

CERTIFICATE OF INCORPORATION
OF

AUSTIN ACADEMY, INC.

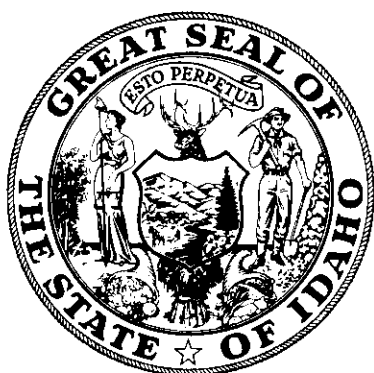
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

AUSTIN ACADEMY, 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 December 23, 19 81.



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.

ARTICLE ONE NAME

The name of the corporation is "AUSTIN ACADEMY, INC."

ARTICLE TWO ADDRESS

The post office address of the corporation's principle office is 13 S. Austin Surgar City, Idaho 83448 . The name of it's initial registered agent at such address is Rodney Earl Larsen.

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 CORPORATE 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, maintain, and operate recreational and educational institutions. To own, maintain, 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 vocational. 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 engage in.

ARTICLE SIX NO PECUNIARY GAIN

This corporation is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of its new earnings shall inure to the 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 distributions in furtherance of the purposes set forth in Article Five above.

ARTICLE SEVEN CONDITIONS OF MEMBERSHIP

The conditions and regulations of membership and the rights and other privileges of the classes of membership shall be determined and fixed by the ByLaws of this corporation.

ARTICLE EIGHT LIMITATION OF MEMBER'S LIABILITY

The private property of the members of this corporation shall not be liable for its corporate debts.

ARTICLE NINE
NAME AND ADDRESS OF INCORPORATORS

The name and address of each incorporator is as follows:

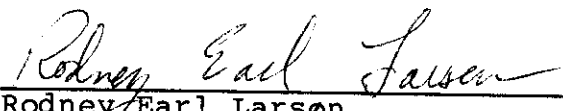
<u>Name</u>	<u>Address</u>
Rodney Earl Larson <i>e ug py</i>	13 S. Austin Sugar City, Idaho 83448
Betty Jean Larson <i>e ug py</i>	13 S. Austin Sugar City, Idaho 83448

ARTICLE TEN
NUMBER OF DIRECTORS

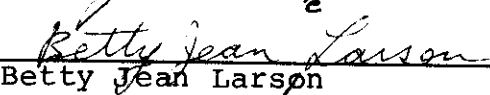
Two incorporators shall constitute the initial board of directors.

ARTICLE ELEVEN
VOTING POWER OF MEMBERS

The voting power of each member is equal.



Rodney Earl Larson
e




Betty Jean Larson
e

STATE OF IDAHO)
) ss.
County of Madison)

On this 21st day of December, 1981, personally appeared before me, Rodney Earl Larson, and Betty Jean Larson, Incorporator's of "AUSTIN ACADEMY, 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.



NOTARY PUBLIC FOR IDAHO (SEAL)
Residing at Sugar City
My Commission Expires: 6-1-82

We just noticed as we started to mail this
that our typist spelled our name wrong. Its
too late to change it now. But the correct
spelling is LARSEN.

Thank You.

Betty Larsen