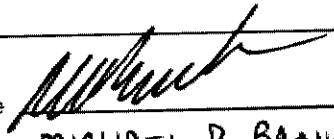


No. C 84003	Annual Report Form 1998 <i>Due No Later Than November 30.</i>	2. Registered Agent and Office NOT A P.O. BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct NATIONAL EDUCATION PAYROLL C ATTN: TAX DEPT. 2601 MAIN ST, STE 700 IRVINE CA 92614	C T CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE ID 83701 3. Organized Under the Laws of: CA C 84003
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)		
5. Signature of New Registered Agent	6. Signature  Date _____ Name (Type or Printed) MICHAEL P. BANKS Title VICE PRES.	

See Attached

ISSUED: 07-03-1998

DO NOT TAPE OR STAPLE

7150

NATIONAL EDUCATION CORPORATION

6277 SEA HARBOR DRIVE
ORLANDO, FL 32887

FEDERAL ID # 95-2774428

OFFICERS:

Brian J. Knez, President
27 Boylston Street
Chestnut Hill, MA 02167

Michael Banks, Vice President
6277 Sea Harbor Drive
Orlando, FL 32887

John R. Dilworth, Vice President
555 Academic Court
San Antonio, TX 78204

James P. Levy, Senior Vice President
27 Boylston Street
Chestnut Hill, MA 02167

George W. Nelson, Vice President
6277 Sea Harbor Drive
Orlando, FL 32887

Stephen C. Richards, Vice President and Controller
27 Boylston Street
Chestnut Hill, MA 02167

Ernest H. Urquhart, Vice President
6277 Sea Harbor Drive
Orlando, FL 32887

Kathleen A. Bursley, Vice President and Assistant Secretary
27 Boylston Street
Chestnut Hill, MA 02167

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

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

NATIONAL EDUCATION CORPORATION

6277 SEA HARBOR DRIVE
ORLANDO, FL 32887

2

FEDERAL ID # 95-2774428

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

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

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

Robert A. Licht, Assistant Secretary
27 Boylston Street
Chestnut Hill, MA 02167

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

DIRECTORS:

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

Brian J. Knez
27 Boylston Street
Chestnut Hill, MA 02167

Robert A. Smith
27 Boylston Street
Chestnut Hill, MA 02167