AZ Corp. Commission

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AZ CORPORATION COMMISSION
FILED

DEC 03 2012

FILE NO. 12075305

# STATE *of* ARIZONA
# ARTICLES *of* INCORPORATION
# TAX-EXEMPT NON-PROFIT CORPORATION

AZ CORPORATION COMMISSION
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DEC 26 2012

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**ARTICLE I.**

The name of this corporation is INNOVATIVE HUMANITIES EDUCATION CORPORATION

**ARTICLE II.**

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE III.**

The character of affairs of the corporation shall be to provide education services for students interested in vacating the traditional classroom for a more hands on learning style. The corporation will provide students with community-based, project centered learning, where students will focus on problems in our community and use higher level critical thinking skills to solve those problems.

**ARTICLE IV.**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 these articles.

No substantial part of the activities of the corporation shall be 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 or in opposition to any candidate for public office. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V.**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VI.

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent provided by the laws of the State of Arizona now or hereafter in force, including the advance of expenses under the procedures provided by such laws.

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

## ARTICLE VII.

The corporation shall be managed by a board of directors. Directors shall be elected by the board of directors then serving in the manner more specifically provided in the bylaws. The number of directors and all other matters concerning the directors shall be set forth in the bylaws of the corporation.

The names and addresses of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

Joseph Mcknight
8848 E. Meadow Spring Place
Tucson, AR 85747

Jocelyn Quintanar
2327 E. Precious Shard Court
Oro Valley, AZ 85755

Diane Normoyle
1450 S. Moon Flower Lane
Tucson, AZ 85748

Ryan Townsend
4458 E. 28th Street
Tucson, AZ 85711

## ARTICLE VIII.

The street address of the known place of business of the corporation is 8848 E. Meadow Spring Place, Tucson, AR 85747.

## ARTICLE IX.

The name of the statutory agent of the corporation is USA-RA LLC whose address is 11811 N. Tatum Blvd. Suite 3031 Phoenix AZ 85028.

## ARTICLE X.

The name and address of the incorporator is Marsha Siha, whose address is 134 Vintage Park Blvd Suite A50, Houston, TX 77070

## ARTICLE XI.

The Corporation will not practice or permit discrimination on the basis of sex, race, national origin, religion, physical handicap or disability.

**ARTICLE XII.**

The Corporation will not have members.

**Date:** November 26, 2012

IN WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act.

SIGNATURE OF INCORPORATOR:

By: Marsha Siha
Marsha Siha, Incorporator

APPOINTMENT TO THE designation as statutory agent for this corporation is hereby accepted.

SIGNATURE OF STATUTORY AGENT:

By: Kyle Lavender
USA-RA, Kyle Lavender, Statutory Agent