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Division of Corporations

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TALLAHASSEE, FLORIDA

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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : GEORGE F. INDEST III, P.A. - THE HEALTH LAW FIRM  
Account Number : 120000000056  
Phone : (407) 331-6620  
Fax Number : (407) 331-3030

**FLORIDA PROFIT CORPORATION OR P.A.**

**Fawcett Medical Imaging, P.A.**

Certificate of Status	1
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Page Count	03
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FAWCETT MEDICAL IMAGING, P.A.**

The undersigned, acting as the sole incorporator, desiring to form a professional service corporation for profit pursuant to the Professional Service Corporation and Limited Liability Company Act, Chapter 621 Florida Statutes, and the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be Fawcett Medical Imaging, P.A.

**ARTICLE II - GENERAL PURPOSES**

The general purposes for which the corporation is organized shall be to provide medical services and transact any and all lawful business of a professional service corporation.

**ARTICLE III - PRINCIPAL OFFICE**

The principal office of the corporation in the State of Florida is 21298 Olean Boulevard, Port Charlotte, Florida 33949.

**ARTICLE IV - INCORPORATOR**

The name of the Incorporator is George F. Indest III and his address is 220 East Central Parkway, Suite 2030, Altamonte Springs, Florida 32701.

**ARTICLE V - INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The name of the initial registered agent of the corporation is The Health Law Firm (Attention: George F. Indest III, President), and the address of the registered office shall be 220 East Central Parkway, Altamonte Springs, Florida 32701.

**ARTICLE VI - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

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**ARTICLE VII - CAPITAL STOCK**

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is 100,000 shares which shall be designated Common Shares with no par value.

**ARTICLE VIII - NO PREEMPTIVE RIGHTS**

There shall be no preemptive rights for shareholders.

**ARTICLE IX - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

**ARTICLE X - BYLAWS**

The power to adopt, amend, or repeal Bylaws for the management of the corporation shall be vested solely in the shareholders of the corporation.

**ARTICLE XI - NUMBER OF DIRECTORS**

The initial number of directors of the corporation shall be one which number may be increased pursuant to the Bylaws of the corporation.

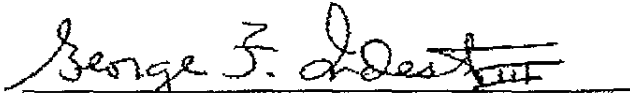
**ARTICLE XII - LIABILITY AND INDEMNIFICATION OF  
DIRECTORS, OFFICERS, ETC.**

The personal liability of all of the directors of the corporation is hereby eliminated to the fullest extent allowed as provided by the Florida Business Corporation Act as the same may be supplemental and amended from time to time. The corporation shall, to the fullest extent legally permissible under the provisions of Florida Law, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
at Orlando, Florida, on June 25, 2004.

**INCORPORATOR:**

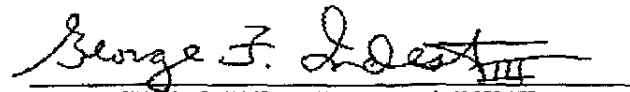
  
GEORGE F. INDEST III, ESQUIRE  
GEORGE F. INDEST III, P.A. -  
THE HEALTH LAW FIRM  
220 East Central Parkway  
Suite 2030  
Altamonte Springs, Florida 32701  
Telephone: (407) 331-6620  
Telefax: (407) 331-3030  
(as Incorporator)

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**ACKNOWLEDGMENT**

Having been named as registered agent to accept service for the above stated corporation  
at the place designated in this certificate, I am familiar with and accept the appointment as  
registered agent and agree to act in this capacity.

**THE HEALTH LAW FIRM, by:**

  
GEORGE F. INDEST III, PRESIDENT  
THE HEALTH LAW FIRM  
220 East Central Parkway  
Suite 2030  
Altamonte Springs, Florida 32701  
Telephone: (407) 331-6620  
Telefax: (407) 331-3030  
(as Registered Agent)

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