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PRESTIGE MAIL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 970492 4303929

AUTHORIZATION :

COST LIMIT : \$ \$122.50

Patricia Pizut

ORDER DATE : May 30, 1996

ORDER TIME : 10:55 AM

ORDER NO. : 970492

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAUER HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

0000 1845010

DOMESTIC FILING

NAME: RADIOLOGY ASSOCIATES OF
COCONUT GROVE, INC.

EFFECTIVE DATE:

☒ 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: Lynne Robe

EXAMINER'S INITIALS:

RECEIVED
DIVISION OF CORPORATIONS
MAY 30 PM 3:01

RECEIVED
96 MAY 30 PM 12:28
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF**

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
96 MAY 30 PM 3:01

RADIOLOGY ASSOCIATES OF COCONUT GROVE, INC.

ARTICLE I

The name of the corporation is RADIOLOGY ASSOCIATES OF COCONUT GROVE, INC., (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 2801 South Bayshore Drive, Suite 1215, Miami, Florida 33133.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the

Corporation's Bylaws. The number of directors constituting the Initial Board of Directors is two, and the names and addresses of the members of the Initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Miles E. Gilman
2601 South Bayshore Drive
Suite 1215
Miami, Florida 33133

W. Barry Tanner
2601 South Bayshore Drive
Suite 1215
Miami, Florida 33133

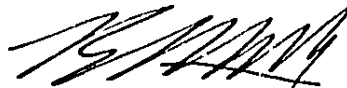
ARTICLE VII

The name of the Incorporator is Bruce E. Macdonough and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 29 day of May, 1996.



Bruce E. Macdonough, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been named the Registered Agent of RADIOLOGY ASSOCIATES OF COCONUT GROVE, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

**CORPORATION SERVICE COMPANY,
Registered Agent**

BY:

Patricia G. Pizzuto
PATRICIA G. PIZZUTO, as Agent for the
Registered Agent

Dated: May 30, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 30 PM 3:01