

FILED/EFFECTIVE

**Articles of Incorporation
Thomas Jefferson Charter School, Inc.**

02 OCT 28 PM 12:07

The undersigned, being a mature person of full age and a citizen of Idaho and the United States, naturally acting as the incorporator of a corporation under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is Thomas Jefferson Charter School, Inc.

Article 2

The corporation is organized exclusively for educational purposes within the meaning Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future Federal income tax code.

Notwithstanding any other provision of these Articles to the contrary, the corporation shall not carry on any activities not permitted of:

- (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future Federal income tax code, or
- (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provisions of any future Federal income tax code.

Article 3

The principal office of the corporation is located in Ada County, Idaho. The street address of the registered office is: 5713 N. Hill Haven Place, Star, Idaho 83669

The registered agent for the corporation at such address is: Gale L. Pooley.

Article 4

The initial mailing address of the corporation is:

Gale L. Pooley
5713 N. Hill Haven Place
Star, ID 83669

IDMHO SECRETARY OF STATE
10/29/2002 05:00
CK: 11072 CT: 164576 BH: 643003
1 @ 30.00 = 30.00 INC NONP # 2
1 @ 20.00 = 20.00 NON EXPIDI # 3

C146006

Article 5

The corporation is a nonprofit corporation under the laws of the state of Idaho. The corporation shall have all powers allowed by law including, without limitation, those powers described in Section 30-3-24 of the Idaho Code, as amended and supplemented.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its officers, trustees, employees, or other private persons, 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 the purposes set forth in Article 2 hereof. 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. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article 6

The corporation shall exist perpetually or until dissolved according to law.

Article 7

The corporation shall have no members.

Article 8

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the Bylaws as adopted from time to time by the Board of Directors.

Article 9

The number of directors constituting the Board of Directors of the corporation shall be fixed by the Bylaws, but in no event shall there be less than three (3) nor more than seven (7) directors. The names and addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Gale L. Pooley	5713 N. Hill Haven Place, Star, ID 83669
Dan Symms	13515 Chicken Dinner Road, Caldwell, ID 83607
John Hobson	1901 Dearborn, Caldwell, ID 83605

Article 10

The procedure for appointing and replacing Directors shall be set forth in the Bylaws.

Article 11

These Articles may be amended only upon the unanimous consent of all Directors.

Article 12

The corporation shall not issue certificates of stock and no dividends or pecuniary profits shall be declared or paid to the Incorporators and Directors thereof.

Article 13

The names and address of the Incorporator is:

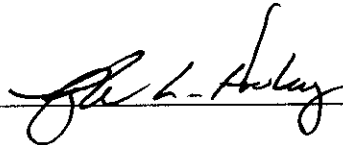
Gale L. Pooley
5713 N. Hill Haven Place
Star, ID 83669

Article 14

Upon dissolution of the corporation, assets shall be distributed to creditors pursuant to Sections 30-3-114 and 30-3-115 of the Idaho Code. After paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit foundation which is organized and operated exclusively for educational purposes and which has established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or to a state or local government for public purpose as determined by the Board of Directors.

Signature of Incorporator:

Gale L. Pooley

A handwritten signature in cursive script, appearing to read "Gale L. Pooley", is written over a horizontal line.