



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

*THE GOOD SHEPHERD CHRISTIAN SCHOOL, INC.*

was filed in the office of the Secretary of State on the *seventeenth* day of *October* A.D., One Thousand Nine Hundred *seventy-five* and ~~will be~~ *duly* recorded on ~~Film No.~~ *microfilm* of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for *Perpetual Existence* from the date hereof, with its registered office in this State located at

*BonnerrSFerry*

in the County of

*Boundary*

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this *17th* day of *October*, A.D., 19 *75*.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION

of

THE GOOD SHEPHERD CHRISTIAN SCHOOL, LTD.

an Idaho Corporation

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all being natural persons, of legal age, and citizens of the United States of America, this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

ARTICLE 1.

The name of this corporation shall be THE GOOD SHEPHERD CHRISTIAN SCHOOL, INC. (an affiliate of NPL).

ARTICLE 11.

The purposes for which this corporation is formed are as follows:

A. To establish, organize, equip, own, operate, manage, control, maintain, carry on, and conduct a school or schools; to teach, train and instruct students in the various types, fields and branches of education in the elemental and high school level; to plan, devise, create and prescribe techniques, styles, modes and systems of education and related training; and to acquire by construction, purchase, exchange, or other means and thereafter to own, lease, maintain and carry on, and to sell, transfer, convey or otherwise dispose of school or schools and other establishments suitable or proper for the operation and conduct of a school or schools, devoted to teaching, training and instruction in the various types, fields and branches of education and related arts, letters and sciences at the elemental

and high school level.

B. To carry on the business of share dealers or financial agent in all transactions relating to the sale, transfer, or exchange of every description of stocks, shares, debentures, bonds, mortgages, freehold, or leasehold property, life interests, reversions, or other securities or investments for money, and all transactions and negotiations on commission or otherwise relating to such business; and to advance or negotiate the advance of money at interest on securities or otherwise; and to carry on the business of stock and sharebrokers, land, estate and mortgage agents, and brokers in all branches, such brokerage business specifically, but not limited to any and all forms of business.

C. To buy or otherwise acquire real estate, and to sub-divide, plat and sell the same, and generally to buy, sell and deal in real and personal property of every kind and description in such manner, and upon such terms as the board of directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

D. To lease, buy, sell, use, mortgage, improve and otherwise handle, deal in and dispose of all such property, real and personal of any kind whatsoever as may be necessary or convenient in connection with the aforesaid business of the company, and in general to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly, to promote the interest of the corporation or to enhance the value of the property.

E. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of

any of the objects or the furtherance of any of the powers herein set forth, either alone or in any association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes, or any part or parts thereof, provided the same not be inconsistent with the laws under which this corporation is organized.

F. To transact the business of investing on behalf of itself or others, any part of its capital, and such additional funds as it may obtain, or any interest therein, either as a tenant in common or otherwise, and selling, or otherwise disposing of the same, or any part thereof, or interest therein.

G. To generally engage in, do and perform any enterprise, act or vocation that any natural person might or could do which are not repugnant to the law.

#### ARTICLE III.

This corporation shall have perpetual existence.

#### ARTICLE IV.

The location and post office address of the registered office in this state, and principal place of business shall be Box 323, Bonners Ferry, Idaho, Boundary County.

#### ARTICLE V.

The amount of capital stock in said corporation shall be Five Thousand and no/100 ( \$ 5,000.00) Dollars, divided into fifty (50) shares each of the value of One Hundred and no/100 (\$100.00) Dollars per share. All of said stock shall be common and non-assessable having equal voting rights, powers, preferences and restrictions.

#### ARTICLE VI.

The name and post office address of each of the incorporators and the number of shares of common stock described in

ARTICLE V subscribed by each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Lewis H. Schiller	Bonnors Ferry, Idaho	1
Beverly L. Schiller	Bonnors Ferry, Idaho	1
Fred T. Schiller	Bonnors Ferry, Idaho	1

ARTICLE VII.

The number of directors of the corporation shall not be less than three nor more than seven. The number of directors, qualifications, terms of office, manner of election, and the powers and duties of the directors shall be further officered by a President, Vice-President, and Secretary-Treasurer, all of whom shall be elected by the board of directors and shall hold office and have the powers to be specified in the By-Laws of this corporation.

ARTICLE VIII.

The names, addresses and terms of office of the first directors are as follows:

Lewis H. Schiller	Bonnors Ferry, Idaho	1 year
Beverly L. Schiller	Bonnors Ferry, Idaho	1 year
Fred T. Schiller	Bonnors Ferry, Idaho	1 year

ARTICLE IX.

Subject to the power of the shareholders to amend, alter or repeal, the board of directors of this corporation shall have the power to amend such By-Laws defining the powers and duties of the officers in the corporation, and providing for such other matters adjacent to its affairs that they may deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho for those Articles of Incorporation.

ARTICLE X.

An amendment altering the Articles of Incorporation of this

corporation, in any respect, may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote as the law requires.

IN WITNESS WHEREOF, the incorporators have executed this instrument in triplicate on this 10 Day of October 1975.

Lewis H. Schiller  
Lewis H. Schiller

Beverly L. Schiller  
Beverly L. Schiller

Fred T. Schiller  
Fred T. Schiller

STATE OF IDAHO        )  
                              ) SS.  
County of Boundary    )

On this 10th day of October, 1975, before me, the undersigned, a Notary Public in and for the said State, personally appeared Lewis H. Schiller, Beverly L. Schiller, and Fred T. Schiller, known to me to be the persons named in and who executed the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

Tracie W. Smead  
Notary Public for Idaho  
Residing at Bonners Ferry

NOTARY PUBLIC for the State of Idaho  
Residing at Bonners Ferry, Idaho  
My commission expires August 6, 1977