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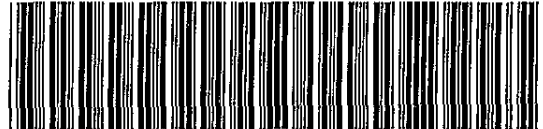
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DIVISION OF CORPORATIONS
03 DEC -5 AM 9:26

7p

Wednesday, December 03, 2003

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
(850) 245-6051

To Whom it May Concern:

Please find enclosed corporate documents, the Articles of Organization. Please send any information or certificates to the address indicated below.

Any questions, please contact me at the phone number below.

Most Sincerely,



Michael Fagien, M.D.
Advanced Diagnostic Imaging of Fla
c/o JAZZIZ Omnimedia
2650 North Military Trail Suite 140
Boca Raton, FL 33431
(954) 557 8408

/mf

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**ARTICLES OF ORGANIZATION
OF
ADVANCED DIAGNOSTIC IMAGING OF FLORIDA, L.L.C.**

ARTICLE I

NAME

The name of this limited liability company (the "Company") shall be **ADVANCED DIAGNOSTIC IMAGING OF FLORIDA, L.L.C.** and its mailing address and principal place of business is 2650 North Military Trail, Fountain Square II, Suite 140, Boca Raton, Florida 33431.

ARTICLE II

COMMENCEMENT OF COMPANY EXISTENCE

This Company shall commence existence on the date these Articles of Organization are filed with the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to its Operating Agreement or law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of this Company shall be to develop, own, manage, lease, and operate at least one radiology center and any other lawful business necessary or helpful in carrying out such purposes. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial name and address of the registered agent of this Company is Michael Fagien, 2650 North Military Trail, Fountain Square II, Suite 140, Boca Raton, Florida 33431. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

ARTICLE V

MANAGEMENT

The Company shall be managed by a Manager or Managers as set forth in the Operating Agreement adopted by the Company. The name and street address of the initial Managers are: Michael Fagien and Lori B. Fagien, 2650 North Military Trail, Fountain Square II, Suite 140, Boca Raton, Florida 33431, who shall serve as the initial Managers until either removal by the Members or resignation as provided in the Operating Agreement. Except as otherwise stated in the Company's Operating Agreement, the Managers have sole authority to manage the Company and are authorized to make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the Company to conduct or further the Company's business. This provision does not alter or waive any duty that the Managers may have to the Company concerning the Managers' exercise of management authority. Except as authorized by the Managers or as otherwise provided in the Company's Operating Agreement relating to determining compensation arrangements for the Managers, no Member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company.

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ARTICLE VI
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members and shall require the approval of the Manager and of Members owning more than fifty percent (50%) of the Membership Units.

ARTICLE VII
ADMISSION OF NEW MEMBERS

Additional Members may not be admitted except upon compliance with the terms and conditions set forth in the Operating Agreement.

ARTICLE VIII
DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY,
EXPULSION, DISSOLUTION OF MEMBER

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the Manager may continue the business of the Company without a vote of the Members so long as there is at least one (1) remaining Member of the Company.

ARTICLE IX
AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto, is conferred upon the Members and shall require the approval of the Manager and of Members owning more than fifty percent (50%) of the Membership Units.

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ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

ARTICLE XI


**RELATIONSHIP OF ARTICLES OF ORGANIZATION
TO OPERATING AGREEMENT**

If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent allowed by law, the Operating Agreement will govern.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company does hereby make and files these Articles of Organization declaring and certifying that the facts stated herein are true, this 12th day of November 2003.



Michael Fagien, Manager/Member



Lori B. Fagien, Manager/Member

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

ADVANCED DIAGNOSTIC IMAGING OF FLORIDA, L.L.C. (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated **Michael Fagien** as its initial registered agent to accept service of process within the State of Florida, with its registered office located at 2650 North Military Trail, Fountain Square II, Suite 140, Boca Raton, Florida 33431.



Michael Fagien, Manager/Member



Lori B. Fagien, Manager/Member

ACKNOWLEDGMENT

Having been named as the initial registered agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.09 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as registered agent.

Dated this 12th day of November, 2003.



Michael Fagien, Registered Agent

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