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**DATE:** 6/4/14

**NAME:** VERO RADIOLOGY ASSOCIATES, INC.

**TYPE OF FILING:** CONVERSION

**COST:** 180.00

**RETURN:** CERTIFIED COPY PLEASE

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**ACCOUNT:** FCA000000015

**AUTHORIZATION:** ABBIE/PAUL HODGE

*Abbie Hodge*

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**CERTIFICATE OF CONVERSION**  
**OF**  
**VERO RADIOLOGY ASSOCIATES, INC.**  
**(a Florida corporation)**

**TO**  
**VERO RADIOLOGY ASSOCIATES, LLC**  
**(a Florida limited liability company)**

Pursuant to the provisions of Chapters 607 and 605, Florida Statutes, this Certificate of Conversion and attached Articles of Organization are submitted to convert Vero Radiology Associates, Inc., a Florida corporation (the "Corporation"), into Vero Radiology Associates, LLC, a Florida limited liability company.

1. The Articles of Incorporation of the Corporation were duly filed with the Florida Secretary of State on December 29, 1986. The Florida document number for the Corporation is J49080.

2. The name of the Corporation prior to conversion to a limited liability company is Vero Radiology Associates, Inc.

3. The name of the limited liability company into which the Corporation will convert, as provided by the attached Articles of Organization, shall be Vero Radiology Associates, LLC.

4. The plan of conversion was approved by the shareholders and directors of the Corporation as required by Chapter 607, Florida Statutes.

5. The effective date of this Certificate of Conversion shall be the date of filing of this Certificate of Conversion with the Florida Secretary of State.

6. Vero Radiology Associates, LLC has agreed to pay any shareholders having appraisal rights the amount, if any, to which they are entitled under Sections 607.1301 - 607.1333, Florida Statutes, to the extent that such appraisal rights have not been waived.

This Certificate of Conversion has been executed this 3rd day of June, 2014, effective as of the date of filing.

**VERO RADIOLOGY ASSOCIATES, INC.**

By: \_\_\_\_\_

Name: Jay P. Colella  
Title: Vice President

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION  
OF  
VERO RADIOLOGY ASSOCIATES, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of this limited liability company shall be Vero Radiology Associates, LLC.

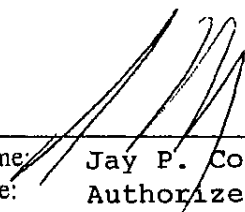
**ARTICLE II**

The mailing address and street address of the principal office of the limited liability company shall be 3725 11th Circle, Vero Beach, Florida 32960, with the privilege of having its offices at other places within or without the State of Florida.

**ARTICLE III**

The initial registered office of this limited liability company is 7777 Glades Road, Suite 300, Boca Raton, FL 33434. The initial registered agent at that address is BCRA, LLC.

The undersigned authorized representative has executed these Articles of Organization on June 3, 2014.

By:   
Name: Jay P. Colella  
Title: Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113, Florida Statutes, the limited liability company referenced below submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is Vero Radiology Associates, LLC.

SECOND -- The name and address of the registered agent and office is:

BCRA, LLC  
7777 Glades Road, Suite 300  
Boca Raton, FL 33434

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.

Signed June 3, 2014.

BCRA, LLC,  
Registered Agent

By: Nina S. Gordon

Name: Nina S. Gordon  
Title: Manager

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