

F08000002155

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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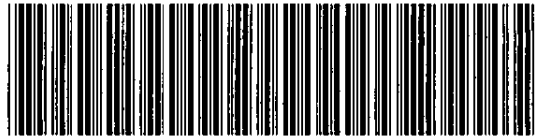
(Business Entity Name)

(Document Number)

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**June 1, 2009**

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: CONSORTIUM ON READING EXCELLENCE, INC.

Dear Sir/Madam:

For your information, the above company is qualified to do business in your state and we now enclose the necessary documents required to affect Change of Agent to National Corporate Research, Ltd.

In connection with this matter, we ask that you please have it filed in your office upon receipt and return the evidence to this office by means of the self-addressed envelope which we have enclosed for your convenience.

We also enclose our check made payable to your state in payment of filing fees.

Should you have any questions in regard to the above, please do not hesitate to give me a telephone call.

Sincerely,

  
Janine M. Bequette  
Senior Client Service Specialist

JMB  
ENCLOSURE  
REGULAR MAIL

**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 California in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation:

**CONSORTIUM ON READING EXCELLENCE, INC.**

2. The principal office address:

**2560 Ninth St., Suite 220** **Berkeley** **CA** **94710**

3. The mailing address (if different):

4. Date of incorporation/qualification: **05/13/2008** Document number: **F08000002155**

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

**Corporation Service Company**

**1201 Hays Street**

**Tallahassee FL 32301-2525**

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

**National Corporate Research, Ltd., Inc.**

**515 East Park Avenue**

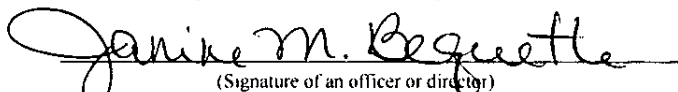
(P.O. Box NOT acceptable)

**Tallahassee Florida 32301**

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TALLAHASSEE, FLORIDA

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

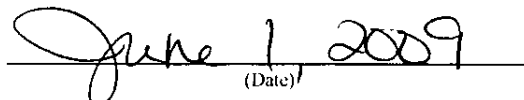
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

  
(Signature of an officer or director)

**Janine M. Bequette** *Power of Atty*  
(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.*

  
(Signature of Registered Agent)

  
(Date)

If signing on behalf of an entity:

**National Corporate Research, Ltd., Inc.**

(Typed or Printed Name)

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

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

STATE OF \_California)  
COUNTY OF \_Alameda)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT, Mark V. Simmons of (Consortium on Reading Excellence, INC) (dba CORE), a California corporation ("the Company"), and of the subsidiary entities shown on the list appended hereto, does hereby appoint Janine Bequette of National Corporate Research, Ltd., attorney-in-fact for the Company and for the subsidiary entities, to act for the Company and for the subsidiary entities and in the name of the Company and of the subsidiary entities for the limited purposes authorized herein.

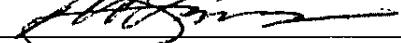
The Company and the subsidiary entities having taken all necessary steps to authorize the changes and the establishment of this Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any jurisdiction.

In the execution of any documents necessary for the purposes set forth herein, Janine Bequette shall exercise the power of Vice President or Authorized Person, or, in the case of entities having managers or other positions of authority rather than officers such as Authorized Person, the named individuals shall act in such office and with such authority as is required to effect the changes herein contemplated.

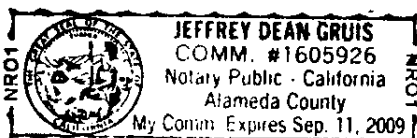
This Power of Attorney expires upon the earliest to occur of (i) completion and filing of the documents necessary to effect the change in registered agent and registered office addresses contemplated herein, or (b) six (6) months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by notice to Janine Bequette at National Corporate Research, Ltd.

1<sup>st</sup> IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this day of June, 2009.

(Consortium on Reading Excellence, INC)

BY:   
Mark V. Simmons  
Chief Operating Office & Corporate Secretary

Subscribed and sworn to before me this 1 day of JUNE, 2009.



  
Notary Public

**Addendum**

**Subsidiary Entities**

None