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FOREIGN PROFIT/NONPROFIT CORPORATION

Virtual Radiologic Corporation

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CB 6-2-06

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Virtual Radiologic Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Virtual Radiologic Corporation of Minnesota

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3.

(FBI number, if applicable)

4. 5/2/05

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

*(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)*

7. 5995 Opus Parkway, Suite 200, Minnetonka, MN 55343

(Principal office address)

5995 Opus Parkway, Suite 200, Minnetonka, MN 55343

(Current mailing address)

8. Provides remote diagnostic image interpretation services to hospitals, diagnostic imaging centers and clinics.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

By:

Michele Miller

(Registered agent's signature)

Michele Miller

Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. Sean O. Casey, M.D., President
(Typed or printed name and capacity of person signing application)

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Virutal Radiologic Corporation Officers & Directors

| Officers | Title | Business Address |
|------------------|--------------------------|--|
| Sean Casey | President & CEO | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Brent Backhaus | Chief Technology Officer | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Mark Marlow | Chief Financial Officer | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Lorna Lusic | Chief Operating Officer | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| George Frisch | Secretary | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Directors | | |
| Sean Casey | | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Eduard Michel | | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Domingo Gallardo | | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Mark Jennings | | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |
| Andrew Hertzmark | | 5995 Opus Parkway, Suite 200 Minnetonka, MN 55343 |

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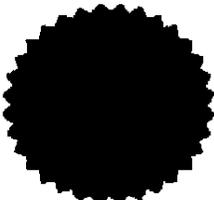
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIRTUAL RADIOLOGIC CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF MAY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4755062

DATE: 05-18-06

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