

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**

BALL CHARTER SCHOOLS (EASTSIDE)

Pursuant to the provisions of A.R.S. Section 10-1006, **BALL CHARTER SCHOOLS (EASTSIDE)** (“Corporation”) hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. Paragraph 1 has been amended as follows:

“1. Name. The name of this corporation is **BALL CHARTER SCHOOLS (VAL VISTA)**.”

2. Paragraph 4 has been amended as follows

“4. Purpose: This Corporation is organized and to be operated as a nonprofit corporation exclusively for charitable, scientific, literary or educational purposes, as a tax-exempt organization under sections 501(a) and 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States revenue law). In furtherance of its exempt purpose, the Corporation will 1) administer property donated to the Corporation for charitable, scientific, literary or educational purposes; 2) distribute the donated property and the income from the property to or on behalf of qualified organizations and persons for charitable, scientific, literary or educational purposes; and 3) do and perform such acts as may be necessary or appropriate in carrying out the foregoing purposes of the Corporation.”

3. Paragraph 9 has been amended as follows:

“9. Prohibited Transactions: No part of the net earnings, gains or assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, or organizations organized and operated for a profit, 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 its exempt purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a

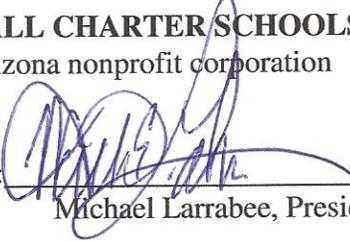
corporation exempt from federal income taxation under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States revenue law) and/or (2) by a corporation, contributions to which are deductible under sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States revenue law).”

4. Paragraph 12 is hereby deleted.

5. The amendments were duly adopted by the Board of Directors of the Corporation on October 17, 2011, in the manner prescribed by the Arizona Nonprofit Corporation Law and there is no other group or person whose approval is necessary.

DATED: October 17, 2011.

BALL CHARTER SCHOOLS (EASTSIDE), an
Arizona nonprofit corporation

By: 

Michael Larrabee, President