

F020000001497

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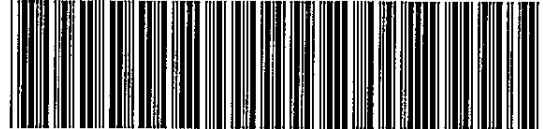
(Business Entity Name)

(Document Number)

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DIVISION
TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 299813 4321143

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 35.00

ORDER DATE : October 29, 2003

ORDER TIME : 2:18 PM

ORDER NO. : 299813-290

CUSTOMER NO: 4321143

CUSTOMER: Teresa Connelly, Esq.
Scholastic Inc.
555 Broadway

New York, NY 100123999

CHANGE OF AGENT

NAME: LECTORUM PUBLICATIONS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of New York in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: LECTORUM PUBLICATIONS, INC.
2. The principal office address: 295 Chubb Ave., Lyndhurst, NJ 07071
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 03/26/2002 Document number: F02000001497
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Jose Mendez

101 Ocean Lane Drive No. 3013

Key Biscayne, FL 33149

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company

1201 Hays Street

(P.O. Box or personal mailbox NOT acceptable)

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Blanca Lozada
(Signature of an officer, chairman or vice chairman of the board)

Blanca Lozada, Attorney in Fact
(Printed or typed name and title)

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 obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Sylvia Queppet
(Signature of Registered Agent)

October 27, 2003

(Date)

If signing on behalf of an entity:

Sylvia Queppet

(Typed or Printed Name)

Asst. Vice President

(Capacity)

***** FILING FEE: \$35.00 *****

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314