

P96000077684

CAPITAL CONNECTION, INC.
 417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: Leadership Training
Tristate Corp

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

| | C.C. FEE. | DISBURSED |
|---|-----------|-----------|
| <input checked="" type="checkbox"/> Capital Express™ | | |
| <input type="checkbox"/> Art. of Inc. File | | |
| <input type="checkbox"/> Corp. Record Search | | |
| <input type="checkbox"/> Ltd. Partnership File | | |
| <input type="checkbox"/> Foreign Corp. File | | |
| <input checked="" type="checkbox"/> () Cert. Copy(s) | | |
| <input type="checkbox"/> Art. of Amend. File | | |
| <input type="checkbox"/> Dissolution/Withdrawal | | |
| <input type="checkbox"/> C U S- | | |
| <input type="checkbox"/> Fictitious Name File | | |
| <input type="checkbox"/> Name Reservation | | |
| <input type="checkbox"/> Annual Report/Reinstatement | | |
| <input type="checkbox"/> Reg. Agent Service | | |
| <input type="checkbox"/> Document Filing | | |
| <input type="checkbox"/> Corporate Kit | | |
| <input type="checkbox"/> Vehicle Search | | |
| <input type="checkbox"/> Driving Record | | |
| <input type="checkbox"/> Document Retrieval | | |
| <input type="checkbox"/> UCC 1 or 3 File | | |
| <input type="checkbox"/> UCC 11 Search | | |
| <input type="checkbox"/> UCC 11 Retrieval | | |
| <input type="checkbox"/> File No.'s, _____ Copies | | |
| <input type="checkbox"/> Courier Service | | |
| <input type="checkbox"/> Shipping/Handling | | |
| <input type="checkbox"/> Phone () _____ | | |
| <input type="checkbox"/> Top Priority | | |
| <input type="checkbox"/> Express Mail Prop. | | |
| <input type="checkbox"/> FAX () _____ pgs. | | |

SUBTOTALS _____

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
 DATE 9/15/96
 TIME 6:45 CK No. _____
 BY CIS

WALK-IN
 Will Pick Up _____

AD 9/18

| | |
|--------------------------------|----------|
| FEE..... | \$ _____ |
| DISBURSED..... | \$ _____ |
| SURCHARGE..... | \$ _____ |
| TAX on corporate supplies..... | \$ _____ |
| SUBTOTAL..... | \$ _____ |
| PREPAID..... | \$ _____ |
| BALANCE DUE..... | \$ _____ |

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

96 SEP 18 PM 4:17
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FILED

ARTICLES OF INCORPORATION
OF

FILED
96 SEP 18 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Leadership Dynamic Institute Corp.

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 the corporation is **Leadership Dynamic Institute Corp.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 20801 Biscayne Boulevard, Suite 400, Miami, FL 33180.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares having a par value of (\$1.00) per share.

ARTICLE IV:

"All authority for the issuance of any shares of the corporation shall be granted soley to the stockholders of the corporation. No officer or director can authorize the issuance of any shares of the corporation without obtaining the approval of all of the stockholders prior to any issuance of shares. Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata part thereof at the price at which it is offered to others."

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Francis R. Gil, Esq., 20801 Biscayne Boulevard, Suite 400, Miami, Florida 33180.

ARTICLE VI: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Harry Abonde, 20801 Biscayne Boulevard, Suite 400, Miami, FL 33180.

The undersigned has executed these Articles of Incorporation this 18th day of September 1996.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

Crystal Dugger

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
96 SEP 18 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation organized under the Laws of the State of Florida submits the following statement in designation of its registered office or registered agent or both, in the State of Florida:

1. a. The name of the corporation is: Leadership Dynamic Institute Corp.

2. The name and address of the registered agent and office: Francis R. Gil, Esq.,
20801 Biscayne Boulevard, Suite 400, Miami, Florida 33180

Having been named as the 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 regulating the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Francis R. Gil