

No. C110090	Annual Report Form 1999 Due No Later Than November 30,		2. Registered Agent and Office NOT A P.O. BOX													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1 Mailing Address - Please Correct, If Not Correct		LEXIS DOCUMENT SERVICES 2219 N CURTIS RD BOISE ID 83706													
	REED ELSEVIER INC. 275 WASHINGTON ST NEWTON MA 024⁴⁵48		3. Organized Under the Laws of: MA C110090													
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one) <table border="0"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center; vertical-align: top;">See attached list</td> </tr> </tbody> </table>					<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	See attached list					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>											
See attached list																
5. Signature of New Registered Agent		6. Signature <u>Charles P. Fontaine</u> Date <u>11/3/99</u> Name (Typed or Printed) <u>Charles P. Fontaine</u> Title <u>Vice President-Tax</u>														

ISSUED: 07-03-1999

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REED ELSEVIER INC.
275 Washington Street, Newton MA 02458
FEIN: 52-1471842

NAMES, TITLES & BUSINESS ADDRESSES OF OFFICERS AND DIRECTORS

TITLE	NAME	ADDRESS
Chairman & President Director	Crispin Davis	275 Washington Street Newton, MA 02458
Executive Vice President Director	Henricus Th. J. E. Gieskes	275 Washington Street Newton, MA 02458
Executive VP - Corporate Development Director	I. Malcolm Highet	275 Washington Street Newton, MA 02458
Executive Vice President Director	Russell C. White	275 Washington Street Newton, MA 02458
Senior Vice President, General Counsel & Clerk	Henry Z. Horbaczewski	275 Washington Street Newton, MA 02458
Senior Vice President - Finance	Paul Richardson	2 Park Avenue, 7th Floor New York, NY 10016
Vice President - Tax Assistant Clerk	Charles P. Fontaine	275 Washington Street Newton, MA 02458
Vice President - Financial Services Treasurer	Vera J. Lang	2 Park Avenue, 7th Floor New York, NY 10016
Vice President - Government Relations	Gail Hodge Littlejohn	275 Washington Street Newton, MA 02458
Assistant Clerk	Michael A. Jacobs	275 Washington Street Newton, MA 02458
Assistant Clerk	Michael A. Feirstein	275 Washington Street Newton, MA 02458
Assistant Clerk	Mark L. Seeley	Sara Burgerhartstraat 25, 1055 KV Amsterdam, The Netherlands
Assistant Clerk	Julie Goldweitz	275 Washington Street Newton, MA 02458

ALL OFFICERS REMAIN IN OFFICE UNTIL SUCCESSORS ARE DULY ELECTED AND QUALIFIED
11/02/1999