

No. C 100889

Due no later than Jan 31, 2002
Annual Report Form

2. Registered Agent and Office NO PO BOX

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

HARCOURT, INC.
ATTN: TAX DEPARTMENT
6277 SEA HARBOR DR

C T CORPORATION SYSTEM
300 N 6TH ST

BOISE, ID 83701

NO FILING FEE IF
RECEIVED BY DUE DATE

ORLANDO, FL 32887

3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
PRESIDENT	JAMES P. LEVY	27 BOYLSTON STREET	CHESTNUT HILL	MA	02167
SECRETARY	ERIC P. GELLER	27 BOYLSTON STREET	CHESTNUT HILL	MA	02167
DIRECTOR	RICHARD A. SMITH	27 BOYLSTON STREET	CHESTNUT HILL	MA	02167
DIRECTOR	BRIAN J. KNEZ	27 BOYLSTON STREET	CHESTNUT HILL	MA	02167
DIRECTOR	ROBERT A. SMITH	27 BOYLSTON STREET	CHESTNUT HILL	MA	02167

5. Organized Under the Laws of:

DELAWARE
C 100889

6.

Signature

Date

1-8-02

Name (Typed or Printed)

LINDA K. DIRKSEN

Title

ASST. SECY.

HARCOURT, INC.
6277 SEA HARBOR DRIVE
ORLANDO, FLORIDA 32887
FEDERAL ID #13-1935377

OFFICERS:

Brian J. Knez, Co-Chief Executive Officer
27 Boylston Street
Chestnut Hill, MA 02167

Robert A. Smith, Co-Chief Executive Officer
27 Boylston Street
Chestnut Hill, MA 02167

James P. Levy, President and Chief Operating Officer
27 Boylston Street
Chestnut Hill, MA 02167

Richard J. Conviser, President – Harcourt Professional Education Group
111 West Jackson Boulevard, 7th Floor
Chicago, IL 60604

John R. Dilworth, President – Professional and Corporate Services
19500 Bulverde Road
San Antonio, TX 72804

Peter Hoenigsberg, President – Worldwide Scientific, Technical and Medical Group
27 Boylston Street
Chestnut Hill, MA 02167

Anthony J. Lucki, President – Education Group
6277 Sea Harbor Drive
Orlando, FL 32887

Craig B. Sawin, President & CEO, Corporate and Professional Services Group
27 Boylston Street
Chestnut Hill, MA 02167

Richard J. Casabonne, Senior Vice President – Planning and Business Development
4515 Seton Center Parkway, Suite 300
Austin, TX 78759

George W. Nelson, Senior Vice President – Distribution and Customer Service
6277 Sea Harbor Drive
Orlando, FL 32887

Stephen C. Richards, Senior Vice President and Chief Financial Officer
6277 Sea Harbor Drive
Orlando, FL 32887

Ernest H. Urquhart, Senior Vice President – Human Resources Worldwide
6277 Sea Harbor Drive
Orlando, FL 32887

Jose Wehnes, Senior Vice President - International
Foots Cray High Street
Sidcup, Kent Da14 5HP
England

David O. Zink, Senior Vice President and Chief Information Officer
6277 Sea Harbor Drive
Orlando, FL 32887

Robert A. Antonucci, Vice President
43 Thorndike Street
Bulfinch Square
Cambridge, MA 02141

Pieter S. H. Bolman, Vice President
525 B Street, Suite 1900
San Diego, CA 92101

Theodore Buchholz, Vice President
301 Commerce Street, Suite 3700
City Center Tower II
Fort Worth, TX 76102

Gary W. Lopez, Vice President
70 Garden Court
Monterey, CA 93940

Robert J. Paterra, Vice President
27 Boylston Street
Chestnut Hill, MA 02167

Rubin Pfeffer, Vice President
200 Wheeler Road
Burlington, MA 01803-5501

Kenneth Rethmeier, Vice President
525 B Street, Suite 1900
San Diego, CA 92101

David G. Samuels, Vice President – Corporate Operations and Properties
6277 Sea Harbor Drive
Orlando, FL 32887

George E. Simon, Vice President
3 Bala Plaza West, Suite 300
Bala Cynwyd, PA 19004-3481

James B. Wilder, Vice President
5513 North Cumberland Avenue
Chicago, IL 60656

Kathleen A. Bursley, Vice President, General Counsel and Assistant Secretary
27 Boylston Street
Chestnut Hill, MA 01267

John R. Cook, Vice President
27 Boylston Street
Chestnut Hill, MA 02167

Edward E. Dickinson, Vice President and Controller
6277 Sea Harbor Drive
Orlando, FL 32887

Eric P. Geller, Vice President and Secretary
27 Boylston Street
Chestnut Hill, MA 02167

Paul F. Gibbons, Vice President and Treasurer
27 Boylston Street
Chestnut Hill, MA 02167

Gail S. Mann, Vice President and Assistant Secretary
27 Boylston Street
Chestnut Hill, MA 02167

Richard A. Smith, Vice President
27 Boylston Street
Chestnut Hill, MA 02167

William F. Bayers, Assistant Secretary
27 Boylston Street
Chestnut Hill, MA 02167

Linda K. Dirksen, Assistant Secretary
6277 Sea Harbor Drive
Orlando, FL 32887

DIRECTORS:

Richard A. Smith
Robert A. Smith
Brian J. Knez