

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
BUREAU OF COMMERCIAL SERVICES**

Date Received

(FOR BUREAU USE ONLY)

John H. Gretzinger
Mika Meyers Beckett & Jones PLC
900 Monroe NW
Grand Rapids, MI 49503

EFFECTIVE DATE:

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**ARTICLES OF INCORPORATION
For Use by Domestic Nonprofit Corporations**

Pursuant to the Nonprofit Corporation Act, 1982 PA 162, MCL 450.2101 to 450.3192 ("Act"), and Part 6A of The Revised School Code, 1976 PA 45, MCL 380.501 to 380.507 ("Code"), the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is: **Muskegon Heights Public School Academy System.**

The authorizing body for the corporation is: **School District of the City of Muskegon Heights Board of Education ("District").**

ARTICLE II

The purpose or purposes for which the corporation is organized are:

1. The corporation is organized for the purpose of operating as a public school academy in the State of Michigan pursuant to Part 6A of the Code, 1976 PA 45, MCL 380.501 to 380.507.

2. The corporation, including all activities incident to its purposes, shall at all times be conducted so as to be a governmental entity pursuant to Section 115 of the United States Internal Revenue Code ("IRC") or any successor law. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activity not permitted to be carried on by a governmental instrumentality exempt from federal income tax under Section 115 of the IRC

or by a nonprofit corporation organized under the laws of the State of Michigan and subject to a contract to charter a public school academy ("Contract") authorized under the Code.

ARTICLE III

The corporation is organized on a non-stock, directorship basis.

The value of assets which the corporation possesses is:

Real Property: \$0.

Personal Property: \$0

The corporation is to be financed under the following general plan:

- a. State school aid payments received pursuant to the State School Aid Act of 1979 or any successor law.
- b. Federal funds.
- c. Donations.
- d. Fees and charges permitted to be charged by public school academies.
- e. Other funds lawfully received.

ARTICLE IV

The address of the registered office is 900 Monroe NW, Grand Rapids, MI 49503.

The mailing address of the registered office is the same.

The name of the resident agent at the registered office is John H. Gretzinger.

ARTICLE V

The name and address of the incorporator is as follows:

John H. Gretzinger
900 Monroe Avenue NW
Grand Rapids, MI 49503

ARTICLE VI

The corporation is a governmental entity.

ARTICLE VII

The corporation and its incorporators, board members, officers, employees, and volunteers have governmental immunity as provided in Section 7 of 1964 PA 170, MCL 691.1407.

ARTICLE VIII

Before the issuance of a Contract to the corporation by the District, the method of selection, length of term, and the number of members of the Board of Directors of the corporation shall be approved by a resolution of the District as required by the Code.

ARTICLE IX

The Board of Directors shall have all the powers and duties permitted by law to manage the business, property and affairs of the corporation.

ARTICLE X

The officers of the corporation shall be a President, Vice-President, Secretary and a Treasurer, each of whom shall be a member of the Board of Directors and shall be selected by the Board of Directors. The Board of Directors may select one or more assistants to the Secretary or Treasurer, and may also appoint such other agents as it may deem necessary for the transaction of the business of the corporation.

ARTICLE XI

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, board, officers or other private persons, or organization organized and operated for a profit (except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article II hereof). Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a governmental entity exempt from federal income tax under Section 115 of the IRC, or comparable provisions of any successor law.

To the extent permitted by law, upon the dissolution of the corporation, the board shall after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to the District for forwarding to the state school aid fund established under Section 11 of Article IX of the State Constitution of 1963.

ARTICLE XII

These Articles of Incorporation shall not be amended except by the process provided in the Contract issued to the corporation by the District.

Amendments to the Articles of Incorporation take effect only after they have been approved by the corporation's Board of Directors and by the District and filed with the Michigan Department of Licensing and Regulatory Affairs, Bureau of Commercial Services. In addition, the corporation shall file with the amendment a copy of the District's approval of the amendment.

ARTICLE XIII

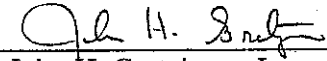
The definitions set forth in the Terms and Conditions incorporated as part of the Contract shall have the same meaning in these Articles of Incorporation.

ADOPTION OF ARTICLES

These Articles of Incorporation shall become effective upon filing. However, the corporation shall not carry out its purposes until the District issues a contract to operate a public school academy and the contract is executed by designated representatives of the corporation and the District.

The incorporator has executed these Articles of Incorporation on this 29th day of June, 2012.

By:



John H. Gretzinger, Incorporator