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MERGER OR SHARE EXCHANGE

The Center for Sales Strategy, Inc.

Certificate of Status	0
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Merger

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ARTICLES OF MERGER

Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act (the "FBCA"), THE CENTER FOR SALES STRATEGY, INC., a Delaware corporation (the "Surviving Entity"), hereby delivers these Articles of Merger for the purposes of merging its wholly-owned subsidiary, THE CENTER FOR ONLINE LEARNING, INC., a Florida corporation ("Subsidiary"), with and into the Surviving Entity.

1. A copy of the Plan of Merger (the "Plan") is attached as Exhibit I to these Articles of Merger.
2. The merger shall become effective as of 12:01 a.m. on January 1, 2014.
3. Pursuant to Section 607.1104 of the FBCA, shareholder approval of the Plan was not required.
4. Because the Surviving Entity is the sole shareholder of the Subsidiary, all shareholders of the Surviving Entity have received a copy of the Plan.
5. The Plan was adopted by the Board of Directors of the Surviving Entity on December 23, 2013. Pursuant to Section 607.1104 of the FBCA, adoption of the Plan by the Subsidiary was not required.

DULY EXECUTED by the undersigned constituent corporations have executed these Articles of Merger this 23rd day of December, 2013.

THE CENTER FOR SALES STRATEGY, INC., a
Delaware corporation

By: 
James B. Hopes, Chief Executive Officer

THE CENTER FOR ONLINE LEARNING, INC., a
Florida corporation

By: 
James B. Hopes, Chief Executive Officer

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EXHIBIT I

PLAN OF MERGER

This PLAN OF MERGER (this "Plan") is hereby adopted by THE CENTER FOR SALES STRATEGY, INC., a Delaware corporation ("Parent"), for the purpose of merging its wholly-owned subsidiary, THE CENTER FOR ONLINE LEARNING, INC., a Florida corporation ("Subsidiary"), with and into Parent pursuant to Section 607.1104 of the Florida Business Corporation Act (the "FBCA") and Section 253 of the Delaware General Corporation Law (the "DGCL"). Parent is sometimes referred to herein as the "Surviving Entity";

1. Terms and Conditions of the Merger. At the Effective Time (as defined herein), the Subsidiary will be merged with and into the Parent pursuant to and in accordance with the provisions of Section 607.1104 of the FBCA and Section 253 of the DGCL (the "Merger").
2. Surviving Entity. The name, jurisdiction of organization and kind of entity that will survive the Merger is: The Center for Sales Strategy, Inc., a Delaware corporation.
3. Treatment of Shares. Each share of stock in the Parent issued and outstanding immediately prior to the Merger will be unaffected by the Merger and will remain issued and outstanding following the Merger. Each share of stock of the Subsidiary issued and outstanding immediately prior to the Merger will, by virtue of the Merger and without any action on behalf of any party to this Plan, be cancelled.
4. Certificate of Incorporation. The certificate of incorporation of the Surviving Entity shall not differ from its certificate of incorporation in effect immediately prior to the Merger.
5. Bylaws. The bylaws of the Surviving Entity shall not differ from its bylaws in effect immediately prior to the Merger.
6. Appraisal Rights. Shareholders of the Subsidiary who, except for the applicability of Section 607.1104 of the FBCA, would be entitled to vote and who dissent from the merger pursuant to Section 607.1321 of the FBCA, may be entitled, if they comply with the provisions of the FBCA regarding appraisal rights, to be paid the fair value of their shares.
7. Effective Time. The Merger shall be effective upon the filing of the Articles of Merger and the Certificate of Ownership and Merger, whichever is filed last, in accordance with the provisions of Section 607.1104 of the FBCA and Section 253 of the DGCL.

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