

ARTICLES OF INCORPORATION
OF
MOSCOW CHARTER SCHOOL, INC.

FILED
98 AUG 27 AM 10:22
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a nonprofit corporation under the provisions of the Idaho Nonprofit Corporation Act, Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation.

Article 1 CORPORATION NAME: The name of the corporation shall be Moscow Charter School, Inc.

Article 2 NONPROFIT STATUS: The Corporation is a nonprofit corporation.

Article 3 PERIOD OF DURATION: The period of duration of the Corporation is perpetual.

Article 4 REGISTERED OFFICE AND AGENT: The street address of the registered office of the Corporation is 512 Northwood Drive, Moscow, Idaho 83843 and the registered agent at such address is Mary Lang.

Article 5 PURPOSES: The purposes for which the Corporation is organized and will be operated are as follows:

A. Operate an Idaho charter school for the education of children pursuant to the Public Charter Schools Act of 1998, Idaho Code §§ 33-5201, *et seq.*

B. Educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).

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C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

Article 6 LIMITATIONS: No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, 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 5 hereof. No substantial part of the activities of the Corporation shall be for 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 any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

Article 7 MEMBERS: The corporation shall not have any members.

Article 8 BOARD OF DIRECTORS: The affairs of the Corporation shall be managed by its Board of Directors who shall be deemed public agents authorized by a public school district to control the Charter School. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors

shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Mary Lang	621 Lynn St., Moscow, ID 83843
Joseph Thompson	621 Lynn St., Moscow, ID 83843
Katrina Dasenbrock	3186 Lundquist Lane, Moscow, ID 83843
Shahab Mesbah	608 S. Main, Moscow, ID 83843
Michael Cressler	902 Pheasant Run, Moscow, ID 83843

Article 9 DISTRIBUTION ON DISSOLUTION: Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to Moscow School District No. 281 or to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

Article 10 INCORPORATOR: The name and street address of the incorporator is Mary Lang, 621 Lynn St., Moscow, ID 83843.

Article 11 BYLAWS: Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 25 day of August, 1998.



Mary Lang