

**RESTATED ARTICLES OF INCORPORATION
OF
VALLEY HOME SCHOOLERS, INC.**
(a Wisconsin Nonstock Corporation)

The following Restated Articles of Incorporation of VALLEY HOME SCHOOLERS, INC. (the "Corporation"), duly adopted pursuant to the authority and provisions of Chapter 181 of the Wisconsin Statutes, supersede and take the place of the existing articles of incorporation and any amendments thereto.

ARTICLE I
Name

The name of the corporation is VALLEY HOME SCHOOLERS, INC.

ARTICLE II
Organization

The corporation is organized under Chapter 181 of the Wisconsin Statutes.

ARTICLE III
Registered Agent and Principal Office

The registered agent of the corporation is Dorothy Wiseman. The registered office of the corporation is located at 4828 N. Fuji Drive, Appleton, Wisconsin 54913. The principal office of the corporation is located at 4828 N. Fuji Drive, Appleton, Wisconsin 54913.

ARTICLE IV
Members

The corporation shall have one or more classes of members. The designation of such class or classes and all membership provisions including, but not limited to, qualifications, rights, method of acceptance, suspension and expulsion of the members of such class or classes shall be as set forth in the bylaws.

ARTICLE V
Directors

The number of Directors and their manner of election or appointment and their terms of office shall be as provided in the bylaws, but the number of Directors shall not be less than three.

ARTICLE VI
Purpose

This corporation is organized exclusively for charitable, educational or religious purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. To the extent consistent with the above general purposes, the specific purposes of this corporation shall include, but not be limited to, the following:

- a. To encourage and maintain the creation, growth, and unity of a distinctly Christian home education support group through the Fox Valley area.

- b. To promote high quality home education programs which will encourage the development of Christ-like character, and which will meet the spiritual, intellectual, physical, and emotional needs of our children.

ARTICLE VII
Operational Limitations

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (2) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) This corporation shall not have or issue shares of stock. No dividends or pecuniary profits shall ever be declared or paid to, and shall not inure to the benefit of, any member of the corporation.

ARTICLE VIII
Dissolution

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the corporation's liabilities, dispose of all of the corporation's assets exclusively for the purposes of the corporation in such manner as the board of directors shall determine, or to such organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the board of directors shall determine.

CERTIFICATE

This Certificate is executed by the undersigned pursuant to Section 181.1006(8) of the Wisconsin Statutes, as follows:

I, the undersigned officer of VALLEY HOME SCHOOLERS, INC., a Wisconsin corporation (the "Corporation"), do hereby certify in connection with the adoption of the foregoing Restated Articles of Incorporation of the Corporation (the "Restatement") that:

- (a) The Restatement contains amendments to the Corporation's articles of incorporation requiring approval of the members.
- (b) The members of the Corporation adopted the Restatement on _____, 200__ in accordance with Section 181.1003 of the Wisconsin Statutes.

Executed as of the ____ day of _____, 200__.

Dorothy Wiseman, Chair

Please return to:
Dorothy Wiseman
4828 N. Fuji Dr.
Appleton, WI 54913
920-540-2577

This instrument was drafted by:
Attorney Alan E. Webster