

| CERTIFIC | CATE OF AUTHORITY OF | |
|---|--|--|
| MERRILL PUBLISHING COMPANY | | |
| I, PETE T. CENARRUSA, Secreted duplicate originals of an Application of | ary of State of the State of Idaho, hereby certify that MERRILL PUBLISHING COMPANY | |
| for a C | Certificate of Authority to transact business in this State, | |
| duly signed and verified pursuant to the | provisions of the Idaho Business Corporation Act, have | |
| been received in this office and are foun | nd to conform to law. | |
| ACCORDINGLY and by virtue of t Authority to MERRILL PUBLISHI | he authority vested in me by law, I issue this Certificate of ING COMPANY | |
| | | |
| o transact business in this State under the | e name MERRILL PUBLISHING COMPANY | |
| | e name MERRILL PUBLISHING COMPANY and attach hereto a duplicate original of the Application | |
| | | |
| | | |
| For such Certificate. | | |

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

| | n your State, and for that purpose submits the following statement: |
|--|---|
| The name of the corporation | MERRILL PUBLISHING COMPANY |
| • | |
| The name which it shall use in | in Idaho is MERRILL PUBLISHING COMPANY |
| | pired to avoid a conflict with a name already on file. Must be accompanied by a on adopting assumed name in Idaho.) |
| It is incorporated under the la | aws of Delaware |
| The date of its incorporation | is March 25, 1985 and the period of its duration |
| Perpetual | |
| is | |
| | office in the state or country under the laws of which it is incorporated is |
| Corporation Trust (| Center, 1209 Orange St., Wilmington, Delaware 19801 |
| | pondence should be addressed, if different from that in item 5. e. Westerville, Ohio 43081-3329 |
| The street address of its propo | posed registered office in Idaho is 300 North 6th Street |
| Boise, Idaho 83701 | |
| | · · |
| | that address isC T CORPORATION SYSTEM |
| | nich it proposes to pursue in the transaction of business in Idaho are: |
| organized. Develor school and college | awful act or activity for which corporations may be opment, publication and sale of elementary, high a textbooks, standarized tests and educational softward differences of its directors and officers are: |
| The names and respective ad- | diesses of its directors and officers are: |
| Name | Office Address |
| | SEE ATTACHED RIDER |
| | |
| | |
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| | |
| | |
| | |
| | |

| the | Name | Office | Address |
|--|---------------------------------------|------------------------|---|
| I. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by proper officer of the state or country under the laws of which it is incorporated. MERRILL PUBLISHING COMPANY Corporation Name | | | |
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| Its President Name (Corporation Name) By (Corporation Name) Its President Name Name Name (Corporate Status of Existence, duly authenticated by proper officer of the state or country under the laws of which it is incorporated. MERRILL PUBLISHING COMPANY (Corporation Name) By (Corporation Name) Its President Name Name Name (Corporation Name) Its President Name Name Name Name Name Name Name Name |) The cornoration accents an | d shall comply with th | he provisions of the Constitution and the laws of the State of |
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| By | | | |
| By | ' - | • | |
| By | ated: January (0, 19 | 04 | |
| By | \mathcal{O} | | |
| Its President Pr | | | (Corporation Name) |
| Its President Pr | | b. . | Minnelin |
| and | | Бу <u></u> | Its President / NEX PRESIDENT HEARTS PARKEN |
| TATE OF OHIO) L. Straley OUNTY OF FRANKLIN) 1. Carolyn J. Anderson , a notary public, do hereby certify that day of January .19 86, personally appeared before G. D. Eisenberger , who being by me first duly sworn, declared that (so the President of MERRILL PUBLISHING COMPANY mat (s) he signed the foregoing document as president president of the corporation and the statements therein contained are true. CAROLYN J. ANDERSON Metary Public, State of Ohio Commission expines 1 and 2 personal day of the Carolyn J. Anderson | | | G. D. Risenberger |
| TATE OF OHIO) L. Straley) ss: OUNTY OF FRANKLIN) 1. Carolyn J. Anderson , a notary public, do hereby certify that day of January 1986, personally appeared before G. D. Eisenberger , who being by me first duly sworn, declared that (s President of MERRILL PUBLISHING COMPANY That (s) he signed the foregoing document as President of the corporation and the statements therein contained are true. CAROLYN J. ANDERSON Notary Public, State of Ohio Commission expires 1992 1992 Resourced in Fairfield County Carolyn J. Anderson | | and | |
| OUNTY OF FRANKLIN 1. Carolyn J. Anderson , a notary public, do hereby certify that day of January | TATE OF A OUTO | | |
| OUNTY OF FRANKLIN 1, Carolyn Jr. Anderson , a notary public, do hereby certify that day of January , 19 86, personally appeared before G. D. Eisenberger , who being by me first duly sworn, declared that (some president of MERRILL PUBLISHING COMPANY mat (s) he signed the foregoing document as President of the corporation and the statements therein contained are true. Carolyn J. Anderson Metall County Carolyn J. Anderson | TATE OF 1 Onto |) 88. | 2. 224401 |
| 1. Carolyn J. Anderson | OUNTY OFFRANKLII | | |
| day of January 19 86 personally appeared before G. D. Eisenberger who being by me first duly sworn, declared that (state of MERRILL PUBLISHING COMPANY metal (s) he signed the foregoing document as President of the corporation and the statements therein contained are true. CAROLYN J. ANDERSON Notices June 2, 1990 Carolyn J. Anderson Reserviced in Fairfield County Carolyn J. Anderson | Carol 1 | Andreas | |
| The | 1, mount | ». Traerror | |
| The | ois 6th | day of Janua | 19 86, personally appeared befor |
| the | | ' // | U |
| The | e <u>G. D. E</u> | isenbérger | , who being by me first duly sworn, declared that (s)h |
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| CAROLYW J. ANDERSON Notary Public, State of Ohio commission expires time 2, 1990 Resorded in Fairfield County Carolyn J. Anderson | | | President |
| CARDLYIN J. ANDERSON Motory Public, State of Ohio commission expires time 2, 1990 Resercted in Fairfield County Carolyn J. Anderson | | ocument as | of the corporation and tha |
| Resercted in Fairfield County Carolyn J. Anderson | ne statements therein contained | j are true. | |
| Resorded in Fairfield County Carolyn J. Anderson | | | |
| Reserriced in Fairfield County Carolyn . Anderson | CAROLYN J. ANDERSON | | |
| | commission existing there a rea | • 0 / | 2 0 / |
| | Reserred in Fairfield County | Caroli | m. J. Anderson |
| I I I I I I I I I I I I I I I I I I I | | / | Notary Public |

LIST OF OFFICERS AND DIRECTORS

OF

MERRILL PUBLISHING COMPANY

| NAMES | OFFICE HELD | ADDRESS |
|-------------------|-------------------------------|---|
| G. D. Eisenberger | President & Director | 936 Eastwind Drive Westerville, Ohio 43081 |
| D. H. Robins | Vice President & Treasurer | 936 Eastwind Drive Westerville, Ohio 43081 |
| L. Straley | Assistant Secretary | 936 Eastwind Drive Westerville, Ohio 43081 |
| E. F. Sikorovsky | Secretary | 5215 Old Orchard Road Skokie, Illinois 60077 |
| D. N. Frey | Director | 5215 Old Orchard Road Skokie, Illinois 60077 |
| G. E. Schultz | Director | 5215 Old Orchard Road Skokie, Illinois 60077 |



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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY MERRILL PUBLISHING COMPANY IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

Michael Harkins, Secretary of State

AUTHENTICATION:

10670847

DATE:

12/20/1985