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Document Number Only

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

700001894767
-07716796--01110--011
*****70.00 *****70.00

CORPORATION(S) NAME

Tampa Bay Resources, Inc.

7116

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
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7/16/96

WRITTEN ACTION IN LIEU OF
SPECIAL MEETING OF BOARD OF DIRECTORS
OF
TAMPA BAY RESOURCES, INC.

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The undersigned, being all of the Directors entitled to vote at meetings of the Board of Directors of Tampa Bay Resources, Inc. a Delaware corporation (the "Corporation"), acting without meeting pursuant to the Bylaws of the Corporation and to the Delaware General Corporation Law, hereby consents to and adopts the following preambles, resolutions and actions:

1. RESOLVED, that this Written Action shall be in lieu of a special meeting of the Board of Directors of the Corporation.
2. RESOLVED, that the Corporation shall engage in business in the State of Florida.

FURTHER RESOLVED, that the officers of the Corporation are authorized, directed and empowered to execute and file the Application by Foreign Corporation for Authorization to Transact Business in Florida and to take such actions as are necessary to effectuate this resolution.

FURTHER RESOLVED, that due to the unavailability of the Corporation's name in Florida, the Corporation shall engage in business in Florida under the name of Tampa Bay Medical Resources, Inc. and shall take whatever steps are required to permit the Corporation to engage in business under the aforesaid name.


3. RESOLVED, that the Corporation shall also engaged in business in Florida under the fictitious names of Tarpon Springs MRI, Americare MRI and Americare Imaging.

FURTHER RESOLVED, that the officers of the Corporation be and they hereby are authorized and directed on behalf of the Corporation to do all things required by law to enable the Corporation to do business under such names.

Dated this 11th day of July, 1996.



William B. Farrell



Robert J. Adamson

114285

**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:**

Tampa Bay Resources, Inc.

1. (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. Delaware 3. Applied for 59-3379620
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 28, 1996 5. Perpetual
(Date of incorporation) (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 817.155, F.S.))
7. 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607
(Current mailing address)
8. Any and all lawful purposes permitted under the laws of the United States and the State of Delaware.
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(Registered agent's signature)

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: William D. Farrell

Address: 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607

Director: Robert J. Adamson

Address: 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607

B. OFFICERS

President: William D. Farrell

Address: 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607

Vice President: Robert J. Adamson

Address: 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607

Secretary: Robert J. Adamson

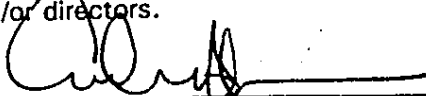
Address: 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607

Treasurer: Robert J. Adamson

Address: 2701 North Rocky Point Drive, Suite 650
Tampa, FL 33607

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.

Robert J. Adamson, Vice President

(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 "TAMPA BAY RESOURCES, 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-FIRST DAY OF MAY, A.D. 1996.

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

2607921 8300

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AUTHENTICATION:

DATE:

7953300

05-21-96