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May 12, 1999 8:00 am  
Secretary of State

05-12-1999 90006 005 \*\*\*150.00

PROFIT  
CORPORATION  
ANNUAL REPORT  
1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # 836393

1. Corporation Name

MILLBROOK DISTRIBUTION SERVICES INC.

Principal Place of Business

HWY 43 COTTONWOOD RD  
HARRISON AR 72601  
US

Mailing Address

P.O. BOX 790  
HARRISON AR 72602  
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05/24/1976

4. FEI Number

41-0754020

Applied For

Not Applicable

5. Certificate of Status Desired ☐

\$8.75 Additional  
Fee Required

6. Election Campaign Financing  
Trust Fund Contribution ☐

\$5.00 May Be  
Added to Fees

8. This corporation owes the current year Intangible  
Personal Property Tax. ☒ Yes ☐ No

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

THE PRENTICE HALL CORPORATION SYSTEM, INC.  
1201 HAYS STREET  
SUITE 105  
TALLAHASSEE FL 32301

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE CD ☐ DELETE  
NAME BERNSTEIN, RICHARD A  
STREET ADDRESS 444 MADISON AVE STE 601  
CITY-ST-ZIP NEW YORK NY

TITLE PD ☐ DELETE  
NAME SIGEL, ROBERT A.  
STREET ADDRESS RT 56 HUNTOON MEMORIAL HWY  
CITY-ST-ZIP LEICESTER MA

TITLE SVP ☐ DELETE  
NAME KING, FREDERICK W.  
STREET ADDRESS RT 56 HUNTOON MEMORIAL HWY  
CITY-ST-ZIP LEICESTER MA

TITLE EVPD ☐ DELETE  
NAME GROSSMAN, STEVEN M  
STREET ADDRESS 444 MADISON AVE STE 601  
CITY-ST-ZIP NEW YORK NY

TITLE SVPD ☐ DELETE  
NAME COHEN, JAMES A  
STREET ADDRESS 444 MADISON AVE STE 610  
CITY-ST-ZIP NEW YORK NY

TITLE ☐ DELETE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☐ Addition  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY-ST-ZIP

2.1 TITLE ☐ Change ☐ Addition  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY-ST-ZIP

3.1 TITLE ☐ Change ☐ Addition  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY-ST-ZIP

5.1 TITLE ☐ Change ☐ Addition  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ Addition  
6.2 NAME  
6.3 STREET ADDRESS  
6.4 CITY-ST-ZIP

14. I 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, with all other like empowered.

SIGNATURE:

SIGNATURE REC- [Signature]

4-26-99

(212)688-4500

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (11/98)

546587-90006-5

ATTACHMENT TO 1999 CORPORATE ANNUAL REPORT  
FLORIDA DEPARTMENT OF STATE

#836393

MILLBROOK DISTRIBUTION SERVICES INC.

Officers

Brian Holloway - Senior Vice President and Chief Financial Officer  
Rt 56 Huntoon Memorial Hwy Leicester, MA 01524

Gary L. May - Senior Vice President - Organization and Management and Chief Learning Officer  
Rt 56 Huntoon Memorial Hwy Leicester, MA 01524

John J. Murphy - Senior Vice President - Distribution  
Rt 56 Huntoon Memorial Hwy Leicester, MA 01524

Margaret M. North - Vice President - Human Resources  
Rt 56 Huntoon Memorial Hwy Leicester, MA 01524

Therese Grossi - Senior Vice President - Sales and Marketing  
Rt 56 Huntoon Memorial Hwy Leicester, MA 01524

David B. Spooner - Senior Vice President MIS and Chief Information Officer  
Rt 56 Huntoon Memorial Hwy Leicester, MA 01524

Ira A. Gomberg - Vice President and Assistant Secretary  
444 Madison Ave, Suite 601 New York, NY 10022

Hal B. Weiss - Vice President and Assistant Treasurer  
444 Madison Ave, Suite 601 New York, NY 10022