

TO: Registration Section
Division of Corporations

FO2000005703
SUBJECT: RDW GROUP, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JAMES J. MALACHOWSKI, VP ADMINISTRATION
(Name of Person)

RDW GROUP, INC.
(Firm/Company)

125 HOLDEN STREET
(Address)

PROVIDENCE, RI 02908
(City/State and Zip code)

500008386025--C
-10/15/02--01086--004
*****87.50 *****87.50

For further information concerning this matter, please call:

RONALD J. DESROCHER at 401-533-5100
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☒ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

789, 310, 671

11/15
4118

1002-29839



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 16, 2002

JAMES J MALACHOWSKI
125 HOLDEN STREET
PROVIDENCE, RI 02908

SUBJECT: RDW GROUP INC
Ref. Number: W02000029839

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We have received your document for RDW GROUP INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 302A00057629

The RDW Group, Inc.

Directors Action by Unanimous Written Consent

Dated: November 4, 2002

The undersigned, being all of the Directors of The RDW Group, Inc., a Massachusetts corporation (the "Corporation"), and acting in accordance with the Massachusetts Business Corporation Law ("MBCL"), Article II, Section 14 and Article III, Section 2 of the By-Laws of the Corporation, in lieu of and without the necessity of calling a meeting, hereby consent in writing to the following actions of the Corporation and directs that this writing be placed with the records of the meetings of the Directors of the Corporation:


VOTED: That the Corporation qualify to conduct business in the State of Florida under the fictitious name of "RDW Advertising and Public Relations Company"; and further

VOTED: That the appropriate officers of the Corporation be, and they hereby are, authorized and directed to execute, acknowledge, and cause to be recorded all documents necessary to effectuate the foregoing resolution.

IN WITNESS WHEREOF, the undersigned have executed this Consent, which may be in counterpart originals, and the actions set forth above shall for all purposes be treated as action duly taken at a meeting of the Directors of the Corporation on the Effective Date set forth above.

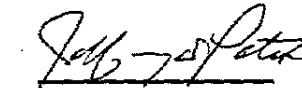

Philip R. Rivers


Thomas E. Walsh


Michael M. Doyle


Patricia A. Doyle


James G. Conway, Jr.


Jeffrey D. Patch


David P. Monti


Dante Bellini, Jr.


Phillip G. Loscoe, Jr.


Sanford M. Fern

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SECRETARY OF STATE
MASSACHUSETTS

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. RDW GROUP, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. MA
(State or country under the law of which it is incorporated)
3. 05-0421718
(FEI number, if applicable)
4. 1-19-2002
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 125 HOLDEN STREET, PROVIDENCE RI 02908
(Principal office address)
- SAME
(Current mailing address)
8. ADVERTISING, PUBLIC RELATIONS, CONSULTING
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: MICHAEL SISTI
Office Address: 9059 MISTY CREEK DR.
SARASOTA, Florida 34241
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: PHILIP RIVERS

Address: 2 REGENCY PLAZA 1211 W
PROVIDENCE, RI 02908

Vice Chairman: _____

Address: _____

Director: MICHAEL M. DOYLE

Address: 166 THAYER DRIVE
PORTSMOUTH, RI 02871

Director: THOMAS E. WALSH, SR.

Address: 164 HOWARD HILL ROAD
FOSTER, RI 02825

B. OFFICERS

President: MICHAEL M. DOYLE

Address: 166 THAYER DR.
PORTSMOUTH, RI 02871

Vice President: _____

Address: _____

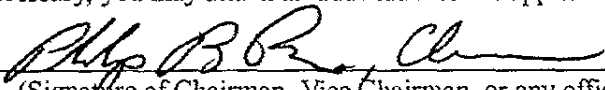
Secretary: PATRICIA A. DOYLE

Address: 166 THAYER DR., PORTSMOUTH, RI 02871

Treasurer: THOMAS E. WALSH, SR.

Address: 164 HOWARD HILL ROAD, FOSTER RI 02825

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PHILIP R. RIVERS, CHAIRMAN
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The RDW Group, Inc.

2001 Annual Report

7. The names and addresses of the directors and officers are:

Additional Officers

Senior Vice President	Thomas E. Walsh	125 Holden Street, Providence, RI 02908
Vice President	Jeffrey Patch	32 Franklin Street, Worcester, MA 01608
Vice 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	Philip 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

Director	Patricia A. Doyle	125 Holden Street, Providence, RI 02908
Director	James G. Conway, Jr.	125 Holden Street, Providence, RI 02908
Director	Jeffrey 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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

October 7, 2002

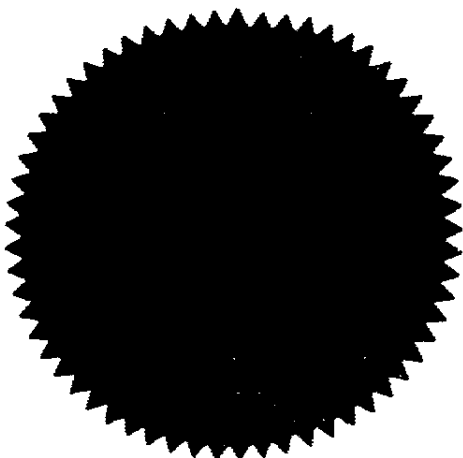
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

THE RDW GROUP, INC.

is a domestic corporation organized on **December 28, 2001**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.