

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

**L16000100452
FILED 8:00 AM
May 23, 2016
Sec. Of State
vherring**

Article I

The name of the Limited Liability Company is:

SYNERGY PHARM USA, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

1900 N. BAYSHORE DRIVE, UNIT 1A
SUITE 107
MIAMI, FL. US 33132

The mailing address of the Limited Liability Company is:

1900 N. BAYSHORE DRIVE, UNIT 1A
SUITE 107
MIAMI, FL. US 33132

Article III

Other provisions, if any:

ANY AND ALL LEGAL PURPOSES.

Article IV

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

MARIE NOELE ROUAZE
1900 N. BAYSHORE DRIVE, UNIT 1A
SUITE 107
MIAMI, FL. 33132

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: MARIE NOELE ROUAZE

Article V

The name and address of person(s) authorized to manage LLC:

Title: AMBR
MARIE NOELE ROUAZE
1900 N. BAYSHORE DRIVE, UNIT 1A
MIAMI, FL. 33132 US

Title: AMBR
SYNERGY PHARM SARL
25 RUE LEMERCIER
PARIS, ... 75017 FR

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Article VI

The effective date for this Limited Liability Company shall be:

05/23/2016

Signature of member or an authorized representative

Electronic Signature: MARCELLE POIRIER

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.