FILED May 03, 2004 08:00-AN Secretary of State

ANNUAL REPORT	
DOCUMENT # F9900004969	T
1. Entity Name	- 14



Principal Place of Business

€9920 PACIFIC HTS BLVD.

COMPASSLEARNING, INC.

SAN DIEGO, CA 92121

Mailing Address

7878 NORTH 16TH STREET, SUITE 100

PHOENIX, AZ 85020_



DO	NOT	WRITE	IN THIS	SPACE
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No Chg-P 04262004 CR2E034 (10/03)

4. FEI Number 13-4066535

Applied For Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent

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

DO NOT WRITE IN THIS SPACE

8. The above the obligat	named entity submits this statement for the plions of registered agent	purpose of changing its registere	d office or registered agent, or bo	oth, in the State of Florida. I am familiar with, and accept
SIGNATURE.		4 140 500		
	Signature, typed or printed name of registered agent and title	il applicable (NOTE Registered	Agent signature required when reinstaling)	DATE.
FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00		 Election Campaign Financ Trust Fund Contribution. 	scing \$5.00 May Be Added to Fees	
10.	OFFICERS AND DIREC	JOBS		
MEE	P PAISEN DUD			
HAME STREET ADDRESS CRTY-ST-ZIP	RAJEEV, PURI 512 SEVENTH AVE NEW YORK, NY 10018	_		U00000149937 05/03/04-80206-015 150.00
THIE NAME CIRELI ADDRESS CITY-ST-ZIP	S LAUREY, CHARLES L ONE ROCKEFELLER PLAZA NEW YORK, NY 10020	-		
THEE NAME STREET ADDRESS CHY-ST-ZP	T IANNUZO, MARIA 7878 NORTH 16TH STREET, SUITE 1 PHOENIX, AZ 85020	100	DO	NOT WRITE
HITLE NAME STREET ADDRESS CITY-ST-ZIP	T LYNCH, ROBERT S ONE ROCKFELLER PLAZA NEW YORK, NY 10020	and the second s	IN :	THIS SPACE
TITLE NAME STREET ADDRESS CITY-ST-ZIP				
HTLE NAME SIBEET ADDRESS ATY-SI-ZIP				
 indicated 	on this report of supplemental report is true a	ind accurate and that my signatu	are shall have the same legal effe	(i). Florida Statutes. I further certify that the information ct as if made under cath, that I am an officer or director

changed, or on an attachment with an address, with all other like empowered

SIGNATURE: