

**ARTICLES OF AMENDMENT
(Non-profit)**

FILED EFFECTIVE

2006 AUG 23 PM 3:18

**SECRETARY OF STATE
STATE OF IDAHO**

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned
Non-profit corporation amends its articles of incorporation as
follows:

1. The name of the corporation is:
Idaho Distance Education Academy, Inc.
2. The text of each amendment is as follows:

ARTICLE III
PURPOSE AND POWERS OF THE CORPORATION

This organization is organized exclusively for educational and charitable purposes within the meaning of section 501(c)(3). It is organized under the Idaho Charter School Act for public purposes. The specific purpose of the corporation is to manage, operate, guide, direct and promote Idaho Distance Education Academy, and such other educational activities as the Board of Directors may define from time to time.

The internal affairs of the Corporation shall be governed by the duly adopted code of By-laws which shall be consistent with these articles of incorporation and the laws of the state of Idaho.

No part of the net earnings of the corporation shall be distributed to its Directors. The specific primary purposes for which it is formed are as follows:

To operate a charter school in accordance with the charter school laws of the state of Idaho.
To do and engage in any and all lawful activities that may be incidental or reasonably necessary to any of the forgoing purposes, and to have and exercise all other powers and authority now or hereafter conferred upon a non-for-profit organization.

PROVIDED: that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of this corporation, voluntary or by operation of the law, the following provisions apply:

1. This corporation shall never be operated for the primary purpose of carry on a trade or business for profit.
2. No part of the net earnings shall inure to the benefit of or be distributed to its directors, trustees, officers, members, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article III.
3. The powers and purposes of this Corporation shall, at all times, be so construed and limited as to enable this corporation to qualify as a not for profit organization, and existing under Chapter 3, Title 30 of the Idaho Code, and it shall have all power and authority as set forth in Section 30-3-24 of Idaho Code, and all other applicable sections of the Idaho Code.
4. Upon dissolution of the Corporation, all assets shall be distributed solely to the Whitapine Joint School District No. 288.

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

3. The date of adoption of the amendment was: August 21, 2006

4. Manner of adoption:

The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was, therefore adopted by the members.

- a. The number of members entitled to vote was: Five
- b. The number of members that voted for each amendment was: Four
- c. The number of members that voted against each amendment was: Zero

Dated: August 22, 2006
 Signature: [Handwritten Signature]
 Typed Name: Aaron Proctor
 Capacity: Board member - Chairman

IDAHO SECRETARY OF STATE
 08/23/2006 05:00
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