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**ARTICLES OF INCORPORATION**

**SECRETARY OF STATE  
STATE OF IDAHO**

KNOW ALL MEN BY THESE PRESENTS, that the undersigned incorporators being of the age of twenty-one (21) years or more, desiring to organize a corporation under the laws of the State of Idaho, do hereby make, sign and verify these Articles of Incorporation.

**ARTICLE 1: Name**

The name of the corporation shall be **PAYETTE RIVER TECHNICAL ACADEMY, INC.**, an Idaho Nonprofit Corporation, hereinafter the "Corporation."

**ARTICLE 2: Purposes and Powers**

The Corporation shall be a nonprofit corporation, created and existing under the Idaho Nonprofit Corporate Act, Idaho Code ' 30-31, et seq. The Corporation shall have all powers lawful and necessary to direct, operate, and maintain a nonprofit, public charter school within the State of Idaho and to deal generally therein. The Corporation is organized and shall be operated solely and exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1969 (or the corresponding provision of any future United States Internal Revenue Law).

The Corporation shall not endorse candidates for public office, distribute or publish statements for or against candidates, raise funds for or donate to candidates, or become involved in any activity on behalf of or in opposition to any candidate. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

**LEGISLATIVE SECRETARY OF STATE  
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However, the Corporation may, as a part of its educational activities, sponsor debates or forums to educate students and/or voters, so long as the debate or forum evidences no preference for or against a certain candidate or political position.

#### **ARTICLE 3: Registered Office and Agent**

The address of the initial registered office of the Corporation shall be 601 E. Third Street. Emmett Idaho 83617. The name of the initial registered agent at such address shall be María Salazar.

#### **ARTICLE 4: Directors**

The number of directors which shall constitute the Board of Directors of the Corporation shall be fixed by the Bylaws, but in any event shall not be less than five (5) nor more than seven (7). The number of directors constituting the initial Board of Directors of the Corporation shall be six (6) and the names and addresses of the persons who shall serve as directors until their successors are elected and shall qualify are:

<i>Name</i>	<i>Address</i>
Sue Beitia	1070 Melrose Drive, Emmett, ID 83617
Tammy Davis	701 Monte Vista #4, Emmett, ID 83617
Maureen Rose	9835 Kirkpatrick, Sweet, ID 83670
Steven Thayn	5655 Hillview Road, Emmett, ID 83617
Pamela Arellano	153 South Plaza Road, Emmett, ID 83617
Sue Jenkins	125 South Plaza Road, Emmett, ID 83617

#### **ARTICLE 5: Incorporators**

The names and addresses of the initial incorporators are María Salazar 209 East 2<sup>nd</sup> Street, Emmett, ID 83617; Sue Beitia 1070 Melrose Drive, Emmett, ID 83617; Tammy Davis 701 Monte Vista #4, Emmett, ID 83617.

#### **ARTICLE 6: Mailing Address**

The address of the initial registered office of the Corporation shall be 601 E. Third Street. Emmett Idaho 83617. The name of the initial registered agent at such address shall be María Salazar.

#### **ARTICLE 7: Membership**

The Corporation shall not have members and shall exist perpetually, or until dissolved according to law.

#### **ARTICLE 8: Dissolution and Distribution**

Upon the winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, pursuant to Sections 30-3-114 and 30-3- 115 of Idaho Code, the remaining assets shall be distributed to the Emmett School District #221, which is organized and operated exclusively for charitable, educational, and/or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE 9: Non-stock Corporation**

The business of the Corporation shall be conducted for the benefit of students, faculty, administration and patrons of the Corporation. The Corporation shall not issue certificates of stock and no dividends or pecuniary profits shall be declared or paid, nor shall any part of the net earnings of the corporation inure to the benefit of, or be distributable to its incorporators, directors, 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 III hereof.

#### **ARTICLE 10: Bylaws**

The provisions for the regulation of internal affairs of the Corporation shall be set forth within the Bylaws and the Charter.

ARTICLE 11: Amendment to Articles

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, but only upon the majority vote of all Directors.

INCORPORATES SIGNATURES

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2009.

Incorporators:

Maria Salazar  
Maria Salazar

Tammy Davis  
Tammy Davis

Sue Beitia  
Sue Beitia