

**Utah Department of Commerce**  
**Division of Corporations & Commercial Code**  
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Registration Number: 5628526-0140  
Business Name: NORTH DAVIS PREPARATORY ACADEMY, INC.  
Registered Date: APRIL 20, 2004

May 24, 2004

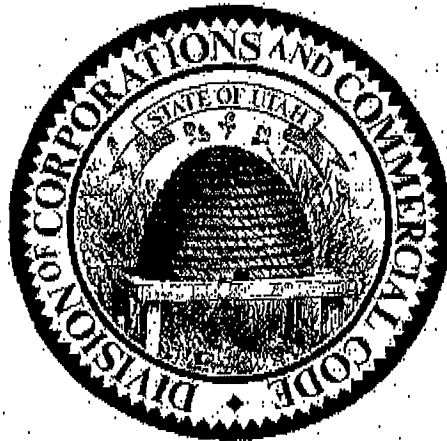
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## CERTIFIED COPY OF ARTICLES OF INCORPORATION

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT THE ATTACHED IS TRUE, CORRECT, AND COMPLETE COPY OF THE ARTICLES OF

NORTH DAVIS PREPARATORY ACADEMY, INC.

AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Kathy Berg  
Director  
Division of Corporations and Commercial Code

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Dept. of Professional Licensing (801)530-6628	Real Estate (801)530-6747	Public Utilities (801)530-6651	Securities (801)530-6600	Consumer Protection (801)530-6601
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# EXPEDITE

## ARTICLES OF INCORPORATION Under the Utah Code of Corp. & Comm. Code OF NORTH DAVIS PREPARATORY ACADEMY, INC.

We the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the Utah Nonprofit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation for North Davis Preparatory Academy, Inc.

### Article I Name

The name of the corporation is North Davis Preparatory Academy, Inc.

### Article II Duration


The period of duration of this corporation shall be 99 years or less.

### Article III Purpose

The specific purposes, but not limited to, for which the corporation has been formed are enumerated:

- (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 a charitable organization in lessening the burdens of government, providing relief of the poor and distressed or under-privileged, and promoting social welfare by reducing unemployment through economic development.
- (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)

STATE OF UTAH  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been filed  
And approved on this 20 day of APR 2004  
in the office of this Division and hereby issue  
the Certificate thereof. Date 4/21/2004  
Examiner [Signature]  
Kathy Berg  
Division Director



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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 (i) 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. (U.C.A. Section 16-6a-206).

**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, and names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

Maureen Sims  
1068 W. 350 S.  
Layton, UT 84041

Rebecca Farroway  
376 S. 1125 W.  
Layton, UT 84041

Debra Tanzi  
3242 Twin Peaks Dr.  
Layton, UT 84040

Sheldon L. Killpack  
3406 So. 875 W.  
Syracuse, UT 84075

Date: 04/20/2004  
Receipt Number: 1132516  
Amount Paid: 997 00

**Article VII  
Incorporators**

The names and addresses of the incorporators are:

Maureen Sims  
1068 W. 350 S.  
Layton, UT 84041

Rebecca Farroway  
376 S. 1125 W.  
Layton, UT 84041

Debra Tanzi  
3242 Twin Peaks Dr.  
Layton, UT 84040

Sheldon L. Killpack  
3406 So. 875 W.  
Syracuse, UT 84075

**Article VIII  
Registered Office and Agent**

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

Corporation Service Company, Gateway Tower East, 10 East South Temple, Suite 900,  
Salt Lake City, Utah 84113. Such office may be changed, at any time, by the Board of  
Trustees without amendment of these Articles of Incorporation.

The corporations initial registered agent at such address shall be:

Corporation Service Company

I hereby acknowledge and accept appointment as corporate registered agent:

Cynthia L. Harris      **Cynthia L. Harris**  
Signature                      **Asst. Secretary**

**Article IX  
Principal Place of Business**

The principal place of business of this Corporation is 1765 W. Hill Field Road, Layton,  
Utah 84041. 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 provisions 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 and supplemented, or (b) by a corporation, contributors to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended and 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 the 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 Maureen Sims, Rebecca Farroway, Debra Tanzi, Sheldon L. Killpack have executed these Articles of Incorporation in duplicate this 12 day of APRIL 2004, and say:

That we are all incorporators herein, that we have read the above 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 are to be true.

Maureen Sims  
R. Farroway  
Debra Tanzi  
Sheldon L. Killpack

NDPA