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RICHARD T. MAUGHAN
DAVIS COUNTY, UTAH RECORDER
10/23/2017 2:58:00 PM
FEE \$23.00 Pgs: 7
DEP eCASH REC'D FOR FOUNDERS TITLE CO - LAY

WHEN RECORDED MAIL TO:
Grantee
1425 South Angel Street
Kaysville, UT 84037

17-023039

SPECIAL WARRANTY DEED
(CORPORATE FORM)

Oquirrh Mountain Charter School, a Utah non-profit corporation, a corporation organized and existing under the laws of the State of Utah, grantor, with its principal office at 1425 South Angel Street, Kaysville, County of Davis, State of Utah, hereby CONVEYS and WARRANTS only as against all claiming by, through or under it to Jefferson Academy, a Utah non-profit corporation, grantee of 1425 South Angel Street, Kaysville, UT 84037 for the sum of TEN DOLLARS AND OTHER GOOD AND VALUABLE CONSIDERATION - - - - - the following described tract of land in DAVIS County, State of Utah:

All of Lot 1, KAYSVILLE SUNSET EQUESTRIAN ESTATES PLAT 14A, A SUBDIVISION, according to the Official Plat Recorded November 7, 2008, as Entry No. 2403450, as filed in the Office of the County Recorder of DAVIS County, State of Utah. *

The following is shown for informational purposes only: Tax Parcel No. 08-453-0001

This deed is given to disclose the fact that the Grantor herein has formally changed its operating name to the above named Grantee, pursuant to those certain articles filed with the Utah State Department of Commerce. A copy of the filed articles are attached hereto and made a part hereof.*

The officers who sign this deed hereby certify that this deed and the transfer represented thereby was duly authorized under a resolution duly adopted by the board of directors of the grantor at lawful meeting duly held and attended by a quorum.
In witness whereof, the grantor has caused its corporate name and seal to be hereunto affixed by its duly authorized officers this 23 day of October, 2017.

SUBJECT TO easements, covenants, restrictions, rights of way and reservations appearing of record and taxes for the year 2017 and thereafter.

Oquirrh Mountain Charter School, a Utah non-profit corporation


By: Keith Facec
Its: Board Chair

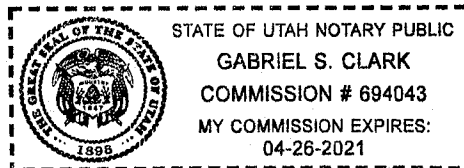
STATE OF UTAH
COUNTY OF Salt Lake)

On the 23 day of October, 2017, personally appeared before me K. Keith Facec, who, being by me duly sworn, did say that he/she is the Board Chair of Oquirrh Mountain Charter School, a Utah non-profit corporation and that the said instrument was signed in behalf of said corporation by authority of its board of directors and the aforesaid officer acknowledged to me that said corporation executed the same.


Notary Public

Commission Expires:

Residing In:



* ALSO THE FOLLOWING:

All of Parcel A, Kaysville Sunset Equestrian Estates Plat 14B, Kaysville City, Davis County, Utah, according to the official plat thereof.

08-537-1414

7001621-0140


ARTICLES OF AMENDMENT AND RESTATEMENT
OF THE ARTICLES OF INCORPORATION
OF
OQUIRRH MOUNTAIN CHARTER SCHOOL,
A UTAH NONPROFIT CORPORATION

AMENDMENT

Oquirrh Mountain Charter School, a Utah nonprofit corporation duly incorporated on May 19, 2008, under the laws of the State of Utah, hereby amends and restates its Articles of Incorporation in accordance with the provisions of § 16-6a-1001 et seq. of the Utah Revised Nonprofit Corporation Act, as amended as follows:

1. The name of the nonprofit corporation is Oquirrh Mountain Charter School.
2. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety, and the text of the amended and restated Articles of Incorporation is set forth below.
3. These Second Amended and Restated Articles of Incorporation were adopted by a majority of the Corporation's board of directors on the 27th day of June, 2012, without member action; the Corporation does not have any voting members.
4. Besides the Corporation's board of directors, no other person is required to approve the following Second Amended and Restated Articles of Incorporation .

IN WITNESS WHEREOF, these Articles of Amendment and Restatement are hereby executed, effective as of the 27th day of June, 2012.




Keith Facer
Board Chair of Oquirrh Mountain Charter School

Case: 11-19-12-007-41-8700
Federal Number: ARS441
Amount Paid: \$77.00
11/20/12

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certify that the foregoing has been filed
and approved on this 14 day of NOV 20 12
in this office of this Division and hereby issued
This Certificate thereof.

Examiner: to Date: 11-20-12




Kathy Berg
Division Director

SECOND
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
JEFFERSON ACADEMY
A UTAH NONPROFIT CORPORATION

The undersigned, acting under the Utah Revised Nonprofit Corporation Act, Utah Code Ann. 16-6a-1001 et seq (the "Act"), adopts the following Second Amended and Restated Articles of Incorporation (the "Articles"), which amend and restate the amended Articles of Incorporation previously adopted, and does hereby certify

ARTICLE I

Name

The name of the Corporation shall be Jefferson Academy, a Utah nonprofit corporation (the "Corporation")

ARTICLE II

Principle Office/Place of Business

The principal place of business in Utah and the mailing address of the Corporation shall be 1425 South Angel Street, Kaysville, UT 84037. The business of the Corporation may be conducted in all states of the United States, and in all territories thereof, and in such other locations around the world as the Board of Directors shall determine

ARTICLE III

Purpose

The purposes for which the Corporation is formed are exclusively for charitable, benevolent and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any future United States internal revenue law) (the "Code"). In furtherance of these purposes, the Corporation may

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engage in all lawful activities and pursuits consistent with the powers described in the Utah Revised Nonprofit Corporation Act and authorized by Code Section 501(c)(3), including, but not limited to, operating a Utah Charter School and all activities related thereto

Furthermore, the Corporation is formed exclusively for purposes for which a corporation may be formed under the Utah Revised Nonprofit Corporation Act, and not for pecuniary profit or financial gain. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons or organizations, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. The Corporation shall have the power to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any such purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent provided in Code Section 501(h)), and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described in Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Sections 170(c), 2055(a) and 2522(a).

ARTICLE IV

Members/Stock

The Corporation shall not have any class of members or stock

ARTICLE V

Board of Directors

1 The property, business and affairs of the Corporation shall be managed by a Board of Directors. The number of Directors shall be no less than three (3), but may be more than three (3), as fixed from time to time by the Bylaws of the Corporation. Should the number of Directors become less than three (3), the remaining Directors shall, subject to approval by the Utah State Charter School Board ("USCSB"), appoint a replacement by majority vote.

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2 The Directors shall be elected in the manner set forth in the Bylaws of the Corporation

3 The Directors shall manage the business of the Corporation. Each Director shall hold office until such time as the Director resigns, is replaced by the remaining Directors or by election, or is removed by USCSB with or without cause. Vacancies on the Board shall be filled by a vote of the majority of the remaining Directors, subject to the approval of USCSB set forth below.

4 At the election or appointment of any new Director, the Corporation's Secretary shall send notice to the Director of USCSB, by certified mail, return receipt requested. The notice shall include the identity of the nominated Directors and a request for approval of the appointment of the nominated Director. USCSB will have sixty (60) days to approve or reject the nomination of the Director. If USCSB fails to act within the sixty (60) days, the nomination will be deemed approved. The nominated Director may act as a Director, pending the approval or rejection of USCSB. A director may be removed by the USCSB at any time with or without cause. Notwithstanding anything in these Articles to the contrary, the provisions of this Article Five that gives USCSB rights to approve and/or remove Directors will not be amended or altered without the prior written consent of USCSB.

5 The names and addresses of the natural persons who are serving as the current Directors of the Corporation are as follows: (1) Keith Facer, 1425 S Angel Street, Kaysville, UT 84037, (2) Neal Harris, 1425 S Angel Street, Kaysville, UT 84037, (3) Shelley Young, 1425 S Angel Street, Kaysville, UT 84037, (4) Kristi Carlston, 1425 S Angel Street, Kaysville, UT 84037, (5) Kristine Beelek, 1425 S Angel Street, Kaysville, UT 84037, and (6) Joshua Spilker, 1425 S Angel Street, Kaysville, UT 84037.

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ARTICLE VI

Officers

The Officers of the Corporation shall be as set forth in the Bylaws.

ARTICLE VII

Distribution on Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, transfer the assets of the Corporation to the Utah State Board of Education.

ARTICLE VIII

Registered Office/Agent

The name of the natural person who is to serve as the Registered Agent of the Corporation is Kerth Facer. The address of the Corporation's registered office shall be 1425 South Angel Street, Kaysville, UT 84037

ARTICLE IX

Amendment

These Articles may be amended from time to time, in whole or in part, by the affirmative vote of two-thirds (2/3) of the whole number of Directors, provided that no amendment that diminishes the rights of USCSB shall be adopted without the approval of USCSB. Any such amendments shall be consistent with the Corporation's status as a tax exempt organization under Code Section 501(c)(3)

ARTICLE X

Bylaws


The Board may adopt bylaws that are not inconsistent with law or these Articles for the regulation and management of the affairs of the Corporation. No bylaws shall be adopted which conflict with the provisions in Article Five, relating to rights of USCSB, without the prior written consent of USCSB

ARTICLE XI

To the extent permitted or required by the Act and any other applicable law, if any Director or officer of the Corporation is made a party to or is involved in any proceeding because such person is or was a Director or officer of the Corporation, the Corporation (i) shall indemnify such person from and against any judgments, penalties, fines, amounts paid in settlement and reasonable expenses incurred by such person in such proceeding, and (ii) shall advance to such person expenses incurred in such proceeding

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IN WITNESS WHEREOF, the foregoing Second Amended and Restated Articles of Incorporation are hereby executed, effective as of the 27th day of June, 2012



Keith Facer

Board Chair of Jefferson Academy

ACCEPTANCE OF APPOINTMENT

The undersigned, Keith Facer, an individual resident of the State of Utah over the age of eighteen (18) years, named herein as the registered agent for Jefferson Academy hereby acknowledges and accepts the appointment as registered agent for said Corporation



Keith Facer, Registered Agent

Kaysville, Utah

June 27, 2012

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