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1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

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ACCOUNT NO. : 07210U0000032
REFERENCE : 700140 157362A
AUTHORIZATION : *Patricia Pizot*
COST LIMIT : \$ 70.00

ORDER DATE : December 29, 1995

ORDER TIME : 2:20 PM

ORDER NO. : 700140

CUSTOMER NO: 157362A

CUSTOMER: Ms. Susan Hoban
Venture Law Group
2000 Sand Hill Road

Menlo Park, CA 94025

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DIVISION OF CORPORATIONS
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FOREIGN FILINGS

NAME: NAVIX RADIOLOGY SYSTEMS, INC.

XXX PROFIT
 NON-PROFIT

XXX CORPORATE
 LIMITED PARTNERSHIP

XXXX QUALIFICATION

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DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen Rozar

**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. Navix Radiology Systems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly state that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 65-0599645
(FEI number, if applicable)
4. June 16, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "Perpetual")
6. September 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 12900 S.W. 61st Avenue
Miami, FL 33156
(Current mailing address)
8. Provider of Radiology Services
(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:

Name: THE PRENTICE-HALL CORPORATION SYSTEM, INC.

Office Address: 1201 HAYS STREET

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.

By: Arlene Kresse - Asst. Secretary

(Registered agent's signature)

ARLENE KRESSE--ASST. SECRETARY

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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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Eugene D. Hill

Address: One Embarcadero Center, Ste. 3820
San Francisco, CA 94111

Director
~~Executive Director~~: Miles E. Gilman

Address: 12900 S.W. 61st Avenue
Miami, FL 33156

Director: Bama Rucker

Address: One Bush Street
San Francisco, CA 94104

Director: John Freund

Address: 86 Alejandra Avenue
Atherton, CA 94027

B. OFFICERS

President: Miles E. Gilman

Address: 12900 S.W. 61st Avenue
Miami, FL 33156

Vice President: _____

Address: _____

Secretary: William W. Ericson

Address: 2800 Sand Hill Road
Menlo Park, CA 94025

Chief Financial Officer

and Treasurer: W. Barry Tanner

Address: 12900 S.W. 61st Avenue
Miami, FL 33156

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

13. William W. Ericson
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

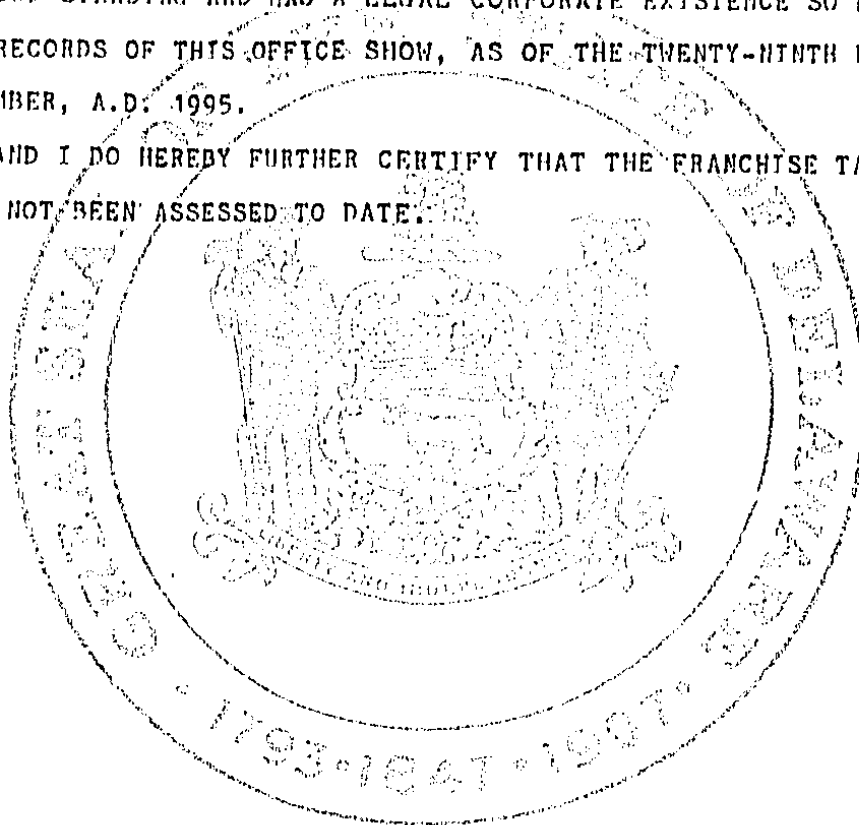
14. William W. Ericson
(Typed or printed name and capacity of person signing application)

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 "NAVIX RADIOLOGY SYSTEMS, 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 TWENTY-NINTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7773024

DATE: 12-29-95