

N170000003376

Mastermind Athletes

(Requestor's Name)

P.O. Box 21532 INC.

(Address)

Ft. Lauderdale, FL

(Address)

33335

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

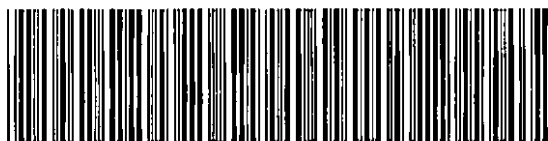
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SECRETARY OF STATE  
FLORIDA

Amend/CCIS

SEP 06 2018

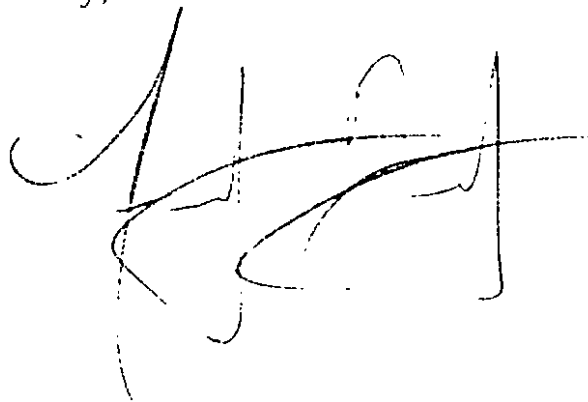
1 ALBRITTON

2018 AUG 27 AM 11:43

Dear Tyrone Scott and Irene Albrine,

My name is Frantz Joseph and I am the registered agent for Mastermind Athletes Inc, Doc#: N17000003376. I want to thank both of you for helping me out via telephone throughout this process. I am writing this letter just as you both requested me to do. When I initially filed my Articles of Incorporation electronically I made an error by not attaching the in depth Articles of Incorporation. In this letter you all will find the Amended Article of Incorporation. Currently you all have a money order that I sent to Tyrone's department. I would like that money order to be applied Mastermind Athletes Inc, Doc#: N17000003376. The remainder of the funds should be sent to Mastermind Athletes Inc, P.O. Box 21532 Fort Lauderdale, FL 33335. Thanks in advance for your help.

Sincerely,

A handwritten signature in black ink, appearing to be 'Frantz Joseph', written over a set of vertical lines that serve as a guide.

Articles of Amendment  
to  
Articles of Incorporation  
of

MASTERMIND ATHLETES INC

(Name of Corporation as currently filed with the Florida Dept. of State)

N17000003376

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

\_\_\_\_\_ The new  
name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc."  
"Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

\_\_\_\_\_, Florida  
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

\_\_\_\_\_  
Signature of New Registered Agent, if changing

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2019 AUG 27 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

**E. If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

SEE ADDITIONAL ATTACHED SHEETS FOR AMENDED ARTICLES OF INCORPORATION

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins or other markings on the paper.

# Amended

## ARTICLES OF INCORPORATION

### ARTICLE I

#### NAME

##### 1.01 Name

The name of this corporation shall **Mastermind Athletes, Inc.**

### ARTICLE II

#### DURATION

##### 2.01 Duration

The period of duration of the corporation is perpetual unless dissolved.

### ARTICLE III

#### PURPOSE

##### 3.01 Purpose

**Mastermind Athletes, Inc.** is a non-profit corporation and shall operate exclusively for exclusively for charitable, religious, educational, and scientific purposes (including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code) within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. **Mastermind Athletes, Inc.'s** purpose is to provide educational tools and support to young boys and girls who have the passion of becoming a Mastermind Athlete through S.T.E.M. and sports. We will give free seminars and lectures in public venues and utilize social media channels and the corporation's website to provide facts, statistics, and other related data on our current efforts and schedule of free events. Our programs include sending out ambassadors to raise social consciousness about the cause on a local and global level and to hold fundraising events in order to provide assistance to the boys and girls who are in need of educational S.T.E.M. and sports programs. To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for educational and charitable purposes. At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

##### 3.02 Public Benefit

**Mastermind Athletes, Inc.** is designated as a public benefit corporation.

### ARTICLE IV

#### NON-PROFIT NATURE

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**Mastermind Athletes, Inc.** is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of **Mastermind Athletes, Inc.** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of the **Mastermind Athletes, Inc.** any assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The organization to receive the assets of the **Mastermind Athletes, Inc.** hereunder shall be selected by the discretion of a majority of the managing body of the **Mastermind Athletes, Inc.** and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the **Mastermind Athletes, Inc.** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.03 Prohibited Distributions**

intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.05 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

##### **5.01 Governance**

**Mastermind Athletes, Inc.** shall be governed by its board of directors.

##### **5.02 Initial Directors**

The initial directors of the corporation shall be **Frantz Joseph, Colber Prosper and Jimmy Joseph.**

### **ARTICLE VI**

#### **MEMBERSHIP**

##### **6.01 Membership**

**Mastermind Athletes, Inc.** shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

### **ARTICLE VII**

#### **AMENDMENTS**

##### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

### **ARTICLE VIII**

#### **ADDRESSES OF THE CORPORATION**



### 9.01 Registered Agent

The registered agent of the corporation shall be:  
Frantz Joseph - 137 Bond St Clewiston, FL 33440

## ARTICLE X

### INCORPORATOR

The incorporators of the corporation are as follow:

Frantz Joseph - 137 Bond St Clewiston, FL 33440

### Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Mastermind Athletes Inc. were approved by the board of directors on 03/29/2017 and constitute a complete copy of Articles of Incorporation of the Mastermind Athletes, Inc.

Director – Frantz Joseph

137 Bond St Clewiston, FL 33440

Director – Colber Prosper

137 Bond St Clewiston, FL 33440

Director – Jimmy Joseph

137 Bond St Clewiston, FL 33440

### Acknowledgment of consent to appointment as registered agent

I, Frantz Joseph, agree to be the registered agent for Mastermind Athletes, Inc. as appointed herein.

Registered Agent

Date: 03/29/2017

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

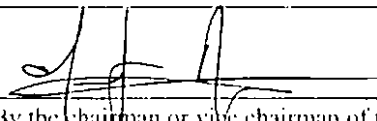
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 08/18/2018 \_\_\_\_\_

Signature  \_\_\_\_\_  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

FRANTZ JOSEPH

\_\_\_\_\_  
(Typed or printed name of person signing)

PRESIDENT

\_\_\_\_\_  
(Title of person signing)