

10/01/2003 11:30 FAX 407 4231831

Division of Corporations

DEAN MEAD ORLANDO

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600355

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BASIC AMENDMENT

EARDLEY, MORRIS AND HOLLIS, M.D., P.A.

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Amended & Restated

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October 1, 2003

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

Attention: Teresa Brown, Document Specialist

Re: Amended and Restated Articles of Incorporation
of Eardley, Morris and Hollis, M.D., P.A.
Ref: 600355

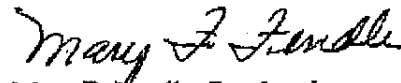
Dear Ms. Brown:

The following documents are being returned for filing:

1. Your letter dated September 22, 2003;
2. Amended and Restated Articles of Incorporation of Eardley, Morris and Hollis, M.D., P.A., with the revisions requested in your September 22 letter.

Eardley, Morris and Hollis, M.D., P.A. will change its name to Radiology Imaging Associates, P.A. as stated in the Amended and Restated Articles of Incorporation. The same principals own Radiology Imaging Associates, LLLP, document number A03000001014, and Eardley, Morris and Hollis, M.D., P.A. Eardley, Morris and Hollis, M.D., P.A. is the general partner of Radiology Imaging Associates, LLLP and all of the shareholders of Eardley, Morris and Hollis, M.D., P.A. are the sole limited partners of Radiology Imaging Associates, LLLP.

Sincerely,


Mary F. Fendle, Paralegal

:mf
Enclosures
cc: Alan H. Daniels, Esq.

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DEAN MEAD ORLANDO

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Department of State 9/22/2003 1:08 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 22, 2003

EARDLEY, MORRIS AND HOLLIS, M.D., P.A.
P O BOX 48
DAYTONA BEACH FLA, 32115US

SUBJECT: EARDLEY, MORRIS AND HOLLIS, M.D., P.A.
REF: 600355

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Document Specialist

FAX Aud. #: H03000281691
Letter Number: 703A00052190

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF EARDLEY, MORRIS AND HOLLIS, M.D., P.A.**

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Radiology Imaging Associates, P.A.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized is to engage in the business of rendering professional services to the public that a Doctor of Medicine duly licensed under the laws of the State of Florida is authorized to render, but such professional services will be rendered only through officers, employees and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice medicine therein.

ARTICLE III - DURATION

The period of duration of this Corporation shall be perpetual.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation shall be located at
130 North Frederick Avenue, Daytona Beach, Florida 32114.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Cent (\$0.01) per share.

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ARTICLE VI - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and shareholders.

ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this Corporation in the State of Florida is 130 North Frederick Avenue, Daytona Beach, Florida 32114. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the registered agent of this Corporation at that address is Charles M. Burkett. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

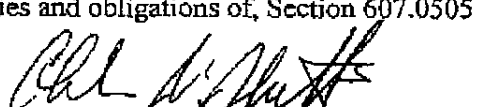
IN WITNESS WHEREOF, the undersigned corporation has executed these Amended and Restated Articles of Incorporation at Daytona Beach, Florida, this 18th day of September, 2003.

EARDLEY, MORRIS AND HOLLIS, M.D., P.A.

By: 

Melvin Stone, President

Having been named as registered agent for the above mentioned corporation, at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: 

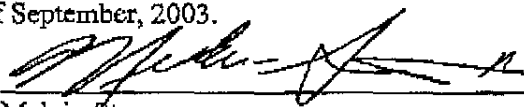
Charles M. Burkett

Date: September 18, 2003

**OFFICER'S CERTIFICATE
TO ACCOMPANY
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
EARDLEY, MORRIS AND HOLLIS, M.D., P.A.**

I, Melvin Stone, being the duly elected, qualified and acting President of EARDLEY, MORRIS AND HOLLIS, M.D., P.A., a Florida corporation (hereinafter referred to as the "Corporation"), hereby certify that the Amended and Restated Articles of Incorporation of the Corporation accompanying this Certificate were: (i) duly adopted and approved by all of the members of the Board of Directors of the Corporation in compliance with Section 607.1007 of the Florida Statutes on September 18, 2003; (ii) duly adopted and approved by all of the shareholders of the Corporation in compliance with Section 607.1007 of the Florida Statutes on September 18, 2003; and (iii) that the number of votes cast for the Amended and Restated Articles of Incorporation by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority, on this 18th day of September, 2003.



Melvin Stone
President of Eardley, Morris and Hollis, M.D., P.A.