

F14000000315

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

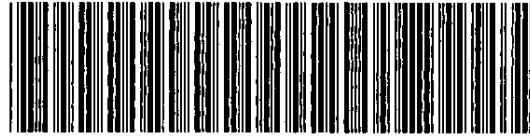
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:  
  
JAN 24 2014  
A. DUNLAP

Office Use Only



200254022052



11/22/13--01006--001 \*\*\$7.50

SECRET  
14 JAN 17 PM 4:00  
FILED  
TASHA SHERIDAN

~~WTS-65378~~



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

14 JAN 17 PM 1:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 26, 2013

MARTI CARDI, ESQ.  
REED GROUP, LTD  
10155 WESTMOOR DR, SUITE 210  
WESTMINISTER, CO 80021

SUBJECT: REED GROUP LTD  
Ref. Number: W13000065376

We have received your document for REED GROUP LTD 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 must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6052.

Pamela Smith  
Regulatory Specialist II

Letter Number: 813A00027252



Reed Group, Ltd.  
10155 Westmoor Drive, Suite 210  
Westminster, Colorado 80021

November 19, 2013

*Via U.S. Mail*

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sir/Madam,

I have enclosed an Application By Foreign Corporation for Authorization to Transact Business in Florida along with a check in the amount of \$87.50 payable to the Florida Department of State.

Please mail any correspondence and documents to Marti Cardi, Esq. at Reed Group, Ltd. at the address above.

Feel free to call me at 720-440-6985 if you have any questions. Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Beth Dobos".

Beth Dobos

Enclosures



Reed Group, Ltd.  
10155 Westmoor Drive, Suite 210  
Westminster, Colorado 80021

January 14, 2014

*Via U.S. Mail*

Pamela Smith  
New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Ms. Smith,

I have enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida and a copy of same. I had previously submitted such an application, which was rejected on the basis that the corporation did not contain an accepted corporate ending. I have since corrected this error. I will also mail an Application for Registration of Fictitious Name to the Fictitious Name Registration office.

Please mail any correspondence and documents to Marti Cardi, Esq. at Reed Group, Ltd. at the address above.

Feel free to call me at 720-440-6985 if you have any questions. Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Beth Dobos".

Beth Dobos

Enclosures

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Reed Group, Ltd.

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," or "Certificate of Good Standing" 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:

Marti Cardi, Esq.

Name of Person

Reed Group, Ltd.

Firm/Company

10155 Westmoor Drive, Suite 210

Address

Westminster, Colorado 80021

City/State and Zip code

mcardi@reedgroup.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marti Cardi, Esq.

Name of Person

at ( 303 ) 407-0687

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing 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

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. Reed Group, Ltd., Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Reed Software & Services, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Colorado

(State or country under the law of which it is incorporated)

3. 84-0733950

(FEI number, if applicable)

4. May 20, 1977

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. No current plan.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10155 Westmoor Drive, Suite 210, Westminster, Colorado 80021

(Principal office address)

10155 Westmoor Drive, Suite 210, Westminster, Colorado 80021

(Current mailing address)

8. Reed Group products and services help organizations address FMLA, ADA, state and local regulatory leaves, and company short- and long-term disability plans.

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

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.

[Handwritten signature]

Amanda Winnington Assistant Vice President

(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.

SECRET  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 14 JAN 17 PM 4:08  
FILED

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

**A. DIRECTORS**

Chairman: Dong H. Ahn

Address: The Guardian Life Insurance Company of America  
7 Hanover Square, 23-F, New York, New York 10004

Vice Chairman: David T. Roberts

Address: Reed Group, Ltd.  
10155 Westmoor Drive, Suite 210, Westminster, Colorado 80021

Director: Michael Slipowitz

Address: The Guardian Life Insurance Company of America  
7 Hanover Square, 23-F, New York, New York 10004

Director: Sean D. Quinn

Address: The Guardian Life Insurance Company of America  
7 Hanover Square, 23-F, New York, New York 10004

**B. OFFICERS**

President: David T. Roberts

Address: Reed Group, Ltd.  
10155 Westmoor Drive, Suite 210, Westminster, Colorado 80021

Vice President: Stuart J. Shaw

Address: The Guardian Life Insurance Company of America  
7 Hanover Square, 23-F, New York, New York 10004

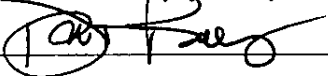
Secretary: Margherita L. DiManni

Address: The Guardian Life Insurance Company of America, 7 Hanover Square, 23-F, New York, New York 10004

Treasurer: Roberto Ecker

Address: The Guardian Life Insurance Company of America, 7 Hanover Square, 23-F, New York, New York 10004

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

13.  \_\_\_\_\_  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. David T. Roberts, Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

State of Florida  
Application for Profit Qualification

Officers (continued)

<u>Name</u>	<u>Title</u>	<u>Address</u>
Margherita L. DiManni	Secretary	The Guardian Life Insurance Company of America 7 Hanover Square, 23-F New York, New York 10004
Tracy L. Rich	Assistant Secretary	The Guardian Life Insurance Company of America 7 Hanover Square, 23-F New York, New York 10004
Faith M. Drennan	Assistant Secretary	The Guardian Life Insurance Company of America 7 Hanover Square, 23-F New York, New York 10004

Directors (continued)

<u>Name</u>	<u>Address</u>
John Furlong	The Guardian Life Insurance Company of America 7 Hanover Square, 23-F New York, New York 10004
Bradley A. Thomas	The Guardian Life Insurance Company of America 7 Hanover Square, 23-F New York, New York 10004
Raymond Marra	The Guardian Life Insurance Company of America 7 Hanover Square, 23-F New York, New York 10004



OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**C E R T I F I C A T E**

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

**Reed Group, Ltd.**

is a **Corporation** formed or registered on 05/20/1977 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19871325980.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 01/10/2014 that have been posted, and by documents delivered to this office electronically through 01/13/2014 @ 09:57:08.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 01/13/2014 @ 09:57:08 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8734233.



A handwritten signature in black ink, appearing to read "Scott Gessler".

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*

*Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."*