

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT, OR BOTH**

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of the Idaho Business Corporation Act, the undersigned corporation organized under the laws of the State of Delaware submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Idaho.

1. The name of the corporation is THE PRENTICE-HALL CORPORATION SYSTEM, INC.
2. The post office address of its present registered office is P.O. Box 1617,
Boise, Idaho 83701
3. The post office address to which its registered office is to be changed is One Capital Center,
999 Main Street, Boise, Idaho 83702
4. The name of its present registered agent is no change see 5. below
5. The name of its successor registered agent is Paul B. Ennis
6. The address of the registered office and the business address of the registered agent are identical.
7. The foregoing change was authorized by resolution of the board of directors.

Dated March 3, 19 80.

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

By


John F. Byrne, Jr.
Its Vice President

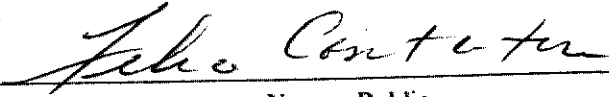
STATE OF NEW YORK)
COUNTY OF NEW YORK) ss:

I, Felice Cantatore, a notary public, do hereby certify that on this
3rd day of March, 19 80, personally appeared
before me John F. Byrne, Jr., who being by me first duly sworn,
declared that he is the Vice President of

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

that he signed the foregoing document as Vice President of the corporation and
that the statements therein contained are true.

FELICE CANTATORE
Notary Public, State of New York
No. 24-438923 Qualified in Kings County
Cert. Filed in New York County
Commission Expires March 30, 1981


Notary Public