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F/2000004168

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

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

From:

Account Name : NORTHWEST REGISTERED AGENT LLC
Account Number : I20090000081
Phone : (509) 768-2249
Fax Number : ~~408-768-2249~~

323-544-4790

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

Email Address:

CSCELLAGENT.COM

**FOREIGN PROFIT/NONPROFIT CORPORATION
PRISM CAPITAL GROUP LTD**

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

10/12/12

H12000247638 3

12 OCT 11 AM 9:54
TALLAHASSEE, FLORIDA

RECEIVED
12 OCT 11 PM 4:35
TALLAHASSEE, FLORIDA

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**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. PRISM CAPITAL GROUP LTD, 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. Nevada

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

3. _____

(FEI number, if applicable)

4. September 7, 2011

(Date of incorporation)

5. Perpetual

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

6. NA

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

7. 3960 Howard Hughes Parkway Suite 500 Las Vegas, NV 89169

(Principal office address)

3960 Howard Hughes Parkway Suite 500 Las Vegas, NV 89169

(Current mailing address)

8. Consulting

(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: Northwest Registered Agent, LLC

Office Address: 3030 N. Rocky Point Dr. STE 150A

Tampa

(City)

, Florida 33607

(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.



Dan Keen-Manager

(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.

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12 OCT 11 AM 9:54
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

H12000247638 3

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

A. DIRECTORS

Chairman: Daniel D. Coddington

Address: 3578 Hartsel Drive Unit E339 Colorado Springs, CO 80920

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Daniel D. Coddington

Address: 3578 Hartsel Drive Unit E339 Colorado Springs, CO 80920

Vice President:

Address:

Secretary: Daniel D. Coddington

Address: 3578 Hartsel Drive Unit E339 Colorado Springs, CO 80920

Treasurer: Daniel D. Coddington

Address: 3578 Hartsel Drive Unit E339 Colorado Springs, CO 80920

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.

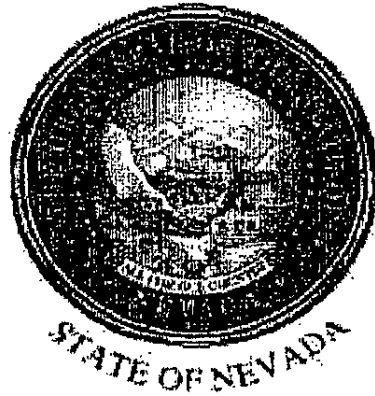
DANIEL D. CODDINGTON President/Secretary

(Typed or printed name and capacity of person signing application)

H12000247638 3

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SECRETARY OF STATE



12 OCT 11 AM 9:51
TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **PRISM CAPITAL GROUP LTD**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 7, 2011, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on October 11, 2012.



[Signature]
ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20121011-1035
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

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