



OTC INITIAL DISCLOSURE

**BARON CAPITAL ENTERPRISE, INC.**

(Exact name of small business issuer as specified in charter)

FLORIDA

65-0309540

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer I.D. No.)

515 Las Olas Blvd, Suite 120  
Fort Lauderdale, Florida 33301  
(Address of principal executive offices)

(954) 623-3209

(Issuer's telephone number, including area code)

**1) Name of the issuer and its predecessors (if any)**

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

From December 2011 to present	Baron Capital Enterprise Inc.
From December 2006 to December 2011	247MGI, Inc.
From November 2003 to December 2006	Total Identity Corp.
From May 2002 to November 2003	TMI Holdings, Inc.
From July 1991 to May 2002	Thrift Management, Inc.

**2) Address of the issuer's principal executive offices**

Company Headquarters

Address 1: 515 E Las Olas Blvd

Address 2: Suite 120

Address 3: Fort Lauderdale, FL 33301

Phone: 954-745-3034

Email: matt@bcapent.com

Website(s): www.baroncapitalenterprise.com

IR Contact

Address 1: 515 E Las Olas Blvd

Address 2: Suite 120

Address 3: Fort Lauderdale, FL 33301

Phone: 954-745-3034

Email: matt@bcapent.com

Website(s): www.baroncapitalenterprise.com

**3) Security Information**

Trading Symbol: BCAP

Exact title and class of securities outstanding: Common Stock

CUSIP: 06827T104

Par or Stated Value: \$.0001

Total shares authorized: 2,400,000,000 as of: 07/17/2014

Total shares outstanding: 2,362,355,947 as of: 07/17/2014

Total shares in the Float: 2,362,355,947 as of: 07/17/2014

Additional class of securities

Exact title and class of securities outstanding: Series AA Preferred

Par or Stated Value: \$.01

Total shares authorized: 1,000,000 as of: 07/17/2014

Total shares outstanding: 453,500 as of: 07/17/2014

Transfer Agent

Name: Continental Stock Transfer & Trust Company

Address 1: 17 Battery Place

Address 2: New York, NY, 10004

Phone: 212-509-4000

Is the Transfer Agent registered under the Exchange Act?\* Yes: X

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

**4) Issuance History**

Baron has not issued any securities during the past two years and has not entered into any convertible debt instruments, offered any Rights, Warrants or Options during this period either. The last stock issuance of its Common stock took place in January of 2012.

**5) Financial Statements**

Baron will publish separately all its missing reports starting with the Annual Report of 2012 through June of 2014.

**6) Describe the Issuer's Business, Products and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

The Issuer engages in the business of loaning money to public entities and private entities on the verge of going public. The Issuer will holds a Convertible Note for a minimum of 12 months with a high interest rate and seeks to begin collecting on the Note at the end of 1 year. The Issuer will offer guidance to both private and public companies in exchange for a fee which is usually a combination of cash and stock. The Issuer does not engage in the practice of raising money or soliciting investors for other companies or any other business practice that would cause the Issuer to be deemed a broker dealer.

B. Date and State (or Jurisdiction) of Incorporation:

7/22/1991- Florida

C. the issuer's primary and secondary SIC Codes;

6199

D. the issuer's fiscal year end date;

12/31

E. principal products or services, and their markets;

Baron Capital through its wholly owned subsidiaries will create a "one stop shop" for Small Cap companies and investors to use the public markets to raise capital and trade the stocks of companies at this market level. Baron Capital will grow and change within this new environment from which it must develop, but as it prospers, so will the opportunities for investors and companies.

**7) Describe the Issuer's Facilities**

Baron maintains a Virtual office in the SunTrust Bank Building located at 515 E Las Olas Blvd, Suite 120 Fort Lauderdale, FL 33304 and has access to conference rooms at this and other locations for meetings. The Company's President provides space at his residence for daily operations.

**8) Officers, Directors, and Control Persons**

A. Names of Officers, Directors, and Control Persons.

Matthew Dwyer - Sole Officer and Director

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Matthew Dwyer

**9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: George J. Tate, PLLC

Address 1: 130 Main Street

Address 2: Abbeville, LA 70511

Email: george@gitatelaw.com

**10) Issuer Certification**

I, Matthew Dwyer certify that:

1. I have reviewed this Disclosure Statement of Baron Capital Enterprise, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

07/17/2014

Matthew Dwyer, CEO

/s/Matthew Dwyer

Matthew Dwyer, CFO

/s/ Matthew Dwyer