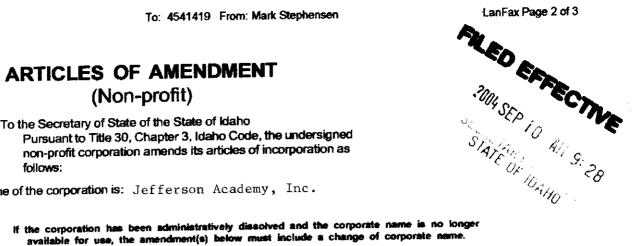
ARTICLES OF AMENDMENT (Non-profit)

To the Secretary of State of the State of Idaho Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned non-profit corporation amends its articles of incorporation as follows:

1. The name of the corporation is: Jefferson Academy, Inc.



The text of each amendment is as follows:

See attached Article III Amendment to the Articles of Incorporation.

- 3. The date of adoption of the amendment(s) was: September 6, 2004
- 4. Manner of adoption (check one):
 - X Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)
 - a. The number of directors entitled to vote was: 5
 - b. The number of directors that voted for each amendment was: 5
 - c. The number of directors that voted against each amendment was: 0

The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was, therefore adopted by the members. (Please fill spaces below)

- a. The number of members entitled to vote was:
- b. The number of members that voted for each amendment was:

c. The number of members that voted against each amendment was:

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

Dated: September 9, 2004

Typed Name: Edison Dee Child

Capacity: President

IDAHO SECRETARY OF STATE 09/10/2004 05:00 CK: 2 CT: 101115 BH: 765418 8 38.88 = 38.88 NON PROF A # 2

C111833

Jefferson Academy, Inc. P.O. Box 1176 Caldwell, ID 83606

Article III attached Amendment to the Articles of Incorporation

The purposes for which the Corporation is organized are to engage in any activity permitted under the laws of the United States (in which a non profit corporation in this state is permitted to engage); be a private educational institution teaching grades K-12; through the promotion of educational activities; conduct any and all activities which result in educational benefit to recipients or are associated with providing educational benefits designated by the corporation.

Jefferson Academy, Inc., by resolution of its board of directors as of September 6, 2004 in order to meet the organizational test for exemption under section 501 (c) (3) of the Internal Revenue Code, adopts and includes the following provisions to its Articles of Incorporation:

Said organization is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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.

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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Jefferson Academy, Inc.

Edison Dee Child, President