

**ARTICLES OF INCORPORATION OF SALT LAKE CHARTER SCHOOL, INC.**

We, the undersigned natural persons all being of the age of eighteen years or above, acting as incorporators under the Utah Non-Profit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation for such Corporation:

**ARTICLE I.  
NAME**

The name of the Corporation is Salt Lake Charter School, INC.

**ARTICLE II.  
DURATION**

The period of duration of this Corporation is perpetual.

**ARTICLE III.  
PURPOSE**

(a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah, and to act and operate as an educational and charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code. The specific purpose of the nonprofit corporation is to manage, operate, guide, direct and promote promised future charter school, and such other educational activities as the Board of Directors may define from time to time.

(b) To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.

(c) To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.

(d) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

(e) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the

Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein;

(f) 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 except as authorized under the Internal Revenue Code of 1954, as amended;

(g) The Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

**ARTICLE IV.  
MEMBERS/STOCK**

The Corporation shall not have any class of members or stock.

**ARTICLE V.  
BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

**ARTICLE VI.  
DIRECTORS**

The number of directors of this Corporation shall be five (5), or more than three, as fixed from time to time by the Bylaws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is five (5), and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

- Angela Hansen Aiono: 6792 Bridle Farms Rd., West Valley, UT 84128
- Rob Muhlestein: 3435 East Stonebridge Lane, Eagle Mountain, UT 84005
- John Thorn: 3435 East Stonebridge Lane, Eagle Mountain, UT 84005
- Darren Beck: 3435 East Stonebridge Lane, Eagle Mountain, UT 84005

**ARTICLE VII.  
INCORPORATORS**

The names and addresses of the incorporators are:

Angela Hansen Aiono: 6792 Bridle Farms Road, West Valley, UT 84128  
Rob Muhlestein: 3435 East Stonebridge Lane, Eagle Mountain, UT 84005  
John Thorn: 3435 East Stonebridge Lane, Eagle Mountain, UT, 84005  
Darren Beck: 3435 East Stonebridge Lane, Eagle Mountain, UT 84005

**ARTICLE VIII.  
VOTING MEMBERS**

The Corporation will not have voting members.

**ARTICLE IX.  
REGISTERED OFFICE AND AGENT**

The address of the Corporation's initial registered office shall be 6792 Bridle Farms Road, West Valley City, Utah 84128. Such office may be changed at any time by the Board of Directors without amendment of these Articles of Incorporation.

The Corporation's initial registered agent at such address shall be Angela Hansen Aiono.

I hereby acknowledge and accept appointment as corporate registered agent:

**ARTICLE X.  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 6792 Bridle Farms Road, UT 84128. The business of this Corporation may be conducted in all counties of the State of Utah and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

**ARTICLE XI.  
DISTRIBUTIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its trustees, 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 hereof.

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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, 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, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

**ARTICLE XII.  
DISSOLUTION**

According to Utah State Code 53A-1a-517, a charter school may receive, hold, manage, and use any device, bequest, grant, endowment, gift, or donation of any asset made to the school for any of the purposes of this part unless a donor or grantor provides otherwise in writing. This identifies all such items as assets of the charter school. All items purchased with charter school funds are to be included in the school's assets, though it may not dispose of its assets without providing for a uniform dissolution plan should the need to close the school occurs, in accordance with Utah State Code 53A-1a-510.5.

IN WITNESS WHEREOF, We, Angela Hansen Aiono, Rob Muhlestein, John Thorn and Darren Beck have executed these Articles of Incorporation this 25th day of March, 2011, and say:

That we are all incorporators herein; that we have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of our knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters we believe to be true.

## Board Minutes Adopting Articles of Incorporation

Salt Lake Charter School, Inc.

Minutes of the Organizational Meeting of Board of Directors

Date: March 25, 2011

The organizational meeting of the Board of Directors of Salt Lake Charter School, Inc., a Utah nonprofit corporation, was held at 3435 East Stonebridge Lane, Eagle Mountain, UT on March 25, 2011.

The undersigned, being all of the members of the initial Board of Directors of Salt Lake Charter School named in the Corporation's Articles of Incorporation filed with the Secretary of State of Utah were present.

Angela Hansen Aiono was appointed Chairperson of the meeting and Darren Beck was appointed Secretary of the meeting. The Board of Directors voted and approved the motion.

### ARTICLES OF INCORPORATION

The Secretary then presented and read to the meeting a copy of the Articles of Incorporation and reported that the original thereof was filed in the office of the Secretary of State of the State of Utah on March 25, 2011. The Secretary presented a duplicate of the Articles of Incorporation as filed and it was ordered inserted into the corporate record book.

### OFFICERS

The Chairperson of the meeting then called for the election of officers of the Corporation. The following persons were nominated to the office preceding their name:

Office Name

President, Angela Hansen Aiono

Secretary, Darren Beck

Treasurer, John Thorn

No further nominations being made the nominations were closed and the directors proceeded to vote on the nominees. The Chairperson announced that the foregoing nominees were elected to the offices set before their respective names to serve as such at the pleasure of the Board of Directors or pursuant to the terms of any written employment agreement executed by the Corporation and the respective officer.

## ADJOURNMENT

The Chairperson asked whether there was any further business to come before the Directors at this meeting, and being no response, the meeting was adjourned.

DATE: March 25, 2011.