

U.S. Department of Justice  
Washington, DC 20530

**Registration Statement**  
**Pursuant to the Foreign Agents Registration Act of**  
**1938, as amended**

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**I-REGISTRANT**

1. Name of Registrant

W2 Group, Inc.

2. Registration No.

6055

3. Principal Business Address

404 Wyman Street  
Suite 375  
Waltham, MA 02451

4. If the registrant is an individual, furnish the following information:

- (a) Residence address(es)
- (b) Other business address(es), if any
- (c) Nationality
- (d) Year of birth
- (e) Present citizenship
- (f) If present citizenship not acquired by birth, state when, where and how acquired
- (g) Occupation

5. If the registrant is not an individual, furnish the following information:

- (a) Type of organization: Committee  Association  Partnership  Voluntary group   
Corporation  Other (specify) \_\_\_\_\_
- (b) Date and place of organization April 30, 2003 - Delaware
- (c) Address of principal office 404 Wyman Street, Suite 375, Waltham, MA 02451
- (d) Name of person in charge V. Lawrence Weber, Chairman
- (e) Locations of branch or local offices See attached.
- (f) If a membership organization, give number of members

(g) List all partners, officers, directors or persons performing the functions of an officer or director of the registrant.

Name	Residence Address(es)	Position	Nationality
See attached.			

(h) Which of the above named persons renders service directly in furtherance of the interests of any of the foreign principals?

V. Lawrence Weber

(i) Describe the nature of the registrant's regular business or activity.

W2 Group is a digital ecosystem of marketing services companies that build brands, deepen customer and partner relationships and drive demand for products and services utilizing digital, social and traditional media.

(j) Give a complete statement of the ownership and control of the registrant.

W2 Group is wholly owned by W3 Management, LLC whose primary stockholders are Monitor Clipper Partners, a middle-market private equity with \$1.7B under management, and the two founders, Lawrence Weber and Marijean Lauzier. Mr. Weber and Ms. Lauzier lead the company's day-to-day activities as Chairman and President & CEO, respectively.

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6. List all employees who render services to the registrant directly in furtherance of the interests of any of the foreign principals in other than a clerical, secretarial, or in a related or similar capacity.

Name	Residence Address(es)	Nature of Services
See attached.		

**II--FOREIGN PRINCIPAL**

7. List every foreign principal<sup>1</sup> for whom the registrant is acting or has agreed to act.

Foreign Principal  
See attached.

Principal Address(es)

**III--ACTIVITIES**

8. In addition to the activities described in any Exhibit B to this statement, will you engage or are you engaging now in activity on your own behalf which benefits any or all of your foreign principals? Yes  No

If yes, describe fully.

**IV--FINANCIAL INFORMATION**

9. (a) **RECEIPTS-MONIES**

During the period beginning 60 days prior to the date of your obligation to register<sup>2</sup> to the time of filing this statement, did you receive from any foreign principal named in Item 7 any contribution, income, or money either as compensation or for disbursement or otherwise? Yes  No

If yes, set forth below in the required detail and separately for each such foreign principal an account of such monies.<sup>3</sup>

Foreign Principal	Date Received	Purpose	Amount
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Total

<sup>1</sup> The term "foreign principal" includes a foreign government, foreign political party, foreign organization, foreign individual and, for the purpose of registration, an organization or an individual any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual.

<sup>2</sup> An agent must register within ten days of becoming an agent, and before acting as such.

<sup>3</sup> A registrant is required to file an Exhibit D if he collects or receives contributions, loans, moneys, or other things of value for a foreign principal, as part of a fundraising campaign. There is no printed form for this exhibit. (See Rule 201(e)).

**(b) RECEIPTS-THINGS OF VALUE**

During the period beginning 60 days prior to the date of your obligation to register<sup>4</sup> to the time of filing this statement, did you receive from any foreign principal named in Item 7 anything of value<sup>5</sup> other than money, either as compensation, or for disbursement, or otherwise? Yes  No

If yes, furnish the following information:

Foreign Principal	Date Received	Thing of Value	Purpose
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**10. (a) DISBURSEMENT-MONIES**

During the period beginning 60 days prior to the date of your obligation to register<sup>6</sup> to the time of filing this statement, did you spend or disburse any money in furtherance of or in connection with your activities on behalf of any foreign principal named in Item 7? Yes  No

If yes, set forth below in the required detail and separately for each such foreign principal named including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
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**(b) DISBURSEMENTS-THINGS OF VALUE**

During the period beginning 60 days prior to the date of your obligation to register<sup>7</sup> to the time of filing this statement, did you dispose of any thing of value<sup>8</sup> other than money in furtherance of or in connection with your activities on behalf of any foreign principal named in Item 7? Yes  No

If yes, furnish the following information:

Date	Recipient	Foreign Principal	Thing of Value	Purpose
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**(c) DISBURSEMENTS-POLITICAL CONTRIBUTIONS**

During the period beginning 60 days prior to the date of your obligation to register<sup>9</sup> to the time of filing this statement, did you, the registrant, or any short form registrant, make any contribution of money or other thing of value from your own funds and on your own behalf in connection with an election to any political office or in connection with any primary election, convention, or caucus held to select candidates for any political office? Yes  No

If yes, furnish the following information:

Date	Amount or Thing of Value	Political Organization or Candidate	Location of Event
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4, 6, 7 and 9 See Footnote 2, on page 3.

5 and 8 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks", and the like.

V--INFORMATIONAL MATERIALS<sup>10</sup>

11. Will the activities of the registrant on behalf of any foreign principal include the preparation or dissemination of informational materials? Yes  No

IF YES, RESPOND TO THE REMAINING ITEMS IN THIS SECTION V.

12. Identify each such foreign principal.

The General People's Committee of Libya  
Government of Rwanda

13. Has a budget been established or specified sum of money allocated to finance your activities in preparing or disseminating informational materials? Yes  No

If yes, identify each such foreign principal, specify amount and for what period of time.

14. Will any public relations firms or publicity agents participate in the preparation or dissemination of such informational materials? Yes  No

If yes, furnish the names and addresses of such persons or firms.

15. Activities in preparing or disseminating informational materials will include the use of the following:

- Radio or TV broadcasts
- Magazine or newspaper
- Motion picture films
- Letters or telegrams
- Advertising campaigns
- Press releases
- Pamphlets or other publications
- Lectures or speeches
- Other (specify) \_\_\_\_\_

**Electronic Communications**

- Email
- Website URL(s): \_\_\_\_\_
- Social media website URL(s): \_\_\_\_\_
- Other (specify) \_\_\_\_\_

16. Informational materials will be disseminated among the following groups:

- Public officials
- Civic groups or associations
- Legislators
- Libraries
- Government agencies
- Educational groups
- Newspapers
- Nationality groups
- Editors
- Other (specify) \_\_\_\_\_

17. Indicate language to be used in the informational materials:

- English
- Other (specify) \_\_\_\_\_

10 The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

**VI--EXHIBITS AND ATTACHMENTS**

18. (a) The following described exhibits shall be filed in triplicate with an initial registration statement:

*Exhibit A-* This exhibit, which is filed on Form NSD-3, sets forth the information required to be disclosed concerning each foreign principal named in Item 7.

*Exhibit B-* This exhibit, which is filed on Form NSD-4, sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

(b) An Exhibit C shall be filed when applicable. This exhibit, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, constitution, and bylaws of a registrant that is an organization. A waiver of the requirement to file an Exhibit C may be obtained for good cause shown upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530. (See Rule 201(c) and (d)).

(c) An Exhibit D shall be filed when applicable. This exhibit, for which no printed form is provided, sets forth an account of money collected or received as a result of a fundraising campaign and transmitted for a foreign principal. (See Rule 201 (e)).

**VII--EXECUTION**

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature<sup>11</sup>)

August 12, 2011

/s/ V. Lawrence Weber

eSigned

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<sup>11</sup> This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

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**Question No. 5(e): Location of branch or local offices**

Among the W2 Group, Inc. affiliates identified below, only the Racepoint Group entities rendered services in furtherance of the interests of the foreign principals.

Racepoint Group  
404 Wyman Street, Suite 375  
Waltham, MA 02451

Racepoint Group  
888 16th Street, Suite 800  
Washington, D.C. 20006

Racepoint Group  
717 Market Street Suite 700  
San Francisco, CA 94013

Racepoint Group Asia  
8/F, The Broadway, 54-62 Lockhart Road  
Wanchai, Hong Kong

Racepoint Group Beijing  
Suite 407, Bldg A, Heqiao Plaza  
84 Guanghua Street, Chaoyang District  
Beijing 100026 China

Racepoint Group Shanghai  
Suite 1105 Shanghai Int'l Group Mansion  
511 Weihai Road  
Shanghai 200041 China

Racepoint Group Singapore  
74B Pagoda Street  
Singapore 02923

Two Martinis  
404 Wyman Street, Suite 460  
Waltham, MA 02451

Racepoint Group UK Limited  
Unit 1 & 2 – Post Box 3022  
The Village Office  
Westfield London Shopping Center  
Ariel Way  
London W12 7GF England

Digital Influence Group  
Post Box 3022  
The Village Office  
Westfield London Shopping Center  
Ariel Way  
London W12 7GF England

Digital Influence Group  
404 Wyman Street, Suite 460  
Waltham, MA 02451

Digital Influence Group  
110 Sutter Street, Suite 700  
San Francisco, CA 94104

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**Question No. 5(g):** List all partners, officers, directors or persons performing the functions of an officer or director of the registrant.

<u>Name</u>	<u>Residence Address(es)</u>	<u>Position</u>	<u>Nationality</u>
V. Lawrence Weber	2 Chandler Circle, Weston, MA 02493	Chairman	USA
Marijean Lauzier *	29 Chauncey Street, Cambridge, MA 02138	President & CEO	USA
Mary Converse ~	390 Linden Street, Wellesley, MA 02481	CFO	USA
Gregg Beloff ^	91 Middle Road, Southborough, MA 01772	CFO	USA
Richard McCarthy +	4 Mohawk Lane, Lynnfield, MA 01940	CFO	USA
Travis Metz #	5 Wynnewood Road, Wellesley, MA 02481	Director	USA
Robert Lurie #	27 Oakland Street, Lexington, MA 02420	Director	USA

\* Marijean Lauzier ended her service as an officer and director on July 15, 2011.

~ Mary Converse served as CFO until December 4, 2009.

^ Gregg Beloff served as CFO from April 5, 2010 to February 18, 2011.

+ Richard McCarthy assumed the position of CFO on February 28, 2011.

# Travis Metz and Robert Lurie assumed their positions as Directors on October 12, 2007.

**Question No. 6:** List all employees who render services to the registrant directly in furtherance of the interests of any of the foreign principals in other than a clerical, secretarial, or in a related or similar capacity.

<u>Name</u>	<u>Residence Address(es)</u>	<u>Nature of Services</u>
V. Lawrence Weber	2 Chandler Circle, Weston, MA 02493	Consulting
Peter Prodromou	20 Alden Lane, Winchester, MA 01890	Consulting
Anne Potts	54 Aspen Road, Swampscott, MA 01907	Consulting
Kristin Brown	1401 N. Taft Street, #919, Arlington, VA 22201	Consulting
Nicole Franklin	66 Hull Street, Belmont, MA 02478	Consulting
Bethany Mulcahy	11409 Bronzedale Drive, Oakton, VA 22124	Consulting
Adrienne Lee	1117 10th Street, N.W., #203, Washington, D.C. 20001	Consulting
Benjamin Haber	61 Donna Road, Framingham, MA 01707	Consulting
Nora Leary <	[unknown]	Consulting
George Snell <	72 Claremont Avenue, Arlington, MA 02476	Consulting
James Harder <	27 Paul Gore Street, #3, Boston, MA 02118	Consulting

< Nora Leary, George Snell, and James Harder are former Racepoint employees. The registrant has attempted to contact them about this registration and the need to submit short form registration statements. If such statements are provided to W2 Group, they will be submitted to the FARA Registration Unit promptly.

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**Question No. 7:** List every foreign principal for whom the registrant is acting or has agreed to act.

This is a retroactive registration for work performed for the foreign principals identified below. As of the date of this filing, none of representations of the foreign principals listed below are currently active.

The registrant is conducting a review of all activities undertaken for these foreign principals and will provide additional details in a forthcoming supplemental statement.

<u>Foreign Principal</u>	<u>Principal Address(es)</u>
Embassy of the Hashemite Kingdom of Jordan	3504 International Drive, N.W. Washington, D.C. 20008
The General People's Committee of Libya	P.O. Box 4581 Tripoli, Libya
Government of Rwanda	Ministry of Foreign Affairs and Cooperation Boulevard de la Revolution Place de l'Independence Kigali, Rwanda

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**Question No. 10(c):** Disbursements-Political Contributions

The registrant has made no political contributions. During the three 60-day periods prior to the obligation to register for each of the three foreign principals, the individuals whose short form registrations are submitted with this registration in connection with providing services to each of those foreign principals could not recall making any political contributions, and a review of public campaign finance records identified no such contributions. Other political contributions made by short form registrants will be reported in a forthcoming supplemental statement.

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**Part V: Informational Materials**

The registrant is conducting a review of all activities undertaken for these foreign principals and will provide additional details on any informational materials identified during the review in a forthcoming supplemental statement.