

1201 HAYS STREET
FORT LAUDERDALE, FL 32101

800-342-8086



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 655662 86901D

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : August 8, 1995

ORDER TIME : 10:44 AM

ORDER NO. : 655662

CUSTOMER NO: 86901D

CUSTOMER: Ms. Sandi Kaufman
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

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-08/08/95 -01061--008
****122.50 ****122.50

FOREIGN FILINGS

NAME: ORANGE PARK DIAGNOSTIC CENTER
INC.

XX PROFIT
XX NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED
SECRETARY OF
DIVISION OF CORPORATE AFFAIRS
95 AUG -8 AM 11:55

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Orange Park Diagnostic Center Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DE
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. July 31, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 777 S. Flagler Drive, Suite 1104 West
West Palm Beach, FL 33140
(Current mailing address)
8. Imaging centers.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Vicki Schreiber, Asst. V.P.
(Registered agent's signature)

Vicki Schreiber, Asst. V.P.

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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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors:

A. DIRECTORS (Plenary has attached.)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

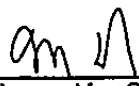
Address: _____

Treasurer: _____

Address: _____

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Michael Kirsch Secretary
(Typed or printed name and capacity of person signing application)

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DIRECTORS AND EXECUTIVE OFFICERS

President and Director

Amos F. Almand, III
777 S. Flagler Drive, Suite 1104 West
West Palm Beach, FL 33140

Vice President and Director

Jeffrey A. Goffman
777 S. Flagler Drive, Suite 1104 West
West Palm Beach, FL 33140

Vice President and Director

Robert D. Burke, M.D.
777 S. Flagler Drive, Suite 1104 West
West Palm Beach, FL 33140

Secretary

Michael D. Karsch, Esq.
380 Madison Avenue, 18th Floor
New York, NY 10017

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORANGE PARK DIAGNOSTIC CENTER INC." 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 FOURTH DAY OF AUGUST, A.D. 1995.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -8 AM 11:56



Edward J. Freel

Edward J. Freel, Secretary of State

2529274 8300

950176023

AUTHENTICATION: 7597182

DATE: 08-08-95