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Corp Annual Rpt FL.xls

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P94000041453 (9)

1. Corporation Name

MEDICAL DIAGNOSTIC IMAGING OF AMERICA, INC.

Principal Place of Business

350 N.W. 12TH AVENUE
DEERFIELD BEACH, FL 33442
US

Mailing Address

350 N.W. 12TH AVENUE
DEERFIELD BEACH, FL 33442
US

2. Principal Place of Business

2a. Mailing Address

21 2256 WINTER WOODS BLVD

26 10163 TAPESTRY CT.

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23 WINTER PARK, FLORIDA

28 FAIRFAX, VIRGINIA

Zip

Country

Zip

Country

24 32792

25 U.S.A.

29 22032-1914

30 U.S.A.

9. Name and Address of Current Registered Agent

ROBERTO L. PALENZUELA
350 N.W. 12TH AVENUE
DEERFIELD BEACH, FL 33442

81 Name

C. ROBERT MICHAEL

82 Street Address (P.O. Box Number is Not Acceptable)

83 2256 WINTER WOODS BLVD

84 City

WINTER PARK

FL

85 Zip Code
32792

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

C. ROBERT MICHAEL

4/15/99

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE P/T/S/D
NAME GIGLIOTTI
STREET ADDRESS 350 N.W. 12TH AVENUE
CITY-ST-ZIP DEERFIELD BEACH, FL 33442

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

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11 TITLE
12 NAME
13 STREET ADDRESS

14 CITY-ST-ZIP
21 TITLE
22 NAME
23 STREET ADDRESS

24 CITY-ST-ZIP
31 TITLE
32 NAME
33 STREET ADDRESS

34 CITY-ST-ZIP
41 TITLE
42 NAME
43 STREET ADDRESS

44 CITY-ST-ZIP
51 TITLE
52 NAME
53 STREET ADDRESS

54 CITY-ST-ZIP
61 TITLE
62 NAME
63 STREET ADDRESS
64 CITY-ST-ZIP

CEO/D/C
C. ROBERT MICHAEL
2256 WINTER WOODS BLVD
WINTER PARK, FLORIDA 32792
P/S/T/D
JOHN R. GERMAIN
10163 TAPESTRY CT
FAIRFAX, VA 22032-1914

300002870423--4
-05/11/99--01009--015
****158.75 ****158.75

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i) Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the owner of the trust or the person empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered

SIGNATURE:

Signature and typed or printed name of signing officer or director

John R. Germain

President

4/15/1999

Date

703-425-8025

Daytime Phone #

FILED

99 APR 28 PM 2:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

06/02/1994

4. FEI Number

58-2381084

Applied For
Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible
Personal Property Tax.

[] Yes [X] No

10. Name and Address of New Registered Agent

CR2E034 (11/98)

File: Resolutions Drafts.doc

**RESOLUTION OF BOARD OF DIRECTORS OF
MEDICAL DIAGNOSTIC IMAGING OF AMERICA, INC.**

RESOLUTION NO. 990310-1

Resolved, That the Secretary and CEO develop the appropriate data to update the status of the Corporation (Annual Report) with the Florida Department of State, Division of Corporations.

Resolved further, That C. Robert Michael, CEO, be authorized and is hereby appointed the Registered Agent for the Corporation for the year 1999 and to continue in that capacity until he is relieved or chooses to resign.

I John R. Germain, do hereby certify that I am the duly elected and qualified Secretary and keeper of the records and corporate seal of Medical Diagnostic Imaging Of America, Inc., a corporation organized and existing under the laws of the State of Florida. I also certify that the above is a true and correct copy of a resolution(s) duly adopted at a meeting of the Board of Directors thereof. The meeting was convened and held in accordance with the laws and By Laws of said Corporation on 10/3/99 and that such resolution(s) is/are now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name below as Secretary of said Corporation this 10th day of March 1999.


John R. Germain, Secretary

File: Resolutions Drafts.doc

**RESOLUTION OF BOARD OF DIRECTORS OF
MEDICAL DIAGNOSTIC IMAGING OF AMERICA, INC.**

RESOLUTION NO. 981010-1

Resolved, that the corporation shall cease operations in its Columbia, South Carolina facility on or before 18 October 1998. To vacate the facility, leaving it in a clean condition, so that the Owner may take control by the stated date.

Resolved further, that all employees shall be terminated on 16 October 1998.

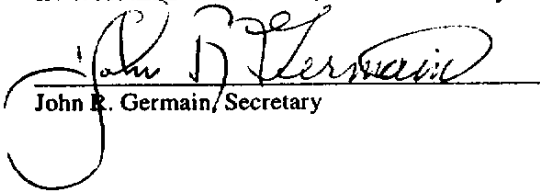
RESOLUTION NO. 981010-2

Resolved that any accounts receivable monies yet to come to the Corporation shall be distributed as follows:

- First: Payment for services necessary to collect any accounts receivable
- Second: Payment of taxes
- Third: Payment of Officer's Salaries owed in 1998
- Fourth: Payment of Fees owed to Medifin, Inc.
- Fifth: Payment of loans owed to J. Zwynenburg
- Sixth: All Other Vendors & Suppliers

I John R. Germain, do hereby certify that I am the duly elected and qualified Secretary and keeper of the records and corporate seal of Medical Diagnostic Imaging Of America, Inc., a corporation organized and existing under the laws of the State of Florida. I also certify that the above is a true and correct copy of a resolution(s) duly adopted at a meeting of the Board of Directors thereof. The meeting was convened and held in accordance with the laws and By Laws of said Corporation on 10/3/99 and that such resolution(s) is/are now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name below as Secretary of said Corporation this 11th day of October 1998.


John R. Germain/Secretary