

N95000002864

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Naya Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

RECEIVED

95 JUN 16 AM 11:57

DIVISION OF CORPORATION

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Mike Mason Foundation, Inc. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

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☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

D. BROWN JUN 16 1995

Examiner's Initials

ARTICLES OF INCORPORATION
OF
MIKE TYSON FOUNDATION, INC.

FILED
95 JUN 16 PM 12 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, associate ourselves to become a Florida corporation, not-for-profit, pursuant to Chapter 617 of the Florida Statutes and all amendments thereto.

ARTICLE I

Name and Location

Section 1. The name of this corporation shall be MIKE TYSON FOUNDATION, INC. (hereinafter the "Corporation").

Section 2. The location of its principal office shall be c/o Don King Productions, Inc., (a Florida Corporation), 871 West Oakland Park Boulevard, in the City of Oakland Park, County of Broward, State of Florida 33311.

Section 3. The name of the registered agent at said address is Don King Productions, Inc.

ARTICLE II

Purpose

Section 1. This Corporation is organized for the following purposes:

To receive and administer property and funds for scientific, literary, educational and charitable purposes, and to that end to take and hold by bequest, devise, gift, grant, purchase, lease, loan or otherwise, any property, real or personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, loan, convey or otherwise, dispose of any such property and to invest, reinvest or otherwise deal with the principal and income thereof in such manner as, in the judgment of the directors, shall best promote the purposes of the Corporation without limitations, if any, as may be contained in the instrument under which such property is received, this certificate of incorporation, the by-laws of the Corporation, or applicable law of the United States. The Corporation will be a private foundation.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of any member, director or officer of the Corporation or to any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no member, director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No part of the activity of the Corporation shall be carrying on propaganda or otherwise attempting to influence legislation or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of any candidate for

public office.

Section 3. To accomplish the foregoing purposes, the Corporation shall have only such powers permitted under Florida law as are in furtherance of one or more of the exempt purposes currently described in Section 501(c)(3) of the Internal Revenue Code of 1986. The Corporation shall be organized, operated and all powers exercised exclusively for said exempt purposes.

ARTICLE III

Membership

Section 1. The members of this Corporation shall consist of the officers and directors set forth herein and such other persons as shall subsequently be elected and admitted to membership by the Board of Directors of this Corporation, provided such membership has not been forfeited or terminated in accordance with provisions of these Articles or the By-Laws of the Corporation.

Section 2. All applications for membership shall be submitted for consideration at a meeting of the Board of Directors. Upon the request of any director, an election to membership shall be by secret ballot at a meeting of the Board. To be elected, each candidate must receive an affirmative vote from three-quarters of the members of the Board who are present. No rejected candidate shall be eligible to file another application for membership within six months after rejection.

Section 3. The Board of Directors shall have the power to suspend or expel any member for violation of any provision of these Articles, the By-Laws of the Corporation, or the rules and

regulations promulgated by the Board of Directors or for conduct which the Board deems improper; but no member shall be expelled or suspended without being given the right to be heard in person or by his representative before a duly convened meeting of the Board of Directors. A two-thirds vote of the Directors present shall be necessary to suspend any member and a three-quarters vote of the Directors present shall be necessary to expel a member.

ARTICLE IV

Term of Existence

Section 1. This Corporation shall have perpetual existence.

ARTICLE V

Name and Residence of Incorporators

<u>Name</u>	<u>Address</u>
JOSEPH G. KRUSCH	c/o Krusch & Modell 10 Rockefeller Plaza New York, NY 10020
GERALD P. MODELL	c/o Krusch & Modell 10 Rockefeller Plaza New York, NY 10020

ARTICLE VI

Management and Time of Election

Section 1. The affairs of this Corporation shall be managed entirely by a Board of Directors of not less than three, all of whom shall be members.

Section 2. Directors shall be elected by the membership in

accordance with the By-Laws at the regular annual meeting of the membership of the Corporation to be held at a time to be fixed in the By-Laws of the Corporation.

Section 3. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board of Directors to be held at a time to be fixed in the By-Laws and following the regular annual meeting of the membership. The Board of Directors shall elect a President, Secretary and Treasurer, and such other officers as it shall deem desirable.

ARTICLE VII

Names of Officers

Section 1. The names of the officers who are to serve until the first election or appointment under the Articles of Incorporation are as follows:

<u>Name</u>	<u>Title</u>
MICHAEL G. TYSON	President
JOHN HORNE	Vice President/Treasurer
RORY HOLLOWAY	Vice President/Secretary

ARTICLE VIII

Board of Directors

Section 1. The following persons shall constitute the initial Board of Directors and shall serve the following terms as directors until their successors are duly elected and qualified at the annual meeting of the members scheduled to be held at the

expiration of their respective terms:

<u>Name</u>	<u>Address</u>
MICHAEL G. TYSON	6740 Tumlayuo Lake Las Vegas, NV 89120
JOHN HORNE	3 Oakwood Albany, NY 12208
RORY HOLLOWAY	1265 15th Street Fort Lee, NJ 07024

ARTICLE IX

By-Laws

Section 1. The By-Laws of this Corporation shall be made, altered, amended, repealed or otherwise modified by an affirmative vote of the Board of Directors at any annual or special meeting called for that purpose, provided written notice of such proposed change is submitted to the Board of Directors at least thirty (30) days prior to any regular or special meeting, and the By-Laws may be amended by unanimous vote without any previous notice.

ARTICLE X

Amendment of Articles of Incorporation

Section 1. These Articles may be altered, amended or rescinded from time to time in whole or in part upon the vote of a two-thirds majority of the members of the Corporation present and voting at any properly called special or regular meeting of the Corporation, provided the members proposing the amendment or rescission delivers a copy of the proposal to the Secretary of the Corporation at least thirty (30) days prior to the meeting at which

It is to be voted upon, and the Secretary shall give notice of the proposed amendment or rescission to each member of the Corporation no less than fifteen (15) days prior to the meeting at which it is to be considered such notice shall be deemed to be sufficient if mailed to the last address of the member as registered with the Corporation. At any membership meeting at which a proposed amendment, alteration or rescission is to be voted upon, and provided such proposal or a modified form of said proposed amendment, alteration or rescission of the Articles may be voted upon without the necessity of making a new proposal or repeating the notice required by this Article.

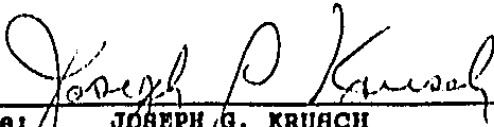
ARTICLE XI

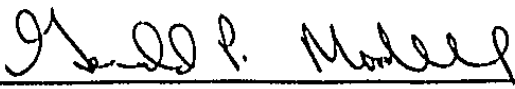
Dissolution

Section 1. In the event of the dissolution of the Corporation, all of the remaining assets of this Corporation, after payment of all liabilities, shall be transferred as directed by the last Board of Directors or as directed by a court of competent jurisdiction to another non-profit corporation within the State of Florida that has similar objectives and purposes to this Corporation provided such corporation is qualified as a charitable corporation exempt from taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury,

this 15th day of June , 1995.

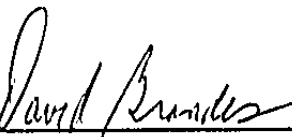

Name: JOSEPH G. KRUSCH
Address: c/o Krusch & Modell
10 Rockefeller Plaza
New York, NY 10020


Name: GERALD P. MODEL
Address: c/o Krusch & Modell
10 Rockefeller Plaza
New York, NY 10020

STATE OF NEW YORK)
) SS.1
COUNTY OF NEW YORK)

Before me, the undersigned authority, on this 15th day of
June, 1995, personally appeared JOSEPH G. KRUSCH and
GERALD P. MODELL, to me known to be the persons described in the
foregoing Articles of Incorporation as incorporators thereto and
who signed the same as such incorporators, and acknowledged to me
that they executed the same freely and voluntarily, for the uses
and purposes therein expressed.

Given under my hand and seal of office the day and year
aforesaid.



DAVID BRANDES
Notary Public, State of New York
No. 91-4902472
Qualified in New York County
Office Expires Feb. 24, 1996

ACCEPTANCE AS REGISTERED AGENT
OF

MIKE TYSON FOUNDATION, INC.

FILED
95 JUN 16 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: June 14, 1995

DON KING PRODUCTIONS, INC.

By: 
Don King

Registered Office Address:

Don King Productions, Inc.
871 West Oakland Park Boulevard
Oakland Park, Florida 33311

N95000002864

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
1406 Hays Street, Suite 2
(Address)
Tallahassee, FL 32301 (904) 656-3992
(City, State, Zip) (Phone #)

700001782467
-04/16/96--01089--016
*****87.50 *****87.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Mike Tyson Foundation, Inc. N95-02864
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

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<input type="checkbox"/>	Other

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96 APR 16 PM 1:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
96 APR 15 AM 11:02
DIVISION OF CORPORATION

4/16

John Amend.
C.C.

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MIKE TYSON FOUNDATION, INC.**

FILED
96 APR 16 PM 1:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT to the provisions of section 617.1006 Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted:

1. Article I is amended by adding Section 4 thereto as follows:

The purpose for which Mike Tyson Foundation, Inc. is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. Article I is amended by adding Section 5 thereto as follows:

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law.

3. Article I is amended by adding Section 6 thereto as follows:

Any other provisions of this instrument notwithstanding, no officer or other person acting on behalf of the organization shall engage in any act of self-dealing as defined in Section 4941(d)

of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

4. Article I is amended by adding Section 7 thereto as follows:

Any other provisions of this instrument notwithstanding, no officer or other person acting on behalf of the organization shall cause any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, to be retained.

5. Article I is amended by adding Section 8 there as follows:

Any other provisions of this instrument notwithstanding, no officer or other person acting on behalf of the organization shall cause any investment to be made in a manner that subjects the trust to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

6. Article I is amended by adding Section 9 thereto as follows:

Any other provisions of this instrument notwithstanding, no officer or other person acting on behalf of the organization shall make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

7. Article XI Section 1 is deleted and the following added in its stead.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the

organization is then located, exclusively for such purposes.

SECOND: The date of the adoption of the amendment was April 11, 1996.

THIRD: The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

MIKE TYSON FOUNDATION, INC.

By *Rory Holloway*
RORY HOLLOWAY, Secretary