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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

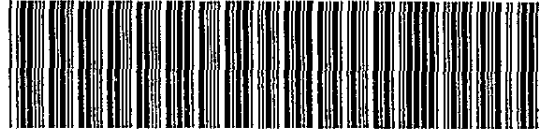
(Business Entity Name)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRANN FEB - 4 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NATIONAL GEOGRAPHIC SOCIETY
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

PARRY WILSON
(Name of Person)

NATIONAL GEOGRAPHIC SOCIETY
(Firm/Company)

1145 17th St. NW, Rm. 10-32
(Address)

WASHINGTON DC 20036
(City/State and Zip Code)

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For further information concerning this matter, please call:

PARRY WILSON at (202) 857-7708
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
 Registration Section
 Division of Corporations
 409 E. Gaines St.
 Tallahassee, FL 32399

MAILING ADDRESS:
 Registration Section
 Division of Corporations
 P. O. Box 6327
 Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status
 \$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. NATIONAL GEOGRAPHIC SOCIETY INCORPORATED
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. DISTRICT OF COLUMBIA 3. 53-0193519
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/27/1888 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S., to determine penalty liability.)

7. 1145 17th ST. NW WASHINGTON DC 20036
(Principal office address)

SAME
(Current mailing address)

8. Educational Publishing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CORPORATION SERVICE CORP.

Office Address: 1201 HAYS ST.

TALAHASSEE, Florida 32301
(City) (Zip Code)

10. Registered Agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

John H. Pelletier
(Registered Agent's signature)

JOHN H. PELLETIER
ASST. VICE PRESIDENT

11. Attached is a Certificate of Existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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ACCOUNTS PAYABLE

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: GIL GROSVENOR

Address: 1145 17th ST. NW
WASHINGTON DC 20036

Vice Chairman: JOHN MURPHY

Address: 1145 17th ST. NW
WDC 20036

Director: MARTHA CHURCH

Address: 1145 17th ST. NW
WDC 20036

Director: DANIEL GOLDIN

Address: 1145 17th ST. NW
WDC 20036

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B. OFFICERS

President: JOHN FAHEY JR.

Address: 1145 17th ST. NW
WASHINGTON DC 20036

Vice President: MICHAEL J. COLE

Address: 1145 17th ST. NW
WDC 20036

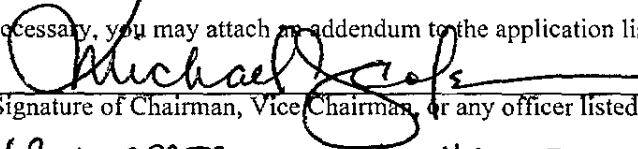
Secretary: TERRY ADAMSON

Address: 1145 17th ST. NW WDC 20036

Treasurer: GREG PLATTS

Address: 1145 17th ST. NW WDC 20036

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. V.P. & CONTROLLER, MICHAEL J. COLE
(Typed or printed name and capacity of person signing application)

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



CERTIFICATE

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TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 27th day of January, 1888 *Articles of Incorporation of:*

NATIONAL GEOGRAPHIC SOCIETY

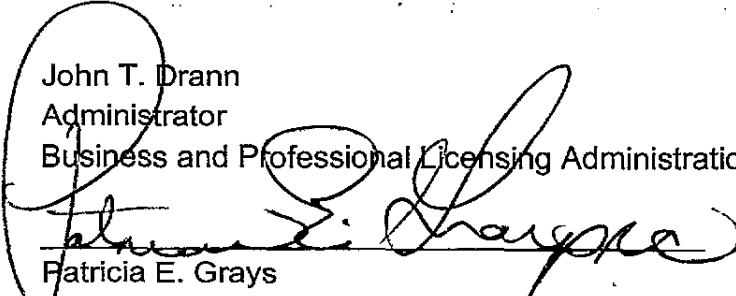
The above named corporation is duly incorporated and existing pursuant to and by virtue of the Nonprofit Corporation Act of the District of Columbia and authorized to conduct its affairs in the District of Columbia as of the date mentioned above.

WE FURTHER CERTIFY that the above entitled corporation is at the time of issuance of this certificate in Good Standing, according to the records of the Corporations Division, having filed all reports required by the District of Columbia Nonprofit Corporation Act.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 19th day of January, 2005.

David Clark
DIRECTOR

John T. Drann
Administrator
Business and Professional Licensing Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor