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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

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Account Name : C T CORPORATION SYSTEM
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***FILE
FIRST!**

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**FOREIGN PROFIT/NONPROFIT CORPORATION
PROLOGUE CAPITAL INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED DEC 23 2011

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 DEC 23 AM 11:03

FILED

J. Shivers DEC 27 2011

**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. Prologue Capital Inc.

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

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

2. Delaware

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

3.

(FBI number, if applicable)

4. August 18, 2005

(Date of incorporation)

5.

Perpetual

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

6. April 1, 2011

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

7. 1000 5th Street, Suite 404, Miami Beach, Florida 33139

(Principal office address)

1000 5th Street, Suite 404, Miami Beach, Florida 33139

(Current mailing address)

8. Any lawful business permitted by the laws of the State of Florida.

(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: **C T Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

(City)

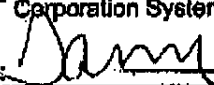
Florida 33324

(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.*

C T Corporation System

By: 

(Registered agent's signature)

**Tammy Toller
Vice President**

**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.**

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TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors: Please see attached addendum

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David Lofthouse

Address: 6th Floor North, 20 Balderton Street
Mayfair, London W1K 6TL England

Director: John Sheeran

Address: 6th Floor North, 20 Balderton Street
Mayfair, London W1K 6TL England

B. OFFICERS

President: David Lofthouse

Address: 6th Floor North, 20 Balderton Street
Mayfair, London W1K 6TL England

Vice President: _____

Address: _____

Secretary: Graham Walsh

Address: 1000 5th Street, Suite 404, Miami Beach, Florida 33139

Treasurer: John Sheeran

Address: 6th Floor North, 20 Balderton Street, Mayfair, London W1K 6TL England

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

13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. John Sheeran COO/CFO
(Typed or printed name and capacity of person signing application)

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ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA FOR
PROLOGUE CAPITAL INC.

12. Names and addresses of Officers and/or Directors:

Graham Walsh
1000 5th Street, Suite 404
Miami Beach, FL 33139

Director

John Sheeran
6th Floor North
20 Balderton Street
Mayfair, London W1K 6TL
England

Chief Financial Officer

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TALLAHASSEE, FLORIDA

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROLOGUE CAPITAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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TALLAHASSEE, FLORIDA

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at corp.delaware.gov/authvar.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9251027

DATE: 12-22-11