2006 FOR PROFIT CORPORATION

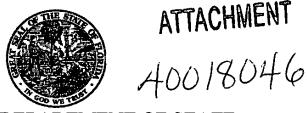
Feb 24, 2006 8:00 am **ANNUAL REPORT** Secretary of State **DOCUMENT # F04000007184** 02-24-2006 90016 029 ***150.00 1. Entity Name PENTHOUSE MEDIA GROUP INC. Principal Place of Business Mailing Address 400ro. 6800 BROKEN SOUND PKWY **6800 BROKEN SOUND PKWY** BOCA RATON, FL 33487 BOCA RATON, FL 33487 02212006 No Cha-P CR2E034 (11/05) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number 13-3750988 Not Applicable \$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 Fiorida. I am familiar with, and accept the obligations of registered agent. SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00 Trust Fund Contribution. 10. OFFICERS AND DIRECTORS TITLE BELL, MARC H NAME STREET ADDRESS 6800 BROKEN SOUND PKWY CITY-ST-ZIP BOCA RATON, FL 33487 TITLE NAME STATON, DANIEL C 6800 BROKEN SOUND PKWY STREET ADDRESS CITY-ST-ZIP BOCA RATON, FL 33487 TITLE ASHER, PAUL NAME STREET ADDRESS 6800 BROKEN SOUND PKWY DO NOT WRITE CITY-ST-ZIP BOCA RATON, FL 33487 IN THIS SPACE TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, 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.

NAME STREET ADDRESS CITY-\$T-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP

Daytime Phone I

FILED



FLORIDA DEPARTMENT OF STATE Division of Corporations

February 8, 2006

REC'D FEB & 1 2006

PENTHOUSE MEDIA GROUP, INC. 6800 BROKEN SOUND PKWY BOCA RATON, FL 33487

Subject: PENTHOUSE MEDIA GROUP, INC.

Reference Number:

000000063279

There was not a completed annual report/uniform business report form submitted with your check. The enclosed form must be completed in its entirety and resubmitted with the filing fee.

Due to the volume of mail received in this office both the annual report/uniform business report and the filing fee must be received by our office together in order to be processed.

After the corrections have been made, please return the report to: Division of Corporations, P.O. Box 1500, Tallahassee, Florida 32302-1500 within 30 days from the date of this letter.

If you have additional questions or need further assistance, please call the Division of Corporations at 850-245-6056 and press 4. Your call will be answered in the order it is received.

/LM ANNUAL REPORTS SECTION