

**FILED EFFECTIVE**

**10 MAY 17 AM 9:03**

**ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
APPLE TREE LEARNING CENTER LTD.**

**SECRETARY OF STATE  
STATE OF IDAHO**

Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned non-profit corporation amends its Articles of Incorporation as follows:

**FIRST:** The name of the corporation is Apple Tree Learning Center Ltd.

**SECOND:** Article 5 of the Articles of Incorporation of the corporation is hereby amended by deleting it in its entirety and replacing it with the following new Article 5:

**"ARTICLE 5. Members.** The corporation shall have members who shall have such rights as are provided in the Idaho Nonprofit Corporation Act, these Articles and the Bylaws of the corporation as the same may be adopted and amended from time to time. Any person may become a member of the corporation upon approval by the Board of Directors or pursuant to any other criteria or procedures as may be set forth in the Bylaws of the corporation as the same may be adopted and amended from time to time. Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe."

**THIRD:** Article 7 of the Articles of Incorporation of the corporation is hereby amended by deleting the last two sentences thereof and replacing them with the following provisions:

**"The affairs of the corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the corporation's Bylaws, which number shall be no less than three (3). Other than the Directors constituting the initial Board of Directors, who are designated in the Articles of Incorporation of the corporation, the Directors shall be elected by the members of the corporation in the manner and for the term provided in the Bylaws of the corporation as the same may be adopted and amended from time to time."**

**FOURTH:** The date of adoption of the amendment was May 7, 2010.

**IDAHO SECRETARY OF STATE  
05/17/2010 05:00  
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FIFTH: The amendments consist of matters other than those described in Section 30-3-90, Idaho Code, and were, therefore, adopted by the members as follows:

- a. The number of members entitled to vote was five (5).
- b. The number of members that voted for each amendment was five (5).
- c. The number of members that voted against each amendment was zero (0).

DATED this 7<sup>th</sup> day of May, 2010.

APPLE TREE LEARNING CENTER LTD.

By Beverly D. Miller  
Beverly D. Miller, President