

01/21/98 WED 10:53 FAX 561 655 5677

GUNSTER YOAKLEY VALDES F

21001

F98000000364

1/21/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

10:15 AM

((H98000001294 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)  
076: 17000420

ACCT#:

CONTACT: DEB KORFAGE

PHONE: (561)650-0729

FAX #: (561)655-5677

NAME: RADIOLOGY CORPORATION OF AMERICA

AUDIT NUMBER.....H98000001294

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..1 PAGES..... 4

CERT. COPIES.....1 DEL.METHOD.. FAX

EST.CHARGE.. \$131.25

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE  
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE  
DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 21 PM 1:43

mtm  
1/21

RECEIVED

98 JAN 21 PM 1:05

DIVISION OF CORPORATIONS

# 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. RADIOLOGY CORPORATION OF AMERICA

(Name of corporation: the word "INCORPORATED," "COMPANY" or "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. March 21, 1997

4. Perpetual

(Date of Incorporation)

(Duration)

## 5. Applied For

(Federal Employer Identification number, if applicable)

6. February 15, 1998

(Date first transacted business in Florida. See sections 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Dialysis Centers of America, Inc., 7900 Glades Road, Boca Raton, FL 33434

(Current mailing address)

## 8. Management Services

(Brief description of the nature of the business in which it is engaged in the State of Florida)

## 9. Names and addresses of officers and/or directors:

### A. Directors

Chairman: (Reported under 9.B., Officer Section)

Address:

Vice Chairman:

Address:

Director: Monroe R. Meyerson

Address: c/o Dialysis Centers of America, Inc.

7900 Glades Road, Boca Raton, FL 33434

Director:

Address:

Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.

Susan E. Howman, Esq. - FL Bar No 0107220 - (561) 650-0614

777 South Flagler Drive, Suite 500 East, West Palm Beach, FL 33401

B Officers H98000001294

President: Allen D. McGee

Address: c/o Dialysis Centers of America, Inc.

7900 Glades Road, Boca Raton, FL 33434

Vice President: N/A

Address: \_\_\_\_\_

Secretary: Allen D. McGee

Address: c/o Dialysis Centers of America, Inc.

7900 Glades Road, Boca Raton, FL 33434

Treasurer: N/A

Address \_\_\_\_\_

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 21 PM 1:43

10. Name and Street address of Florida Registered Agent:

Name: Valdes-Fauli Corporate Services, Inc.

Office Address: 777 South Flagler Drive, Suite 500E

West Palm Beach, Florida 33401

(Zip Code)

11. 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.

Registered Agent's Signature: by: Michael V. Petrosi, V.P.

12. 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.

13. Allen D McGee CEO  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. \_\_\_\_\_  
Chief Executive Officer, President, Secretary  
(Name and capacity of person signing application)

01/21/98 WED 10:57 FAX 561 655 5677

GUNSTER YOAKLEY VALDES F

004

H98000001294

**Addendum to 9.B. Officers Section**

Chairman of the Board:

Monroe R. Meyerson  
c/o Dialysis Centers of America, Inc.  
7900 Glades Road  
Boca Raton, FL 33434

322013.1

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 21 PM 1:43

H98000001294

*State of Delaware*  
*Office of the Secretary of State*

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RADIOLOGY CORPORATION OF AMERICA" 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 SIXTEENTH DAY OF JANUARY, A.D. 1998.

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 21 PM 1:43



Edward J. Freel, Secretary of State

2731398 8300

981019513

H98000001294

AUTHENTICATION: 8870274

DATE: 01-16-98