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FLORIDA PROFIT/NON PROFIT CORPORATION

The Mario Hezonja Foundation, Inc.

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| Certificate of Status | 0 |
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| Page Count | 07 |
| Estimated Charge | \$70.00 |

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12/05/16

**ARTICLES OF INCORPORATION
OF
THE MARIO HEZONJA FOUNDATION, INC.**

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

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ARTICLE I - NAME

The name of the corporation shall be THE MARIO HEZONJA FOUNDATION, INC.

ARTICLE II - PURPOSES

The purposes for which the corporation is organized are educational, health, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding Section of any future United States Internal Revenue law) (collectively, the "Code") including the making of distributions to organizations that qualify as exempt under Section 501(c)(3) of the Code.

In particular, the purposes shall include, but not be limited to, improving the health and welfare of children and youth in the United States and in less-resourced countries through education, supporting athletic activity, physical fitness, contributing to local public infrastructure projects (such as, but not limited to, playgrounds, basketball facilities, and related facilities) in areas of need both within and without the United States and performing such other charitable and educational activities as the Board of Directors may designate.

In general, the corporation shall do any and all acts and things, and exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise



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under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

The purposes for which this corporation is organized shall be limited to those which are strictly charitable. In no event shall this corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Code and the applicable rules and regulations thereunder; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Code and the applicable rules and regulations thereunder.

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 or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not engage in subversive activities.

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code and the applicable rules and regulations thereunder.

If this Corporation is classified as a "Private Foundation" within the meaning of Section 509 of the Code, then the Corporation shall cause its income for each taxable year to be distributed at such time and in such amounts so as to not subject the Corporation to tax under Section 4942 of the Code. In addition, the corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code and the

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regulations thereunder), retain any excess business holdings (as defined in Section 4943(c) of the Code and the regulations thereunder), make any investment in such a manner so as to subject the corporation to taxation under Section 4944 of the Code and the regulations thereunder, or make any taxable expenditure (as defined in Section 4945(d) of the Code and the regulations thereunder).

No compensation shall be paid to any officer, director, trustee, creator or organizer of the corporation or substantial contributor to it, except as a reasonable allowance for services actually rendered to or for the corporation. The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE III - POWERS

The corporation shall have the powers granted it by Chapter 617, laws of the State of Florida and specifically all powers which are necessary or convenient to effect any and all purposes for which the corporation is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Code and the applicable rules and regulations thereunder; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual.

ARTICLE IV - MEMBERS

This corporation shall have no Members.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - EXECUTIVE COMMITTEE/OFFICERS

As provided in the By-Laws, the affairs of the corporation shall be managed by an Executive Committee elected by a majority vote of the Board of Directors from among the current members of the Board of Directors consisting of a President, Vice President, Secretary and Treasurer. Each officer shall serve for a term as set forth in the By-Laws of the corporation.

ARTICLE VII - NAMES OF OFFICERS

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

| <u>Name</u> | <u>Office</u> |
|------------------|----------------------------|
| Mario Hezonja | President |
| Christopher Hill | Vice President / Treasurer |
| Nora Hezonja | Secretary |

ARTICLE VIII - FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation are as follows:

| <u>Name</u> | <u>Address</u> |
|------------------|--|
| Mario Hezonja | 1710 Santa Maria Place Orlando, Florida 32806 |
| Nora Hezonja | 1710 Santa Maria Place Orlando, Florida 32806 |
| Christopher Hill | Glaemischstrasse 15 8803 Rueschlikon, Switzerland |

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The number of directors shall be fixed in the By-Laws of this corporation but shall never be less than three (3). Directors shall be elected as provided in the By-Laws of this corporation.

ARTICLE IX – BY-LAWS

The By-Laws of the corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Directors at the annual meeting of the Board of Directors or at a duly called meeting of the Board of Directors in accordance with the By-Laws.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI - DISSOLUTION

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, a corporation qualified as tax-exempt as a public charity under Section 501(c)(3) of the Code or to the State of Florida. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

301 E. Pine Street, Suite 1400
Orlando, Florida 32801

The name of the initial registered agent of this corporation shall be:

William A. Boyles

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ARTICLE XIII - CORPORATION'S PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office and/or mailing address of this corporation shall be:

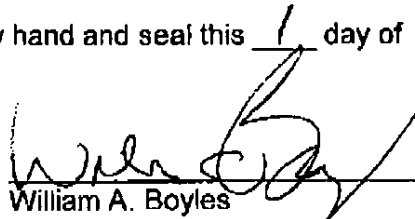
1710 Santa Maria Place
Orlando, Florida 32806

ARTICLE XIV - INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

William A. Boyles
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

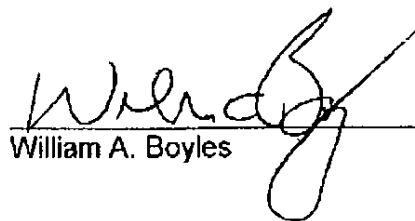
IN WITNESS WHEREOF, I have set my hand and seal this 1 day of December, 2016.


William A. Boyles

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the Registered Agent in the Articles of Incorporation of THE MARIO HEZONJA FOUNDATION, INC., I hereby accept and agree to act in this capacity.

Dated: 12-1, 2016.


William A. Boyles

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