

FILED
In the Office of the Secretary of State
of the State of California
NOV 09 2011

ARTICLES OF INCORPORATION
OF
FRIENDS OF CALIFORNIA VIRTUAL EDUCATION
A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION

I. CORPORATE NAME

The name of this corporation is Friends of California Virtual Education.

II. CORPORATE PURPOSES

- A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes and charitable.
- B. The specific purposes of this corporation are:
- (1) to operate, support, benefit, and promote one or more California public charter schools;
 - (2) to manage, enhance, improve, disseminate, administer, guide and direct the school model and its use by the public charter Schools;
 - (3) to establish, manage, administer, guide and direct charter schools that provide education based on the school model.
 - (4) To perform and undertake any and all activities and function, including soliciting contributions of money and property from the general public, as may be proper in connection with this corporation's general and specific purposes.

III. INITIAL AGENT FOR SERVICE

The name in the state of California of this corporation's initial agent for service of process is:

Corporation Service Company which will do business in California as
CSC-Lawyers Incorporating Service

IV. LIMITATION ON CORPORATE ACTIVITIES

- A. This corporation is organized and operated exclusively for charitable public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence the legislation and this corporation shall not participate or intervene in any political campaign (including publishing or distribution of statements) on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal revenue Code of 1986, as amended, or (b) a corporation contribution to which are deductible under Section 170(c)(2) of the Internal revenue Code of 1986, as amended.

V. DEDICATION AND DISSOLUTION

- A. The property of this corporation is irrevocably dedicated to public and charitable purposes and no part of the net income or assets of it shall ever inure the benefit of any director, officer, or member hereof, or to the benefit of any private person.
- B. Upon the dissolution or winding up of the corporation, after paying or adequately providing for the corporation's debts and obligations, its remaining assets shall be distributed to California public entity engaged in education and/or a nonprofit fund, foundation, or corporation which is organized and operated exclusively for public and charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.



Frances Sassin, Incorporator