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ALAN J. KAN  
(1947 - 1994)

**L95000000130**

February 15, 1995

**VIA FEDERAL EXPRESS**

Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Horizon Pharmaceutical Research Registration of Fictitious Name  
WHICeR, L.C. Annual Report  
Articles of Organization of L.A.W. Hallandale 30, L.C.  
( Articles of Organization of L.A.W. Coral Springs, L.C.  
Our File Nos: 2250.10, 2250.7 and 2250.8

RECEIVED  
FEB 15 1995  
TALLAHASSEE, FLORIDA  
FEDERAL DEPARTMENT OF STATE


Gentlemen and/or Madam:

With regard to the above-referenced matters, enclose please find the following:

1. Application for Registration of Fictitious Name of Horizon Pharmaceutical Research along with check in the amount of \$60.00 for the required filing fees and certificate of status;
2. Annual Report of WHICeR, L.C. along with a check in the amount of \$247.50 for the required filing fee and for a certificate of status;
3. Articles of Organization of L.A.W. Hallandale 30, L.C. along with a check in the amount of \$293.75 representing the required filing fees, a stamped copy of the aforesaid Articles and for a certificate of good standing;
4. Articles of Organization of L.A.W. Coral Springs, L.C. along with a check in the amount of \$293.75 representing the required filing fees, a stamped copy of the aforesaid Articles and for a certificate of good standing;

We thank you in advance for your prompt attention to filing these documents. Please return the respective certificates and stamped copies of the Articles to the undersigned. Should you have any questions or require any additional information, please let me know.

Very truly yours,

  
ALAN B. SCHNEIDER  
For the Firm

200001408818  
2/15/95 10:44 AM  
FEB 15 1995

ABS/rtc  
Enclosures  
cc: Laurence A. Weiss  
ABS/357.1/32462.01/rtc

1/1/95

**ARTICLES OF ORGANIZATION  
OF  
L.A.W. CORAL SPRINGS, L.C.**

The undersigned initial member of L.A.W. CORAL SPRINGS, L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I. COMPANY NAME**

The name of this Company is:

**L.A.W. CORAL SPRINGS, L.C.**

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The mailing address of this Company is:

Post Office Box 8020  
Hallandale Florida 33008-8020

**ARTICLE IV. STREET ADDRESS OF COMPANY**

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

3530 North 45th Avenue  
Hollywood, Florida 33021

**ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be.

MICHAEL BEDZOW, ESQ.  
BEDZOW, KORN & KAN, P.A.  
20803 Biscayne Boulevard  
Suite 200  
Aventura, Florida 33180  
(305) 935-6888

## **ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those managers of the Company in attendance at a duly called meeting of the managers at which a quorum exists or by written consent of a majority of the managers of the Company. Any new member which is approved by the managers of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the managers, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the managers may from time to time determine in their sole discretion.

## **ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER**

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority of all of the membership interests of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of a majority of the membership interests of the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Regulations, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

## **ARTICLE VIII. DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the other membership interests elect to continue the Company either upon the affirmative vote of a majority of all of the other membership interests of the Company, which vote is taken at a duly called meeting of the members or by written consent of a majority of the other membership interests of the Company, and so long as there remains at least two (2) members of the Company.

## **ARTICLE IX. MANAGERS**

The Company shall be managed by managers. The name and address of the initial manager is set forth below. The initial manager shall serve as manager until the first annual meeting of members or until his successors are elected and qualify.

Initial Manager:  
Address:

LAURENCE A. WEISS  
3530 North 45th Avenue  
Hollywood, Florida 33021

#### ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of such member's contribution to capital except as provided in the Company's Regulations then in existence.

#### ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

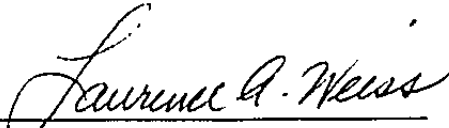
Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of all of the membership interests of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the membership interests of the Company.

#### ARTICLE XII. AMENDMENT OF REGULATIONS

Pursuant to Section 608.423(1) of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of a majority of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of a majority of all of the membership interests of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the membership interests of the Company.

IN WITNESS WHEREOF, the undersigned initial member has executed the foregoing Articles of Organization as of this 15 day of February, 1995.

INITIAL MEMBER:

  
LAURENCE A. WEISS

**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UP ON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Section 608.415 of the Florida Limited Liability Company Act:

Having been appointed registered agent of L.A.W. CORAL SPRINGS, L.C. in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Dated: February 15, 1995

By: 

MICHAEL BEDZOW

STATE OF FLORIDA  
ATTORNEY GENERAL

95 FEB 16 PM 2:12

RECEIVED

RECORDED  
95 FEB 16 PM 3:03  
FILED

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Pursuant to Section 608.407(2) of the Florida Limited Liability Company Act, the undersigned, as an officer and authorized representative of the initial member of E.A.W. CORAL SPRINGS, L.C., a Florida limited liability company (the "Company"), who, upon being duly sworn, certifies the following:

1. The Company has at least two members.
2. As of the date hereof, the amount of capital contributions to the Company made by members is as follows:

\$1,000.00

3. The anticipated amount of additional capital contributions to the Company to be made by the members will consist of property other than cash and value therefor as agreed to by the Members will be as follows:

Description of Property.

Commercial real property located at:  
3601 Northwest 126th Avenue  
Coral Springs, Florida 33065

Agreed Value:

\$1,250,000.00, subject to an  
existing mortgage against the Property.

4. There have been no contributions to the Company made by the members other than cash contributions or real property.

**FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury, the undersigned, as an officer or authorized representative of the initial member of the Company, declares that the undersigned has read the foregoing and that the facts alleged are true, to the best of the undersigned's knowledge and belief.

DATED: February 15, 1995

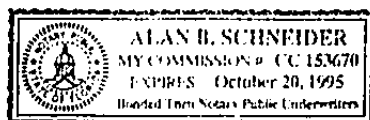
INITIAL MEMBER:

Laurence A. Weiss  
LAURENCE A. WEISS

SWORN TO AND SUBSCRIBED before me, the undersigned authority, this 15 day of February, 1995, by LAURENCE A. WEISS, Affiant, who is personally known to me or has produced DLA as identification, and who did take an oath.

My Commission Expires:

Alan B. Schneider  
Notary Public, State of Florida  
Print Name: \_\_\_\_\_



FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Bureau of Corporations Division of Corporations	
<b>FILING FEE</b> \$ 230.75		Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>	
<b>1. Name and Mailing Address of Limited Liability Company</b>  L.A.W. CORAL SPRINGS, L.C. P.O. BOX 8020 HALLANDALE FL 33008-8020		<b>DOCUMENT #L95000000130</b>	
<b>2. Principal Place of Business</b>  Suite, Apt #, etc.  City & State  Zip Country		<b>1a. Principal Place of Business Address</b>  3530 NORTH 45TH AVENUE HOLLYWOOD FL 33021	
<b>3. Date Organized or Qualified</b> 02/16/1995		<b>3a. State of Formation</b> FL	
<b>4. FET Number</b>		<input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
<b>5. Date of Last Report</b>		<b>6. Certificate of Status Desired</b> <input type="checkbox"/> Additional Fee Required	
<b>7. Name and Address of Current Registered Agent</b>  BEDZOW, MICHAEL BEDZOW, KORN & KAN, P.A. 20803 BISCAYNE BLVD., STE. 200 AVENTURA FL 33180		<b>8. Name and Address of New Registered Agent</b>  Name  Street Address (P.O. Box Number is Not Acceptable)  Suite, Apt #, etc.  City Zip Code FL	
<b>9. Pursuant to the provisions of Sections 608 416 and 608 508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.</b>			
SIGNATURE _____ DATE _____ <small>(New Registered Agent Accepting Appointment - If Not, Registered Agent Signature Required when Submitting)</small>			
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>	<b>City, State and Zip Code</b>
MGR	WEISS, LAURENCE A	3530 NORTH 45TH AVE.	HOLLYWOOD FL 900001732879 -03/05/96--01098--005 ***238.75 ***238.75
<b>11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.</b>			
<b>SIGNATURE:</b> <i>Laurence Weiss</i>		2/9/96	