



**State of Rhode Island and Providence Plantations  
Office of the Secretary of State**

Fee: \$50.00

Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615  
Telephone: (401) 222-3040

**Foreign Business Corporation  
Annual Report**

*Filing Period: January 1 - March 1*

*In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.*

**ANNUAL REPORT YEAR:** 2009

**1. Corporate ID No.** 000151360

**2. Name of Corporation** PROSPER MARKETPLACE, INC.

**3. Street Address Principal Business Office:**

No. and Street: 111 SUTTER STREET, 22ND FLOOR

City or Town: SAN FRANCISCO

State: CA Zip: 94104 Country: USA

**4. Business Phone No.**

415-593-5400

**5. State of Incorporation**

State: DE

**6. Brief Description of the Character of Business Conducted in Rhode Island**

ANY LAWFUL ACTIVITY

**7. Names and Addresses of the Officers and Directors:**

**All officers and directors must be listed.**

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
TREASURER	KIRK THOMAS INGLIS	111 SUTTER STREET, 22ND FLOOR SAN FRANCISCO, CA 94104 USA
SECRETARY	EDWARD ALBERT GIEDGOWD	111 SUTTER STREET, 22ND FLOOR SAN FRANCISCO, CA 94104 USA
PRESIDENT	CHRISTIAN A LARSEN	111 SUTTER STREET, 22ND FLOOR SAN FRANCISCO, CA 94109- USA
DIRECTOR	JAMES W. BREYER	428 UNIVERSITY AVE. PALO ALTO, CA 94301 USA
DIRECTOR	ROBERT C. KAGLE	2480 SAND HILL ROAD MENLO PARK, CA 94025 USA
DIRECTOR	LAWRENCE W. CHENG	82 DEVONSHIRE ST., E16B BOSTON, MA 02109 USA
DIRECTOR	RAJEEV V. DATE	60 WALL STREET NEW YORK, NY 10005 USA

#### 8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
PWP	B	\$0.01	3,310,382.00	3310382
CWP		\$0.01	16,000,000.00	4384580
PWP	A	\$0.01	4,023,999.00	4023999
PWP	C	\$0.01	2,063,558.00	2063558

**9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.**

**Signed this 11 Day of February, 2009 at 7:29:50 PM.** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By EDWARD A. GIEDGOWD  
Signature of Authorized Representative of the Corporation

SECRETARY AND GENERAL COUNSEL  
Title

**This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.**

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