ARTICLES OF INCORPORATION
OF
CAMINO MONTESSORI
(An Arizona Non-Profit Corporation)

The undersigned incorporator, desiring to form a nonprofit corporation under and pursuant to the laws of the State of Arizona, hereby adopts these Articles of Incorporation.

ARTICLE I
NAME AND ADDRESS

The name of the corporation is Camino Montessori (the "Corporation"). Its principal place of business initially shall be at 2118 E. La Donna Drive, Tempe, AZ 85283, but its board of directors (the "Board") may meet for the transaction of business at such other places within or without the State of Arizona as the directors may, from time to time, designate.

ARTICLE II
DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III
PURPOSE AND POWERS

Section 1. The Corporation is formed and organized and shall always be operated exclusively for educational and other charitable activities, solely and exclusively in the interest of the general public. More specifically, the objects, purposes and nature of the business of the Corporation will include (but not be limited to) organizing and operating a charter school or charter schools within the State of Arizona and under Arizona law; provided that the Corporation's activities are also within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as amended ("IRC") (or the corresponding provisions of any future Internal Revenue Code).

Section 2. The Corporation's powers as aforesaid shall include, but shall not be limited to, the several powers and purposes set forth in Arizona Revised Statutes ("ARS") § 10-3302, as amended or renumbered, or the analogous provision of any future Arizona nonprofit corporation code, which are hereby incorporated herein by this reference.

ARTICLE IV
TAX EXEMPT

Notwithstanding any other provisions of these Articles, the Corporation shall engage only in activities that may be conducted by an organization (a) which is described in IRC § 501(c)(3) and (b) contributions to which are deductible pursuant to IRC §§ 170(c)(2), 642(c), 2055 and 2522.

ARTICLE V
INITIAL BUSINESS

The Corporation's initial activities will include (but not be limited to) organizing and operating a charter school or charter schools within the State of Arizona and under Arizona law.

ARTICLE VI
EARNINGS; LOBBYING; LIQUIDATION

Section 1. The Corporation shall not be for profit or pecuniary gain and shall have no capital stock or shares. No part of any net earnings of the Corporation shall inure to the benefit of, or be distributable to, any officer or director of the Corporation or any private individual, or be appropriated for any purposes other than the purposes of the Corporation as herein set forth; provided, however, 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 of the Corporation as set forth herein.

Section 2. No substantial part of the Corporation's activities shall consist of carrying on propaganda, or otherwise attempting, to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

Section 3. Upon the winding up and dissolution of the Corporation, the directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of its assets to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational or religious and/or scientific purposes, and which has established its tax-exempt status under IRC § 501(c)(3), as the directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII
BOARD OF DIRECTORS

The Corporation's affairs shall be conducted by a Board of Directors. The number of directors shall be as set forth in the Bylaws of the Corporation. The names and addresses of the persons who shall initially serve as Directors of the Corporation are:

Judith D. Webster
2118 E. La Donna Drive
Tempe, AZ 85283

Kevin G. Webster
2118 E. La Donna Drive
Tempe, AZ 85283

Alvaro Otalora
6829 S. Jentilly Lane
Tempe, AZ 85283

Marianne Mulligan
1405 N. Dobson Road, Suite 3
Chandler, AZ 85224

Rebecca Brandon
1610 W. Glendale Avenue
Phoenix, AZ 85021

ARTICLE VIII
STATUTORY AGENT

The name and address of the Corporation's statutory agent is Judith D. Webster, 2118 E. La Donna Drive, Tempe, AZ 85283.

ARTICLE IX
PRIVATE PROPERTY

The private property of the directors and officers of the Corporation shall be forever exempt from the debts, obligations and liabilities of the Corporation.

ARTICLE X
MEMBERSHIP

The Corporation will have members.

ARTICLE XI
INDEMNIFICATION

The Corporation will indemnify any and all of its existing and former directors and officers to the fullest extent permitted by Arizona law and the Corporation's Bylaws and any contract. If Arizona law is amended to authorize corporate action broadening the Corporation's ability to indemnify its directors and officers, the Corporation will indemnify its existing and former directors and officers to the fullest extent permitted by Arizona law, as amended, provided that any such indemnification is not inconsistent with the Corporation's status as an organization described in IRC § 501(c)(3). Any repeal or modification of this Article XI will not adversely affect any right or protection of any existing or former director or officer of the Corporation existing hereunder with respect to any act or omission occurring prior to or at the time of such repeal or modification.

ARTICLE XII
LIMITATION OF DIRECTOR LIABILITY

The personal liability of the directors to the Corporation for monetary damage for any action taken or any failure to take any action as a director is eliminated to the fullest extent permitted by ARS § 10-3202.B.1, as amended or renumbered, or the analogous provision of any future Arizona nonprofit corporation code.

ARTICLE XIII
DISCRIMINATION NOT PERMITTED

In rendering its functions and in fulfilling its purposes, the Corporation shall not practice or permit unlawful discrimination on the basis of sex, age, race, color, national origin, religion, physical handicap or disability, or sexual orientation.

ARTICLE XIV
PRIVATE FOUNDATION

In the event that this Corporation becomes a "private foundation", as defined in Section 509 of the Code, while it is a "private foundation":

1. the Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code;

2. the Corporation will not engage in any action of self-dealing as defined in Section 4941(d) of the Code;

3. the Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code;

4. the Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and

5. the Corporation will not make any taxable expenditure as defined in Section 4945(d) of the Code.

ARTICLE XV
INCORPORATOR

The name and address of the Incorporator is Judith D. Webster, 2118 E. La Donna Drive, Tempe, AZ 85283.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of this 13th day of November, 2009.

INCORPORATOR

Judith D. Webster

Judith D. Webster

CONSENT TO ACT AS STATUTORY AGENT

I, Judith D. Webster, having been designated to act as Statutory Agent for Camino Montessori, hereby consent to act in that capacity until removal or my resignation is submitted in accordance with applicable law.

DATED this 13th day of November, 2009

Judith D. Webster

Judith D. Webster