

NYS Department of State

Division of Corporations

Entity Information

Selected Entity Name: ALEXANDER INFUSION, LLC

Selected Entity Status Information

Current Entity Name: ALEXANDER INFUSION, LLC

Initial DOS Filing Date: JULY 21, 1997

County: QUEENS

Jurisdiction: NEW YORK

Entity Type: DOMESTIC LIMITED LIABILITY COMPANY

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

ALEXANDER INFUSION, LLC
130-17 23RD AVE.
COLLEGE POINT, NEW YORK, 11356

Registered Agent

KATHLEEN KELLY
130-17 23RD AVENUE
COLLEGE POINT, NEW YORK, 11356

NOTE: New York State does not issue organizational identification numbers.

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ARTICLES OF ORGANIZATION

OF

ALEXANDER INFUSION, LLC

VANGUARD-5

Under Section 206 of the Limited Liability Company Law
of the State of New York

THE UNDERSIGNED, being a natural born person of at least eighteen (18) years of age and acting as the organizer of the limited liability company (the "Company") hereby being formed under Section 206 of the Limited Liability Company Law of the State of New York ("LLCL"), hereby certifies that:

FIRST: The name of the Company is Alexander Infusion, LLC.

SECOND: The Company is organized and shall operate for the purpose of engaging in: (a) the provision of home infusion therapy and related services in the State of New York and (b) any and all other lawful acts or activities for which limited liability companies may be organized under the LLCL as shall be necessary in connection with the foregoing.

THIRD: The county within the State of New York in which the office of the Company is to be located is Queens.

FOURTH: The business, affairs and operations of the Company shall be managed by one or more Members or classes of Members. The names of the initial Members of the Company are:

Alexander Myers
Kathleen Kelly
Pietro Piacquadio
Joseph Stanilewicz



FIFTH: The Company will dissolve and its affairs shall be wound up pursuant to the provisions set forth in Section 701 of the LLCL.

SIXTH: The Secretary of State is designated as the agent of the Company upon whom process against the Company may be served. The post office address within or without the State of New York to which the Secretary of State shall mail a copy of any process against the Company Served upon such Secretary of State is 130-17 23rd Avenue, College Point, New York 11356.

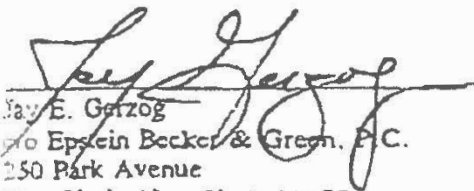
SEVENTH: The name and address of the registered agent for service of process on the Company in the State of New York is Alexander Myers, 130-17 23rd Avenue, College Point, New York 11356. Such registered agent is to be the agent of the Company upon whom process against it may be served.

EIGHTH: A Manager shall not be personally liable to the Company or its Members for damages for any breach of duty as a Manager, except for any matter in respect of which such Manager shall be liable by reason that, in addition to any and all other requirements for such liability, there shall have been a judgment or other final adjudication adverse to such Manager that establishes that such Manager's acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that such Manager personally gained in fact a financial profit or other advantage to which such Manager was not legally entitled or that with respect to a distribution the subject of Section 508 of the LLCL, such Manager's acts were not performed in accordance with Section 409 of the LLCL. Neither the amendment nor the repeal of this Article shall eliminate or reduce the effect of this Article in respect to any matter occurring, or any cause of action, suit or claim, that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision. This Article shall neither eliminate nor limit the liability of a Manager for any act or omission occurring prior to the adoption of this Article.

NINTH: The Company shall have the power to indemnify, to the full extent permitted by the LLCL, as amended from time to time, all persons whom it is permitted to indemnify pursuant thereto.

TENTH: The Company and each Member of the Company has a duty to report to the New York State Department of Health any proposed changes in the Membership of the Company. Prior written approval of the Public Health Council is necessary for such change in Membership before any such change is made, except that a change in Membership resulting from an emergency caused by the severe illness, incompetency or death of a Member of the Company shall require immediate notification to the New York State Department of Health of such fact, and application shall be made for the approval by the Public Health Council of such change in Membership within 30 days of the commencement of such emergency. The Members shall be individually and severally liable for failure to make the aforementioned reports and/or applications.

IN WITNESS WHEREOF, the undersigned has subscribed this certificate and does hereby affirm the foregoing as true under the penalties of perjury, this 10th day of July, 1997.


Jay E. Gerzog
c/o Epstein Becker & Green, P.C.
250 Park Avenue
New York, New York 10177