

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
FLORIDA IMAGING SPECIALIST, P.A.

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## FAX COVER SHEET

TO	DIVISION OF CORPORATION
COMPANY	
FAX NUMBER	18506176381
FROM	Barbara Garcia
DATE	2012-09-21 17:30:43 GMT
RE	FLORIDA IMAGING SPECIALIST, P.A.

### COVER MESSAGE

Attached please find Revised Articles of Incorporation of Florida Imaging Specialists, P.A.

850-817-8381

9/10/2012 11:37:48 AM PAGE 1/001 Fax Server



September 10, 2012

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

GARCIA LAW GROUP, P.A.

SUBJECT: FLORIDA IMAGING SPECIALIST, P.A.  
REF: W12000046623

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The specific business purpose of the professional association must be stated in the document.

You are missing page 5 from your document. You list only one director when in fact you stated 2 would be listed in Article VI, #2.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6052.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H12000221747  
Letter Number: 412A00022753

**ARTICLES OF INCORPORATION  
OF  
FLORIDA IMAGING SPECIALISTS, P.A.**

The undersigned, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation is Florida Imaging Specialists, P.A. The principal business address is 12550 Biscayne Blvd., Suite 400, North Miami, Florida 33161.

**ARTICLE II**

**DURATION**

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

**ARTICLE III**

**PURPOSES**

The purpose of the professional association is to operate medical imaging and radiological center.

Prepared By:  
Louis M. Barrios-Balbin  
Florida Bar Number 0173118  
201 Alhambra Circle  
Suite 500  
Coral Gables, Florida 33134

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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#### ARTICLE IV

##### AUTHORIZED SHARES

The capital stock of this Corporation shall consist of one hundred (100) Shares of Common Stock of one U.S. Dollar and no cents (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

#### ARTICLE V

##### REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and its address is as follows:

Louis M. Barrios-Balbin, Esq.  
Barrios-Balbin, P.A.  
201 Alhambra Circle  
Suite 500  
Coral Gables, Florida 33134

#### ARTICLE VI

##### BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than three (3). The Bylaws may provide for the increase or decrease in the number thereof, provided that the number of Directors, from time to time, shall never be less than one (1).

2. The Corporation shall initially have one (1) Director. The name and address of the initial Director are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ketang H. Modi, D.O.	11098 Biscayne Blvd. Suite 103 Miami, Florida 33161

The Corporation shall initially have the following officers:

<u>NAME</u>	<u>ADDRESS</u>
Ketang H. Modi, D.O.	11098 Biscayne Blvd. Suite 103 Miami, Florida 33161

#### ARTICLE VII

##### INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation are as follows:

Louis M. Barrios-Balbin, Esq.  
Barrios-Balbin, P.A.  
201 Alhambra Circle  
Suite 500  
Coral Gables, Florida 33134

#### ARTICLE VIII

##### ADDITIONAL PROVISIONS

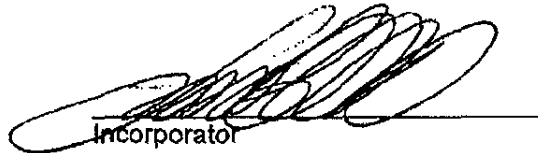
The following additional provisions for the regulation of the business and for the conduct

of the affairs of the corporation and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation.

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.
2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in the corporation.
3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.
4. This corporation shall indemnify any officer or director, and any former officer or director to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.
5. The power to adopt, alter, and repeal Bylaws shall be in the Board of Directors of the corporation or in the stockholders; Bylaws adopted by the Board of Directors may be altered or repealed by the stockholders and vice versa, except that the stockholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these

Articles of Incorporation in Miami-Dade County, Florida, for the uses and purposes aforesaid this \_\_\_\_ day of September, 2012.

  
Incorporator

STATE OF FLORIDA )

: ss.

COUNTY OF MIAMI-DADE )

BEFORE ME the undersigned authority, personally appeared Louis M. Barrios-Balbin, Esq., who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seat, in Miami-Dade County, Florida, this \_\_\_\_ day of September 2012.

\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:


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 Chapters 607 and 621, Florida Statutes, the following is submitted in compliance with said Act: Florida Imaging Specialists, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in Miami-Dade County, State of Florida, has named LOUIS M.



BARRIOS-BALBIN, ESQUIRE, located at 201 Alhambra Circle, Suite 500, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office, and I accept the obligations of Chapter 607.325 of the Florida Statutes, and further I certify that I am familiar with and accept the responsibilities of registered agent.

  
Louis M. Barrios-Balbin, Esq.

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Prepared By:  
Louis M. Barrios-Balbin  
Florida Bar Number 0173118  
201 Alhambra Circle  
Suite 500  
Coral Gables, Florida 33134