

P98000040483



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 806591 81501A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : May 5, 1998

ORDER TIME : 9:55 AM

ORDER NO. : 806591-005

CUSTOMER NO: 81501A

CUSTOMER: Mr. Howard A. Levine
LEVINE & SEGAUL, P.A.

Suite A-106
4300 N. University Drive
Ft. Lauderdale, FL 33351

500002510915--3

DOMESTIC FILING

NAME: PROSPERITY INVESTMENT
ADVISORS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED
98 MAY 10 10:38 AM
DIVISION OF CORPORATIONS
CSC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -5 PM 12:26

Patricia Pyatt

EFFECTIVE DATE

5/1/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -5 PM 12:26

ARTICLES OF INCORPORATION

OF

PROSPERITY INVESTMENT ADVISORS, INC.

Article I - Name

The name of the corporation shall be: **PROSPERITY INVESTMENT ADVISORS, INC.**

Article II - Principal Office

The principal place of business and mailing address of this corporation shall be:

10476 SW 52nd Street
Cooper City, FL 33328

Article III - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **100**

Article IV - Registered Agent

The name and address of the registered agent is:

Levine & Segaul, P.A.
Suite A-106
4300 N. University Drive
Fort Lauderdale, FL 33351

Article V - Effective Date

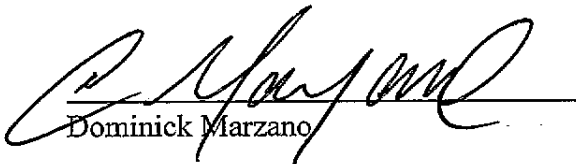
These articles of incorporation shall be effective immediately upon execution.

Article VI - Incorporator

The name and street address of the incorporator to these Articles of Incorporation is:

Dominick Marzano
10476 SW 52nd Street
Cooper City, FL 33328

The undersigned has executed these Articles of Incorporation on May 1, 1998


Dominick Marzano

CERTIFICATE OF DESIGNATION

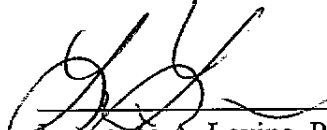
REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is: PROSPERITY INVESTMENT ADVISORS, INC.
2. The name of the registered agent is:

Levine & Segaul, P.A.
Suite A-106
4300 N. University Drive.
Fort Lauderdale, FL 33351

Signature:



Lawrence A. Levine, President

Date: May 1, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH THE AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

LEVINE & SEGAUL, P.A.

Signature:


Lawrence A. Levine - President

Date: May 1, 1998

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