

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L12000038335
FILED 8:00 AM
March 19, 2012
Sec. Of State
clewis**

Article I

The name of the Limited Liability Company is:
PENTHOUSE MEDIA, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
130 NE 56 STREET
APT/SUITE
MIAMI, FL. 33137

The mailing address of the Limited Liability Company is:
130 NE 56 STREET
APT/SUITE
MIAMI, FL. 33137

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
ALEXANDER ESCALANTE
130 NE 56 STREET
APT/SUITE
MIAMI, FL. 33137

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.

Registered Agent Signature: ALEXANDER ESCALANTE

Article V

The name and address of managing members/managers are:

Title: MGRM
CHAUNCY A RILEY
2112 NW 61 STREET
MIAMI, FL. 33142

Title: MGRM
ADRIEN NEAL
10824 SW 2ND STREET
MIAMI, FL. 33174

Title: MGRM
JOSHUA SMITHWONG
8952 NW 121 ST
HIALEAH GARDENS, FL. 33018

Title: MGRM
ALEXANDER ESCALANTE
130 NE 56 STREET
MIAMI, FL. 33137

Title: MGRM
STEVEN CHEN
16545 SW 104 CT
MIAMI, FL. 33157

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Article VI

The effective date for this Limited Liability Company shall be:

03/19/2012

Signature of member or an authorized representative of a member

Electronic Signature: ALEXANDER ESCALANTE

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.