COMMISSIONERS
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GARY PIERCE
PAUL NEWMAN
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ARIZONA CORPORATION COMMISSION

ERNEST G. JOHNSON
Executive Director

LINDA FISHER
Director, Corporations Division

July 30, 2009

SACKS TIERNEY PA
4250 N DRINKWATER BLVD 4TH FL
SCOTTSDALE, AZ 85251

RE: LA TIERRA COMMUNITY SCHOOL, INC.
File Number: 15413161

We are pleased to notify you that the Articles of Incorporation for the above-referenced entity HAVE BEEN APPROVED.

You must publish the Articles of Incorporation in their entirety. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of acceptable newspapers in each county is enclosed and is also available on the Commission website. Publication must be completed WITHIN 60 DAYS after July 30, 2009, which is the date the document was approved for filing by the Commission. The corporation may be subject to administrative dissolution if it fails to publish. You do not need to file the Affidavit of Publication you will receive from the newspaper.

Corporations are required to file an Annual Report with the Commission. Your Annual Report is due on 07/24/2010, and on the anniversary of that date each subsequent year. You may receive a postcard reminding you to file, but even if you don't, it is your responsibility to file the corporation's Annual Report by the deadline each year. You can visit our website at www.azcc.gov/divisions/corporations to electronically file your annual report. You can also complete the form online, print it out and mail it in, or you can call the Annual Reports section at 602-542-3285.

Corporations must notify the Commission immediately, in writing, if they change their corporate address, statutory agent, or statutory agent address. Address change orders must be signed by a duly authorized corporate officer. A forwarding order placed with the U.S. Postal Service is not sufficient to change your address with the Commission.

We strongly recommend you periodically monitor your corporation's record with the Commission, which can be viewed at www.azcc.gov/Divisions/Corporations. If you have questions or need further information please contact us at (602) 542-3026 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona residents only) at 1-800-345-5819.

Sincerely,
Yvonne Contreras
Examiner, Corporations Division

CF:04
REV. 01/2009

AZ Corp. Commission
02858206

AZ CORPORATION COMMISSION
FILED

JUL 24 2009

FILE NO. 1541316-1

ARTICLES OF INCORPORATION
OF
LA TIERRA COMMUNITY SCHOOL, INC.

This is to certify that I, the undersigned, being 18 years of age or older, hereby form a nonstock corporation, subject to the requirements of the general laws of the State of Arizona, as hereafter mentioned; and, to that end, we do, by these Articles of Incorporation, set forth as follows:

ARTICLE I
NAME AND BUSINESS ADDRESS

The name of this corporation shall be LA TIERRA COMMUNITY SCHOOL, INC. (hereinafter referred to as the "Corporation"). The business address of the Corporation is: 220 Grove Avenue, Prescott, Yavapai County, Arizona 86301.

ARTICLE II
INCORPORATORS

A. The name and address of each of the incorporators are:

David Denhartog
386 Dogwood Lane
Prescott Arizona 85301

B. All powers, duties and responsibilities of the incorporators, as incorporators, shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

ARTICLE III
NOT-FOR-PROFIT

The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

ARTICLE IV
PURPOSE

A. The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or the

corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal, mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to §501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of Arizona law for educational and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with §501(h) of the Internal Revenue Code) and the Corporation shall not participate in or intervene in (including 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 §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

C. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this Corporation is organized.

ARTICLE V
DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, religious, scientific, educational, or such other exempt purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), or to a federal, state, or local government body to be used for exclusively public purposes as the Board of Directors shall determine.

ARTICLE VI
INDEMNIFICATION

The Corporation may indemnify any and all of its directors, officers, employees or agents to the maximum extent permitted by applicable law.

ARTICLE VII
STATUTORY AGENT

The name and address of the initial statutory agent of the Corporation are:

ST Service Co.
4250 North Drinkwater Boulevard, 4th Floor
Scottsdale, Arizona 85251-3647.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors, the number of members of which shall not be less than five (5); and the exact number shall be fixed by the Bylaws of the Corporation. At or before each annual meeting of the Directors, they shall appoint such Directors to manage the affairs of the Corporation for the ensuing year or until their successors are duly appointed as provided for in the Bylaws; and those Directors shall be appointed from nominations submitted pursuant to the provisions of the Bylaws.

The following shall constitute the initial Directors who shall act until the first meeting of the Directors or until their successors are duly chosen and qualified, and the names of the persons who are to serve as the initial Directors are as follows:

Anita Fernandez
220 Grove Avenue
Prescott, Arizona 86301

Paul Burkhardt
220 Grove Avenue
Prescott, Arizona 86301

Francisco Lisbona
1619 Idylwild Road
Prescott, Arizona 86305

Pam Gilchrist
388 Northview
Prescott, Arizona 86301

David DenHartog
366 Dogwood Lane
Prescott Arizona 86301

ARTICLE IX
DIRECTORS' LIABILITY

The personal liability of any director of the Corporation to the Corporation for monetary damages for breach of fiduciary duty as a director is hereby eliminated to the fullest extent allowed by the General Corporation Law of the State of Arizona, as it may be amended, from time to time.

ARTICLE X
EXEMPTION OF PRIVATE PROPERTY

The private property of any director, officer, employee or member shall be forever exempt from all corporate debts and obligations of any kind whatsoever.

ARTICLE XI
MEMBERS

The Corporation will not have members.

ARTICLE XII
CONDUCT OF BUSINESS

The Corporation may by its Bylaws make any other provisions or requirements for the arrangement or conduct of business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Arizona or of the United States.

DATED this 24th day of July, 2009.

DAVID DENHARTOG