

P96000041165

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

RECEIVED
OFFICE OF THE CLERK OF THE
SUPREME COURT OF THE STATE OF
FLORIDA
TALLAHASSEE, FLORIDA
122.60

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Imaging Center at Snapper Creek, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in

Pick up time 5/14

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 MAY 14 PM 1:48
OFFICE OF THE CLERK OF THE
SUPREME COURT OF THE STATE OF
FLORIDA
TALLAHASSEE, FLORIDA

RECEIVED
96 MAY 14 AM 10:58
DIVISION OF CORPORATION

5/14/96

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE IMAGING CENTER AT SNAPPER CREEK, INC.

FILED

96 MAY 14 PM 1:4

WE, THE UNDERSIGNED, being desirous of associating ourselves together for the purposes of becoming a corporation for profit under the laws of the State of Florida, do make, subscribe and acknowledge these Articles of Incorporation, pursuant to Chapter 607 of the Florida General Corporation Act, and other applicable provisions of the Corporation Law of the State of Florida, and acts amendatory thereof and supplemental thereto.

FIRST: The name of the corporation is
THE IMAGING CENTER AT SNAPPER CREEK, INC.

SECOND: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Florida.

THIRD: The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
COMMON	200	NO PAR VALUE

FOURTH: The address of the initial registered and principal office of this corporation in this state is c/o George Mahoney-c/o International Magnetic Imaging, Inc, 2424 North Federal Highway-Suite 410, in the City of Boca Raton, State of Florida 33431 and the name of the registered agent at said address is George Mahoney.

FIFTH: The name and address of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray A. Barr	10 Bank Street White Plains, New York 10606
Mark Skubicki	10 Bank Street White Plains, New York 10606

SIXTH: The number of directors constituting the initial Board of Directors in two (2); and the name and address of the initial Board of Directors, to serve until the first annual meeting of shareholders, or until the successors are elected and qualify, are as follows:

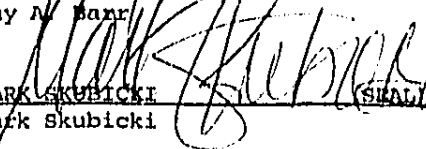
NAME	ADDRESS
Ray A. Barr	10 Bank Street White Plains, New York 10606
Mark Skubicki	10 Bank Street White Plains, New York 10606

SEVENTH: Any person who was or is a party or is threatened to be made a party to any proceeding, (whether or not by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be entitled to be indemnified by the corporation to the full extent then permitted by law against liability incurred in connection with such proceeding, including any appeal thereof. Such right of indemnification shall incur whether or not the claim asserted is based on matters which antedate the adoption of this Article SEVENTH. Such right of indemnification shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall incur to the benefit of the heirs and personal representatives of such a person. The indemnification provided by this Article SEVENTH shall not be deemed exclusive of any other rights which may be provided now or in the future under any provision currently in effect or hereafter adopted by the By-Laws, by any agreement, by vote of stockholders, by resolution of disinterested directors, by provision of law, or otherwise.

EIGHTH: No director of the corporation shall be personally liable to the corporation or any other person for monetary damages for breach of fiduciary duty as a director, except for liability (i) for a violation of criminal law, unless the director has reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful, (ii) for any transaction from which the director directly or indirectly derived an improper personal benefit, (iii) under section 607.144 of the Florida General Corporation Act, (iv) for conscious disregard for the best interest of the corporation or willful misconduct, or (v) for recklessness or an act or omission which was committed in bad faith or with a malicious purpose or in a matter exhibiting wanton and willful disregard of human, rights, safety, or property.

IN WITNESS WHEREOF, the undersigned have this seventh day of May, 1996 made and subscribed these Articles of Incorporation at New York, New York for the uses and purposes aforesaid.



RAY A. BARR (SEAL)
Ray A. Barr


MARK SKUBICKI (SEAL)
Mark Skubicki

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

Be it remembered that on this seventh day of May, 1996, personally came before me, a Notary Public in and for the County and State aforesaid, Ray A. Barr and Mark Skubicki, party to the foregoing document, known to me personally to be such, and who, being by me first duly sworn, acknowledged the said document to be their act and deed and that the facts therein stated are true.

Given under my hand and seal of office the day and year aforesaid.


MARIA R. FISCHETTI
Maria R. Fischetti, Notary Public

MARIA R. FISCHETTI
Notary Public, State of New York
No. 01F14914402
Qualified in Queens County
Certificate Filed in New York & Westchester County
Commission Expires March 21, 1998


ACCEPTANCE AS REGISTERED AGENT

OF

THE IMAGING CENTER AT SNAPPER CREEK, INC.

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.

Dated: May 7, 1996



GEORGE MAHONEY
George Mahoney

Registered Office Address:

International Magnetic Imaging, Inc.
2424 North Federal Highway-Suite 410
Boca Raton, Florida 33431

96 MAY 14 PM 1:48
FILED
STATE
FLORIDA

P96000041165

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
1406 Hays Street, Suite 2
(Address)
Tallahassee, FL 32301 (904) 656-3992
(City, State, Zip) (Phone #)

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07/06/96--0109--011
*****2.50 *****2.50

OFFICE USE ONLY

FILED
95 JUN 9 11 21 AM '96
TALLAHASSEE, FL

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Diagnostic Imaging of Greater Miami Corp. (Document #) 796-41165
2. _____ (Corporation Name) (Document #) Name Change
3. _____ (Corporation Name) (Document #) Amend
4. _____ (Corporation Name) (Document #)

Walk in Pick up time ASAP 4/9/96 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Need today please

Examiner's Initials _____

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

DIAGNOSTIC IMAGING OF GREATER MIAMI CORP.

FILED
96 JUL -9 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation hereby certifies as follows:

FIRST: That the name of the corporation is:

DIAGNOSTIC IMAGING OF GREATER MIAMI CORP.

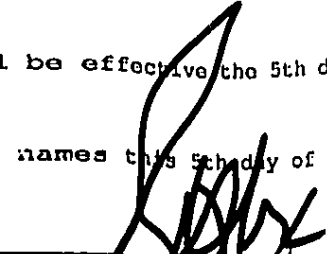
SECOND: That the following amendment was adopted by the Board of Directors:

"RESOLVED, that the name of the corporation be hereby changed to:
MIAMI SPECIALIZED IMAGING CORP."

THIRD: That this amendment was adopted by a resolution by the Board of Directors, by all members entitled to vote on same, and the vote was sufficient for approval. There are no shareholders of record. The corporation has not received payment for issuance of its shares and has not as yet commenced doing business.

This amendment was adopted on and shall be effective the 5th day of July, 1996.

IN WITNESS WHEREOF, we hereto sign our names this 5th day of July, 1996.

By: 
Ray A. Harris, Director

By: 
Mark L. Skubicki, Director

P960000 41165

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
1406 Hays Street, Suite 2
(Address)
Tallahassee, FL 32301 (904) 656-3992
(City, State, Zip) (Phone #)

OFFICE USE ONLY

500001867825
-06/19/96--01077--012
*****87.50 *****87.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Imaging Center at Snapper Creek, Inc P96-41165
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

95 JUN 19 11 AM '96
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FILED

Walk in
 Pick up time 6/19
 Certified Copy W96000013060
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

JUN 19 11 09 AM '96
 OFFICE OF THE SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

6/20
 [Signature]
 Name Change
 C.C.

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Northcutt
Secretary of State

66 JUL 20 11 10 AM '96

June 19, 1996

Please backdate

CAPITOL SERVICES
TALLAHASSEE, FL

SUBJECT: THE IMAGING CENTER AT SNAPPER CREEK, INC.
Ref. Number: P96000041165

We have received your document for THE IMAGING CENTER AT SNAPPER CREEK, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 196A00030453

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

THE IMAGING CENTER AT SNAPPER CREEK, INC.

96 JUN 19 AM 11:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned corporation hereby certifies as follows:

FIRST: That the name of the corporation is:
THE IMAGING CENTER AT SNAPPER CREEK, INC.

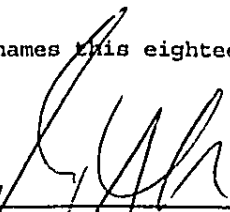
SECOND: That the following amendment was adopted by the Board of
Directors:

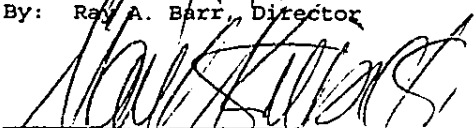
"RESOLVED, that the name of the corporation be hereby changed
to DIAGNOSTIC IMAGING OF GREATER MIAMI CORP.

THIRD: That this amendment was adopted by a resolution by the
Board of Directors there being no shareholders of record. The corporation
has not received payment for issuance of its shares and has not as yet
commenced doing business.

The amendment was adopted this 18th day of June, 1996.

IN WITNESS WHEREOF, we hereto sign our names this eighteenth day of
June, 1996


By: Ray A. Barr, Director


By: Mark Skubiicki, Director

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

Be it remembered that on this eighteenth day of June, 1996,
personally came before me, a Notary Public in and for the County and State
afore said, Ray A. Barr and Mark Skubicki, parties to the foregoing document,
known to me personally to be such, and acknowledged the said document to be
their act and deed and that the facts therein stated are true.

Given under my hand and seal of office the day and year aforesaid.


MARIA FISCHETTI
Maria Fischetti, Notary Public

MARIA R. FISCHETTI
Notary Public, State of New York
No. 01F14914402
Qualified in Queens County
Certificate Filed in New York & Westchester County
Commission Expires March 21, 1998