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MAY 12 2011

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

ARTICLES OF INCORPORATION
OF
OPEN DOORS COMMUNITY SCHOOL, INC.
(a non-profit corporation)

The undersigned incorporators, whose mailing addresses appear beneath their respective names, have this day associated themselves for the purpose of forming a nonprofit corporation under the laws of the State of Arizona and do hereby adopt the following Articles of Incorporation.

William Williams
2 East Congress St., Suite 400
Tucson AZ 85701

Michelle A. Ellis
13644 N. Sandario Road
Marana AZ 85653

Darleen Honea Hall
10650 N. Camino de Oeste
Tucson AZ 85714

Charles Monroe
5049 E. Broadway Blvd, Suite 102
Tucson AZ 85711

Steve Rosalik
6852 E. Flamenco Drive
Tucson AZ 85710

K. Daniel Stoltzfus
8100 N. Boreal Drive
Tucson AZ 85704

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

ARTICLE I

The name of this corporation is and shall be OPEN DOORS COMMUNITY SCHOOL, INC.

ARTICLE II

The known place of business of this corporation initially shall be 3275 W. Ina Road, Suite 135, Tucson, Arizona, in Pima County, Arizona.

ARTICLE III

Purpose, Character and Initial Business of the Corporation: The purpose of this corporation is that it will be operated as a nonprofit corporation under the Internal Revenue Code Section 501(c)(3) solely and exclusively for the promotion of social welfare or charitable,

educational and scientific purposes and specifically for operating a charter school or schools for the general education of children, specifically to provide academic instruction, recreation, facility management, supplementary programs, school design and construction and related programs and services. Without limiting the generality of the foregoing or the character of the affairs to be conducted by the corporation in the future, the corporation initially shall conduct the following business: promotion, formation and operation of a charter school.

ARTICLE IV

The Corporation shall be a nonprofit corporation under Internal Revenue Code Section 501(c) (3) and shall have no stock, and no dividends or pecuniary profits. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 ARTICLE III. 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 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 by a corporation exempt from Federal Income Tax Under the Internal Revenue Code Section 501(c) (3).

ARTICLE V

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws, and the corporation shall indemnify its officers and directors to the fullest extent permitted by law.

ARTICLE VI

The control and management of the affairs of the corporation shall be vested in a Board of Directors of not less than five (5), or more than nine (9) persons. The names of those selected to serve as directors, beginning with the incorporation of this corporation and until their successors shall be elected and qualify, are:

William Williams	Michelle A. Ellis
Darleen Honea Hall	Charles Monroe
Steve Rosalik	K. Daniel Stoltzfus

The number of persons to serve on the Board of Directors shall be hereafter fixed by the Bylaws.

ARTICLE VII

The Corporation will have one (1) member, Arizona Youth Partnership, Inc. ("AzYP"), an Arizona non-profit 501(c)(3) tax exempt corporation.

ARTICLE VIII

No person shall possess any property right in or to the property or assets of the corporation. Upon dissolution of this corporation as provided in the Bylaws, all assets remaining after payment of any outstanding liabilities shall be distributed for one or more exempt purposes within the meaning of Section 501 of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Superior Court of the County in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized exclusively for such purposes.

ARTICLE IX

The name and address of the statutory agent of the Corporation is:

K. Daniel Stoltzfus
3275 W. Ina Road, Suite 135
Tucson AZ 85741

ARTICLE X

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

IN WITNESS WHEREOF, we, the undersigned incorporators, have hereunto signed our names this 10th day of May, 2011.

William Williams

Michelle A. Ellis

Darleen Honea Hall

Charles Monroe

Steve Rosajik

K. Daniel Stoltzfus

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