

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000125328 3)))



H09000125328ABCJ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Angelica M. Chiny Paralegal
Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP
Account Number : I20070000136
Phone : (305) 779-3564
Fax Number : (305) 779-3561

FLORIDA/FOREIGN LIMITED LIABILITY CO.

LEXINGTON PLACE REPH, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

RECEIVED
09 MAY 19 AM 6:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

G. MCLEOD

Help

MAY 20 2009

EXAMINER

FAX AUDIT # H09000125328

**ARTICLES OF ORGANIZATION
OF
LEXINGTON PLACE REPH, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is LEXINGTON PLACE REPH, LLC (the "Company").

**ARTICLE II
ADDRESS**

The principal office address of the Company is:

780 N.W. 42nd Avenue
Suite 300
Miami, FL 33126

The mailing address of the Company is:

780 N.W. 42nd Avenue
Suite 300
Miami, FL 33126

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name and the Florida street address of the registered agent are:

Interamerican Corporate Services LLC
2525 Ponce de Leon Blvd., Suite 1225
Coral Gables, Florida 33134

**ARTICLE IV
OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal an operating agreement for the Company shall be vested in the Members of the Company.

09 MAY 19 AM 10:44

SECRETARY OF STATE
DIVISION OF CORPORATE
REGISTRATION

FAX AUDIT # H09000125328

ARTICLE V
MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Managing Member. The Managing Member shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Managing Member shall serve in such capacity until its successor is duly elected and qualified.

The name and address of the initial Managing Member are as follows:

<u>Title:</u>	<u>Name and Address:</u>
Managing Member	REPH Management Inc. 780 N.W. 42nd Avenue Suite 300 Miami, FL 33126

ARTICLE VI
DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, if applicable or (ii) by the written agreement of a majority of ownership interest if the Company.

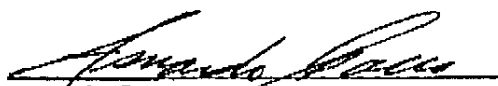
ARTICLE VII
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII
ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Organization as of the 19th day of May, 2009.



Asnardo Garro
Duly Authorized Representative of a Member

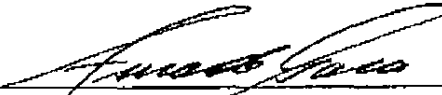
FAX AUDIT # H09000125328

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **LEXINGTON PLACE REPH, LLC** to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 19th day of May, 2009.

INTERAMERICAN CORPORATE SERVICES LLC

By:


Asnardo Garro, Manager