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Florida Department of State  
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**L. SELLERS**

OCT -7 2010

**EXAMINER**

To:

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

From:

*Anam Sanz*  
Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP  
Account Number : 120070000136  
Phone : (305)779-3564  
Fax Number : (305)779-3561

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**FLORIDA LIMITED LIABILITY CO.  
RIVERSIDE 22 REPH, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
RIVERSIDE 22 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 RIVERSIDE 22 REPH, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The principal office address of the Company is:

780 N.W. 42<sup>nd</sup> Avenue  
Suite 300  
Miami, FL 33126

The mailing address of the Company is:

780 N.W. 42<sup>nd</sup> 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.

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**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.

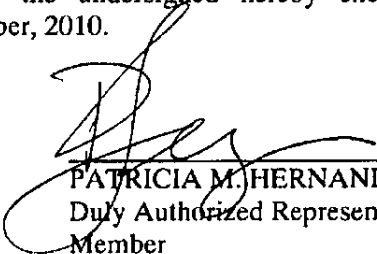
**ARTICLE VII**  
**PURPOSE**

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 6th day of October, 2010.

  
\_\_\_\_\_  
PATRICIA M. HERNANDEZ  
Duly Authorized Representative of a Managing  
Member

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### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for RIVERSIDE 22 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 6<sup>th</sup> day of October, 2010.

INTERAMERICAN CORPORATE SERVICES LLC

By: 

PATRICIA M. HERNANDEZ, Manager