



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

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(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: 2016

1. Corporate ID No. 001667649

2. Name of Corporation Upgrade, Inc.

3. Street Address Principal Business Office:

No. and Street: 425 CALIFORINA STREET, SUITE 600

City or Town: SAN FRANCISCO

State: CA Zip: 94104 Country: USA

4. Business Phone No.

1-855-997-3100

5. State of Incorporation

State: DE

ARTICLE III

Using the following NAICS codes, please select the code that best describes your business.

NAICS Code

6

52

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

MARKETPLACE LENDING PLATFORM

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	RENAUD LAPLANCHE	425 CALIFORINA STREET, SUITE 600 SAN FRANCISCO, CA 94104 USA
SECRETARY	JEFFREY BOGAN	425 CALIFORNIA STREET, SUITE 600 SAN FRANCISCO, CA 94104 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>
CWP	A	\$0.0001	1,383,334.00	0
CWP	B	\$0.0001	15,083,334.00	0
PWP	A	\$0.0001	1,666,667.00	0
PWP	A-1	\$0.0001	216,667.00	0

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 21 Day of March, 2017 at 2:39:41 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 JEFFREY BOGAN
Signature of Authorized Representative of the Corporation

Form No. 630
Revised 09/07

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