

L61600016859

SHELL, FLEMING, DAVIS & MENGE
ATTORNEYS AT LAW

BRADEN K. BALL, JR.
MAUREEN DUGNAN
Board Certified Criminal Trial Lawyer
Also Licensed In New York
MILLARD L. FRETLAND
THOMAS J. GILLIAM, JR.
PAUL W. GROOM II
CHARLES L. HOFFMAN, JR.
LL.M. in Taxation
DANNY L. KEPNER
Board Certified Civil Trial Lawyer
JASON R. MOSLEY
ROBERT C. PALMER, III
Board Certified Civil Trial Lawyer
STEPHEN B. SHELL
Board Certified Real Estate Lawyer
JOHN B. TRAWICK
TIFFANY T. WOODWARD
SUSAN A. WOOLF

BRADEN K. BALL, JR.

TELEPHONE • (850) 434-2411 ext. 104
FACSIMILE • (850) 435-1074
E-MAIL • bball@shellfleming.com

OF COUNSEL:
THURSTON A. SHELL
FLETCHER FLEMING
ROLLIN D. DAVIS, JR.
M. J. MENGE

226 PALAFON PLACE
NINTH FLOOR, SEVILLE TOWER
PENSACOLA, FLORIDA 32501

MAIL TO:
POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32598-1831

September 26, 2001

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

000004617880--2
-10/01/01--01046--005
****155.00 ****155.00

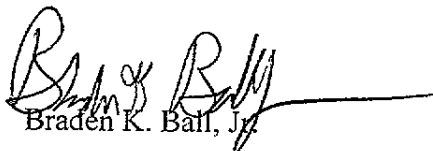
Re: OPEN MRI HOLDINGS, LLC

Dear Sir or Madam:

Enclosed please find original and one copy of the Articles of Organization for the above LLC. I would appreciate your filing the original Articles and returning a copy certified to me. Our check in the amount of \$155.00 for the required filing fee is enclosed.

Sincerely,

SHELL, FLEMING, DAVIS & MENGE


Braden K. Ball, Jr.

BKBjr/df
Enclosures
E342.00000

FILED
01 OCT -1 AM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
10/2

**ARTICLES OF ORGANIZATION
FOR
OPEN MRI HOLDING COMPANY, LLC
(a Florida Limited Liability Company)**

The undersigned, being a member of Incorporation of Open MRI Holding Company, LLC, a Florida Limited Liability Company, and acting as the organizer of the Limited Liability Company, hereby adopts the following Articles of Organization for the Limited Liability Company pursuant to Chapter 608, Florida Statutes.

ARTICLE I - Name

The name of the Limited Liability Company is: **Open MRI Holding Company, LLC**

ARTICLE II - Duration

The period of duration for the Limited Liability Company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the members.

ARTICLE III - Address

The mailing address and the street address of the principal office of the Limited Liability Company is as follows:

226 South Palafox Place, Suite 101-B
Pensacola, Florida 32501

ARTICLE IV - Registered Agent

The name and address of the initial Registered Agent for the Limited Liability Company is as follows:

Evelyn Pacheco
226 South Palafox Place, Suite 101-B
Pensacola, Florida 32501

ARTICLE V - Admission of Additional Members

The members shall have the right to admit additional members upon the written consent of members holding the required percentage of membership interests as provided in the Regulations and the satisfaction of all other terms and conditions of admission as provided in the Regulations.

FILED
01 OCT - 1 AM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - Members Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue the business upon the death, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company provided there are at least two remaining members and the business of the Company is continued by the consent of all remaining Members.

ARTICLE VII - Management

The Limited Liability Company is to be managed by the members. The number of managers shall from time to time be fixed by the Regulations of the Limited Liability Company. The number of managers constituting the initial managers is one (1). A manager need not be a resident of the State of Florida or a member of the Limited Liability Company. The name and address of the members who are to serve as managers until the first annual meeting of members or until his successor is duly elected and qualify, unless he shall sooner die, resign or be removed in accordance with the Regulations of the Limited Liability Company, is as follows:

Evelyn Pacheco
226 South Palafox Place, Suite 101-B
Pensacola, Florida 32501

The undersigned, being the members of Incorporation of the Organization of Open MRI Holding Company, LLC, a Florida Limited Liability Company, and acting as the organizer of the Limited Liability Company, hereby certify that the foregoing constitutes the Articles of Organization for the Limited Liability Company.


Evelyn Pacheco

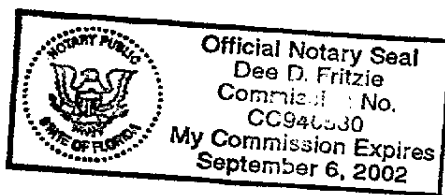
FILED
01 OCT - 1 AM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 26th day of September, 2001,
by Evelyn Pacheco, who (X) is personally known to me or () produced _____
_____ as identification.

[Seal]



Dee D. Fritzie
Notary Public DEE D. FRITZIE
My Commission Expires: 09-06-02
Commission Certificate No.: CC940580

FILED
01 OCT -1 AM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

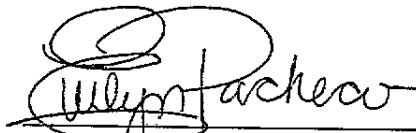
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOR
OPEN MRI HOLDING COMPANY, LLC**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: Open MRI Holding Company, LLC
2. The name and the Florida street address of the registered agent are:

Evelyn Pacheco
226 South Palafox Place, Suite 101-B
Pensacola, Florida 32501

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Evelyn Pacheco, Registered Agent

FILED
01 OCT -1 AM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA