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Division of Corporations

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From:

Account Name : WICHMAN & WYCKOFF, P.A.

Account Number: 119980000073 Phone: (941)795-6565 Fax Number: (941)795-5774 ORETARY OF STATE LAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PROST WEALTH MANAGEMENT GROUP, INC.

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ARTICLES OF INCORPORATION

OF

PROST WEALTH MANAGEMENT GROUP, INC.

The undersigned incorporator subscribing to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: PROST WEALTH MANAGEMENT GROUP, INC. and its initial mailing address shall be: 400 Madison Drive, Suite 221, Sarasota, FL 34236. The initial address of the Corporation's principal office shall be: 400 Madison Drive, Suite 221, Sarasota, FL 34236.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be 1,000 shares of common stock having a par value of \$1.00.

ARTICLE IV

This Corporation is to exist perpetually.

Prepared By: Michael D. Wyckoff, Esq. Wickman & Wyckoff, P.A. 4909 Manatee Avenue West Bradenton, FL 34209 (941) 795-6565 Florida Bar No. 0978477 MAPR 15 A 7 5

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ARTICLE V

The name of the initial Registered Agent is **Wickman & Wyckoff**, **P.A.** The street address of the initial registered office of this Corporation is: 4909 Manatee Avenue West, Bradenton, FL 34209. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The name and address of each Incorporator of this Corporation is: Michael D. Wyckoff, 4909 Manatee Avenue West, Bradenton, FL 34209.

ARTICLE VII

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State.

(SEAL)

lijchael D. Wyckoff, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Wickman & Wyckoff, P.A., a Florida Professional service corporation

Michael D. Wyckoff, Vice President

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