

NON-PROFIT CORPORATION
ARTICLES OF AMENDMENT
Pursuant to A.R.S. §10-1006

1. The name of the corporation is:
Mohave Educational Services Cooperative, Inc.
2. Attached hereto as Exhibit A is the text of each amendment adopted.
3. The amendment was adopted the 3rd day of April, 2008.
4. The amendment was duly adopted by act of (choose one):
 - The members
 - the board of directors (without member action and either member action was not required or members are not entitled to vote).
5. and with approval, in writing, by the person or persons so specified in the corporation's Articles of Incorporation or bylaws.

Dated as of this 23 day of April, 2008.

Signature: _____
(Pursuant to ARS §10-3120 (F)(G)) the Articles of Amendment must be executed by an officer of the corporation or the Chairman of the Board of Directors).

Title: President

Printed Name: Tim R. Leedy

EXHIBIT A

No Change Article I

No Change Article II

No Change Article III

No Change Article IV

No Change Article V

No Change Article VI

Article VII

The name and address of the statutory agent is Ernest Calderón, 2020 North Central Avenue, Suite 1110, Phoenix, Arizona, 85004. The Board of Trustees may, at any time, effect the revocation of this or any other appointment of such agent.

No Change Article VIII

No Change Article IX

No Change Article X

Article XI

In the event of dissolution or final liquidation of the Corporation, none of the property of the Corporation nor any proceeds thereof shall be distributed or divided among any of the directors or officers of the Corporation or inure to the benefit of any individual.

After all liabilities and obligations of the Corporation have been paid, satisfied or discharged, or adequate provision made therefore, all remaining property and assets of the Corporation shall be distributed to the Members of the Corporation by averaging the purchases made by each member, up to and including the three years prior to dissolution, to determine their percentage of ownership or final distribution. In the event that only liabilities and obligations remain at the time of dissolution, each Member's liability and obligation shall be limited to compliance with the terms of that Member's purchase order(s) in effect at the time of dissolution, if any.