


**2005 FOR PROFIT CORPORATION ANNUAL REPORT**

**FILED**  
**Mar 28, 2005 8:00 am**  
**Secretary of State**

03-28-2005 90073 018 \*\*\*150.00

**DOCUMENT # F93000000409**


1. Entity Name  
**HARCOURT, INC.**



Principal Place of Business 6277 SEA HARBOR DR ORLANDO, FL 32821 US	Mailing Address 6277 SEA HARBOR DR ATTN: TAX DEPT ORLANDO, FL 32821 US
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2. Principal Place of Business Suite, Apt. #, etc. City & State Zip	3. Mailing Address Suite, Apt. #, etc. City & State Zip
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50021133



02182005 Chg-P CR2E034 (10/03)

4. FEI Number 13-1935377	Applied For Not Applicable
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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

7. Name and Address of New Registered Agent

Name  
 Street Address (P.O. Box Number is Not Acceptable)  
 City **FL** 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 \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

**FILE NOW!!! FEE IS \$150.00**  
**After May 1, 2005 Fee will be \$550.00**

9. Election Campaign Financing  \$5.00 May Be Added to Fees

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	V BAYERS, WILLIAM F 275 WASHINGTON ST. NEWTON, MA 02458	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVP FOWLER, JUDITH P 10801 NORTH MOPAC EXPWAY, BLDG 3 AUSTIN, TX 78759	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S BAYERS, WILLIAM 275 WASHINGTON ST. NEWTON, MA 02458	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BEEMAN, YVETTE A 275 WASHINGTON ST. NEWTON, MA 02458	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BEEMAN, YVETTE 275 WASHINGTON ST. NEWTON, MA 02458	<input type="checkbox"/> Delete

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BAYERS, WILLIAM F 2 NEWTON PLACE, SUITE 350, 3rd FL NEWTON MA 02458	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S BAYERS, WILLIAM F 2 NEWTON PLACE, SUITE 350, 3rd FL NEWTON MA 02458	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BEEMAN, YVETTE A. 2 NEWTON PLACE, SUITE 350, 3rd FL NEWTON MA 02458	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BEEMAN, YVETTE A 2 NEWTON PLACE, SUITE 350, 3rd FL NEWTON MA 02458	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition

12. 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 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: *Linda G. Bottoms* Linda G. Bottoms 3/24/05 302-884-8307  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

# F9300000409  
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Harcourt, Inc.  
Directors, Officers Report

**ATTACHMENT**

February 11, 2005

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

**Patrick J. Tierney**  
Business Address: **Chair**  
125 Park Avenue, 23<sup>rd</sup> Floor  
New York, NY 10017 USA

**Jeffery S. Galt**  
Business Address: **Executive Vice President**  
19500 Bulverde Road  
San Antonio Texas 78259 USA

**Judith P. Fowler**  
Business Address: **Senior Vice President**  
10801 North MoPac Expressway, Building 3  
Austin, Texas 78759 USA

**Julie A. McGee**  
Business Address: **Senior Vice President**  
10801 North MoPac Expressway  
Austin, Texas 78759 USA

**Janet M. Spalding**  
Business Address: **Senior Vice President**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Raymond D. Fagan**  
Business Address: **Senior Vice President-Finance**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

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

**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

Harcourt, Inc.  
Directors, Officers Report

**ATTACHMENT**

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February 11, 2005

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

**LaBron R. Chance**  
Business Address:

**Vice President-Human Resources**  
6277 Sea Harbor Drive  
Orlando Florida 32887 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**  
2 Newton Place, Suite 350, 3<sup>rd</sup> Floor  
Newton Massachusetts 02458 USA

**Charles P. Fontaine**  
Business Address:

**Vice President-Taxes, Assistant Secretary**  
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

**Michael P. Lavelle**  
Business Address:

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

**Jordan L. 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

**David G. Samuels**  
Business Address:

**Vice President-Corporate Services and Real Estate**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Renee Simonton**  
Business Address:

**Vice President**  
1105 North Market Street, Suite 912  
Wilmington Delaware 19801 USA

**Kenneth E. Fogarty**  
Business Address:

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

**Michele L. Demarco**  
Business Address:

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

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Harcourt, Inc.  
Directors, Officers Report

February 11, 2005

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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

**Linda G. Bottoms**  
Business Address: **Assistant Secretary**  
1105 North Market Street, Suite 912  
Wilmington Delaware 19801 USA

**Linda A. Jasiewicz**  
Business Address: **Assistant Secretary**  
6277 Sea Harbor Drive  
Orlando Florida 32887 USA

**Laura D. Rockefeller**  
Business Address: **Assistant Secretary**  
10801 North MoPac Expressway  
Austin, Texas 78759 USA

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