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**Apr 08 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 819255 (1)

1. Corporation Name
BERLITZ LANGUAGES, INC.



Principal Place of Business

**RESEARCH PARK
293 WALL STREET
PRINCETON NJ 08540
US**

Mailing Address

**RESEARCH PARK
293 WALL STREET
PRINCETON NJ 08540-1519
US**

3. Date Incorporated or Qualified **01/03/1966** 3a. Date of Last Report **03/08/1996**

2. Principal Place of Business
21 **400 Alexander Park**
Suite, Apt. #, etc.

2a. Mailing Address
26 **400 Alexander Park**
Suite, Apt. #, etc.

4. FEI Number **13-0489400** Applied For Not Applicable

22 City & State
23 **Princeton, NJ**

27 City & State
28 **Princeton, NJ**

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

24 Zip **08540** 25 Country **USA**

29 Zip **08540** 30 Country **USA**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

8. This corporation has liability for intangible tax under s 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**UNITED STATES CORPORATION COMPANY
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301**

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code **FL**

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	DP	<input type="checkbox"/> DELETE
NAME	YOKOI, HIROMASA	
STREET ADDRESS	293 WALL ST	
CITY - ST - ZIP	PRINCETON NJ	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	MINSKY, ROBERT	
STREET ADDRESS	293 WALL STREET	
CITY - ST - ZIP	PRINCETON NJ	
TITLE	VPGS	<input type="checkbox"/> DELETE
NAME	HENDON, ROBERT C., JR.	
STREET ADDRESS	293 WALL ST	
CITY - ST - ZIP	PRINCETON NJ	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	STRUMPEN-DARRIE, MICHAEL	
STREET ADDRESS	293 WALL ST	
CITY - ST - ZIP	PRINCETON NJ	
TITLE	VPCT	<input type="checkbox"/> DELETE
NAME	JAMES, HENRY D.	
STREET ADDRESS	293 WALL ST	
CITY - ST - ZIP	PRINCETON NJ	
TITLE	AT	<input type="checkbox"/> DELETE
NAME	MUELLER, WILLIAM	
STREET ADDRESS	293 WALL ST	
CITY - ST - ZIP	PRINCETON NJ	

11 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	
13 STREET ADDRESS	400 Alexander Park
14 CITY - ST - ZIP	Princeton, NJ 08540
21 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	
23 STREET ADDRESS	400 Alexander Park
24 CITY - ST - ZIP	Princeton, NJ 08540
31 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME	
33 STREET ADDRESS	400 Alexander Park
34 CITY - ST - ZIP	Princeton, NJ 08540
41 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME	
43 STREET ADDRESS	400 Alexander Park
44 CITY - ST - ZIP	Princeton, NJ 08540
51 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME	
53 STREET ADDRESS	400 Alexander Park
54 CITY - ST - ZIP	Princeton, NJ 08540
61 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME	
63 STREET ADDRESS	400 Alexander Park
64 CITY - ST - ZIP	Princeton, NJ 08540

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Robert C. Hendon*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/26/97 609-514-3031

Date Daytime Phone #

CR2E034 (9/96)