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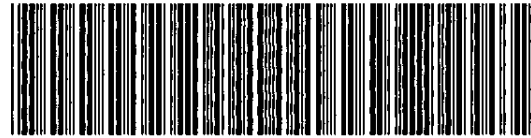
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 OCT 14 PM 1:04

PS 10/17/11

COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Beyond Sport Integrated USA, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Eric Saperstein  
Name (Printed or typed)  
6511 Vineyard Rd  
Address  
Orlando FL 32819  
City, State & Zip  
407-810-7349  
Daytime Telephone number  
ESAP@RSTEIN@gmail.com  
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF BEYOND SPORT INTEGRATED USA, INC.**

11 OCT 14 PM 1:04

**ARTICLE I: NAME**

The name of this nonprofit corporation shall be Beyond Sport Integrated USA, Inc. hereinafter called the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

Principal place of business: 6511 Vineland Road  
Orlando, FL 32819

Mailing Address: 6511 Vineland Road  
Orlando, FL 32819

**ARTICLE III: PURPOSE**

The purpose for which this non profit is organized is to promote the healthy development of children, youth and communities by using sports as a powerful tool to fight HIV/AIDS, discrimination and social injustices. This nonprofit corporation is formed exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IV: MEMBERSHIP**

The Corporation shall have no members.

**ARTICLE V: BOARD OF DIRECTORS**

The management of the Corporation shall be vested in the board of directors. The number of directors and the method of selecting directors shall be fixed by the bylaws of the Corporation.

#### ARTICLE VI: Initial Directors

The corporation's initial directors shall be:

Eric Saperstein, President  
6511 Vineland Road  
Orlando, FL 32819

Marc Mallow  
684 S. Mountain Road  
New York, NY 10956

Elizabeth Hutter  
6104 Twain Street, Unit 104  
Orlando, FL 32835

#### ARTICLE VII: CONFLICT OF INTEREST POLICY

The standard of behavior at the Corporation is that all staff, volunteers, and board members scrupulously avoid conflicts of interest between the interests of the corporation on one hand, and personal, professional, and business interests on the other.

The purpose of this policy is to protect the integrity of the Corporation's decision-making process, to enable our constituencies to have confidence in our integrity, and to protect the integrity and reputations of volunteers and the board. Before hiring or appointment, each board member will make written disclosure of interests, relationships, and holdings that could potentially result in a conflict of interest. These written disclosures will be kept on file and will be updated as is appropriate.

In the course of meetings or activities, individual board members will disclose any interests in a transaction or decision where a business, other nonprofit affiliation, family and/or significant other, employer, or close associates will receive a benefit or gain. After disclosure, the matter will be discussed and reviewed by the board.

In the event of a conflict of interest that prevents or may prevent a board member from acting on the matter in an impartial manner, board member may offer to the board to voluntarily excuse his or herself and will vacate his seat and refrain from discussing and voting on said item.

Failure to disclose conflicts of interest may be grounds for removal from office.

ARTICLE VIII: DISSOLUTION

In the event of the dissolution of the Corporation, all remaining assets shall be transferred and delivered to a 501(c)(3) entity for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X: INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent and street address shall be:

Eric Saperstein  
6511 Vineland Road  
Orlando, FL 32819

I hereby accept designation as registered agent of Beyond Sport Integrated USA, Inc. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Eric Saperstein/Registered Agent

10-11-11

Date

ARTICLE XI: INCORPORATOR

The Incorporator shall be:

Eric Saperstein, President  
6511 Vineland Road  
Orlando, FL 32819

Elizabeth Hutter  
6104 Twain Street, Unit 104  
Orlando, FL 32835

ARTICLE XII: AMENDMENTS

An amendment to these articles may be proposed by any person on the board of directors. Amendments shall be adopted by the board of directors by affirmative vote of three-fourths of the directors.

ARTICLE XIII: EARNINGS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III thereof. 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, nor to 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 Internal Revenue Code, or the corresponding section of any further federal tax code, or (b) by a corporation, contributions to which are tax deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Eric Saperstein  
Eric Saperstein

10-11-11  
Date

DEFINITION PAGE for Eric Saperstein

Quorum – A majority of the members of the board shall constitute a quorum (see bylaws).

Affirmative vote – affirmative vote means those who vote yes.