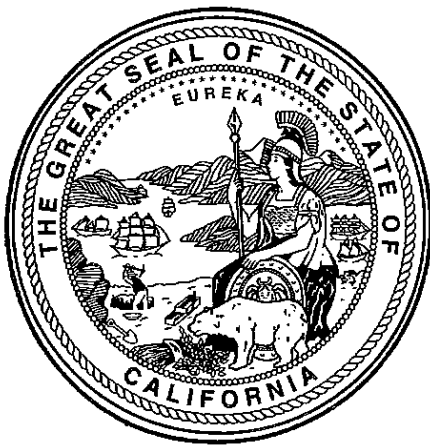


State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 20 2006

A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State

A0652897

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

NOV - 6 2006

**RESTATED ARTICLES OF INCORPORATION
JULIAN CHARTER SCHOOL, INC.
C2181291**

The undersigned certify that:

1. They are the president and the secretary, respectively of Julian Charter School, Inc., a California Corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

ARTICLE ONE: The name of this corporation is Julian Charter School, Inc.

ARTICLE TWO: This corporation is a nonprofit PUBLIC BENEFIT CORPORATION and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes.

The specific purpose of this corporation is to manage, operate, guide, direct and promote Julian Charter School and other public charter schools that the corporation should organize.

ARTICLE THREE: This corporation is organized and operated exclusively for public purposes within the meaning of Section 501(c)3 of the Internal Revenue Code.

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

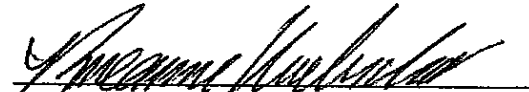
ARTICLE FOUR: The property of this corporation is irrevocably dedicated to public purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the


corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to one or more nonprofit fund, foundation or corporation which is organized and operated exclusively for public purposes and which has established its tax exempt status under Section 501(c)3 of the Internal Revenue Code.

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 8/27/2006


Roxanne Huebscher, President


Keesha Peterson, Secretary

