ORDER FOR SUPPLIES OR SERVICES

1. CONTRACT/PURCH ORDER/AGREEMENT NO.	2. DELIVERY ORDER/CALL NO.	3. DATE OF ORDER/CALL (YYYYMMMDD)	4. REQUISITION/PURCH REQUEST NO.	5. PRIORITY
MDA410-03-D-0121	0028	2004 NOV 10	HE1254-2004279-0032 HE1254-2004279-0032	

6. ISSUED BY CODE HE1254
DoD Education Activity
Attn: Headquarters Procurement Branch
4040 North Fairfax Drive
Arlington VA 22203-1613
Lynn Gardner (804) 327-0501

7. ADMINISTERED BY *(If other than 6)* CODE HE1254
DoD Education Activity
Attn: Headquarters Procurement Branch
4040 North Fairfax Drive
Arlington VA 22203-1613

8. DELIVERY FOB
[X] DESTINATION
[ ] OTHER *(See Schedule if other)*

9. CONTRACTOR CODE 007E1 FACILITY
NAME AND ADDRESS
SCHOLASTIC, INC.
Attn: Jenna Amato
524 BROADWAY, 9th Floor, Space 931
NEW YORK NY 10012
VENDOR ID 00002011
TIN 131824190
DUNS 001503580

10. DELIVER TO FOB POINT BY *(Date)* *(YYYYMMMDD)*
2004 DEC 15

11. X IF BUSINESS IS
[ ] SMALL
[ ] SMALL DISAD-VANTAGED
[ ] WOMEN-OWNED

12. DISCOUNT TERMS
0 Days 0% Net 0

13. MAIL INVOICES TO THE ADDRESS IN BLOCK
SEE SCHEDULE
UNITED STATES

14. SHIP TO
SEE SCHEDULE

15. PAYMENT WILL BE MADE BY CODE GPC
Payment will be made by
Government Purchase Card

MARK ALL PACKAGES AND PAPERS WITH IDENTIFICATION NUMBERS IN BLOCKS 1 AND 2.

16. TYPE OF ORDER
DELIVERY/CALL [X] 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 [ ] Reference your 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 *(YYYYMMMDD)*

[ ] 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	23. AMOUNT
	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 LaFalce barbara.lafalce@hq.dodea.edu (703) 588-3618
BY: CONTRACTING/ORDERING OFFICER

25. TOTAL $409.200.00
26. DIFFERENCES

27a. QUANTITY IN COLUMN 20 HAS BEEN
[ ] INSPECTED [ ] RECEIVED [ ] ACCEPTED, AND CONFORMS TO THE CONTRACT EXCEPT AS NOTED:

b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE | c. DATE *(YYYYMMMDD)* | d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE

e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE

f. TELEPHONE NUMBER | g. E-MAIL ADDRESS

28. SHIP. NO.
[ ] PARTIAL
[ ] FINAL

29. D.O. VOUCHER NO.

30. INITIALS

31. PAYMENT
[ ] COMPLETE
[ ] PARTIAL
[ ] FINAL

32. PAID BY

33. AMOUNT VERIFIED CORRECT FOR

34. CHECK NUMBER

35. BILL OF LADING NO.

36. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT.
a. DATE *(YYYYMMMDD)* | b. SIGNATURE AND TITLE OF CERTIFYING OFFICER

37. RECEIVED AT	38. RECEIVED BY *(Print)*	39. DATE RECEIVED *(YYYYMMMDD)*	40. TOTAL CONTAINERS	41. S/R ACCOUNT NUMBER	42. S/R VOUCHER NO.

SCHEDULE Continued

ITEM NO.	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT $
	Mail Invoices to: Department of Defense Education Activity HQ Procurement Branch Attn: Lynn W. Gardner 4040 North Fairfax Dr. 4th Floor Arlington, VA 22203-1635 Vendor POC: Mary Kay Hutzell Phone: 703-836-0497 Shipping Addresses: See attached spreadsheet				
0001	READ 180 STAGE B NEW Action Libraries ISBN: LFY970346 (1 unit per shipping address) Accounting and Appropriation Data: 9750100. 6010 P7210 1135 2520 DEAC52792A333US49451 99DA $372,000.00 BOC: 2520	60.00	EA	6,200.00	372,000.00
				NTE	NTE
0002	Shipping and Handling Total Shipping Charges NOT to exceed) Accounting and Appropriation Data: 9750100. 6010 P7210 1135 2200 DEAC52792A333VS49451 99DA $37,200.00 BOC: 220000	1.00	LT	37,200.00	37,200.00

District	School Name	Mailing Address
Isles	A T Mahan High School (HE9506)	A T Mahn High School Attn: READ 180 TEACHER US Naval Station Keflavik Iceland
Antilles	Antilles Middle School (HEPRA3)	Antilles Middle School Attn: READ 180 TEACHER Chrisman St., Bldg. 1081 Ft. Buchanan, PR 00934
Kaiserslautern	AFNORTH High School (HE1401)	AFNORTH High School Attn: READ 180 TEACHER Ferdinand Bolstraat 1 6445 EE Brunsum The Netherlands
North Carolina	Albritton Junior High School (HENCB2)	Albritton Junior High School Attn: READ 180 TEACHER Bldg. 1-4979 Knox St. Ft. Bragg, NC 28307
Isles	Alconbury High School (HE1621)	Alconbury High School Attn: READ 180 TEACHER BLDG 691 RAF Alconbury Huntingdon Cambridgeshire UK PE17 5DA
Guam	Andersen Middle School (HEGUE3)	Andersen Middle School Attn: READ 180 TEACHER Bldg 1604 Ulithi Andersen AFB, Guam
Mediterranean	Ankara Elementary/High School (HE5601)	Ankara Elementary/High School Attn: READ 180 TEACHER American Lisesi Balgat Ankara Turkey
Bavaria	Ansbach M/HS (HE4402)	Ansbach Elementary School Attn: READ 180 TEACHER Von Steubenstrasse 33A 91522 Ansbach Germany

District	School Name	Mailing Address
Mediterranean	Aviano Middle School (HE5661)	Scuola Media Americana Attn: READ 180 TEACHER Base USAF Aviano Area UNO Edificio Numero 151 33081 Aviano PN Italy
Bavaria	Bamberg High School (HE4405)	Bamberg High School Attn: READ 180 TEACHER Ulmenstr 20 GEB 7643 96052 Bamberg Germany
Kaiserslautern	Baumholder High School (HE2405)	Baumholder High School Attn: READ 180 TEACHER Wetzel Kaserne GEB 8801 55774 Baumholder Germany
Kaiserslautern	Bitburg Middle School (HE2630)	Bitburg Middle School Attn: READ 180 TEACHER Flugplate GEB 60 54634 Bitburg Germany
North Carolina	Brewster Middle School (HENCC3)	Brewster Middle School Attn: READ 180 TEACHER Bldg. 40A Brewster Blvd. Camp LeJeune, NC 28547
Isles	Brussels E/HS (HE1403)	Brussels E/HS Attn: READ 180 TEACHER 12 Kennedy Land 1960 Sterrebeek Belgium
Heidelberg	Darmstadt Middle School (HE2424)	Darmstadt Middle School Attn: READ 180 TEACHER Siedlungstrasse GEB 4428 Lincoln Village 64285 Darmstadt Germany

District	School Name	Mailing Address
Japan	EJ King High School (HE6500)	EJ King High School Attn: READ 180 TEACHER Sasebo Naval Base Hirase-Machi Sasebo City Nagasaki Prefecture 857-0056
Japan	Edgren High School (HE6602)	Edgren High School Attn: READ 180 TEACHER Misawa Air Base Unit 5040, Misawa-Shi Aomori-Ken, Japan 033-0022
Georgia/Alabama	Don C. Faith Middle School (HEGAB4)	Don C. Faith Middle School Attn: READ 180 TEACHER Bldg. 1375 1375 Ingersoll St. Ft. Benning, GA 31905
Heidelberg	Giessen High School (HE2416)	Giessen High School Attn: READ 180 TEACHER Roedgenerstr 72 35394 Giessen Germany
Heidelberg	Hanau Middle School (HE2426)	Hanau Middle School Attn: READ 180 TEACHER NEU Argonner Kaserne GEB 251 63457 Hanau Germany
Heidelberg	Heidelberg Middle School (HE3431)	Heidelberg Middle School Attn: READ 180 TEACHER Patrick Henry Village Bldge 69124 Heidelberg Germany
Bavaria	Hohenfels High School (HE4403)	Hohenfels High School Attn: READ 180 TEACHER Nainhof Lager GEB 5 92366 Hohnfels Germany

District	School Name	Mailing Address
Mediterranean	Incirlik High School (HE5609)	Incirlik High School Attn: READ 180 TEACHER Incirlik Air Base Adana Turkiye
Okinawa	Kadena Middle School (HE7621)	Kadena Middle School Attn: READ 180 TEACHER Building 9397 Kadena US Air Force Base Okinawa-Shi, Okinawa Japan 9040000
Kaiserslautern	Kaiserslautern Middle School (HE3621)	Kaiserslautern Middle School Attn: READ 180 TEACHER Vogelweh GEB 2000A 67663 Kaiserslautern Germany
Isles	Lajes High School (HE5602)	Lajes High School Attn: READ 180 TEACHER T 234 Lajes Field 9760 Praia DA Vitoria Terceira Azores Portugal
Isles	Lakenheath Middle School (HE1625)	Lakenheath Middle School Attn: READ 180 TEACHER Bldg 43 RAF Feltwell Thetford Norfolk UK IP26 4HL
Kaiserslautern	Landstuhl Elementary/Middle School (HE3649)	Landstuhl Elementary/Middle School Attn: READ 180 TEACHER Geb 3830 66849 Landstuhl Germany
Okinawa	Lester Middle School (HE7623)	Lester Middle School Attn: READ 180 TEACHER Building 6373 Marine Corps Base Camp Lester Chatan-Cho, Okinawa Japan 9040000
Isles	London Central High School (HE1602)	London Central High School Attn: READ 180 TEACHER Bldg 902 High Wycombe Air Sta Daws Hill Lane High Wycombe Bucks UK HP11 1PZ

District	School Name	Mailing Address
Kentucky	Mahaffey Middle School (HEKYC5)	Mahaffey Middle School Attn: READ 180 TEACHER 1110 Falcon Loop Ft. Campbell, KY 422243
Heidelberg	Mannheim Middle School (HE3433)	Mannheim Middle School Attn: READ 180 TEACHER Birkenhauerstr 184 68309 Mannheim Germany
Isles	Menwith Hill Elementary/High School (HE1447)	Menwith Elementary/High School Attn: READ 180 TEACHER Bldg 29 Menwith Hill Station Menwith Hill Harrogate North Yorkshire UK HG# 2RF
Mediterranean	Naples High School (HE5509)	U.S. Naval Support Activity Attn: READ 180 TEACHER Mark for: Naples High School Aeroporto DI Capodichino Naples Italy 80144
Korea	Osan High School (HE6607)	Osan High School Attn: READ 180 TEACHER K-55 Osan Air Base Sinjang-Dong, Pyontaek-Si, Kyonggi-Do 459-120
Bavaria	Patch Amerikanisch Hochschule (HE4408)	Patch Amerikanisch Hochschule Attn: READ 180 TEACHER GEB 2388 Kurmacher Kaserne 70569 St Vaihingen Germany
Japan	MC Perry High School (HE6503)	MC Perry High School Attn: READ 180 TEACHER Beigun Iwakuni Kichi-Nai 2-Chome, Misumi-Cho, Iwakuni-shi Yamaguchi-Ken, Japan 252-1101

District	School Name	Mailing Address
Virgina/NY	Quantico Middle/High School (HEVAQ4)	Quantico Middle/High School Attn: READ 180 TEACHER ATTN: Supply Technician 3307 Purvis Rd. Quantico, VA 22134
Antilles	Ramey Elementary/High School HEPRA5)	Ramey Elementary/High School Attn: READ 180 TEACHER 201 Arch Road Aguadilla, PR 00603
Kaiserslautern	Ramstein Junior High School (HE3625)	Ramstein Junior High School Attn: READ 180 TEACHER Flugplatz GEB 1001 66877 Ramstein Germany
Mediterranean	Rota High School (HE5513)	Rota High Schol Attn: READ 180 TEACHER Jerez DE La Frontera Rota Naval Base Cadiz Spain
Isles	Shape American High School (HE1405)	Shape American High School Attn: READ 180 TEACHER Ave DE Paris Bldg 706 7010 Shape Belgium
Bavaria	Schweinfurt Middle School (HE4417)	Schweinfurt Middle School Attn: READ 180 TEACHER Kessler Field Herrestrasse GEB 458 97424 Schweinfurt Germany
Kentucky	Scott Middle School (HEKYK7)	Scott Midddle School Attn: READ 180 TEACHER Crittenberger Central Office 4553 Fayette Ave. Ft. Knox, KY 40121-2571

District	School Name	Mailing Address
Kaiserslautern	Sembach Middle School (HE3627)	Sembach Middle School Attn: READ 180 TEACHER GEB 3 Heuberg 67681 Sembach Germany
Korea	Seoul Middle School (HE6430)	Seoul Middle School Attn: READ 180 TEACHER Youngsan, South Post, Gate 10 Building 3577 Seoul, Korea
Guam	McCool Elementary/Middle School (HEGUE2)	McCool Elementary/Middle School Attn: READ 180 TEACHER Bldg. 4175 Roberto St. Santa Rita, Guam 96915
Kaiserslautern	Spangdahlem Middle School (HE2650)	Spangduahlem Middle School Attn: READ 180 TEACHER Flugplatz GEB 441 54529 Spangdahlem Germany
Mediterranean	Sigonella Middle/High School (HE5555)	Sigonella Middle/High School Attn: READ 180 TEACHER Halsey Road Bldg 220 Sigonella Catania Italy
Korea	Taegu Elementary/High School (HE6408)	Taegu Elementary/High School Attn: READ 180 TEACHER 634 Bongduk-Dong Namgu Taegu, Korea
Mediterranean	Vicenza High School (HE5419)	Vicenza High School Attn: READ 180 TEACHER Caserma Ederle Viale Della Pace 36100 Vicena Italy
Bavaria	Vilseck High School (HE4439)	Vilseck High School Attn: READ 180 TEACHER Vilseck Suedlager GEB 1801 92249 Vilseck OPF Germany

District	School Name	Mailing Address
Kentucky	Wassom Middle School (HEKYC6)	Wassom Elementary School Attn: READ 180 TEACHER 1110 Falcon Loop Ft. Campbell, KY 422243
Virgina/NY	West Point Middle School (HENYW2)	West Point Middle School Attn. READ 180 TEACHER 750 Barry Rd. West Point, NY 10996-1196
Heidelberg	Wiesbaden Middle School (HE2433)	Wiesbaden Middle School Attn: READ 180 TEACHER 19 Texasstr GEB 07778 65189 Wiesbaden Hainerberg Germany
Bavaria	Wuerzburg Middle School (HE4496)	Wuerzburg Middle School Attn: READ 180 TEACHER Skyline GEB 407 97074 Wuerzburg Germany
Japan	Yokosuka Middle School (HE6551)	Yokosuka Middle School Attn: READ 180 TEACHER Box 128 Yokosuka Naval Base 1 Tomari-cho, Yokosuka-Shi 238-0001
Japan	Yokota Middle School (HE6655)	Yokota Middle School Attn: READ 180 TEACHER Building 4155 Fussa-Shi, Yokota Air Base Tokyo, Japan 197-0001
Japan	Zama High School (HE6407)	Zama High School Attn: READ 180 TEACHER Benigun Jutaku 913, Camp Zama Zama -Shi, Kanagawa-Ken 228-0027

District	School Name	Mailing Address
Cuba	W.T. Sampson Elementary/High School (HE9505)	TransAtlantic Lines, LLC Attn: READ 180 TEACHER M/F: GTMO Expediter, ATTN: WT Sampson Schools Blount Island Marine Terminal 8998 Blount Island Blvd. Jacksonville, FL 32226