# FILED



96 APR 24 PM 4: 1596 APR 24 MI 11: 31 TALLAMES IN TALLAMEN TO THE STATE OF THE STA

ACCOUNT NO. : 072100000032

REFERENCE : 929743 5490A

AUTHORIZATION : latucia l'aguis

COST LIMIT : \$ 70.00

ORDER DATE : April 24, 1996

ORDER TIME : 10:33 AM

ORDER NO. : 929743

CUSTOMER NO: 5490A

100001798061

CUSTOMER: Ms. Suzanne Opatosky

MASTRIANA & CHRISTIANSEN

2750 North Federal Highway

WY6-3417

Fort Lauderdale, FL 33306

# DOMESTIC FILING

NAME: MED SCAN, INC.

## EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

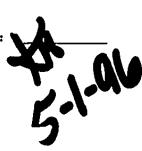
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

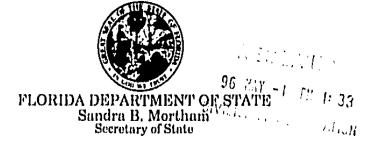
\_ CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:





April 25, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: MED SCAN, INC. Ref. Number: W96000008917

RESUBMIT
Please give original
submission date as file date.

We have received your document for MED SCAN, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6927.

Kathy Hyman Document Specialist

Letter Number: 196A00019662

# ARTICLES OF INCORPORATION

OF.

96 APR 24 PH 4: 15
TALLAND TALLANDA MED SCAN DIAGNOSTICS & IMAGING,

# <u>ARTICLE I - NAME</u>

The name of this corporation is MED SCAN DIAGNOSTICS & IMAGING, INC.

# **ARTICLE II - DURATION**

The duration of the corporation shall be perpetual.

# <u>ARTICLE III - PURPOSE</u>

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

# ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of common stock of \$1,00 par value.

# ARTICLE V - PRINCIPAL OFFICE

MED SCAN DIAGNOSTICS & IMAGING, INC.

The principal office address of

is 2750 North Federal Highway, Fort

Lauderdale, Florida 33306, which is the same address as the registered office of the corporation.

# ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2750 North Federal Highway, Fort Lauderdale, Florida 33306, and the name of the initial registered agent of this corporation at that address is MICHAEL ERIC CHRISTIANSEN.

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

CHARLES R. BRADFORD 5201 Bayview Drive Fort Lauderdale, Florida 33308

CHARLES R. BRADFORD, JR. 2750 North Federal Highway Fort Lauderdale, Florida 33306

MICHAEL HERNANDEZ 2750 North Federal Highway Fort Lauderdale, Florida 33306

The name and address of the person signing these Articles is MICHAEL ERIC CHRISTIANSEN, 2750 North Federal Highway, Fort Lauderdale, Florida 33306.

# **ARTICLE XI - INDEMNIFICATION**

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

### ARTICLE X - CONFLICTS OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation; *provided*, that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof. And any director of this corporation who is also a director or officer of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation not so interested. If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this corporation

would otherwise be required to authorize any such contract or transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transaction, then and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transaction with the same full force and effect as if the same had been authorized.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 3 day of April, 1996.

Michael Eric Christiansen

STATE OF FLORIDA

:SS

**COUNTY OF BROWARD** 

Personally appeared before me, the undersigned officer, duly authorized to administer oaths and take acknowledgments, MICHAEL ERIC CHRISTIANSEN, to me well known as the person described in and who executed and subscribed to the foregoing Articles of incorporation, and he acknowledged, before me that he executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this <u>23</u> day of April, 1996.

My Commission Expires:

OTARY PUBLIC, State of Florida

STIZAMINE EILEEN OPATOSKY MY COMMUSSION & CC368428 EXPIRES April 28, 1998 Dokad Tieu Iray kan usuruwa, da CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT

MED SCAN DIAGNOSTICS & IMAGING, INC.
DESIRING TO ORGANIZE OR QUALIFY

UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF

BUSINESS AT CITY OF FORT LAUDERDALE HAS NAMED MICHAEL ERIC

CHRISTIANSEN, AS RESIDENT AGENT, LOCATED AT 2750 NORTH FEDERAL

HIGHWAY, FORT LAUDERDALE, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF

PROCESS WITHIN FLORIDA.

SIGNATURE MICHAEL ERIC CHRISTIANSEN

TITLE SUBSCRIBER

DATE 25 APR 96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

MICHAEL ERIC CHRISTIANSEN

DATE

23 Jan 94

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