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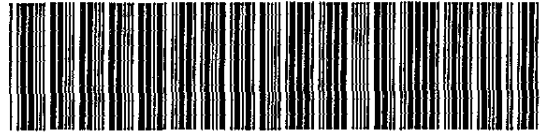
(Business Entity Name)

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03 MAY 22 PM 12:03
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LAW OFFICES

RONALD D. FAIRCHILD, P.A.
SUITE 100
1000 RIVERSIDE AVENUE
JACKSONVILLE, FLORIDA 32204

RONALD D. FAIRCHILD
SHARON B. MILNE

TELEPHONE 904/355-6700

FACSIMILE 904/358-7360

May 20, 2003

Corporations Bureau
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Mark M. Carter M.D., P.A.

Dear Madam or Sir:

Please find enclosed for filing the original and one (1) copy of the above-named corporation's articles of incorporation, together with our firm check in the amount of \$78.75 in payment of the filing fee and the cost of a certified copy of the articles.

The certified copy of to be returned to this office.

Sincerely yours,



Ronald D. Fairchild

RDF/sg
Enclosures

ARTICLES OF INCORPORATION
OF
MARK M. CARTER, M.D., P.A.

FILED
03 MAY 22 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this professional association is:

MARK M. CARTER, M.D., P.A.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this professional association is:

The practice of medicine by physicians licensed to practice in the State of Florida, including but not limited to all phases of diagnostic radiology, the lease or purchase of such real and personal property as is necessary for the rendering of such professional services, and the performance of such other services as may be incident thereto;

To invest funds in real estate, mortgages, stocks, bonds, or any other type of investment;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business;

To redeem, purchase, retain, sell and transfer its own capital stock; and

To create employee benefit plans and trusts incidental thereto.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this professional association is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of One Dollar (\$1.00) par value voting common stock.

ARTICLE IV. TERM OF EXISTENCE

The date of existence of this professional association shall begin when these articles of incorporation are duly filed, and it shall exist perpetually thereafter.

ARTICLE V. ADDRESS

The initial registered address of the principal office of this professional association in the State of Florida is 421 Royal Tern Road, South, Ponte Vedra Beach, Florida 32082. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTOR

This professional association shall have one (1) director initially. The number of directors may be increased or diminished from time to time, pursuant to by-laws adopted by the directors, but shall never be less than one (1), nor more than five (5) in number.

ARTICLE VII. INITIAL DIRECTOR

Mark M. Carter, M.D.
421 Royal Tern Road, South
Ponte Vedra Beach, FL 32083

ARTICLE VIII. SUBSCRIBER

Mark M. Carter, M.D.
421 Royal Tern Road, South
Ponte Vedra Beach, FL 32083

ARTICLE IX. REGISTERED AGENT

The name and street address of the initial registered agent of this professional association, upon whom service of process may be made, are as follows:

Mark M. Carter, M.D.
421 Royal Tern Road, South
Ponte Vedra Beach, FL 32083

ARTICLE X. AMENDMENTS

1. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the professional association's board of directors and proposed by them to the professional association's stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

2. The initial by-laws of this profession association shall be adopted by the board of directors. The by-laws may be amended from time to time as provided therein.

3. Ownership of stock shall not be required to make any person eligible to serve either as an officer or director of this professional association.

4. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the board of directors shall conclusively be deemed to have received proper notice of such meeting unless he or she shall make objection at such meeting to any defect or insufficiency of notice.

5. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the professional association may also serve the professional association in any other capacity and receive compensation therefor in any form.

ARTICLE XI. INDEMNIFICATION

The professional association shall indemnify any director, officer, or employee, or former director, officer, or employee of the professional association, or any person who may have served at its request as a director, officer, or employee of another professional association in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he or she shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. The professional association may also reimburse any director, officer or employee for the reasonable costs of settlement or any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the professional association that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights or indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under by-law, agreement, vote of shareholders or otherwise.

ARTICLE XII. OWNERSHIP OF CAPITAL STOCK

No stock in this professional association shall be issued to anyone other than an individual who is a physician licensed to practice medicine in the State of Florida.


MARK M. CARTER

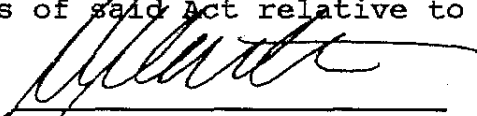
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED:

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First, that MARK M. CARTER, M.D., P.A., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation at City of Ponte
Vedra Beach, County of St. Johns, State of Florida, has named
Mark M. Carter, M.D., 421 Royal Tern Road, South, Ponte Vedra
Beach, FL 32083, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated professional association, at the place designated in
this certificate, I hereby accept to act in this capacity, and
agree to comply with the provisions of said Act relative to
keeping open said office.



Mark M. Carter
Registered Agent

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03 MAY 22 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA