

Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Grand Canyon Education, Inc.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 11/26/2003 and the period of its duration is perpetual
5. The address of its principal office is 3300 W. Camelback Road, Building 3, Phoenix, AZ 85017-3030
6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200
(Street Address, not P.O. Box)
Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island is
(City/Town) (Zip Code)

that address is Corporation Service Company
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Provider of online post secondary education services.

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>* See attached</u>	
Director		
Director		
Director		

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CORPORATIONS DIV
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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	* See attached	
Vice President		
Treasurer		
Secretary		

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
100,000,000	Common		\$0.01
10,000,000	Preferred		\$0.01

10. (a) \$ 252,167,039 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.
- (b) \$ 0 = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.
- (c) 0 % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. {divide (b) by (a) and multiply by 100 to obtain the percentage}
11. (a) \$ 502,231,128 = An estimate of the gross amount of business to be transacted by the corporation during the following year.
- (b) \$ 499,720 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.
- (c) .1 % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. {divide (b) by (a) and multiply by 100 to obtain the percentage}

12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____.

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 12/7/12

Ellen J. Perkins

Signature of Authorized Officer of the Corporation

Ellen J. Perkins, Vice President of Tax

Type or Print Name of Authorized Officer

Grand Canyon Education, Inc.
Officer and Director Attachment

Officers

Name Brian E. Mueller
Title President/CEO
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 2944 N Manor Drive West, Phoenix, AZ 85014
Date In Office 11/12/2008

Name Brian M. Roberts
Title Secretary
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 127 E. Royal Palm Road, Phoenix, AZ 85020
Date In Office 7/26/2012

Name Daniel E. Bachus
Title Treasurer/CFO
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 5942 E. Caballo Lane, Paradise Valley, AZ 85253-2216
Date In Office 11/12/2008

Name Ellen J. Perkins
Title Vice President of Tax
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 1526 W Avalon Dr, Phoenix, AZ 85015
Date In Office 10/29/2009

Directors

Name Brent D. Richardson
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 6645 E. Exeter Blvd, Scottsdale, AZ 85251-3125
Date In Office 11/26/2008

Name David J. Johnson
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 12621 SW Edgecliff Road, Portland, OR 97219
Date In Office 11/26/2008

Name Jack A. Henry
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 3117 E. San Juan Avenue, Phoenix, AZ 85016
Date In Office 11/29/2008

Name Brian E. Mueller
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 2944 N. Manor Drive West, Phoenix, AZ 85014-5521
Date In Office 11/26/2008

Name Bradley A. Casper
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 5134 E. Desert Park Lane, Paradise Valley, AZ 85253-3054
Date In Office 8/18/2011

Name Kevin F. Warren
Business Address 3300 W. Camelback Road, Phoenix, AZ 85017-3030
Home Address 2139 Longacres Drive, Chanhassen, MN 55317
Date In Office 9/12/2012



State of Rhode Island and Providence Plantations
BOARD OF EDUCATION
80 Washington Street, Suite 524
Providence, Rhode Island 02903-3400

Eva-Marie Mancuso, Esq.
Chair

June 17, 2013

Patrick Guida, Esq.
Vice-Chair

Jeremy Knee
State Compliance Administrator
Grand Canyon University
3300 West Camelback Road
PO Box 11097
Phoenix, AZ 85061-1097

Colleen A. Callahan, Ed.D.
Secretary

Antonio Barajas, M.D.

Michael Bernstein

Dear Mr. Knee:

Karin Forbes

Based upon review of past communications with this office, it has been determined by the Rhode Island Office of Higher Education that Grand Canyon University does not meet the requirements for physical presence and is not required to register for authorization to operate with the Rhode Island Board of Education.

Jo Eva Gaines

Michael Grande, CPA

William Maaia, Esq.

Pertinent information from the *Regulations Governing Institutions of Higher Education Operating in Rhode Island* is provided below.

Lawrence Purtill

Mathies Santos

Degree Granting Institutions.

Chapter 40 of Title 16 of the Rhode Island General Laws indicates that to transact business in this state and to grant academic, collegiate, professional, or similar degrees, an institution must be non-profit, must receive the prior authorization of the Rhode Island Board of Governors for Higher Education ("Board"), and must have received full New England Association of Schools and Colleges (NEASC) accreditation within "five years of its incorporation or establishment within this state or five years of being permitted to transact business within this state." (RIGL§16-40-1 and §16-40-2) As such, a for-profit institution that wishes to grant academic, collegiate, professional, or similar degrees within this state must obtain such authorization through the enactment of specific legislation by the state's General Assembly.

Additional procedures, standards, and requirements regarding the authorization of non-profit degree granting institutions are set forth in the Board's *Regulations Governing Institutions of Higher Education Operating in Rhode Island*, which may be found at <http://www.ribghe.org/hiedreg.htm>. These regulations also set forth a definition for "operate or operating" a degree granting institution in Rhode Island.

Distance Learning.

The Board's *Policy on Distance Learning* may be found at <http://www.ribghe.org/distance%20learning.pdf>. There, the Board indicates that:

- 1) It shall be the policy of the Board of Governors for Higher Education that, so long as a provider of distance learning has no physical presence in Rhode Island, it will not be subject to Board of Governors regulations. [Please see page A-3.2 of the policy for a definition of physical presence.]
- 2) If a provider has or seeks to establish a physical presence in Rhode Island, it shall be subject to the appropriate set of Board of Governors regulations and Rhode Island Office of Higher Education standards... [These regulations and standards are cited above].

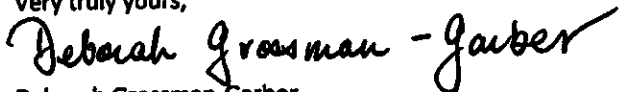
June 17, 2013
Jeremy Knee
Grand Canyon University
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Other State Departments.

Out-of-state entities that wish to operate in Rhode Island should contact the office of the Rhode Island Secretary of State (www.sos.ri.gov) for information regarding the authorization process and requirements. In addition, institutions offering programs and/or training leading to occupations regulated by the Rhode Island Department of Health (healthcare, nursing, cosmetology, tattooing, etc) should contact that department (www.health.ri.gov).

I hope that this information is helpful to you and answers your inquiry. Should you require any additional information please contact me at 401-456-6010 or dvellettri@ribghe.org.

Very truly yours,

A handwritten signature in black ink that reads "Deborah Grossman-Garber". The signature is written in a cursive, flowing style.

Deborah Grossman-Garber
Associate Commissioner for Academic Policy and Planning

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRAND CANYON EDUCATION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF JUNE, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GRAND CANYON EDUCATION, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

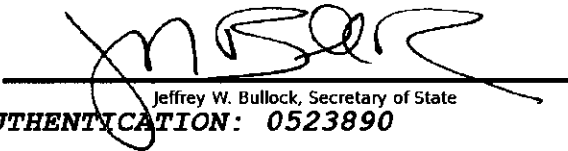
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0523890

DATE: 06-19-13



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

