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FLORIDA PROFIT/NON PROFIT CORPORATION

21st century imaging, inc.

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7-27-06
2006

Articles of Incorporation
21st Century Imaging, Inc., a Florida corporation

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**ARTICLES OF INCORPORATION
OF
21st CENTURY IMAGING, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

21st CENTURY IMAGING, INC.

ARTICLE II - EFFECTIVE DATE AND DURATION

The corporation's effective date is the date of filing. The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address:

17111 S.W. 153rd Place
Miami, Florida 33187

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of common stock, each at One Dollar and No/100 (\$1.00) par value.

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

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*Articles of Incorporation
21st Century Imaging, Inc., a Florida corporation*

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

George S. Zamora
3191 Coral Way, Suite 404
Miami, Florida 33145

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name:</u>	<u>Address:</u>
Claudia Rubio	17111 S.W. 153 rd Place Miami, Florida 33187
Carlos Rubio	17111 S.W. 153 rd Place Miami, Florida 33187

ARTICLE VII - OFFICERS

The initial corporate officers shall be:

<u>Name:</u>	<u>Address:</u>
Claudia Rubio - President	17111 S.W. 153 rd Place Miami, Florida 33187

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

*Articles of Incorporation
21st Century Imaging, Inc., a Florida corporation*

Carlos Rubio – Vice-President/Secretary

17111 S.W. 153rd Place
Miami, Florida 33187

ARTICLE VIII – INCORPORATOR

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

Claudia Rubio
17111 S.W. 153rd Place
Miami, Florida 33187

ARTICLE IX -- BY-LAWS

The by-laws of this corporation may be adopted, altered, amended or repealed by either of the stockholders or the Board of Directors.

ARTICLE X – INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XI – PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII – AMENDMENT

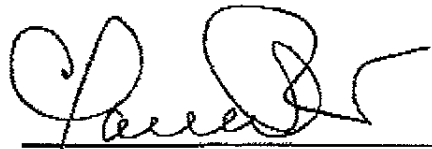
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

The undersigned has executed these Articles of Incorporation this 26th day of July, 2006.

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
FBN: 871605

TOTAL P.05


*Articles of Incorporation
21st Century Imaging, Inc., a Florida corporation*

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Claudia Rubio

ACCEPTANCE OF REGISTERED AGENT

The undersigned, George S. Zamora, whose address is 3191 Coral Way, Suite 404, Miami, Florida 33145 hereby accepts the designation as registered agent for 21st Century Imaging, Inc., a Florida corporation.



George S. Zamora

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TALLAHASSEE, FLORIDA

This instrument prepared by:
George S. Zamora, Esquire
3191 Coral Way, Suite 404
Miami, Florida 33145
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