

**Electronic Articles of Incorporation
For**

P12000044092
FILED
May 10, 2012
Sec. Of State
jshivers

PROSPER & CO INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PROSPER & CO INC

Article II

The principal place of business address:

443 NE 195 ST
343
MIAMI, FL. 33179

The mailing address of the corporation is:

443 NE 195 ST
343
MIAMI, FL. 33179

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1

Article V

The name and Florida street address of the registered agent is:

VOLCY & CO, LLC
370 NW 189 TERR
106
N. MIAMI, FL. 33162

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: VOLTAIRE VOLCY

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Article VI

The name and address of the incorporator is:

KESNER PROSPER
443 NE 195 ST
343
MIAMI FL, 33179

Electronic Signature of Incorporator: KESNER PROSPER

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
KESNER PROSPER
443 NE 195 ST
MIAMI, FL. 33179