AZ CORPORATION COMMISSION FILED

AUG 1 4 2015

STATE OF ARIZONA

OFFICE OF THE

PLE NO. L- 2026831-2

CORPORATION COMMISSION

ARTICLES OF ORGANIZATION

Pursuant to A.R.S. SS 29-632 the undersigned states as follows:

1. The name of the limited liability company is

The Gnome School, LLC

The address of the registered office in Arizona is

The Gnome School, LLC 1310 E Missouri Avenue Phoenix, AZ 85014

located in the County of MARICOPA.

3. The statutory agent's name and address is

Jeffrey D. Brown, CPA 1745 S Alma School Rd Ste 225 Mesa, AZ 85210

- 4. Purpose of this limited liability company is to provide education to pre-school children.
- 5. There is or will be one member at the time the limited liability company is formed.
- 6. The latest date on which the limited liability company is to dissolve is: The limited liability company is perpetual.

A. (Check appropriate Box.)
[] Management of the limited liability company is vested in a manager or managers.

[X] Management of the limited liability company is reserved to the members.

B. (Check the appropriate Box.)

The name and address of each person who is a [] Manager [x] Member at the time of formation of the limited liability company is:

1. Gregor R. Brockhaus 1310 E Missouri Avenue Phoenix, AZ 85014

The members have agreed that the transfer of memberships of the L.L.C. shall be restricted by requiring the unanimous consent of all members before any transfer can take place.

Signed: Gregor R. Brockhaus Date 2/07/2015

I, Jeffrey D. Brown, CPA, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

Jeffrey D. Brown, CPA

Statutory Agent

Date 8/7/15