

NONPROFIT CORPORATION ARTICLES OF INCORPORATION URBAN CHARTER SCHOOL, INC.

2013 JUN-27 PM 2: 11

SECRETARY OF STATE STATE OF IDAHO

ARTICLE 1

The name of the corporation shall be **URBAN CHARTER SCHOOL INC.**, an Idaho Nonprofit Corporation, hereinafter the "Corporation."

ARTICLE 2

The Corporation shall not have members and shall exist perpetually, or until dissolved according to law.

ARTICLE 3

The effective date of incorporation shall be: 7/01/13

ARTICLE 4

The Corporation shall be a nonprofit corporation, created and existing under the Idaho Nonprofit Corporate Act, Idaho Code '30-3-1, et seq. The Corporation shall have all powers lawful and necessary to direct, operate, and maintain a nonprofit, public charter school within the State of Idaho and to deal generally therein. The Corporation is organized and shall be operated solely and exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1969 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE 5

The Corporation shall not endorse candidates for public office, distribute or publish statements for or against candidates, raise funds for or donate to candidates, or become involved in any activity on behalf of or in opposition to any candidate. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. However, the Corporation may, as a part of its educational activities, sponsor debates or forums to educate students and/or voters, so long as the debate or forum evidences no preference for or against a certain candidate or political position.

The corporation is not for profit and a <u>Public Education Corporation</u>.

ARTICLE 6

The provisions for the regulation of internal affairs of the Corporation shall be set forth within the Bylaws and the Charter.

The street address of the initial registered office of the corporation is: 4298 E. Thomas Mill Dr. Nampa, Idaho 83686; The name of the initial registered agent is: Monika Gangwer 4298 E. Thomas Mill Dr. Nampa, Idaho 83686

IDAHO SECRETARY OF STATE

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ARTICLE 7

The address of the initial registered office of the Corporation shall be 4298 E. Thomas Mill Dr. Nampa, Idaho 83686. The name of the initial registered agent at such address shall be Monika Gangwer

ARTICLE 8

The number of directors which shall constitute the Board of Directors of the Corporation shall be fixed by the Bylaws, but in any event shall not be less than three (3) nor more than seven (7). The number of directors constituting the initial Board of Directors of the Corporation shall be three (3) and the names and addresses of the persons who shall serve as directors until their successors are elected and shall qualify as founders.

ARTICLE 9

Initial Directors:

Monika Gangwer 4298 E. Thomas Mill Dr. Nampa, Idaho 83686 Jolynn Aldinger 1744 West Mcglinchey Street Meridian, ID 83646-1371 Marketa Bachini 6911 E. Greenhurst, Nampa ID 83686

The names and addresses of the incorporators are: Monika Gangwer 4298 E. Thomas Mill Dr. Nampa, Idaho 83686

ARTICLE 10

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, but only upon the majority vote of all Directors.

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage

and/or defraud the corporation, or as otherwise provided under applicable statute.

ARTICLE 11

Upon dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, pursuant to Sections 30-3-114 and 30-3-115 of Idaho Code, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. If no such suitable organization is found or if the Directors then serving cannot agree on a distribution, the remaining assets shall be distributed to the Nampa School District #131, as organized under the laws of the State of Idaho, for exempt, public educational.

ARTICLE 12

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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 public charitable or educational purposes.

ARTICLE 13

Distributions Upon Dissolution

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation 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.

ARTICLE 14 Incorporator

The name and address of the Incorporator is:

Monika Gangwer 4298 E Thomas Mill Dr. Nampa, ID 83686

Signature: Monika Gangwer, Chairman of the Board

Incorporator

Wednesday, June 26, 2013.

Date: