


# 2007 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**Apr 30, 2007 8:00 am**  
**Secretary of State**

04-30-2007 90859 031 \*\*\*150.00

<b>DOCUMENT # F93000000409</b>		
1. Entity Name <b>HARCOURT, INC.</b>		

Principal Place of Business <b>6277 SEA HARBOR DR ORLANDO, FL 32821 US</b>	Mailing Address <b>6277 SEA HARBOR DR ATTN: TAX DEPT ORLANDO, FL 32821 US</b>
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2. Principal Place of Business - No P.O. Box #	3. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip <b>32887</b> Country	Zip <b>32887</b> Country

**40094144**



03282007 Chg-P CR2E034 (12/06)

4. FEI Number <b>13-1935377</b>	Applied For <input type="checkbox"/> Not Applicable
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5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
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6. Name and Address of Current Registered Agent	
<b>C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324</b>	

7. Name and Address of New Registered Agent	
Name	
Street Address (P.O. Box Number is Not Acceptable)	
City	
<b>FL</b>	Zip Code

8. 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. I am familiar with, and accept the obligations of registered agent.

SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

<b>FILE NOW!!! FEE IS \$150.00 After May 1, 2007 Fee will be \$550.00</b>	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00</b> May Be Added to Fees
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10. OFFICERS AND DIRECTORS	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VCSD ABRAMOWSKI, RICHARD G 6277 SEA HARBOR DR. ORLANDO, FL 32887 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VS BAYERS, WILLIAM F 2 NEWTON PLACE SUITE 350 3RD FLOOR NEWTON, MA 02458 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SVP FAGAN, RAYMOND D 6277 SEA HARBOR DRIVE ORLANDO, FL 32887 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VAS BEEMAN, YVETTE A 2 NEWTON PLACE SUITE 350 3RD FLOOR NEWTON, MA 02458 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Delete

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VCSD ABRAMOWSKI, RICHARD G 6277 SEA HARBOR DR ORLANDO FL 32887 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V/AT/AS/D FONTAINE, CHARLES P 2 NEWTON PLACE STE 350 NEWTON MA 02458 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V/T FOGARTY, KENNETH E 2 NEWTON PLACE, STE 350 NEWTON MA 02458 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Charles P. Fontaine Vice President - Tax 04/25/2007 617-558-4924  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

# ATTACHMENT I

40094144

Harcourt, Inc.  
Directors, Officers Report  
Document # F93000000409

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## Directors

**Kenneth E. Fogarty**  
Business Address:

**Director**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Charles P. Fontaine**  
Business Address:

**Director**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Henry Z. Horbaczewski**  
Business Address:

**Director**  
125 Park Avenue, 23<sup>rd</sup> Floor  
New York, NY 10017 USA

## Officers

**Richard G. Abramowski**  
Business Address:

**Vice President-Customer Service and Distribution**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Susan L. Amster**  
Business Address:

**Vice President**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**William F. Bayers**  
Business Address:

**Vice President, Secretary**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Yvette A. Beeman**  
Business Address:

**Vice President, Assistant Secretary**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Varkey K. Chacko**  
Business Address:

**Vice President-Finance and Operations**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Michele L. DeMarco**  
Business Address:

**Assistant Treasurer**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Raymond D. Fagan**  
Business Address:

**Senior Vice President-Finance**  
125 Park Avenue, 23<sup>rd</sup> Floor  
New York New York 10017 USA

**Daniel H. Farley**  
Business Address:

**Vice President**  
525 B Street, Suite 100  
San Diego California 92101 USA

**Kenneth E. Fogarty**  
Business Address:

**Vice President-Financial Services, Treasurer**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

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Directors, Officers Report  
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**Charles P. Fontaine**  
Business Address:

**Vice President-Taxes, Assistant Secretary, Assistant Treasurer**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Lynn M. Formica**  
Business Address:

**Assistant Treasurer**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Henry Z. Horbaczewski**  
Business Address:

**Vice President, Assistant Secretary**  
125 Park Avenue, 23<sup>rd</sup> Floor  
New York, NY 10017 USA

**Linda A. Jasiewicz**  
Business Address:

**Assistant Secretary**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**David S. Kim**  
Business Address:

**Senior Vice President-Global Strategy & Business Development**  
125 Park Avenue, 23<sup>rd</sup> Floor  
New York, NY 10017 USA

**Michael P. Lavelle**  
Business Address:

**Vice President, Controller, Assistant Secretary**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Jordan J. Lomas**  
Business Address:

**Vice President**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Andrew L. Matz**  
Business Address:

**Vice President, Associate General Counsel**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Julie A. McGee**  
Business Address:

**Senior Vice President**  
10801 North MoPac Expressway  
Austin, Texas 78759 USA

**Laura D. Rockefeller**  
Business Address:

**Assistant Secretary**  
10801 North MoPac Expressway  
Austin, Texas 78759 USA

**David G. Samuels**  
Business Address:

**Vice President-Corp Services & Real Estate, Assistant Secretary**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Renee Simonton**  
Business Address:

**Vice President**  
1105 North Market Street, 5<sup>th</sup> Floor  
Wilmington Delaware 19801 USA

**Janet M. Spalding**  
Business Address:

**Senior Vice President**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

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**Patrick J. Tierney**  
Business Address:

**Chairman**  
125 Park Avenue, 23<sup>rd</sup> Floor  
New York, NY 10017 USA