

State of Idaho

Office of the Secretary of State

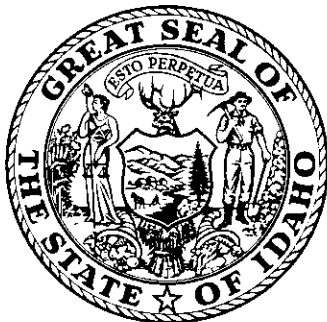
**CERTIFICATE OF WITHDRAWAL
OF
HARCOURT ASSESSMENT, INC.**

File Number C 115123

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: March 24, 2008



Ben Yursa
SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF WITHDRAWAL

FILED EFFECTIVE

(Instructions on back of application)

2008 MAR 24 AM 10:26

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho
Pursuant to Section 30-1-1520, **Idaho Code**, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is:

Harcourt Assessment, Inc.

The name which it used in Idaho is:

Harcourt Assessment, Inc.

2. It is incorporated under the laws of New York

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.

6. The post office address to which process against the corporation may be mailed is:

NCS Pearson, Inc., Attn: Steven Wells, 5601 Green Valley Drive, Bloomington, MN 55437-1099

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

Signature *Debra Risch*

Typed Name Debra Risch

Capacity Assistant Treasurer

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

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IDAHO SECRETARY OF STATE
03/24/2008 05:00
CK: 1510466 CT: 172099 BH: 1106328
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