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**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
IDAHO ARTS CHARTER SCHOOL, INC.**

Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned non-profit corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is: Idaho Arts Charter School, Inc.
2. The following amendment to the articles of incorporation was adopted by the directors of the corporation on September 2, 2004, in the manner prescribed by the laws of the State of Idaho:

Paragraph (1) of ARTICLE VII. of the articles of incorporation, entitled **Membership**, is hereby cancelled and of no further effect. In lieu of the cancelled paragraph, the following is substituted:

- (1) The corporation shall have members consisting of all parents and legal guardians of students currently attending the Idaho Arts Charter School and the founders.

ARTICLE XII., of the articles of incorporation, entitled **Dissolution**, is hereby cancelled and of no further effect. In lieu of the cancelled article, the following is substituted:

ARTICLE XII

Dissolution

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, distribute all of the assets of the corporation consistent with the purposes of the corporation, to Nampa School District No. 131, or to any other organization or organizations as determined by the Nampa School District No. 131 or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

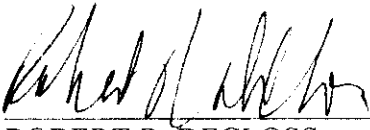
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3. Each amendment consists exclusively of matters which did not require member approval at the time of their adoption pursuant to Idaho Code Section 30-3-90, and was, therefore, adopted by the board of directors.

4. The number of directors entitled to vote was: 7. The number of directors that voted for each amendment was: 5. The remaining 2 directors did not cast votes on the amendments because they were not present at the meeting in which the amendments were approved, but consented to the holding of said meeting.

27, Executed by the undersigned corporation in duplicate original at Nampa, Idaho on ~~April~~ ^{June}, 2005.

IDAHO ARTS CHARTER SCHOOL, INC.

By: 
ROBERT R. DECLOSS
President