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Law Offices

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LAVALLE, BROWN, RONAN & SOFF

PROFESSIONAL ASSOCIATION 750 SOUTH DIXIE HIGHWAY BOCA RATON, FLORIDA 33432 SECRETARY OF STATE TALLAHASSEE FLORIDA

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WILLIAM J. TURBEVILLE, II LARRY E. SCHNER 200004744332--8 -12/31/01--01035--011 ******78.75 ******78.75

December 27, 2001

File #834802 Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 323I4

RE:

Sandler Sales Institute Inc.

New Filing

Ladies\Gentlemen:

Enclosed please find the Articles of Incorporation regarding the above. Please file and return a certified copy in the stamped self-addressed envelope provided. I have also provided a check in the amount of \$78.75 for your services.

If you have any questions, please do not hesitate to contact me at 800-795-0995. Thank you.

Sincerely,

Camille H. Martin Legal Assistant to

JEFF M. BROWN, ESQ.

/cm

Enclosures

STATE OF FLORIDA

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SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

SANDLER SALES INSTITUTE INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation shall be:

SANDLER SALES INSTITUTE INC.

ARTICLE II PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

Sandler Sales Institute Inc. 1000 West McNab Road Pompano Beach, Florida 33069

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares - no par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street_address of the initial registered agent is:

Bernard M. Cronin 1000 West McNab Road Pompano Beach, Florida 33069

ARTICLE V INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Bernard M. Cronin 1000 West McNab Road Pompano Beach, Florida 33069

Dated: /2/19/01

Bernard M. Cronin, Incorporator

STATE OF FLORIDA MA

SS

COUNTY OF M. Adley:

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared BERNARD M. CRONIN, incorporator, () who is personally known to me or () who has produced _________ as identification and who did take an oath and he executed these Articles of Incorporation on this _____ day of _______, 2001.

Notary Public State of Florida

My Commission Expires

MICHAEL CROSBY NOTARY PUBLIC My Commission Expires Nov. 10, 2006

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SECRETARY OF STATE TALLAHASSEE FLORIDA

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date:

BERNARD M. CRONIN, Registered Agent