2012 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F10000003502

Entity Name: HEADSPROUT, INC.

FILED Feb 07, 2012 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

127 BROADWAY AVE E SUITE 200 SEATTLE, WA 98102

Current Mailing Address: New Mailing Address:

127 BROADWAY AVE E SUITE 200 3 GLENLAKE PARKWAY SEATTLE, WA 98102 3 GLENLAKE PARKWAY ATLANTA, GA 30328

FEI Number: 91-1978712 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE, FL 323012525 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

Title: CEO

Name: BURKE, WILLIAM A Address: 3 GLENLAKE PARKWAY City-St-Zip: ATLANTA, GA 30328

Title: PRES

Name: J. EDUARDO, SENF

Address: 2200 N. COMMERCE PKWY, STE, 300

City-St-Zip: WESTON, FL 33326

Title: SECY

Name: JOHN, STIPANCICH K Address: 3 GLENLAKE PARKWAY City-St-Zip: ATLANTA, GA 30328

Title: VP

Name: KLATT, DAVID

Address: 3 GLENLAKE PARKWAY City-St-Zip: ATLANTA, GA 30328

Title: TREA

Name: METZ, DALE L

Address: 3 GLENLAKE PARKWAY City-St-Zip: ATLANTA, GA 30328

Title: VP

Name: HARDNOCK, RON
Address: 3 GLENLAKE PARKWAY
City-St-Zip: ATLANTA, GA 30328

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with all other like empowered.

SIGNATURE: MICHAEL R. PETERSON AS 02/07/2012

F1000003502

HEADSPROUT, INC. OFFICERS & DIRECTORS

<u>NAME</u>	TITLE	ADDRESS
William A. Burke, III	Group President, Newell Professional	Three Glenlake Parkway Atlanta, GA 30328
David Klatt	Executive Vice President and General Manager, Labeling Technology & Integrated Solutions Global Business Unit	Three Glenlake Parkway Atlanta, GA 30328
J. Eduardo Senf	President, International	2200 N. Commerce Parkway, Ste. 300 Weston, FL 33326
John K. Stipancich	Senior Vice President, General Counsel and Corporate Secretary and DIRECTOR	Three Glenlake Parkway Atlanta, GA 30328
Ronald Hardnock	Vice President, Finance	Three Gleniake Parkway Atlanta, GA 30328
Dale L. Metz	Vice President, Treasurer and DIRECTOR	Three Glenlake Parkway Atlanta, GA 30328
Andrew Rudd	Vice President - Intellectual Property & Business Development and Assistant Secretary	Three Gleniake Parkway Atlanta, GA 30328
Joanne Chomiak	Assistant Secretary	Three Glenlake Parkway Atlanta, GA 30328
Brian Decker	Assistant Secretary	Three Glenlake Parkway Atlanta, GA 30328
Philippe Delsaut	Assistant Secretary	Chemin de Blandonnet 10 Vernier 1214 Switzerland
Karen Etheridge	Assistant Secretary	Three Glenlake Parkway Atlanta, GA 30328



Lisa Greene	Assistant Secretary	Three Gleniake Parkway Atlanta, GA 30328
Michael R. Peterson	Assistant Secretary and DIRECTOR _	Three Glenlake Parkway Atlanta, GA 30328
Chris Schneider	Assistant Secretary	2707 Butterfield Rd., #100 Oakbrook, IL 60523
Bradford R. Türner	Assistant Secretary	Three Glenlake Parkway Atlanta, GA 30328
Lisa Winger	Assistant Secretary	2707 Butterfield Rd., #100 Oakbrook, IL 60523
Troy Brinkmeier	Assistant Treasurer	29 E. Stephenson St. Freeport, IL 61032