

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

A30751 105

CONTACT: CINDY HICKS

000004435660--8
-06/22/01--01001--001
***7243.22 ***105.00

DATE: 6-21-01

REF. #: 0282.116968

CORP. NAME: PHD INVESTORS, LTD.

FILED
01 JUN 21 PM 3:29
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# 30878 FOR \$ 7243.22

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

hsk 4/21

**CERTIFICATE OF AMENDMENT
OF LIMITED PARTNERSHIP OF
PHD INVESTORS, LTD.**

Pursuant to the provisions of Section 620.109 Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on October 29, 1990, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: AMENDMENTS

PHD Equity Corporation is removed as the General Partner of the Partnership. The name, business and mailing address of the sole General Partner of the Partnership is changed to: St. Mary's Imaging Center, Inc., a Florida corporation, 300 Palm Lakes Boulevard, Third Floor, Palm Beach, Florida 33401

SECOND: This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State, and may be signed in counterparts.

THIRD: SIGNATURES;

Former General Partner:

PHD Equity Corporation, a Florida corporation

By: Bruce A. Rendina, Director
name: Bruce A. Rendina*
title: Director

New General Partner:

ST. MARY'S IMAGING CENTER, INC., a
Florida corporation

By: _____
name: _____
title: _____

* PHD Equity Corporation was administratively dissolved September 26, 1997. Bruce A. Rendina, as a Director of PHD Equity Corporation, has executed this Certificate of Amendment solely for purposes of amendment of the Certificate of Limited Partnership of PHD Investors, Ltd. Execution and delivery of this Certificate of Amendment by Bruce A. Rendina shall not be construed as the taking, or authorizing of, any other act on behalf of PHD Equity Corporation, including (without limitation) any act that may result in the incurrence of debts, obligations or liabilities of PHD Equity Corporation.

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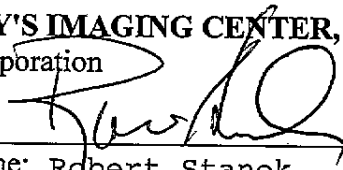
Former General Partner:

PHD Equity Corporation, a Florida corporation

By: _____
name: _____
title: _____

New General Partner:

**ST. MARY'S IMAGING CENTER, INC., a
Florida corporation**

By:  _____
name: Robert Stanek
title: President