Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations

Fax Number : (850)617-6381

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA00000023 Phone : (850)222-1092

Fax Number : (850)878-5368

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please. **

Email	Address:			

FOREIGN PROFIT/NONPROFIT CORPORATION Reed Elsevier U.S. Holdings Inc.

Certificate of Status	0
Certified Copy	1
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31/20/10

COVER LETTER

TO:	New Filing Sec Division of Co				
SUB.	JECT:	Reed F	Elsevier U.S. Holdings Inc.		
		Name of corpora	tion - must include suffix		
Dear	Sir or Madam:				
"Cert	ficate of Existend	tion by Foreign Corporation te," or "Certificate of Good in the corporation to transact but	for Authorization to Transac Standing" and check are subm Siness in Florida.	t Business in Florida," nitted to register the	
Pleas	e return all corres	pondence concerning this ma	atter to the following:		
-	_ _	Name	e of Person		
		Piem/	Company		
	<u></u>	A	ddress		
		City/Sta	nte and Zip code		
			on@reipmsi.com sed for future annual report n	otification)	
For fi	urther information	concerning this matter, plea	ase call:		
	Name of Perso	at (at (rea Code & Daytime Telepho	one Number	
	·				
	New Filing Sec Division of Co Clifton Buildir	rporations ag e Center Circle	MAILING ADDRESS: New Filing Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314		
Enclo	sed is a check for	the following amount:			
	\$70.00 Filing Fee	☐ \$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Centified Copy	S87.50 Filing Fee, Certificate of Status &	

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.

(If name unavail	able in Florida, enter alternate corporate na	ame	adopted for the purpose of transacting business	in Florida)	
Delaware	1	_ 3.	04-3006976		
(page of connity	under the law of which it is incorporated)		(FEI number, if applicable)		
03/23/1989		5.	Perpetual		
(Date	of incorporation)		(Duration: Year corp. will cease to exist or "	ocrpetual")	
Upon Qualificat	ion				
	•		n Florida, if prior to registration)		
	(SEE SECTIONS 907.150) & 60	37.13	502, F.S., to determine penalty liability)		
1105 North Mark	et Street, Wilmington, DE 19801				
	(Principal office	udd	ress)	建常	ざ
1105 North Mari	cet Street, Suite 501, Wilmington, DE 198			<u> -9</u>	- z.
	(Current mailing	, add	(ress)	22 m	S
				の美	2
Holding compa				- 500 met	. 2
(Purposet:	of corporation authorized in name state	ot c	nuntry to be carried out in state of Plorida)	型点	2
Name and street	et address of Florida registered agent:	(P.C	D. Box NOT acceptable)		Ŋ
N	CT Compression Sucrem			2125L	ယ္ဟ
Name:	C T Corporation System			, , , , , ,	Φ
ffice Address:	1200 South Pine Island Road				
	Dipagnian		Ti da nona		
	Plantation (City)		, Plorida 33324 (Zip code)		
	(0.5)		(2.p cosc)		
	gent's acceptance:		•		
			ice of process for the above stated corporation as registered agent and agree to act in		
			nent as registered agent and agree to act a elative to the proper and complete perforn		
rther agree to c					,
	with and accept the obligations of m	y po	smon as tegistered agent		
	with and accept the obligations of m	y po			
		y po	is McNedir		

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 dusiness addresses of officers and/or directors;
A. DIRECTORS
Chairman: SEE ATTACHMENT
Address:
Vice Chairman:
Address:
Director:
Address:
Director:
-
Address:
B. OFFICERS
President: SEE ATTACHMENT
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.
13M2MM
Signature of Director or Officer The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein
are true and that he or she is aware that false information submitted in a document to the Department of State constitutes third degree felony as provided for in \$.817.155, F.S.
14. Henry Z. Horbaczewski, President
(Typed or printed name and capacity of person signing application)

Director and Officers Report - Work Address Reed Elsevier U.S. Holdings Inc.

Company Name		
1 Reed Elsevier U.S. H	oldings inc.	
Appointments		
Name	Appointed as	Work address
Mark H. Armour	Director	1-3 Strand, London, WC2N 5JR, United Kingdom
Kenneth E. Fogarty	Director	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Henry Z. Horbaczewski	Director	125 Park Avenue, 23rd Floor, New York NY 10017, United States
Mark H. Armour	Chairman	1-3 Strand, London, WC2N 5JR, United Kingdom
Henry Z. Horbaczewski	President -	125 Park Avenue, 23rd Floor, New York NY 10017, United States
Kenneth E. Fogarty	Vice President	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Rubi L. Iniguez	Vice President	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Peter F. Dangoia	Assistant Vice President	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Henry Z. Horbaczewski	Secretary	125 Park Avenue, 23rd Floor, New York NY 10017, United States
Kenneth E. Fogarty	Treasurer	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Kennem E. Fogarty	Assistant Secretary	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Rubi L. Iniguez	Assistant Secretary	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458, United States
Peter F. Dangoia	Assistant Treasurer	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02468, United States
Lynn M. Formica	Assistant Treasurer	2 Newton Place, Third Floor, 255 Washington Street, Newton MA 02458. United States
Rubi L. Iniguez	Assistant Treasurer	2 Newton Piace, Third Floor, 255 Washington Street, Newton MA 02458, United States

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "REED ELSEVIER U.S. HOLDINGS INC."

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 TWENTY-SECOND DAY
OF NOVEMBER, A.D. 2010.

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.

SECRETARY OF STATE

2191324 8300

101111934

You may verify this certificate online at corp. delaware.gov/authver.shim?

AUTHENTICATION: 8371255

DATE: 11-22-10