State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: $50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Foreign Business Corporation
Annual Report

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of $25.00.

ANNUAL REPORT YEAR: 2012

1. Corporate ID No. 000131963

2. Name of Corporation CENGAGE LEARNING, INC.

3. Street Address Principal Business Office:

No. and Street: 5191 NATORP BOULEVARD
City or Town: MASON State: OH Zip: 45040 Country: USA

4. Business Phone No.

5132291000

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

A PROVIDER OF EDUCATIONAL RESOURCES, BOTH IN PRINT AND ELECTRONIC, FOR USE BY PRIMARY, SECONDARY, POST-SECONDARY AND VOCATIONAL SCHOOLS AND OTHER ESTABLISHMENTS.

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	RONALD DUNN	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
TREASURER	BRIAN MULLIGAN	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
SECRETARY	KENNETH A CARSON	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
CEO	RONALD DUNN	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
CFO	DEAN D DURBIN	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
ASSISTANT SECRETARY	ANGELA M SCHILLING	5191 NATORP BLVD MASON, OH 45040 USA
VICE PRESIDENT	WILLIAM D RIEDERS	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
DIRECTOR	RONALD DUNN	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA
DIRECTOR	DAVID H SHAFFER	200 FIRST STAMFORD PLACE STAMFORD, CT 06902 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares *Number of Shares*	Total Issued and Outstanding *Num of Shares*
CWP		$1.00	7,500.00	130

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 27 Day of February, 2012 at 10:33:42 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By ANGELA M SCHILLING
Signature of Authorized Representative of the Corporation

ASST SECRETARY
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

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