

Pima County Clerk of the Board

Julie Castañeda

Administration Division
130 W. Congress, 5th Floor
Tucson, AZ 85701
Phone: (520)724-8449 • Fax: (520) 222-0448

Document and Micrographics Mgt. Division 1640 East Benson Highway Tucson, Arizona 85714 Phone: (520) 351-8454 • Fax: (520) 791-6666

MEMORANDUM

TO:

Deputy Clerk

Honorable Chair and Board Members

Pima County Board of Supervisors

FROM:

Julie Castañeda, Clerk of the Board

DATE:

December 18, 2018

RE:

Petition for Relief - Daisy Education Corporation, dba the Sonoran

Science Academy - East

Pursuant to A.R.S. §42-11104 et seq., Daisy Education Corporation, dba the Sonoran Science Academy - East, 7450 E. Stella Road, Parcel No. 136-21-0180, filed a petition on October 15, 2018, for relief of their 2017 and 2018 Real Property Taxes as follows:

Parcel No.	Tax Year	Taxes Due Installment 1 Installment 2		Interst/Fees Pentalies	Total
136-21-0180 136-21-0180 Total	2017 2018	\$0.00 \$52,915.20 \$52,915.20	\$0.00 <u>\$52,915.19</u> \$52.915.19	\$1,411.07 \$1,411.07 **	0.00* <u>\$107,241.46</u> \$107,241.46

A.R.S. §42-11104, allows a non-profit organization who holds title to property used primarily for education, who failed to file their request for exemption in a timely manner and who otherwise qualifies for exemption, to petition the Board of Supervisors to direct the County Treasurer to forgive and strike off property taxes, interest and penalties, under A.R.S. §42-11104 et. seq., that are due but not paid.

/jcs Attachments

- Assessor's Review Forms
- Treasurer's Account Balance Report
- Notice of Hearing
- Petitioner's submission

^{*}Subject to change based on a pending tax roll correction in the amount of \$54,359.82.

^{**}As accrued December 1, 2018.



Deputy Clerk

C:

Pima County Clerk of the Board

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Management of Information & Records Division 1640 East Benson Highway Tucson, Arizona 85714 Phone: (520) 351-8454 • Fax: (520) 791-6666

Petition to the Board of Supervisors - Review Form

Pursuant t	oXX A R.S. §42-11104(G) (educational/library property) or A.R.S. §42-11109(E) (religious property)			
Taxpayer	Sonoran Science Academy-East			
For tax yea	ar(s) <u>2018 – Parcel No. 136-21-0180</u>			
	the organization file an affidavit as required by A.R.S. §42-11153? Yes _X_ No			
§42	s the affidavit filed on or before March 1 of the tax year as required by A.R.S. -11153? Yes No			
exe	If the affidavit had been filed timely, would the Assessor have granted the exemption?Yes _X_No			
_X	period required by statute. The property was not being used for the exempt purpose during the time period required by statute. The requesting church, educational or library property did not furnish the required documents requested by the Assessor at the time of application per A.R.S. §42-11152(3)&(B) Other:			
Completed	by:Ryan Call // //// Date:10/31/2018			

Honorable Bill Staples, Pima County Assesso



C:

Pima County Clerk of the Board

Julie Castañeda

Administration Division 130 W. Congress, 5th Floor Tucson, AZ 85701 Phone: (520)724-8449 • Fax: (520) 222-0448 Management of Information & Records Division 1640 East Benson Highway Tucson, Arizona 85714 Phone: (520) 351-8454 • Fax: (520) 791-6666

Petition to the Board of Supervisors - Review Form

Pursuant	to _XX A R.S. §42-11104(G) (educational/library property) or A.R.S. §42-11109(E) (religious property)			
Taxpayeı	Sonoran Science Academy-East			
For tax ye	ear(s) <u>2017 – Parcel No. 136-21-0180</u>			
,	d the organization file an affidavit as required by A.R.S. §42-11153? Yesx_ No			
§4	as the affidavit filed on or before March 1 of the tax year as required by A.R.S. 2-11153? YesNo			
ex	If the affidavit had been filed timely, would the Assessor have granted the exemption?Yes _x_No			
_x	the answer to Number 3 is "No", why was the exemption denied? The required ownership of the property was not in effect during the time period required by statute. The property was not being used for the exempt purpose during the time period required by statute. The requesting church, educational or library property did not furnish the required documents requested by the Assessor at the time of application per A.R.S. §42-11152(3)&(B) Other:			
Complete	ed by: _Ryan Call Date:10/31/2018			

Honorable Bill Staples, Pima County Assesso

PIMA COUNTY TREASURER'S OFFICE



Beth Ford, CPA Pima County Treasurer 240 North Stone Avenue Tucson AZ, 85701-1199 (520) 724-8341

ACCOUNT BALANCE

SONORAN SCIENCE ACADEMY-BROADWAY 2430 W RAY RD STE 3 CHANDLER AZ 85224-3552

ACCOUNT:

136210180

PROPERTY TYPE:

Real Estate

PROPERTY LOCATION:

7450 E STELLA RD

LEGAL DESC:

NE4 OF NE4 SW4 EXC N30' FOR ROAD H 9.5 AC

P 18-29-14-15

Account Balance as of November 7, 2018

Tax Year	Cert No	Interest Date	Interest Percent	Amount	Interest Due	Fees Due	Penalties Due	Total Due
2018 - 1		11/2/2018	16.0	52,915.20	705.54	0.00	0.00	53,620.74
2018 - 2		5/2/2019	16.0	52,915.19	0.00	0.00	0.00	52,915.19
Totals				\$105,830.39	\$705.54	\$0.00	\$0.00	\$106,535.93

If you have any questions about the items on this statement, please contact our offices.



Deputy Clerk

Julie Castañeda

Administration Division 130 W. Congress, 5th Floor Tucson, AZ 85701

Phone: (520)724-8449 • Fax: (520) 222-0448

Management of Information & Records Division 1640 East Benson Highway Tucson, Arizona 85714 Phone: (520) 351-8454 • Fax: (520) 791-6666

December 6, 2018

Daisy Education Corporation dba Sonoran Science Acadamey – East Attn: Tuncay Celik 1489 W. Elliot Road, Suite # D103 Gilbert, Arizona 85233

RE: Petition for Relief of Taxes - Parcel No. 136-21-0180

Dear Mr. Celik:

Please be advised that your Petition for Relief of Taxes for 2017 and 2018 has been scheduled before the Pima County Board of Supervisors on Tuesday, December 18, 2018, at 9:00 a.m. or thereafter, at the following location:

Pima County Clerk of the Board

Pima County Administration Building Board of Supervisors Hearing Room 130 West Congress, 1st Floor Tucson, AZ 85701

If you have any questions regarding this hearing, please contact this office at 724-8449.

Sincerely,

Julie Castañeda Clerk of the Board

Julie Castaneda

From:

Tuncay Celik <tcelik@sonoranschools.org>

Sent:

Monday, October 15, 2018 3:04 PM

To: Cc: Julie Castaneda

Subject:

Fatih Karatas Re: FW: Exemption

Attachments:

Daisy 501_C_3_letter.pdf; Daisy Articles of incorporation.pdf; Daisy Bylaws (ALL).pdf; SSA East

BS.pdf; SSA East P&L.pdf; Letter and questionnaire.pdf

This message and sender come from outside Pima County. If you did not expect this message, proceed with caution. Verify the sender's identity before performing any action, such as clicking on a link or opening an attachment.

Hi Ms. Castaneda,

We would like to have a full exemption for the 2017 and 2018 property tax for our charter school building located at 7450 E Stella Rd Tucson address. I am attaching a letter signed by our chief executive officer, questionnaire for property tax exemption application, IRS tax exemption letter, by-laws, articles of incorporation and the fiscal year 2017-2018 school financials.

Please let me know if you need any additional document or have any question.

Thank you.

On Tue, Oct 2, 2018 at 2:55 PM Julie Castaneda < julie.castaneda@pima.gov> wrote:

Julie Castañeda

Pima County Clerk of the Board

130 W. Congress St., 5th Floor

Tucson, Arizona 85701

(520) 724-8007

From: Julie Castaneda

Sent: Tuesday, October 2, 2018 1:25 PM

To: 'pcelik@sonoranschools.org' <pcelik@sonoranschools.org>

Subject: Exemption

Good Afternoon,

Per our conversation please see the attached form that needs to be completed along with the required documents.

Also, please provide a letter addressed to the Board of Supervisor indicating what you are request. (tax year(s), organization type, property address and parcel #)

Everything should be submitted to the Clerk of the Board's Office.

Thanks,

Julie Castañeda

Pima County Clerk of the Board

130 W. Congress St., 5th Floor

Tucson, Arizona 85701

(520) 724-8007

Tuncay Celik Chief Financial Officer Sonoran Schools 1489 W. Elliot Rd Ste #103 Gilbert, AZ 85233 Direct: (480) 940-5440 Central Office: (480) 940-5440





Daisy Education Corporation

1489 W. Elliot Rd Ste #103 | Gilbert, AZ 85233 | T: (480) 940-5440 | F: (480) 940-5458 | www.sonoranschools.org

10/15/2018

Julie Castaneda Pima County Clerk of the Board 130 W. Congress St., 5th Floor Tucson, AZ 85701

Ms. Castaneda,

Sonoran Science Academy-East, previously known as Sonoran Science Academy Broadway, is a K-8 public charter school with a very involved and supportive parent community. Sonoran Science Academy-East provides a rigorous, college prep, STEM-focused (science, technology, engineering, and math) education to K-8 students since 2008 in east Tucson.

The school purchased the building located on 7450 E. Stella road in July 2017. After the building renovation which took almost one year, the school moved to the new campus in July 2018. The school name was changed to 'Sonoran Science Academy East' after its physical address changed. The acquired building parcel number is 136 21 0180.

Sonoran Science Academy Broadway merged with and into Daisy Education Corporation on November 8, 2017. Please see the statement of the merger attached that was filed with and approved by Arizona Corporation Commission. Daisy Education Corporation is the successor by merger to Sonoran Science Academy – Broadway. Currently, the school operates under "Daisy Education Corporation dba Sonoran Science Academy-East" name and serves to 460 students in grades K-8.

We would like to have full exemption for the 2017 and 2018 property tax. Please see attached IRS tax exemption letter, by-laws, article of incorporation, financial report and the statement of merger.

Sincerely,

Fatih Karatas

Chief Executive Officer

Daisy Education Corporation / Sonoran Schools

QUESTIONNAIRE FOR PROPERTY TAX EXEMPTION APPLICATION

1.	Name & Address of Non-Profit or Religious organization:
	Daisy Education Corporation du Sonoran Science Academy-Ed
	7450 E. Stella Rd, Tucson AZ 85730
2.	From which subsection of Title 42, Chapter 11, Article 3-Exemptions do you base your
	claim for exemption?
	(Arizona Revised Statutes can be found at: www.azlcg.gov)
1	Are there any type of business activities such as snack bars, cafés or restaurants operating
.,	on the premises?
	No
4.	is the organization exempt from Federal and/or State income taxes?
	Les .
5.	Give day, month, and year deed/title was acquired by applicant.
	7/26/2017
6.	Claimant is: Owner/Operator Owner only Operator only
7.	Exemption is claimed on: All land Buildings & Improvements Personal Property
	h e :
8.	Is any portion of the property used as a place of residence? NO If yes, state number of individuals occupying the premises and the duration of the
	occupancy:
9.	Does applicant receive any income? (other than free will offerings in connection with this property)
	r M
10.	Is any portion of the property being leased or rented to a non-profit and/or a for- profit organization(s)? Yes No If yes, please list the name(s) of the organization(s)
11	List date of occupancy: Day 07 Month 01 Year 20 (8
11.	Distributed of occupancy. Day C/7 inform Ot I can Zet ()

Customer & 120 80404

INTERNAL REVENUE SERVICE P. O. BOX 2508 CINCINNATI, OH 45201

Date NOV 2 2 2002

DAISY EDUCATION CORPORATION 2131 W INA RD BLDG G TUCSON, AZ 85741 DEPARTMENT OF THE TREASURY

Employer Identification Number:
86-0990917

DLN:
17053127064012

Contact Person:
JOSEPH LAUX

Contact Telephone Number:
(877) 829-5500

Accounting Period Ending:
June 30

Form 990 Required:
Yes

Addendum Applies:
Yes

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3).

We have further determined that you are not a private foundation within the meaning of section 509(a) of the Code, because you are an organization described in sections 509(a)(1) and 170(b)(1)(A)(ii).

If your sources of support, or your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status and foundation status. In the case of an amendment to your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, you should inform us of all changes in your name or address.

As of January 1, 1984, you are liable for taxes inder the Federal insurance contributions Act (social security taxes) on remuneration of \$100 or more you pay to each of your employees during a calendar year. You are not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Since you are not a private foundation, you are not subject to the excise taxes under Chapter 42 of the Code. However, if you are involved in an excess benefit transaction, that transaction might be subject to the excise taxes of section 4958. Additionally, you are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please contact your key district office.

Grantors and contributors may rely on this determination unless the Internal Revenue Service publishes notice to the contrary. However, if you lose your section 509(a)(1) status, a grantor or contributor may not rely on this determination if he or she was in part responsible for, or was aware of, the act or failure to act, or the substantial or material change on the

Letter 947 (DO/CG)

DAISY EDUCATION CORPORATION

part of the organization that resulted in your loss of such status, or if he or she acquired knowledge that the Internal Revenue Service had given notice that you would no longer be classified as a section 509(a)(1) organization.

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of Code sections 2055, 2106, and 2522.

Contribution deductions are allowable to donors only to the extent that their contributions are gifts, with no consideration received. Ticket purchases and similar payments in conjunction with fundraising events may not necessarily qualify as deductible contributions, depending on the circumstances. See Revenue Ruling 67-246, published in Cumulative Bulletin 1967-2, on page 104, which sets forth guidelines regarding the deductibility, as charitable contributions, of payments made by taxpayers for admission to or other participation in fundraising activities for charity.

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If Yes is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. However, if you receive a Form 990 package in the mail, please file the return even if you do not exceed the gross receipts test. If you are not required to file, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. A penalty of \$20 a day is charged when a return is filed late, unless there is reasonable cause for the delay. However, the maximum penalty charged cannot exceed \$10,000 or 5 percent of your gross receipts for the year, whichever is less. For organizations with gross receipts exceeding \$1,000 000 in any year, the penalty is \$100 per day per return, unless there is reasonable cause for the delay. The maximum penalty for an organization with gross receipts exceeding \$1,000,000 shall not exceed \$50,000. This penalty may also be charged if a return is not complete, so be sure your return is complete before you file it.

You are required to make your annual information return, Form 990 or Form 990-EZ, available for public inspection for three years after the later of the due date of the return or the date the return is filed. You are also required to make available for public inspection your exemption application, any supporting documents, and your exemption letter. Copies of these documents are also required to be provided to any individual upon written or in person request without charge other than reasonable fees for copying and postage. You may fulfill this requirement by placing these documents on the Internet. Penalties may be imposed for failure to comply with these requirements. Additional information is available in Publication 557, Tax-Exempt Status for Your Organization, or you may call our toll free number shown above.

Letter 947 (DO/CG)

DAISY EDUCATION CORPORATION

You are not required to file federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, a number will be assigned to you and you will be advised of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

If we have indicated in the heading of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

Because this letter could help resolve any questions about your exempt status and foundation status, you should keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours

Lois G. Lerner

Director, Exempt Organizations

Enclosure(s):

Daisy Education Corporation

ADDENDUM

You are not subject to the specific publishing, reparting, and record-keeping requirements of Revenue Procedure 75-50, 1975-2 C.B. 587, so long as you operate as a charter school. If your method of operation changes to that extent that your charter is terminated, cancelled, or not renewed, you should notify us. You will then be required to comply with Revenue Procedure 75-50 to maintain your exempt status as a school described in section 509(a)(1) and 170(b)(1)(A)(ii) of the Code.

ARIZONA CORPORATION COMMISSION

WILLIAM A. MUNDELL

NASUHI YURT 1901 N WILMOT #3209 TUCSON, AZ 85712

RE: DATRY ROUCHTION CORPORATION File Number: -0889521-1

We are pleased to notify you that your Articles of Incorporation were filed on October 19, 1999.

You must publish a copy of your Articles of Incorporation. The publication must be in a newspaper of general circulation in the county of the known place of business, for three (3) consecutive publications. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizons are required to file an Annual Report with the Commission, during the fourth (4th) month following the close of each fiscal year. Each year, a preprinted Annual Report Form will be mailed to you prior to the due date of the report.

If you have any questions or need further information, please contact us at (602) 542-3135 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona residents only) at 1-800-345-5819.

Very truly yours,

BARBARA MALLORY (IN)
Examiner
Corporations Division
Arizona Corporation Commission

CF:04 Rev: 4/97 DO NOT PUBLISH THUS SECTION

ARTICLE I TEND TO A STORY OF ASSIGNED OF A tradefactor of a tradefactor of Tradef

Holder Recor.
ARTICLES 2

The Internal Revenue Code places certain sentificious upon the purpose of a few excups non prefit corporation. Please selfer to Federal Producation #557, anitable at your local IRS office, before completing this articles.

ARTICLES

The name remod intuly that the economistic regimized for any character of affairs other than the initial lutamers indicated in this article.

ARTICLE 4

This Articles is included for the purpose of obtaining bax-exerapt status with the IRS and to comply with ARS 100-2320. If the exercision intends to apply for lox-exerapt status, you will need to eite the specific Section of the IRS code; as amended, under which the corporation plans to organize. For further information please refer to publication #557.

ARTICLE 5
Insert applicable Sention number of the IRS Code
See Article 5.

ARTICLE 6
This pressision is not mandatory. See A.R.S. §18-3362.14

ARTICLES OF INCORPORATION OF A TAX-EXEMPT

DAISY EDUCATION CORPORATION

(Arizona Non-Profa Corporation)

Name: The Name of the Corporation is

DAISY EDUCATION CORPORATION

2. Purpose: The purpose for which the corporation is organized is: DEC is organized for EDMCATIONAL and CHARITABLE purposes.

3. Character of Affairs: The character of affairs of the corporation will be:

Owning and Operating a charter school

4. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 2. 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. Notwithstanding any other provision of these Articles, 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 Solicial Softhe Internal Revenue Code of 1946 (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section Solicial of the Internal Revenue Code of 1946 (or the corresponding provisions of any future United States Internal Revenue Laws).

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a mainer, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section sold the Internal Revenue Code of the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principle office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose

 The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.



DO	NOT	PUBL	SH
	SER		

ARTICLEY

A minimum of I discous is required.

Name:

Addiesa

City, State, Zip.

Name

Address

City, State, Zip:

ARTICLES

May be in care of the statutory agent

ARTICLE 9

The statutory agent address sargin) be a P.O. Bex. It must be a physical address in Arizzon. The agent must sign the Articles or provide a consent to acceptance of appointment.

Name

Address

City, Stale, Zin

ARTICLE 10

A minimum of I incorporator is required. All incorporators must sign both the Articles of Incorporation and the Certificate of Disclosure.

7. Board of Directors The initial board of directors shall consist of 2 director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his(her)(their) successor(s) is(are) elected and qualifies is(are):

	NASUHI YUKT	ABDULLAH YILMAT
	1901. N. WILMOT 183209	9055 E. CATIFICIAN HILLY: 472
	TUCSON, 14 65912	TUCSON, A7, 85769
	2000 (200 (200 (200 (200 (200 (200 (200	Account to the second s
ď.	the state of the s	

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

8. <u>Known Place of Business</u>. (In Arizona) The street address of the known place of business of the Corporation is:

1901 N. WILMOT # 3209

TUCS ON, A4, 85712

 Statutory Agent. (In Arizona) The name and address of the statutory agent of the Corporation is:

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

11. Cheeck this box, if this provision will apply to your corporation.)
DISCRIMINATION: The corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

12. MEMBERS (Check One)
The corporation DEC_will _____ will not have members. DO NOT PUBLISH THIS SECTION ARTICLE 12 will not have members,/ The Articles must indicate if the corporation will, or will not have psembers. EXECUTED this 27 day of Jeffenber 1999 by all of the incorporators. NASUHI YUET [Print Name Here] Phone and fax manbers are FAX PHONE 526-9512342 optional The agent may consent to Acceptance of Appointment By Statutory Agent the appointment by either executing the consent. The undersigned hereby acknowledges and accepts the appointment as statutory agent of attacheng a bower letter, or if paying in check, executing the above-named corporation effective this 27 day of September the check 1999 Masulfi Jurt
[Print Name Here]

The Articles must be accompanied by a Certificate of Disclosure, executed within 30 days of delivery to the Commission, by all incorporators.

CS-GOAL For TAN-EXEMPT No Post Coperation Res 1990

AMENDED AND RESTATED BYLAWS

of

DAISY EDUCATION CORPORATION

ARTICLE I Purpose

1.1 <u>General</u>. The corporation is incorporated for educational and charitable purposes as defined in Section 501(c)(3) of the Internal Revenue Code, as amended. The primary objective of the Daisy Education Corporation, an Arizona non-profit corporation (the "Corporation") is to provide excellence in public education through the operation of one or more charter schools in the State of Arizona pursuant to A.R.S. § 15-183, <u>et</u>. <u>seq</u>. (as may be amended from time to time)

ARTICLE II Corporate Articles of Incorporation

2.1 <u>Reference to Articles</u>. Any reference made in these Bylaws to the Corporation's "Articles" are references to its Articles of Incorporation and all amendments thereto. The Articles are in all respects senior and superior to these Bylaws; any conflict or inconsistency between the Articles and these Bylaws shall be resolved in favor of the Articles.

ARTICLE III Corporate Offices

- 3.1 <u>Principal Office</u>. The Corporation may have such offices, either within or without the State of Arizona, as may be designated from time to time by resolution of the Board of Directors, one of which may be designated as the principal office.
- 3.2 <u>Changes</u>. The Board of Director may change the Corporation's known place of business or its statutory agent from time to time by filing a statement with the Arizona Corporation commission pursuant to applicable law.

ARTICLE IV Members

4.1 <u>No Members</u>. The Corporation will not have members and will not issue capital stock.

ARTICLE V Board of Directors

5.1 <u>Directors</u>. The Board of Directors of the Corporation shall be compromised of not less than two (2) nor more than twelve (12) directors. The number of directors at any time shall be determined by a majority (51%) of the directors then in office. Except as provided in these Bylaws for the filling of vacancies, the directors shall elect the directors at the annual meeting. Each

director shall hold office until a successor is elected and qualified, or until such director's earlier resignation or removal. In the event of resignation or removal of a director or other event resulting in a vacancy, a majority (51%) of the directors then in office, though less than a quorum, or a sole remaining director, may fill vacancies. Each director appointed to the Board of Directors shall hold office until his or her successor is duly elected and qualified.

- 5.2 <u>Term.</u> Unless a Director dies, resigns, or is removed, he or she shall hold office from the close of the annual meeting for a term of two (2) years, or until their successors have been elected and qualified.
- 5.3 General Powers. The Board of Directors shall have the power to control and manage all of the affairs and property of the Corporation, all such powers may be exercised under the direction of the Board of Directors, and said Board of Directors shall do all such things that may be done by a corporation as permitted by the laws of the State of Arizona. It may restrict, enlarge or otherwise modify the powers and duties of any or all officers of the Corporation. The Board of Directors may delegate certain authority to a School Governing Board, provided however that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction and control of the Board of Directors. No assignment, referral or delegation of authority by the Board of Directors from exercising full authority over the conduct of the Corporation's activities, and the Board of Directors may rescind any such assignment, referral or delegation at any time. No director, officer or agent of the Corporation shall authorize or allow any corporate funds to be expended for any purposes other than as set forth in the Articles of Incorporation or for the purposes reasonably incidental thereto.
- 5.4 <u>Annual and Regular Meetings</u>. The first meeting of the Board of Directors each calendar year shall be the annual meeting of the Board of Directors. At the annual meeting, directors shall be elected to serve for the coming year and such other business as may come before the meeting may be transacted. The annual meeting shall be in the place and at the time specified in the notice of the meeting. Additional meetings may be held at regular intervals at such places and at such times as the Board of Directors may determine.
- 5.5 <u>Special Meetings</u>. Unless otherwise provided by resolution of the Board of Directors, all meetings of the Board of Directors other than annual meeting shall be special meetings. Special meetings of the Board of Directors may be called by or at the request of a majority (51%) of the Board of Directors, by the President, or by the Chief Executive Officer and shall be held at such place and time as a person or persons calling such meetings shall specify.
- 5.6 Notices. Notice of the annual meeting of the Board of Directors shall be given at least ten (10) days, but not more than forty (40) days, prior thereto by a writing delivered personally, by U.S. mail, electronic mail, or by facsimile transmission. Notice of special meetings of the Board of Directors shall be given at least two (2) days, but nor more than twenty-five (25) days, prior thereto by a writing delivered personally, by U.S. mail, electronic mail, or by facsimile transmission. Written notice by U.S. mail shall be deemed delivered two (2) days after being deposited in the U.S. mail as so addressed with postage thereon prepaid to the mailing address of record with the Secretary of the Corporation. If sent via electronic transmission such notice shall be deemed delivered on the same day it is transmitted by electronic mail to the electronic mail address of record with the secretary of the Corporation. If sent via facsimile transmission, such notice shall be deemed to be delivered when confirmation of receipt of the facsimile is received

by the sending party at the facsimile number of record with the Secretary of the Corporation. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Unless otherwise required by law or specified by the Articles or the Bylaws, neither the business to be transacted nor the purpose of any meeting of the Board of Directors need be specified in the notice of waiver of notice of such meeting. Notice of any meeting may be waived by any or all of the directors.

- 5.7 <u>Waiver of Notice</u>. Any director may waive call or notice of any meeting (and any adjournment thereof) unless he or she is attending or participating for the express purpose of objecting to the transaction of business because the meeting has not been properly called or noticed. No call or notice of a meeting of directors shall be necessary if each of them waives the same in writing or by attendance. Any meeting, once properly called and noticed (or as to which call and notice have been waived) and at which a quorum is formed, may be adjourned to another time and place by a majority (51%) of those in attendance.
- 5.8 Quorum. A quorum for the transaction of business at any meeting or adjourned meeting of the Board of Directors shall consist of a majority (51%) of the directors then in office. Once a quorum has been formed, the quorum shall be deemed to exist until the meeting is adjourned, notwithstanding the departure of one of more directors.
- 5.9 <u>Voting</u>. Any matter submitted to a meeting of directors shall be resolved by a majority (51%) of the votes cast thereon.
- 5.10 <u>Power to Act Notwithstanding Vacancy</u>. Pending the filling of vacancies in the Board of Directors, a majority (51%) of the Board of Directors then in office may exercise the powers of the Board of Directors though less than a quorum or a sole remaining director.
- 5.11 Removal. Any director may be removed from the Board of Directors, with or without cause, by affirmative vote of a majority (51%) of the Board of Directors of the Corporation then in office, subject only to limitations provided by law.
- 5.12 Presumption of Assent. A director of the Corporation who is present at a meeting of the Board of Directors or of any committee at which action is taken on any matter shall be presumed to have assented to the action taken unless his or her dissent is entered in the minutes of the meeting or unless he or she files his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or forwards such dissent by registered or certified mail to the Secretary of the Corporation within two (2) business days after the adjournment of the meeting. A right to dissent shall not be available to a director who voted in favor of the action.
- 5.13 Action by Directors Without a Meeting. Any action required or permitted to be taken at the meeting of the Board of Directors or of any committee thereof, other than the School Governing Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the directors or committee members. Such consent may be executed in counterparts and shall have the same effect as a unanimous vote of the directors or committee members of the Corporation at a duly convened meeting.

5.14 <u>Meetings by Telephone Conference</u>. Any member of the Board of Directors or of any committee may participate in any meeting of the Board of Directors or such committee by means of a conference telephone or similar communications equipment whereby all members participating in such meeting can hear one another. Such participation shall constitute attendance in person.

ARTICLE VI Committees

- School Governing Board Committee. The Board of Directors shall appoint a School 6.1 Governing Board Committee ("School Governing Board"), which shall consist of not less than (3), nor more than nine (9) members. A School Governing Board shall be created for each charter that is held by the Corporation ("Charter School"). The School Governing Board shall have the duty to promulgate policies for the Charter School and shall operate in a manner consistent with Arizona law and in accordance with the rules and regulations that the Board of Directors may issue from time to time. Furthermore, the School Governing Board shall review, approve and ratify such other matters (such as the annual budget) as may be delegated by the Board of Directors from time to time. In no event, however, will the School Governing Board have the authority of the Board of Directors to: (1) fill vacancies on the Board of Directors or any committee of the Board of Directors, including the School Governing Board; (2) amend or repeal of the Articles or the Bylaws, or adopt new Articles or Bylaws; or (3) fix compensation of the directors or any other officers of the Corporation. Any member of the School Governing Board may be removed, with or without cause, by the Board of Directors. If any vacancy occurs in the School Governing Board, it shall be filled by an appointment made by the Board of Directors. The Board of Directors, with or without cause, may dissolve the School Governing Board or remove any member thereof at any time. All meetings of the School Governing Board shall be conducted in accordance with, and governed by, the applicable provisions of the Arizona Open Meeting Law, A.R.S. §§38-431 et. seq. (as may be amended from time to time). All members serving on the School Governing Board shall comply with any applicable laws or regulation necessary to serve on such School Governing Board, including, but not limited to any fingerprint requirements under A.R.S. § 15-512.
- 6.2 Other Communities. The Board of Directors, from time to time, by resolution adopted by a majority (51%) of the board of Directors then in office, may appoint other standing or temporary committees from its membership and other interested individuals who are not members of the Board of Directors or the School Governing Board. Except in the case of resignation, disqualification, removal or the inability to serve for any reason, each member of any committee established under this Section 6.2 shall hold office until the next annual meeting of the Board of Directors or until his or her successor is appointed and qualified. The Board of Directors, with or without cause, may dissolve any standing or temporary committee, remove any member thereof at any time and fill any such vacancies as necessary.
- 6.3 <u>Committee Meetings</u>. Except as otherwise provided herein with respect to the School Governing Board, regular meetings of committees established pursuant to Section 6.2 may be held without notice at such times and places as the committees may fix from time to time by resolution. Special meetings of the committee may be called by a majority (51%) of the members thereof, upon giving notice to other members of the committee in the manner provided

in Section 5.5 for special meetings of the Board of Directors.

6.4 Quorum of the Committee. A majority (51%) of the members of a committee shall constitute a quorum for the transaction of business at any meeting thereof, and action by any committee must be authorized by the affirmative vote of a majority (51%) of members present at a meeting at which a quorum is present.

ARTICLE VII Officers – General

- 7.1 Appointment. The Board of Directors may appoint a President, Vice President, Secretary, Treasurer, Chief Executive Officer and such other officers and assistant officers as the Board of Directors may deem necessary. The regular election or appointment of officers shall take place at each annual meeting of the Board of Directors, but elections of officers may be held at any other meeting of the Board of Directors. No officer shall serve for a fixed term, but shall serve at the pleasure of the Board of Directors. Any director may present to the Board of Directors at the applicable meeting one or more nominees for each office to be filled.
- 7.2 <u>Bonds and Other Requirements</u>. The Board of Directors may require any officer to give bond to the Corporation (with sufficient surety, and conditioned for the faithful performance of the duties of his or her office) and to comply with such conditions as may from time to time be required of him or her by the Board of Directors.
- 7.3 <u>Removal; Delegation of Duties</u>. The Board of Directors may, whenever in its judgment the best interests of the Corporation will be served thereby, remove any officer or agent of the Corporation or temporarily delegate his or her powers and duties as an officer to any other officer or to any other director. Election or appointment of an officer or agent shall not itself create contract rights.

ARTICLE VIII Specific Officers

- 8.1 <u>President and Vice President</u>. The President shall call and preside at all meetings of the Board of Directors, shall be, ex officio, a voting member of all committees of the Board of Directors, and shall be the liaison between the Chief Executive Officer and the Board of Directors. The Vice-President shall serve in the absence of the President or in the event of the President's death or inability or refusal to act.
- 8.2 <u>Chief Executive Officer</u>. The Chief Executive Officer shall be the principal executive officer of the School and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the Corporation including but not limited to the development and implementation of curriculum, assessments, and teacher evaluation; and shall sign all deeds and conveyances, all material contracts and agreements, and all other instruments of a material nature requiring execution on behalf of the Corporation. The Chief Executive Officer shall, when present, preside at all meetings of the Board of Directors. The Chief Executive Officer shall have authority, subject to such rules as may be prescribed by the Board of Directors, to appoint such agents and employees of the Corporation as he or she shall deem necessary, to

prescribe their powers, duties and compensation, and to delegate authority to them. Such agents and employees shall hold office at the discretion of the Chief Executive Officer. In general, the Chief Executive Officer shall perform all duties incident to that office, and such other duties as may be prescribed by the Board of Directors from time to time.

- 8.3 <u>Secretary</u>. The Secretary shall keep the minutes of the meetings of the Board of Directors and any committee of the Board of Directors of the Corporation, all unanimous written consents of the Board of Directors, and shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law. The Secretary shall be custodian of the corporate records, and, in general, shall perform all duties incident to the office as assigned by the President or the Board of Directors.
- 8.4 <u>Treasurer</u>. The Treasurer shall: (a) oversee the development and observation of the organization's financial policies, budgeting, reporting to the Board; and (b) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Chair or by the Board.

ARTICLE IX Resignations and Vacancies

- 9.1 <u>Resignations</u>. Any officer, director, or committee member may resign from his or her office at any time by written notice delivered or addressed to the Corporation as its known place of business. Any such resignation shall be effective upon its receipt by the Corporation unless some later time is fixed in such notice, and then from that time. The acceptance of a resignation shall not be required to make it effective.
- 9.2 <u>Vacancies</u>. A vacancy in any office or committee due to death, resignation, removal, disqualification or other cause may be filled as provided in these Bylaws.

ARTICLE X Insurance

10.1 <u>Insurance</u>. The Corporation may maintain insurance, at-its-expense, to protect itself and any individual who is or was a director, officer, employee or agent of the Corporation, or who, while a director, officer, employee or agent of the Corporation, is or was serving at the request of the corporation as a director, officer, partner, member, trustee, employee or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise against all expense, liability or loss, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under this article or applicable law.

ARTICLE XI Corporate Actions

11.1 <u>Contracts</u>. Unless otherwise required by the Board of Directors, the President shall execute contracts or other instruments on behalf of or in the name of the Corporation. The Board of Directors may from time to time authorize any officer, assistant officer or agent to enter into any contract or execute any instrument in the name of or on behalf of the Corporation as it may

deem appropriate, and such authority may be general or confined to specific instances.

- 11.2 <u>Loans</u>. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by the Board of Directors. Such authority may be general or confined to specific instances. No loans shall be made by the Corporation to any officer or director.
- 11.3 <u>Checks, Drafts, etc.</u> Unless otherwise required by the Board of Directors, all checks, drafts, bills of exchange and other negotiable instruments of the Corporation shall be signed by either the President, or the Treasurer or such other officer, assistant officer or agent of the Corporation as may be authorized to do so by the Board of Directors. Such authority may be general or confined to specific business and, if so directed by the Board of Directors, the signatures of two (2) or more such persons may be required.
- 11.4 <u>Deposits</u>. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board of Directors authorize.

ARTICLE XII Conflict of Interest Policy

Decisions of the Corporation and actions of the Board of Directors shall be in accordance with A.R.S. § 10-3860 through 10-3864 (and as may be amended) and any policy adopted by the Board of Directors as the Corporation's "Conflict of Interest Policy".

ARTICLE XII Amendments

12.1 <u>Amendment</u>. These Bylaws may be altered, amended, or repealed, in whole or in part, or new Bylaws may be adopted, at any duly constituted meeting of the Board of Directors, or alternatively, by the written consent to corporate action without a meeting of all of the Board of Directors.

Certified a true and correct copy of the Amended and Restated Bylaws adopted on the 16th day of September, 2014, by the Board of Directors of Daisy Education Corporation.

Adiba Jurayeva, Secretary

RESTATED BYLAWS

of

DAISY EDUCATION CORPORATION

ARTICLE I. Purpose

1.1 General. The corporation is incorporated for educational and charitable purposes as defined in Section 501(c)(3) of the Internal Revenue Code, as amended. The primary objective of the Daisy Education Corporation, an Arizona non-profit corporation (the "Corporation") is to provide excellence in public education through the operation of one or more charter schools (hereinafter "charter school") in the State of Arizona pursuant to A.R.S. § 15-183, et. seq. (as may be amended from time to time)

ARTICLE II Corporate Articles of Incorporation

2.1 <u>Reference to Articles</u>. Any reference made in these Bylaws to the Corporation's "Articles" are references to its Articles of Incorporation and all amendments thereto. The Articles are in all respects senior and superior to these Bylaws; any conflict or inconsistency between the Articles and these Bylaws shall be resolved in favor of the Articles.

ARTICLE III Corporate Offices

- 3.1 Known Place of Business. The known place of business of the Corporation in the State of Arizona shall be at 14647 S. 50th St., #175, Phoenix, AZ 85044, unless otherwise designated by the Board of Directors. The Corporation may have such other offices, either within or without the State of Arizona, as the Board of Directors may designate or as the business of the Corporation may require from time to time.
- 3.2 <u>Changes</u>. The Board of Director may change the Corporation's known place of business or its statutory agent from time to time by filing a statement with the Arizona Corporation commission pursuant to applicable law.

ARTICLE IV Members

4.1 No Members. The Corporation will not have members and will not issue capital stock.

ARTICLE V Board of Directors

- 5.1 <u>Directors</u>. The Board of Directors of the Corporation shall be compromised of not less than two (2) nor more than twelve (12) directors. The number of directors at any time shall be determined by a majority of the directors then in office. Except as provided in these Bylaws for the filling of vacancies, the directors shall elect the directors at the annual meeting. Each director shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal. In the event of resignation or removal of a director or other event resulting in a vacancy, a majority of the directors then in office, though less than a quorum, or a sole remaining director, may fill vacancies. Each director appointed to the Board of Directors shall hold office until his or her successor is duly elected and qualified.
- 5.2 General Powers. The Board of Directors shall have the power to control and manage all of the affairs and property of the Corporation, all such powers may be exercised under the direction of the Board of Directors, and said Board of Directors shall do all such things that may be done by a corporation as permitted by the laws of the State of Arizona. It may restrict, enlarge or otherwise modify the powers and duties of any or all officers of the Corporation. The Board of Directors may delegate certain authority to a School Governing Board, provided however that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction and control of the Board of Directors. No assignment, referral or delegation of authority by the Board of Directors from exercising full authority over the conduct of the Corporation's activities, and the Board of Directors may rescind any such assignment, referral or delegation at any time. No director, officer or agent of the Corporation shall authorize or allow any corporate funds to be expended for any purposes other than as set forth in the Articles of Incorporation or for the purposes reasonably incidental thereto.
- 5.3 Annual and Regular Meetings. The first meeting of the Board of Directors each calendar year shall be the annual meeting of the Board of Directors. At the annual meeting, directors shall be elected to serve for the coming year and such other business as may come before the meeting may be transacted. The annual meeting shall be in the place and at the time specified in the notice of the meeting. Additional meetings may be held at regular intervals at such places and at such times as the Board of Directors may determine.
- 5.4 <u>Special Meetings</u>. Unless otherwise provided by resolution of the Board of Directors, all meetings of the Board of Directors other than annual meeting shall be special meetings. Special meetings of the Board of Directors may be called by or at the request of a majority of the Board of Directors, or by the President, and shall be held at such place and time as a person or persons calling such meetings shall specify.
- 5.5 Notices. Notice of the annual meeting of the Board of Directors shall be given at least ten (10) days, but not more than forty (40) days, prior thereto by a writing delivered personally, by U.S. mail, electronic mail, or by facsimile transmission. Notice of special meetings of the Board of Directors shall be given at least two (2) days, but nor more than twenty-five (25) days, prior thereto by a writing delivered personally, by U.S. mail, electronic mail, or by facsimile transmission. Written notice by U.S. mail shall be deemed delivered two (2) days after being

deposited in the U.S. mail as so addressed with postage thereon prepaid to the mailing address of record with the Secretary of the Corporation. If sent via electronic transmission such notice shall be deemed delivered on the same day it is transmitted by electronic mail to the electronic mail address of record with the secretary of the Corporation. If sent via facsimile transmission, such notice shall be deemed to be delivered when confirmation of receipt of the facsimile is received by the sending party at the facsimile number of record with the Secretary of the Corporation. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Unless otherwise required by law or specified by the Articles or the Bylaws, neither the business to be transacted nor the purpose of any meeting of the Board of Directors need be specified in the notice of waiver of notice of such meeting. Notice of any meeting may be waived by any or all of the directors.

- 5.6 <u>Waiver of Notice</u>. Any director may waive call or notice of any meeting (and any adjournment thereof) unless he or she is attending or participating for the express purpose of objecting to the transaction of business because the meeting has not been properly called or noticed. No call or notice of a meeting of directors shall be necessary if each of them waives the same in writing or by attendance. Any meeting, once properly called and noticed (or as to which call and notice have been waived) and at which a quorum is formed, may be adjourned to another time and place by a majority of those in attendance.
- 5.7 Quorum. A quorum for the transaction of business at any meeting or adjourned meeting of the Board of Directors shall consist of a majority of the directors then in office. Once a quorum has been formed, the quorum shall be deemed to exist until the meeting is adjourned, notwithstanding the departure of one of more directors.
- 5.8 <u>Voting</u>. Any matter submitted to a meeting of directors shall be resolved by a majority of the votes cast thereon.
- 5.9 <u>Power to Act Notwithstanding Vacancy</u>. Pending the filling of vacancies in the Board of Directors, a majority of the Board of Directors then in office may exercise the powers of the Board of Directors though less than a quorum or a sole remaining director.
- 5.10 <u>Removal</u>. Any director may be removed from the Board of Directors, with or without cause, by affirmative vote of a majority of the Board of Directors of the Corporation then in office, subject only to limitations provided by law.
- 5.11 Presumption of Assent. A director of the Corporation who is present at a meeting of the Board of Directors or of any committee at which action is taken on any matter shall be presumed to have assented to the action taken unless his or her dissent is entered in the minutes of the meeting or unless he or she files his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or forwards such dissent by registered or certified mail to the Secretary of the Corporation within two (2) business days after the adjournment of the meeting. A right to dissent shall not be available to a director who voted in favor of the action.

- 5.12 Action by Directors Without a Meeting. Any action required or permitted to be taken at the meeting of the Board of Directors or of any committee thereof, other than the School Governing Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the directors or committee members. Such consent may be executed in counterparts and shall have the same effect as a unanimous vote of the directors or committee members of the Corporation at a duly convened meeting.
- 5.13 <u>Meetings by Telephone Conference</u>. Any member of the Board of Directors or of any committee, may participate in any meeting of the Board of Directors or such committee by means of a conference telephone or similar communications equipment whereby all members participating in such meeting can hear one another. Such participation shall constitute attendance in person.

ARTICLE VI Committees

- School Governing Board Committee. The Board of Directors shall appoint a School 6.1 Governing Board Committee ("School Governing Board"), which shall consist of not less than (3), nor more than seven (7) members. A School Governing Board shall be created for each charter that is held by the Corporation ("Charter School"). The School Governing Board shall have the duty to promulgate policies for the Charter School and shall operate in a manner consistent with Arizona law and in accordance with the rules and regulations that the Board of Directors may issue from time to time. Furthermore, the School Governing Board shall review, approve and ratify such other matters (such as the annual budget) as may be delegated by the Board of Directors from time to time. In no event, however, will the School Governing Board have the authority of the Board of Directors to: (1) fill vacancies on the Board of Directors or any committee of the Board of Directors, including the School Governing Board; (2) amend or repeal of the Articles or the Bylaws, or adopt new Articles or Bylaws; or (3) fix compensation of the directors or any other officers of the Corporation. Any member of the School Governing Board may be removed, with or without cause, by the Board of Directors. If any vacancy occurs in the School Governing Board, it shall be filled by an appointment made by the Board of Directors. The Board of Directors, with or without cause, may dissolve the School Governing Board or remove any member thereof at any time. All meetings of the School Governing Board shall be conducted in accordance with, and governed by, the applicable provisions of the Arizona Open Meeting Law, A.R.S. §§38-431 et. seq. (as may be amended from time to time). All members serving on the School Governing Board shall comply with any applicable laws or regulation necessary to serve on such School Governing Board, including, but not limited to any fingerprint requirements under A.R.S. § 15-512.
- 6.2 Other Communities. The Board of Directors, from time to time, by resolution adopted by a majority of the board of Directors then in office, may appoint other standing or temporary committees from its membership and other interested individuals who are not members of the Board of Directors or the School Governing Board. Except in the case of resignation, disqualification, removal or the inability to serve for any reason, each member of any committee established under this Section 6.2 shall hold office until the next annual meeting of the Board of

Directors or until his or her successor is appointed and qualified. The Board of Directors, with or without cause, may dissolve any standing or temporary committee, remove any member thereof at any time and fill any such vacancies as necessary.

- 6.3 <u>Committee Meetings</u>. Except as otherwise provided herein with respect to the School Governing Board, regular meetings of committees established pursuant to Section 6.2 may be held without notice at such times and places as the committees may fix from time to time by resolution. Special meetings of the committee may be called by a majority of the members thereof, upon giving notice to other members of the committee in the manner provided in Section 5.5 for special meetings of the Board of Directors.
- 6.4 Quorum of the Committee. A majority of the members of a committee shall constitute a quorum for the transaction of business at any meeting thereof, and action by any committee must be authorized by the affirmative vote of a majority of members present at a meeting at which a quorum is present.

ARTICLE VII Officers – General

- 7.1 Appointment. The Board of Directors may appoint a President, Vice President, Secretary, Treasurer and such other officers and assistant officers as the Board of Directors may deem necessary. The regular election or appointment of officers shall take place at each annual meeting of the Board of Directors, but elections of officers may be held at any other meeting of the Board of Directors. No officer shall serve for a fixed term, but shall serve at the pleasure of the Board of Directors. Any director may present to the Board of Directors at the applicable meeting one or more nominees for each office to be filled.
- 7.2 <u>Bonds and Other Requirements</u>. The Board of Directors may require any officer to give bond to the Corporation (with sufficient surety, and conditioned for the faithful performance of the duties of his or her office) and to comply with such conditions as may from time to time be required of him or her by the Board of Directors.
- 7.3 <u>Removal; Delegation of Duties</u>. The Board of Directors may, whenever in its judgment the best interests of the Corporation will be served thereby, remove any officer or agent of the Corporation or temporarily delegate his or her powers and duties as an officer to any other officer or to any other director. Election or appointment of an officer or agent shall not itself create contract rights.

ARTICLE VIII Specific Officers

8.1 <u>President</u>. The President shall be the chief executive officer and shall supervise the business and affairs of the Corporation as well as the performance of the officers subject to the supervision of the Board of Directors. Once appointed, the President shall preside at all the

meetings of the Board of Directors and shall be vested with such powers and duties as the Board of Directors may from time to time delegate to him or her.

- 8.2 <u>Vice President</u>. The Vice President shall perform such duties as may be designated by the President or the Board of Directors. The Vice President as authorized by the Board of Directors shall be vested with all the powers and charged with all of the duties of the President in the event of the President's absence or inability to act, whether due to death or incapacity.
- 8.3 <u>Secretary</u>. The Secretary shall keep the minutes of the meetings of the Board of Directors and any committee of the Board of Directors of the Corporation, all unanimous written consents of the Board of Directors, and shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law. The Secretary shall be custodian of the corporate records, and, in general, shall perform all duties incident to the office as assigned by the President or the Board of Directors.
- 8.4 <u>Treasurer</u>. The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation, and shall cause all money and other valuable effects to be deposited in the name and to the credit of the Corporation in such depositories, and subject to withdrawal in such manner, as may be designated by the Board of Directors as requested, an account of all his or her transactions as Treasurer and of the financial condition of the Corporation. The Treasurer shall be responsible for preparing and filing such financial reports, financial statements and returns as may be required by law and shall perform such other duties as may from time to time be assigned to him or her by the President or the Board of Directors.

ARTICLE IX Resignations and Vacancies

- 9.1 <u>Resignations</u>. Any officer, director, or committee member may resign from his or her office at any time by written notice delivered or addressed to the Corporation as its known place of business. Any such resignation shall be effective upon its receipt by the Corporation unless some later time is fixed in such notice, and then from that time. The acceptance of a resignation shall not be required to make it effective.
- 9.2 <u>Vacancies</u>. A vacancy in any office or committee due to death, resignation, removal, disqualification or other cause may be filled as provided in these Bylaws.

ARTICLE X Insurance

10.1 <u>Insurance</u>. The Corporation may maintain insurance, at its expense, to protect itself and any individual who is or was a director, officer, employee or agent of the Corporation, or who, while a director, officer, employee or agent of the Corporation, is or was serving at the request of the corporation as a director, officer, partner, member, trustee, employee or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise against all expense, liability or loss, whether or not the corporation would have

the power to indemnify such person against such expense, liability or loss under this article or applicable law.

ARTICLE XI Corporate Actions

- 11.1 Contracts. Unless otherwise required by the Board of Directors, the President shall execute contracts or other instruments on behalf of or in the name of the Corporation. The Board of Directors may from time to time authorize any officer, assistant officer or agent to enter into any contract or execute any instrument in the name of or on behalf of the Corporation as it may deem appropriate, and such authority may be general or confined to specific instances.
- 11.2 <u>Loans</u>. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by the Board of Directors. Such authority may be general or confined to specific instances. No loans shall be made by the Corporation to any officer or director.
- 11.3 Checks, Drafts, etc. Unless otherwise required by the Board of Directors, all checks, drafts, bills of exchange and other negotiable instruments of the Corporation shall be signed by either the President, or the Treasurer or such other officer, assistant officer or agent of the Corporation as may be authorized to do so by the Board of Directors. Such authority may be general or confined to specific business and, if so directed by the Board of Directors, the signatures of two (2) ore more such persons may be required.
- 11.4 <u>Deposits</u>. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board of Directors authorize.

ARTICLE XII Conflict of Interest Policy

Decisions of the Corporation and actions of the Board of Directors shall be in accordance with A.R.S. § 10-3860 through 10-3864 (and as may be amended) and any policy adopted by the Board of Directors as the Corporation's "Conflict of Interest Policy".

ARTICLE XII Amendments

12.1 <u>Amendment</u>. These Bylaws may be altered, amended, or repealed, in whole or in part, or new Bylaws may be adopted, at any duly constituted meeting of the Board of Directors, or alternatively, by the written consent to corporate action without a meeting of all of the Board of Directors.

The undersigned Secretary of the Corporation hereby represent that these Bylaws have been duly adopted this 0.7 day of 0.8, 2011.

Secretary

3670609.1 109099.001\August 5, 2011

AMENDED AND RESTATED BYLAWS OF DAISY EDUCATION CORPORATION

As Adopted this 8th day of December, 2005

SECTION I OFFICES AND CORPORATE SEAL

Principal Office. The Corporation shall maintain a principal office in Tucson, Arizona. The corporation may maintain offices and transact business at any place designated by the Board of Directors.

Corporate Seal. A corporate seal is not required on any instrument executed for the Corporation. If a Corporate seal is used, it shall be either a circle having on its circumference "Daisy Education Corporation" and in the center "Nonprofit Arizona," or a circle having on its circumference the words "Corporate Seal."

SECTION 2 MEMBER

This shall not be a membership Corporation, and the Corporation shall have no Members. All rights, powers and responsibilities of this Corporation shall be vested in the Board of Directors.

SECTION 3 DIRECTORS

Number and Election. The membership of the Board of Directors shall consists of not fewer than two (2) nor more than twelve (12) directors but in no event shall the number of directors be fewer than one (1). Except as provided in these Bylaws for the filling of vacancies, the directors shall-elect—the directors at the annual meeting. Each director shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal.

Vacancies. A majority of the directors then in office, though less than a quorum, or a sole remaining director, may fill vacancies and newly created directorships. A director so chosen shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal.

Powers. The Board of Directors shall manage the business and affairs of the Corporation and may exercise all powers of the Corporation and do all lawful acts and things permitted by statute, the Articles of Incorporation and the Bylaws.

Place of Meetings.. The Board of Directors of the corporation may hold its meetings either in or out of Arizona.

Annual and Regular Meetings. The Corporation shall hold its annual meeting of the Board of Directors on the first day of October of each year or on another date designated by the directors. At the annual meeting, the directors shall elect a Board of Directors, appoint officers and conduct any other business properly brought before the meeting. The Board of Directors may also, at its annual meeting, elect to hold regular meetings on a semi-annual, quarterly, or monthly basis. The Secretary shall forward written confirmation of the regular meetings to each director subsequent to such a vote.

Special Meetings. Special meetings of the Board of Directors may be called by the President, the Secretary or upon the written request of 2 directors with not less than two days' notice to each director delivered personally, by telegram, facsimile, telephone or electronic mail. Notice of the agenda of any special meeting is required.

Quorum. Except as otherwise specifically provided by statute, a majority of members of the Board of Directors, then in office, shall constitute a quorum of the Board of Directors. If a quorum is present at a meeting, the concurrence of a majority of those present shall be sufficient to conduct the business of the Board of Directors. If a quorum is not present, the directors present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

Vote Required for Amendment of the Articles of Incorporation. The Articles of Incorporation of the Corporation may be amended or restated by a vote of a majority of all members of the Board of Directors.

Action Without Meeting. The Board of Directors may take any action without a meeting if all directors consent to the action in writing. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. The writing or writings shall be filed with the minutes of the Board of Directors.

Waiver of Notice. Attendance of a director at a meeting shall constitute waiver of notice unless the director objects at the commencement of the meeting that the meeting is not lawfully called or convened. Any director may waive notice of any meeting by executing a written waiver of notice.

Compensation. The Corporation may payor reimburse the directors for the expenses of attendance at each meeting of the Board of Directors.

Removal. A director may be removed with or without cause by a majority of the members of the Board of Directors at a meeting duly convened for such a purpose.

Notices. Notice of the annual meeting of the Board of Directors shall be given at least ten days, but not more than forty days, prior thereto by a writing delivered personally, by U.S. mail, electronic mail or by facsimile transmission. Written notice shall be deemed

delivered two days after being deposited in the U.S. mail as so addressed with postage thereon prepaid to the mailing address of record with the Secretary of the Corporation. If sent via electronic mail or facsimile transmission, such notice shall be deemed to be delivered when confirmation of receipt is verified by the sending party at the facsimile number or electronic mail address of record with the Secretary of the Corporation. Unless otherwise required by law or specified by the Articles of Incorporation or the Bylaws, neither the business to be transacted nor the purpose of any meeting of the Board of Directors need be specified in the notice of waiver of notice of such meeting. Notice of any meeting may be waived by any or all of the directors.

Participation in Meetings by Means of Conference Telephone. Members of the Board of Directors, or any committee of the Board of Directors, may participate in a meeting of the Board of Directors or of such committee by means of a conference telephone or similar communications devise whereby all persons participating in the meeting can hear each other, and participation by such means shall constitute presence of the person at such meeting.

SECTION 4 OFFICERS

Appointment of Officers. The Board of Directors at the annual meeting shall appoint the officers of the Corporation which shall include at least a President, Secretary and Treasurer. The Board of Directors may appoint such other officers and agents as it deems necessary or appropriate. Any number of offices may be held by the same person.

Tenure and Duties of Officers. Officers shall hold their offices at the pleasure of the Board of Directors, shall have the titles designated by the Board of Directors, and shall exercise the powers and perform the duties determined from time to time by the Board of Directors. An officer may be removed with or without cause by a majority of the members of the Board of Directors at a duly convened meeting of the Board of Directors.

Compensation. The Board of Directors shall determine from time to time the compensation of the officers. An officer shall not be prevented from receiving compensation because of service as member of the Board of Directors. The Board of Directors by resolution shall set forth the compensation of the officers or the method of fixing the compensation of the officers.

Vacancies. The Board of Directors may fill a vacancy in any office due to death, resignation, removal, disqualification or otherwise.

President. The President shall be the chief operating officer of the Corporation and as such shall exercise general supervision of all operations and personnel of the Corporation, subject to the control of the Board of Directors. The President may sign deeds, conveyances, contracts, agreements, and all other instruments requiring execution on behalf of the Corporation and shall perform such other duties as may from time to time be assigned by the Board of Directors.

Vice President. There shall be as many Vice Presidents as the Board of Directors chooses to appoint. Vice Presidents shall perform the duties as may from time to time be assigned to them by the Board of Directors or the President. Anyone of the Vice Presidents, as authorized by the Board of Directors, shall have all the powers and perform all the duties of the President, if the President is temporarily absent or unable to act.

Secretary. The Secretary shall keep, or cause to be kept, minutes of all meetings of the Board of Directors and committees and shall allow for the review of these documents when necessary or appropriate. The Secretary shall give or cause to be given notices of all meetings of the Board of Directors as required. The Secretary shall have custody of the books and records of the Corporation, except the books of account, and in general shall perform all the duties incident to the office of secretary of a corporation and such other duties as may from time to time be assigned by the Board of Directors or the President.

Treasurer. The Treasurer shall have custody of the funds and securities of the Corporation and the books of account. The Treasurer shall see to the deposit of the funds of the Corporation in the bank or banks the Board of Directors designates. The books of account shall be monitored on a current basis under the Treasurer's direction and supervision. The Treasurer shall render financial statements to the President and the Board of Directors at proper times. The Treasurer shall have charge of the preparation and filing of reports, financial statements, and returns as required by law. The Treasurer shall give the Corporation a fidelity bond as required by law, if required by the Board of Director, with the premium therefor paid by the corporation as an operating expense. The Treasurer shall also perform such duties as may from time to time be assigned by the Board of Directors.

Resignation. Any officer may resign at any time by giving written notice to the President or Secretary. Any resignation shall take effect at the date of the receipt of that notice or at any time later specified in that notice, and unless otherwise specified in such notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract of which the officer is a party.

SECTION 5 COMMITTEES

Executive Committee. The Board of Directors may appoint an Executive Committee consisting of at least 2 directors. Members of the Executive Committee shall serve at the pleasure of, and may be removed with or without cause at any time by a majority of the Board of Directors at a duly convened meeting. If a vacancy occurs on the Executive Committee, the vacancy shall be filled by a majority vote of the Board of Directors at a duly convened meeting. As provided by resolution of the Board of Directors, the Executive Committee shall have and may exercise the powers of the Board of Directors between meetings of the Board of Directors, but shall not possess any authority of the

Board of Directors prohibited by law and may not (a) fill any vacancy on the Board of Directors, (b) adopt amendments to the Articles of Incorporation or to these Bylaws, or (c) fix compensation of the directors, officers or employees. The Board of Directors may by resolution, further restrict the power and authority of the Executive Committee.

Other Committees. The Board of Directors may establish regular or special committees. The resolution establishing a regular or special committee shall set forth its powers and duties. At the discretion of the Board of Directors, persons serving on a regular or special committee need not be directors. The Corporation may pay members of regular or special committees basic expenses for attending committee meetings.

Minutes of Committee Meetings. The minutes of the Executive Committee, and each regular or special committee of the Board of Directors, shall be filed the minutes with the Secretary of the Corporation.

SECTION 6 REPEAL, ALTERATION OR AMENDMENT OF THESE BYLAWS

These Bylaws may be repealed, altered or amended or restated by a majority of the Board of Directors at a duly convened meeting of the Board of Directors, at any time.

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BYLAWS OF Daisy Education Corporation

As Adopted this 28 th day of July, 2004

ARTICLE I

OFFICES AND CORPORATE SEAL

Principal Office. The corporation shall maintain a principal office in Arizona. The corporation may maintain offices and transact business at any place designated by the Board of Directors.

Corporate Seal. A corporate seal is not required on any instrument executed for the corporation. If a corporate seal is used, it shall be either a circle having on its circumference "Daisy Education Corporation 1999" and in the center "Nonprofit Arizona," or a circle having on its circumference the words "Corporate Seal."

ARTICLE 2

This shall not be a membership corporation, and the Corporation shall have no: Members. All rights, powers and responsibilities of this corporation shall be vested in the Board of Directors.

ARTICLE 3

DIRECTORS

Number and Election. Unless the Articles of Incorporation are amended as described herein, membership of the Board of Directors shall consists of not fewer than three (3) nor more than twelve (12) directors. Except as provided in these Bylaws for the filling of vacancies, the Directors shall elect the directors at the annual meeting. Each director shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal.

Vacancies. A majority of the directors then in office, though less than a quorum, or a sole remaining director, may fill vacancies and newly created directorships. A director so chosen shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal.

Powers. The Board of Directors shall manage the business of the corporation and may exercise all powers of the corporation and do all lawful acts and things permitted by statute or by the Articles of Incorporation.

Place of Meetings. The Board of Directors of the corporation may hold its meetings either in or out of Arizona.

Annual Meetings. The Corporation shall hold annual meetings of the Board of Directors on the first day of October of each year or on another date designated by the directors. At the annual meeting, the directors shall elect a Board of Directors, appoint officers and conduct any other business properly brought before the meeting. The Board of Directors may also, at its annual meeting, elect to hold regular meetings on a semi-annual, quarterly, or monthly basis. The Secretary shall mail written confirmation of the regular meeting to each director subsequent to such a vote.

Regular Meetings. The Board Directors may hold annual or regular meetings without notice at the times and places determined by the Board Directors.

Special Meetings. The President or the Secretary may, and on written request of 2 directors shall, call special meetings of the Board of Directors on not less than two day's notice to each director personally or by telegram, fax, or telephone, or not less than five days' notice to each director by mail. Notice of the agenda of any special meeting is not required.

Quorum. Except as otherwise specifically provided by statute, a majority of members of the Board of Directors then in office shall constitute a quorum of the Board of Directors. Directors may be present at a meeting via teleconference. If a quorum is present at a meeting, the concurrence of a majority of those present and voting shall be sufficient to conduct the business of the board. If a quorum is not represent, the directors present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

Vote Required for Amendment of the Articles of Incorporation. The Articles of Incorporation of the Corporation may be amended or restated by a majority of all members of the Board of Directors entitled to vote.

Action Without Meeting. The Board of Directors may take any action without a meeting if all directors consent to the action in writing. The writing or writings shall be filed with the minutes of the Board of Directors.

Waiver of Notice. Attendance of a director at a meeting shall constitute waiver of notice unless the director objects at the commencement of the meeting that the meeting is not lawfully called or convened. Any director may waive notice of any meeting by executing a written waiver of notice.

Compensation. The corporation may pay, or reimburse the directors for, the expenses of attendance at each meeting of the Board of Directors.

ARTICLE 4

OFFICERS

Appointment of Officers. The Board of Directors at the annual meeting shall appoint the officers of the corporation including at least a President, a Secretary and a Treasurer. The Board of Directors may appoint such other officers and agents as it deems necessary or appropriate. Any number of offices may be held by the same person.

Tenure and Duties of Officers. Officers shall hold their offices at the pleasure of the Board of Directors, shall have the titles designated by the Board of Directors, and shall exercise the powers and perform the duties determined from time to time by the Board of Directors.

Compensation. The Board of Directors shall determine from time to time the compensation of the officers. An officer shall not be prevented from receiving compensation because of service as a director. The minutes of the meetings of the Board of Directors shall set forth the compensation of the officers or the method of fixing the compensation of the officers.

Vacancies. The Board of Directors may fill at any time a vacancy in any office because of death, resignation, removal, disqualification or otherwise.

Chairman of the Board. The Chairman of the Board, if one is appointed and serving, shall preside at all meetings of the Board of Directors and shall perform any other duties the Board of Directors assigns.

President. If a Chairman of the Board is not appointed, is not serving, or is absent, the President shall preside at all meetings of the Board of Directors. Subject to policies established by the Board of Directors, the President shall be the chief operating officer of the corporation. The President may sign deeds, conveyances, contracts, agreements, and all other instruments requiring execution on behalf of the corporation.

Vice President. There shall be as many Vice Presidents as the Board of Directors chooses to appoint. Vice Presidents shall perform the duties assigned to them by the Board of Directors or the President. Any one of the Vice Presidents, as authorized by the Board of Directors, shall have all the powers and perform all the duties of the President if the President is temporarily

absent or unable to act.

Secretary. The Secretary shall keep, or cause to be kept, minutes of all meetings of the Board of Directors and committees and shall allow for the review of these documents when necessary or appropriate. The Secretary shall give or cause to be given required notices of all meetings of the Board of Directors. The Secretary shall have custody of the books and records of the corporation, except the books of account, and in general shall perform all the duties incident to the office of secretary of a corporation and such other duties as may be

assigned by the Board of Directors or the President.

Treasurer. The Treasurer shall have custody of the funds and securities of the corporation and the books of account. The Treasurer shall see to the deposit of the funds of the corporation in the bank or banks the Board of Directors designates. The books of account shall be monitored on a current basis under the Treasurer's direction and supervision. The Treasurer shall render financial statements to the president and to all directors at proper times. The Treasurer shall have charge of the preparation and filing of reports, financial statements, and returns as required by law. The Treasurer shall give the corporation a fidelity bond as required by law or by the Board of Director, with the premium therefor paid by the corporation as an operating expense.

ARTICLE 5

COMMITTEES

Executive Committee. The Board of Directors may appoint an Executive Committee consisting of at least 2 directors. Members of the Executive Committee shall serve at the pleasure of, and may be removed with or without cause at any time by, the Board of Directors. If a vacancy occurs on the Executive Committee, the vacancy may be filled only by the Board of Directors. The Executive Committee shall have and may exercise the powers of the Board of Directors between meetings of the Board of Directors, but shall not possess any authority of the Board of Directors prohibited to it by law and may not (a.) fill any vacancy on the Board of Directors, (b.) adopt amendments to the Articles of Incorporation or to these Bylaws, or (c.) fix compensation of the directors. The Board of Directors may, by resolution, further restrict the power and authority of j he Executive Committee.

Other Committees. The Board of Directors may establish regular or special committees. The resolution establishing a regular or special committee shall set forth its powers and duties. At the discretion of the Board of Directors, persons serving on a regular or special committee need not be directors. The Corporation may pay members of regular or special committees basic expenses for attending committee meetings.

Minutes of Committee Meetings. The chairman of the Executive Committee and of each regular or special committee designated by the Board of Directors shall keep, or cause to be kept, minutes of meetings of such committees and shall file the minutes with the Secretary of the corporation.

ARTICLE 6

INDEMNIFICATION OF DIRECTORS AND OFFICERS

Indemnification. Except as provided in these Bylaws, the corporation shall hold harmless and indemnify each of its directors and officers ("indemnities") against any and all liability and expenses incurred by indemnitee in connection with any threatened or actual proceeding or legal action

resulting from indemnitee's service to corporation or to another entity at corporation's request.

Exclusions. Except insofar as permitted by law, the Corporation shall not indemnify indemnitee for acts not in accordance with the standard of conduct set forth in A.R.S. § 10-3851.

Procedure. Indemnitee shall notify the Corporation promptly of the threat or commencement of any proceeding or legal 'action with respect to which indemnitee intends to seek indemnification. The Corporation shall be entitled to assume indemnitee's defense with counsel reasonably satisfactory to indemnitee, unless indemnitee provides corporation with an opinion of counsel reasonably concluding that there may be a conflict in interest between indemnitee and the Corporation in the defense of the proceeding or legal action. If the Corporation assumes the defense, the Corporation shall not be liable to indemnitee for legal or other expenses subsequently incurred by indemnitee.

Expense Advances. The Corporation shall advance automatically expenses, including attorney's fees, incurred or to be incurred by indemnitee in defending a proceeding or legal action upon receipt of notice of the expenses. If required by law, before advancing any expenses the Corporation may require that an indemnitee or a representative promise to repay the advances if a final judicial decision (after expiration or exhaustion or any appeal rights) determines that indemnitee is not entitled to be indemnified for such expenses.

Settlement of Claims. The Corporation shall not be obligated to indemnify indemnitee for any amounts incurred in settlement if settlement is made without corporation's prior written consent. Corporation shall not enter into any settlement that would impose any penalty or limitation on indemnitee without indemnitee's prior written consent. Neither corporation nor indemnitee will unreasonably withhold consent to any proposed settlement.

Effect of Repeal. In order that indemnitee may rely on the indemnification promised by this Section, no repeal or amendment of this Section shall reduce the right of indemnitee to payment of expenses or indemnification for acts of indemnitee taken before the date of repeal or amendment.

ARTICLE 7

REPEAL, ALTERATION OR AMENDMENT OF THESE BYLAWS

These Bylaws may be repealed, altered or amended or substitute Bylaws may be adopted only by a majority of the Board of Directors at any time.

Talat Genc, Secretary

Nasuhi Yart President

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BYLAWS OF

Daisy Education Corporation

As Adopted this 4th day of October, 2000

SECTION I

OFFICES AND CORPORATE SEAL

Principal Office. The corporation shall maintain a principal office in Arizona. The corporation may maintain offices and transact business at any place designated by the Board of Directors.

Corporate Seal. A corporate seal is not required on any instrument executed for the corporation. If a corporate seal is used, it shall be either a circle having on its circumference "Daisy Education Corporation 1999" and in the center "Nonprofit Arizona," or a circle having on its circumference the words "Corporate Seal."

SECTION 2

This shall not be a membership corporation, and the Corporation shall have no Members. All rights, powers and responsibilities of this corporation shall be vested in the Board of Directors.

SECTION 3

DIRECTORS

Number and Election. Unless the Articles of Incorporation are amended as described herein, membership of the Board of Directors shall consists of not fewer than three (3) nor more than twelve (12) directors. Except as provided in these Bylaws for the filling of vacancies, the Directors shall elect the directors at the annual meeting. Each director shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal.

Vacancies. A majority of the directors then in office, though less than a quorum, or a sole remaining director, may fill vacancies and newly created directorships. A director so chosen shall hold office until a successor is elected and qualifies, or until such director's earlier resignation or removal.

Powers. The Board of Directors shall manage the business of the corporation and may exercise all powers of the corporation and do all lawful acts and things permitted by statute or by the Articles of Incorporation.

Place of Meetings. The Board of Directors of the corporation may hold its meetings either in or out of Arizona.

Annual Meetings. The Corporation shall hold annual meetings of the Board of Directors on the first day of October of each year or on another date designated by the directors. At the annual meeting, the directors shall elect a Board of Directors, appoint officers and conduct any other business properly brought before the meeting. The Board of Directors may also, at its annual meeting, elect to hold regular meetings on a semi-annual, quarterly, or monthly basis. The Secretary shall mail written confirmation of the regular meeting to each director subsequent to such a vote.

Regular Meetings. The Board Directors may hold annual or regular meetings without notice at the times and places determined by the Board Directors.

Special Meetings. The President or the Secretary may, and on written request of 2 directors shall, call special meetings of the Board of Directors on not less than two day's notice to each director personally or by telegram, fax, or telephone, or not less than five days' notice to each director by mail. Notice of the agenda of any special meeting is not required.

Quorum. Except as otherwise specifically provided by statute, a majority of members of the Board of Directors then in office shall constitute a quorum of the Board of Directors. Directors may be present at a meeting via teleconference. If a quorum is present at a meeting, the concurrence of a majority of those present and voting shall be sufficient to conduct the business of the board. If a quorum is not represent, the directors present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

Vote Required for Amendment of the Articles of Incorporation. The Articles of Incorporation of the Corporation may be amended or restated by a majority of all members of the Board of Directors entitled to vote.

Action Without Meeting. The Board of Directors may take any action without a meeting if all directors consent to the action in writing. The writing or writings shall be filed with the minutes of the Board of Directors.

Waiver of Notice. Attendance of a director at a meeting shall constitute waiver of notice unless the director objects at the commencement of the meeting that the meeting is not lawfully called or convened. Any director may waive notice of any meeting by executing a written waiver of notice.

Compensation. The corporation may pay, or reimburse the directors for, the expenses of attendance at each meeting of the Board of Directors.

SECTION 4

OFFICERS

Appointment of Officers. The Board of Directors at the annual meeting shall appoint the officers of the corporation including at least a President, a Secretary and a Treasurer. The Board of Directors may appoint such other officers and agents as it deems necessary or appropriate. Any number of offices may be held by the same person.

Tenure and Duties of Officers. Officers shall hold their offices at the pleasure of the Board of Directors, shall have the titles designated by the Board of Directors, and shall exercise the powers and perform the duties determined from time to time by the Board of Directors.

Compensation. The Board of Directors shall determine from time to time the compensation of the officers. An officer shall not be prevented from receiving compensation because of service as a director. The minutes of the meetings of the Board of Directors shall set forth the compensation of the officers or the method of fixing the compensation of the officers.

Vacancies. The Board of Directors may fill at any time a vacancy in any office because of death, resignation, removal, disqualification or otherwise.

Chairman of the Board. The Chairman of the Board, if one is appointed and serving, shall preside at all meetings of the Board of Directors and shall perform any other duties the Board of Directors assigns.

President. If a Chairman of the Board is not appointed, is not serving, or is absent, the President shall preside at all meetings of the Board of Directors. Subject to policies established by the Board of Directors, the President shall be the chief operating officer of the corporation. The President may sign deeds, conveyances, contracts, agreements, and all other instruments requiring execution on behalf of the corporation.

Vice President. There shall be as many Vice Presidents as the Board of Directors chooses to appoint. Vice Presidents shall perform the duties assigned to them by the Board of Directors or the President. Any one of the Vice Presidents, as authorized by the Board of Directors, shall have all the powers and perform all the duties of the President if the President is temporarily absent or unable to act.

Secretary. The Secretary shall keep, or cause to be kept, minutes of all meetings of the Board of Directors and committees and shall allow for the review of these documents when necessary or appropriate. The Secretary shall give or cause to be given required notices of all meetings of the Board of Directors. The Secretary shall have custody of the books and records of the corporation, except the books of account, and in general shall perform all the duties incident to the office of secretary of a corporation and such other duties as may be assigned by the Board of Directors or the President.

Treasurer. The Treasurer shall have custody of the funds and securities of the corporation and the books of account. The Treasurer shall see to the deposit of the funds of the corporation in the bank or banks the Board of Directors designates. The books of account shall be monitored on a current basis under the Treasurer's direction and supervision. The Treasurer shall render financial statements to the president and to all directors at proper times. The Treasurer shall have charge of the preparation and filing of reports, financial statements, and returns as required by law. The Treasurer shall give the corporation a fidelity bond as required by law or by the Board of Director, with the premium therefor paid by the corporation as an operating expense.

SECTION 5

COMMITTEES

Executive Committee. The Board of Directors may appoint an Executive Committee consisting of at least 2 directors. Members of the Executive Committee shall serve at the pleasure of, and may be removed with or without cause at any time by, the Board of Directors. If a vacancy occurs on the Executive Committee, the vacancy may be filled only by the Board of Directors. The Executive Committee shall have and may exercise the powers of the Board of Directors between meetings of the Board of Directors, but shall not possess any authority of the Board of Directors prohibited to it by law and may not (a.) fill any vacancy on the Board of Directors, (b.) adopt amendments to the Articles of Incorporation or to these Bylaws, or (c.) fix compensation of the directors. The Board of Directors may, by resolution, further restrict the power and authority of the Executive Committee.

Other Committees. The Board of Directors may establish regular or special committees. The resolution establishing a regular or special committee shall set forth its powers and duties. At the discretion of the Board of Directors, persons serving on a regular or special committee need not be directors. The Corporation may pay members of regular or special committees basic expenses for attending committee meetings.

Minutes of Committee Meetings. The chairman of the Executive Committee and of each regular or special committee designated by the Board of Directors shall keep, or cause to be kept, minutes of meetings of such committees and shall file the minutes with the Secretary of the corporation.

SECTION 6

INDEMNIFICATION OF DIRECTORS AND OFFICERS

Indemnification. Except as provided in these Bylaws, the corporation shall hold harmless and indemnify each of its directors and officers ("indemnities") against any and all liability and expenses incurred by indemnitee in connection with any threatened or actual proceeding or legal action

resulting from indemnitee's service to corporation or to another entity at corporation's request.

Exclusions: Except insofar as permitted by law, the Corporation shall not indemnify indemnitee for acts not in accordance with the standard of conduct set forth in A.R.S.§ 10-3851.

Procedure. Indemnitee shall notify the Corporation promptly of the threat or commencement of any proceeding or legal action with respect to which indemnitee intends to seek indemnification. The Corporation shall be entitled to assume indemnitee's defense with counsel reasonably satisfactory to indemnitee, unless indemnitee provides corporation with an opinion of counsel reasonably concluding that there may be a conflict in interest between indemnitee and the Corporation in the defense of the proceeding or legal action. If the Corporation assumes the defense, the Corporation shall not be liable to indemnitee for legal or other expenses subsequently incurred by indemnitee.

Expense Advances. The Corporation shall advance automatically expenses, including attorney's fees, incurred or to be incurred by indemnitee in defending a proceeding or legal action upon receipt of notice of the expenses. If required by law, before advancing any expenses the Corporation may require that an indemnitee or a representative promise to repay the advances if a final judicial decision (after expiration or exhaustion or any appeal rights) determines that indemnitee is not entitled to be indemnified for such expenses.

Settlement of Claims. The Corporation shall not be obligated to indemnify indemnitee for any amounts incurred in settlement if settlement is made without corporation's prior written consent. Corporation shall not enter into any settlement that would impose any penalty or limitation on indemnitee without indemnitee's prior written consent. Neither corporation nor indemnitee will unreasonably withhold consent to any proposed settlement.

Effect of Repeal. In order that indemnitee may rely on the indemnification promised by this Section, no repeal or amendment of this Section shall reduce the right of indemnitee to payment of expenses or indemnification for acts of indemnitee taken before the date of repeal or amendment.

SECTION 7

REPEAL, ALTERATION OR AMENDMENT
OF THESE BYLAWS

These Bylaws may be repealed, altered or amended or substitute Bylaws may be adopted only by a majority of the Board of Directors at any time.

Nasuhi Yurt President

Talat Genc, Secretary

Sonoran Schools

SSA Broadway As of 06/30/2018

Fiscal Year: 2017-2018

Total LIABILITIES + EQUITY

ASSETS		
ASSETS		
ASSETS (+)	\$7,572,898.84	
Sub-total : ASSETS	\$7,572,898.84	
Total : ASSETS	\$7,572	2,898.84
LIABILITIES		
LIABILITIES		
LIABILITIES (+)	\$5,702,410.29	
Sub-total: LIABILITIES	\$5,702,410.29	
Total : LIABILITIES	\$5,702,410.29	
EQUITY		
EQUITY		
EQUITY (+)	\$1,828,071.18	
Sub-total : EQUITY	\$1,828,071.18	
NET ADDITION/(DEFICIT)		
NET ADDITION/(DEFICIT) (+)	\$42,417.37	,
Sub-total: NET ADDITION/(DEFICIT)	\$42,417.37	
Total : EQUITY	\$1,870,488.55	

End of Report

Balance Sheet

Printed: 10/15/2018

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2018.3.08

Page:

\$7,572,898.84

Sonoran Schools

SSA Broadway For the Period 07/01/2017 through 06/30/2018

Fiscal Year: 2017-2018

	07/01/2017 - 06/30/2018	Year To Date
INCOME		
INCOME		
Revenue From Local Sources (+)	\$63,556.78	\$63,556.78
Revenue From State Sources (+)	\$2,207,144.60	\$2,207,144.60
Revenue From Federal Sources (+)	\$259,930.31	\$259,930.31
Sub-total : INCOME	\$2,530,631.69	\$2,530,631.69
Total : INCOME	\$2,530,631.69	\$2,530,631.69
EXPENSES		
EXPENSES		
PERSONAL SERVICES- SALARIES (-)	\$167,375.32	\$167,375.32
PERSONAL SERVICES- EMPLOYEE BENEFITS (-)	\$314,654.77	\$314,654.77
PURCHASED SERVICES (-)	\$857,501.34	\$857,501.34
PURCHASED PROPERTY SERVICES (-)	\$302,516.88	\$302,516.88
OTHER PURCHASED SERVICES (-)	\$273,017.50	\$273,017.50
SUPPLIES (-)	\$228,543.68	\$228,543.68
PROPERTY (-)	\$105,205.58	\$105,205.58
OTHER EXPENSES AND LOSSES (-)	\$221,094.75	\$221,094.75
OTHER OBJECTS (-)	\$18,304.50	\$18,304.50
Sub-total: EXPENSES	(\$2,488,214.32)	(\$2,488,214.32)
Total: EXPENSES	(\$2,488,214.32)	(\$2,488,214.32)
NET ADDITION/(DEFICIT)	\$42,417.37	\$42,417.37

End of Report

Operating Statement

Printed: 10/15/2018

2:57:37 PM

Report: rptGLOperatingStatement

Julie Castaneda

From:

Tuncay Celik <tcelik@sonoranschools.org>

Sent:

Monday, October 15, 2018 3:32 PM

To: Cc: Julie Castaneda

Subject:

Fatih Karatas Re: FW: Exemption

Attachments:

Arizona Corporation Commission Record.pdf; Statement of Merger.pdf

This message and sender come from outside Pima County. If you did not expect this message, proceed with caution. Verify the sender's identity before performing any action, such as clicking on a link or opening an attachment.

Here are the statement of merger and the Arizona Corporation Commission record after the merger.

Thank you.

On Mon, Oct 15, 2018 at 3:03 PM Tuncay Celik < tcelik@sonoranschools.org > wrote: Hi Ms. Castaneda,

We would like to have a full exemption for the 2017 and 2018 property tax for our charter school building located at 7450 E Stella Rd Tucson address. I am attaching a letter signed by our chief executive officer, questionnaire for property tax exemption application, IRS tax exemption letter, by-laws, articles of incorporation and the fiscal year 2017-2018 school financials.

Please let me know if you need any additional document or have any question.

Thank you.

On Tue, Oct 2, 2018 at 2:55 PM Julie Castaneda < julie.castaneda @pima.gov > wrote:

Julie Castañeda

Pima County Clerk of the Board

130 W. Congress St., 5th Floor

Tucson, Arizona 85701

(520) 724-8007

From: Julie Castaneda

Sent: Tuesday, October 2, 2018 1:25 PM

To: 'pcelik@sonoranschools.org' <pcelik@sonoranschools.org>

Subject: Exemption

Good Afternoon,

Per our conversation please see the attached form that needs to be completed along with the required documents.

Also, please provide a letter addressed to the Board of Supervisor indicating what you are request. (tax year(s), organization type, property address and parcel #)

Everything should be submitted to the Clerk of the Board's Office.

Thanks,

Julie Castañeda

Pima County Clerk of the Board

130 W. Congress St., 5th Floor

Tucson, Arizona 85701

(520) 724-8007

Tuncay Celik Chief Financial Officer Sonoran Schools 1489 W. Elliot Rd Ste #103 Gilbert, AZ 85233

Direct: (480) 940-5440

Central Office: (480) 940-5440

www.sonoranschools.org



Tuncay Celik Chief Financial Officer Sonoran Schools 1489 W. Elliot Rd Ste #103 Gilbert, AZ 85233

Direct: (480) 940-5440

Central Office: (480) 940-5440 www.sonoranschools.org



Please Note

Information listed in the History Corporate Inquiry may not reflect the most up to date information on record with the Commission. Please contact the Customer Service Call Center at 602-542-3026 for additional information.

Search Date and Time:

5/2/2018 1:54:24 PM

File Number: **14184091**

Corporation Name:

SONORAN SCIENCE ACADEMY-BROADWAY

MERGED WITH OTHER CORPORATION 11/8/2017

Corporate Inquiry	Collapse Expa
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Corporation Name	SONORAN SCIENCE ACADEMY-BROADWAY
Domestic Address	
2430 W RAY RD, SUITE # 3 CHANDLER, AZ 85224	
Statutory Agent Information	
Agent Name: CLG SERVICES LLC	
Agent Mailing Address:	
2307 S RURAL RD TEMPE, AZ 85282	
Agent Physical Address:	
2307 S RURAL RD	

Agent Status: APPOINTED 06/23/2014

Agent Last Updated: 03/14/2017

Additional Entity Information

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Entity Type: NON-PROFIT	Business Type: EDUCATIONAL

Incorporation Date: 1/2/2008 Corporation Life Period: PERPETUAL

Domicile: ARIZONA County: MARICOPA

Approval Date: 1/3/2008 Original Publish Date: 1/16/2008

Status: MERGED WITH OTHER CORPORATION Status Date: 11/8/2017

Officer Information

é

Name	FATIH KARATAS
Title	CHIEF EXECUTIVE OFFICER
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	10/16/2012
Last Updated	01/10/2017
Name	ADIBAHON JURAYEVA
Title	PRESIDENT
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017
Name	ALI KEMAL UNVER
Title	SECRETARY
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017

Name	ABDULLAH YILMAZ
Title	TREASURER
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017

Pirector Information	
Name	REGINALD ADAMS
Title	DIRECTOR
Address .	2325 W RAY RD STE 3 CHANDLER, AZ 85224
Date of Taking Office	06/23/2017
Last Updated	06/26/2017
Name	ALI KEMAL UNVER
Title	DIRECTOR
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017
Name	ABDULLAH YILMAZ
Title	DIRECTOR
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017
Name	ADIBAHON JURAYEVA
Title	DIRECTOR
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017

Name	LESLY BACA RUIZ
Title	DIRECTOR
Address	2430 W RAY RD. SUITE # 3 CHANDLER, AZ 85224
Date of Taking Office	09/16/2014
Last Updated	01/10/2017

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Document Number	06118511 (http://corporations.images.azcc.gov/06118511.p
Description	STATEMENT OF MERGER
Date Received	11/8/2017
Document Number	05978723 (http://corporations.images.azcc.gov/05978723.p
Description	OFFICER/DIRECTOR CHANGE
Date Received	6/23/2017
Document Number	05839915 (http://corporations.images.azcc.gov/05839915.p
Description	CHANGE(S)
Date Received	3/1/2017
Document Number	05759364 (http://corporations.images.azcc.gov/05759364.p
Description	17 ANNUAL REPORT
Date Received	12/5/2016
Document Number	05290438 (http://corporations.images.azcc.gov/05290438.p
Description	16 ANNUAL REPORT
Date Received	11/2/2015
Document Number	05256534 (http://corporations.images.azcc.gov/05256534.p
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Description	OFFICER/DIRECTOR CHANGE
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Description	OFFICER/DIRECTOR CHANGE
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Date Received	1/17/2012
Document Number	03410181 (http://corporations.images.azcc.gov/03410181
Description	AGENT APPOINTMENT
Date Received	2/14/2011
Document Number	03398163 (http://corporations.images.azcc.gov/03398163
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Date Received	2/11/2011
Document Number	03162167 (http://corporations.images.azcc.gov/03162167
Description	10 ANNUAL REPORT
Date Received	5/24/2010

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Description	10 ANNUAL REPORT				
Date Received	4/21/2010				
Document Number	02707212 (http://corporations.images.azcc.gov/02707212.p				
Description	09 ANNUAL REPORT				
Date Received	2/26/2009				
Document Number	02529658 (http://corporations.images.azcc.gov/02529658.p				
Description	PUB OF AMENDED/RESTATED ARTICLES				
Date Received	8/18/2008				
Document Number	02455608 (http://corporations.images.azcc.gov/02455608.p				
Description	AMENDMENT				
Date Received	7/14/2008				
Document Number	02269899 (http://corporations.images.azcc.gov/02269899.p				
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32107003813	1/16/2008	PUB OF ARTICLES				
32145003239	7/14/2008	AMENDMENT				
32154001548	8/18/2008	PUB OF AMENDED/RESTATED ARTICLES				
32233031011	2/26/2009	09 ANNUAL REPORT				
32313011049	4/21/2010	10 ANNUAL REPORT				
32318040010	5/24/2010	10 ANNUAL REPORT				
32252060009	2/14/2011	AGENT APPOINTMENT				

Location	Entered	Description
32340070030	10/16/2012	OFFICER/DIRECTOR CHANGE
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Corporation Name	AND THE RESERVE OF THE PROPERTY OF THE PROPERT	DAISY EDUCATION CORPORATION (/Details/corp? corpid= 08895211)

Print Details

Privacy Policy (http://www.azcc.gov/Divisions/Administration/Privacy.asp) I Contact Us (http://www.azcc.gov/divisions/corporations/contact-us.asp)

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACCUSE ONLY.

STATEMENT OF MERGER

Read the Instructions M075i

•		
1. SURVI	VING ENTITY NAME: DAISY EDUCA	ATION CORPORATION
1.1	SURVIVING ENTITY JURISDICTION	ON OF ORGANIZATION: ARIZONA
1.2	SURVIVING ENTITY TYPE - check	only one and follow instructions:
	Arizona corporation or LLC ali this Statement Articles of Amend	ready in existence in A.C.C. records – if applicable, attach to ment.
	of Incorporation (corporations), A	C, or limited partnership – attach to this Statement the Article Articles of Organization (LLCs), or Statement of Qualification I limited partnerships must also file with the Arizona Secretary o
	☐ Foreign corporation or LLC alm	ready registered with the A.C.C.
		eking registration with the A.C.C attach to this Statement porations) or Application for Registration (LLCs).
	Foreign corporation, LLC, or o the A.C.C.	ther entity that is not, and will not, be registered with
	e surviving entity. If more space is re	type, and jurisdiction of organization of all merging entities othe quired, list all information on a separate sheet and attach it to
Merging entity name	e :	Merging entity name:
	CIENCE ACADEMY-BROADWAY	
Entity type (corpora		Entity type (corporation, LLC, etc):
Jurisdiction of organ	nization:	Jurisdiction of organization:
Merging entity nam	e:	Merging entity name:
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the A.C.C.	•	·	•	.,	,		•		
4.1 REQUIRED – give the name (can be an individual or an entity) and physical or street address (not a P.O. Box) in Arizona of the					4.2 OPTIONAL – mailing address in Arizona of statutory agent (can be a P.O. Box):				
statutory C	G SERV	ICES LL	.C		popular karantini ini ing ing ing ing ing ing ing ing			nago de la composition della c	
ory Agent Name (requ		······································	<u> </u>	<u> </u>	<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>				
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s 2 (optional)	~~~~~~~~~	AZ		Address 2 (d	optional)	AZ			
EMPE		State	zip 85282	City		Stat	e Zip		
4.3 IF A NEW A Statement.	GENT IS E	BEING AP	POINTED - the S	tatutory Agent A	Acceptance form	<u>n M002</u> must l	oe attached t	o this	
		<u>-</u>							
5. FOREIGN	SURVIV	ING EN	TITY, NOT QU	ALIFIED IN A	ARIZONA - M	AILING AD	DRESS (fo	reign	
entities tha	t are not	and wil	l not be qualifie	d to transact l	ousiness or co	nduct affairs			
provide a i	ialling ac	adress to	which service	of process ma	y be mailed):				
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Atten	on (optional)								
		····							
Addre	s 1								
i	s 2 (optional)							
Addre					}				
Addre	-	~			State or	Z	in		

if it is also a merging entity):

By the signatures appearing on this Statement of Merger, each entity declares under the penalty of perjury that the plan of merger was approved by each merging entity, and by the surviving entity if it is also a merging entity, in accordance with A.R.S. § 29-2203, and also by each foreign merging entity or foreign merging and surviving entity in accordance with the laws of its jurisdiction of organization.

GNATURÉS:	The su If more	r viving space is	needed	rust si , attacl	gn if it h a sepa	rate shee	et with all		information	ı. hat this Stat
								e with Ariz		
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7. DELAYED EFFECTIVE DATE - Complete this section only if the merger will have a delayed effective

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.

If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.