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Attorney for Respondent Prosperity Investment, LLC & Brandon McBride

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

IN THE MATTER OF:

**PROSPERITY INVESTMENT, LLC
PROSPERITY CAPITAL, LLC
BRANDON MARK MCBRIDE
DOUGLAS KENT BROOKS
JOHN LEWIS WEBSTER
COREY JAMES WOOD**

Respondents.

**PRELIMINARY WITNESS & EXHIBIT
LIST**

Docket No. SD08-0009
Docket No. SD08-0010
Docket No. SD08-0011
Docket No. SD08-0012
Docket No. SD08-0013
Docket No. SD08-0014

COMES NOW Respondents, Prosperity Investment, LLC and Brandon Mark McBride, by and through their counsel of record, Bryan R. Farris of FARRIS & ASSOCIATES, P.C., and submits this preliminary witness and exhibit list.

Witnesses

Brandon Mark McBride, Defendant
Sonny Jenson, Member/Manager, TSS Investments, LLC
Aaron Crandall, Alleged Victim

Exhibits

A: Regarding Aaron Crandall

1. IRS Form W-9: Request for Taxpayer Identification Number and Certification (Aaron Crandall)
2. Promissory Note between Prosperity Investments, LLC and Aaron Crandall for \$30,000
3. Checks from Prosperity Investments, LLC to Aaron Crandall
4. Written request from Aaron Crandall to “FranklinSquires” for return of money dated 4/19/06
5. Written request from Aaron Crandall to Prosperity Investments for return of \$18,500

B: Regarding Corey Wood

1. Check from Prosperity Investments to Corey Wood

C: Regarding John Webster

1. Written request by John Webster to Brandon McBride for the return of \$6,200 dated February 14, 2006
2. Promissory Note between Prosperity Investments, LLC and John Webster for \$6,200
3. IRS Form W-9: Request for Taxpayer Identification Number and Certification (John Webster)
4. Checks from Prosperity Investments to John Webster

D: Ronald Miles

1. Written request by Ronald Miles to Brandon McBride for the return of \$150,000 dated March 15, 2006
2. Promissory Note between Prosperity Investments, LLC and Ronald Miles for \$150,000

E: Checks made out to Prosperity Capital from Prosperity Investment, LLC

F: Kent Brooks

1. Checks made payable to Kent Brooks from Prosperity Investments
2. Written request by Kent Brooks to Brandon McBride for the return of all invested amounts dated March 15, 2006 requesting that the check be made payable to “Prosperity Capital, LLC”
3. Promissory Note between Prosperity Investments, LLC and Kent & Camille Brooks in the amount of \$150,000

G: Doug Brooks

1. Checks from Prosperity Investments to Doug Brooks

H: Jeremiah Cochran

1. Checks from Prosperity Investments to Jeremiah Cochran
2. Promissory Note from TSS Investments, LLC in favor of Bonnie & Jeremiah Cochran in the amount of \$21,000

I: Securities Offering of Prosperity Investments, LLC

1. Confidential Private Placement Memorandum
2. Offer of Rescission
3. Form U-2
4. Form D

DATED this 30 of April, 2008.

FARRIS & ASSOCIATES, P.C.



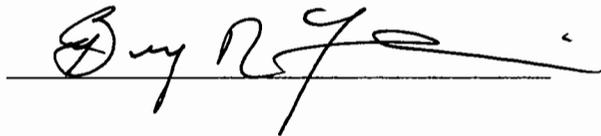
BRYAN R. FARRIS

Mailing Certificate

I hereby certify that on 30 day of April 2008, I caused a copy of Defendant's Preliminary Witness and Exhibit List to be sent via U.S. Mail, first class, with postage pre-paid, to the following:

Scott Davis
Assistant Attorney General
160 E. 300 S., Fifth Floor
Box 140872
Salt Lake City, Utah 84114-0872

Administrative Court Clerk
c/o Pam Radzinski
Division of Securities
160 E. 300 S., Fifth Floor
Box 140872
Salt Lake City, Utah 84114-0872

A handwritten signature in black ink, appearing to read "Pam Radzinski", is written over a horizontal line. The signature is cursive and stylized.