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Fax Number : (850) 205-0383

From:

Account Name : RYAN E. WILLITS, P.A.
Account Number : I20040000162
Phone : (954) 618-0200
Fax Number : (954) 618-0201

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Penthouse Properties of Fort Lauderdale, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
FOR
PENTHOUSE PROPERTIES OF FORT LAUDERDALE, LLC
a Florida limited liability company**

**ARTICLE ONE
NAME**

The name of the limited liability company is PENTHOUSE PROPERTIES OF FORT LAUDERDALE, LLC.

**ARTICLE TWO
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is 1280 E. OAKLAND PARK BLVD., OAKLAND PARK, FL 33334.

**ARTICLE THREE
DURATION**

The period of duration for the limited liability company shall be perpetual.

**ARTICLE FOUR
MANAGEMENT**

The limited liability company is to be managed by a manager or managers and the name and address of such manager who is to serve as manager is:

ROBERT W. JELESNIANSKI
1280 E. OAKLAND PARK BLVD.
OAKLAND PARK, FL 33334

**ARTICLE FIVE
ADMISSION OF ADDITIONAL MEMBERS**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be pursuant to the Operating Agreement for the limited liability company, executed by the Members, then in effect.

**ARTICLE SIX
MEMBERS RIGHT TO CONTINUE BUSINESS**

The right, if given, of the remaining members of the limited liability company to continue the business in the event of the death, retirement, resignation, expulsion, 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 shall be pursuant to the Operating Agreement for the limited liability company, executed by the Members, then in effect.

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**ARTICLE SEVEN
REGISTERED AGENT**

The name and address of the initial registered agent of the limited liability company is RYAN E. WILLITS, ESQ., RYAN E. WILLITS, P.A., 8650 N. FEDERAL HIGHWAY, SUITE 300, FORT LAUDERDALE, FL 33308.


ROBERT W. JELEBSNIANSKI, MANAGING MEMBER

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

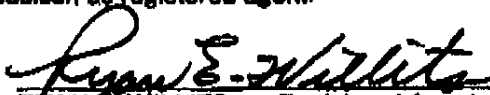
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.607, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is PENTHOUSE PROPERTIES OF FORT LAUDERDALE, LLC.

2. The name and address of the registered agent and office is:

RYAN E. WILLITS, ESQ.
RYAN E. WILLITS, P.A.
8650 N. FEDERAL HIGHWAY, SUITE 300
FORT LAUDERDALE, FL 33308

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this 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 I am familiar with and accept the obligations of my position as registered agent.


RYAN E. WILLITS, as Registered Agent
Date: 02.14.07

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