

P96000021938

**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: The Penthouse Entertainment Group Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**Additional Copy Required**

FROM: Natale L. Montozzi  
Name (printed or typed)

1065 N.E. 125th Street Suite 304  
Address

N. Miami, Fl. 33161  
City, State & Zip

(305) 891-6906

Daytime Telephone number

RECEIVED  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

56 MAR -7 PM 3:38

FILED

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-03/07/96--01089--012  
\*\*\*\*131.25 \*\*\*\*131.25

NOTE: Please provide the original and one copy of the articles.

848  
3/11/96

## ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

The name of the Corporation is THE PENTHOUSE ENTERTAINMENT GROUP, INC., (hereinafter, "Corporation").

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

The address of the principal office of this Corporation is 1065 N.E. 125th Street, Suite 304, N. Miami, Fl. 33161 and the mailing address is the same.

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

. The maximum number of shares that this Corporation is authorized to have outstanding at any time is SIX THOUSAND (6000) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00)

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Natale L. Montozzi

1065 N.E. 125th Street, Suite 304, N. Miami, Fl. 33161

**ARTICLE V INCORPORATOR(S)**

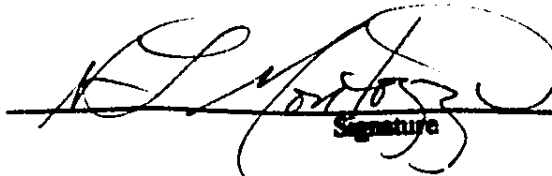
**See instructions for officers/directors**

**The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):**

Natalo L. Montozzi 11551 Royal Palm Blvd., Coral Springs, Fl. 33065

**The undersigned incorporator(s) has(have) executed these Articles of Incorporation this**

1st day of March, 19 96.

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

**NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

ARTICLE VI

The name(s) and street address(es) of the officer(s)/director(s) of this corporation are:

CHAIRMAN OF THE BOARD:

Natale L. Montozzi

11551 Royal Palm Blvd., Coral Springs, Fl. 33065

PRESIDENT:

Dwight Grant:

1065 N.E. 125th Street #304, N. Miami, Fl. 33161

VICE-PRESIDENT:

Mel Webman

1065 N.E. 125th Street #304, N. Miami, Fl. 33161

SECRETARY:

Robert Still

1065 N.E. 125th Street #304, N. Miami, Fl. 33161

TREASURER:

Richard Attas

8280 Sunrise Lakes Blvd., Sunrise, Fl. 33322

ARTICLE VII

POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE VIII- TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IX -BYLAWS

The Board Of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: THE PENTHOUSE ENTERTAINMENT GROUP, INC.

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

NATALE L. MONTOSZI

(NAME)

1065 N.E. 125th Street, Suite 304

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

N. Miami, Fl. 33161

(CITY/STATE/ZIP)

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96 MAR - 7 PM 3:39  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation 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.*

  
(SIGNATURE)

3-1-96  
(DATE)