

State of Idaho

Department of State.

CERTIFICATE OF AMENDMENT OF

MOSCOW MONTESSORI DAY SCHOOL, INC.

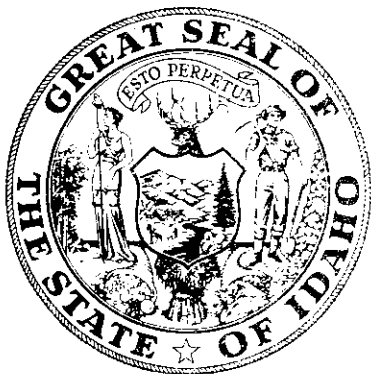
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

MOSCOW DAY SCHOOL, INC.

duly signed and verified pursuant to the provisions of the Idaho Business 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated _____ **February 14** _____, 19 **83** .



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

RESTATED ARTICLES OF INCORPORATION

(with amendment)

MOSCOW DAY SCHOOL, INC.

(Formerly Moscow Montessori Day School, Inc.)

1. Moscow Day School, Inc., a nonprofit corporation, pursuant to the provisions of the Idaho Business Corporation Act § 30-1-64 and the Idaho Nonprofit Corporation Act §§ 30-326 and 30-327, hereby adopts Restated Articles of Incorporation which correctly set forth without change the corresponding provisions of the Articles of Incorporation as heretofore amended and as further amended by such Restated Articles of Incorporation as hereinafter set forth, and which supercede the original Articles of Incorporation and all amendments thereof.

2. The Articles of Incorporation of the corporation are amended by the Restated Articles of Incorporation as follows:

(a) Article I is amended to change the name of the corporation and shall read as follows:

"The name of this corporation is MOSCOW DAY SCHOOL, INC."

(b) Article II is deleted in its entirety. Restated Article II has been added in its stead and shall read as follows:

"MOSCOW DAY SCHOOL, INC. is a nonprofit corporation within the meaning of Idaho Code § 30-305(a)."

(c) Article IV is amended to change the introductory language "That in furtherance, and not in limitation of the general powers

conferred by the laws of the State of Idaho, this corporation shall have the following objects, purposes and powers:", and to delete the words "according to the Montessori Method", and shall read as follows:

"The purposes for which this corporation is organized are as follows:

To promote and encourage the intellectual, emotional and physical development of young children through education;

To provide a non-sectarian family-centered educational opportunity for young children;

To encourage excellence, personal responsibility and motivation and the full development of a child's potential;

To promote multi-cultural awareness, interpersonal respect and community involvement;

To cooperate with existing educational, social and governmental organizations for the purpose of expanding educational and other support services for children of the area and their families, especially those in need; and

To do all things in connection with its objects as permitted by law and to exercise any and all powers not prohibited by law as pertain to organizations of this type.

(d) Articles V and VI have been deleted in their entirety and replaced by Restated Article V which shall read as follows:

"This corporation shall have one class of members, the qualifications, rights and privileges of whom shall be set forth in the Bylaws."

(e) Restated Article VI has been added and shall read as follows:

"The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors of this corporation

pursuant to Idaho Code § 30-309."

(f) Article VII has been deleted in its entirety and in its stead Restated Article VII shall read as follows:

"The Board of Directors of this corporation shall have the power to elect successive directors pursuant to Idaho Code § 30-314(f)."

(g) Article VIII has been deleted in its entirety. In order to incorporate within the Restated Articles of Incorporation the April 14, 1980, Amendment to the original Articles of Incorporation, Restated Article VIII has been added and shall read as follows:

"Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to the University of Idaho Early Childhood Education Department or in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under § 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provision of any future United States Revenue Law."

(h) The amendments made by these Restated Articles of Incorporation have been effected in conformity with the provisions of the Idaho Business Corporation Act and the Idaho Nonprofit Corporation Act, and such Restated Articles of Incorporation were duly adopted by the members of the corporation at a special meeting on the 8th day of February, 1983 at 7:30 o'clock p.m., with a quorum present.

(i) The following Restated Articles of Incorporation accurately copy the entire text thereof and as amended as set forth above:

RESTATED ARTICLES OF INCORPORATION
OF

MOSCOW DAY SCHOOL, INC.

(Formerly Moscow Montessori Day School, Inc.)

ARTICLE I.

The name of this corporation is MOSCOW DAY SCHOOL, INC.

ARTICLE II.

MOSCOW DAY SCHOOL, INC. is a nonprofit corporation within the meaning of Idaho Code § 30-305(a).

ARTICLE III

The duration and term of existence of this corporation shall be perpetual.

ARTICLE IV.

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

To promote and encourage the intellectual, emotional and physical development of young children through education;

To provide a non-sectarian family-centered educational opportunity for young children;

To encourage excellence, personal responsibility and motivation, and the full development of a child's potential;

To promote multi-cultural awareness, interpersonal respect and community involvement;

To cooperate with existing educational, social and governmental

organizations for the purpose of expanding educational and other support services for children of the area and their families, especially those in need; and

To do all things in connection with its objects as permitted by law and to exercise any and all powers not prohibited by law as pertain to organizations of this type.

ARTICLE V.

This corporation shall have one class of members, the qualifications, rights and privileges of whom shall be set forth in the Bylaws.

ARTICLE VI.

The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors of this corporation pursuant to Idaho Code § 30-309.

ARTICLE VII.

The Board of Directors of this corporation shall have the power to elect successive directors pursuant to Idaho Code § 30-314(f).

ARTICLE VIII.

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to the University of Idaho Early Childhood Education Department or in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under § 501(c)(3) of the Internal Revenue Code of

1954 or corresponding provision of any future United States Revenue Law.

IN WITNESS WHEREOF, we, the undersigned, being duly elected officers of Moscow Day School, Inc., do hereby execute and file these Restated Articles of Incorporation on behalf of the members of this corporation..

EXECUTED IN DUPLICATE ORIGINAL this 9th day of February, 1983.

Mallory Blank
MALLORY BLANK
President

Sue Scott
SUE SCOTT
Secretary

STATE OF IDAHO)
) ss.
County of Latah)

I, Vickie Schilling, a notary public, do hereby certify that on this 9th day of February, 1983, personally appeared before me MALLORY BLANK, who being by me first duly sworn, declared that she is the President of Moscow Day School, Inc., that she signed the foregoing document as President of the corporation, and that the statements contained therein are true..

Vickie Schilling
Notary Public in and for the
State of Idaho, residing at
Moscow.