

**ARTICLES OF INCORPORATION
OF
HOPE LEADERSHIP ACADEMY CHARTER SCHOOL**

The undersigned, being a natural person of the age of eighteen years or more, for the purpose of forming a nonprofit corporation under the provisions of the Missouri Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation is Hope Leadership Academy Charter School

ARTICLE II

This corporation is a public benefit corporation. Such designation is made solely for the purposes of Section 355.096.2(2) of the Missouri Nonprofit Corporation Act.

ARTICLE III

This corporation is organized exclusively for charitable, scientific and educational purposes. The terms charitable, scientific and educational shall have the same meanings herein that they have in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect.

Without limiting the generality of the foregoing, the purposes of this corporation shall include the following:

a. to establish and operate a charter school focusing on youth leadership development;

provided, however, that notwithstanding the foregoing enumeration of particular purposes found in this paragraph, this corporation shall not engage in any activity which may not be engaged in by a corporation which is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect.

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. This corporation shall not directly or indirectly participate in, or intervene (including the publishing or distributing of statements) in, any political campaign on behalf of (or in opposition to) any candidate for public office.

No part of the net earnings or other assets of this corporation shall inure to the benefit of any director, officer, contributor, or other private individual, having, directly or indirectly, any personal or private interest in the activities of this corporation, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in this Article III.



ARTICLE IV

This corporation shall have all the powers of a corporation organized under the Missouri Nonprofit Corporation Act; provided, however, that none of the powers of this corporation shall be exercised to carry on activities, otherwise than as an insubstantial part of its activities, which are not in themselves in furtherance of the purposes of this corporation.

ARTICLE V

The duration of this corporation shall be perpetual.

ARTICLE VI

The name and address of the incorporator are:

Name:
Charles W. Hatfield

Address:
230 W. McCarty St.
Jefferson City, MO 65101

ARTICLE VII

The address of the initial registered office in the State of Missouri is 1201 Walnut, Suite 2800, Kansas City, MO 64106. The name of the initial registered agent at said address is SMF Registered Services, Inc.

ARTICLE VIII

This corporation shall have members. There shall be only one class of membership. Each member of this corporation shall be entitled to cast one vote on every matter at any meeting of the members except to the extent the bylaws provide otherwise and except to the extent, if any, that cumulative voting is permitted by the bylaws of this corporation in the election of directors.

Except as set forth above, the characteristics, qualifications, rights, limitations and obligations (including transfer rights) of members and conditions of membership shall be as set forth in the bylaws of this corporation.

ARTICLE IX

This corporation may agree to the terms and conditions upon which any director, officer, employee or agent accepts his or her office or position and in its bylaws, by contract or in any other manner may agree to indemnify and protect any director, officer, employee or agent of this corporation, or any person who serves at the request of this corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, to the extent authorized or permitted by the laws (including without limitation the statutes, case law and principles of equity) of the State of Missouri.

ARTICLE X

Upon dissolution of this corporation and after discharging all liabilities and obligations of this corporation (or making adequate provision therefor) and after the return, transfer or conveyance of all assets requiring return, transfer or conveyance thereof because of the dissolution of this corporation and after taking any other action required by law, any remaining assets of this corporation shall be distributed to any one or more organizations selected by the board of directors which are organizations described in each of Sections 501(c)(3), 170(c)(2), 2055(a) and 2522(a) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal internal revenue laws then in effect.

ARTICLE XI

The property and affairs of this corporation shall be managed by a board of directors. The first board of directors shall consist of three persons, who shall be vested with the power and authority to adopt the initial bylaws of this corporation and who shall hold office until the second annual meeting of the members and until their successors are duly elected and qualified, all as provided in the bylaws. The number of members of the board of directors shall not be less than three and shall be fixed by, or in the manner prescribed in, the bylaws, as amended from time to time at any time after the adoption of the initial bylaws. Directors shall be elected or appointed in the manner and for the terms and shall have such qualifications as provided in the bylaws.

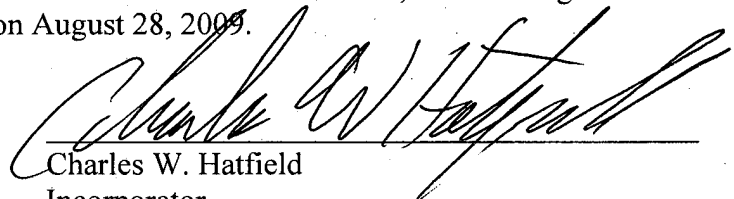
ARTICLE XII

A member of this corporation is not, as such, personally liable for the acts, debts, liabilities or obligations of this corporation.

ARTICLE XIII

This corporation reserves the right to alter, amend or repeal any provision contained in its Articles of Incorporation in the manner now or hereafter prescribed by the statutes of the State of Missouri, and all rights and powers conferred herein are granted subject to this reservation.

IN AFFIRMATION OF THE FACTS STATED ABOVE, the undersigned has executed these Articles of Incorporation on August 28, 2009.



Charles W. Hatfield
Incorporator

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF INCORPORATION MISSOURI NONPROFIT

WHEREAS, Articles of Incorporation of

Hope Leadership Academy Charter School
N00992813

have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of the State of Missouri do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
31st day of August, 2009.

Robin Carnahan

Secretary of State

