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FILED
Jan 26 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F97000004635 (5)

1. Corporation Name

INVEST LEARNING CORPORATION

Principal Place of Business

Mailing Address

C/O VIACOM, INC. - ATTN: LAW DEPT.
1515 BROADWAY
NEW YORK NY 10036

C/O VIACOM, INC. - ATTN: LAW DEPT.
1515 BROADWAY
NEW YORK NY 10036

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 9920 Pacific Heights Blvd	26 c/o Philippe P. Dauman
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22 Suite 200	27 1515 Broadway
City & State	City & State
23 San Diego, CA	28 New York, NY
Zip	Zip
24 92121	29 10036
Country	Country
25 USA	30 USA

3. Date Incorporated or Qualified

09/04/1997

4. FEI Number

64-0844661

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

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE D ☐ DELETE
NAME NEWCOMB, JONATHAN
STREET ADDRESS C/O VIACOM, INC. / 1515 BROADWAY
CITY-ST-ZIP NEW YORK NY 10036

1.1 TITLE ☒ Change ☐ Addition
1.2 NAME
1.3 STREET ADDRESS 1230 Avenue of the Americas
1.4 CITY-ST-ZIP New York, NY 10020

TITLE P ☐ DELETE
NAME FERRENTINO, RIC
STREET ADDRESS C/O VIACOM, INC. / 1515 BROADWAY
CITY-ST-ZIP NEW YORK NY 10036

2.1 TITLE ☒ Change ☐ Addition
2.2 NAME
2.3 STREET ADDRESS c/o Philippe P. Dauman
2.4 CITY-ST-ZIP 1515 Broadway, New York, NY 10036

TITLE EVSD ☐ DELETE
NAME DAUMAN, PHILIPPE P
STREET ADDRESS C/O VIACOM, INC. / 1515 BROADWAY
CITY-ST-ZIP NEW YORK NY 10036

3.1 TITLE ☐ Change ☐ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

TITLE VCFO ☐ DELETE
NAME SMITH, GEORGE S JR
STREET ADDRESS C/O VIACOM, INC. / 1515 BROADWAY
CITY-ST-ZIP NEW YORK NY 10036

4.1 TITLE SVCFO ☒ Change ☐ Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

TITLE V ☐ DELETE
NAME BERNA, JOHN
STREET ADDRESS C/O VIACOM, INC. / 1515 BROADWAY
CITY-ST-ZIP NEW YORK NY 10036

5.1 TITLE ☐ Change ☐ Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

TITLE AS ☐ DELETE
NAME STACK, ILENE W
STREET ADDRESS C/O VIACOM, INC. / 1515 BROADWAY
CITY-ST-ZIP NEW YORK NY 10036

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.

Ilene W. Stack
Assistant Secretary

1/19/98

212-250-6071

CR2E034 (10/97)