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Holland & Knight LLP
Requestor's Name

315 S. Calhoun St.
Address

Tallahassee, Fl. 32301 425-5686
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Andrx Pharmaceuticals (NS), Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 15 PM 3:28

APPROVED
AND
FILED

- Walk in Pick up time 4:00 please Certified Copy
- Mail out Will wait Photocopy Certificate of Service

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 NOV 15 PM 1:52

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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T. SMITH NOV 15 1999

Examiner's Initials	
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ARTICLES OF INCORPORATION
OF
ANDRX PHARMACEUTICALS (NJ), INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

The undersigned, acting as incorporator of Andrx Pharmaceutical (NJ), Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Andrx Pharmaceuticals (NJ), Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

The corporation is organized to engage in the pharmaceutical business and related activities and in any other activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL MAILING ADDRESS AND PRINCIPAL OFFICE

The initial mailing address and the address of the initial principal office of the corporation is 4001 S.W. 47th Avenue, Fort Lauderdale, Florida 33314.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4001 S.W. 47th Avenue, Ft. Lauderdale, Florida 33314. The initial registered agent is Scott Lodin.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Shannon B. Hartsfield	315 South Calhoun Street Suite 600 Tallahassee, Florida 32301

The incorporator of the corporation assigns to this corporation her rights under Section 607.161, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. DIRECTORS

The names and addresses of the initial members of the board of directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Chih-Ming Chen	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Alan Cohen	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Elliot Hahn	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Angelo Malahias	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314
Scott Lodin	4001 S.W. 47 th Avenue Ft. Lauderdale, FL 33314

ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares by the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of November, 1999.

Shannon B. Hartsfield
Shannon B. Hartsfield

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 15th day of Nov., 1999, by Shannon B. Hartsfield, who is personally known to me and did not take an oath.

Gloria M. Gardner
Notary Public, State of Florida
at Large

My commission expires:

(Affidavit seal) Gloria M. Gardner
MY COMMISSION # CC525891 EXPIRES
January 21, 2000
BONDED THRU TROY FAIR INSURANCE, INC.



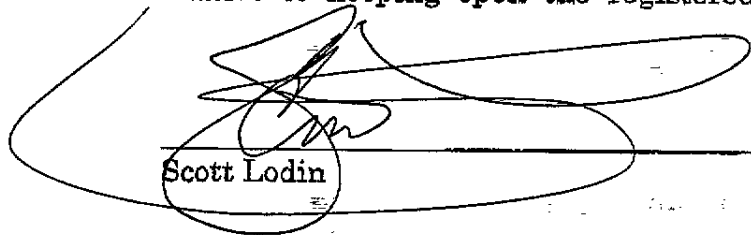
Gloria M. Gardner
MY COMMISSION # CC525891 EXPIRES
January 21, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Andrx Pharmaceuticals (NJ), Inc. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 4001 S.W. 47th Avenue, Ft. Lauderdale, State of Florida, has named Scott Lodin as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the applicable provisions of the Florida Business Corporation Act and Chapter 607, Florida Statutes. I am familiar with, and accept, the obligation provided under such statutes relative to keeping open the registered office and providing records.


Scott Lodin

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED