

UNIVERSITY OF PHOENIX, INC. (THE)
 4615 E ELWOOD ST #A1-15F
 PHOENIX, AZ 85040

You have until January 5, 2001 by 5:00 PM to file.

No. C 112418 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Oct 31, 2000 Annual Report Form 1. Mailing Address - Correct in this box, if applicable: UNIVERSITY OF PHOENIX, INC. (THE) 4615 E ELWOOD ST #A1-15F #90-0044F PHOENIX, AZ 85040	2. Registered Agent and Office NO PO BOX C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE, ID 83701 3. New Registered Agent Signature												
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="5">see attach list</td> </tr> </tbody> </table>			Office held	Name	Street or P.O. Address	City	State	Zip		see attach list				
Office held	Name	Street or P.O. Address	City	State	Zip									
	see attach list													
5. Organized Under the Laws of: ARIZONA C 112418	6. Signature <u>Li-king Espey</u> Date <u>11/16/00</u> Name <small>(Typed or printed)</small> <u>Li-king Espey</u> Title: <u>Tax Manager</u>													

Issued 11/08/2000

Do Not Tape or Staple

Fold, seal and mail this portion.

Detach at this perforation and discard this lower portion.

INSTRUCTIONS FOR THE IDAHO ANNUAL REPORT FORM

- Block 1: Pay special attention to the mailing address. If the correct mailing address is not given in Block 1, strike it out and write in the correct address. Note: To ensure future mailings, the corrected address must be inside Block 1.
- Block 2: To change the registered agent or office, strike the incorrect information and write in the correct information. Note: The office of the registered agent must be at a street address in Idaho; not a Post Office Box or Personal Mail Box.
- Block 3: Only a new registered agent must sign in Block 2.
- Block 4: Enter names and business addresses of president, secretary, and directors (for corporations only) or managers/members (for LLC's only). Note: Putting "same as last year" or "same as above" will not be accepted.
- Block 5: May not be altered through the use of this form.
- Block 6: The annual report must be signed by a person authorized to represent the corporation/LLC. Print or type the name and title of the signer below the signature.

If the corp/LLC is no longer doing business in Idaho, you may file the appropriate form and fee. Forms are available on our website at www.idsos.state.id.us. However, if no timely annual report is filed, administrative action will be taken, at no cost to the corp/LLC, to terminate the legal existence. If you have any questions contact the Commercial Division at (208) 334-2301.

DUE NO LATER THAN OCT 31, 2000
 POSTMARK DATES WILL NOT BE ACCEPTED



University of Phoenix Board of Directors

Internal Members

Dr. John G. Sperling
Chairman and Secretary
4615 E. Elwood St.
Phoenix, AZ 85040

Dr. Laura Palmer Noone
President (acting)
4615 E. Elwood St.
Phoenix, AZ 85040

Todd S. Nelson
Senior Vice President
4615 E. Elwood St.
Phoenix, AZ 85040

Peter V. Sperling
Treasurer
4615 E. Elwood St.
Phoenix, AZ 85040

8/31/00