

L060000022609

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000055260 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : MOORE AND WAKSLER, P.L.
Account Number : 110650003457
Phone : (941) 637-1955
Fax Number : (941) 637-6465

FLORIDA/FOREIGN LIMITED LIABILITY CO.

PENTHOUSE FLORIDA, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

3/2

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

06 MAR -1 AM 7:34

DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 MAR -1 AM 10:13

APPROVED
AND
FILED

02851-

H06000055260 3

ARTICLES OF ORGANIZATION
ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED
LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is Penthouse Florida, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 5445 Williamsburg Drive, Punta Gorda, Florida 33982. The initial registered agent and address of such agent for the Limited Liability Company is James E. Moore, III, 1107 West Marion Avenue, Suite 112, Punta Gorda, Florida 33950.

ARTICLE III - Duration:

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - Admission of Additional Members:

Additional members may be admitted from time to time as such terms and conditions are set forth by the unanimous written consent of all of the members.

ARTICLE VI - Members Rights to Continue Business:

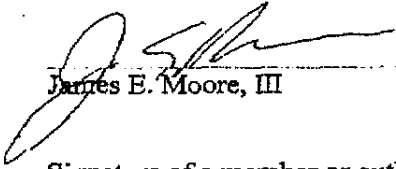
Any successor or assignee to the interest of member, or the remaining members, if any, of the Limited Liability Company shall have the right to continue the business on the death, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company. If the Limited Liability Company has more than one member at the time of any of the occurrences above, the unanimous consent of all of the remaining members shall be needed to continue the business of the Limited Liability Company.

James E. Moore, III
Fl Bar # 115634
Moore & Waksler, P.L.
1107 West Marion Avenue, Ste. 112
Punta Gorda, FL 33950
(941) 637-1955

APPROVED
AND
FILED
06 MAR - 1 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
H06000055260 3

H06000055260 3

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member of Penthouse Florida, LLC has executed these Articles of Organization on the 28th day of February 2006.


James E. Moore, III

Signature of a member or authorized representative of a member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


STATE OF FLORIDA)

COUNTY OF CHARLOTTE)

Subscribed and sworn to (or affirmed) before me on the 28th day of February, 2006, by James E. Moore, III, who is personally known to me or who has produced as identification.



KIM MARIE MAUGER
MY COMMISSION # DD 402761
EXPIRES: March 8, 2009
Bonded thru Budget Notary Services


NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Kim Marie Mauger
Comm. No.: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 MAR - 1 AM 10:13

APPROVED
AND
FILED

H06000055260 3

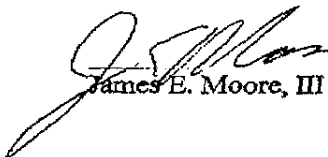
H06000055260 3

ACCEPTANCE OF APPOINTMENT

RE: Penthouse Florida, LLC

Pursuant to Section 608.407 (1) (c) and 608.415, of the Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above limited liability company and agrees to act in the capacity and to comply with the provisions of the Florida Limited Liability Company Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, such position.

Dated: February 28, 2006


James E. Moore, III

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 MAR - 1 AM 10:13

APPROVED
AND
FILED

H06000055260 3