

Division of Corporations

Page: 1 of 2

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## Florida Department of State

Division of Corporations

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## LIMITED LIABILITY COMPANY

INNOVATIVE MEDICAL IMAGING, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
INNOVATIVE MEDICAL IMAGING, LLC**

The undersigned Member, desiring to form a limited liability company under the Florida Limited Liability Company Act ("Act"), Sections 608.401 - 608.514, Florida Statutes, does hereby make and file these Articles of Organization.

**ARTICLE I**

**NAME**

The name of this limited liability company ("Company") is:

INNOVATIVE MEDICAL IMAGING, LLC

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**ARTICLE II**

**DURATION**

The Company will dissolve on December 1, 2023, unless sooner dissolved according to law.

**ARTICLE III**

**PRINCIPAL OFFICE**

The mailing address and the address of the Company's principal office are:

8903 Glades Road, A-8/9  
Boca Raton, Florida 33434

John White II, Esq. FL Bar # 289485  
Nason, Yeager, Gerson, White & Lloce, P.A.  
1645 Palm Beach Lakes Blvd, Ste. 1200  
West Palm Beach, Florida 33401  
(561) 686-3307

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company in the State of Florida is:

8903 Glades Road, A-8/9  
Boca Raton, Florida 33434

The name of the initial registered agent designated by the Company at that address is:

Arnold E. Needleman, M.D.

ARTICLE V

ADDITIONAL MEMBERS

The Members may not admit new Members without the consent of all Members.

ARTICLE VI

CONTINUATION OF BUSINESS

In the event of the death, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company will be continued if the Members (excluding the deceased, bankrupt or dissolved Member) owning in excess of 50% of the Percentage Interests (again, excluding that of the deceased, bankrupt or dissolved Member) should so consent at a special meeting of Members called for such purpose, for which the Manager will give notice to all Members promptly after learning of such event.

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ARTICLE VII

MANAGEMENT OF COMPANY AND ITS AFFAIRS

The Company is to be managed by a Manager. The following is the initial Manager who is to serve until the first annual meeting of Members or until its successor is elected and qualifies:

Name

Address

IM MANAGEMENT, INC.

8903 Glades Road, A-8/9  
Boca Raton, Florida 33434

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization on the date hereinafter set forth.

By:

  
Arnold E. Needleman, M.D.

(SEAL)

Date: December 21, 1998

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is INNOVATIVE MEDICAL IMAGING, LLC (the "Company").

2. The name and address of the registered agent and office are:  
Arnold E. Needleman, M.D., 8903 Glades Road, A-8/9, Boca Raton, Florida 33434.

*Having been named as registered agent and to accept service of process for the 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.*

Date: December 21, 1998.

  
Arnold E. Needleman, M.D.

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member or authorized representative of a Member of INNOVATIVE MEDICAL IMAGING, LLC, a Florida limited liability company, certifies:

1. The above-named limited liability company has at least 1 member.
2. The total amount of cash contributed by the Members is \$0-
3. If any, the agreed value of property other than cash contributed by the Members is described on attached Schedule 1. NONE. \$0-
4. The amount of cash and property contributed and anticipated to be contributed by the Members is \$1,850,000

In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
\_\_\_\_\_  
Arnold E. Needleman, M.D.

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