UNANIMOUS CONSENT OF BOARD OF DIRECTORS
IN LIEU OF SPECIAL MEETING

OF

THE CAEPE SCHOOL,
an Arizona nonprofit corporation

May 3, 2013

The undersigned, being all of the directors of THE CAEPE SCHOOL, an Arizona nonprofit corporation (the "Corporation"), do hereby waive notice of the time, place, and purpose of a special meeting of the Board of Directors of the Corporation, and hereby authorize and approve the taking of the following action:

1. **Amendment to Articles:**

   RESOLVED, that the Corporation shall amend its Articles in the form attached hereto as Exhibit "A" and the proper officers of the Corporation or its counsel shall be, and hereby are, authorized and directed to execute, prepare, certify, and file any documents with any public or private authority necessary to effectuate said amendment.

2. **Amendment to Bylaws:**

   The Corporation shall amend its Bylaws in the form attached hereto as Exhibit B and in no other manner and that the proper officers of the Corporation or its counsel shall be, and hereby are, authorized and directed to prepare, certify and file any documents with any public or private authority necessary to effect said Amendment and to cause the Bylaws as filed in the Corporation's minute book to be amended, retyped or re-transcribed to reflect the same.

3. **Execution of Consent.**

   This consent may be executed by facsimile or e-mail transmission and in counterparts, each of which shall be deemed an original and all of which together shall constitute one document.

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IN WITNESS WHEREOF, the undersigned, as directors, have executed this Consent effective as of the date set forth above.

"Directors"

Tamara Lee

Tamara Lee

Dameon C. Blair

Anna Kubiak