

FILED EFFECTIVE

**Articles of Incorporation
of
Idaho School of Innovation, Inc.**

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Pursuant to the provisions of the Idaho Nonprofit Corporation Act Title 30, Chapter 3, Idaho Code, the undersigned incorporator of a nonprofit corporation submits the following Articles of Incorporation to the Secretary of State in order to form a Non-Profit Corporation.

ARTICLE I: Name

The name of the corporation shall be the *Idaho School of Innovation, Inc.*

ARTICLE II: Principal Place of Business

The place in this state where the principal office of the Corporation is to be located is the City of Blackfoot, Bingham County. The business of this Corporation may be conducted in all counties of the State of Idaho and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

ARTICLE III: Registered Office and Agent

The address of the registered office of the Corporation is 800 W. Riverton Rd, Blackfoot, Idaho 83221, and the name of the initial registered is Joel F. Weaver. The mailing address of the Corporation shall be:

800 W. Riverton Rd.
Blackfoot, Idaho 83221

ARTICLE IV: Duration

The period of duration of the corporation is perpetual.

ARTICLE V: Purposes and Powers

This Corporation is organized exclusively for the charitable, educational, and innovative purposes in the operation of a nonprofit school within the State of Idaho pursuant to the Idaho Nonprofit Corporation Act as amended and supplemented. Said Corporation is organized for educational purposes within the meaning of IRC Section 501(c) (3) of the Internal Revenue Code and shall not carry on any activities prohibited under said code or corresponding sections of any future Federal Internal Revenue laws.

The Corporation shall have all powers allowed by law, including and without limitation, those powers described in Section 30-2-24 of the Idaho Code. Furthermore, the corporation shall not engage in any activities or execute powers not in direct furtherance of this corporation's stated and inferred purposes.

The corporation may solicit and receive contributions, purchase, own and sell real and personal property, make contracts, invest corporate funds, spend corporate funds for corporate purposes, and engage in any other activity in furtherance of, incidental to, or connected with any of the foregoing purposes.

In accordance with federal regulation, the corporation shall not discriminate against applicants, students, faculty, and staff based on race, color, or nation or ethnic origin.

ARTICLE VI: Bylaws

The Bylaws shall set for the necessary provisions for the regulation for the internal affairs of the corporation.

IDAHO SECRETARY OF STATE
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ARTICLE VII: Initial Trustees / Directors

The names and address of the initial Trustees are:

Joel F. Weaver
800 W. Riverton Rd.
Blackfoot, Idaho 83221

Lee Griffin
1699 Wagon Wheel Dr
Blackfoot, ID 83221

Wade W. Virgin
212 S 585 W
Blackfoot, ID 83221

R.D. Palmer
153D RR 2
Pocatello, ID 83202

David L. Ticknor
307 S 9th Ave
Pocatello, ID 83201

ARTICLE VIII: Incorporators

The name and address of the initial incorporator is:

Joel F. Weaver
800 W. Riverton Rd.
Blackfoot, Idaho 83221

ARTICLE IX: Distributions

The property of the corporation is irrevocably dedicated to educational purposes, and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers, 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 purposes set forth in Article Fifth hereof.

ARTICLE X: Limitations

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 purposes set forth in Article Fifth hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the

Internal Revenue Code, or the corresponding section of any future federal tax code. "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

ARTICLE XI: Amendment to Articles

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, directors, and officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Idaho, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to Idaho law.

Amendments to these Articles of Incorporation shall require the assent of two-thirds (2/3) of the Directors.

ARTICLE XII: Indemnification

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the laws of the State of Idaho.

ARTICLE XIII: Dissolution and Distribution

Upon the dissolution of the corporation and pursuant to Sections 30-3-114 and 30-3-115 of the Idaho Code, 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. Upon reimbursement of debts and liabilities of the Corporation, the remaining assets shall be distributed to the Corporation's authorizing entity. If at such time any remaining assets exist, the District Court of the county in which the principle office of the Corporation is then located shall determine final distribution.

Dated this 9th day of May, 2011

Incorporator:


Joel F. Weaver