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LIMITED LIABILITY COMPANY

University MRI Research and Education Foundation

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**ARTICLES OF ORGANIZATION
OF
UNIVERSITY MRI RESEARCH AND EDUCATION FOUNDATION,
LLC**

The undersigned, being a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is University MRI Research and Education Foundation, LLC (the "Company").

ARTICLE II

ADDRESS

The mailing address and business address of the Company is:

3848 FAU Boulevard
Suite 200
Boca Raton, Florida 33431

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 3848 FAU Boulevard, Suite 200, Boca Raton, Florida 33431 as the street address of the initial registered office of the Company and names Fred L. Steinberg, M.D. as the Company's initial registered agent at that address to accept service of process within this state.

Having been named as registered agent for the Company and to accept service of process at the place designated in these Articles of Organization, I hereby accept appoint 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 as provided for in Chapter 608, Florida Statutes.



Fred L. Steinberg, M.D.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLE IV

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

ARTICLE V

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI

ADDITIONAL MEMBERS

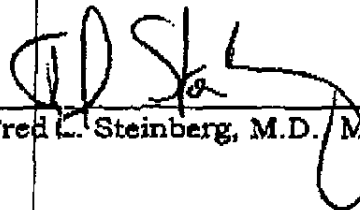
Additional Members may be admitted upon the unanimous written consent of the then existing Members, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE VII

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 14th day of Sept. 2004.


Fred L. Steinberg, M.D. Member

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