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December 29, 1998

Department of State
Division of Corporations P. O. Box 6327
Tallahassee, FL 32314

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-01/08/99--01071--007
*****87.50 *****87.50

Re: *Pensacola* Open MRI of Florida, Inc.

Dear Sir/Madam:

Enclosed please find the Transmittal Letter, Articles of Incorporation, in duplicate, and filing fee of \$87.50.

Please return a filed copy to the undersigned.

In the event you have any questions or comments regarding these enclosures, please advise the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

BROWN, MASSEY, EVANS, McLEOD & HAYNSWORTH, P.A.

Stanley E. McLeod
Stanley E. McLeod

Charge
SEM:crw
Enclosures

Stanley McLeod GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Corp. Name*
DATE *1/12/99*

EXAM *BID*
E:\98COM\4850PE\FLORIDA\SEC

FILED
99 JAN -8 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 12 1999

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Open MRI of Pensacola, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3295 River Exchange Drive - Suite 275
Norcross, GA 30092

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

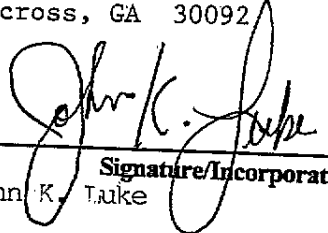
The name and Florida street address of the initial registered agent are:

John K. Luke
4511 North Davis Highway, Suite 1-B
Pensacola, Florida 32503

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Gene Venesky
3295 River Exchange Drive
Norcross, GA 30092



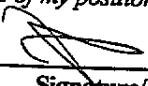
Signature/Incorporator
John K. Luke

12/28/98

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation 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



Signature/Registered Agent
Gene Venesky

12/28/98

Date

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TALLAHASSEE, FLORIDA