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## LIMITED LIABILITY COMPANY

## OPEN MRI OF LAKE WORTH, L.L.C.

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**ARTICLES OF ORGANIZATION  
OF  
OPEN MRI OF LAKE WORTH, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is OPEN MRI OF LAKE WORTH, L.L.C. ("Company").
2. Duration. The Company shall exist perpetually.
3. Mailing address and Street Address. The Company's mailing address is 7639 Lake Worth Road, Lake Worth, FL 33467. The Company's street address is 7639 Lake Worth Road, Lake Worth, FL 33467.
4. Registered Agent and Office. The name of the initial registered agent of the Company is RAMON BARDALES. The street address of the initial registered agent of the company is 4616 N Federal Highway, Ft Lauderdale, FL 33308.
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
7. Management of the Company. The management of the limited liability company is reserved to the members. The following persons will initially be the managing members:

JAMES V. ZELCH, M.D.  
101 NW 1<sup>st</sup> Avenue  
Delray Beach, FL 33444

RAMON BARDALES  
4616 N Federal Highway  
Ft Lauderdale, FL 33308

Prepared By:  
STEPHEN A. MENDELSON, ESQ.  
FLORIDA BAR NO. 849324  
2600 N. Military Trail  
Fourth Floor  
Boca Raton, FL 33431  
(561) 241-1600

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**RUTHERFORD, MULHALL & WARGO**

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8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of February 26, 1999

  
\_\_\_\_\_  
RAMON BARDALES

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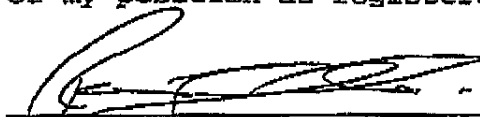
RUTHERFORD, MULHALL & WARGO  
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Fax Audit Number: H99000004833 2**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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: OPEN MRI OF LAKE  
WORTH, L.L.C.
2. The name and address of the registered agent and office is:  
RAMON BARDALES  
(Name)  
4616 N Federal Highway  
(Address - P.O. Box NOT accepted)  
Ft Lauderdale, FL 33308  
(City/state/zip)

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.

  
RAMON BARDALESFebruary 26, 1999  
Date

Prepared By:  
STEPHEN A. MENDELSON, ESQ.  
FLORIDA BAR NO. 849324  
2600 N. Military Trail  
Fourth Floor  
Boca Raton, FL 33431  
(561) 241-1600

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BEFORE ME, the undersigned constituting all of the Members of OPEN MRI OF LAKE WORTH, L.L.C., a Florida Limited Liability Company, certify as follows:

The amount of capital contributions to date of the Members is \$100,000.00.

The total amount contributed and anticipated to be contributed by the Members at this time totals \$300,000.00.

It is not possible to determine an anticipated contribution total at this time, but when contributions are made the members will file affidavits to increase the Members contributions as needed.

The Limited Liability Company has at least one (1) member.

Executed this 26th day of February, 1999.

FURTHER AFFIANT SAYETH NAUGHT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

OPEN MRI OF LAKE WORTH, L.L.C.

  
Witness Signature

Alan Goodman  
Witness Print Name

By:   
RAMON BARDALES, Member

Prepared By:  
STEPHEN A. MENDELSON, ESQ.  
FLORIDA BAR NO. 849324  
2600 N. Military Trail  
Fourth Floor  
Boca Raton, FL 33431  
(561) 241-1600

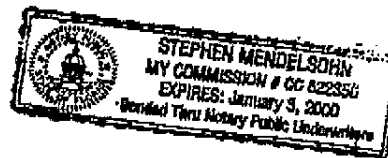
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The foregoing instrument was acknowledged before me this 26th day of February, 1999, by RAMON BARDALES, member of OPEN MRI OF LAKE WORTH, L.L.C., who is personally known to me, and who did take an oath.

  
\_\_\_\_\_  
Notary Public

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