

ORIGINAL

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

MONARCH SCHOOL, INC.

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLE I. NAME.

The name of the corporation shall be Monarch School, Inc. (the "Corporation").

ARTICLE II. DURATION.

The period of duration shall be perpetual.

ARTICLE III. PURPOSES.

The purposes for which the Corporation is organized shall be conducting the business of a private school, and shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV. AUTHORIZED SHARES.

The aggregate number of shares of which the Corporation shall have authority to issue shall be one hundred thousand (100,000) shares of common stock, without nominal or par value.

ARTICLE V. GOVERNMENT.

The internal affairs of the Corporation shall be governed by the duly-adopted

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IDAHO SECRETARY OF STATE

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bylaws of the Corporation.

ARTICLE VI: REGISTERED OFFICE AND AGENT.

The address of the Corporation's initial registered office shall be 270 Destiny Lane, Sandpoint, Idaho 83864, with a mailing address of 270 Destiny Lane, Sandpoint, Idaho 83864; the name of the Corporation's initial registered agent at such address is Cathy Garcia.

ARTICLE VII: INITIAL BOARD OF DIRECTORS.

The number of directors constituting the initial Board of Directors shall be one (1); the name and address of the person who is to serve as Director until the first annual meeting of shareholders, or until his successor be elected and qualified, are Patrick McKenna, of 270 Destiny Lane, Sandpoint, Idaho 83864.

ARTICLE VIII: INCORPORATOR[S].

The name and address of the incorporator is Stephen F. Smith, 102 Superior Street, P.O. Box C, Sandpoint, Idaho 83864.

ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended; provided, however, that in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the

Corporation to provide prior to such amendment.

ARTICLE X: LIMITATION OF LIABILITY

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duties, except liability for: (A) The amount of financial benefit received by a director to which the director is not entitled; (B) An initial infliction of harm on the Corporation for the stockholders; (C) A violation of Idaho Code Section 30-1-833 (liability for unlawful distributions); or, (D) An intentional violation of criminal law.

DATED: September 12, 2000.

MONARCH SCHOOL, INC.

BY: Stephen F. Smith
Stephen F. Smith, Incorporator