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COTTON & GATES
ATTORNEYS AT LAW

ERNEST L. "BUDDY" COTTON, P.A.
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March 21, 2000

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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Mr

Re: Cardiovascular Imaging and Respiratory Mobile, a LLC

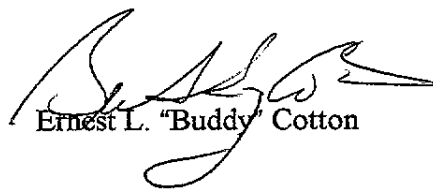
Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Organization of Cardiovascular Imaging and Respiratory Mobile L.L.C.; Statement Accepting Appointment of Initial Registered Agent and Affidavit. I would appreciate your filing same and returning a certified copy of each of these documents in the enclosed self-addressed, stamped envelope.

Also enclosed is my firm's check, in the amount of \$337.50, representing the costs associated with filing a limited liability corporation.

In the event you have any questions or if I may be of any assistance, please do not hesitate to contact me.

Sincerely,



Ernest L. "Buddy" Cotton

FILED
00 MAR 23 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DL
Updater	ELC/slh
Updater Enclosures	
Verifier cc:	Kathryn A. Smith Charles D. Fortney
Acknowledgement	
W. P. Verifier	DL

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(copy to)

8 pages
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April 12, 2000

Department of State
Division of Corporations
Attn: Diane Cushing
Post Office Box 6327
Tallahassee, Florida 32314

Re: Cardiovascular Imaging and Respiratory Mobile L.L.C.
Your Reference #W00000008857


Dear Ms. Cushing:

Thank you for your correspondence of April 3, 2000. Pursuant to your letter, Article XI of the Articles of Organization has been changed.

In that regard, please find enclosed an original and one copy of the Articles of Organization and Statement Accepting Appointment of Initial Registered Agent, regarding the above-referenced corporation, as well as a copy of your April 3, 2000 correspondence.

If I may be of further assistance, or if you have any questions, please do not hesitate to contact me.

Sincerely,



Ernest L. "Buddy" Cotton

ELC/slh

Enclosures

cc: Ms. Kathryn Ann Smith



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 3, 2000

ERNEST L. "BUDDY" COTON
COTTON & GATES
THREE PLEW AVENUE
SHALIMAR, FL 32579

SUBJECT: CARDIOVASCULAR IMAGING AND RESPIRATORY MOBILE L.L.C.
Ref. Number: W0000008857

We have received your document for CARDIOVASCULAR IMAGING AND RESPIRATORY MOBILE L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the limited liability company is to be managed by one of more managers, the document must contain a statement that the company is a manager-managed company.

In Article XI you state the company shall be managed by an officer or officers. We need to above statement or nothing at all.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 100A00018194

ARTICLES OF ORGANIZATION

OF

CARDIOVASCULAR IMAGING AND RESPIRATORY MOBILE L.L.C.

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizers of a limited liability company, hereby adopts the following Articles of Organization for such Company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this limited liability company is Cardiovascular Imaging And Respiratory Mobile L.L.C. (the "Company").

ARTICLE II - DURATION

The company's existence shall be perpetual and shall be effective on March 20, 2000.

ARTICLE III - MAILING ADDRESS AND STREET ADDRESS

The mailing address of the Company is 623 Highway 98, Suite 5 Destin, Florida, 32541.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Company is Kathryn Ann Smith and the address of initial registered agent of the Company is 124 Fulmar Circle NE, Fort Walton Beach, Florida 32548.

ARTICLE V - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 624 Highway 98, Suite 5, Destin, Florida, 35241.

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Additional members to the Company may be admitted, but only if all of the current Members agree to the admission of the additional members and to the terms of admission.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

VIII - AMOUNT OF CASH

This Company shall begin business with THIRTY THOUSAND DOLLARS CASH.

ARTICLE IX - ADDITIONAL CONTRIBUTION

The Members agree to be equally responsible for all costs and payments associated with the purchase of all equipment used for company purposes at the time and place due.

ARTICLE X - PURPOSE OF COMPANY

The purpose of this Company shall be to provide mobile cardiovascular and respiratory imaging for doctors, hospitals and their patients, and do all other lawful business permitted by Florida Statute 608.404.

ARTICLE XI - MANAGEMENT OF THE COMPANY

The Company shall be manager-managed.

ARTICLE XII – ORGANIZERS

The names and addresses of the organizers are:

Name: Kathryn Ann Smith	Address:	124 Fulmar Circle NE Fort Walton Beach, Florida 32548
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Name: Charles D. Fortney	Address:	124 Fulmar Circle NE Fort Walton Beach, Florida 32548
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ARTICLE XIII – INDIMNIFICATION

The Company shall indemnify any Member, Manager, Member-Manager and/or Officer who is or was a party, or who is threatened to be made a party, to any administrative or investigative,

including all appeals, by reason of the fact that such Member, Manager, Member-Manager and/or Officer is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member, Manager, Member-Manager and/or Officer in connection with such action, suit or proceeding. The Company shall not indemnify and Member, Manager, Member-Manager and/or Officer in the event of (i) a breach of such Member, Manager, Member-Manager and/or Officer's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member, Manager, Member-Manager and/or Officer derived an improper personal benefit, or (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act, or (v) judgments, penalties, fines, and settlements arising from any proceeding by or in the right of the Company, or against expenses in any such case where such Member, Manager, Member-Manager and/or Officer shall be adjudged liable to the Company. Any indemnification provided for in this Article (unless ordered by a court) shall be made by the Company only as authorized in the specific case upon a determination that indemnification of the Member, Manager, Member-Manager and/or Officer is proper in the circumstances because such Member, Manager, Member-Manager and/or Officer had met the applicable standard of conduct set forth in this Article. Such determination shall be made: (i) by the Members by a majority vote of a quorum consisting of Members who were not parties to such action, suit or proceeding; or (ii) by special legal counsel, selected by the Members by vote as set forth in (i) above.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

ARTICLE XIV - REGULATIONS

The Members shall have the power to adopt, alter, amend, or repeal the Regulations of the Company containing provisions for the regulation and management of the affairs of the Company, by unanimous consent.

IN WITNESS WHEREOF, the undersigned, being all of the original Members of the Company, have executed these Articles of Organizations, this 20th day of March, 2000.

Cardiovascular Imaging And Respiratory Mobile
L.L.C.,
a Florida Corporation

Kathryn Ann Smith
Kathryn Ann Smith

FILED
MAR 23 PM 2:30
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

STATE OF FLORIDA
COUNTY OF OKALOOSA

THE foregoing instrument was acknowledged before me this the 20th day of March, 2000, by Kathryn Ann Smith, who is personally known to me or has shown FL DL as identification.

Louise M. Jones
Notary Public
My Commission Expires: _____
Louise M. Jones
My Commission CC732044
Expires April 8, 2002

IN WITNESS WHEREOF, the undersigned, being all of the original Members of the Company, have executed these Articles of Organizations, this 20th day of March, 2000.

Cardiovascular Imaging And Respiratory Mobile
L.L.C.,
a Florida Corporation

Charles D. Fortney
Charles D. Fortney

STATE OF FLORIDA
COUNTY OF OKALOOSA

THE foregoing instrument was acknowledged before me this the 20th day of March, 2000, by Charles D. Fortney, who is personally known to me or has shown FL DL as identification.

Louise M. Jones
Notary Public
My Commission Expires: _____
Louise M. Jones
My Commission CC732044
Expires April 8, 2002

**STATEMENT ACCEPTING APPOINTMENT OF
INITIAL REGISTERED AGENT**

Pursuant to Florida Statute 608.407(4), the following is submitted:

Having been named to accept service of process for Cardiovascular Imaging And Respiratory
Mobile, a limited liability corporation, at the place designated in the Articles of Organization, I hereby
accept to act in this capacity and agree to comply with the provisions of said Statute relative to
keeping open said office.



KATHRYN ANN SMITH

FILED
00 MAR 28 PM 2:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA