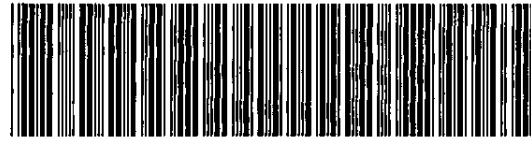


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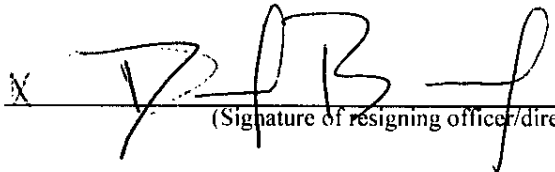
**OFFICER / DIRECTOR RESIGNATION
FOR A CORPORATION**

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I, David Bendayan, hereby resign as Director (Title)

of Penthouse 7, Inc.
(Name of Corporation)

P11000068007, a corporation organized under the laws of the State of
(Document Number, if known)
Florida.

X 
(Signature of resigning officer/director)

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