RECEIVED

MAY 17 2013

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

Clear Form | Print Form

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

OFFICER/DIRECTOR/SHAREHOLDER CHANGE

Read the Instructions C017i

1. **ENTITY NAME** – give the exact name of the corporation as currently shown in A.C.C. records: SySTEM Schools, Inc.

2. **A.C.C. FILE NUMBER:** 17930572
Find A.C.C. file number on the upper corner of filed documents OR on our website at: http://www.azcc.gov/Divisions/Corporations

CHECK THE BOX NEXT TO EACH CHANGE BEING MADE AND COMPLETE THE REQUESTED INFORMATION FOR THAT CHANGE.

3. ☐ **OFFICER CHANGE** – FOR OFFICERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each officer being changed as it is currently shown in A.C.C. records, and below that provide any new information for that officer (new name and/or address), then check all boxes that apply to indicate the change being made for that officer. FOR NEW OFFICERS – list the name in the NEW Name blank, list the address, and check the appropriate box. If more space is needed, use another Officer/Director/Shareholder Change form.

Name currently shown in ACC records	Name currently shown in ACC records
NEW Name	NEW Name
Address 1	Address 1
Address 2 (optional)	Address 2 (optional)
City / State or Province / Zip	City / State or Province / Zip
Country	Country
Date taking office (optional) / Officer title	Date taking office (optional)) / Officer title
☐ Address change ☐ Add as officer ☐ Name change ☐ Remove officer	☐ Address change ☐ Add as officer ☐ Name change ☐ Remove officer
Name currently shown in ACC records	Name currently shown in ACC records
NEW Name	NEW Name
Address 1	Address 1
Address 2 (optional)	Address 2 (optional)
City / State or Province / Zip	City / State or Province / Zip
Country	Country
Date taking office (optional) / Officer title	Date taking office (optional) / Officer title
☐ Address change ☐ Add as officer ☐ Name change ☐ Remove officer	☐ Address change ☐ Add as officer ☐ Name change ☐ Remove officer

Officers continued

Name currently shown in ACC records	Name currently shown in ACC records
NEW Name	NEW Name
Address 1	Address 1
Address 2 (optional)	Address 2 (optional)
City / State or Province / Zip	City / State or Province / Zip
Country	Country
Date taking office (optional) / Officer title	Date taking office (optional) / Officer title
☐ Address change ☐ Add as officer	☐ Address change ☐ Add as officer
☐ Name change ☐ Remove officer	☐ Name change ☐ Remove officer

4. ☑ **DIRECTOR CHANGE** – FOR DIRECTORS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each director being changed as it is currently shown in A.C.C. records, and below that provide any new information for that director (new name and/or address), then check all boxes that apply to indicate the change being made for that director. FOR NEW DIRECTORS – list the name in the NEW Name blank, list the address, and check the appropriate box. If more space is needed, use another Officer/Director/Shareholder Change form.

Name currently shown in ACC records: Doris Roman	Name currently shown in ACC records
NEW Name: 3034 N. 40th St.	NEW Name
Address 1: #7	Address 1
Address 2 (optional): Phoenix / AZ / 85018	Address 2 (optional)
City: UNITED STATES / State or Province / Zip	City / State or Province / Zip
Country: Secretary	Country
Date taking office (optional) / Officer title	Date taking office (optional) / Officer title
☐ Address change ☑ Add as director	☐ Address change ☐ Add as director
☐ Name change ☐ Remove director	☐ Name change ☐ Remove director
Name currently shown in ACC records	Name currently shown in ACC records
NEW Name	NEW Name
Address 1	Address 1
Address 2 (optional)	Address 2 (optional)
City / State or Province / Zip	City / State or Province / Zip
Country	Country
Date taking office (optional) / Officer title	Date taking office (optional) / Officer title
☐ Address change ☐ Add as director	☐ Address change ☐ Add as director
☐ Name change ☐ Remove director	☐ Name change ☐ Remove director

Directors continued

Name currently shown in ACC records	Name currently shown in ACC records
NEW Name	NEW Name
Address 1	Address 1
Address 2 (optional)	Address 2 (optional)
City / State or Province / Zip	City / State or Province / Zip
Country	Country
Date taking office (optional) / Officer title	Date taking office (optional) / Officer title
☐ Address change ☐ Add as director ☐ Name change ☐ Remove director	☐ Address change ☐ Add as director ☐ Name change ☐ Remove director

5. ☐ **SHAREHOLDER CHANGE** – FOR SHAREHOLDERS CURRENTLY SHOWN IN A.C.C. RECORDS – list the name of each shareholder being changed as it is currently shown in A.C.C. records, and below that provide the new name, if any, for that shareholder, then check a box to indicate the change being made for that shareholder. FOR NEW SHAREHOLDERS – list the name in the NEW Name blank and check the appropriate box. If more space is needed, use another Officer/Director/Shareholder Change form.

Name currently shown in ACC records	Name currently shown in ACC records
NEW Name ☐ Name change ☐ Add as shareholder ☐ Remove shareholder	NEW Name ☐ Name change ☐ Add as shareholder ☐ Remove shareholder
Name currently shown in ACC records	Name currently shown in ACC records
NEW Name ☐ Name change ☐ Add as shareholder ☐ Remove shareholder	NEW Name ☐ Name change ☐ Add as shareholder ☐ Remove shareholder

SIGNATURE – *see Instructions C017i for who is authorized to make changes:*

By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☑ I ACCEPT

Signature	Printed Name	Date
	Angelica Cruz	5/13/2013

REQUIRED – check only one:

☒ I am the **Chairman of the Board of Directors** of the corporation filing this document.	☐ I am a duly-authorized **Officer** of the corporation filing this document.	☐ I am a duly authorized **bankruptcy trustee**, receiver, or other court-appointed fiduciary for the corporation filing this document.

Filing Fee: None (regular processing) Expedited processing – add $35.00 to filing fee. All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.