

**ARTICLES OF INCORPORATION
OF
PEACHWOOD EARLY LEARNING CENTER, INC.**

I, the undersigned incorporator, hereby form and establish a corporation NOT FOR PROFIT under the laws of the State of Kansas.

ARTICLE I.
NAME

The name of the corporation is PEACHWOOD EARLY LEARNING CENTER, INC.

ARTICLE II.
PURPOSE

This corporation is organized exclusively for charitable, educational, religious and scientific purposes that qualify under Internal Revenue Code Sections 501(c)(3) and 170(c)(2) (or the corresponding provision under any future United States Internal Revenue Code).

ARTICLE III.
POWERS

In order to further such objects and purposes, this corporation shall have and may exercise all the powers conferred by the laws of the State of Kansas upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, including the power to own, accept, acquire and dispose of real or personal property, and to obtain, invest and retain funds in advancing the purposes set out in Article II.

ARTICLE IV,
PROHIBITED ACTIVITIES

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that this 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 Articles II hereof.

(1) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under

Section 501(c)(3) of the Internal Revenue Code of 1986, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

2) No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE V.
CAPITAL STOCK

This corporation will not have authority to issue capital stock.

ARTICLE VI.
MEMBERSHIP

The authorized number, if any, and qualifications of members, the different classes of membership, if any, the property, voting, and other rights and privileges of members and their liabilities to dues and assessments and the method of collection, and the termination and transfer of membership, shall be as set forth in the bylaws.

ARTICLE VII.
BOARD OF DIRECTORS

The names and addresses of the persons who are appointed to serve as initial members of the Board of Directors until the election of their successors are:

Name: Shelley Palmer
Address: 1401 West Grand Avenue
Haysville, Kansas 67060

Name: Jesi Norris
Address: 1401 West Grand Avenue
Haysville, Kansas 67060

Name: Dana Watkins
Address: 1401 West Grand Avenue
Haysville, Kansas 67060

The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling

vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors, shall be as stated in the bylaws.

ARTICLE IX.
DIRECTORS' LIABILITY

- (1) No director shall be personally liable to the corporation or its members, for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing, a director shall be liable to the extent provided by applicable law:
 - (i) for breach of the director's duty of loyalty to the corporation or its members;
 - (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or
 - (iii) for any transactions from which the director derived an improper personal benefit
- (2) No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to the date when such provision becomes effective.
- (3) Except to the extent a director may violate his/her duties to the corporation under this Article, the corporation shall indemnify and hold the directors harmless against all other liabilities, including payment of reasonable costs of defense against any such alleged acts or omissions of the director.

ARTICLE X.
TERM

The term for this corporation is to exist as perpetual.

ARTICLE XI.
DISSOLUTION

Upon the dissolution of this corporation, the board of directors shall, after paying or making provisions for the payment of all the liabilities of this corporation, dispose of all of the assets of this corporation exclusively for the purposes of this corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), as the board of directors shall determine. Any such assets not

disposed of shall be disposed of by the District Court in the County and State in which the principal office of this corporation is then located exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes. ·

ARTICLE XII.
REGISTERED OFFICE AND AGENT

The registered office for the transaction of business of this corporation is to be located at 1401 West Grand Avenue, Haysville, Sedgwick County, Kansas 67060. The name of this corporation's initial registered agent at such address for service of process in this state is PEACHWOOD EARLY LEARNING CENTER, INC.

ARTICLE XIII.
INCORPORATOR

The name and address of the incorporator is:

Zach K. Wiggins
645 East Douglas, Suite 100
Wichita, KS 67202

IN WITNESS WHEREOF, the undersigned, being the person named above as the incorporator, has executed these Articles of Incorporation the 7th day of January, 2020.

Zach K. Wiggins, Incorporator

[Official Signed Document on File, Available Upon Request]