

P95000023879

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December 28, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DIAGNOSTIC CLINIC MEDICAL GROUP, P.A.
1301 2ND AVENUE SW
LARGO, FL 33770US

SUBJECT: DIAGNOSTIC CLINIC MEDICAL GROUP, P.A.
REF: P95000023879

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 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 for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Thelma Lewis
Document Specialist Supervisor

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RECEIVED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**Amended and Restated
Articles of Incorporation
of
Diagnostic Clinic Medical Group, P.A.,
a Florida professional corporation**

Document No. P95000023879

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TALLAHASSEE, FLORIDA

Diagnostic Clinic Medical Group, P.A., a Florida professional corporation (the "Corporation"), pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act (the "FBCA") hereby certifies that on December 12, 2012, the shareholders of the Corporation adopted a resolution and the number of votes cast were sufficient for approval, amending and restating the Articles of Incorporation (the "Amended Articles") of the Corporation to read, in their entirety, as follows:

ARTICLE I

Name

The name of the Corporation is Diagnostic Clinic Medical Group, Inc.

ARTICLE II

Principal Office

The principal street address of the Corporation is 1301 2nd Ave. SW, Largo, Florida 33770 and the mailing address is 1301 2nd Ave. SW, Largo, Florida 33770.

ARTICLE III

Purpose

The purpose for which this Corporation is formed is to engage in any lawful act or activity for which a corporation may be organized under the FBCA.

ARTICLE IV

Shares

The aggregate number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of \$.001 per share.

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ARTICLE V

Officers and Directors

The number of directors shall be fixed by the bylaws (the "Bylaws") of the Corporation and until changed in accordance with the manner prescribed by the Bylaws shall be seven (7). The names and addresses of those who are to serve as officers and directors until their successors are elected and qualified, are as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
Board Member	Joyce Kramzer	4800 Deerwood Campus Parkway, DC1-7 Jacksonville, Florida 32246
Board Member	Craig Thomas	4800 Deerwood Campus Parkway, DC1-7 Jacksonville, Florida 32246
Board Member	Deanna McDonald	4800 Deerwood Campus Parkway, DC1-7 Jacksonville, Florida 32246
Board Member	Jon Gavras, MD	4800 Deerwood Campus Parkway, DC1-7 Jacksonville, Florida 32246
Board Member and Chief Executive Officer	H. Charles Campbell, M.D.	1301 2nd Ave. SW Largo, Florida 33770
Board Member and Chief Medical and Operating Officer	James F. Rivenbark, III, M.D.	1301 2nd Ave. SW Largo, Florida 33770
Board Member and Chief Financial Officer	Kelly Gregg	1301 2nd Ave. SW Largo, Florida 33770

ARTICLE VI

Registered Agent

The Corporation's registered agent shall be NRAI Services, Inc., and the street address of the registered office of the Corporation in the State of Florida is 515 East Park Avenue, Tallahassee, Florida 32301.

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ARTICLE VII

Amendment

These Articles of Incorporation may be amended pursuant to the terms of the Bylaws of the Corporation.

ARTICLE VIII

Indemnification

Except as may otherwise be provided in the Bylaws, the Corporation shall indemnify its officers and directors, or any former officers or directors of the Corporation, to the fullest extent permitted by law either now or hereafter in effect.

[Signature page follows]

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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of this 28 day of December, 2012.

Diagnostic Clinic Medical Group, P.A.

By: H. Charles Campbell
H. Charles Campbell, President

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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT
UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation and is familiar with and accepts the obligations of Section 607.0505 of the Florida Business Corporation Act.

NRAI SERVICES, INC.

By:



Print Name: Katie Wonsch

Print Title: Assistant Secretary

Dated: December 31, 2012