


2007 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 30, 2007 8:00 am
Secretary of State

04-30-2007 90859 031 ***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

40094144



2. Principal Place of Business - No P.O. Box #
 Suite, Apt. #, etc.
 City & State
 Zip **32887** Country

3. Mailing Address
 Suite, Apt. #, etc.
 City & State
 Zip **32887** Country

03282007 Chg-P CR2E034 (12/06)

4. FEI Number
13-1935377

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

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, 2007 Fee will be \$550.00

9. Election Campaign Financing Trust Fund Contribution. **\$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	VS BAYERS, WILLIAM F 2 NEWTON PLACE SUITE 350 3RD FLOOR NEWTON, MA 02458	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SVP FAGAN, RAYMOND D 6277 SEA HARBOR DRIVE ORLANDO, FL 32887	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VAS BEEMAN, YVETTE A 2 NEWTON PLACE SUITE 350 3RD FLOOR NEWTON, MA 02458	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP		<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP		<input type="checkbox"/> Delete

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY - ST - ZIP	VCSD ABRAMOWSKI, RICHARD G 6277 SEA HARBOR DR ORLANDO FL 32887	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V/AT/AS/D FONTAINE, CHARLES P 2 NEWTON PLACE STE 350 NEWTON MA 02458	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V/T FAGARTY, KENNETH E 2 NEWTON PLACE, STE 350 NEWTON MA 02458	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, 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: Charles P. Fontaine Vice President - Tax 04/25/2007 617-558-4924
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

ATTACHMENT I

40094144

Harcourt, Inc.
Directors, Officers Report
Document # F93000000409

Directors

Kenneth E. Fogarty
Business Address:

Director
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Charles P. Fontaine
Business Address:

Director
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Henry Z. Horbaczewski
Business Address:

Director
125 Park Avenue, 23rd Floor
New York, NY 10017 USA

Officers

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, 3rd Floor
Newton Massachusetts 02458 USA

William F. Bayers
Business Address:

Vice President, Secretary
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Yvette A. Beeman
Business Address:

Vice President, Assistant Secretary
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Varkey K. Chacko
Business Address:

Vice President-Finance and Operations
6277 Sea Harbor Drive
Orlando Florida 32887 USA

Michele L. DeMarco
Business Address:

Assistant Treasurer
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Raymond D. Fagan
Business Address:

Senior Vice President-Finance
125 Park Avenue, 23rd Floor
New York New York 10017 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, Treasurer
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

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Directors, Officers Report
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Charles P. Fontaine
Business Address: **Vice President-Taxes, Assistant Secretary, Assistant Treasurer**
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Lynn M. Formica
Business Address: **Assistant Treasurer**
2 Newton Place, Suite 350, 3rd Floor
Newton Massachusetts 02458 USA

Henry Z. Horbaczewski
Business Address: **Vice President, Assistant Secretary**
125 Park Avenue, 23rd Floor
New York, NY 10017 USA

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

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

Michael P. Lavelle
Business Address: **Vice President, Controller, Assistant Secretary**
6277 Sea Harbor Drive
Orlando Florida 32887 USA

Jordan J. 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, 3rd Floor
Newton Massachusetts 02458 USA

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

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

David G. Samuels
Business Address: **Vice President-Corp Services & Real Estate, Assistant Secretary**
6277 Sea Harbor Drive
Orlando Florida 32887 USA

Renee Simonton
Business Address: **Vice President**
1105 North Market Street, 5th Floor
Wilmington Delaware 19801 USA

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

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Patrick J. Tierney
Business Address:

Chairman
125 Park Avenue, 23rd Floor
New York, NY 10017 USA