

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
LITTLE PICASSO PRESCHOOL, INC.

We, the undersigned, desiring to form a non-profit corporation under the statutes of the State of Idaho, do hereby make, subscribe and acknowledge as follows:

ARTICLE ONE

NAME

The name of the corporation is **LITTLE PICASSO PRESCHOOL, INC.**

ARTICLE TWO

PURPOSE

The corporation is organized for the purpose of running a private preschool for children of all socio-economic levels and to promote the early education and literacy of economically disadvantaged children.

ARTICLE THREE

NON-PROFIT PURPOSE

This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, the corporation shall not carry out any activities not permitted to

ARTICLES OF INCORPORATION – LITTLE PICASSO PRESCHOOL, INC. - 1

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be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code. The corporation is formed exclusively for purposes which are not for profit, and not for pecuniary benefit or financial gain. No part of the corporate assets, net income or profits shall be distributable to, or inure to the benefit of its officers, directors or members, except to the extent permitted for a non-profit corporation under the nonprofit corporation laws of the State of Idaho and Section 501(c)(3) of the Internal Revenue Code.

ARTICLE FOUR

DURATION

The period of the duration of this corporation is perpetual.

ARTICLE FIVE

PROHIBITED ACTIVITIES

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.

ARTICLE SIX

MEMBERS

The corporation shall have no class of members.

ARTICLE SEVEN

REGISTERED OFFICE AND AGENT

The address of the corporation's registered office is 23698 Market Rd., Parma, Idaho 83660.

The initial registered agent at such address is Lisa Itano.

ARTICLE EIGHT

DIRECTORS

The number of directors constituting the Initial Board of Directors of the corporation is three. The names and addresses of the persons who are to serve as the initial directors are:

ARTICLE NINE

DISTRIBUTION ON DISSOLUTION OR LIQUIDATION

The assets of this corporation are irrevocably and permanently dedicated to charitable and educational purposes. Upon the dissolution of the corporation, its assets shall be distributed only for exempt purposes within the meaning of Section 501(c) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code or to a non-profit fund, foundation or corporation, which has established its tax-exempt status under Section 501(c) of the Internal Revenue Code.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended from time to time in any manner lawful under the Non-profit Corporation Act of the State of Idaho.

ARTICLE ELEVEN

INCORPORATORS

The name and street address of each incorporator is:

Lisa Itano
23698 Market Rd.
Parma, ID 83660

Dena Rojas
601 E. Ash
Caldwell, ID 83605

ARTICLE TWELFTH

DIRECTORS

The name and address of each initial directors.

**Lisa Itano
23698 Market Rd.
Parma, ID 83660**

**Dena Rojas
601 E. Ash
Caldwell, ID 83605**

**Rene Bettencourt
25009 Powers Rd.
Parma, ID 83660**

IN WITNESS WHEREOF, We have hereunto set our hands this 9 day of August, 2006



LISA ITANO

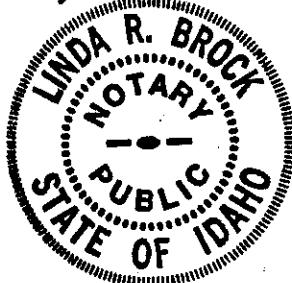


DENA ROJAS

STATE OF IDAHO)
:ss
County of Canyon)

On this 9 day of August, 2006, before me, the undersigned, a Notary Public in and for said State, personally appeared LISA ITANO, known or identified to me, to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.

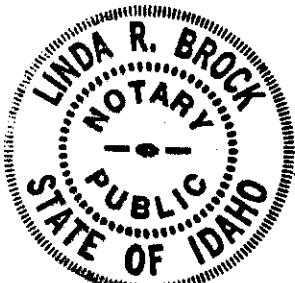
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal tile day and year in this certificate first above written.



STATE OF IDAHO)
:ss
County of Canyon)

On this 9 day of August, 2006, before me, the undersigned, a Notary Public in and for said State, personally appeared DENA ROJAS, known or identified to me, to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.

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



Linda R. Brock
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 3-27-2007

Linda R. Brock
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 3-27-2007