

Total Attachments: 9

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ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

William Marth

1090 Horsham Road

North Wales, PA 19454

MGR

Deborah Griffin

1090 Horsham Road

North Wales, PA 19454

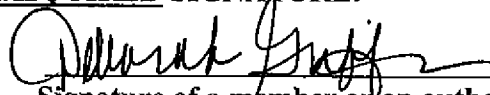
(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____

(OPTIONAL)

(The effective date: **1)** cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND 2)** must be the same as the effective date listed in the attached Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Deborah Griffin

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 29, 2009

Re: Document Number L09000104472

The Certificate of Conversion and Articles of Organization were filed October 29, 2009, with an organizational date deemed effective July 21, 2005, for IVAX LLC, the resulting Florida Limited Liability Company.

A limited liability company annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number may be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-4933 and requesting form SS-4.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6051, the Registration Filing Section.

Buck Kohr
Regulatory Specialist II
Division of Corporations

Letter Number: 709A00034339

P.O. BOX 6327 -Tallahassee, Florida 32314

TRADEMARK
REEL: 004145 FRAME: 0822

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
IVAX Corporation

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation.
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 07/21/2005.
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Limited Liability Company as set forth in the attached **Articles of Organization**:

IVAX LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

09 OCT 29 PM 2:58
DIVISION OF CORPORATIONS
SECRETARY OF STATE
FLORIDA

Signed this 29th day of October 2009.

Signature of Member or Authorized Representative of Limited Liability Company:

Signature of Member or Authorized Representative: /s/ DEBORAH GRIFFIN
Printed Name: Deborah Griffin Title: MGR

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: [Handwritten Signature]
Printed Name: Deborah Griffin Title: Vice President and Treasurer

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.
If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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PLAN OF CONVERSION

THIS PLAN OF CONVERSION is made as of the 29th day of October, 2009, by IVAX Corporation, a Florida corporation (the "Corporation").

WITNESSETH:

WHEREAS, the Board of Directors of the Corporation and its sole shareholder deem it advisable and in the best interest of the Corporation to convert the Corporation into a Florida limited liability company (the "Conversion"); and

WHEREAS, the Board of Directors and the sole shareholder of the Corporation have approved the Conversion contemplated hereby;

NOW, THEREFORE, pursuant to the terms and on the conditions set forth herein, as of the Effective Date (as defined below) the Corporation shall convert into a Florida limited liability company pursuant to Section 608.439 of the Florida Limited Liability Company Act as follows:

ARTICLE 1
NAME

The current name of the Corporation is **IVAX Corporation**. Upon conversion, the name of the limited liability company shall be **IVAX LLC**.

ARTICLE 2
EFFECTIVE DATE

The Conversion shall become effective October 29, 2009, upon the filing of a Certificate of Conversion and Articles of Organization (respectively Exhibits A and B attached hereto) with the Secretary of State of the State of Florida (such date hereinafter sometimes referred to as the "Effective Date").

ARTICLE 3
CERTAIN RESULTS OF CONVERSION

(a) All rights of creditors and all liens upon, or security interests in, any property of Corporation shall be preserved unimpaired; the resulting limited liability company shall be subject to all of the debts, liabilities and obligations of the Corporation existing prior to the Conversion; *provided, however*, that nothing herein is intended to or shall extend or enlarge any debt, liability or obligation or the lien of any indenture, agreement or other instrument executed or assumed prior to the Conversion.

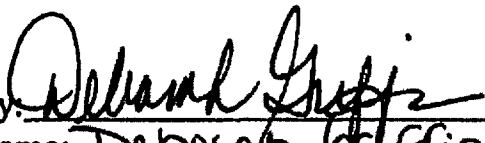
(b) The officers and directors of the Corporation immediately prior to the Conversion becoming effective shall be the officers and managers of the resulting limited liability company for the full unexpired terms of their respective offices or until their respective successors have been duly elected or appointed and qualified.

ARTICLE 4
EXCHANGE OF SHARES UPON THE
EFFECTIVE DATE OF THE CONVERSION

(a) Upon the Effective Date of the Conversion, the sole shareholder of the Corporation shall become the sole member of the resulting limited liability company, IVAX LLC.

(b) Upon the Effective Date of the Conversion, each share of the Corporation's capital stock which is issued and outstanding immediately prior to the Effective Date of the Conversion shall be canceled and retired and the resulting limited liability company shall cause to be issued to its sole member a Certificate of Membership Interest evidencing 100% ownership of IVAX LLC.

IVAX CORPORATION

By: 
Name: Deborah Griffin
Title: Vice President and Treasurer

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I - Name:

The name of the Limited Liability Company is:

IVAX LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

3040 Universal Blvd.
Weston, FL 33331

Attn: Legal Affairs
425 Privat Rd
Horsham, PA 19044

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Corporate Creations Network, Inc.

Name

11380 Prosperity Farms Road, #221E

Florida street address (P.O. Box **NOT** acceptable)

Palm Beach Gardens FL 33410

City, State, and Zip

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 as provided for in Chapter 608, F.S..

Veronica Paez, Special Secretary

Registered Agent's Signature (REQUIRED)

(CONTINUED)

Veronica Paez

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Name and Address:

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North Wales, PA 19454 _____

MGR _____

Deborah Griffin _____

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North Wales, PA 19454 _____

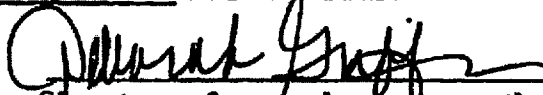
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