

CERTIFICATE OF AMENDMENT AND RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
ARMY AND NAVY ACADEMY, CARLSBAD, CALIFORNIA

JEFFREY TISOR and BRAD LARSEN certify that:

1. They are the chairman and secretary, respectively, of Army and Navy Academy, Carlsbad, California, a California nonprofit public benefit corporation, with California Entity Number 189568 (the "Corporation").
2. The Articles of Incorporation of the Corporation are hereby amended in their entirety to read as follows:

ARTICLE I.

The name of this corporation shall be ARMY AND NAVY ACADEMY, CARLSBAD, CALIFORNIA.

ARTICLE II.

This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Law for public purposes.

The specific purposes of the Corporation are to:

1. Conduct a school of less than four-year collegiate degree.
2. Prepare young men for entrance to college and stimulate the development of virtuous leadership.

ARTICLE III.

The Corporation is organized and operated exclusively for the purposes set forth in ARTICLE II hereof within the meaning of the Internal Revenue Code section 501(c)(3).

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

The property of the Corporation is irrevocably dedicated to the purposes in ARTICLE II hereof and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

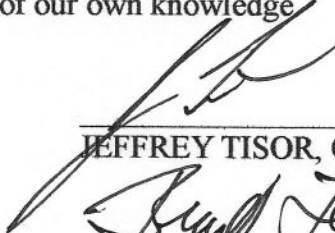
Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable or educational purposes and which has established its tax-exempt status under Internal Revenue Code section 501(c)(3).

3. The foregoing Articles of Incorporation has been duly approved by the Corporation's board of directors.

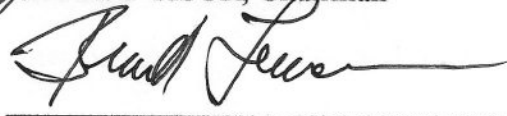
We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge

DATED: 3/1/25

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JEFFREY TISOR, Chairman



BRAD LARSEN, Secretary