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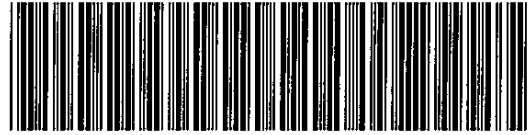
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

KS
10/16/07

FLORIDA DEPARTMENT OF STATE
DIVISION OF ~~ORGANIZATIONS~~ *Corporations*

A NON- PROFIT ORGANIZATION
NOTE: FILING ARTICLES OF INCORPORATION FOR
Millionaires Mind *Incorporated*
COVER LETTER

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

SUBJECT: Millionaires Mind *Incorporated*
Enclosed are an original and one (1) copy of the articles of incorporation
Requesting 1 Certification \$ 78.00 enclosed

PLEASE RETURN STAMPED COPY TO *New Mailing Address*
Betty J. Gilmore
Name: Documents Center Inc.
Address: ~~4050 North West 35th Way,~~ *7014 NW 79th Ave.*
City: ~~Lauderdale Lakes, Florida 33309~~ *Jamonia Florida*
State: Florida *33321*
Telephone number: ~~754-234-9545~~
954-394-8041

Effective date see Article V

ARTICLES OF INCORPORATION OF
MILLIONAIRES MIND INCORPORATED

*Pursuant to the provisions of section 617.1006, Florida Statutes,
the Undersigned Florida non-profit entity*

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07 OCT 17 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the organization shall be: **MILLIONAIRES MIND INCORPORATED**

ARTICLE II

PRINCIPAL OFFICE

The principal place of business shall be:

438 North West 20th Avenue
Fort Lauderdale, Florida 33331

ARTICLE III

MAILING ADDRESS

The principal mailing address
438 North West 20th Avenue
Fort Lauderdale, Florida 33331

ARTICLE IV

PURPOSE OF ORGANIZATION

This non-profit organization shall engage in any activity or business permitted under the laws of the United States and Florida for Religious, Charitable, Scientific and Educational purposes, as stated in and of section 501 (C) (3) of the Internal Revenue code of 1986, as amended.

Millionaires Mind will operate 6 different components in order to provide holistic services.

Millionaires Mind Incorporated is a grass root organization bringing together individuals transitioning from welfare to wages, and those seeking ways to become independent and empowered to change the course of their lives and the lives of their family members by breaking trans-generational behaviors and defeatism mentalities.

Component I: Leaving N Inheritance

The platform established will promote bringing Professionals together and segments of Corporate America to mentor, teach, befriend, counsel and share with participants of the Millionaires Mind Programs. The mentorship will help in raising and destroying self esteem issues that keep perpetuating detrimental behaviors in Teens, Young Adults, Single Parent households, absent and abusive men and women relationships. Millionaires Mind will effect change in the mindset with critical thinking activities, role playing, seminars, higher level activities that bring the participants out of the familiar settings that they have grown accustomed to that also contribute to defeated mind sets and detrimental behaviors. The program will teach that if we transform and renew our thoughts we can change our behaviors.

Component II: The American Dream

Millionaires Mind will seek to network, form partnerships, collaborations and joint ventures in an effort to join need with supply in the form of providing services that promote stability, income, financial gain and planning along with home ownership. Through innovative housing deals and projects, Millionaires Mind Incorporated will bring together

1. Borrowers with Lenders
2. Bridge the gap between traditional and non-traditional lending opportunities.
3. Promote seminars on wealth building and equity building through real estate.
4. Provide financial an educational empowerment on building wealth through real estate.

Component III: One Step At A Time

This component operates on a tier-level in the provision of services rendered and services made accessible to those who need structured guidance in finding and locating resources. Through this powerful hybrid collaboration and business model. participants will be introduced to expedient ways of becoming financially sound and stable one step at a time. Savings and Investments strategies are taught, Cleaning up ones credit to become credit worthy or to build and re-establish sound credit techniques will be taught. Preparing for home ownership is also a focus as well as

1. Personal self development programs with goals and unit assessments
2. Practical and comprehensive Wealth Creation Strategies
3. Life changing financial solutions
4. Walking into financial freedom
5. Estate and Insurance Planning

Component IV: Uncle Charles Daycare

Daycare Services that bring families back together and strengthens the family unit. Using traditional and innovative methods, the focus is placed on holistic services that teach and empower single fathers and mothers. Support is given with nontraditional daycare hours. On site counseling and help is offered for obese children from 1-5 years of age, children with unusual temperaments that result in physical abuse or striking out will be assessed and referred to collaborating resources.

Component V: Excel Aftercare

Traditional and innovative support and community services will be available and offered through the Excel Aftercare program. Key will be non-traditional service hours that will ensure that the participants of Millionaires Mind Program can be secure in obtaining their assessed family plan goals while working and maintaining quality child care services. Excel will write and develop programs to empower youth to live as responsible community members, and to help in making their communities a safe haven where youth can be educated while developing character, morals and values.

ARTICLE V

DURATION

The corporation is organized on a non-stock basis and shall be considered established and in existence five (5) days prior to receipt by the Department of Corporations. This corporation shall exist as a perpetual entity unless designated as otherwise by the President of the corporation.

ARTICLE VI

REGISTERED AGENT/OFFICE

The name and address of the Registered Agent and
Registered Office are:
Documents Center Inc.
7014 North West 79th Ave.
Tamarac, Florida 33321

ARTICLE VII

INDEMNIFICATION AND LIMITATION OF LIABILITY

1. The Corporation shall indemnify any officer or President or any former officer of the corporation, fully 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.

ARTICLE VIII

DISSOLUTION AND DIVISION OF ASSETS

Upon the dissolution of the corporation, assets will 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 IX

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 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: the President may remove a member of the Board of Directors for just cause.

ARTICLE X

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 to the programs provided by the corporation.

ARTICLE XI

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 XII

DISCRIMINATION POLICY

This Corporation shall not discriminate in delivery of services, hiring practices, or awarding of contracts and services based on Race, Creed, Color, Culture, Sexual orientation, Financial or Economic Class or Religious background or beliefs.

ARTICLE XIII

AMENDMENTS

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 XIV

BYLAWS

This Corporation shall abide by the operating guidelines provided by the bylaws adopted by ~~Documents Center Inc.~~ *MILLIONAIRES MIND INCORPORATED*
The Bylaws may be altered, amended or repealed by the President/Founder. The Board of Directors may amend or repeal any bylaws as directed by the President /Founder.

ARTICLE XV

Initial Officers /Directors

President/Founder:

Tracye Bruce
438 North West 20th Avenue
Fort Lauderdale, Florida 33311

Vice-President:

Dorothy Miller
4930 East Sabal Palm Blvd.
Tamarac, Florida 33319

Treasurer:

Charles Wilkerson
409 North West 20th Ave.
Fort Laderdale, Florida 33311

Secretary:

Brandy Flowers
4930 East Sabal Palm Blvd
Tamarac, Florida 33319

**ARTICLES OF INCORPORATION OF
MILLIONAIRES MIND INCORPORATED**

*Pursuant to the provisions of section 617.1006, Florida Statutes,
the Undersigned Florida non-profit entity*

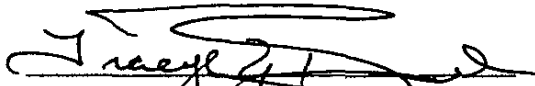
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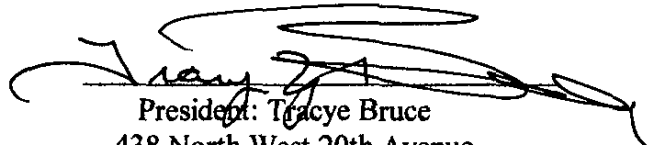
IN WITNESS WHEREOF, for the purposes of stating the Articles Of Incorporation of this Non-Profit Corporation under the laws of the State of Florida, the undersigned has executed these stated articles of incorporation on this 31st day of September, 2007

Incorporator

The name and address of the Incorporator is:

Tracye Bruce
438 North West 20th Avenue
Fort Lauderdale, Florida 33311

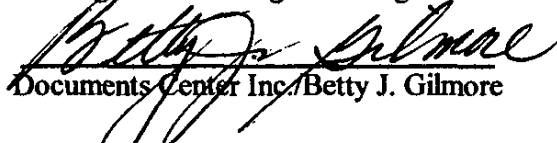

Incorporator Signature


President: Tracye Bruce
438 North West 20th Avenue
Fort Lauderdale, Florida 33311

FILED
07 OCT 17 AM 9:01
SECRETARY OF STATE,
TALLAHASSEE, FLORIDA

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:

Signature of Registered Agent


Documents Center Inc./Betty J. Gilmore