COMMISSIONERS
BOB STUMP – Chairman
GARY PIERCE
BRENDA BURNS
BOB BURNS
SUSAN BITTER SMITH

ARIZONA CORPORATION COMMISSION

JODI JERICH
Executive Director

PATRICIA L. BARFIELD
Director
Corporations Division

May 29, 2014

PREMIER SUPPORT SERVICE
10 EAST BROADWAY, SUITE 105
TUCSON, AZ 85701

RE: LEMAN ACADEMY OF EXCELLENCE, INC.
File Number: 19269170

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 is available on the Commission website, www.azcc.gov/Divisions/Corporations.

Publication must be completed WITHIN 60 DAYS after May 29, 2014, 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 will receive an Affidavit of Publication from the newspaper, and you may file it with the Commission.

Corporations are required to file an Annual Report with the Commission. Your Annual Report is due on 05/19/2015, and on the anniversary of that date each subsequent year. It is your responsibility to file the corporation's Annual Report by the deadline each year. You can file it electronically through our website at www.azcc.gov/divisions/corporations, or you can complete the form online, print it, and mail it in, or you can call the Annual Reports section at 602-542-3285.

TO SUBSCRIBE TO THE ANNUAL REPORT EMAIL REMINDER SERVICE, GO ONLINE TO WWW.AZCC.GOV/DIVISIONS/CORPORATIONS, THEN CLICK ON THE LINK TO SEARCH FOR YOUR ENTITY. ON YOUR ENTITY'S PAGE, CLICK ON THE BUTTON FOR "SUBSCRIBE TO ANNUAL REPORT EMAIL REMINDER." IF YOU CHOOSE NOT TO SUBSCRIBE, YOU WILL NOT RECEIVE ANY REMINDER AT ALL FROM THE COMMISSION.

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,

or Toll Free (Arizona residents only) at 1-800-345-5819.

AZ CORPORATION COMMISSION
FILED
MAY 19 2014
FILE NO. -1926917-0

AZ Corp. Commission
04659485

Articles of Incorporation
of
Leman Academy of Excellence, Inc.

AZ CORPORATION COMMISSION
FILED
MAY 27 2014
FILE NO. -1926917-0

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, citizen of the United States, desire to form a non-profit corporation under and pursuant to the laws of the State of Arizona and for that purpose do hereby adopt these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Leman Academy of Excellence, Inc.

ARTICLE II

The place in this state where the principal office of the corporation is to be located is 6601 East Grant Road, Suite 101, Tucson, Arizona 85715, or at such other location as the Board of Directors may from time to time determine.

ARTICLE III

The purpose for which this corporation is formed is the transaction of any or all lawful business for which nonprofit charitable corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time, and specifically, the character of the affairs of the corporation shall be to establish and operate one or more public charter schools in accordance with the laws of the state where the school is located.

ARTICLE IV

A. No part of the earnings of the corporation shall inure to the benefit of any member, director, officer of the corporation or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and no member, director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication and distribution of statements, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 and its regulations as they now exist or as they may hereafter be amended or by an organizations contributions to which are deductible under Section 170(c)(2) of such codes and regulations as they now exist or as they may hereafter be amended.

ARTICLE V

Upon dissolution of the corporation or the winding-up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or they may hereafter be amended. Any assets of the corporation not so distributed shall be disposed of as directed by the Superior Court of the county in which the principal offices 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 charitable and scientific purposes which are exempt from taxation under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent tax law.

ARTICLE VI

The incorporators of the corporation is as follows:

Dr. Kevin Leman
8751 E Tourmaline Dr.
Tucson, Arizona 85750

Dennis O'Reilly
4221 N Sunset Cliff Dr.
Tucson, Arizona 85750

Joseph Higgins
4502 N Heatherwood Pl
Tucson, Arizona 85718

Lynne Houlton
162 West Roma Drive
Oro Valley Arizona 85737

ARTICLE VII

The power of indemnification under the Arizona Revised Statutes A.R.S. § 10-3850 et. seq. shall not be denied or limited by the bylaws.

ARTICLE VIII

The affairs of this corporation shall be conducted by a Board of Directors consisting of not less than three (3) nor more than eleven (11) persons, with the exact number to be fixed, from time to time, by the Board of Directors, to be elected at the annual meeting of the Directors and to hold office until their successors are elected and qualified. The annual meeting of the Directors shall be held on the third Tuesday in June of each year, beginning in 2014. The following person shall serve as director of this corporation until the annual meeting to be held in March 2015:

Dr. Kevin Leman
8751 East Tourmaline Drive
Tucson, Arizona 85750

Dennis O'Reilly
4221 North Sunset Cliff Drive
Tucson, Arizona 85750

Joe Higgins
4502 North Heatherwood Place
Tucson, Arizona 85718

Lynne Houlton
162 West Roma Drive
Oro Valley Arizona 85737

ARTICLE IX

The Board of Directors of this corporation shall have the power and authority to make, alter and to amend these Articles and adopt, alter and amend the By-Laws of the corporation. All amendments to these Articles and to the By-Laws shall be by a majority vote of the Directors at any regular or special meeting of the Directors, provided, however, no amendment shall be made which would revert any interest, right or incident of ownership of the corporation's property to the incorporators of this corporation or to any private person or individuals, but the term and effect of all such amendments shall be to advance the charitable purposes of this corporation.

ARTICLE XII

The corporation shall not have members.

ARTICLE XIII

The corporation designates Evan L. Thompson, Esq., 4601 East Ft. Lowell Road, Suite 109, Tucson, Arizona 85712, its statutory agent in and for the State of Arizona.

IN WITNESS WHEREOF I have executed these Articles on May 12, 2014.

Dr. Kevin Leman
Incorporator

Dennis O'Reilly
Incorporator

Joseph Higgins
Incorporator

Lynne Houlton
Incorporator

ACCEPTANCE BY STATUTORY AGENT

Evan L. Thompson, having been designated to act as Statutory Agent, hereby consents to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.

Evan L. Thompson
Statutory Agent