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

SUBJECT: M	4/ti-Millionaire		10	
Enclosed is an origin	(PROPOSED CORPORA) all and one(1) copy of the article	61	UDE SUFFIX) DOUG 73822 -12/26/010107 ******87.50 ** a check for:	365. 3023 ***87.50
\$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM:		DES infed or typed)		
	Ft. Lauderda City, S 954) 370-	ddress DR A ddress DR A ddress DR A dephone number	OI DEC 26 AM 9: 31 SECRETARY OF STAT TALLSHA, SSEE, FLORII	

NOTE: Please provide the original and one copy of the articles.

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Articles of Incorporation of Multi-Millionaire I.Q., Inc.

We, the undersigned, for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the corporation is Multi-Millionaire I.Q., Inc.

ARTICLE II

The general nature of the business to be transacted is as follows:

<u>Section 1:</u> To buy, sell, mortgage, lease encumber, alienate, or otherwise deal in real property and to construct thereon, cause to be constructed thereon, or otherwise improve real property or personal property, including the publishing of educational material, tools and games, the doing of any and all business and contracting incidental thereto or connected therewith and the doing and performing any and all acts or things necessary, proper or convenient for or incidental thereto or connected therewith and the doing and performing any and all acts or things necessary, proper or convenient for or incidental to furtherance or the carrying out of the powers and purposed herein mentioned.

<u>Section 2:</u> To engage in any commercial or industrial enterprise, calculated or designed to be profitable to this Corporation and in conformity with the Laws of the State of Florida.

<u>Section 3:</u> To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

<u>Section 4:</u> To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the Laws of the State of Florida, or in any other state of the Untied States or in any foreign country.

<u>Section 5:</u> To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise or the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this state or throughout the Untied States and elsewhere.

ARTICLE III

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

Articles of Incorporation of Multi-Millionaire I.Q., Inc.

· ARTICLE V

The maximum number of shares of stock of this Corporation is authorized to have outstanding at any time shall be Two Million (2,000,000) shares at One Dollar (\$1.00) par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this Corporation that the stock issued shall qualify as "Section 1244 Stock", as such term is defined in the Internal Revenue Code and regulations issued thereunder.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

Shares of stock may be issued by resolution of the Board of Directors for valuable services performed or to be performed in the future. Stock may be issued for acquisition of valuable properties such as Patents, Patents Pending, Copyrights, Reprint rights, Business or Franchise rights as well as real property, personal and intangible properties of all kinds and descriptions.

ARTICLE VII

The street address of the initial registered office of this Corporation in the State of Florida shall be 2269 S. Universaity Drive, #`134, Davie, FL 33324, and the name of the initial registered agent of this Corporation at that address is Louis R. Karples. The Corporation may have such other places of business, both within and without the State of Florida, foreign countries as may be necessary and convenient.

ARTICLE VIII

This Corporation shall exist perpetually.

ARTICLE IX

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE X

The names and addresses of the first Board of Directors of this Corporation who shall hold office until the organizational meeting of this Corporation and until his successors are elected and have qualified, are:

Louis Rubin Karples 1701 Whitehall Drive, #406 Fort Lauderdale, FL 33324

Marlene Malka Lerner 13475 S.W. 9th Street, #401 Pembroke Pines, FL 33027

ARTICLE XI

The name and address of the subscribers to the Articles of Incorporation is as follows:

Louis Rubin Karples 1701 Whitehall Drive, #406 Fort Lauderdale, FL 33324 Marlene Malka Lerner 13475 S.W. 9th Street, #401 Pembroke Pines, FL 33027

Articles of Incorporation of Multi-Millionaire I.Q., Inc.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XIII

In accordance with F.S. 607.167, the date of corporate existence of this Corporation shall be the date of subscription and acknowledgment of these Articles of Incorporation provided these Articles of Incorporation are filed by the Department within five (5) days, exclusive of legal holidays, after such date. Otherwise, the date of corporate existence shall be upon the filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, We, the undersigned, being the subscribing incorporators have hereunto set our hands and seals for the purpose of forming this Corporation under the laws of the State of Florida, this <u>23</u> day of November, 2001.

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared Louis R. Karples and Marlene Malka Lerner, known to me to be the persons described as subscribers and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this <u>23rd</u> day of November, 2001.

NOTARY PUBLIC, State of Florida

My Commission Expites Roth
MY COMMISSION # DD037541 EXPIRES
August 24, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

(SEAL)

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That **Multi-Millionaire I.Q., Inc.** desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida, has named Louis R. Karples, 1701 Whitehall Drive., unit 406, Fort Lauderdale, FL 33324, its agent to accept service of process within this State.

Having been named to accept service of process for **Multi-Millionaire I.Q., Inc.**, 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 provision of said Act relative to keeping open said office.

(Louis R. Karples, Resident Agent)

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SECRETARISSEE, FLORIDA