

**P0300004419**

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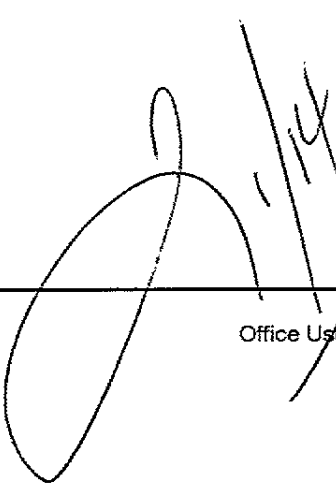
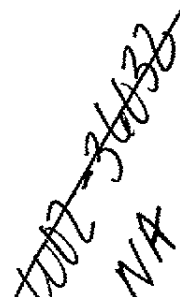
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☐ PICK-UP    ☐ WAIT    ☐ MAIL

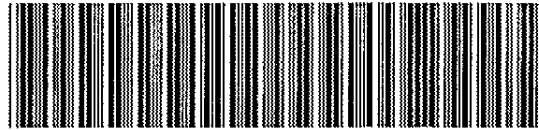
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:  
  
  


Office Use Only



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12/23/02--01098--014 \*\*87.50

**EXPIRATION DATE**  
**12-18-02**

**02 DEC 23 PM 3:32**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**LOUIS R. KARPLES**  
**10653 WEST CLAIRMONT CIRCLE**  
**TAMARAC, FL 33321**  
**TEL: 954-726-2101**

December 18, 2002

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

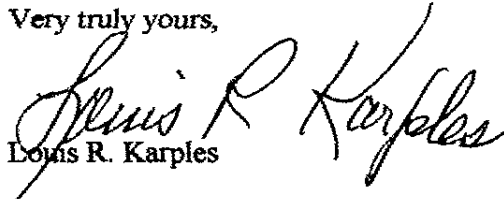
Re: Articles of Incorporation of Prosperity Corporation

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$87.50 which includes the amount for filing fees, a certified copy and a certificate of status for our records.

If you should have any questions or comments, please do not hesitate to contact me. Wishing you and your staff a wonderful holiday season.

Very truly yours,

  
Louis R. Karples

LRK/jss  
Enclosures



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 30, 2002

LOUIS R. KARPLES  
10653 WEST CLAIRMONT CIRCLE  
TAMARAC, FL 33321

SUBJECT: PROSPERITY CORPORATION  
Ref. Number: W02000036032

We have received your document for PROSPERITY CORPORATION. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

**The document number of the name conflict is P010000681817.**

**An effective date may be added to the Articles of Incorporation if a 2003 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 402A00067679

*Prosperity Formulas, Inc OK as per call to your office*

Louis R. Karples  
10653 West Clairmont Circle  
Tamarac, FL 33321  
TEL: 954-726-2101  
January 7, 2003

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
ATTN: Loria Poole  
New Filing Section

REF Number: W02000036032  
Your Letter Number: 402A00067679  
Prosperity Corporation Submittal Change to Prosperity Formulas, Inc.

Dear Ms. Poole:

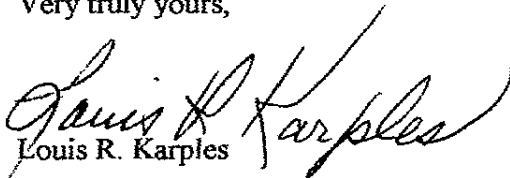
Thank you for your letter explaining that a change is necessary in the title as to not to conflict with existing name. Therefore we have made the changes to corporation name to Prosperity Formulas, Inc., as to phone call to your office as to a clearance of our new name.

Enclosed are the revised articles of Incorporation duly-executed and our original payment of \$87.50 is already in your file.

Thank you for all efforts and we intend to use the date of original filing of December 18, 2002

Kindly send a certified certificate for our records. If there are any questions you can call me at (954) 726-2101.

Very truly yours,

  
Louis R. Karples

FILED

02 DEC 23 PM 3:32

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

#### Articles of Incorporation of Prosperity Formulas, Inc

We, the undersigned, for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

#### ARTICLE 1

The name of the corporation is Prosperity Formulas, Inc.

#### ARTICLE 11

The general nature of the business to be transacted is as follows:

Section 1: To buy, sell, mortgage, lease encumber, alienate, or otherwise deal in real property and to construct thereon, cause to be constructed thereon, or otherwise improve real property or personal property, including the publishing of educational material, tools and games, the doing of any and all business and contracting incidental thereto or connected therewith and the doing and performing any and all acts or things necessary, proper or convenient for or incidental thereto or connected therewith and the doing and performing any and all acts or things necessary, proper or convenient for or incidental to furtherance or the carrying out of the powers and purposed herein mentioned.

Section 2; To engage in any commercial or industrial enterprise, calculated or designed to be profitable to this Corporation and in conformity with the Laws of the State of Florida.

Sections: To generally engage in, do and perform any enterprise, act or vocation that a natural person might to or perform.

Section 4: To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the Laws of the State of Florida, or in any other state of the United States or in any foreign country.

Section 5; To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, whether alone or in connection with other firms, individuals, or corporations, either in this state or throughout the United States and elsewhere. The Corporation intends to register their internet website name as prosperity 123. com and e-mail address as [plusprosperity@juno.com](mailto:plusprosperity@juno.com) doing business as "Entrepreneur Formulas" and any other fictitious name that may be suitable to be registered under the Fictitious Name Act for interstate and intrastate commerce worldwide.

EFFECTIVE DATE  
12-18-02

#### ARTICLE III

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

#### ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

#### ARTICLE V

The maximum number of shares of stock of this Corporation is authorized to have outstanding at any time shall be Two Million (2,000,000) shares at One Dollar (\$1.00) par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this Corporation that the stock issued shall qualify as "Section 1244 Stock," as such term is defined in the Internal Revenue Code and regulations issued thereunder.

#### ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others. Shares of stock may be issued by resolution of the Board of Directors for valuable services performed or to be performed in the future. Stock may be issued for acquisition of valuable properties such as Patents, Patents Pending, Copyrights, Reprint rights. Business or Franchise rights as well as real property, personal and intangible properties of all kinds and descriptions.

#### ARTICLE VII

The street address of the initial registered office of this Corporation in the State of Florida shall be 10653 West Clairmont Circle, Tamarac, Florida 33321 and the name of the initial registered agent of this Corporation at that address is Louis R. Karples. The Corporation may have such other places of business, both within and without the State of Florida, foreign countries as may be necessary and convenient.

#### ARTICLE VIII

#### ARTICLE IX

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

#### ARTICLE X

The names and addresses of the first Board of Directors of this Corporation who shall hold office until the organizational meeting of this Corporation and until his successors are elected and have qualified are:

Louis R. Karples  
10653 West Clairmont Circle  
Tamarac, Florida

Jennifer Saiz  
11400 NW 29 Manor  
Sunrise, Florida

#### ARTICLE XI

The name and address of the subscribers to the Articles of Incorporation is as follows:

Louis R. Karples  
10653 West Clairmont Circle  
Tamarac, Florida

Jennifer Saiz  
11400 NW 29 Manor  
Sunrise, Florida

#### ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

#### ARTICLE XIII

In accordance with F.S. 607.167, the date of corporate existence of this Corporation shall be the date of subscription and acknowledgment of these Articles of Incorporation provided these Articles of Incorporation are filed by the Department within five (5) days, exclusive of legal holidays, after such date. Otherwise, the date of corporate existence shall be upon the filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, We, the undersigned, being the subscribing incorporators have hereunto set our hands and seals for the purpose of forming this Corporation under the laws of the State of Florida, this 18<sup>th</sup> day of December, 2002.

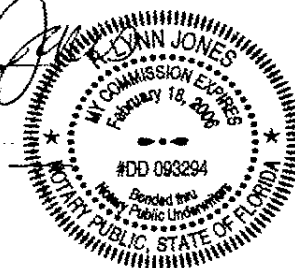
Louis R. Karples (SEAL)  
Jennifer Saiz (SEAL)

STATE OF FLORIDA     )  
                                  )  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared Louis R. Karples and Jennifer Saiz known to me to be the persons described as subscribers and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed this 18<sup>th</sup> day of December, 2002.

R. Lynn Jones  
Notary Public

My Commission expires:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That Prosperity Formulas, Inc. desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Tamarac, County of Broward, State of Florida has named Louis R. Karples, 10653 West Clairmont Circle, Tamarac, Florida, its agent to accept service of process within this State.

Having been named to accept service of process for Prosperity Formulas, Inc., the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
Louis R. Karples, Registered Agent

**FILED**  
02 DEC 23 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA