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ACCOUNT NO. : 072100000032

REFERENCE : 147852 109928A

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 285.00

ORDER DATE : February 25, 1999

ORDER TIME : 11:15 AM

ORDER NO. : 147852-015

CUSTOMER NO: 109928A

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CUSTOMER: Joseph C. Moffa, Esq
MOFFA & MOFFA, P.A.
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One Financial Plaza, Ste 2202
100 S.e. Third Avenue
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: ANDRX PHARMACEUTICALS
EQUIPMENT #1, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 25 PM 2:18

L99-1073

Name	De 2-25
Availability	
Director	De
Register	De
Notary	De
Admission	De
W. P. Verifier	De

DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION
OF
ANDRX PHARMACEUTICALS EQUIPMENT #1, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Andrx Pharmaceuticals Equipment #1, L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 4001 SW 47th Ave, Ft Lauderdale, Florida 33314.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Andrx Pharmaceuticals, Inc., A Florida Corporation, 4001 SW 47th Ave, Ft Lauderdale, Florida 33314.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE IX - MANAGEMENT

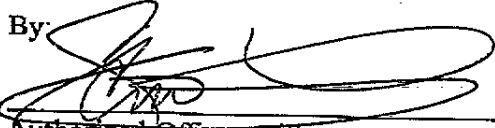
The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the only member of the company is Andrx Pharmaceuticals, Inc., A Florida Corporation, 4001 SW 47th Ave, Ft Lauderdale, Florida 33314.

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IN WITNESS WHEREOF, the undersigned organizer, have made and subscribed these articles of organization at Broward County, Florida, on this 22nd day of Feb. , 1999.

Andrx Pharmaceuticals, Inc.,
A Florida Corporation, Organizer

By:

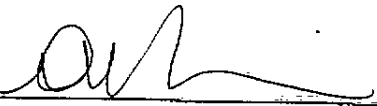

Authorized Officer, Title

Scott Lodin, VP/General Counsel
Print Name of Officer

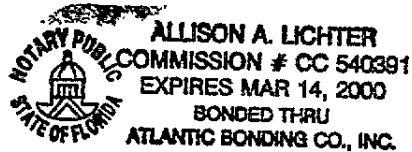
STATE OF FLORIDA
COUNTY OF BROWARD

Applicant

Sworn to (or affirmed) and subscribed before me this 22nd day of February 1999, by Scott Lodin (name of person making statement), who is either personally known to me or has produced a drivers license as identification.


Notary Public - State of Florida

Allison A. Lichter
Print, Type, or Stamp Commissioned Name
of Notary Public



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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Andrx Pharmaceuticals Equipment #1, L.C., disposes and says:

1. The above name limited liability company has at least one member.
2. The total amount of each cash contributed by the member(s) is \$ \$1,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is none.
4. The total amount of cash or property anticipated to be contributed by members(s) is \$1,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: February 22, 1999

Andrx Pharmaceuticals, Inc.,
A Florida Corporation, member,
By:

Authorized Officer, Title

Scott Lodin, VP/General Counsel
Print Name of Officer

STATE OF FLORIDA
COUNTY OF BROWARD

Applicant

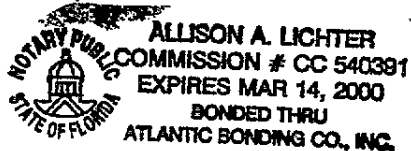
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DIVISION OF CORPORATIONS

Sworn to (or affirmed) and subscribed before me this 22nd day of February 1999, by
Scott Lodin (name of person making statement), who is either personally
known to me or has produced a drivers license as identification.

Notary Public - State of Florida

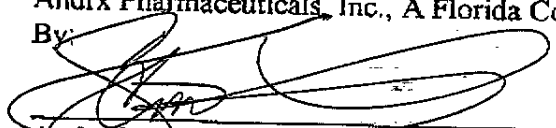
Allison A. Lichter
Print, Type or Stamp Commissioned Name
of Notary Public



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Andrx Pharmaceuticals Equipment #1, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

Andrx Pharmaceuticals, Inc., A Florida Corporation,

By: 

Authorized Officer, Title,
Registered Agent

Scott Lodin VP/General Counsel
Print Name of Officer

STATE OF FLORIDA
COUNTY OF BROWARD

Applicant

Sworn to (or affirmed) and subscribed before me this 22nd day of February, 1999, Scott Lodin (name of person making statement), who is either personally known to me or has produced a drivers license as identification.


Notary Public - State of Florida

Allison A. Lichter
Print, Type or Stamp Commissioned Name
of Notary Public



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