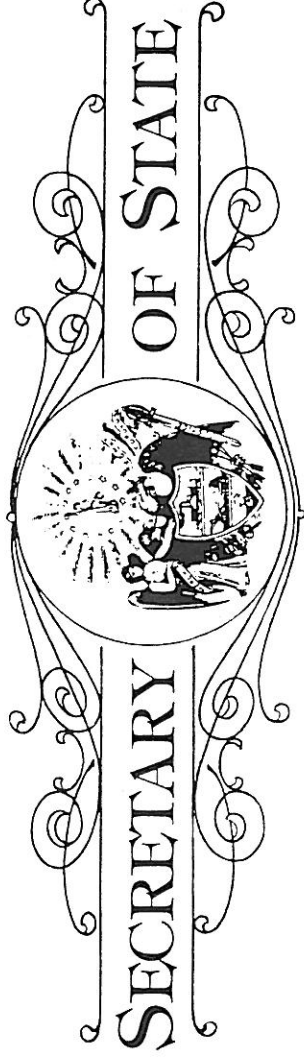


STATE OF ARKANSAS



W. J. 'Bill' McCuen
Secretary of State

To All to Whom These Presents Shall Come, Greetings:

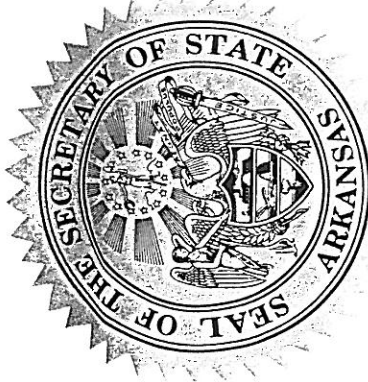
I, Bill McCuen, Secretary of State of the State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

CERTIFICATE OF AMENDMENT

OF

THE NEW SCHOOL

FILED IN THIS OFFICE:
JANUARY 7, 1993



*In Testimony Whereof, I have herewith
set my hand and affixed my official Seal.
Done at office in the City of Little Rock,*

this 7TH day of JANUARY 19 93

Bill McCuen

Secretary of State

ARTICLES OF INCORPORATION

OF

THE NEW SCHOOL

We, the undersigned, in order to form a nonprofit corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Arkansas Nonprofit Corporation Act, 6 Ark. Stats. (1966 Repl.), Sections 64-1901--64-1920, DO HEREBY CERTIFY AS

FOLLOWS:

I

The name of this corporation is THE NEW SCHOOL.

II

The objects and purposes for which this corporation is exclusively organized are: To establish, maintain and operate a school for the young in the City of Fayetteville, Arkansas, and to accomodate full realization of the intellectual potential of the youth of the North-west Arkansas area by emphasizing learning through observation and language development.

III

The duration of this corporation shall be perpetual.

IV

The location and the Post Office address of the registerd office of this corporation is:

Johnson Road Box 817
Fayetteville, Arkansas 72701

V

The name of the registered agent of this corporation at the above address is:

Bill Mandrell

VI

The names and addresses of the incorporators of this corporation are:

Jerold D. Bozarth
Highway 16 West
Fayetteville, Arkansas

Mrs. Jerold D. Bozarth
Highway 16 West
Fayetteville, Arkansas

Anderson Nettleship
Johnson Road
Fayetteville, Arkansas

Raymond Bower
2260 Briarwood Lane
Fayetteville, Arkansas

Robert Croddy
Cato Springs Road
Fayetteville, Arkansas

Fred D. Jarvis
115 Mount Nord
Fayetteville, Arkansas

Mrs. Fred Jarvis
115 Mount Nord
Fayetteville, Arkansas

Mrs. Anderson Nettleship
Johnson Road
Fayetteville, Arkansas

John Williams
140 North Sang
Fayetteville, Arkansas

Bill Mandrell
Fayetteville, Arkansas

VII

The initial board of directors of this corporation shall consist of the following ten (10) persons who shall hold office until their successors are elected and qualified:

Jerold D. Bozarth
Highway 16 West
Fayetteville, Arkansas

Mrs. Jerold D. Bozarth
Highway 16 West
Fayetteville, Arkansas

Anderson Nettleship
Johnson Road
Fayetteville, Arkansas

Raymond Bower
2260 Briarwood Lane
Fayetteville, Arkansas

Robert Croddy
Cato Springs Road
Fayetteville, Arkansas

Fred D. Jarvis
115 Mount Nord
Fayetteville, Arkansas

Mrs. Fred Jarvis
115 Mount Nord
Fayetteville, Arkansas

Mrs. Anderson Nettleship
Johnson Road
Fayetteville, Arkansas

John Williams
140 North Sang
Fayetteville, Arkansas

Bill Mandrell
Fayetteville, Arkansas

VIII

The members of this corporation shall have general control of its management, affairs, and finances, and may, if the members desire, entrust the active management, control and direction of the affairs and finance of the corporation to a Board of Directors, which Directors shall possess such qualifications and shall exercise such powers as

may be established in the by-laws.

IX

The funds, income, contributions, assets or property of this corporation shall not emure to the benefit of any private person, except however, that reasonable compensation shall be paid to officers, agents and employees of the corporation for services rendered.

X

The funds, income, contributions, assets or property of this corporation shall not be used in any manner whatever and none of the activities of this corporation shall be used in any way whatever for the purposes of influencing or attempting to influence legislation, or to assist in any way whatever any political candidate for public office in his campaign thereof. Without limiting the foregoing provision, this corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954 as Amended, or corresponding provisions of any subsequent Federal tax laws; and in addition this corporation shall not:

- (a) Engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954 as Amended, or corresponding provisions of any subsequent Federal tax laws;
- (b) Make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954 as Amended, or corresponding provisions of any subsequent Federal tax laws;
- (c) Retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954 as Amended, or corresponding provisions of any subsequent Federal Tax Laws; and
- (d) Make any taxable expenditure as defined in Section

4945 (d) of the Internal Revenue Code of 1954 as Amended, or corresponding provisions of any subsequent Federal tax laws.

XI

If at any time this corporation should be dissolved, or its corporate existence should terminate, or its charter should be revoked, after payment of all of the indebtedness of the corporation, its funds, assets or property shall be distributed to or shall enure to the benefit of:

XII

By-laws may be adopted, amended or rescinded by a two-thirds majority vote of the Board of Directors and these Articles of Incorporation may be amended by affirmative vote of two-thirds of the Board of Directors. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

IN WITNESS WHEREOF, we have hereunto set our hands this _____ day of August, 1971.

Jerold D. Bozarth

Mrs. Jerold D. Bozarth

Fred D. Jarvis

Mrs. Fred D. Jarvis

Anderson Nettleship

Mrs. Anderson Nettleship

Raymond Bower

John Williams

Robert Croddy

Bill Mandrell

ACKNOWLEDGMENT

STATE OF ARKANSAS

COUNTY OF WASHINGTON

On this day, before me personally appeared Jerold D. Bozarth, Mrs. Jerold D. Bozarth, Fred D. Jarvis, Mrs. Fred D. Jarvis, Anderson Nettleship, Mrs. Anderson Nettleship, Raymond Bower, John Williams, Robert Croddy and Bill Mandrell, parties to the foregoing Articles of Incorporation, known to me personally to be such, and severally acknowledged the same to be the act and deed of the signers respectively, and that the facts therein stated are truly set forth.

WITNESS my hand and official seal this ____ day of August, 197

Notary Public

My Commission Expires:

AMENDMENT OF ARTICLES OF INCORPORATION
OF THE NEW SCHOOL, AN ARKANSAS NONPROFIT CORPORATION

JAN 20 AM '93

W. J. HUNTER, CLERK
SECRETARY, STATE

The undersigned, constituting all of the duly appointed directors of the corporation, do hereby amend the Articles of Incorporation of The New School, an Arkansas nonprofit corporation formed pursuant to Acts 1963, No. 176, as amended, which Articles of Incorporation were originally filed with the Arkansas Secretary of State on September 17, 1971, as follows:

Article VIII of the original Articles of Incorporation is hereby amended to read as follows:

The corporation shall have no members. All of the affairs of the corporation shall be managed by a Board of Directors composed of not less than three (3) nor more than twenty (20) voting directors, who shall serve staggered three year terms. The exact number of voting directors within this three (3) to twenty (20) person range shall be determined by a majority vote of the current directors.

Article XI of the original Articles of Incorporation is hereby amended to read as follows:

In the event that this corporation shall be dissolved, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding section of any future federal tax code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit 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.

Effective this 9th day of December, 1992.

Hessi Moller

Dona Waseles

Quenda Brunner

Betty A. Lutz

Frank Bell Adams

James J. Jirinen

Betty A. Naisten

Bill Mandul

Shannon Arcara

London A. Gully

Shannon Orteg

Andrea J. Romine

Cousque Celay

Tom Thunk

I certify that the above action of the Board of Directors constitutes the duly authorized action of the Board of Directors of The New School.

Bill Mandul
President

ATTEST:

Andrea J. Romine
Secretary

STATE OF ARKANSAS)
) ss.
COUNTY OF WASHINGTON)

On this 9th day of December, 1992, came before me, a notary public, Bill WARDEN and ANDREA ROWLING, president and secretary, respectively, of The New School, who stated that they had executed the above and foregoing certification on behalf of The New School.

Constance Clark
Notary Public

My Commission Expires:

1-1-02

