CREATE ACADEMY

ACTION BY INCORPORATORS

The incorporators of Create Academy select the following persons to be added to the Board of Directors of the Corporation until their successors are elected and take office.

- Tania Katan
- Edgar Olivo
- Carla Rivera-Cruz

Dated: April 6, 2014

Angela Pinholster

Angela Pinholster, Incorporator

Rebecca Halonen, Incorporator

ACTION OF DIRECTORS

OF CREATE ACADEMY

IN LIEU OF ORGANIZATIONAL MEETING

The undersigned, constituting the initial Board of Directors of Create Academy ("Corporation"), an Arizona nonprofit Corporation, acting pursuant to Section 10-3704 of the Arizona Revised Statutes, consent to the adoption of the following resolutions, to have the same force and effect as if unanimously taken and adopted at the organizational meeting of the initial Board of Directors of the Corporation duly called and held on the ____day of _____, 2014.

(1) RESOLVED, that the Articles of Incorporation of the Corporation as prepared by counsel and filed with the Arizona Corporation Commission are hereby approved and ordered made a part of the records of the Corporation, and that all actions taken by the incorporator in connection therewith are hereby ratified, approved and confirmed.

(2) RESOLVED, that the Bylaws of this Corporation, as prepared by counsel and in the form preceding these minutes, are hereby adopted as the Bylaws of this Corporation.

(3) RESOLVED, that the Directors are herewith classified according to term as follows:

Class 1. (Expiring at 2014 Annual Meeting):

Tania Katan

_____

_____

Class 2. (Expiring at 2015 Annual Meeting):

Edgar Olivo

_____

_____

Class 3. (Expiring at 2016 Annual Meeting):

Carla Rivera-Cruz
Rebecca Halonen
Angela Pinholster

(4) RESOLVED, that the following persons are hereby elected officers of this Corporation to the offices set forth opposite their respective names, to serve until the first annual meeting of the Board of Directors, or until their respective successors have been duly elected or appointed:

Angela Pinholster, Director of Elementary Education
Rebecca Halonen, Director of Secondary Education
Rebecca Halonen, Secretary
Angela Pinholster, Treasurer

(5) RESOLVED, that Chase Bank is hereby designated as depository for bank accounts in the name of this Corporation, with the Director of Elementary Education and the Director of Secondary Education as authorized signatories.

(6) RESOLVED, that the Treasurer of this Corporation is hereby directed to furnish said depository with a certified copy of said resolutions and certified specimens of the signatures, and that said depository may rely on this resolution until receipt by them of a certified copy of a resolution by the Board of Directors of this Corporation revoking or modifying the same.

(7) RESOLVED, that each of the following policies were adopted as the Corporation's policies:

- Conflict of Interest
- Signature Authority Policy
- Whistleblower
- Record Retention
- Form 990 Review
- Travel and Expense Reimbursement
- Compensation
- Gift Acceptance
- Fundraising
- Procurement

(8) RESOLVED, that this Corporation shall forthwith process an application for tax exemption under IRC Section 501(c)(3) and under any corresponding provision of State law, and in connection therewith the appropriate officers of this Corporation are hereby authorized and directed to execute application forms, powers of attorney and any other necessary documents.

(9) RESOLVED, that this Corporation shall process an Application for a New Charter for the 2015 - 2016 School Year, as reviewed and approved by members of the Board, and in connection with the appropriate officers of this Corporation are authorized and directed to execute application forms and any other necessary documents and to file it with the Arizona State Board for Charter Schools.

(10) RESOLVED, that this Action of Directors in Lieu of Organizational Meeting may be signed in counterparts.

IN WITNESS WHEREOF, the undersigned have executed this consent to be filed as a part of the minutes of the Corporation as of the day and year first above written.

Angela Pinholster, Director

Rebecca Halonen, Director

Tania Katan, Director

Edgar Olivo, Director

Carla Rivera-Cruz, Director

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Rebecca Halonen, Director

Tania Katan, Director

Edgar Olivo, Director

C. Rivera-Cruz

Carla Rivera-Cruz, Director