

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number:

118881



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Winter, Wyman Financial Contracting, Inc.
2. It is incorporated under the laws of Massachusetts
3. The name which it elects to use in Rhode Island is _____

(If the corporation does not contain the word "corporation," "company," "incorporated," or "limited" or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

4. The date of its incorporation is February 1, 1998 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 950 Winter Street, Suite 3100, Waltham, Massachusetts 02451
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
Providence, RI 02903 and the name of its proposed registered agent in
(City/Town) (Zip Code)

Rhode Island at that address is C.T. Corporation System

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are Temporary Employment Services. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	See attached list of directors.	
Director		
President	See attached list of officers	
Vice President		
Secretary		
Treasurer		

FILED

JUN 12 2001

By CSJ

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
200,000	Common	(No series)	No par value

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
2,000	Common	(No series)	No par value

11. An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located 0.00%; and an estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year 2.30%.

12. An estimate of the value of all property to be owned by it for the following year wherever located is \$ 500,000

13. An estimate of the value of its property to be located within Rhode Island during the following year is \$ 0

14. An estimate of the gross amount of business to be transacted by it during the following year is \$ 8,700,000

15. An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during the following year is \$ 200,000

16. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated FEBRUARY 5, 2001

Winter, Wyman Financial Contracting, Inc.
(Exact Corporate Name of Corporation Making Application)

By [Signature]
☐ President or ☒ Vice President (check one)

Robert E. Boudreau Jr

AND
By [Signature]
☒ Secretary or ☐ Assistant Secretary (check one)

Joan Melville

STATE OF
COUNTY OF

In Waltham, on this 5 day of Feb, 2001, personally appeared before me Robert E. Boudreau Jr, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

[Signature]
Notary Public
My Commission Expires: Sept 27, 2007

Appendix to Rhode Island
Duplicate Original of Application for Certificate of Authority

**Officers of
Winter, Wyman Financial Contracting ,Inc.**

1. David J Melville, Treasurer
950 Winter Street, Suite 3100
Waltham, Massachusetts 02451
2. Kevin M Steele, President
950 Winter Street Suite 3100
Waltham, Massachusetts 02451
3. Robert E Boudreau Jr, CFO & Vice President
950 Winter Street Suite 3100
Waltham, Massachusetts 02451
4. Joan Melville, Clerk/Secretary
950 Winter Street Suite 3100
Waltham, Massachusetts 02451

Appendix to Rhode Island
Duplicate Original of Application for Certificate of Authority

**Directors of
Winter, Wyman Financial Contracting ,Inc.**

1. David J Melville
950 Winter Street, Suite 3100
Waltham, Massachusetts 02451
2. Kevin M Steele
950 Winter Street Suite 3100
Waltham, Massachusetts 02451
3. Joan Melville
950 Winter Street Suite 3100
Waltham, Massachusetts 02451
4. Robert Payne
950 Winter Street, Suite 3100
Waltham, Massachusetts 02451
5. Mark Gleckman
950 Winter Street, Suite 3100
Waltham, Massachusetts 02451

Winter, Wyman & Company

CAREER PARTNERS



Consent to use of Name

Winter Wyman & Company, Inc., a corporation organized under the laws of the State of Massachusetts, hereby consents to the organization-qualification of Winter Wyman Financial Contracting, Inc. in the State of Rhode Island.

IN WITNESS WHEREOF, the said Winter Wyman & Company has caused this consent to be executed by its Vice President and attested under its corporate seal by its secretary, this 9TH day of March 2001.

By ROBERT E. BOUDREAU, JR.
Vice President

Attest:

Secretary - JOAN MELVILLE

(Seal)

Winter, Wyman

HR CONTRACT SOLUTIONS

CAREER PARTNERS



Consent to use of Name

Winter Wyman H/R Contract Solutions, Inc., a corporation organized under the laws of the State of Massachusetts, hereby consents to the organization-qualification of Winter Wyman Financial Contracting, Inc. in the State of Rhode Island.

IN WITNESS WHEREOF, the said Winter Wyman H/R Contract Solutions has caused this consent to be executed by its Vice President and attested under its corporate seal by its secretary, this 9TH day of MARCH 2001.

By ROBERT E. BOUDREAU, JR
Vice President

Attest:

Secretary - JOAN MELVILLE

(Seal)

D

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION (General Laws, Chapter 156B)

ARTICLE I

The exact name of the corporation is:
Winter, Wyman Temporary Accounting Solutions, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

1. To engage in the placement of accounting personnel and temporary personnel and personnel of all kinds including the counselling, interviewing, placing and seeking out of personnel for commission or other payment, whether paid by the employers or the employees; to provide personnel and consulting services for hire to businesses and organizations of all kinds; to conduct courses of training for employees and employers; to prepare resumes for candidates for employment.
2. To acquire, buy, construct, own, lease, mortgage and sell real estate and property of all kinds.
3. To carry on any business or other activities which may be lawfully carried on by a corporation organized under the Business Corporation Law of the Commonwealth of Massachusetts whether or not related to those referred to in the foregoing paragraphs.

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Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

PC

603-333
SECRETARY OF
THE COMMONWEALTH OF MASSACHUSETTS

98 JAN 23 PM 1:52 ARTICLES OF ORGANIZATION
CORPORATION DIVISION (General Laws, Chapter 156B)

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 200.00 having been paid, said articles are deemed to have been filed with me this 23rd day of JANUARY 19 98.

Effective date: 2/1/1998

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST

William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH

DATE 6/3/01 CLERK K.A.

FILING FEE: One tenth of one percent of the total authorized capital stock, but not less than \$200.00. For the purpose of filing, shares of stock with a par value less than \$1.00, or no par stock, shall be deemed to have a par value of \$1.00 per share.

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Joseph M. Klements

Richardson and Tyler LLP

15 Broad Street

Boston, MA 02109

Telephone 617-523-0800