

January 28, 1998

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

Re: Change of Registered Agent of Medical Diagnostic Imaging of America, Inc.

(Florida Domestic)

Dear Ms. Mortham:

Enclosed is an original and one photocopy of the Statement of Change of Registered Agent of Medical Diagnostic Imaging of America, Inc., a Florida corporation, and an original and one photocopy of the Acceptance of Registered Agent changing the Registered Agent from Craig T. Cuden, Esquire to Roberto L. Palenzuela, Esquire.

Also enclosed is the parent company's check in the amount of \$35.00 representing the filing fee required for the change of registered agent.

Please file stamp the photocopies and return them to the undersigned in the self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Very truly yours,

Sandra K. Racicot, CLA

Enclosures

700002418887---5 -02/02/98--01103--008 *****35.00 *****35.00

RA. Charge 02-04-98 CC SECRETARY OF STATE DIVISION OF CORFORATIONS

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STATEMENT OF CHANGE OF REGISTERED AGENT OF MEDICAL DIAGNOSTIC IMAGING OF AMERICA, INC.

Pursuant to the provisions of §607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following amendment to its Articles of Incorporation amending its Registered Agent in the state of Florida:

- 1. The name of the corporation is Medical Diagnostic Imaging of America, Inc. (the "Corporation").
- 2. The address of the Corporation's present Registered Office is 1601 Belvedere Road, Suite 500 East, West Palm Beach, Florida 33406.
 - 3. The name of the Corporation's present Registered Agent is Craig T. Cuden, Esquire.
- 5. The name of the Corporation's successor Registered Agent is Roberto L. Palenzuela, Esquire effective as of the date of the filing of this Statement.
- 6. The street address of the Corporation's registered office and the street address of the Corporation's Registered Agent shall remain the same.
- 7. The foregoing changes were authorized by resolution duly adopted by the Corporation's Sole Director on August 25, 1997.

Dated this 13th day of January, 1998.

MEDICAL DIAGNOSTIC IMAGING
OF AMERICA, INC., a Florida corporation

By:

Anthony J. Gigliotti

President

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of proce OF AMERICA, INC., a Florida corporation, at the Change of Registered Agent, I hereby agree to act in the provisions of all statutes relative to the proper a accept the duties and obligations of §607.325, Florida.	is capacity, and I further agree to comply with and complete performance of my duties, and I
STATE OF FLORIDA)	· · · · · · · · · · · · · · · · · · ·
county of palm beach)	
BEFORE ME, the undersigned authority, personally appeared, Robert L. Palenzuela, Esquire, to me well known to be the person who executed the foregoing acceptance by Registered Agent and acknowledged before me, according to law, that he has made and subscribed the same for the purposes therein mentioned and set forth.	
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1344 day of January, 1998.	
My Commission Expires:	Jardia K. Racicat Notary Public State of Florida at Large
(SEAL) SANDRA K RACICOT NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CCA32238 MY COMMISSION EXP. JAN. 8,1999	Sandra K. Racico+ Printed Name of Notary Public
Personally known to me Produced photographic identification/ type of identification produced: Signature acknowledged under oath	
() Signature acknowledged under oath	