

4/28/2016 13:00 FAX

Division of Corporations

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Email Address: gthomas@barneswalker.com

**FLORIDA LIMITED LIABILITY CO.**  
**The Center for Urgent Diagnostic Imaging, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
THE CENTER FOR URGENT DIAGNOSTIC IMAGING, LLC**

**ARTICLE I  
Name**

The name of the limited liability company ("Company") is The Center for Urgent Diagnostic Imaging, LLC.

**ARTICLE II  
Address**

The initial mailing address of the Company's principal office is 10940 State Road 70 East, Unit 103, Bradenton, FL 34202. The initial street address of the Company's principal office is 10940 State Road 70 East, Unit 103, Bradenton, FL 34202.

**ARTICLE III  
Purpose and Duration**

The purpose of this Company is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Company shall have all powers given limited liability companies under the Laws of the State of Florida. The period of duration of this Company is perpetual.

**ARTICLE IV  
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Jose Alberto Avila. The address of the Company's registered office in Florida is 1610 Meadowood Street, Sarasota, FL 34231.

**ARTICLE V  
Management**

A. The Company is to be managed by Managers who will generally serve from annual meeting to annual meeting of the Member(s) (or until a replacement is qualified and elected) unless the Company's Operating Agreement dictates otherwise. The initial Managers, however, shall serve at least until the organizational meeting of the Company and are identified as follows:

Jose Alberto Avila, whose address is 1610 Meadowood Street, Sarasota, FL 34231.

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- c. Modify the duration of this Company, or;
- d. Affect the rights or restrictions regarding the assignability of Member Status or Transferable Interest, or;
- e. Amend this Article V, or;
- f. Dissolve or terminate the existence of this Company, or;
- g. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members.

If any Member shall not object in writing to the Managers' request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Managers' request.

C. A "majority in interest," without more, shall mean a simple majority, as determined by their "LLC Interest Percentages" (as defined in the Company's Operating Agreement) in the Company, of the Member(s) of the Company.

#### **ARTICLE VI Continuation of Business**

A majority in interest of the remaining Member(s) of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event that terminates the continued membership of a Member in the Company.

#### **ARTICLE VII Profits and Losses Allocation**

Profits and losses will be allocated to the Members in accordance with the Operating Agreement of the Company.

#### **ARTICLE VIII Amendments**

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Manager other than the executing Member, provided, however, that if a single party is the sole Member and Manager, only that party shall be required to sign said Articles of Amendment.

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- e. Amend this Article V, or;
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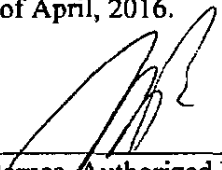
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**ARTICLE IX**  
**Commencement**

Pursuant to the provisions of Chapter 605, Florida Statutes, this Company shall begin in existence on the 29<sup>th</sup> day of April, 2016 at 12:01 a.m.

IN WITNESS WHEREOF, the undersigned authorized representative of a Member has executed these Articles of Organization on this 28<sup>th</sup> day of April, 2016.

  
\_\_\_\_\_  
Garret T. Barnes, Authorized Representative of  
Jose A. Avila, Member

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**CERTIFICATE OF DESIGNATED  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes Sections 605.0201 and 605.0113, the undersigned submits the following statement as the designated registered agent/registered office in the State of Florida for THE CENTER FOR URGENT DIAGNOSTIC IMAGING, LLC:

1. My name as registered agent and the address of my office, which shall serve as the registered office for the above-referenced limited liability company, are: Jose Alberto Avila, 10940 State Road 70 East, Unit 101, Bradenton FL 34202.

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2. Having been named as registered agent to accept service of process for the above-named limited liability company at the office designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to maintain its registered office. 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.

Dated: 4/29/16.

  
Jose Alberto Avila, Registered Agent