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FOR AMND/RESTATE/CORRECT OR O/D RESIGN
CANCELLOR CHARTER SCHOOL PARENT TEACHER PARTNERSHIP

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**FIRST AMENDMENT TO
THE CHANCELLOR CHARTER SCHOOL PARENT TEACHER PARTNERSHIP, INC.
ARTICLES OF INCORPORATION**

The Chancellor Charter School Parent Teacher Partnership, Inc., of Broward County, Florida, originally created Articles of Incorporation by an instrument dated November 16, 2001. CHARMAINE HARMUTH is presently serving as Treasurer of the Corporation and on the current Board of Directors. Based on vote of the Board of Directors and per the Bylaws, CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, has the authority to sign this first amendment of these Articles. According to the Bylaws of The Chancellor Charter School Parent Teacher Partnership, Inc., the board has retained the power to alter, amend, revoke or terminate the Articles of Incorporation. The Board of Directors now desires to amend the Articles of Incorporation as provided herein.

Item I.

CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, desires to add the following provisions to the Articles of Incorporation as ARTICLE IX:

ARTICLE IX. PURPOSE CLAUSE. The Chancellor Charter School Parent Teacher Partnership, Inc., is organized exclusively for the charitable, scientific, literary, or educational purposes within meaning of section 501 (c) (3) of the Internal Revenue Code or corresponding Section of any future Federal tax code (hereinafter "Internal Revenue Code").

Item II.

CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, desires to add the following provisions to the Articles of Incorporation as ARTICLE X:

ARTICLE X. DISSOLUTION CLAUSE. Upon the dissolution of the Chancellor Charter School Parent Teacher Partnership, Inc. after paying or adequately providing for satisfaction of the debts and obligations of The Chancellor Charter School Parent Teacher Partnership, Inc. the remaining assets shall be distributed to one or more nonprofit funds, foundations entities, or organizations which have established their tax exempt status under Status 501 (c) (3) of the Internal Revenue Code.

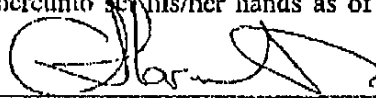
The foregoing changes reflected in this instrument are accepted by CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, as evidenced by such signatures below. Any notice requirement provided in the Articles of Incorporation is hereby waived. In every other respect, CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, hereby confirms and republishes the Articles of Incorporation.

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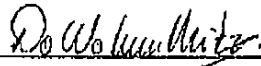
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IN WITNESS WHEREOF, CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, has hereunto set his/her hands as of the dates of their respective acknowledgments below.



CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors

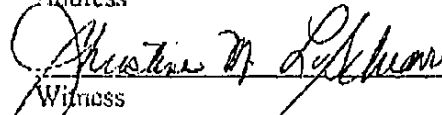
We, the undersigned witnesses, certify that the foregoing instrument was signed by the Incorporator in our presence as of the date first above written, and declared by CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, to be an amendment to the Articles of Incorporation of The Chancellor Charter School Parent Teacher Partnership, Inc. and such instrument was signed by CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, in our presence as of the date first above written, and we, the undersigned witnesses, sign our names hereunto as witnesses at the request and in the presence of the Incorporator, and in the presence of each other, on May 24, 2006, 2006.



Witness

340 Montclair Dr. Weston 33326

Address



Witness

890 Marina Dr. Weston Fl. 33327

Address

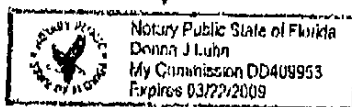
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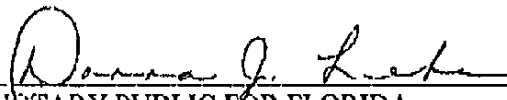
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COUNTY OF BROWARD

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SUBSCRIBED AND SWORN TO before me by CHARMAINE HARMUTH, Treasurer of the Corporation and member of the Board of Directors, personally known to me to be the person whose name is subscribed to the foregoing instrument, by Christine M. Lehn, a witness who is personally known to me, and by Christine M. Lehn, a witness who is personally known to me, on May 24, 2006.




 NOTARY PUBLIC FOR FLORIDA
 Notary's printed name: Donna J. Lehn

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