2005 FOR PROFIT CORPORATION.

Mar 15, 2005 08:00 AM Secretary of State ANNUAL REPORT DOCUMENT # F04000007184 1. Entity Name PENTHOUSE MEDIA GROUP INC. Principal Place of Business Mailing Address 6800 BROKEN SOUND PKWY 6800 BROKEN SOUND PKWY BOCA RATON, FL 33487 BOCA RATON, FL 33487 _ 02042005 No Cha-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number Not Applicable 13-3750988 \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY DO NOT WRITE 1201 HAYS STREET TALLAHASSEE, FL 32301-2525 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable INOTE Registered Agent signature required when reinstaling) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS 10. CP TITLE BELL, MARC H NAME STREET ADDRESS 6800 BROKEN SOUND PKWY U00000264142 CITY - ST - ZIP BOCA RATON, FL 33487 03/16/05-80003-020 150.00 TITLE STATON, DANIEL C NAME 6800 BROKEN SOUND PKWY STREET ADDRESS BOCA RATON, FL 33487 CITY - ST - ZIP TITLE NAME ASHER, PAUL 6800 BROKEN SOUND PKWY STREET ADDRESS DO NOT WRITE CITY-ST-ZIP BOCA RATON, FL 33487 IN THIS SPACE TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY - ST - ZIP TITLE NAME STREET ADDRESS

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

CITY-ST-ZIP

ASHOR SIGNATURE AND TYPED ON PRINTED NAME OF SIGNING OFFICER OF DIRECTOR FEB 1 8 2005

212702-6212

FILED