

1.) CORPORATION NAME: Scholastic Book Fairs, Inc.	DUE DATE: 12/31/2012				
2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: CT CORPORATION SYSTEM 4701 COX RD STE 301 GLEN ALLEN, VA 23060	SCC ID NO: F1534488				
3.) CITY OR COUNTY OF VA REGISTERED OFFICE: HENRICO COUNTY	5.) STOCK INFORMATION <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%;">CLASS</td> <td style="width:50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>1,000</td> </tr> </table>	CLASS	AUTHORIZED	COMMON	1,000
CLASS	AUTHORIZED				
COMMON	1,000				
4.) STATE OR COUNTRY OF INCORPORATION: DE					

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 1080 GREENWOOD BOULEVARD

CITY/ST/ZIP: LAKE MARY, FL 32746

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: ALAN BOYKO TITLE: PRESIDENT ADDRESS: 1080 GREENWOOD BOULEVARD CITY/ST/ZIP/CO: LAKE MARY, FL 32746		

	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: ANDREW S. HEDDEN TITLE: SECRETARY ADDRESS: 1080 GREENWOOD BOULEVARD CITY/ST/ZIP/CO: LAKE MARY, FL 32746		

	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TERESA M. CONNELLY TITLE: ASST SECRETARY ADDRESS: 1080 GREENWOOD BOULEVARD CITY/ST/ZIP/CO: LAKE MARY, FL 32746		

	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: MAUREEN O'CONNELL TITLE: EVP/CFO ADDRESS: 1080 GREENWOOD BOULEVARD CITY/ST/ZIP/CO: LAKE MARY, FL 32746		

	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: RICHARD ROBINSON TITLE: DIRECTOR ADDRESS: 1080 GREENWOOD BOULEVARD CITY/ST/ZIP/CO: LAKE MARY, FL 32746		

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ TERESA M. CONNELLY	TERESA M. CONNELLY, ASST SECRETARY	11/16/2012
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.