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SECRETARY OF STATE  
STATE OF IDAHO

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**CERTIFICATE OF ORGANIZATION  
OF  
NAMPA SCHOOL DEVELOPMENT, LLC**

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**THIS CERTIFICATE OF ORGANIZATION** forming a limited liability company under the laws of the State of Idaho, are made and executed as of the 28th day of April, 2009, by the undersigned persons.

1. **Name.** The name of the limited liability company Nampa School Development, LLC (herein sometimes referred to as the "Company").

2. [deleted]

3. **Business Purpose.** The business purpose or purposes for which the Company is organized are to provide effective management and investment of Company assets, including all of the protections under the law that are afforded to the Company and its Members in connection with the activities of the Company and (a) to hold certain assets and resources in a form of business organization having the specific characteristics of this Company so that they can be more effectively managed, controlled and invested as a business to the end of increasing the profit derived from, and the value of, such assets and resources as a whole; (b) to encourage and facilitate the Members' willingness and ability to participate in the Company's business by separating, protecting and insulating the Members' respective personal assets and resources from liability for the Company's debts, obligations and liabilities, and by separating, protecting and insulating the Company's assets and resources from the respective Members' debts, obligations and liabilities; (c) to acquire, purchase, own, lease, sell, exchange, develop and construct improvements upon, finance the acquisition, operation and development of, and the construction of improvements upon, to operate and maintain for any uses, and otherwise deal with and in, real and/or personal property, or interests therein, wherever located; (d) to invest and reinvest the assets of the Company in, and to purchase or otherwise acquire, hold, sell, transfer, exchange or otherwise dispose of, or realize upon, securities of all types and descriptions and any other interests in business ventures; (e) to provide for the orderly succession of ownership of real, personal and other property; (f) any other purposes as are necessary to protect or enhance the assets of the Company; (g) other purposes as provided in the Operating Agreement; (h) to engage in any other lawful business activity permitted under the laws of the State of Idaho; and (i) to do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth herein or by law, either alone or in association with others, and incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same are not inconsistent with the laws of the State of Idaho.

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4. **Designated Office.** The street address of the Company's designated office is 3863 N. 2445 E., Filer, ID 83328.

5. **Registered Agent.** The name, street address, and signature of the Company's initial registered agent are as follows:

Gary Perron  
3863 N. 2445 E.  
Filer, ID 83328



(Signature of Registered Agent)

6. **Management.** The management of the Company is reserved to one or more Managers to be selected by the Members. The name and street address of the first such Manager, who shall serve as Manager until his successor is elected, is:

Brandon Fairbanks  
255 Blue Lakes North  
PMD #694  
Twin Falls, Idaho 83301

7. **Mailing Address.** The mailing address for future correspondence is: 255 Blue Lakes North, PMD #694, Twin Falls, Idaho 83301.

8. **Liability of Members.** No Member shall be personally liable for any of the losses of the Company beyond his or her capital interest in the Company.

The undersigned hereby affirm that they are signing this ~~certificate~~ as Managers of the Company, and that the facts stated in the foregoing ~~certificate~~ of Organization are true.



BRANDON FAIRBANKS, Manager