

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342 8062
 FAX (904) 222 1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No _____ Express Mail No _____

State Fee \$ _____ Our \$ _____

FEB 13 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *PPK*

WALK-IN Will Pick Up *2-13 11:30*

of
 RE Mobile Bodybuilding
and LBG of Carolina

C.C. FEE. DISBURSED

Capital Expenses
 Art. Inc. do
 Corp. Bond Supp.
 L.B. Partnership Fdo
 Foreign Corp. Fdo
 Foreign Copy(s)

Art. of Amend. Fdo
 Dissolution/Withdrawal
 C.U.S. *9.5*
 Fictitious Name Fdo

Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing

Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

UCC 1 or 3 Fdo
 UCC 11 Search
 UCC 11 Retrieval
 File No.'s. Copies
 Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Frop
 FAX () pgs

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days: 18% per Annum

THANK YOU
 from
 Your Capital Connection

FILED
 FEB 13 AM 11:15
 TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
MOBILE RADIOLOGY AND EKG OF CAROLINA, INC.

FILED
95 FEB 13 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name and Address

The name of this corporation is MOBILE RADIOLOGY AND EKG OF CAROLINA, INC. The mailing address of the corporation is: 1940 Drew Street, Clearwater, Florida 34625-3040. The address of the corporation's principal office is : 1940 Drew Street, Clearwater, Florida 34625-3040.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 7,500 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Dollar (\$1.00).

ARTICLE IV - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued 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 rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1940 Drew Street, Clearwater, Florida 34625-3040, and the name of the initial registered agent of this corporation at that address is EARL M. HOAGLIN.

ARTICLE VI - Incorporator

The name and address of the person signing these Articles is:

Name

Address

EARL M. HOAGLIN

1940 Drew Street
Clearwater, Florida 34625-3040

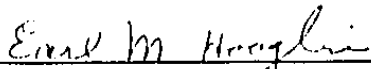
ARTICLE VII - Indemnification

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

ARTICLE VIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of FEBRUARY, 1995.



EARL M. HOAGLIN

0061876.01(cab)
(2/8/95-d1)

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

FILED
95 FEB 13 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Fla. Stat. §48.091 MOBILE RADIOLOGY AND EKG OF CAROLINA, INC., desiring to organize under the laws of the State of Florida, hereby designates EARL M. HOAGLIN, located at 1940 Drew Street, Clearwater, Florida 34625-3040, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

Earl M. Hoaglin
EARL M. HOAGLIN

0061876.01(cab)
(2/8/95-d1)