

The Law Offices of  
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PO0000036467

April 3, 2000

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

EFFECTIVE DATE  
4.3.00

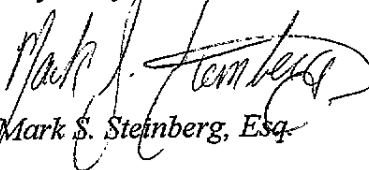
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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Millennium Money Makers, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for the above named corporation along with a check for \$70.00 for the filing fee and registered agent fee. If you require anything further, please call my office.

Very Truly Yours

  
Mark S. Steinberg, Esq.

MSS/jas  
enclosure

FILED  
00 APR -6 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KR  
4/11/00

**ARTICLES OF INCORPORATION OF  
MILLENNIUM MONEY MAKERS, INC.**

The undersigned, Mark S. Steinberg, for the purpose of forming a Corporation pursuant to the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of this corporation shall be Millennium Money Makers, Inc.

**ARTICLE II**  
**CORPORATE OFFICES**

The principal office from which business activity shall be held and at which mail may be received shall be 11680 S.W. 144<sup>th</sup> Avenue, Miami, Florida 33186.

**ARTICLE III**  
**CORPORATE DURATION**

The existence of this corporation shall commence on the third day of April 2000 provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida Law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

**ARTICLE IV**  
**PURPOSE OR PURPOSES**

The purpose of the corporation is to form an investment club and to transact any or all lawful business for which such organizations may transact under the laws of the State of Florida and to do such other things as are incidental or necessary to accomplish that purpose.

**ARTICLE V**  
**CAPITALIZATION**

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time shall be one thousand, two hundred (1,200) shares of common stock at One Dollar (\$1.00) par value. All the aforementioned stock is to be issued as fully paid for and exempt from assessment. Capital stock may be paid for in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the Directors at a meeting called for such purposes.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

Mark S. Steinberg is hereby designated as the Resident Agent of this corporation upon whom process may be served. The street address of the initial registered office of this corporation is 9719 South Dixie Highway Suite 17, Pinecrest, Florida 33156-2834.

**FILED**  
00 APR -6 AM 11:56  
SECRETARY OF STATE  
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**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) director, the exact number to be fixed by the By-laws of this corporation. Directors need not be stockholders. The initial board of directors shall consist of four (4) directors: Vivienne Williams, Carol Biggs, Ingrid Lynch, and Ellen Sordo.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is Mark S. Steinberg, 9719 South Dixie Highway Suite 17, Pinecrest, Florida 33156-2806.

**ARTICLE IX**  
**BY-LAWS**

The By-laws of this corporation may be created, altered, or amended by the directors in the following manner:

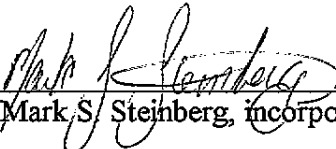
- (a) At any regular meeting, any director may propose an addition or amendment to the By-laws and such proposal shall thereafter be considered by the directors. A majority of the shareholders shall ultimately decide on any alterations, amendments, or deletions.
- (b) Notice of any such alteration of the By-laws shall be given not more than ten (10) days after said vote and each director shall be given a copy, as well as the Office of the Secretary of State.

**ARTICLE X**  
**INDEMNIFICATION**

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as officer or director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his or her being director or officer or by reason of any action alleged to have been taken or omitted by him or her as a director or officer.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such persons in any proper case even though not specifically provided for herein.

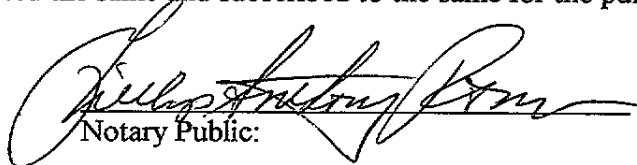
Executed by the undesigned incorporator at Miami, Florida this 3rd day of April, 2000.

  
\_\_\_\_\_  
Mark S. Steinberg, incorporator

State of Florida                    )  
  ) ss  
County of Miami-Dade            )

Before me the undersigned authority, personally appeared Mark S. Steinberg, known to me personally and who executed and subscribed the foregoing Articles of Incorporation and acknowledged before me that he executed the same and subscribed to the same for the purposes therein expressed.

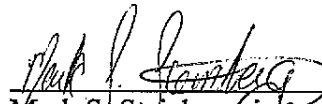


  
Notary Public:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

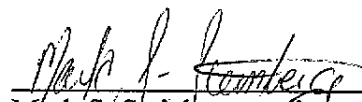
In compliance with Florida Statutes, the following is submitted:

FIRST — that Millennium Money Makers, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business, as indicated in the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has named Mark S. Steinberg, located at 9719 South Dixie Highway, Suite 17, City of Pinecrest, County of Miami-Dade, and State of Florida, as its agent to accept service of process within the State of Florida.

  
Mark S. Steinberg, incorporator  
Dated: April 3, 2000

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties.

  
Mark S. Steinberg, registered agent  
Dated: April 3, 2000

**FILED**  
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TALLAHASSEE, FLORIDA