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Davis and Tompkins, P.A.

ATTORNEYS AND COUNSELORS AT LAW

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LAKE PLACID, FLORIDA 33852

HAYWARD H. DAVIS

JAMES E. TOMPKINS

January 23, 2001

POST OFFICE BOX 698

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Secretary of State
Division of Corporations
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

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-01/25/01--01076--001
*****70.00 *****70.00

Re: PERFECT IMAGE ULTRASOUND, INC.

Gentlemen:

Enclosed please find an original and one copy of Articles of Organization for the above corporation, together with our trust account check No. 17413, in the amount of \$ 70.00, representing filing fee and registered agent designation. Please conform and return the copy of the Articles directly to this office.

Also enclosed is a copy of your letter of August 15, 2000, with regard to registering the fictitious name of Perfect Image Ultra Sound. This is the same individual who is now incorporated.

EFFECTIVE DATE
01-29-2001

Very truly yours,

DAVIS AND TOMPKINS, P. A.

Hayward H. Davis
HHD

Hayward H. Davis

HHD/pcd

Enclosures

cc: Mrs. Marie Culp

FILED
01 JAN 25 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
01-29-2001

ARTICLES OF INCORPORATION

OF

PERFECT IMAGE ULTRASOUND, INC.

FILED

01 JAN 25 AM 8:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

PERFECT IMAGE ULTRASOUND, INC.

ARTICLE II - PRINCIPAL OFFICE

The street address of its principal office is: **2375 N. Highlands Boulevard, Avon Park, Florida 33825**; and its mailing address is the same.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares, all of one class, \$1.00 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the corporation's initial registered office is **2375 N. Highlands Boulevard, Avon Park, Florida 33825**, and the name of its initial registered agent at that office is, **MARIE CULP**, who has filed her written acceptance.

ARTICLE V - CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE VI - INCORPORATORS

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

<u>Name</u>	<u>Address</u>
MARIE CULP	2375 N. Highlands Boulevard Avon Park, Florida 33825

ARTICLE VII - EFFECTIVE DATE

The effective date when the corporate effectiveness begins is January 29, 2001.

The undersigned has executed these Articles of Incorporation this 23rd day of January, 2001.

Marie Culp
MARIE CULP

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was signed in my presence and acknowledged before me this 23rd day of January, 2001, by MARIE CULP, who is personally known to me.



"OFFICIAL SEAL"
Margaret C. DeMaskey
My Commission Expires 6/23/2002
Commission #CC 729496

Margaret C. DeMaskey
Notary Public
My Commission Expires: 6/23/02

Notary Seal

ACCEPTANCE OF RESIDENT AGENT

Having been named Resident Agent for the above stated corporation, I hereby agree to act in this capacity, and I am familiar with, and accept, the obligations of that position.

Dated: January 23, 2001

Marie Culp
MARIE CULP, Resident Agent