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JENNIFER L. WHITELAW

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INTELLECTUAL PROPERTY  
AND RELATED CAUSES

September 21, 1999

Florida Department of State  
Division of Corporations  
409 Gaines Street  
Tallahassee, Florida 32399

500002995955--3

-09/24/99--01031--004

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Incorporation - American Negotiation Institute

Dear Sir or Madam:

I enclose for filing the Articles of Incorporation for American Negotiation Institute. Please file immediately and return the certificate and all other corporate documents to the corporation c/o my office at the above address.

Also enclosed is my law office check for all government, filing, issue and certification fees.

Sincerely,

*Jennifer L. Whitelaw*

Jennifer L. Whitelaw

Enclosures - 2

cc: Mr. Frank R. D'Alessandro

Brenda Cram GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Suffiv  
DATE 10-5-99  
DOC. EXAM OH

FILED  
1999 SEP 24 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OH 10/5

499000022272

**Articles of Incorporation  
of**

1999 SEP 24 AM 11:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMERICAN NEGOTIATION INSTITUTE, INC.

The undersigned acting as incorporator of a corporation under the Florida Business Corporations Act adopts the following Articles of Incorporation of such corporation:

**ARTICLE I  
NAME**

The name of the corporation is AMERICAN NEGOTIATION INSTITUTE, INC.  
The mailing address is c/o Law Offices of Jennifer L. Whitelaw, 3838 Tamiami Trail North, Third Floor, Naples, Florida 34103.

**ARTICLE II  
CORPORATE DURATION**

The period of its duration is perpetual.

**ARTICLE III  
PURPOSES**

The purpose is to provide a series of non-fiction books, pamphlets, magazines, guides, newsletters, audio tapes, video tapes, records on the subject of business, negotiation, seminars, and life strategies, board games, video games, computer games, information services in the field of business, negotiation, seminars, and life strategies, delivered via a global computer information network and marketing services for a series of non-fiction books, pamphlets, magazines, guides, newsletters, audio tapes, video tapes, records on the subject of business, negotiation, seminars, and life strategies, and the conducting of seminars and any other activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV  
CAPITALIZATION**

The Corporation shall have the authority to issue 1,000 shares of common stock with \$1.00 par value.

**ARTICLE V  
REGISTERED OFFICE AND AGENT, INCORPORATOR**

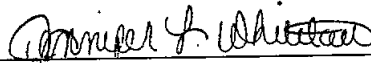
The address of the initial registered office is Law Offices of Jennifer L. Whitelaw, 3838 Tamiami Trail North, Third Floor, Naples, Florida 34103, and the name of its initial registered agent and incorporator at said address is Jennifer L. Whitelaw.

**ARTICLE VI  
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one, whose name and address is:

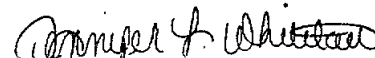
Frank R. D'Alessandro, President, 4516 Longboat Lane, Fort Myers, Florida 33919

Dated: September 16, 1999

  
Jennifer L. Whitelaw  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned designated as the registered agent hereby agrees to comply with the provisions of the Florida Business Corporation Act, to accept this capacity, maintain the designated place, and accept service of process.

  
Jennifer L. Whitelaw  
Registered Agent