



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: 2015

1. Corporate ID No. 000796385

2. Name of Corporation CompassLearning, Inc.

3. Street Address Principal Business Office:

No. and Street: 203 COLORADO STREET

City or Town: AUSTIN

State: TX

Zip: 78701

Country: USA

4. Business Phone No.

5124789600

5. State of Incorporation

State: DE

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

EDUCATIONAL SOFTWARE AND SERVICES

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 | ERIC LOEFFEL | 203 COLORADO STREET AUSTIN, TX 78701 USA |
| DIRECTOR | JONAH SULAK | 2121 ROSECRANS AVE. EL SEGUNDO, CA 90245 USA |
| DIRECTOR | ROBB WARWICK | 2121 ROSECRANS AVE. EL SEGUNDO, CA 90245 USA |
| DIRECTOR | MICHAEL ZAWALSKI | 2121 ROSECRANS AVE EL SEGUNDO, CA 90245 USA |
| DIRECTOR | NICHOLAS M. KAISER | 2121 ROSECRANS AVE. |

| | | |
|----------|-----------|-------------------------------------------------|
| | | EL SEGUNDO, CA 90245 USA |
| DIRECTOR | ROB YOUNG | 2121 ROSECRANS AVE. EL SEGUNDO, CA 90245 USA |

8. Shares Authorized and Issued

| Class of Stock | Series of Stock | Par Value Per Share | Total Authorized Shares <i>Number of Shares</i> | Total Issued and Outstanding <i>Num of Shares</i> |
|----------------|-----------------|---------------------|----------------------------------------------------|------------------------------------------------------|
| PNP | A | \$0.0000 | 11,690.00 | 0 |
| CWP | | \$0.0010 | 900,000.00 | 1000 |

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 12 Day of January, 2015 at 11:42:43 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 ERIC LOEFFEL
Signature of Authorized Representative of the Corporation

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

Form No. 630
Revised 09/07

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