

P93000006939

ATKINSON, DINER, STONE, MANKUTA & PLOUCHA, P.A.

ATTORNEYS AT LAW

WILSON C. ATKINSON, III
JESSE H. DINER
ADELE I. STONE*
DAVID B. MANKUTA
LAWRENCE M. PLOUCHA
EDWARD HEILBRONNER**
BERNARD C. PESTCOE
RICHARD B. SABRA
KIMBERLY HALL DOYLE
MARGARET Z. VILLELLA
MARK B. MILROT
HOWARD ALLEN COHEN*
BARRY S. SCHINDER

POST OFFICE DRAWER 222088
1946 TYLER STREET
HOLLYWOOD, FLORIDA 33022-2088
TELEPHONE (954) 925-5501
MIAMI (305) 944-1882
BOCA RATON (561) 429-3882
TELEFAX (954) 920-2711

* BOARD CERTIFIED IN REAL ESTATE
** BOARD CERTIFIED IN TAXATION

Via Certified Mail, Return Receipt Requested

November 17, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300002693273--8 *
-11/23/98--01017--012
*****35.00 *****35.00

Re: Miami Radiology Associates, P.A.; Change of Registered Agent

To Whom It May Concern:

Enclosed is a Statement of Change of Registered Office and Registered Agent of Miami Radiology Associates, P.A. with Acceptance of New Registered Agent and copy of Written Consent of Directors of the corporation adopting the change, attached, which I request be filed with the Department of State. Also enclosed is our firm check in the amount of \$35 for the filing fee.

Please contact me immediately if there are any questions.

Sincerely,



L.M. Ploucha

LMP/nlc
Enclosures

VS DEC 2 -1998

RA Chg.

**STATEMENT OF CHANGE OF
REGISTERED OFFICE AND REGISTERED AGENT OF
MIAMI RADIOLOGY ASSOCIATES, P.A.**

FILED
98 NOV 23 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.0502 of the Florida Statutes, the following is submitted:

1. The name of the corporation is MIAMI RADIOLOGY ASSOCIATES, P.A., a Florida corporation.

2. The street address of its current registered office is 100 S.E. 2nd Street, Suite 3600, Miami, Florida 33131.

3. The street address to which the registered office is to be changed is as follows:

1946 Tyler Street
Hollywood, Florida 33020

4. The name of the corporation's current registered agent is Florida Registered Agents, Inc.

5. The name of the successor registered agent is L.M. Ploucha, whose acceptance is attached hereto.

6. The street address of the corporation's registered office and the street address of the business of its registered agent, as changed, will be identical.

7. The change of registered office and registered agent was authorized by resolution duly adopted by its Directors, a copy of which is attached hereto.

**WRITTEN CONSENT OF THE
DIRECTORS OF
MIAMI RADIOLOGY ASSOCIATES, P.A.**

The undersigned, being all of the Directors of the captioned corporation, by their signatures hereto pursuant to Section 607.0821 of the Florida Business Corporation Act, adopt this Written Consent in lieu of a formal meeting, waive all notice of the time, place and objects of such meeting, and unanimously consent, approve and adopt the following corporate act:

RESOLVED, that the corporation's Registered Agent be changed to the following:


L.M. PLOUCHA
Atkinson, Diner, Stone, Mankuta & Ploucha, P.A.
1946 Tyler Street
Hollywood, Florida 33020

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 12TH day of November, 1998.

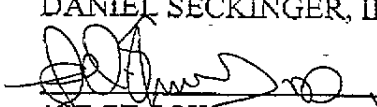

STANLEY I. WORTON


ALCAN FISHMAN


ADOLFO MALDONADO

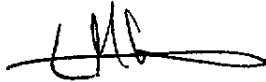

ROBERT DAYTON


DANIEL SECKINGER, III


JORGE SOWERS

ACCEPTANCE BY NEW REGISTERED AGENT

Having been named to accept service of process for MIAMI RADIOLOGY ASSOCIATES, P.A., at 1946 Tyler Street, Hollywood, Florida 33020, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



L.M. PLOUCHA

DATE: 11/17/98