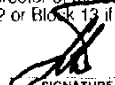


FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

May 01 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997				FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P40442 (6) 1. Corporation Name STECK-VAUGHN COMPANY					
Principal Place of Business 8701 N MOPAC EXPRESSWAY 200 AUSTIN TX 78759-8364 US			Mailing Address 18400 VON KARMAN AVE 10TH FLOOR IRVINE CA 92612-1514 US		
2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/11/1992	
21 4515 Seton Center Pkwy Suite, Apt. #, etc.		26 2601 Main Street Suite, Apt. #, etc.		3a. Date of Last Report 02/07/1996	
22 Suite 300 City & State		27 Suite 700 City & State		4. FEI Number 33-0147571 Applied For Not Applicable	
23 Austin, TX Zip		28 Irvine, CA Zip		5. Certificate of Status Desired ☐ \$8.75 Additional Fee Required	
24 78759 25 USA		29 92614 30 USA		6. Election Campaign Financing Trust Fund Contribution ☐ \$5.00 May Be Added to Fees	
9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324				10. Name and Address of New Registered Agent	
				81 Name	
				82 Street Address (P.O. Box Number is Not Acceptable)	
				83	
				84 City	
				85 Zip Code FL	
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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____					
12. OFFICERS AND DIRECTORS					
TITLE	P	☒ DELETE			
NAME	MAYERS, ROY E.				
STREET ADDRESS	8701 N. MOPAC EXPY., #200				
CITY - ST - ZIP	AUSTIN TX 78759				
TITLE	VT	☐ DELETE			
NAME	ROGERS, FLOYD				
STREET ADDRESS	8701 N. MOPAC EXPY., #200				
CITY - ST - ZIP	AUSTIN TX 78759				
TITLE	VSD	☐ DELETE			
NAME	MAYNARD, PHILIP C.				
STREET ADDRESS	18400 VON KARMAN AVE.				
CITY - ST - ZIP	IRVINE CA 92715				
TITLE	CD	☐ DELETE			
NAME	YAY, SAM				
STREET ADDRESS	18400 VON KARMAN AVE				
CITY - ST - ZIP	IRVINE CA				
TITLE	VATD	☐ DELETE			
NAME	OGATA, KEITH K				
STREET ADDRESS	18400 VON KARMAN AVE.				
CITY - ST - ZIP	IRVINE CA 92715				
TITLE	AT	☐ DELETE			
NAME	CLAUSEN, JOHN L				
STREET ADDRESS	18400 VON KARMAN AVE				
CITY - ST - ZIP	IRVINE CA				
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12					
1.1 TITLE ☐ Change ☒ Addition					
1.2 NAME P KOPEC, ANITA					
1.3 STREET ADDRESS 4515 SETON CENTER PKWY, SUITE 300					
1.4 CITY - ST - ZIP AUSTIN, TX 78759					
2.1 TITLE ☒ Change ☐ Addition					
2.2 NAME					
2.3 STREET ADDRESS 4515 SETON CENTER PKWY, SUITE 300					
2.4 CITY - ST - ZIP AUSTIN, TX 78759					
3.1 TITLE ☒ Change ☐ Addition					
3.2 NAME					
3.3 STREET ADDRESS 2601 MAIN STREET, SUITE 700					
3.4 CITY - ST - ZIP IRVINE, CA 92614					
4.1 TITLE ☒ Change ☐ Addition					
4.2 NAME					
4.3 STREET ADDRESS 2601 MAIN STREET, SUITE 700					
4.4 CITY - ST - ZIP IRVINE, CA 92614					
5.1 TITLE ☒ Change ☐ Addition					
5.2 NAME					
5.3 STREET ADDRESS 2601 MAIN STREET, SUITE 700					
5.4 CITY - ST - ZIP IRVINE, CA 92614					
6.1 TITLE ☒ Change ☐ Addition					
6.2 NAME					
6.3 STREET ADDRESS 2601 MAIN STREET, SUITE 700					
6.4 CITY - ST - ZIP IRVINE, CA 92614					
14. I do 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:  SIGNATURE REQUIRED John L. Clausen 4/25/97 (714) 474-9400					
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR _____ Date _____ Daytime Phone # _____					

CR2E034 (9/96)

STECK - VAUGHN COMPANY

The term of office for all directors and officers will expire in May 1997

<u>DIRECTORS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Sam Yau, Chairman	Director	2601 Main Street, Suite 700 Irvine, CA 92714
Keith K. Ogata	Director	2601 Main Street, Suite 700 Irvine, CA 92714
Philip C. Maynard	Director	2601 Main Street, Suite 700 Irvine, CA 92714

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Anita Kopec	President	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Floyd Rogers	Vice President- Finance and Treasurer	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Gunnar C. Voltz	Vice President - Sales	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Richard Y. Blumenthal	Vice President- Marketing	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Leslie Ford	Vice President- Editor-in-Chief	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Philip C. Maynard	Vice President and Secretary	2601 Main Street, Suite 700 Irvine, CA 92614
Keith K. Ogata	Vice President and Assistant Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
Todd B. Wehner	Controller	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Glen Medwid	Assistant Controller	2601 Main Street, Suite 700 Irvine, CA 92614
John L. Clausen	Assistant Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
Stephen Jardon	Assistant Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
Robert R. Holmen	Assistant Secretary	2601 Main Street, Suite 700 Irvine, CA 92614
Lori Berg	Assistant Secretary	2601 Main Street, Suite 700 Irvine, CA 92614
Susan S. Myers	Assistant Secretary	4515 Seton Center Pkwy, Ste.300 Austin, TX 78759
Carol M. Hess	Assistant Secretary	2601 Main Street, Suite 700 Irvine, CA 92614