

**ARTICLES OF INCORPORATION
OF
C.S. LEWIS ACADEMY**

We, the undersigned natural persons all being of the age of eighteen years or more, 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 C.S. Lewis Academy.

**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 C.S. Lewis Academy, 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. BY-LAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the By-Laws.

ARTICLE VI. DIRECTORS

The number of directors of this Corporation shall be three (3), or more than three, as fixed from time to time by the By-Laws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

Reba Vest
620 S. Main
Payson, Utah 84651

Lauren Ploeger
1038 S. 530 W.
Payson, Utah 84651

Noele Corrigan
1032 S. 530 W.
Payson, Utah 84651

**ARTICLE VII.
INCORPORATORS**

The names and addresses of the incorporators are:

Reba Vest
620 S. Main
Payson, Utah 84651

Lauren Ploeger
1038 S. 530 W.
Payson, Utah 84651

Noele Corrigan
1032 S. 530 W.
Payson, Utah 84651

**ARTICLE VIII.
REGISTERED OFFICE AND AGENT**

The address of the Corporation's initial registered office shall be:

620 S. Main
Payson, Utah 84651

Such office may be changed at any time by the Board of Trustees without amendment of these Articles of Incorporation.

The Corporation's initial registered agent at such address shall be:

Reba Vest

I hereby acknowledge and accept appointment as corporate registered agent:

Signature

**ARTICLE IX.
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 1038 S. 530 W., Payson, Utah 84651. 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 Trustees shall determine.

**ARTICLE X.
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 XI.
DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District 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.

IN WITNESS WHEREOF, We; Reba Vest, Lauren Ploeger, and Noele Corrigan; have executed these Articles of Incorporation in duplicate this 27th day of October, 2006, and say:

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

Reba Vest

Lauren Ploeger

Noele Corrigan