

COPY

CORPORATE CHARTER

OF

HARDIN VALLEY ACADEMY FOUNDATION, INC.

The undersigned, a natural person, having the capacity to contract and acting as the incorporator under the Tennessee Nonprofit Corporation Act, Tennessee Code Annotated §48-51-101, et seq., adopts the following charter for such corporation:

1. The name of the corporation shall be Hardin Valley Academy Foundation, Inc.
2. The Corporation shall be a public benefit corporation.
3. The Corporation is not a religious corporation
4. The address of the corporation's initial registered agent shall be: Christopher W. Martin, 111 Fox Road, Unit 102 Brookfield Professional Park, Knoxville, Tennessee 37922, and shall be in Knox County Tennessee.
5. The incorporator of the corporation is: Christopher W. Martin, Esq. c/o Ayres & Parkey, Attorneys, 111 Fox Road, Unit 102 Brookfield Professional Park, Knoxville, Tennessee 37922.
6. The address of the principal office of the corporation is: 11345 Hardin Valley Road, Knoxville, Tennessee 37932-1420.
7. The corporation will have no members.
8. The corporation is a not for profit corporation.
9. The duration of the corporation is perpetual.
10. The purposes for which the corporation are organized are exclusively educational, literary and scientific within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as amended (herein the "Code"), or the corresponding provision of any future federal tax code.

11. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) (3) of the Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Code or the corresponding section of any future federal tax code.

12. In furtherance of its educational, literary and scientific purposes, the corporation shall have the power to receive and allocate contributions within the discretion of the Board of Directors, to any organization organized and operated exclusively for charitable educational, literary and scientific purposes within the meaning of Section 501(c) (3) of the Code, or the corresponding section of any future federal tax code.

13. To the fullest extent permitted by the law of the State of Tennessee, including Tennessee Code Annotated §48-52-102, as it exists on the date hereof, or as it may hereinafter be amended, no director of the corporation shall be personally liable for monetary damages to the corporation or its members for any breach of fiduciary duty as a director; however, Tennessee Code Annotated Section 48-58-502(d)(1) and (2) restricts this limitation.

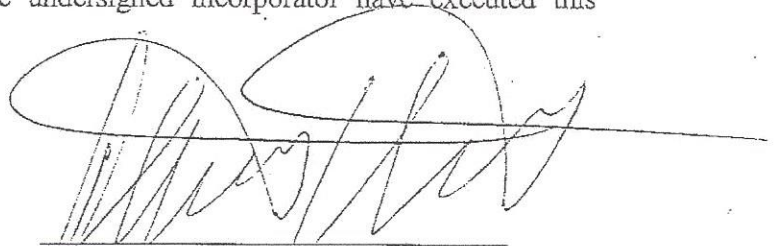
14. The corporation shall distribute its income for each taxable year in such manner as not to become subject to tax on the undistributed income imposed by Section 4942 of the Code, or the corresponding section of any future federal tax code.

15. The corporation shall not engage in any act of self-dealing under Section 4941 of the Code which would give rise to any liability for, or corresponding provisions of, any subsequent federal tax laws.

16. The corporation shall not retain any excess business holdings as defined in Section 4943 of the Code, or the corresponding section of any future federal tax code.

17. Upon any dissolution of the corporation, and pursuant to Tennessee Code Annotated §48-64-101, et seq. all liabilities and obligations of the corporation shall be paid or adequate provisions shall be made therefor, and the assets shall be distributed to such organization or organizations organized and operated exclusively for charitable educational, literary and scientific purposes within the meaning of Section 501(c) (3) of the Code, or the corresponding section of any future federal tax code, and as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by order of the Chancery Court for Knox County, Tennessee, or such other court of competent jurisdiction, in such a manner as to maintain the nonprofit status of the corporation through dissolution and to promote the purposes for which the corporation was established.

IN WITNESS WHEREOF I, the undersigned incorporator have executed this Charter on the 30 day of July, 2012.



Christopher W. Martin, Incorporator