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JOEL M. GAULKIN, P.A.

ATTORNEY AT LAW

4627 Ponce de Leon Blvd.  
Second Floor  
Coral Gables, Florida 33146  
Telephone (305) 661-4830  
FAX (305) 665-9073

March 1, 1996

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

500001731125  
-03/04/96--01096--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: NUTECH IMAGING, INC.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation of Nutech Imaging, Inc. and a \$70.00 check. Please return the time stamped copy to the undersigned at the address stated above.

If you have any questions whatsoever please do not hesitate to contact me at your earliest convenience.

Sincerely,

J.M. Gaulkin

JG/yv

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W96-5102

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

GB 3/13/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 7, 1996

JOEL M. GAULKIN, ESQUIRE  
4627 PONCE DE LEON BLVD 2ND FLOOR  
CORAL GABLES, FL 33146

SUBJECT: NUTECH IMAGING, INC.  
Ref. Number: W96000005102

We have received your document for NUTECH IMAGING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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"); 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 (904) 487-6931.

Garrett Blanton  
Document Specialist

Letter Number: 096A00010283

ARTICLES OF INCORPORATION

OF

NUTECH IMAGING, INC.

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLES I. NAME

The name of the corporation shall be:

NUTECH IMAGING, INC.

The address of the principal office of this corporation shall be 6001 N.W. 153rd Street, Suite 180, Miami Lakes, FL 33014, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4627 Ponce de Leon Blvd., Second, Floor, Coral Gables, Florida 33146 and the name of the initial registered agent of the corporation at that address shall be Joel M. Gaulkin, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have three officers and three directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, until his successor is elected or appointed is:

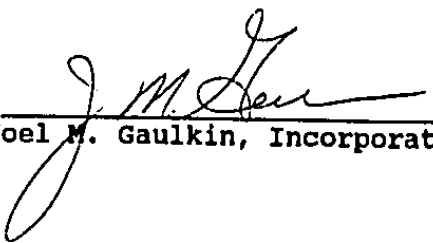
Andrew Capodiferro, Sr. President/Director	6001 N.W. 153rd Street, Suite 180 Miami Lakes, FL 33014
William Lenis Vice-President/Director	6001 N.W. 153rd Street, Suite 180 Miami Lakes, FL 33014
Andrew Capodiferro, Jr. Secretary/Treasurer/Director	6001 N.W. 153rd Street, Suite 180 Miami Lakes, FL 33014

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Joel M. Gaulkin, Esq.	4627 Ponce de Leon Blvd. Second Floor Coral Gables, FL 33146
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Signed on 3-1-96

  
Joel M. Gaulkin, Incorporator

Having been named as registered agent and to accept service of process for Nutech Imaging, Inc. at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Joel M. Gaulkin

By: 

Joel M. Gaulkin

Date: March 12, 1996

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STATE  
TALLAHASSEE  
FLORIDA

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