

BEFORE THE  
STATE OF WISCONSIN  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
DIVISION OF SECURITIES

In the Matter of  
THE PRUDENTIAL INVESTMENT PORTFOLIOS, INC.

WAIVER AND CONSENT  
TO ORDER

Respondent.

File No. S-07098(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives its right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 9<sup>th</sup> day of October, 2007.

THE PRUDENTIAL INVESTMENT  
PORTFOLIOS, INC.

by Judy Rice  
Judy A. Rice, President  
(Type name and title)

State of N.J.  
County of ESSEX

Subscribed before me this  
9<sup>th</sup> day of October, 2007.

**FLOYD L. HOELSCHER**  
**NOTARY PUBLIC OF NEW JERSEY**  
My Commission Expires 10/23/2007

Floyd Hoelscher  
Notary Public

My commission expires 10/23/07