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FLORIDA/FOREIGN LIMITED LIABILITY C

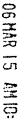
PENTHOUSE LOST, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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Electronic Filing Menu

Corporate Filing Menu

Help



Audit No. H 06000069091 3

ARTICLES OF ORGANIZATION

OF

PENTHOUSE LOST, LLC

ARTICLE I

The name of the limited liability company formed hereby is **PENTHOUSE LOST**, **LLC** (the "Limited Liability Company").

ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

1395 Brickell Avenue 14th Floor-hwg Miami, Florida 33131

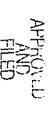
ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Howard W. Gordon, Esq. 1395 Brickell Avenue, 14th Floor Miami, Florida 33131

Audit No. H 06000069061 3

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Audit No. H 06000069061 3

ARTICLE V

The Limited Liability Company shall be manager-managed. The name and address of the initial Manager is:

1395 Brickell Avenue, 14th Floor

Michael Rossi

Miami, Florida 33131

	Howard W. Gordon, as Authorized Representative of the Members
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE))
Members, who is personally known as identification, to be	tred Howard W. Gordon, as Authorized Representative of the own to me, or who produced
NOTARY PUBLIC STATE OF FLORIDA Judith D. Rodman Commission # DD469460 Expires: OCT. 18, 2009 Bonded Thru Allertic Bonding Co., Inc.	Notary Public Print Name: JUDITH B. R. DAIMAL

Audit No. H 06000069061 3

Audit No. H05000069061 3

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT AND ACCEPTANCE OF DESIGNATION

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

- 1. The name of the limited liability company is PENTHOUSE LOST, LLC.
- 2. The name and address of the Registered Agent and Office is:

Howard W. Gordon, Esq. 1395 Brickell Avenue, 14th Floor Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.

Howard W. Gordon, Registered Agent

Date: 15 March 2006

PENTHOUSE LOST, LLC

Howard W. Gordon,

as Authorized Representative

of the Members

Audit No. H 06000069061 3

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