

FILED
Jul 08, 1999 8:00 am
Secretary of State

07-08-1999 90013 048 ***550.00

AMOUNT DUE ON OR BEFORE 7/15/99: \$550.00 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$1200).

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F93000000200
 Corporation Name
DORLING KINDERSLEY FAMILY LEARNING INC.

Principal Place of Business SOUTHLAND EXECUTIVE PARK 7800 SOUTHLAND BLVD., STE. 200 ORLANDO FL 32809 US	Mailing Address SOUTHLAND EXECUTIVE PARK 7800 SOUTHLAND BLVD., STE. 200 ORLANDO FL 32809 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified 01/19/1993	4. FEI Number 59-3157011	Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐		6. Election Campaign Financing - Trust Fund Contribution ☐		\$8.75 Additional Fee Required \$5.00 May Be Added to Fees		
7. This corporation owes the current year Intangible Personal Property. ☐ Yes ☒ No		8. Name and Address of New Registered Agent				

9. Name and Address of Current Registered Agent LUCE, ALAN 7800 SOUTHLAND BLVD 200 ORLANDO FL 32809		10. Name and Address of New Registered Agent 81 Name Leitch, Jane 82 Street Address (P.O. Box Number is Not Acceptable) 7800 Southland Blvd, 83 suite 200 84 City Orlando FL 85 Zip Code 32809	
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11. Pursuant to the provisions of sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, section 607.0505, Florida Statutes.

SIGNATURE [Signature] (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VPD	1.1 TITLE	☐ Change ☒ Addition
NAME	LUCE, ALAN	1.2 NAME	Peter Cartwright
STREET ADDRESS	7800 SOUTHLAND BLVD., STE. 200	1.3 STREET ADDRESS	9 Henrietta Street, Covent Garden
CITY-ST-ZIP	ORLANDO FL	1.4 CITY-ST-ZIP	London, England WC23 8PS
TITLE	P	2.1 TITLE	☐ Change ☒ Addition
NAME	KINDERSLEY, PETER	2.2 NAME	Houston, David
STREET ADDRESS	9 HENRIETTA STREET, COVENT GARDEN	2.3 STREET ADDRESS	9 Henrietta St, Covent Garden
CITY-ST-ZIP	LONDON, ENGLAND WC23 8PS	2.4 CITY-ST-ZIP	London, England WC23 8PS
TITLE	D	3.1 TITLE	☐ Change ☒ Addition
NAME	HARE, ROD D	3.2 NAME	Leitch, Jane
STREET ADDRESS	9 HENRIETTA STREET, COVENT GARDEN	3.3 STREET ADDRESS	7800 Southland Blvd, St. 200
CITY-ST-ZIP	LONDON, ENGLAND WC23 8PS	3.4 CITY-ST-ZIP	Orlando, FL 32809
TITLE	D	4.1 TITLE	☐ Change ☐ Addition
NAME	GILL, PETER	4.2 NAME	
STREET ADDRESS	9 HENRIETTA STREET, COVENT GARDEN	4.3 STREET ADDRESS	
CITY-ST-ZIP	LONDON, ENGLAND WC23 8PS FL	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	☐ Change ☐ Addition
NAME	EISENBERG, RICHARD	5.2 NAME	
STREET ADDRESS	675 THIRD AVE, 29TH FL	5.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	☐ Change ☐ Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [Signature] DATE: **6/29/99**

CR2E034 (5/99)