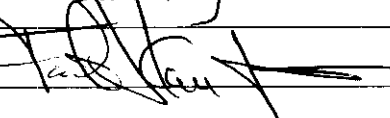


No. C 67385	Due no later than Jul 31, 2002 Annual Report Form	2. Registered Agent and Office NO PO BOX PRENTICE-HALL CORP SYSTEM 1401 SHORELINE DR STE 2 BOISE, ID 83702																																																												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable MCGRAW-HILL COMPANIES, INC. (THE) TAX DEPARTMENT-48TH FLOOR 1221 AVENUE OF THE AMERICAS NEW YORK, NY 10020-1095	3. <u>New</u> Registered Agent Signature																																																												
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table style="width: 100%; border-collapse: collapse; margin-top: 10px;"> <thead> <tr> <th style="text-align: left;"><u>Office held</u></th> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>PRESIDENT</td> <td>HAROLD W. MCGRAW, III</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>SECRETARY</td> <td>SCOTT L. BENNETT</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td colspan="6"><u>DIRECTORS</u></td> </tr> <tr> <td></td> <td>HAROLD W. MCGRAW, III</td> <td>SIDNEY TAUREL</td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>LINDA KOCH LORIMER</td> <td>PEDRO ASPE</td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>ROBERT P. MCGRAW</td> <td>EDWARD B. RUST, JR.</td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>LOIS DICKSON RICE</td> <td>SIR WINFRIED F.W. BISCHOFF</td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>JAMES H. ROSS</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>MARTIN GREGORIAN</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> 1221 AVENUE OF THE AMERICAS NEW YORK, NY 10020-1095			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	PRESIDENT	HAROLD W. MCGRAW, III					SECRETARY	SCOTT L. BENNETT					<u>DIRECTORS</u>							HAROLD W. MCGRAW, III	SIDNEY TAUREL					LINDA KOCH LORIMER	PEDRO ASPE					ROBERT P. MCGRAW	EDWARD B. RUST, JR.					LOIS DICKSON RICE	SIR WINFRIED F.W. BISCHOFF					JAMES H. ROSS						MARTIN GREGORIAN				
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>																																																									
PRESIDENT	HAROLD W. MCGRAW, III																																																													
SECRETARY	SCOTT L. BENNETT																																																													
<u>DIRECTORS</u>																																																														
	HAROLD W. MCGRAW, III	SIDNEY TAUREL																																																												
	LINDA KOCH LORIMER	PEDRO ASPE																																																												
	ROBERT P. MCGRAW	EDWARD B. RUST, JR.																																																												
	LOIS DICKSON RICE	SIR WINFRIED F.W. BISCHOFF																																																												
	JAMES H. ROSS																																																													
	MARTIN GREGORIAN																																																													
5. Organized Under the Laws of: NEW YORK C 67385	6. Signature  Name (Typed or Printed) Frank J. Kaufman Date 7/8/02 Senior Vice President																																																													