

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

A. C. E. ACADEMY INCORPORATED
File number C 113930

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 the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 29, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonny Herold*

FEB 29 11 39 AM '96
SECRETARY OF STATE
STATE OF IDAHO

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: A. C. E. Academy Incorporated.

ARTICLE TWO ADDRESS

The post office address of the corporation's principle office is 740 Adams, Montpelier, Id. 83254. The name of its an initial registered agent at this address is Yolanda Streitberger.

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 transaction which a corporation organized under the NON-PROFIT CORPORATION LAWS of Idaho might do, accomplish, or engage in.

IDAHO SECRETARY OF STATE
DATE 02/29/1996 0900 41423
CK #: 71680 CUST# 65229
INC NONP
10.00= 10.00

IDAHO SECRETARY OF STATE
DATE 02/12/1996 0900 37192
CK #: 71596 CUST# 65054
INC NONP
20.00= 20.00

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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 to make payment 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 laws of the corporations.

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:
Yolanda Streitberger, 740 Adams, Montpelier, Id. 83254
Beverly Pike, 567 North 8th, Montpelier, Id. 83254
Yvonne Bergem, 588 North 8th, Montpelier, Id. 83254

ARTICLE TEN NUMBER OF DIRECTORS

Three incorporators shall constitute the initial board of directors.

ARTICLE ELEVEN VOTING POWER OF MEMBERS

The voting power of each member is equal.

ARTICLE TWELVE DISTRIBUTION OF ASSETS ON DISSOLUTION
On dissolution of corporation all assets will be distributed equally among members.

FEB 29 11 39 AM '96
SECRETARY OF STATE
STATE OF IDAHO

Yolanda Struthberg
Beverly Pike
Yvonne Ben

STATE OF IDAHO.)

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County of Bear Lake)

On this 26th day of January 1996;
personally appeared before me, Leslie Tueller the persons
whose names are subscribed to the within instrument, and
acknowledge 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.

Leslie J. Tueller
NOTARY PUBLIC FOR IDAHO

Residing at Montpelier

My commission expires: 2-10-99