2005 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F96000003373

Entity Name: EXPERIENCE WORKS, INC.

FILED Apr 05, 2005 Secretary of State

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

2200 CLARENDON BLVD. SUITE 1000 ARLINGTON, VA 22201

Current Mailing Address: New Mailing Address:

2200 CLARENDON BLVD. SUITE 1000 ARLINGTON, VA 22201

FEI Number: 52-0817955 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

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

SIMPSON, MADALINE 1079 ATLANTIC BLVD. SUITE #2

ATLANTIC BEACH, FL 32233 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:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PRES () Delete Title: PRES (X) Change () Addition Name: WOOTEN, ANDREA J Name: WALSH, EILEEN

Address: 2200 CLARENDON BLVD., SUITE 1000 Address: 2200 CLARENDON BLVD., SUITE 1000

City-St-Zip: ARLINGTON, VA 22201 City-St-Zip: ARLINGTON, VA 22201 US

Title: COO () Delete Title: DIR (X) Change () Addition

Name: WALSH, EILEEN Name: CARPENTER, CY

 Address:
 2200 CLARENDON BLVD., SUITE 1000
 Address:
 8200 PORTLAND AVENUE SOUTH

 City-St-Zip:
 ARLINGTON, VA 22201
 City-St-Zip:
 MINNEAPOLIS, MN 55420 US

Title: SEC () Delete Title: SEC (X) Change () Addition

Name: RANDEL, ELLEN F Name: RANDEL, ELLEN F

Address: 2200 CLARENDON BLVD., SUITE 1000 Address: 2200 CLARENDON BLVD., SUITE 1000

City-St-Zip: ARLINGTON, VA 22201 City-St-Zip: ARLINGTON, VA 22201 US

Title: CFO () Delete Title: CFO (X) Change () Addition

Name: RAE, ROSEMARIE Name: RAE, ROSEMARIE

Address: 2200 CLARENDON BLVD., SUITE 1000 Address: 2200 CLARENDON BLVD., SUITE 1000

City-St-Zip: ARLINGTON, VA 22201 City-St-Zip: ARLINGTON, VA 22201 US

Title: CIO () Delete Title: DIR (X) Change () Addition

 Name:
 HENECKE, LEIF
 Name:
 KLUTTS, PHILLIP

 Address:
 2200 CLARENDON BLVD., SUITE 1000
 Address:
 502 SOUTH 7TH STREET

 City-St-Zip:
 ARLINGTON, VA 22201
 City-St-Zip:
 OKEMAH, OK 74859 US

Title: VP () Delete Title: DIR (X) Change () Addition

 Name:
 BOOFER, SALLY
 Name:
 TOFTOY, CHARLES

 Address:
 2200 CLARENDON BLVD., SUITE 1000
 Address:
 3800 24TH STREET NORTH

 City-St-Zip:
 ARLINGTON, VA 22201
 City-St-Zip:
 ARLINGTON, VA 22207 US

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further 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 617, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: ELLEN F. RANDEL SEC 04/05/2005