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Holland & Knight LLP

From: Diazdon, Esmi (MIA - X22275)

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
STAND-UP MRI OF TALLAHASSEE, P.A.**

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
STAND-UP MRI OF TALLAHASSEE, P.A.**

Pursuant to the provisions of Florida Statutes Sections 607.1001, 606.1002, 607.1006, 607.1007 and 607.071 of the Florida Business Corporation Act, these Amended and Restated Articles of Incorporation (these "*Amended and Restated Articles of Incorporation*") of **STAND-UP MRI OF TALLAHASSEE, P.A.**, a corporation duly organized and existing under the laws of the State of Florida as filed on June 11, 1990 and assigned document number L79020, the undersigned officer confirms that these Amended and Restated Articles of Incorporation were duly adopted by written consent of the sole shareholder and sole director on December 12, 2022. The number of votes cast for the amendment by the sole shareholder was sufficient for approval. These Amended and Restated Articles of Incorporation hereby amend and restate Articles of Incorporation and supersede and replace the provisions of the Corporation's original Articles of Incorporation in their entirety:

ARTICLE I. NAME

The name of the Corporation is **STAND-UP MRI OF TALLAHASSEE, INC.** (the "*Corporation*").

ARTICLE II. ADDRESS

The principal address of the Corporation is 2332 Capital Circle NE, Tallahassee, FL 32308. The mailing address of the Corporation is 110 Marcus Drive, Melville, NY 11747.

ARTICLE III. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 100 shares of common stock having \$0.01 par value per share.

ARTICLE V. DIRECTORS/OFFICERS

The business of the Corporation shall be managed and its corporate powers exercised by the board of directors. The Corporation shall have no less than one (1) director. The name and address of the Director and Officer of the Corporation are:

<u>Name</u>	<u>Titles</u>	<u>Address</u>
Timothy Damadian	Director, President, Treasurer and Secretary	110 Marcus Drive Melville, NY 11747

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ARTICLE VI. REGISTERED OFFICE AND AGENT

The Corporation's street address of the registered agent is 1 Financial Plaza, Suite 2700, Fort Lauderdale, FL 33394 and the Corporation's registered agent at that address to accept service of process within the state is Gabe Imperato, Esq.

ARTICLE VII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders and board of directors, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE VIII. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.


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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation of the Corporation on this 12 day of December, 2022.



Timothy Damadian, President

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