

F04000002172

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

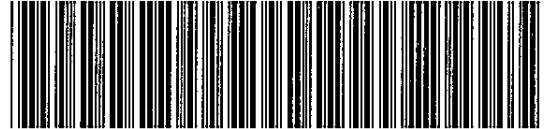
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/20/04--01047--025 **70.00

04/20/04--01047--026 **8.75

RECEIVED
04 APR 20 AM 11:53
DIVISION OF CORPORATION

FILED
04 APR 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

April 20, 2004

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
04 APR 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6084495 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

~~The Psychological Corporation changing name to Harcourt Assessment, Inc. (N1)
Evidence of Amendment
Florida~~

~~The Psychological Corporation changing name to Harcourt Assessment, Inc. (N1)
Obtain Document - Misc - Certified copy of Foreign Name Change
Florida~~

The Psychological Corporation (DE)
~~Evidence of Amendment~~ Foreign Qualification
Florida

The Psychological Corporation (DE) *Qualification*
Obtain Document - Misc - Certified copy of Foreign ~~Name Change~~
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

*File Second
Please.*

1. In the name of

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

FILED
04 APR 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. **The Psychological Corporation**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **Delaware**

(State or country under the law of which it is incorporated)

3.

Applied For

(FEI number, if applicable)

4. **October 2, 2003**

(Date of incorporation)

5.

Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. **Upon Qualification**

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. **275 Washington Street, Newton, MA 02458**

(Principal office address)

275 Washington Street, Newton, MA 02458

(Current mailing address)

8. **Test Publishing**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: **C T Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

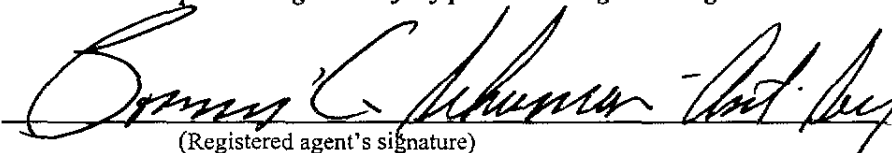
(City)

Florida **33324**

(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.


(Registered agent's signature)

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.

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

FILED
04 APR 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: **SEE ATTACHED**

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: **SEE ATTACHED**

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Linda G. Bottoms, Assistant Secretary
(Typed or printed name and capacity of person signing application)

The Psychological Corporation

Directors and Officers

Appointed person	Job Title	Work address
<u>Directors</u>		
Dickinson, Edward E.	Director	19500 Bulverde Road, San Antonio TX 78230, US
Galt, Jeffery S.	Director	19500 Bulverde Road, San Antonio TX 78259-3701, US
Prifitera, Aurelio	Director	19500 Bulverde Road, San Antonio TX 78259-3701, US
<u>Officers</u>		
Beeman, Yvette A.	Vice Presiden, General Counsel and Secretaryt	275 Washington Street, Newton MA 02458, US
Bottoms, Linda G.	Assistant Secretary	1105 N. Market Street, Suite 912, Wilmington DE 19801, US
DeMarco, Michele L.	Assistant Treasurer	275 Washington Street, Newton MA 02458, US
Dickinson, Edward E.	Senior Vice President and Chief Financial Officer	19500 Bulverde Road, San Antonio TX 78230, US
Fogarty, Kenneth E.	Vice President-Financial Services and Treasurer	275 Washington Street, Newton MA 02458, US
Fontaine, Charles P.	Vice President-Tax; Assistant Treasurer and Assistant Secretary	275 Washington Street, Newton MA 02458, US
Formica, Lynn M.	Assistant Treasurer	275 Washington Street, Newton MA 02458, US
Galt, Jeffery S.	President and Chief Executive Officer	19500 Bulverde Road, San Antonio TX 78259-3701, US
Horbaczewski, Henry Z.	Vice President	125 Park Avenue, 23rd Floor, New York NY 10017, US
Prifitera, Aurelio	Publishers & President, Harcourt Assessment International	19500 Bulverde Road, San Antonio TX 78259, US
Simonton, Renee	Vice President	1105 North Market Street, Wilmington DE 19801, US

Delaware

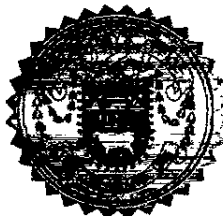
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE PSYCHOLOGICAL CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF APRIL, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



3711041 8300

040284943

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3060623

DATE: 04-19-04