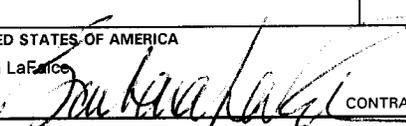


ORDER FOR SUPPLIES OR SERVICES					PAGE 1 OF 4
1. CONTRACT/PURCH ORDER/AGREEMENT NO. HE1254-05-C-0017		2. DELIVERY ORDER/CALL NO.	3. DATE OF ORDER/CALL (YYYYMMDD) 2005 APR 28	4. REQUISITION/PURCH REQUEST NO. HE1254-2005003-0177 HE1254-2005003-0177	5. PRIORITY
6. ISSUED BY DoD Education Activity Attn: Headquarters Procurement Branch 4040 North Fairfax Drive Arlington VA 22203-1613 Lynn Gardner (804) 327-0501		CODE HE1254	7. ADMINISTERED BY (If other than 6) DoD Education Activity Attn: Headquarters Procurement Branch 4040 North Fairfax Drive Arlington VA 22203-1613		CODE HE1254
9. CONTRACTOR Harcourt, Inc. 6277 Sea Harbor Drive Orlando FL 32887 NAME AND ADDRESS		CODE 8X701	FACILITY	10. DELIVER TO FOB POINT BY (Date) (YYYYMMDD) 2005 AUG 01	11. X IF BUSINESS IS <input checked="" type="checkbox"/> SMALL <input type="checkbox"/> SMALL DISADVANTAGED <input type="checkbox"/> WOMEN-OWNED
		VENDOR ID 00000552	TIN 131935377	12. DISCOUNT TERMS 0 Days 0% Net 30	13. MAIL INVOICES TO THE ADDRESS IN BLOCK SEE SCHEDULE UNITED STATES
14. SHIP TO SEE SCHEDULE		15. PAYMENT WILL BE MADE BY DFAS - Vendor Pay Attn: DFAS-BVD/IN 8899 East 56th Street Indianapolis IN 46249-1500	CODE HQ0347	MARK ALL PACKAGES AND PAPERS WITH IDENTIFICATION NUMBERS IN BLOCKS 1 AND 2.	
16. TYPE OF ORDER	DELIVERY/ CALL	This delivery order/call is issued on another Government agency or in accordance with and subject to terms and conditions of above numbered contract.			
PURCHASE	<input checked="" type="checkbox"/>	Reference your <u>Quote/Preforma Ref #: 61634789 per Susan S.</u> furnish the following on terms specified herein. ACCEPTANCE. THE CONTRACTOR HEREBY ACCEPTS THE OFFER REPRESENTED BY THE NUMBERED PURCHASE ORDER AS IT MAY PREVIOUSLY HAVE BEEN OR IS NOW MODIFIED, SUBJECT TO ALL OF THE TERMS AND CONDITIONS SET FORTH, AND AGREES TO PERFORM THE SAME.			
NAME OF CONTRACTOR	SIGNATURE	TYPED NAME AND TITLE	DATE SIGNED (YYYYMMDD)		
<input type="checkbox"/> If this box is marked, supplier must sign Acceptance and return the following number of copies:					
17. ACCOUNTING AND APPROPRIATION DATA/LOCAL USE See Schedule					
18. ITEM NO.	19. SCHEDULE OF SUPPLIES/SERVICES		20. QUANTITY ORDERED/ACCEPTED*	21. UNIT	22. UNIT PRICE
	See Continuation Page for Line Item Details				
*If quantity accepted by the Government is same as quantity ordered, indicate by X. If different, enter actual quantity accepted below quantity ordered and encircle.	24. UNITED STATES OF AMERICA Barbara LaFauce BY: 			25. TOTAL	\$108,367.50
27a. QUANTITY IN COLUMN 20 HAS BEEN	<input type="checkbox"/> INSPECTED	<input type="checkbox"/> RECEIVED	<input type="checkbox"/> ACCEPTED, AND CONFORMS TO THE CONTRACT EXCEPT AS NOTED:		
b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE		c. DATE (YYYYMMDD)	d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE		
e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE		28. SHIP. NO.	29. D.O. VOUCHER NO.	30. INITIALS	
f. TELEPHONE NUMBER	g. E-MAIL ADDRESS	PARTIAL	32. PAID BY	33. AMOUNT VERIFIED CORRECT FOR	
		FINAL		34. CHECK NUMBER	
36. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT.		31. PAYMENT	35. BILL OF LADING NO.		
a. DATE (YYYYMMDD)	b. SIGNATURE AND TITLE OF CERTIFYING OFFICER	COMPLETE			
		PARTIAL			
		FINAL			
37. RECEIVED AT	38. RECEIVED BY (Print)	39. DATE RECEIVED (YYYYMMDD)	40. TOTAL CONTAINERS	41. S/R ACCOUNT NUMBER	42. S/R VOUCHER NO.

SCHEDULE Continued

ITEM NO.	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT \$
0001	International POC at Harcourt: Susan Stead Phone: 1-407-345-3673 Fax: 1-407-352-3396 Per Quote/Proforma Reference Number 61634789 by Susan Stead dated 4/25/05 Invoice Address: DoD Education Activity HQ Procurement Branch Attn: INVOICE PROCESSING 4040 N. Fairfax Dr. 4th Floor Arlington, VA 22203-1635 Student Edition of World Literature ISBN: 0030556171, Product Code: 0-03-055617-1 Accounting and Appropriation Data: 9750100.6010 P7200 1100 2607 DEAC50037A347V S49451 99DA	1500.00	EA	65.95	98,925.00
0002	Shipping Cost @ 10%, ship by most economical method, total shipping cost NOT to exceed. Accounting and Appropriation Data: 9750100.6010 P7200 1100 2200 DEAC50037A347W S49451 99DA	1.00	EA	NTE 9,442.50	NTE 9,442.50

Table of Contents

SECTION B SUPPLIES OR SERVICES AND PRICES/COSTS.....4
B. 1 52.252-2 CLAUSES INCORPORATED BY REFERENCE (FEB 1998).....4
B. 2 52.232-33 PAYMENT BY ELECTRONIC FUNDS TRANSFER--CENTRAL CONTRACTOR REGISTRATION (OCT 2003).....4
B. 3 252.204-7004 ALTERNATE A (NOV 2003).....4
B. 4 52.204-6 DATA UNIVERSAL NUMBERING SYSTEM (DUNS) NUMBER (OCT 2003).....4
B. 5 52.243-1 CHANGES--FIXED-PRICE (AUG 1987).....4
B. 6 252.243-7001 PRICING OF CONTRACT MODIFICATIONS (DEC 1991).....4
B. 7 52.249-1 TERMINATION FOR CONVENIENCE OF THE GOVERNMENT (FIXED-PRICE) (SHORT FORM) (APR 1984).....4

**SECTION B
SUPPLIES OR SERVICES AND PRICES/COSTS**

FAR/DFAR Clauses/Provisions: <http://farsite.hill.af.mil> FAR Clauses/Provisions: <http://www.arnet.gov/far> DFAR Clauses/Provisions: <http://www.osd.acq.mil>

B. 1 52.252-2 CLAUSES INCORPORATED BY REFERENCE (FEB 1998)

This contract incorporates one or more clauses by reference, with the same force and effect as if they were given in full text. Upon request, the Contracting Officer will make their full text available. Also, the full text of a clause may be accessed electronically at this/these address(es):

(End of clause)

B. 2 52.232-33 PAYMENT BY ELECTRONIC FUNDS TRANSFER--CENTRAL CONTRACTOR REGISTRATION (OCT 2003)

(Reference 52.232-33)

B. 3 252.204-7004 ALTERNATE A (NOV 2003)

(Reference 252.204-7004)

B. 4 52.204-6 DATA UNIVERSAL NUMBERING SYSTEM (DUNS) NUMBER (OCT 2003)

(Reference 52.204-6)

B. 5 52.243-1 CHANGES--FIXED-PRICE (AUG 1987)

(Reference 52.243-1)

B. 6 252.243-7001 PRICING OF CONTRACT MODIFICATIONS (DEC 1991)

(Reference 252.243-7001)

B. 7 52.249-1 TERMINATION FOR CONVENIENCE OF THE GOVERNMENT (FIXED-PRICE) (SHORT FORM) (APR 1984)

(Reference 52.249-1)