

**Commonwealth of Kentucky**  
**Alison Lundergan Grimes, Secretary of State**

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Alison Lundergan Grimes  
KY Secretary of State  
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PPOC

Alison Lundergan Grimes  
Secretary of State  
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Frankfort, KY 40602-0718  
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**Statement of Change of  
Principal Office Address**

**POC**

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the principal office on behalf of

**BLACKBOARD U.S. HOLDINGS, INC.**

which is organized in the state of Delaware, and for that purpose submits the following statements:

**1. Address of current principal office**

600 COLLEGE ROAD EAST, SUITE 3500  
PRINCETON, NJ 08540

**2. Principal office is hereby changed to:**

120 Broadway  
17th Floor  
New York, NY 10271

**3. Signature of officer or chairman of the board**

Kelly Lettmann, POA

Signature and Title

Type or print name and title

5/3/2018 4:10 PM

Date