

State of Idaho

Department of State

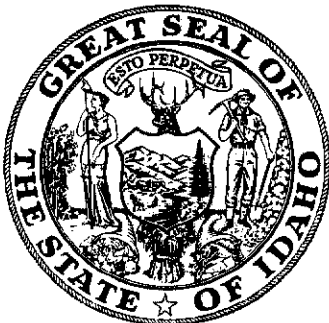
CERTIFICATE OF AUTHORITY
OF

THE PSYCHOLOGICAL CORPORATION
File number C 115123

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE PSYCHOLOGICAL CORPORATION for a 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 found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to THE PSYCHOLOGICAL CORPORATION to transact business in this State under the name THE PSYCHOLOGICAL CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated: May 28, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is The Psychological Corporation
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of New York
4. Its date of incorporation is 5/4/21 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
80 Wolf Road, Albany, New York 12205
6. The address to which correspondence should be addressed, if different than item 5, is
555 Academic Court, San Antonio, Texas 78204
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
_____, and its registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>See attached list of directors and officers</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: May 13, 1996

The Psychological Corporation
(Corporation name)

By *Robert A. Licht*
Its President, Vice-President, Secretary or Assistant Secretary
(please specify)
Robert A. Licht

IDAHO SECRETARY OF STATE

Secretary of State use DATE 05/28/1996 0900 65722

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CK #: 10501461 CUST# 15948

AUTH PRO

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THE PSYCHOLOGICAL CORPORATION

OFFICERS

ADDRESSES

Brian J. Knez	Chairman	(1)
John R. Dilworth	President	(2)
Joanne M. Lenke	Executive Vice President	(2)
James J. McGrody	Senior Vice President	(2)
Ronald T. Nelson	Senior Vice President	(2)
Michael Banks	Vice President	(3)
James P. Levy	Vice President	(1)
Robert R. Simons	Vice President and Treasurer	(3)
Gary F. Hess	Vice President	(4)
Douglas A. Nash	Vice President	(2)
Joseph B. Paprskur	Vice President	(2)
Terry Penrose	Vice President	(2)
Larry Powell	Vice President-Human Resources	(2)
Aurelio Prifitera	Vice President	(2)
Philip B. Young	Vice President	(2)
Barrie Wellens	Vice President	(2)
Brian S. McGee	Regional Vice President	(2)
Darlene Patrick	Regional Vice President	(2)
Richard R. Schneider	Regional Vice President	(2)
John R. Cook	Vice President	(1)
Eric P. Geller	Vice President and Secretary	(1)
Paul F. Gibbons	Vice President and Assistant Treasurer	(1)
Robert A. Smith	Vice President	(1)
Robert J. Tarr, Jr.	Vice President	(1)
Kathleen A. Bursley	Assistant Secretary	(1)
Linda K. Dirksen	Assistant Secretary	(3)
Robert A. Licht	Assistant Secretary	(1)

DIRECTORS

Richard A. Smith	(1)
Robert J. Tarr, Jr.	(1)
Robert A. Smith	(1)

ADDRESSES

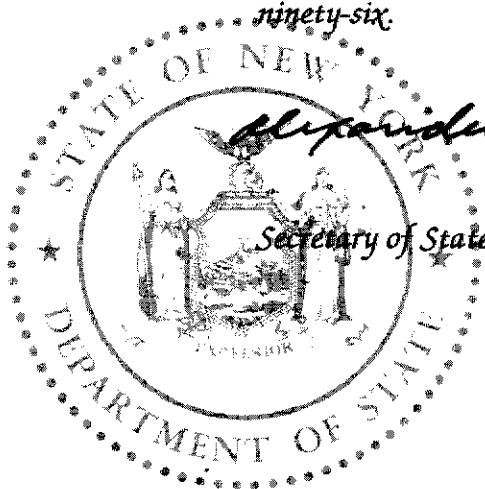
- (1) Harcourt General, Inc.
27 Boylston Street
Chestnut Hill, MA 02167
- (2) The Psychological Corporation
555 Academic Court
San Antonio, TX 78204
- (3) Harcourt Brace & Company
6277 Sea Harbor Drive
Orlando, FL 32887
- (4) The Psychological Corporation
16935 West Bernardo Drive
San Diego, CA 92127

State of New York | **ss:**
Department of State

FILED
MAY 11 1921
STATE DEPT.

I hereby certify, that the certificate of incorporation of THE PSYCHOLOGICAL CORPORATION was filed on 05/04/1921, fixing the duration as perpetual, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of May
one thousand nine hundred and
ninety-six.*



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