

SECRETARY OF STATE'S ANNUAL VERIFICATION REPORT

Due June 30 - (Corporations must file by this date to avoid bad standing status)

INSTRUCTIONS READ CAREFULLY - Make check payable to Kentucky State Treasurer - Mail both annual report form and check to BREMER EHRLER, SECRETARY OF STATE, P. O. BOX 1150, FRANKFORT, KY 40602-1150 (502-564-2848)

RECORD # 65618

DUE: June 30, 1991

FILING FEE: 15.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS:

THE PRENTICE HALL CORPORATION SYSTEM
PARAMOUNT COMMUNICATIONS, INC.
F/K/A GULF + WESTERN, INC.
101 MERRITT 7 CORP. PARK
P.O. BOX 5105
NORWALK, CT. 06856

(3) STATE OF INCORPORATION:

DELAWARE

(2) CORRECTED PRINCIPAL OFFICE ADDRESS:

043295

(4) DATE OF INCORPORATION OR CERTIFICATE OF AUTHORITY:

08-30-46

(5) REGISTERED AGENT AND REGISTERED ADDRESS:

WILLIAM E. JOHNSON
326 W. MAIN STREET
FRANKFORT, KENTUCKY 40601

A corporation may change its registered office or registered agent by filing a statement of change form per KRS 271B.5-020 (profit) and KRS 273.184 (non-profit). Forms are available by checking the request block below or writing to the Secretary of State's office.

YES, PLEASE SEND

RECEIVED

JUN 12 1991

PLEASE TYPE OR PRINT (The annual report will not be accepted for filing if this section is not completed.)

SECRETARY OF STATE
COMMONWEALTH OF KY

List below names and business address of the corporation's directors and principal officers. If necessary attach a continuation sheet. (If you are the only officer, give your name and address and denote sole officer.)

PRESIDENT Jonathan Newcomb 15 Columbus Circle, N.Y., NY 10023
VICE PRESIDENT Paul Allersmeyer 15 Columbus Circle, N.Y., NY 10023
SECRETARY Grant M. Dawson 15 Columbus Circle, N.Y., NY 10023
TREASURER Michael B. Estabrooks 15 Columbus Circle, N.Y., NY 10023
OTHER Directors: Andrew L. Evans 1230 Ave. of the Americas, N.Y., NY 10020
Mark E. Morris 1230 Ave. of the Americas, N.Y., NY 10020
Richard E. Snyder 1230 Ave. of the Americas, N.Y., NY 10020

I VERIFY THAT THE RECORDS OF THE SECRETARY OF STATE ARE TRUE AND CORRECT AND I AM AUTHORIZED TO SIGN THIS REPORT (ALL CORPORATIONS MUST SIGN ON AUTHORIZED SIGNATURE LINE)

AUTHORIZED SIGNATURE

[Handwritten Signature]

TITLE

Asst. V.P. + Asst. Sec.

PHONE

203 847 9101

PROFESSIONAL SERVICE CORPORATIONS ONLY - KRS 274.105 Requires the names and addresses of all shareholders in addition to the directors and principal officers.

Pursuant to KRS 274.105, I the undersigned, being President of the KRS Chapter 274 corporation, a professional service corporation, do hereby certify that all of the shareholders of the said corporation, not less than one half of the directors, and all officers other than secretary and treasurer, are duly qualified as provided in Chapter 274. (Please use the lines above or attach continuation sheet.)

PRESIDENT'S SIGNATURE