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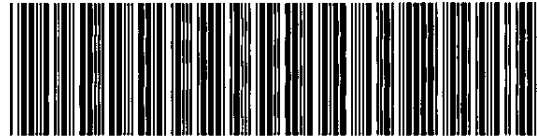
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W07-8538

B. McKnight APR 04 2007



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 19, 2007

BETTY J GILMORE
DOCUMENTS CENTER INC.
4050 NW 35TH WAY
LAUDERDALE LAKES, FL 33309

SUBJECT: THOMPSON EMPOWERMENT ENTERPRISES
Ref. Number: W07000008538

We have received your document for THOMPSON EMPOWERMENT ENTERPRISES and your check(s) totaling \$208.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 907A00012180



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 9, 2007

BETTY J GILMORE
DOCUMENTS CENTER INC.
4050 NW 35TH WAY
LAUDERDALE LAKES, FL 33309

SUBJECT: THOMPSON EMPOWERMENT ENTERPRISE CORPORATION
Ref. Number: W07000008538

We have received your document for THOMPSON EMPOWERMENT ENTERPRISE CORPORATION and your check(s) totaling \$208.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please correct article X. The effective date needs to be listed in that article. You need to remove January and insert new date.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 907A00012180

Articles of Incorporation Of Thompson Empowerment Enterprises Corporation

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of incorporation:

Article I: Name of the Corporation

The name of the corporation shall be: Thompson Empowerment Enterprises Corporation

Article II: Principal Office

The principal place of business and the mailing address shall be:
309 South West 12th Ave.
Dania Beach, Florida 33004

Article III: Purpose

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Thompson Empowerment Enterprises Corporation is a catalyst community education and entrepreneurial organization designed and developed exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(C) (3) Of the Internal Revenue code of 1986, as amended. This Corporation is organized to empower youth to live as responsible community members, offering a safe haven where youth can be educated while developing character, morals and values.

THOMPSON EMPOWERMENT ENTERPRISES CORPORATION will provide tutoring and educational development, teen leadership and role modeling.

Thompson Empowerment Enterprises Corporation purpose is to provide an educational program through its affiliate and subsidiaries of *Thompson's Academy*, this educational vehicle will provide an array of services that include but are not limited in their scope to:

1. Expanding the curriculum and services of Thompson's Academy to ensure a quality child care program that will teach each child how to respect, care and love themselves and others
2. Promote the development of cognitive and creative skills in the areas of literacy, math, science, music, art and language development.
3. Build stronger families in our community.
4. To encourage the development of positive self-esteem and self concept.
5. To promote the development of each child into a self-confident, risk taking learner for life
6. To promote the development of positive social skills.

7. To promote the development of independence, self-reliance, and self discipline.
8. To promote the development of positive communication skills.
9. To promote the development of sound health and nutrition.
10. To promote the appreciation of cultural diversity in community
11. To found operate and run Girls in Good Company, a program designed to help teenage girls find themselves, their dreams and their own strengths.
12. To facilitate programs that develop inner strength and hidden talents, as well as a charismatic personalities that can appeal to any class of cultures in society.
13. Catering to and empowering little hearts with a big future

Thompson Empowerment Enterprises Corporation shall be recognized as a public benefit corporation, organized for a public educational , charitable purpose as recognized under section 501(3) (C) of the Internal Revenue Code.

Article IV
Registered Agent and Registered Office

Registered Agent: The name and street address of the Registered Agent and Registered Office are:

Betty J. Gilmore
4050 North West 35th Way
Lauderdale Lakes, Florida 33309

Article V
Indemnification and Limitation of Liability:

1. The Corporation shall indemnify any officer or President or any former officer of the corporation, to the full extent permitted by law. The private property of the member or officer, or president shall not, unless otherwise provided bylaw, be subject to the payment of the corporate debts to any extent whatsoever.
2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its member, 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 hereof.
3. No substantial part of the activities of the corporation shall constitute 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 distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

4. 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 future federal tax code, or (b) 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.
5. This Corporation shall not discriminate in delivery of services based on race. Creed. Color, Culture, Sexual orientation, Financial or Economic Class or religious background or beliefs.

Article VI **Dissolution and Division of Assets**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or to other non profit corporations for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operated exclusively for non-profit purposes.

Article VII **Manner of Election**

Appointment of Officers: The President appoints Members of the Board of Directors and determines the number of directors that shall sit on the Board. Vacancies arising due to a terminating event shall remain unfilled until the next annual meeting with duties assumed by other members. Full control of the affairs of the Corporation shall be vested with the President and Vice-President who cannot be elected to office or removed from office.

Term of Office: No maximum tenure for any one office on the Board of Directors exists.

Removal from office: A member(s) of the Board of Directors may be removed for just cause by the President and/or Vice-President of the Board.

Article VIII **Membership**

The membership shall represent neighborhood based agencies, recipient neighborhoods and the community at large. Any charitable, scientific, health and educational agency may become a member as well as students enjoined o the programs provided by the corporation.

Article IX **Officers**

The officers of the Corporation shall consist of the following: Chair of the Board of Directors, Executive Director Secretary, Treasurer and such other officers as the President of the Board of Directors may designate from time to time.

Article X
Duration of Existence

The corporation is organized on a non-stock basis and shall be considered established and in existence as of the date of receipt by the State of Florida Office of Incorporations unless otherwise specified. This corporation shall exist as a perpetual entity unless designated as otherwise by the President or Vice-President of the corporation.

Article XI
Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members, partners or officers are subject to this reservation.

Article XII
Bylaws

This Corporation shall abide by the operating guidelines provided by the bylaws adopted by THOMPSON EMPOWERMENT ENTERPRISES CORPORATION the Bylaws may be altered, amended or repealed by the President. The Board of Directors may amend or repeal any bylaws as directed by the President.

Article XIII Initial Officers /Directors

President

Jabrina Thompson
309 South West 12th Ave.
Dania Beach, Florida 33004

Vice President

Regina Thompson
17520 North West 27th Ct.
Miami, Florida 33128

Secretary

Kamishia Brackin
4650 sw 25th street
Hollywood, FL 33023

Treasurer

Henry Thompson
17520 North West 27th Ct.
Miami, Florida 33128

Secretary
Kamishia Brackin
4650 South West 25th Street
Hollywood, FL 33023

Treasurer
Henry Thompson
17520 North West 27th Court
Miami, Florida 33056

XIV
Incorporator

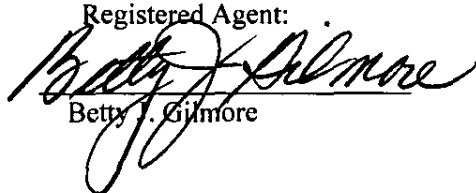
The name and address of the Incorporator is:
Jabrina Thompson
309 South West 12th Ave.
Dania, FL 33004


Incorporator

The foregoing Articles were adopted and approved by the officers of the corporation on this the 28th of February 2007, in witness whereof, the undersigned, being the President, and the Registered Agent of this Corporation, signs and execute these Articles of Incorporation.


President: Jabrina Thompson

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Documents Center Inc.
Registered Agent:

Betty J. Gilmore

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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