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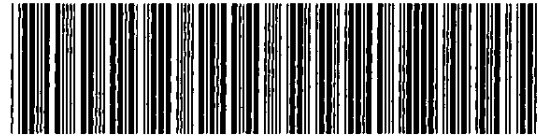
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AUG 27 2008

EXAMINER



BALCH & BINGHAM LLP

Alabama • Georgia • Mississippi • Washington, DC

Catherine W. Eagles, CP  
Certified Paralegal

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August 25, 2008

**FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Ascent Imaging, LLC

Dear Sir or Madam:

Please find enclosed Articles of Organization of Ascent Imaging, LLC, along with a check in the amount of \$125.00 to cover the fee for filing same.

Please return your receipt and evidence of filing to the undersigned in the enclosed stamped, self-addressed envelope.

With best regards, I am

Sincerely,

Catherine W. Eagles, CP  
Certified Paralegal

/cwe  
Enclosures

cc: Mr. Scott R. Baratta  
Philip M. Sprinkle, II, Esquire

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
C. W. EAGLES

**ARTICLES OF ORGANIZATION  
OF  
ASCENT IMAGING, LLC**

**ARTICLE I**

**NAME**

The name of this limited liability company shall be **Ascent Imaging, LLC** and its mailing address and principal place of business is 2100 S.E. Ocean Boulevard, Suite 102, Stuart, Florida 34996 (the "Company").

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TALLAHASSEE, FLORIDA

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**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, as applicable, its Operating Agreement or law.

**ARTICLE III**

**PURPOSE**

The Company is organized for and shall be authorized to engage in any and all lawful business purposes as provided under the applicable laws of the State of Florida.

**ARTICLE IV**

**INITIAL REGISTERED OFFICE AND AGENT**

The initial name and address of the registered agent of this Company is Edwin E. Mortell, III, Esquire, Peterson Bernard, 416 S.E. Flamingo Avenue, Stuart, Florida 34996. 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 a member managed company as set forth in applicable Florida statutes and regulations.

**ARTICLE VI**

**OPERATING AGREEMENT**

In the event that an Operating Agreement is adopted by the Members of the Company, the power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

**IN WITNESS WHEREOF**, the undersigned authorized representative of the Company does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, this 22<sup>nd</sup> day of August, 2008.



Philip M. Sprinkle, II, Esquire, Organizer

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TALLAHASSEE, FLORIDA

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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:

**Ascent Imaging, LLC** (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated Edwin E. Mortell, III, Esquire, as its initial registered agent to accept service of process within the State of Florida, with its registered office located at Peterson Bernard, 416 S.E. Flamingo Avenue, Stuart, Florida 34996.

/s/ Philip M. Sprinkle, II  
Philip M. Sprinkle, II, Esquire, Organizer

**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 48.091 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 20<sup>th</sup> day of August, 2008.

  
Edwin E. Mortell, III, Esquire