

1.) CORPORATION NAME: <b>Priority 5 Holdings, Inc.</b>	DUE DATE: <b>1/31/2015</b>						
2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: <b>CORPORATION SERVICE COMPANY          Bank of America Center, 16th Floor          1111 East Main Street</b>	SCC ID NO: <b>F1777988</b>						
3.) CITY OR COUNTY OF VA REGISTERED OFFICE: <b>RICHMOND, VA</b>	5.) STOCK INFORMATION <table border="1" style="margin-left: auto; margin-right: auto; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">CLASS</th> <th style="text-align: left;">AUTHORIZED</th> </tr> </thead> <tbody> <tr> <td>COMMON</td> <td>10,000,000</td> </tr> <tr> <td>PREFER</td> <td>5,000,000</td> </tr> </tbody> </table>	CLASS	AUTHORIZED	COMMON	10,000,000	PREFER	5,000,000
CLASS	AUTHORIZED						
COMMON	10,000,000						
PREFER	5,000,000						
4.) STATE OR COUNTRY OF INCORPORATION: <b>DE</b>							

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 175 HIGHLAND AVE  
SUITE 405

CITY/ST/ZIP: NEEDHAM, MA 02494

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: CHARLES Q MILLER TITLE: P/CEO ADDRESS: 175 HIGHLAND AVE SUITE 405 CITY/ST/ZIP/CO: NEEDHAM, MA 02494	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
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NAME: JAMES BELANGER TITLE: SECRETARY ADDRESS: 175 HIGHLAND AVE SUITE 405 CITY/ST/ZIP/CO: NEEDHAM, MA 02494	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
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NAME: ROGER UNDERWOOD TITLE: DIRECTOR ADDRESS: 5525 N. DAYTON CITY/ST/ZIP/CO: AMES, IA 50010	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR	
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I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ JAMES BELANGER	JAMES BELANGER, SECRETARY	1/23/2015
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.