

LANE TROHN
ATTORNEYS AT LAW

ROBERT J. BERTRAND
ATTORNEY AT LAW

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MITCHELL D. FRANKS
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AMANDA P. JARRET
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GARY S. RABIN

NEIL A. RODDENBERY
LOUISE W. SPIVEY
KINGSWOOD SPROTT, JR.
ROBERT G. STOKES
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
TED W. WEEKS, III
THEODORE W. WEEKS, IV
A. H. LANE (RETIRED)

May 16, 2000

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VIA FEDERAL EXPRESS

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32314

Re: RIS Imaging Centers, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as RIS IMAGING CENTERS, INC. Please file the original Articles and return the copy to me, duly certified to show the date of filing.

Please note that existence of this Corporation is to commence on the date of the execution and acknowledgment of the Articles, being June 13, 2000.

Our search of the Secretary of State's On-Line Records indicate that this name appears to be available for a new Florida corporation.

Also enclosed is this firm's check in the amount of \$78.75 to cover the following:

Filing Fee	\$70.00
Certified Copy Fee	\$ 8.75

EFFECTIVE DATE
06-13-00

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (863) 284-2213. Thanking you for your usual cooperation, I am

Yours very truly,

Robert J. Bertrand

RJB/mcd

Enclosures

xc: Mr. Richard Vaughn (w/enc.)
Charles J. Smallheer, C.P.A. (w/enc.)

LANE, TROHN, BERTRAND & VREELAND, P.A.

ONE LAKE MORTON DRIVE • P.O. Box 3 • LAKELAND, FLORIDA 33802-0003 • PHONE (863) 284-2200 • FAX (863) 688-0310
WWW.LANETROHN.COM

ARTICLES OF INCORPORATION

OF

RIS IMAGING CENTERS, INC.

ARTICLE I - NAME

The name of this corporation is RIS IMAGING CENTERS, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 2120 Lakeland Hills Boulevard, Lakeland, Florida 33805, and the mailing address of this corporation is Post Office Box 90609, Lakeland, Florida 33804-0609.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 20,000 shares of stock, divided into Class A Common Stock and Class B Common Stock. The Class A Common Stock shall consist of 10,000 shares having a par value of \$1.00 per share and the Class B Common Stock shall consist of 10,000 shares having a par value of \$1.00 per share.

The Class A Common Stock and the Class B Common Stock shall each have the same preferences, limitations and relative rights with the sole exception that only shares

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

06-18-00

of the Class A Common Stock shall have voting rights and no shares of the Class B Common Stock shall have voting rights. All shares of the Class B Common Stock shall be plainly stamped "Non-Voting." The holders of the shares of the Class B Common Stock shall not be entitled to notice of any meetings of shareholders and shall not be entitled to vote upon any matter whatsoever which may be presented and decided upon at any meeting of the shareholders. However, the record holders of shares of the Class B Common Stock shall be entitled to participate share for share with the record holders of shares of the Class A Common Stock in any dividends or distributions in liquidation which may hereafter be declared and paid or otherwise made by the corporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is One Lake Morton Drive, Lakeland, Florida 33801 and the name of the initial registered agent of this corporation at that office is Robert J. Bertrand.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have nine (9) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation is or are:

Thomas M. Goodnight, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Michael J. Petruschak, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

John T. Fargher, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Larry M. Dietrich, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Robert R. Harriage, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Bradley P. Barnes, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Phillip David Luebbert, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Bret D. Henricks, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

Michael B. Esposito, M.D.
2120 Lakeland Hills Boulevard
Lakeland, Florida 33805

ARTICLE VIII - INCORPORATOR

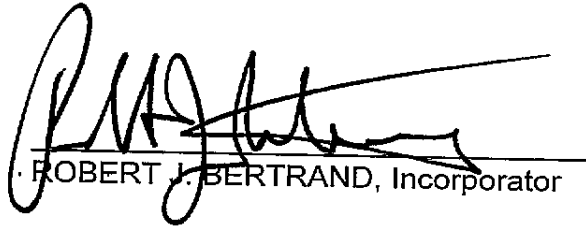
The name and address of the Incorporator is:

Robert J. Bertrand, Esquire
One Lake Morton Drive
Lakeland, Florida 33801

ARTICLE IX - INDEMNIFICATION

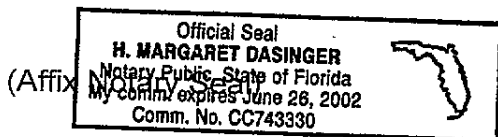
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

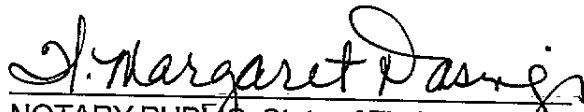
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of June, 2000.


ROBERT J. BERTRAND, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 18th day of June, 2000, by Robert J. Bertrand, who is personally known to me and who did not take an oath.

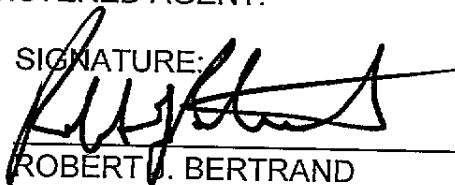



NOTARY PUBLIC, State of Florida
Print name: H. MARGARET DASINGER
My commission expires: June 26, 2002

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:


ROBERT J. BERTRAND

DATE: June 13, 2000

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TALLAHASSEE, FLORIDA