



THE UNITED STATES
CORPORATION
COMPANY

L 99000005099

ACCOUNT NO. : 072100000032

REFERENCE : 340818 4728359

AUTHORIZATION :

Patricia Pysit

COST LIMIT : \$ 337.50

ORDER DATE : August 13, 1999

ORDER TIME : 11:09 AM

ORDER NO. : 340818-010

CUSTOMER NO: 4728359

CUSTOMER: Jeremy P. Ross, Esq
BUSH ROSS GARDNER WARREN &
BUSH ROSS GARDNER WARREN &
220 South Franklin Street

Tampa, FL 33602

EFFECTIVE DATE
8-10-99

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DOMESTIC FILING

NAME: PRESGAR IMAGING OF CMI SOUTH,
L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ta-Tanisha Green

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 13, 1999

CSC

SUBJECT: PRESGAR IMAGING OF CMI SOUTH, L.C.
Ref. Number: W99000018828

ESUBM
Please give original
and submission date as file

We have received your document for PRESGAR IMAGING OF CMI SOUTH, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 499A000410

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
PRESGAR IMAGING OF CMI SOUTH, L.C.**

The undersigned, acting as a member of the captioned limited liability company under the provisions of the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "Act"), hereby files the following Articles of Organization:

ARTICLE I

Name

The name of the limited liability company PresGar Imaging of CMI South, L.C. (the "Company").

ARTICLE II

Period of Duration

The Company shall commence its existence on August 10, 1999 and thereafter shall remain in existence until such time as the occurrence of any dissolving event defined in the Company's Regulations.

ARTICLE III

Address of Principal Office

The Company's mailing address and the street address of its principal office shall be 15310 Amberly Drive, Suite 315, Tampa, Florida 33647.

ARTICLE IV

Name and Street Address of Initial Registered Agent

The Company's initial registered agent shall John N. Giordano, whose address is 220 South Franklin Street, Tampa, Florida 33602.

ARTICLE V

Additional Members

The members are authorized to admit additional members to the Company only in the manner set forth in the Company's Regulations.

ARTICLE VI

Management of the Company

The Company shall be managed by one or more managers. Pending the conduct of the first annual meeting of the Company's members, or until his successor is otherwise elected and

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qualified, the name and address of the person who is to serve as the Company's initial manager is Gary W. Wright, 15310 Amberly Drive, Suite 315, Tampa, Florida 33647.

ARTICLE VII
Continuation of the Company

The Company shall not automatically terminate upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that the member whose membership is terminated is not then the sole member or sole manager of the Company. Upon termination of the membership of a member who is the sole member or sole manager, the Company will automatically terminate, provided that, upon termination of the sole manager's membership interest, the holders of a majority of the remaining membership interests, by action taken within the 30 day period succeeding occurrence of such terminating event, shall have the right to continue the business of the Company without termination of its entity status, under either a manager or member managed form of governance.

ARTICLE VIII
Regulations

The power to adopt, alter, amend or repeal the Company's Regulations shall be vested in its members, to the extent and in the manner described therein.

ARTICLE IX
Indemnification

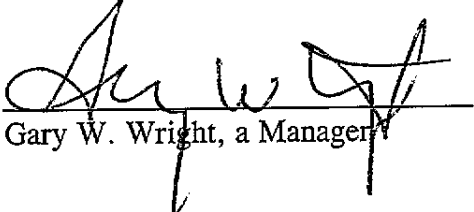
The Company shall have the power to indemnify any managing member, manager, officer, employee or agent of the Company, or his, her or its personal representatives, devisees, heirs, successors or assigns in the manner and to the extent contemplated by §608.4363, Florida Statutes, or any successor thereto.

In witness whereof, the undersigned member has executed these Articles of Organization on August 10, 1999.

PRESGAR IMAGING OF
CMI SOUTH, L.C.

By: PresGar Imaging, L.C., a Member

By: PresGar Management, L.C.,
a Member

By: 
Gary W. Wright, a Manager

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CLERK OF DISTRICT COURT
TAMPA FLORIDA

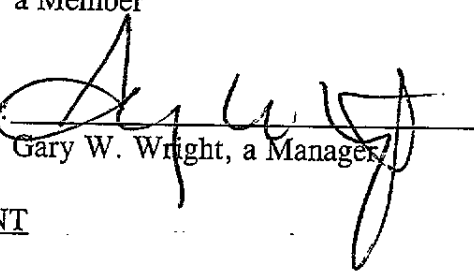
**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.407, Florida Statutes, PresGar Imaging of CMI South, L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates John N. Giordano as its Registered Agent for the purpose of accepting service of process within such State, and designates the business address of its Registered Agent, 220 South Franklin Street, Tampa, Florida 33602, as its Registered Office.

PRESGAR IMAGING OF CMI SOUTH, L.C.

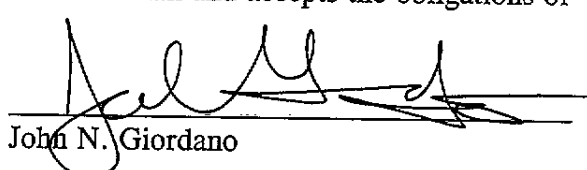
By: PresGar Imaging, L.C., a Member

By: PresGar Management, L.C.,
a Member

By: 
Gary W. Wright, a Manager

ACKNOWLEDGMENT

The undersigned hereby accepts his appointment as Registered Agent of the above named limited liability company and agrees to act as such in accordance with the provisions of §§48.091 and 608.407, Florida Statutes. The undersigned is familiar with and accepts the obligations of such position.


John N. Giordano

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member of PresGar Imaging of CMI South, L.C. in accordance with the provisions of *Fla. Stat.* §608.407(2), declares that:

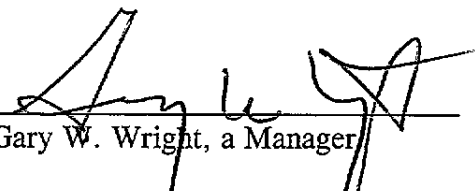
1. PresGar Imaging of CMI South, L.C., an entity intending to qualify as a Florida limited liability company (the "**Company**"), presently has at least one member.
2. The members of the Company have made contributions to the Company's equity capital in the form of cash, property and/or services having a fair market value of \$100, and do not presently anticipate effecting further contributions. Consequently, it is anticipated that the fair market value of the total contribution to be made by the members to the Company will be \$100.

Dated: August 10, 1999

PRESGAR IMAGING OF
CMI SOUTH, L.C.

By: PresGar Imaging, L.C., a Member

By: PresGar Management, L.C.,
a Member

By: 
Gary W. Wright, a Manager

(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.)

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COUNTY OF SOUTHERN
FLORIDA