					
1 Gifts, grants and contributions received (not including unusual grants — see page 6 of the instructions)	45,278	75,000	95,000		215,278
2 Membership fees received					
3 Gross investment income (see instructions for definition)	305	500	500		1,305
4 Net income from organization's unrelated business activities not included on line 3					
5 Tax revenues levied for and either paid to or spent on behalf of the organization					
6 Value of services or facilities furnished by a governmental unit to the organization without charge (not including the value of services or facilities generally furnished the public without charge)					
7 Other income (not including gain or loss from sale of capital assets) (attach schedule)					
8 Total (add lines 1 through 7)	45,583	75,500	95,500		216,583
9 Gross receipts from admissions, sales of merchandise or services, or furnishing of facilities in any activity that is not an unrelated business within the meaning of section 513. Include related cost of sales on line 22					
10 Total (add lines 8 and 9)	45,583	75,500	95,500		216,583
11 Gain or loss from sale of capital assets (attach schedule)					
12 Unusual grants					
13 Total revenue (add lines 10 through 12)	45,583	75,500	95,500		216,583
Expenses					
14 Fundraising expenses					
15 Contributions, gifts, grants, and similar amounts paid (attach schedule)		10,000	20,000		
16 Disbursements to or for benefit of members (attach schedule)					
17 Compensation of officers, directors, and trustees (attach schedule)					
18 Other salaries and wages		10,000	20,000		
19 Interest					
20 Occupancy (rent, utilities, etc.)			5,000		
21 Depreciation and depletion					
22 Other (attach schedule)	1,790	2,000	2,000		
23 Total expenses (add lines 14 through 22)	1,790	22,000	47,000		
24 Excess of revenue over expenses (line 13 minus line 23)	43,793	53,500	48,500		

Apache Software Foundation

Q.) Provide a list showing each activity you have conducted, currently conduct or plan to conduct (i.e.. past, present and future activities).

The Apache Software Foundation was incorporated in June of 1999 and is the direct descendent of the Apache HTTPD server project which was founded in early 1995. Today foundation provides an umbrella for a number of open source projects some of these are of recent origin while others are almost as old as the HTTPD server project.

These projects are organized as a community of volunteer software developers that collectively work to maintain and enhance bodies of software. While individual projects may and do organized themselves along different lines generally the projects contributors are organized in progressively more smaller groups with a project management committee forming the central group, a larger group that is allowed to make changed directly to the software, and a much larger group that contributes suggestions, bug reports, enhancements, documentation, technical support, etc.

The foundation exists to support these communities by providing administrative support; for example legal resources, computing resources, etc.

The primary projects at this time include: APR, HTTPD, Jakarta, Java, mod_perl, PHP, Apache TCL, and Apache Conferences. Each of these includes one or more subprojects and these projects each offer one or more software packages for the use of the general public.

All software we offer to the general public is protected by copyright. The copyright is crafted to enable the general public the maximum flexibility and access to the software and to allow its reuse to as large an extent as possible. One function of the foundation is to hold these copyrights and provide legal services in support of that. We do not charge in any manner for software we offer.

Consider the example of the HTTPD project. That project offers two release families of the Apache web server, the current release 1.3 and the new version 2.0. By our calculations a new web site appears on the World Wide Web every 8 seconds using the Apache Web Server. The HTTPD project has three dozen members who are allowed to modify the software directly. These contributors are not paid by the foundation.

A full list of the eight projects and dozens of subprojects along with the software packages those projects offer maybe found at in our web site <http://www.apache.org/foundation/projects.html>

Q.) Beside each activity, indicate the percentage of total time devoted to the activity.

The foundation provides an administrative shell for the activities of the projects. Since the work of the individual projects takes place entirely on a volunteer basis and the volunteers work. The projects of the foundation are organized around Internet forums such as web sites and mailing lists. The individual volunteers rarely meet. For these reasons it is difficult to estimate the amount of time spend on particular activities with any accuracy.

All administration of the foundation is done by volunteers, at this time none of them are paid.

Q.) In addition, explain when, where and how each activity is conducted.

Most projects follow the same pattern. The software package is delivered to the public in the form of a set of one or more computer files. The master copies of these files are stored on a computer someplace in the public Internets. Members of the community of developers who are

maintaining and enhancing that software are provided private access to that computer. Each enhancement made to the software is broadcast via a mailing list to any members of the project community that have indicated a desire to observe these changes. That stream of changes is then reviewed by the community as part of assuring quality. An Internet mailing list, to which any member of the community may subscribe, and that mailing list is used to host discussions of the stream changes. The majority of the project planning, negotiation, and decision making is done in this mailing list. From time to time the project will determine that the software is sufficiently stable to release a working version. These releases are packaged for easier downloading and installation and then announced in a third mailing list used for announcements. All three mailing lists are open to any member of the public assuring that anybody may join the community around a project.

These projects proceed continuously. It would not be an exaggeration to say that it is very rare for more than a few minutes to pass without some mail one of the foundation's mailing lists.

Q.) For whom are the activities conducted? By whom are activities conducted?

A.) The community members are distributed through out the world. The membership of these mailing lists provides one large definition of the community that the foundation supports, but it is a small subset of the set of all users of the software packages we offer. A smaller community is the set of Apache Software Foundation members. The ASF members elect the board, which in turn appoints the project management committees. The foundation currently has 56 members who reside in the following countries: US, Canada, Mexico, England, German, Norway, Israel, France, The Netherlands, Demark, Italy, Switzerland, and Wales.

Apache Software Foundation
Account QuickReport
All Transactions

	<u>Date</u>	<u>Name</u>	<u>Memo</u>	<u>Amount</u>
Donation				
	10/18/1999	Siemens	Siemens donation	20,000.00
	10/25/1999	Copyleft.net	Copyleft.net donation	5,000.00
	11/10/1999	Internet Initiative Japan, Inc.	Internet Initiative Japan, Inc. donation	10,000.00
	04/19/2000	Certicom Corp.	Certicom Corp. donation	9,000.00
	06/02/2000	Digital Campaigns Inc.	Digital Campaigns Inc. donation	10,000.00
Total Donation				<u>54,000.00</u>
TOTAL				<u>54,000.00</u>