THE NEW AMERICA SCHOOL - ARIZONA

ACTION BY WRITTEN CONSENT
IN LIEU OF SPECIAL MEETING

The undersigned, constituting the directors of The New America School - Arizona (the "School"), an Arizona nonprofit corporation, consent to the adoption of the following resolutions.

Amended and Restated Articles

RESOLVED, that the attached Amended and Restated Articles of Incorporation changing the School's name from "The New America School – Arizona" to "New America School – Phoenix" are hereby approved and made a part of the Corporation's records, and that the Corporation's Counsel is directed to file the attached Amended and Restated Articles of Incorporation with the Arizona Corporation Commission and arrange for publication of them in compliance with Arizona law.

Election of Additional Directors

RESOLVED, that the following individuals are elected to the Board of Directors:

- Abigail Duarte
- Lisette Flores
- Jon Frump
- Jose Leyba
- Amanda Patrie

Classification of Directors for Purposes of Staggering Terms

RESOLVED, that the members of the Board of Directors are herewith classified according to term as follows:

Class 1. (Expiring at 2015 Annual Meeting):
- Abigail Duarte
- Jose Leyba

Class 2. (Expiring at 2016 Annual Meeting):
- Frank Riggs
- Amanda Patrie
- Lisette Flores

Class 3. (Expiring at 2017 Annual Meeting):
- Ted Ryan
- John Frump

General Authority

RESOLVED, that the actions taken by this unanimous written consent shall have the same force and effect as if taken at a meeting of the directors duly called and constituted pursuant to the Bylaws of the Foundation and applicable Arizona law.

Counterpart Signatures

RESOLVED, that this unanimous written consent may be signed in counterparts and delivered by facsimile or emailed PDF transmission.

Effective Date: March 27, 2014

Frank Riggs

Edward J Ryan Jr.

the same force and effect as if taken at a meeting of the directors duly called and constituted pursuant to the Bylaws of the Foundation and applicable Arizona law.

Counterpart Signatures

RESOLVED, that this unanimous written consent may be signed in counterparts and delivered by facsimile or emailed PDF transmission.

Effective Date: March 27, 2014

Frank Riggs

Edward J Ryan Jr. 3/27/14