



DALE CARNEGIE® TRAINING

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DALE CARNEGIE & ASSOCIATES, INC.

UNIFORM FRANCHISE OFFERING CIRCULAR

290 Motor Parkway
Hauppauge, New York 11788
(631) 415-9300

INFORMATION FOR PROSPECTIVE FRANCHISEES REQUIRED BY THE FEDERAL TRADE COMMISSION

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To protect you, we have required your franchisor to give you this information. We have not checked it and do not know if it is correct.

It should help you make up your mind. Study it carefully. While it includes some information about your contract, do not rely on it alone to understand your contract. Read your entire contract carefully. Buying a franchise is a complicated investment. Take your time to decide. If possible, show your contract and this information to an advisor like a lawyer or an accountant. If you find anything you think may be wrong or anything important that has been left out, you should let us know about it. It may be against the law.

There may also be laws on franchising in your state. Ask your state agencies about them.

Federal Trade Commission
Washington, D.C. 20580

Effective Date:



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Dale Carnegie's company-owned Centers of Excellence and its franchisees offer Dale Carnegie programs, surveys, services, and business activities (referred to as "Carnegie Programs") to the general public and to business entities. Carnegie Programs (as further defined in the Franchise Agreement and this offering circular) are instructional programs concerning subjects such as self-improvement, mastering strategic skills, leadership, sales, communication skills, and interpersonal relations. You will conduct Carnegie Programs and provide other Dale Carnegie services. You must pay an Initial Franchise Fee of \$35,000. However, if you already hold an ownership interest of 10% or greater in a Dale Carnegie franchisee or sponsor, then you must pay an Initial Franchise Fee of \$10,000. The cost of the opening inventory of materials and supplies you must purchase from Dale Carnegie is \$3,700. The estimated initial investment required is from \$52,900 to \$202,050 (excluding purchase of real property) if you do not already hold an ownership interest of 10% or greater in a Dale Carnegie franchisee or sponsor.

SPECIAL RISK FACTORS:

1. THE FRANCHISE AGREEMENT REQUIRES THAT ALL DISAGREEMENTS BE SETTLED BY LITIGATION IN NEW YORK. OUT-OF-STATE LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO LITIGATE WITH US IN NEW YORK THAN IN YOUR HOME STATE. YOUR STATE LAW MAY SUPERSEDE THIS PROVISION AND IT MAY NOT BE ENFORCEABLE IN YOUR STATE. PLEASE REFER TO ANY STATE-SPECIFIC ADDENDUM THAT MAY BE ATTACHED TO THE OFFERING CIRCULAR FOR DETAILS.
2. THE FRANCHISE AGREEMENT STATES THAT NEW YORK LAW GOVERNS THE FRANCHISE AGREEMENT. NEW YORK LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS YOUR STATE'S LAW. YOU MAY WANT TO COMPARE THESE LAWS. YOUR STATE LAW MAY SUPERSEDE THIS PROVISION AND IT MAY NOT BE ENFORCEABLE IN YOUR STATE. PLEASE REFER TO ANY STATE-SPECIFIC ADDENDUM THAT MAY BE ATTACHED TO THE OFFERING CIRCULAR FOR DETAILS.
3. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Information about comparisons of franchisors is available. Call the state administrators listed in Exhibit D to this offering circular or your public library for sources of information. Registration of this franchise with the state does not mean that the state recommends it or has verified the information in this offering circular. If you learn that anything in the offering circular is untrue, contact the Federal Trade Commission and the state administrator identified in Exhibit D.

Effective Date: