

# F98000000101

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: INTERNATIONAL MAGNETIC IMAGING, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

300002392363--1  
-01/07/98--01048--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

BREAN K. WADE  
(Name of Person)

CONSOLIDATED TECHNOLOGY GROUP LTD.  
(Firm/Company)

2424 NORTH FEDERAL HIGHWAY, SUITE #110  
(Address)

BOCA RATON, FLORIDA 33431  
(City/State/Zip)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Should you need to call someone concerning this matter, please call:

BREAN K. WADE at ( 561 ) 347-5337  
(Name of Person) (Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

# CONSOLIDATED TECHNOLOGY GROUP Ltd.

Florida Office

2424 North Federal Highway, Suite #110, Boca Raton, Florida 33431

Phone (561) 362-0917, Fax (561) 347-5352

January 6, 1998

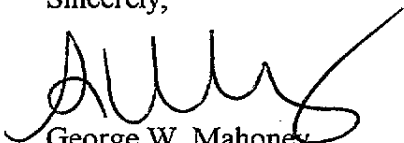
Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

Dear Sirs:

I am enclosing an "Application by Foreign Corporation for Authorization to Transact Business in Florida" for International Magnetic Imaging, Inc. (a Delaware Corporation) and a check for \$78.75. Please use the Federal Express envelope we have provided to send the "letter of acknowledgment", the "certificate of status" and all other documents to us.

You may contact Brian K. Wade at (561) 347-5337 if you have any questions or need any additional information.

Sincerely,

  
George W. Mahoney  
Treasurer

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

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

1. INTERNATIONAL MAGNETIC IMAGING, 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. DELAWARE  
(State or country under the law of which it is incorporated)
3. 65-0518181  
(FEI number, if applicable)
4. MARCH 8, 1994  
(Date of incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification in Florida.  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2424 NORTH FEDERAL HIGHWAY, SUITE #110  
BOCA RATON, FLORIDA 33431  
(Current mailing address)
8. Any lawful act or activity for which corporations may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: CORPORATION SERVICE COMPANY  
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.*

Mary J. Flowers  
(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: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: LEWIS S. SCHILLER

Address: 160 BROADWAY, SUITE #901, NEW YORK, NEW YORK 10038

Vice Chairman: NONE

Address: N/A

Director: NORMAN J. HOSKINS

Address: 160 BROADWAY, SUITE #901

NEW YORK, NEW YORK 10038

Director: E. GERALD KAY

Address: 160 BROADWAY, SUITE #901

NEW YORK, NEW YORK 10038

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: LEWIS S. SCHILLER

Address: 160 BROADWAY, SUITE #901

NEW YORK, NEW YORK 10038

Vice President: N/A - NONE

Address: N/A

N/A

Secretary: GRAZYNA B. WNUK

Address: 160 BROADWAY, SUITE #901

NEW YORK, NEW YORK 10038

Treasurer: GEORGE W. MAHONEY

Address: 2424 NORTH FEDERAL HIGHWAY, SUITE #110

BOCA RATON, FLORIDA 33431

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

13. [Signature]

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

14. GEORGE W. MAHONEY, TREASURER

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

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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 "INTERNATIONAL MAGNETIC IMAGING, 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 THIRTIETH DAY OF DECEMBER, A.D. 1997.

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

2383805 8300

DATE: 8841001

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12-30-97