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FILED
Apr 29 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F96000003922 (9)

1. Corporation Name
PEARSON PROFESSIONAL INC.

Principal Place of Business Mailing Address
C/O COWAN & MINETZ, CHARTERED C/O COWAN & MINETZ, CHARTERED
180 NORTH LASALLE STREET, SUITE 2801 180 NORTH LASALLE STREET, SUITE 2801
CHICAGO IL 60601 CHICAGO IL 60601

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
08/01/1996
4. FEI Number
51-0376294
Applied For
Not Applicable
5. Certificate of Status Desired ☐ \$8.75 Additional
Fee Required
6. Election Campaign Financing
Trust Fund Contribution ☐ \$5.00 May Be
Added to Fees
8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30. ☐ Yes ☐ No

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip 28 Zip
24 Country 29 Country
25 Country 30 Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

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 typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS
TITLE PD ☒ DELETE
NAME WARWICK, PETER
STREET ADDRESS MAPLE HOUSE, 149 TOTTENHAM COURT ROAD
CITY-ST-ZIP LONDON W1P 9LL ENGLAND
TITLE VD ☒ DELETE
NAME SILVER, MARK
STREET ADDRESS MAPLE HOUSE, 149, TOTTENHAM COURT ROAD
CITY-ST-ZIP LONDON W19 9LL EN
TITLE S ☐ DELETE
NAME COWAN, WILLIAM H
STREET ADDRESS 180 NORTH LASALLE STREET, SUITE 2801
CITY-ST-ZIP CHICAGO IL 60601
TITLE D ☒ DELETE
NAME GRAHAM, ELTON
STREET ADDRESS MAPLE HOUSE, 149 TOTTENHAM COURT ROAD
CITY-ST-ZIP LONDON W1P 9LL EN
TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP
TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE PD ☒ Change ☐ Addition
1.2 NAME Alison MacDougall
1.3 STREET ADDRESS Maple House, 149 Tottenham Court Road
1.4 CITY-ST-ZIP London, W1P 9LL England
2.1 TITLE VD ☒ Change ☐ Addition
2.2 NAME Richard Hanks
2.3 STREET ADDRESS Maple House, 149 Tottenham Court Road
2.4 CITY-ST-ZIP London W19 9LL England
3.1 TITLE ☐ Change ☐ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP
4.1 TITLE V ☒ Change ☐ Addition
4.2 NAME Thomas Wharton
4.3 STREET ADDRESS 30 Rockefeller Plaza, 50th Floor
4.4 CITY-ST-ZIP New York, NY 10112
5.1 TITLE ☐ Change ☐ Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP
6.1 TITLE ☐ Change ☐ Addition
6.2 NAME
6.3 STREET ADDRESS
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:

William H. Cowan

4-20-98

312/236-9121

CR2E034 (10/97)