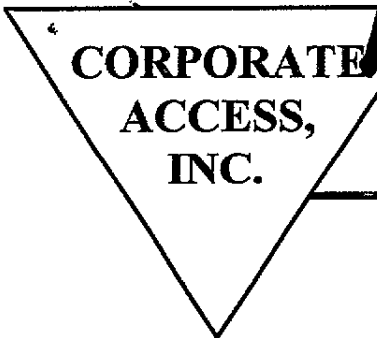


M000000000242



CORPORATE ACCESS, INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

WALK IN

PICK UP 2/7/00



CERTIFIED COPY

CUS

PHOTO COPY

FILING

LLC

1.) CDI Deland LLC
(CORPORATE NAME & DOCUMENT #)

2.)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

00 FEB -7 PM 2:53
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 FEB -7 PM 2:05

APPROVED
AND
FILED

900008126109-3
-02/07/00--01104--032
***125.00 ***125.00

SPECIAL INSTRUCTIONS

UB
2-7-00

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. CDI Deland, LLC
(Name of foreign limited liability company)
- 2. Minnesota 3. 41-1956753
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
- 4. November 30, 1999 5. 30 years
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
- 6. April 3, 2000 (estimated)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
- 7. 5775 Wayzata Boulevard, Suite 280, Minneapolis, Minnesota 55416
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The usual business addresses of the managing members or managers are as follows:

- 1.) CDI Holdings, Inc., 5775 Wayzata Blvd., Suite 280 Minneapolis, MN 55416
- 2.) Volusia Diagnostic Imaging Center, Inc., 6981 Lake Debonwood Drive, Ft. Myers, FL 33908

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Own and operate a diagnostic center

Don Jacobson
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
DON JACOBSEN
Typed or printed name of signee

00 FEB - 7 PM 2:53
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CDI DeLand, LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

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 as provided for in Chapter 608, F.S..

C T Corporation System

Connie Bryan
(Signature)

Connie Bryan, Special Asst. Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE
PALM BEACH COUNTY, FLORIDA

00 FEB -7 PM 2:53

APPROVED AND FILED

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

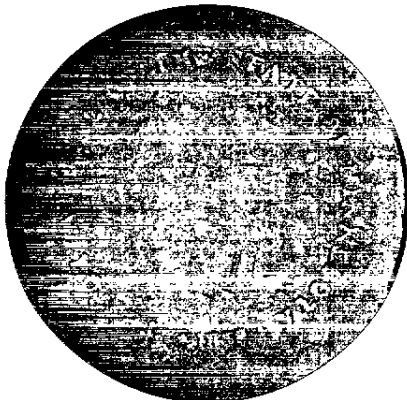
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The limited liability company listed below is a limited liability company formed or registered to do business under the laws of Minnesota; the limited liability company was formed by the filing of articles of organization or registered to do business by filing an application for a certificate of authority with the Office of the Secretary of State on the date listed below; the limited liability company is governed by Chapter 322B of Minnesota Statutes; and this limited liability company is authorized to do business as a limited liability company at the time this certificate is issued.

Name: CDI Deland, LLC

Date Formed or Registered: November 30, 1999

State of Organization: Minnesota

This certificate has been issued on January 26, 2000.



Mary Kiffmeyer
Secretary of State.

00 FEB -7 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA