

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

QUARTZ MOUNTAIN SCHOOL, INC.

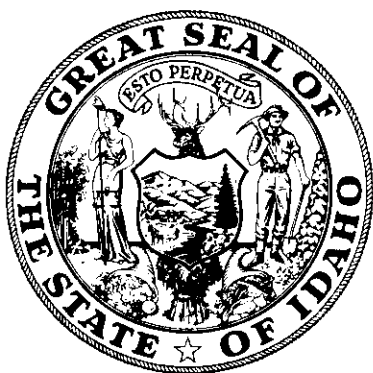
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

QUARTZ MOUNTAIN SCHOOL, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated July 16, 19 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION - NONPROFIT CORPORATION

We, the undersigned, residents of the State of Idaho, being of legal age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Idaho.

JUL 16 9 09 AM '82

SECRETARY OF STATE

ARTICLE ONE

NAME

The name of the corporation is the Quartz Mountain School, Inc.

ARTICLE TWO

ADDRESS

The post office address of the corporation's principle office is P.O. Box 158 Priest River, Idaho 83856. The name of it's initial registered agent at such address is Gregory C. Decker.

ARTICLE THREE

TYPE OF CORPORATION

The corporation is a nonprofit corporation.

ARTICLE FOUR

DURATION

The period of duration of this nonprofit corporation shall be perpetual.

ARTICLE FIVE

CORPORATION PURPOSE

This nonprofit corporation is organized for the following purposes: To establish and operate a school for persons ages three through seventeen covering the levels of kindergarten, lower elementary and through high school. To establish, mantain, and operate land, facilities, and equipment for use in connection with such institutions for the purpose of enjoyment and learning whether theoretical or practical. To disseminate knowledge in all areas whether academic, physical or vocations. The corporation shall have the right to do and accomplish all things and engage in any other lawful transactions which a corporation organized under the non-profit corporation laws of Idaho might do, accomplish or engege in.

ARTICLE SIX

NO PECUNIARY GAIN

This corporation is not organized for pecuary profit. It shall not have any power to issue certificates of stock or declare benefit of any member, director, or individual. The corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and doatirbutions in the futherance of the purposes set forth in Article Five above.

ARTICLE SIX (cont.)

services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article Five.

ARTICLE EIGHT

LIMITATION OF MEMBER'S LIABILITY

The private property of the member of this corporation shall not be liable for it's corporate debts.

ARTICLE NINE

NAME AND ADDRESS OF INCORPORATORS

The name and address of each incorporator is as follows:

<u>Name</u>	<u>Address</u>
Gregory C. Decker	P.O. Box 158 Priest River, Idaho 83856
Loretta A. Decker	P.O. Box 158 Priest River, Idaho 83856

ARTICLE TEN

NUMBER OF DIRECTORS

Two incorporators shall constitute the initial board of directors.

ARTICLE ELEVEN

VOTING POWER OF MEMBERS

The voting power of each member is equal.

Gregory C. Decker
Gregory C. Decker
Loretta A. Decker
Loretta A. Decker

STATE OF IDAHO)
)
 ss.
COUNTY OF BONNER)

On this 11th day, of the month of July, 1982, personally appeared before me, Gregory C. Decker and Loretta A. Decker Incorporator's of Quartz Mountain School, Inc. known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal the day and year in this certificate first above written.

Karen Gatten
Notary Public for Idaho-Seal
Residing at Sandpoint, Ida.
My Commission Expires: life