

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

ID Number: 126991



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
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign 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 The RDW Group, Inc.
2. It is incorporated under the laws of Massachusetts
3. The name, if different, which it elects to use in Rhode Island is: None

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is December 28, 2001 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 32 Franklin Street, Worcester, MA 01608

6. The address of its proposed registered office in Rhode Island is 125 Holden Street
(Street Address, not P.O. Box)
Providence RI 02908 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is Michael M. Doyle
(Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Advertising, marketing, public relations, public affairs

8. The names and respective addresses of the directors and officers are: See Item 8, attached hereto on Continuation Sheet A.

	Name	Address
Director	Philip R. Rivers	125 Holden Street, Providence, RI 02908
Director	Thomas E. Walsh	125 Holden Street, Providence, RI 02908
President	Michael M. Doyle	125 Holden Street, Providence, RI 02908
Vice President	Jeffrey Patch	32 Franklin Street, Worcester, MA 01608
Treasurer	Thomas E. Walsh	125 Holden Street, Providence, RI 02908
Secretary	Patricia A. Doyle	125 Holden Street, Providence, RI 02908

FILED

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The RDW Group, Inc.

**APPLICATION FOR CERTIFICATE OF AUTHORITY
Continuation Sheet A**

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

ADDITIONAL OFFICERS

	NAME	ADDRESS
Senior Vice President	Thomas E. Walsh	125 Holden Street, Providence, RI 02908
Vive President	James G. Conway, Jr.	125 Holden Street, Providence, RI 02908
Vice President	David Monti	125 Holden Street, Providence, RI 02908
Vice President	Dante Bellini	125 Holden Street, Providence, RI 02908
Vice President	Phillip G. Loscoe, Jr.	125 Holden Street, Providence, RI 02908
President of the Fern/Hanaway/Monti Division	Sanford Fern	125 Holden Street, Providence, RI 02908

ADDITIONAL DIRECTORS

	NAME	ADDRESS
Director	Michael M. Doyle	125 Holden Street, Providence, RI 02908
Director	Patricia A. Doyle	125 Holden Street, Providence, RI 02908
Director	James G. Conway, Jr.	125 Holden Street, Providence, RI 02908
Director	Jeffery Patch	32 Franklin Street, Worcester, MA 01608
Director	David Monti	125 Holden Street, Providence, RI 02908
Director	Dante Bellini	125 Holden Street, Providence, RI 02908
Director	Phillip G. Loscoe, Jr.	125 Holden Street, Providence, RI 02908
Director	Sanford Fern	125 Holden Street, Providence, RI 02908

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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
4000	Common	None	Shares are without 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1909	Common	None	Shares are without Par Value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 7,011,439.00

- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 6,096,964.00

- (c) 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, is 87 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 24,800,000.00

- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 23,200,000.00

- (c) 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 is 93.5 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 12/28/01

The RDW Group, Inc.

Print Exact Name of Corporation Making Application

By

☒ President or ☐ Vice President (check one)

By

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF
COUNTY OF

RHODE ISLAND
PROVIDENCE

In PROVIDENCE, on this 28th day of December, 2001, Michael M. Doyle, personally appeared before me Michael M. Doyle who, being by me first duly sworn, declared that he is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Notary Public

My Commission Expires: 8/28/2005

Fee Calculations for Certificate of Authority FOREIGN BUSINESS

CORP ID# _____

NAME OF CORPORATION The RDW Group, Inc.

CONTACT _____ Phone _____

ADDRESS _____

ADDRESS _____

CITY _____ STATE _____ ZIP _____

Total number of authorized shares currently of record: 4,000

Current Asset Assessment 0.920956892

LICENSE FEE	<u>\$36.84</u>
FILING FEE	<u>\$150.00</u>
TOTAL FEE	<u>\$186.84</u>

Foreign Corporations Only

11(a)	<u>\$7,011,439.00</u>
	imate of all property wherever locat
11(b)	<u>\$6,096,964.00</u>
	Estimate of all property within R.I.
12(a)	<u>\$24,800,000.00</u>
	Gross amount of business wherever
12(b)	<u>\$23,200,000.00</u>
	Gross amount of business in R.I.

All totals are "estimates". "Property" is defined as an item (owned by the corporation) that can be appraised for value or an estimate of all tangible assets.

Comments

117# 126991

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Examiner

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)

10/20/03
Name
Approved

ARTICLE I

The exact name of the corporation is:

The RDW Group, Inc.

ARTICLE II

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

Advertising, marketing, public relations, public affairs, and to engage in
any other business or other activity which may be lawfully
carried on by a corporation organized under the
Massachusetts Business Corporation Law.

C ✓
P ✓
M
R.A. ✓

8
P.C.

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.

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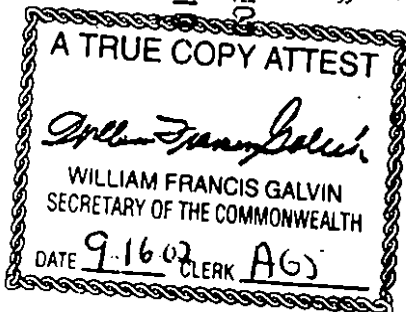
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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
(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 28th day of DECEMBER 2001.

Effective date: _____



William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

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:

Gil Breiman, Esquire

Perkins, Smith & Cohen, LLP

One Beacon Street - 30th Floor
Boston, MA 02108

Telephone: (617) 854-4000