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April 19, 1999

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VIA FEDERAL EXPRESS DELIVERY

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

RE: ARTICLES OF RESTATEMENT
BABAT & KATZ, M.D.'s, P.A.

Dear Madam or Sir:

Enclosed please an original and one (1) copy of the Articles of Restatement of Babat & Katz, M.D.'s, P.A., a Florida professional corporation, together with the Certificate required by section 607.1007, FLORIDA STATUTES.

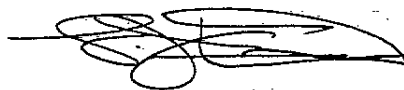
Please file this Articles of Restatement of record, and furnish me an approval stamped copy of the filed Articles.

Also enclosed is this firm's check in the amount of THIRTY-FIVE DOLLARS (\$35.00) for the applicable filing fee.

Thank you for your usual cooperation and assistance.

If you should have any questions, please do not hesitate to give me a call.

Very truly yours,



L. JAMES DICKSON

Enclosures

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99 APR 20 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Restant

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ARTICLES OF RESTATEMENT

of the Articles of Incorporation of

BABAT & KATZ, M.D.'s, P.A.

1. The Articles of Incorporation of Babat & Katz, M.D.'s, P.A., a Florida professional corporation, as heretofore amended, are hereby further amended and restated in their entirety to read as follows:

Article 1

Name

The name of this corporation is:

BABAT & KATZ, M.D.'s, P.A.

Article 2

Duration

This corporation shall exist perpetually.

Article 3

Purposes

This corporation is organized for pecuniary profit under the provisions of Chapter 607, and Chapter 621, FLORIDA STATUTES, for the sole and specific purpose of engaging, as a professional corporation within the meaning of Chapter 621, FLORIDA STATUTES, in the practice of radiology, and all of its subspecialties, within the State of Florida through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida.

Article 4

Capital Stock

This corporation shall be authorized to issue One Hundred Thousand (100,000) shares of Common Stock, each having a par value of One Dollar (\$1.00).

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TALAHASSEE, FLORIDA

Article 5
Registered Office and Registered Agent

The street address of the registered office of this corporation is 6449 - 38th Avenue North, Suite C-4, St. Petersburg, Florida 33710. The name of the registered agent of this corporation at that address is Chester C. Babat, M.D.

Article 6
Principal Office and Mailing Address

The principal office, and mailing address, of this corporation is:

6449 - 38th Avenue North, Suite C-4
St. Petersburg, Florida 33710

Article 7
Board of Directors

The number of directors comprising the full Board of Directors of the corporation shall be three (3). The number of directors comprising the full Board of Directors may be increased or decreased, from time to time, by action of the shareholders, but shall never be less than one (1).

Article 9
Bylaws

The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors, subject to repeal or change by action of the shareholders.

Article 10
Amendments

The corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders shall be subject to this reservation.

2. The shareholders have elected to bring the corporation within the provisions of the Professional Service Corporation and Limited Liability Company Act, Chapter 621, FLORIDA STATUTES.

3. Only one (1) voting group was entitled to vote on the amendments to the Articles of Incorporation made by these Articles of Restatement. The number of votes cast for the amendment by the shareholders was sufficient for approval.
4. Each amendment was duly adopted by the Board of Directors, and the shareholders on February 1, 1999.

IN WITNESS WHEREOF, these Articles of Restatement of the Articles of Incorporation of Babat & Katz, M.D.'s, P.A., have been executed as of February 1, 1999.

BABAT & KATZ, M.D.'S, P.A.

By: 
CHESTER C. BABAT, President

CERTIFICATE

BABAT & KATZ, M.D.'S, P.A.

This Certificate is delivered to the Florida Department of State pursuant to the requirements of section 607.1007, FLORIDA STATUTES, in connection with the filing by Babat & Katz, M.D.'s, P.A., a Florida professional corporation, of Articles of Restatement (the "Articles of Restatement"), amending and restating in its entirety the Articles of Incorporation of Babat & Katz, M.D.'s, P.A., as theretofore amended and/or restated (the "Articles of Incorporation").

The Articles of Restatement amend the Articles of Incorporation in its entirety, requiring shareholder approval.

Each amendment was adopted by the shareholders on February 1, 1999.

The number of votes cast for the amendments by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, this Certificate has been executed effective as of February 1, 1999.

BABAT & KATZ, M.D.'S, P.A.

By: 

CHESTER C. BABAT, M.D., President