

Rising Up

2011 Annual Report

Rising Up

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**Something
has changed
within me**

Something is not the same
I'm through with playing by
The rules of someone else's game
Too late for second-guessing
Too late to go back to sleep
It's time to trust my instincts
Close my eyes ... And leap!

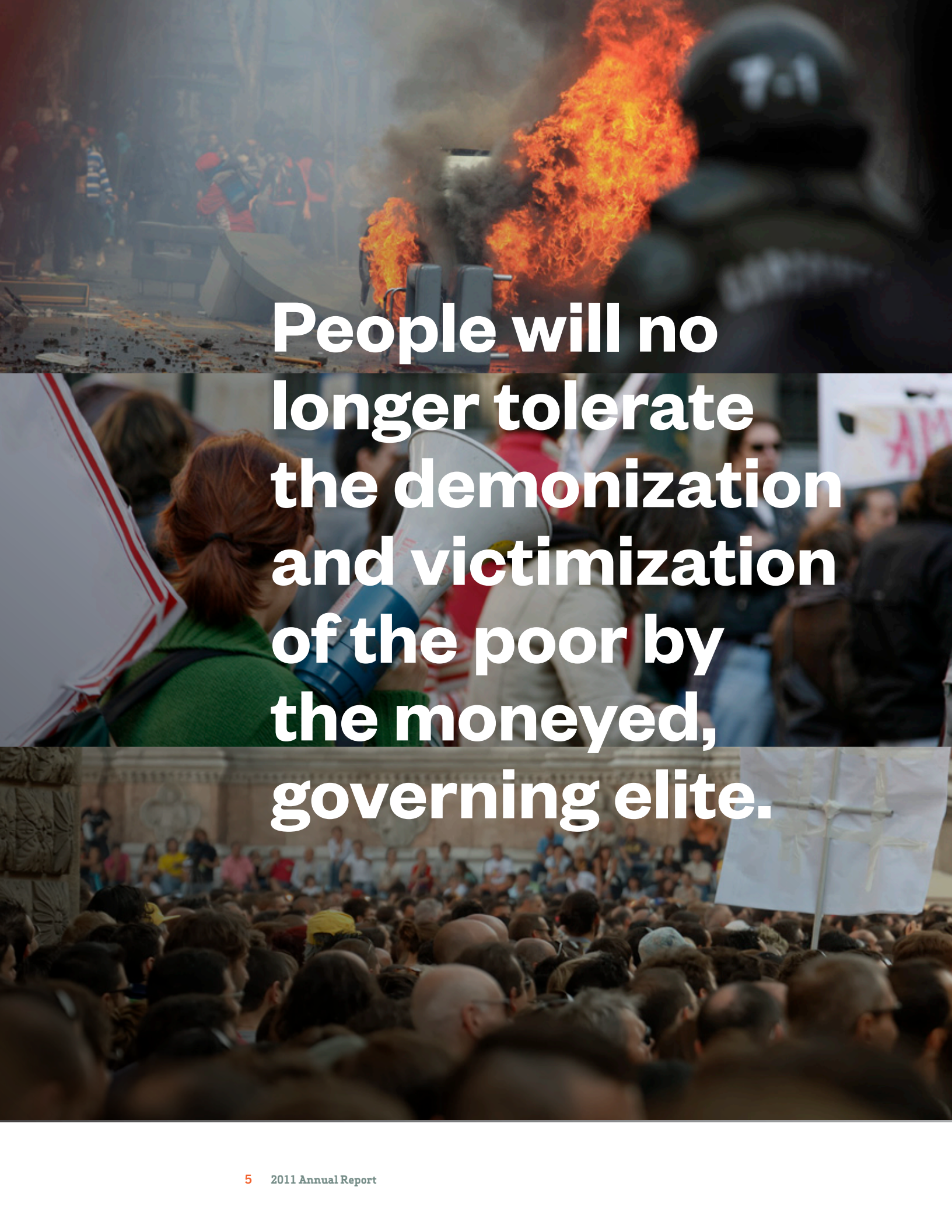
In the hit Broadway musical “Wicked,” Elphaba goes on to sing, “*It’s time to try defying gravity . . .*” In 2011 that’s just what happened: *something changed*. People refused to play by someone else’s rules. People rose up. People defied gravity.

The seeds of discontent had been sown long before, of course. Wealth inequality, brutal oppression, inadequate access to basic human needs . . . all created a toxic global social environment that was simply exacerbated by the 2008 economic collapse. In many ways, the social and economic state of the international community hit bottom in 2009. And, in 2010, surveying the wreckage of globalization and the disproportionate concentration of wealth and power, people got angry.

In 2011, people rose up.

Beginning in Tunisia and spreading quickly to Algeria, Jordan, Egypt and Yemen, a powerful, diverse mix of citizens launched virtually spontaneous—yet sustained—campaigns of strikes, demonstrations, marches, and rallies against state-sponsored repression and censorship. The uprisings in Tunisia and Egypt became revolutions, overthrowing both countries’ presidents. An eventual civil war in Libya deposed the government and resulted in the death of their leader, Muammar Gaddafi. The Yemeni Prime Minister resigned. Soon Bahrain, Syria, Algeria, Kuwait, Morocco and Oman faced similar major protests, despite violent responses from authorities, pro-government militias and counter-demonstrators. The rage of the marginalized continues today, and the central theme is as chilling as it is determined: *ash-shab yurid isqat an-nizam* (“The people want to bring down the regime”).

As if to dismiss any chance of characterizing the cause of the events of the Arab Spring as isolated to the Middle East or to developing nations, by summer London was aflame. Prime Minister David Cameron blamed “bad parenting” for the violence of the disenfranchised youth; but what, then, was the cause of similar rioting in Greece, Italy, Spain and elsewhere in Europe? Something has changed. People are rising up. People will no longer tolerate the demonization and victimization of the poor by the moneyed, governing elite.



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Are these people “insurgents” or “freedom fighters”? Do we cheer or fear them? We had to answer that very question by the fall, because the intense dislocation of class warfare manifested itself right here. In the US. In Zucotti Park. On Wall Street. Then in Oakland, and Seattle and in every other major city in this country. If the “Occupiers” were wackos with an unclear agenda, what were the brave people on Tahrir Square? I visited Occupy Wall Street in Zucotti Park before it was cleared, and I met a committed group of people who believe deeply in social justice—in a government not beholden to the interests of business, and who wanted more than anything, a robust, civil discourse on the most important topics facing our country.

It's true: they don't have a political agenda. They want a conversation.

Listening to them and watching the events abroad, I was reminded of the words of encouragement offered by Ghandi to those who struggle for what's right: *“First, they ignore you. Then, they laugh at you. Then, they fight you. And, then, you win.”*

They will win because they are right. Over time, prosperity can't be delivered to the few balanced on the backs of the weak. Strong communities sustain prosperity. And, as Dr. King said, “The arc of the moral universe . . . bends towards justice.”

It was during this time of global insurrection and dissatisfaction that I had the great blessing to sit in a meeting room in Philadelphia and watch as two dozen YMCA CEOs pledged to eradicate child sexual abuse in the Northeast. Before the “shock” of Penn State and Jerry Sandusky, of Syracuse and Bernie Fine, of the Amateur Athletic Union and Bobby Dodd . . . before Jim Boeheim excoriated the victims—accusing them of simply seeking a financial award, reminding us all why so many victims don't come forward—before all the hyperbolic, yet fleeting and mostly misdirected media attention, this group rose up and said, effectively, “Something has changed within me. Something is not the same. I'm through with playing by the rules of someone else's game.”



**Something
is not the
same.**



Since that emotional moment, like their partners in the global revolution, that group of Y CEOs has embraced an uncomfortable issue, overcome limited resources, engaged their communities, recruited additional Ys and countless other agencies, advocacy groups, elected officials and regular citizens, and reached beyond the Northeast to ignite transformational work in North Carolina, Oklahoma, Idaho and in more states every week. Darkness to Light, a South Carolina-based non-profit, and the YMCA group, have led local collaborations to deliver a powerful training curriculum called “Partnering in Prevention.” Darkness to Light, with Partnering in Prevention, is determined to stop abuse in this country by teaching communities to prevent abuse by recognizing and responding to the signs of abuse. To do that, they have committed to train 5% of all US adult residents in 10 years. 12 million people.



And, as a shot across the bow, the revolution started with a press conference where the Attorney General of Delaware, Beau Biden, stood next to the Delaware Y CEO, Mike Graves, and announced their goal: 5% of all adult Delawareans—35,000 people—would be trained in 5 years.

We had something to do with this effort, but the effort is not about us. We know who we are: we use our position as an insurance provider to develop social capital, our data to develop knowledge capital—and we invest both to inform and connect appropriate content providers and delivery systems to create change. We are a catalyst. Or an irritant, depending on your perspective.

It’s an unusual, but elegant model. And, as Billy Beane says in the movie, “Moneyball”, “If we pull this off, we change the game. We change the game for good.”

To be sure, the game needs to be changed. Our communities are broken and, for the most part, businesses have mastered the art of privatizing profits while socializing costs. Too often, business leaders do what they *can*, rather than what they *should*.

Fortunately, many business leaders are rising up ... playing by new rules. For-profit and nonprofit alike, they are using the platform of business to address community problems. They are called social entrepreneurs and their businesses are social enterprises. Businesses that are powerful engines of positive social change.

Effective social enterprises have three common characteristics: They do important work. They do that work well. And they move the work to scale. At Redwoods, we have a great blessing—we know the circumstances at child-serving organizations under which people get hurt. Because we have that data, we can help our customers know what to do differently to reduce the chances that an injury—or worse—will occur. Keeping kids safe from abuse, protecting swimmers from drowning, keeping staff from falling ... all are certainly important work.

Whether or not we do that work well requires an objective assessment.

Do we meet our customers' expectations?

Well over 90% of our customers stay with us each year in an industry where the average renewal retention is in the high 60s.

Are we sustainable?

We made a profit again in 2011 (as you'll read in the letter from our CFO, Brian Keel) and we continue to be well-reserved and debt-free.

Do we attend to the needs of our staff?

Our turnover remains very low (less than 5%) even as insurers begin to hire again.

We can certainly do better—much better—but I'm pleased with the progress we're making.

And, we are moving to scale. Our advocacy for the Darkness to Light initiative has helped to launch a transformational movement. We now serve more than one-half of all YMCAs. We are gaining meaningful traction with our expanding service to Jewish organizations (Jewish Community Centers, Jewish Family Service Agencies and Jewish Federations) and nonprofit or for-benefit resident camps. Finally, we have now fully embraced our role in keeping mission-workers safe and focused on, well, mission work. For too long, the important work of employee safety has been subordinated to a focus on the financial risk-transfer mechanism known as "workers' compensation insurance." Just as we focus not on "general liability insurance" but on keeping kids safe, we are changing the conversation around employee safety. Keeping staff safe enhances the ability of our customers to accomplish their shared mission—lifting communities. We are not enamored with growth, but our mission is to improve the human condition, so, moving our work to scale is essential.

We're not perfect, but we are an effective social enterprise. And, I'm proud to say, we serve only social enterprises. Together, we're working to serve, improve and sustain strong communities—often against all odds. Together, we're rising up.

**I'm through with playing
by the rules of someone
else's game.**

**WE
ARE
THE
99%!**

On the day after Dr. King was murdered, Bobby Kennedy—campaigning for the Democratic Presidential nomination—spoke to the members of the Cleveland City Club ... among the wealthiest people in Ohio. Referring to the murder, he spoke of “the mindless menace of violence in America that stains our land and every one of our lives.” Then, his voice rising, he called them all to the cause of community. He said, “There is another kind of violence: slower, but just as deadly destructive. This is the violence of institutions, indifference, inaction and decay. The violence that afflicts the poor, that poisons relations between men because their skin has different colors ... the slow destruction of a child by hunger and homes without heat in the winter. This is the breaking of a man’s spirit by denying him the chance to stand as a father and as a man among other men.”

Then Bobby Kennedy paused. He drew a deep breath and looked hard at the crowd. And he said, “And, this too afflicts us all.”

We’re deep into another Presidential election season. And the gap between the rich and the rest is much wider than it was in 1968. In this country there is an undeniable system of social injustice that has marginalized millions. 1 in 6 is poor. 13 million are unemployed. 21 million children have inadequate access to healthcare.

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We know this data, and we understand that we are called to change it. We are called to heal our communities. We are rising up.

Thank you for your support of our work.

Kevin A. Trapani

Kevin Trapani
President & CEO

THE REDWOODS GROUP, INC.

**Unless someone
like you cares a
whole awful lot,
nothing is going
to get better.
It's not.**

—The Lorax by Dr. Seuss

As a former YMCA leader and long time customer, I have a deep appreciation for the good and important work done by The Redwoods Group. Now as a member of the Redwoods team, I am inspired daily by the transformational work our customers are doing in communities across the nation. At Redwoods, we believe we can best support their work by remaining fiscally fit and financially stable for the long term.

2011 was a year of rising financial metrics for The Redwoods Group. We built on the positive momentum of the prior year and generated net operating profits in 2011 of \$146,894. This represents a 43% increase in net operating profit over the previous reporting period and demonstrates the ongoing benefit of our policy of maintaining a stable, engaged and cared-for employee base regardless of market conditions. We maintained our generous employee benefit programs and were also able to share a portion of Redwoods' profits with all employees.

Redwoods saw growth across the board in Written Premium in spite of a continuing soft insurance market. We were pleased to see many new customer relationships develop, as well as previous customers rejecting the idea of "false equality" and returning to the Redwoods fold. False equality is the inaccurate comparison that other insurers are just as good as Redwoods. No other insurance provider invests in its customers, our own people, the environment and the community the way we do.

Overall, premiums rose 6.6% with gains in each of our product lines. The largest climb was in our workers' compensation product with an increase in premium of 32% over 2010. Also encouraging was the boost in each of our three customer groups, YMCAs, camps and Jewish organizations.

“The person who forgets the ultimate is a slave to the immediate” John Maxwell

At Redwoods we remain committed to operating within a long-term sustainable business model. To this end we are pleased to have working capital holding strong at \$1.6 million and stockholders' equity of \$2.6 million. Our fiscal conservatism is unchanged, and we retain sufficient cash reserves as a hedge against future volatility in the insurance markets or the overall global economy. We continue to be a debt-free organization with a \$500,000 line of credit available but unused.

Looking forward we have also negotiated a new long-term lease extension to relocate our offices within our existing building. Our planned move results in a reduced rental rate for our office space, a generous up-fit allowance to create a new highly collaborative workspace and the ability to direct additional resources to streamline business processes to advance our efficiency and responsiveness to customer needs. Our space plan also includes extensive training and meeting space available to the community. We plan to be in our new office space by the end of the second quarter of 2012.

We look to 2012 with optimism for continued success for our customers, business partners, employees and the many communities that we serve.



Brian R. Keel CPA
Senior Vice President and CFO
 THE REDWOODS GROUP, INC.

2011 FINANCIAL SUMMARY

The following is a financial summary for 2011. To view the audited financial statements, please visit redwoodsgroup.com/2011FinancialAudit.PDF

Financial Summary

(\$ in thousands)	2011	2010
WRITTEN PREMIUM	\$51,698	\$48,496
TOTAL REVENUES	\$11,846	\$11,422
NET INCOME	\$147	\$102
TOTAL ASSETS	\$14,358	\$13,875
STOCKHOLDER'S EQUITY	\$2,613	\$3,024

Founded in 1997, The Redwoods Group is a privately held, social enterprise using insurance and risk management solutions to serve YMCAs, Jewish organizations (Jewish Community Centers, Jewish Family Services and Jewish Federations), and nonprofit and for-benefit camps.

The Redwoods Group annually commissions an examination and evaluation of its social performance by an external party. This report, a “Social Audit,” serves as a means for the company, its leadership and its stakeholders to assess the organization’s social impact.

The Social Audit serves to publicly report on the company’s mission-related performance, identify successes in the calendar year 2011, compare progress versus previous years and make recommendations to enhance impact in 2012.

Our Social Audit for 2011 is in progress at the time of this printing, and will be available by late April 2012 on our website.

There is a gap in our society and it is widening. But instead of standing at the edge and simply peering in, these organizations took a deep breath and jumped across.

Now they're building a bridge for others to follow.

Within each of these stories is an organization with a bold mission. Through their work, they are helping to bridge a gap both in their own communities and beyond.

They are rising up.



source: Darkness to Light

Partnering in Prevention

Darkness to Light, The Redwoods Group Foundation and YMCAs

1 in 4 girls and 1 in 6 boys are sexually abused. This is unacceptable, and we are *rising up* to fight it.

Partnering in Prevention is a child protection initiative that convenes experienced child advocates, like YMCAs, with community leaders, local child-serving organizations and policymakers. This collaboration combines the knowledge capital of Darkness to Light's training with the social capital of YMCAs and is catalyzed in part by financial capital (a grant) from The Redwoods Group Foundation.

With the right training, these child advocates can better recognize warning signs and report harmful behavior. And with these committed community leaders on one team, Partnering in Prevention has become a contagious community empowerment model that fights child abuse—the root cause of so many ills within our society.

This effort isn't limited to pedophiles and bathroom procedures. It fearlessly shines a light on child sexual abuse and the plagues it causes—substance abuse, teen pregnancy, suicide, chronic depression and isolation. Across the nation, courageous leaders are *rising up* above the status quo that for too long has included fear, silence and denial.



Aquatic Safety in YMCAs

YMCA of the USA

In the late 1990s and early 2000s, 10-15 people drowned each year at Ys nationwide. In 2009, that number was reduced to zero. This dramatic change is the result of the YMCA of the USA, local Ys and The Redwoods Group *rising up* to the challenge of preventing drowning deaths.

It took a community. The YMCA of the USA teamed up with local Ys, The Redwoods Group and the larger aquatics community to tackle the problem and create a solution that could be implemented nationwide. In 2011, YMCA of the USA published two documents as a result of this collaboration. The first is the revised lifeguard program manual, “On the Guard: The YMCA Lifeguard Manual,” which has an increased focus on scanning and victim recognition, and incorporates scenario-based emergency response to best train Y lifeguards to respond to real-life emergencies. The second document, “Enjoying Water Safely: Aquatic Safety Guidelines for Ys,” sets industry-leading guidelines for aquatic safety, including strict recommendations for scanning and in-service training.

The Redwoods Group, the YMCA of the USA and dedicated aquatics professionals will continue the fight to confidently protect the swimmers at Ys nationwide.



Actively Changing Together (ACT!) YMCA of Snohomish County

1 in 3 children are overweight today, and are more likely to be obese into adulthood. This unhealthy weight attracts all the wrong things: bullies, low confidence and diseases like high cholesterol, heart disease, type 2 diabetes and high blood pressure. Because of this, the YMCA of Snohomish County is *rising up!*

Their ACT! program makes nutrition and physical activity a priority for all children and is changing lives in their community one child at a time. By partnering with Seattle Children's Hospital and the families of obese children, ACT! teaches families how to integrate proper nutrition and physical activity into their daily routines. Through team-building activities, the program removes competition and stimulates the children mentally and physically towards healthy living.

A healthy lifestyle isn't just about physical activity. ACT! also encourages parents and children to spend quality time together. In fact, families leave the program with new friends, nutritious meal plans and more confident children—all crucial components for a healthy, long life.



source: The Entrepreneurship Institute

The Entrepreneurship Institute Alpert Jewish Family & Children's Service

In Palm Beach County, extended family goes further than blood. The Alpert Jewish Family & Children's Services' (AJFCS) Entrepreneurship Institute combines teens and seniors to learn about entrepreneurship as one group—building the bonds of a family. Graduates of the 16-week program are awarded a “practical MBA” and armed with the skills to start their business and support the community.

This program creates something “family members” can pass down from one generation to the next: entrepreneurship. The AJFCS Entrepreneurship Institute empowers underserved community members to *rise up* and create businesses that solve problems in the community.

Participants spend 16 weeks with local business professionals learning how to start or grow a business. The institute not only improves the lives of participants, it also creates solutions to community problems. Keep an eye on this family focused program. AJFCS plans to bring graduates back into the fold to mentor their extended family through the institute in the future.



source: YMCA of Middle Tennessee

Learn To Swim

YMCA of Middle Tennessee

It's hard to imagine that in 2011, drowning was the 2nd leading cause of unintentional death among children. Innocent victims of tragedies like these are predominantly from underserved communities and have no access to swimming lessons.

YMCAs across the country believe no child should drown because they never learned to swim. And the YMCA of Middle Tennessee has stepped up to the plate with enthusiasm—creating a partnership to increase its reach and effectiveness of its Learn to Swim program. Working with the Metro Nashville Public Schools, these two groups are *rising up*. This dynamic partnership is a literal lifesaver that not only teaches children how to stay safe around water, it gives them the skills to respond to water emergencies.

Learn to Swim is a 9-week course funded by the Y's annual giving campaign, allowing local first graders to learn these invaluable lessons for free. The school system provides transportation, and the YMCA provides the facilities and instruction. 300 children signed up for the first class, and community interest continues to grow. The YMCA of Middle Tennessee now offers the program to nearly 4,000 children and hopes to one day provide free swimming lessons to all 6,700 first graders in the Metro Nashville public school system.



20/20 Vision Campaign American Camp Association (ACA)

20 million kids by 2020. That's how many children American Camp Association (ACA) is setting out to directly impact in less than a decade through its 20/20 Vision.

ACA knows that camp experiences inspire leadership and civic engagement in our youth, which makes the world a better place for all of us. With the most recent US Census reporting that 38 million households include a child under the age of 18, the goal of 20 million kids is ambitious. But ACA is *rising up* to the challenge.

Redwoods believes in ACA's vision. In 2011, we partnered with ACA as an Educational Ally to help them increase the social impact of camps and increase the number of children inspired to lead through the camp experience. Redwoods and ACA share the view that camps create leaders of consequence. Together, we will offer development and education to ACA members in areas such as protecting kids and camp staff by improving operating and safety practices, promoting camps as social enterprises, and sharing best practices from camps around the country.

ACA is *rising up* to inspire 20 million kids to change the world.

2011 GIVING

A.E. Finley YMCA	Fanwood-Scotch Plains YMCA	Ocean Community YMCA	YMCA of Arlington
Action For Children North Carolina	Fayette County Family YMCA	Old Colony YMCA	YMCA of Attleboro
Action for Community in Raleigh	Food Bank of Central & Eastern NC	Olean Family YMCA	YMCA of Austin
Akron Area YMCA	Frost Valley YMCA	Oshkosh Community YMCA	YMCA of Calhoun County
Albany Area YMCA	Girl Scouts North Carolina Coastal Pines	Pickens County YMCA	YMCA of Cass and Clay Counties
Allegheny Valley YMCA	Goldsboro Family YMCA	Piscataquis Regional YMCA	YMCA of Central Ohio
Alpert Jewish Family and Childrens Service	Greater Joliet Area YMCA	PLM Families Together	YMCA of Central Virginia
Altavista Area YMCA	Greater Marco Family YMCA Inc	Rappahannock Area YMCA	YMCA of Dodge County
Alzheimer's Association, Central New York Chapter	Greater Waterbury YMCA	Rockland County YMCA	YMCA of Greater Dayton
American Red Cross	Guiding Lights	Ronald McDonald House of Chapel Hill	YMCA of Greater Erie
Ann Arbor YMCA	Habitat for Humanity of Durham	Ronald McDonald House of Durham	YMCA of Greater Grand Rapids
Armed Services YMCA of the USA	Habitat for Humanity of Wake County	Salt Fork YMCA	YMCA of Greater Kansas City
Art Therapy Institute	Hanover Area YMCA	San Diego Armed Services Y	YMCA of Greater Manchester
Ashoka	Henderson County Family YMCA	Sanford-Springvale YMCA	YMCA of Greater Oklahoma City
Association of YMCA Professionals	Henry County YMCA	Sarasota Family YMCA	YMCA of Greater Omaha
Athens YMCA	Hockomock Area YMCA	Shasta County YMCA	YMCA of Greater Providence
Auburn-Lewiston YMCA	Honolulu Armed Services Y	Sheboygan County YMCA	YMCA of Greater Richmond
Bangor YMCA	Hunterdon County YMCA	Silver Bay YMCA of the Adirondacks	YMCA of Greater Rochester
Big Brothers Big Sisters of the Triangle	JCC Association	Siouxland YMCA	YMCA of Greater San Antonio
Billings Family YMCA	JCC Metrowest	SJF Institute	YMCA of Greater Seattle
Bogalusa YMCA	JCC of Central New Jersey	Somerset Valley YMCA	YMCA of Greater Syracuse
Boyertown Area YMCA	JCC of Greater Pittsburgh	South County Family YMCA	YMCA of Greenville
Boys & Girls Club Eastern Piedmont	JCC of Greater Washington	South Shore YMCA	YMCA of Honolulu
Orange County	JCC of the Greater St. Paul Area	Southington-Cheshire Community YMCA	YMCA of Kewanee
Bridge to the Nations	Jewish Community Alliance, Inc.	Special Olympics NC	YMCA of Lafayette Indiana
Burning Coal Theatre Company	Jewish Federation of Metropolitan Detroit	St. Baldrick's Foundation	YMCA of LaPorte Indiana
Camp Don Lee	Joplin Family YMCA	Stroum Jewish Community Center	YMCA of Metropolitan Chattanooga
Camp Kateri	Junior Leadership Durham	Summit Area YMCA	YMCA of Metropolitan Detroit
Camp Kesem North Carolina	K Love	Sumter YMCA	YMCA of Metropolitan Hartford
Cannon Memorial YMCA	Lakeland Hills Family YMCA	Susan G. Komen for the Cure NC	YMCA of Metropolitan Lansing
Central Bucks Family YMCA	Land Trust Alliance/Southeast Region	Triangle Affiliate	YMCA of Metuchen, Edison, Woodbridge and South Amboy
Chapel Hill-Carrboro YMCA	Leadership Triangle	The Center for International Understanding - The University of North Carolina	YMCA of Middle Tennessee
Childers YMCA in Waycross	Lee County YMCA	The Community YMCA	YMCA of Montclair
Cleveland County Family YMCA	Legacy YMCA	The Montgomery YMCA	YMCA of Northwest North Carolina
Compassion International	Leukemia & Lymphoma Society	The V Foundation for Cancer Research	YMCA of Philadelphia & Vicinity
Cooperstown Bible Camp	Long Branch Area YMCA	The YMCA of Beaufort County	YMCA of San Diego County
Covenant House	Martinsville & Henry County Family YMCA	Threshold	YMCA of Snohomish County
Cumberland YMCA	Merrimack Valley YMCA	Tom A. Finch Community YMCA	YMCA of South Hampton Roads
Darkness to Light	Metrowest YMCA	Triangle Community Foundation	YMCA of the Brandywine Valley
David Posnack Jewish Community Center	Minneapolis Jewish Federation	United Way of the Greater Triangle	YMCA of the Capital Area
Decatur Family YMCA	Mississippi Gulf Coast YMCA	Volusia Flagler Family YMCA	YMCA of the Inland Northwest
Dress for Success Triangle NC	Montachusett Regional YMCA	Water.org	YMCA of the Suncoast
Duke Hospice	Montgomery County Family YMCA	WCPE Public Radio	YMCA of the Triangle Area
Duke University	N.C. Center for Nonprofits	Wenatchee Valley YMCA	YMCA of the USA
Durham Academy	N.C. Center for Public Policy Research	West Morris Area YMCA	YMCA of Westport/Weston CT, Inc.
Durham-Chapel Hill Jewish Federation	National Park Service	Westfield Area YMCA	
Elon Fund	NC Public Radio WUNC	Westport Public Library	
Eno River Association	NetVentures X'Fest	Wood River Community YMCA	
Family YMCA of Baker County	New Castle Community YMCA	World Wildlife Fund	
Family YMCA of Emporia/Greenville	North Carolina Pottery Center	YMCA Blue Ridge Assembly	
Family YMCA of Greater Laurens	North Penn YMCA		
	Northern York County YMCA		



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**PREFERRED
VENDOR**

