

Kirkpatrick & Lockhart LLP

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PO00000044356

April 25, 2000

VIA FEDERAL EXPRESS

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*****78.75 *****78.75

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Cardiology Diagnostic Services of South Florida, Inc.

Ladies and Gentlemen:

Enclosed are duplicate copies of Articles of Incorporation prepared to effect the formation of the above-referenced proposed Florida corporation. Also enclosed is our check in the amount of \$78.75 in payment of the following fees:

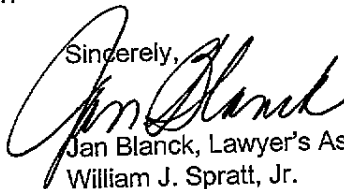
Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>8.75</u>

Total \$ 78.75

EFFECTIVE DATE
4-25-00

A return Federal Express envelope is enclosed for your convenience in responding.
Thank you for your cooperation with this matter.

Sincerely,



Jan Blanck, Lawyer's Assistant to
William J. Spratt, Jr.

cc: William J. Spratt, Jr.

FILED
00 MAY -1 PM 12:31
TALLAHASSEE, FLORIDA

5-3-00

EFFECTIVE DATE
4-25-00

FILED
00 MAY -1 PM 12:31
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARDIOLOGY DIAGNOSTIC SERVICES OF SOUTH FLORIDA, INC.

The undersigned, acting as incorporator of Cardiology Diagnostic Services of South Florida, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Cardiology Diagnostic Services of South Florida, Inc.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 7100 West 20th Avenue, Suite 312, Hialeah, FL 33016.

ARTICLE III

DURATION AND COMMENCEMENT OF EXISTENCE

The duration of the Corporation shall be perpetual and shall commence on April 25, 2000.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 S. Biscayne Blvd, 20th Floor, Miami, FL 33131, and the registered agent for the Corporation at that address shall be William J. Spratt, Jr.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

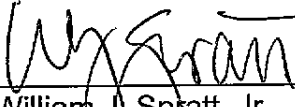
Name

Address

William J. Spratt, Jr.

c/o Kirkpatrick & Lockhart LLP
201 S. Biscayne Blvd., 20th Floor
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of April, 2000.



William J. Spratt, Jr.,
Incorporator

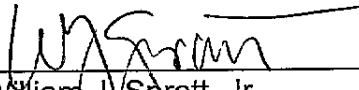
Certificate of Registered Agent

of

Cardiology Diagnostic Services of South Florida, Inc.

Having been named to accept service of process for Cardiology Diagnostic Services of South Florida, Inc., at the place designated in the foregoing Articles of Incorporation, William J. Spratt, Jr. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: April 25, 2000



William J. Spratt, Jr.

FILED
00 MAY -1 PM 12:31
STATE
TALLAHASSEE, FLORIDA