

103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

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FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 9-5-00

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

REF. #: 0177.12993

CORP. NAME: OPEN MRI OF MONROE
COUNTY, INC.

- | | | |
|---------------------------------------------------------------|-------------------------------------------------|--------------------------------------------------|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

FILED
00 SEP -5 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 8736 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|----------------------------------------------------|-------------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

RECEIVED
00 SEP -5 AM 10:06
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION
OF
OPEN MRI OF MONROE COUNTY, INC.

The undersigned Incorporator hereby forms a corporation under the Florida Business Corporation Act (Florida Statutes, Chapter 607) and hereby adopts the following:

First. Corporate Name.

The name of this Corporation is:

OPEN MRI OF MONROE COUNTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Second. Mailing Address of Corporation.

The mailing address of this Corporation is 10055 Overseas Highway, Suite H2, Marathon, Florida 33050.

Third. Nature of Business

The general nature of the business to be transacted by this corporation is to conduct any and all lawful activities or business permitted under the laws of the United States of America and the State of Florida, (and in particular, without limitation, Chapter 607 of the Florida Statutes,

entitled the Florida Business Corporation Act which is hereby incorporated by reference herein these Articles of Incorporation).

Fourth. Capital Stock.

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of \$.01 per share.

Fifth. Term of Existence.

This Corporation shall have perpetual existence.

Sixth. Initial Registered Office and Registered Agent.

The Corporation's initial registered agent shall be Dr. George Botelho, and the street address of the initial registered office of this Corporation in the State of Florida is 10055 Overseas Highway, Suite H2, Marathon, Florida 33050.

Seventh. Board of Directors.

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1).

The name and address of the initial director who shall hold office until the earlier of his resignation, removal or replacement is:

Dr. George Botelho

10055 Overseas Highway, Suite H2
Marathon, Florida 33050

Eighth. Incorporator.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is Dr. George Botelho, 10055 Overseas Highway, Suite H2, Marathon, Florida 33050.

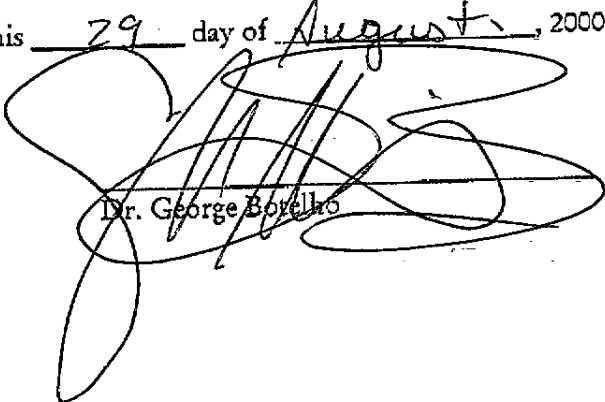
Ninth. Amendment.

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

Tenth. Indemnification.

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporator, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 29 day of August, 2000.



Dr. George Borello

CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT
UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of Open MRI of Monroe County, Inc. in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.


Dr. George Bortelbo

Dated: August 29, 2000

MIA 215738-1.058866.0010

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA