

U.S. Department of Justice

Washington, DC 20530

Exhibit A to Registration Statement

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

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant Quintairos, Prieto, Wood & Boyer, P.A.; 9300 S. Dadeland Blvd., 4th Fl.; Miami, FL 33156	2. Registration No. <div style="font-size: 2em; text-align: center;">6098</div>
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3. Name of Foreign Principal His Excellency Andry Nirina Rajoelina, President of the High Transitional Authority of the Republic of Madagascar	4. Principal Address of Foreign Principal c/o U.S. FED 1717 Pennsylvania Ave., NW, Ste. 1025 Washington, DC 20006
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5. Indicate whether your foreign principal is one of the following:

Foreign government

Foreign political party

Foreign or domestic organization: If either, check one of the following:

<input type="checkbox"/> Partnership	<input type="checkbox"/> Committee
<input type="checkbox"/> Corporation	<input type="checkbox"/> Voluntary group
<input type="checkbox"/> Association	<input type="checkbox"/> Other (<i>specify</i>) _____

Individual-State nationality _____

6. If the foreign principal is a foreign government, state:

a) Branch or agency represented by the registrant
 Presidency of the High Transitional Authority of Madagascar

b) Name and title of official with whom registrant deals
 Andry Nirina Rajoelina, President

7. If the foreign principal is a foreign political party, state:

a) Principal address

b) Name and title of official with whom registrant deals

c) Principal aim

8. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

N/A

b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal

Yes No

Owned by a foreign government, foreign political party, or other foreign principal

Yes No

Directed by a foreign government, foreign political party, or other foreign principal

Yes No

Controlled by a foreign government, foreign political party, or other foreign principal

Yes No

Financed by a foreign government, foreign political party, or other foreign principal

Yes No

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes No

9. Explain fully all items answered "Yes" in Item 8(b). *(If additional space is needed, a full insert page must be used.)*

N/A

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

N/A

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
April 26, 2012	Timothy W. Wright, III; Managing Partner of Operations	/s/ Timothy W. Wright, III

eSigned

U.S. Department of Justice

Washington, DC 20530

Exhibit B to Registration Statement

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

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant Quintairos, Prieto, Wood & Boyer, P.A.	2. Registration No. 6098
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3. Name of Foreign Principal

Andry Nirina Rajoelina

Check Appropriate Box:

- 4. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
- 5. There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 6. The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
- 7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Setting up meetings with the City of Chicago, State of Illinois and the Clinton Global Initiative. In addition thereto, general work on economic development meetings for the principal once he is in the State of Illinois and participation in social events.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Coordinating meetings of the type discussed above.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes No

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
April 26, 2012	Timothy W. Wright, III, Managing Ptr-Operations	/s/ Timothy W. Wright, III eSigned

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.



United States Foreign Market Access-Entry, Export Service Provider, Sale & Foreign Principal Representation for Japan, China, Middle-East/North Africa, Sahel and Sub-Saharan Africa Emerging Markets.

April 19, 2012

Mr. Tim Wright
Quintairos, Prieto, Wood & Boyer, P.A.
Two Prudential Plaza
180 North Stetson Avenue,
Suite 4525
Chicago, IL 60601

Re: US FED Group States to States Trade Initiative Launch

Dear Mr. Wright:

It is a pleasure to accept and retain your services, following our discussions and your proposal of April 9th, 2012 wherein you proposed assisting with US FED Group's launch of its States to States Trade Initiative with focus on Economic-Commerce Interests between States, Congressional Districts and cities, and Sovereign nation States, here the Republic of Madagascar, which the US FED Group represents, through its government and H.E. Andry N. Rajoelina. Your willingness and ability centered around President Bill Clinton's upcoming "CGI" event scheduled for June 7-8, 2012, in the City of Chicago. More specifically, you offered to do the following:

**"Alex,
Per our discussion of earlier today regarding the visiting of the "principal" of Madagascar to the State of Illinois during June 4-june12, I am willing to undertake the tasks of coordinating and facilitating the organization of various meetings with elected officials such as the Mayor of Chicago and the Governor of the State of Illinois, various members of the Illinois Congressional Caucus. I will also facilitate the principal's appearance and participation at the Clinton Global Initiative Meeting to be held in Chicago during the 7-9 of June and finally coordinate various meetings with Illinois based businesses with an interest in doing business in the country of Madagascar, during the duration of the trip. I will also advise the principal with respect to all aspects of his trip in Illinois. For those services I would charge a flat fee of \$75,000.00 plus expenses. Please let me know if you would like me to proceed with drafting a detailed contract. Tim"**

US FED Group is launching its States to States Trade Initiative with H.E. Rajoelina, President of the Republic of Madagascar making a Congressional Courtesy Visit at the invitation of several United States members of Congress to visit with them in Washington, DC and make Economic-Commerce Interests visits to various States and Congressional Districts from June 5 – 14, 2012. His States to States Trade Initiative Economic-Commerce Interests tour will take him to Illinois, North Carolina, Louisiana, Missouri, Maryland and Virginia with a special visit to the Clinton Global Initiative Annual Meeting June 7-8, 2012 as you proposed and has been accepted by US FED Group as his Representative to the United States.

1717 Pennsylvania Avenue, NW Suite 1025 Washington, DC 20006 USA
Tel: 202-737-0711 www.usfedgroup.org



United States Foreign Market Access-Entry, Export Service Provider, Sale & Foreign Principal Representation for Japan, China, Middle East/North Africa/Sahel and Sub-Saharan Africa Emerging Markets.

US FED Group is hereby retaining you exclusively to carry out this assignment with the deliverables performance prerequisites as you proposed.

This assignment is as US FED Group States to States Trade Initiative Economic-Commerce Interests Advisor of and to the US FED Group in its representation of the Government of Madagascar (GOM) pursuant to the Foreign Agents Registration Act (FARA) of 1938 as amended, 22 U.S.C. § 611 et seq.

As Advisor to the US FED Group, you may be required to file a short form with the Department of Justice FARA Division. Our General Counsel and Chief FARA Advisor, Elizabeth Sandza, Esq. will facilitate that filing with and for you if you are so required. US FED Group is not authorized and therefore cannot extend agency representation of its Foreign Principal and remains GOM's exclusive Representative to the United States, and hence your assignment (work product) is exclusively as a US FED Group Advisor to its Foreign Principal.

US FED Group agrees and retains you as its agent on this project for a flat fee of \$75,000 for the first phase of work. Additionally, U.S. FED Group will cover your out of pocket expenses related to your work. Your specific scope of work will include the following services:

- **coordinate and organize meetings with elected officials, specifically the Mayor of Chicago and the Governor of the State of Illinois, during the period June 7-8, 2012.**
- **coordinate and organize meetings with various members of the Illinois Congressional Delegation, and with CBC Chairman Congressman Emmanuel Cleaver of Missouri in Washington, DC.**
- **arrange for the principal's appearance with President Bill Clinton at and the principal's participation in the Clinton Global Initiative Annual Meeting to be held in Chicago during the period June 7-8, 2012**
- **and coordinate and organize various meetings with Illinois based businesses having an interest in doing business in or with the country of Madagascar, during the principal's June 7-8, 2012 visit to Illinois.**

We will need you to produce written confirmation of Pres. Rajoelina's invitation to the Clinton Global Initiative Annual Meeting and the meetings with Mayor Emanuel and Cong. Cleaver in Washington, DC no later than April 30, 2012 in the draft formatted letters herein made a part of this assignment and attached.

Your assignment, like that of others, is as an independent service provider (ISP). This assignment hence is exclusive to you. Notwithstanding, US FED Group reserves the right to value-add in its representation of GOM, its Foreign Principal where it deems warranted. Any and all other ISPs providing advice relative to his Excellency's States to States Trade Initiative Economic-Commerce Interests Tour to US FED Group shall be disclosed to the Foreign Principal. As such, we require a very brief bio of you and a photo to be included in our team working on the US FED Group States to States Trade Initiative.

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Your States to States Trade Initiative with focus on Economic-Commerce Interests Advisory Scope of Assignment is under the following terms:

As we have discussed, US FED Group remunerates all of its ISPs for measureable deliverables, therefore, US FED Group is pleased to engage, retain and assign you as an ISP on this initiative to work on this assignment (project). US FED Group is willing to pay your fees of \$75,000.00 upon the delivery of various performed deliverables. In so doing, US FED Group wishes to acknowledge the value that it believes you will bring to its representation at this critical time for the Government of Madagascar, cognizant of the state of affairs in Madagascar that makes these short term deliverables imperatively urgent. Therefore, US FED Group is willing to pay you your premium fees for these short term deliverables.

A. Initial Phase: US FED Group will pay Tim Wright \$75,000 upon the delivery of the following:

- **coordinate and organize meetings with elected officials, specifically the Mayor of Chicago and the Governor of the State of Illinois, during the period June 7-8, 2012.**
- **coordinate and organize meetings with various members of the Illinois Congressional Delegation, and with Congressman Emmanuel Cleaver of Missouri in Washington, DC.**
- **arrange for the principal's appearance with President Bill Clinton at and the principal's participation in the Clinton Global Initiative Annual Meeting to be held in Chicago during the period June 7-8, 2012**
- **and coordinate and organize various meetings with Illinois based businesses having an interest in doing business in or with the country of Madagascar, during the principal's June 7-8, 2012 visit to Illinois.**

The above enumerated items are expected to be delivered between April 19th and May 19th 2012. The actual confirmation of meetings with Mayor Emanuel, the Governor of Illinois and Congressman Cleaver and the Principal's attendance at President Bill Clinton's "CGI-America" are expected to be delivered no later than April 30, 2012. Confirmation of the additional, meet and greet meetings of the business community and other members of Congress can be produced at any time prior to May 19th, 2012.

As disclosed above, but to reiterate here, as an Advisor to US FED Group in its representation of the Government of Madagascar, you may be required to make a Short Form FARA filing, on form OMB No. 1124-0005, as part of US FED Group's filing. As its Advisor, you will work with and take direction from the US FED Group States to State Trade Initiative Economic-Commerce Interests team, Dennis Winstead, Linda Jalbert and Alex-St. James. You shall designate and disclose to Elizabeth Sandza, Esq. Chief FARA Advisor, your partners, and or others assigned to carry out US FED Group's measureable deliverables. Linda Jalbert, VP, of Government Affairs shall serve as point on your advisory assignment to US FED Group. Overall supervision of your assignment and advisory shall be done by Alex-St. James. This engaged assignment and all further assignments shall be covered under a US FED Group and Tim Wright mutual NDNC & WA hereto attached.

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B. Subsequent Phases: After completion of the Initial Phase, US FED Group will consider further assigning, engaging and retaining you on an ongoing basis as an ISP at a rate of \$25,000 per month for such considerations of Economic Support Funds (ESF of State Department), Direct Assistance (DA of USAID), and others in behalf of its Foreign Principal, the Government of Madagascar transition to elections and or other foreign exports solutions developments for emerging markets of operations. Further value-add assignments may not be limited to these mentioned here in "B. Subsequent Phases".

US FED Group maintains and reserves the right to augment this scope of work and or any of its ISPs so assigned on this or any other assignments.

Please sign this agreement below if you are in agreement with all of its terms.

Very truly yours,

Alex-St. James
Government of Madagascar FARA Representative to the United States
&
Chief US Policy Advisor, United States FED Group

CC: Elizabeth Sandza, Esq., General Counsel, US FED Group & Chief FARA Advisor

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