

N96000006255

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086



PRESTIGE HALL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 179354 121767A

AUTHORIZATION :

COST LIMIT : \$ 227.50

Patricia Pyjunt

ORDER DATE : December 6, 1996

ORDER TIME : 4:53 PM

ORDER NO. : 179354-005

CUSTOMER NO: 121767A

800002023168--6

CUSTOMER: Ms. Lucy J. Minehan
KARP & GENAUER, P.A.

Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

DOMESTIC FILING

NAME: RADIOLOGISTS' RPG, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X 3 - CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: _____

54 8 AM 6 DEC 96
DIVISION OF CORPORATIONS

RECEIVED
96 DEC -9 AM 8 49
DIVISION OF CORPORATIONS

12/10

ARTICLES OF INCORPORATION
OF
RADIOLOGISTS' RPG, INC.
(a corporation not for profit)

56 DEC -9 11:54:15
DIVISION
SECRET

The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is RADIOLOGISTS' RPG, INC.

ARTICLE II

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation with the Department of State.

ARTICLE III

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office is c/o APA Management, Inc., 801 Arthur Godfrey Road, Suite 400, Miami, Florida 33140.

ARTICLE IV

NATURE OF BUSINESS

The purposes for which the corporation is organized are:

1. To act as a purchasing group as that term is defined under Section 3901(a)(5) of the Liability Risk Retention Act of 1986, as amended, 15 U.S.C. § 627.941, et sq., and Florida Statutes § 627.941, et sq. and comparable statutory provisions in states in which the corporation may from time to time transact business (the "Acts") and in connection therewith to acquire or arrange for the acquisition of liability and other incidental insurance coverage to the extent permitted by the Acts and from time to

time and at anytime to alter, amend, renegotiate and/or replace such coverage on behalf of the members and with such insurers as are qualified insurers under the Acts as the corporation shall from time to time consider appropriate.

2. To inform and educate radiologists regarding risk prevention and management as it pertains to their medical practice;
3. To provide continuous monitoring of national and regional liability insurance programs;
4. To provide insurance programs for radiologists where insurance is either unavailable or unaffordable;
5. To provide these programs with a network of highly qualified specialists and consultants in the field of law, medicine, radiology, nursing, risk management, liability reinsurance and administration; and
6. To do all things incidental to, or desirable in connection with the foregoing purposes and to have, enjoy and exercise all rights, powers and privileges which are now or which may hereafter be conferred upon not for profit corporations organized under the Florida Not For Profit Corporation Act.

ARTICLE V

MEMBERSHIP CORPORATION

The corporation is to be a membership corporation. The businesses or activities of the members are to be similar or related with respect to the liability to which such members are exposed by virtue of any related, similar or common businesses, trades, products, services, premises or operations as provided in the Acts or interpretive rules or other statutory instruments thereunder. The qualification and the manner of admission of members shall be provided in the bylaws of the corporation consistent with the requirements of the Acts.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is APA Management, Inc.. The street address of the initial registered office of the corporation in the State of Florida is 801 Arthur Godfrey Road, Suite 400, Miami, Florida 33140.

ARTICLE VII

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than three (3) directors who shall continue to hold office until resignation, removal or inability to serve, in accordance with the provisions of the bylaws of the corporation.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is Alhambra Registered Agents, Inc., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

ARTICLE IX

AMENDMENTS

The Board of Directors is expressly authorized to adopt, alter, amend, restate or repeal any of the corporation's bylaws or articles of Incorporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5th day of December, 1996.

ALHAMBRA REGISTERED AGENTS, INC.

By: _____


Joel J. Karp, President

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Radiologists' RPG, Inc., a Florida corporation not for profit, desiring to organize as a corporation not for profit pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Incorporation, has named APA Management, Inc., having an address at 801 Arthur Godfrey Road, Suite 400, Miami, Florida 33140, as its registered agent within the State.

Having been named registered agent for the above-stated corporation at place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

APA Management, Inc.

By 
Name: Gene C. Thompson
Title: Agent

65-070-9-0095
JUN 13 1995
JUN 13 1995

F:\DATA\WJK\1005.03\DOCS\ARTICLES.INC