

**Document Number Only**

**C T CORPORATION SYSTEM**

**Requestor's Name**

660 East Jefferson Street

**Address**

Tallahassee, Florida 32301

**City**

**State**

**Zip**

**Phone**

904-222-1092

**CORPORATION(S) NAME**

400001586254

09/15/95 -- 01066 -- 027

\*\*\*\*122.50 \*\*\*\*122.50

☒ Profit-H/Ls

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☒ Certified Copy

☐ Photo Copies

☐ Fictitious Name

☐ CUS/ G/S

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

**Name**

**Availability**

**Document**

**Examiner**

**Updater**

**Verifier**

**Acknowledgment**

**W.P. Verifier**

3.00  
9-15-95  
PLEASE RETURN EXTRA COPY(S)  
FILE STAMPED

CR2E031 (1-89)

D. BROWN SEP 15 1995

**ARTICLES OF INCORPORATION  
OF  
NATIONAL DIAGNOSTICS/FERNANDINA, INC.**

**THE UNDERSIGNED**, acting as sole incorporator of NATIONAL DIAGNOSTICS/FERNANDINA, INC. (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA") hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

**ARTICLE I  
Name**

The name of the Corporation is: NATIONAL DIAGNOSTICS/FERNANDINA, INC.

**ARTICLE II  
Business and Activities**

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
Shares**

The total number of shares which the Corporation shall have the authority to issue shall be One Thousand (1,000) shares, consisting of a single class of common stock having a par value of \$.10 per share.

**ARTICLE IV  
Preemptive Rights**

No shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

**ARTICLE V**  
**Principal Office**

The address of the Principal Office of the Corporation is 747 Brandon Boulevard West, Brandon, Florida 33511. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE VI**  
**Mailing Address**

The mailing address of the Corporation is 747 Brandon Boulevard West, Brandon, Florida 33511.

**ARTICLE VII**  
**Initial Registered Office and Agent**

The address of the initial Registered Office of the Corporation is 1200 S. Pine Island Road, Plantation, FL 33324, and the initial Registered Agent at such address is C T Corporation System.

**ARTICLE VIII**  
**Initial Board of Directors**

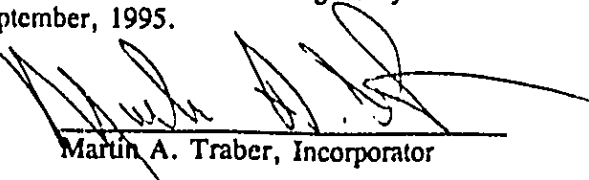
The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names and addresses of the persons who are to serve as the initial Directors and until successor Directors are elected and qualified are as follows:

Curtis L. Alliston  
747 Brandon Boulevard West  
Brandon, Florida 33511

**ARTICLE IX**  
**Incorporator**

The name and address of the sole incorporator of the Corporation is: Martin A. Traber, Foley & Lardner, 100 N. Tampa Street, Suite 2700, Tampa, Florida 33602.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 14 day of September, 1995.

  
\_\_\_\_\_  
Martin A. Traber, Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL  
REGISTERED AGENT**

**THE UNDERSIGNED**, a corporation resident of the State of Florida, having been named in Article VII of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of NATIONAL DIAGNOSTICS/FERNANDINA, INC.

DATED, this 15 day of September, 1995.

C T Corporation System

By: Charles B. B. B.  
Its: General Manager

# FOLEY & LARDNER

ATTORNEYS AT LAW

CHICAGO  
JACKSONVILLE  
LOS ANGELES  
MADISON  
MILWAUKEE  
ORLANDO

POST OFFICE BOX 3391  
TAMPA, FLORIDA 33601-3391  
100 NORTH TAMPA, SUITE 2700  
TAMPA, FLORIDA 33602-1804  
TELEPHONE (813) 229-2300  
FACSIMILE (813) 221-4210

SACRAMENTO  
SAN DIEGO  
SAN FRANCISCO  
TALLAHASSEE  
WASHINGTON D.C.  
WEST PALM BEACH

WRITER'S DIRECT LINE

September 11, 1996

P95000071461

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

200001947412  
-09/16/96--01012--005  
\*\*\*\*140.00 \*\*\*\*\*35.00

Re: Articles of Dissolution for Bay Imaging Associates, P.A., National  
Diagnostics/Fernandina, Inc., Bay Medical Group, Inc. and National  
Diagnostics/Radiology, Inc.

Gentlemen:

Enclosed for filing with the Florida Department of State are Articles of Dissolution on behalf of the above-referenced entities. Also enclosed is a check in the amount of \$140.00 for the filing fee.

If you have any questions or concerns with respect to the enclosed, please feel free to give me a call.

Sincerely,

*Kathleen Monday*

Kathleen A. Monday  
Paralegal

Enclosures

FILED  
96 SEP 30 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Dess*  
*KFT*

~~789, 568, 674~~

ESTABLISHED 1842

A MEMBER OF GLOBALEX WITH MEMBER OFFICES IN BERLIN, BRUSSELS, DRESDEN, FRANKFURT, LONDON, PARIS, SINGAPORE, STUTTGART AND TAIPEI

# FOLEY & LARDNER

ATTORNEYS AT LAW

CHICAGO  
JACKSONVILLE  
LOS ANGELES  
MADISON  
MILWAUKEE  
ORLANDO

POST OFFICE BOX 3391  
TAMPA, FLORIDA 33601-3391  
100 NORTH TAMPA, SUITE 2700  
TAMPA, FLORIDA 33602-8804  
TELEPHONE (813) 229-2100  
FACSIMILE (813) 221-4210

WRITER'S DIRECT LINE

SACRAMENTO  
SAN DIEGO  
SAN FRANCISCO  
TALLAHASSEE  
WASHINGTON D.C.  
WEST PALM BEACH

September 27, 1996

Ms. Louise Flemming-Jackson  
Corporate Specialist Supervisor  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
96 SEP 30 PM 2 15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: National Diagnostics/Radiology, Inc.; National Diagnostics/Fernandina, Inc.;  
Bay Imaging Associates, P.A.; and Bay Medical Group, Inc.

Dear Ms. Flemming-Jackson:

I am returning for filing with the Florida Department of State Articles of Dissolution for the above-referenced corporations. Because three of the corporations have been administratively dissolved, we have acknowledged on each of the Articles that the corporations have no intention of revoking their voluntary dissolution and that their names are available for immediate use for any other corporation. We now believe that all four entities comply with Section 607.1401 of the Florida Statutes in that each of the corporations has not commenced business, and did not have assets or debts. Additionally, the dissolution for each was approved by all the shareholders and directors of each corporation by joint written consent and the number of votes cast was sufficient for approval.

I realize that there may be more information provided than needed under Section 607.1401. However, because we have already had the appropriate officers sign these Articles, we would hope that they can now be filed as submitted. If there are any further questions with respect to these voluntary dissolutions, please give me a call at your earliest convenience.

Sincerely,

*Kathleen Monday*

Kathleen A. Monday  
Paralegal

Enclosures

C:\WP51\DOCS\MONDAY\ACKSON.LTR\127796\WP\KAMO-41

ESTABLISHED 1942

A MEMBER OF GLOBALEX WITH MEMBER OFFICES IN BERLIN, BRUSSELS, DRESDEN, FRANKFURT, LONDON, PARIS, SINGAPORE, STUTTGART AND TAIPEI



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

**FILED**

**96 SEP 30 PM 2:15**

**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

September 18, 1996

Kathleen A. Monday  
% Foley & Lardner  
Post Office Box 3391  
Tampa, FL 33601-3391

**SUBJECT: NATIONAL DIAGNOSTICS/FERNANDINA, INC.**  
**Ref. Number: P95000071461**

We have received your document for NATIONAL DIAGNOSTICS/FERNANDINA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution must comply with section 607.1401, Florida Statutes, if the corporation did not commence business or issue shares.

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 (904) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 296A00043263



**FILED**

**96 SEP 30 PM 2:15**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLES OF DISSOLUTION  
OF  
NATIONAL DIAGNOSTICS/FERNANDINA, INC.**

**NATIONAL DIAGNOSTICS/FERNANDINA, INC.** (the "Corporation"), does hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida, these Articles of Dissolution for the purpose of dissolving the Corporation in accordance with the Florida Statutes, Section 607.1401:

**ARTICLE I**

The name of the Corporation is **NATIONAL DIAGNOSTICS/FERNANDINA, INC.**

**ARTICLE II**

The date of filing of the Corporation's Articles of Incorporation is September 15, 1995.

**ARTICLE III**

The dissolution was approved by all of the shareholders and directors of the Corporation by joint written consent dated as of September 6, 1996. The number of votes cast were sufficient for approval.

**ARTICLE IV**

The Corporation has not commenced business.

**ARTICLE V**

There are no assets or debts of the Corporation.

Dated this 9<sup>th</sup> day of September, 1996.

**NATIONAL DIAGNOSTICS/FERNANDINA, INC.**

By:

*Curtis L. Alliston*

**Curtis L. Alliston, President**