AZ Corp. Commission
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AFFIDAVIT OF PUBLICATION
for Corporation Commission

ARIZONA CAPITOL TIMES

P.O. Box 2260 Phoenix, AZ 85002
Phone: (602) 258-7026 Fax: (602) 258-2504

STATE OF ARIZONA)
County of Maricopa) ss

I, Ginger Lamb as Vice President and Publisher of the Arizona Capitol Times, am authorized as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The Arizona Capitol Times is a newspaper which is published weekly, is of general circulation and is in compliance with Arizona Revised Statutes §§ 10-140,34 & 39-201.A & B. The notice will before been published 3 consecutive times in the newspaper listed above.

DATES OF PUBLICATION:
12/21/2007, 12/28/2007, 01/04/2008

THE NAME OF THE CORPORATION: PHOENIX COLLEGIATE ACADEMY INC.

CORPORATE FILE NUMBER: 1403141-0 ✓ Q

TYPE OF DOCUMENT: ARTICLES OF INCORPORATION OF A TAX-EXEMPT (Arizona Non-Profit Corporation)

AUTHORIZED SIGNATURE: _____

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 21st day of December, 2007

NOTARY SIGNATURE: _____

OFFICIAL SEAL
LAURA M. KAMINSKI
NOTARY PUBLIC - State of Arizona
MARICOPA COUNTY
My Comm. Expires Jan. 8, 2009

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

PHOENIX COLLEGIATE ACADEMY INC.

ARTICLES OF INCORPORATION OF A TAX-EXEMPT
(Arizona Non-Profit Corporation)

1. Name: The name of the Corporation is Phoenix Collegiate Academy Inc.

2. Purpose: The purpose for which the corporation is organized is non-profit, educational, and charitable purposes, more stated.

3. Character of Affairs: The character of affairs of the corporation will be prepared to form 1-12 grade academy or college.

4. No part of the net earnings of the corporation shall inure to the benefit, 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 6 hereof. Notwithstanding any other provisions 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 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 Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court 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.

6. The power of incorporation under the Arizona Revised Statutes shall be and is hereby limited or limited by the bylaws.

7. Board of Directors: The initial board of directors shall consist of one (1) director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his(her/their) successor(s) is(are) elected and qualifies is(are): Rachel Barnett, 3885 S Parkside Dr., Tempe, AZ 85282. The number of persons to serve on the board of directors thereafter shall be fixed by the bylaws.

8. Name Change/Continue (In Arizona) The street address of the known place of business of the Corporation is: 3885 S Parkside Dr., Tempe, AZ 85282.

9. Statutory Agent (In Arizona) The name and address of the statutory agent of the Corporation is: Rachel M. Barnett, 3885 S Parkside Dr., Tempe, AZ 85282.

10. Incorporators: The name(s) and address(es) of the incorporator(s) is (are): Rachel Barnett, 3885 S Parkside Dr., Tempe, AZ 85282. 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.

11. [X] Check this box, if this provision will apply to your corpo-

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