

P96000059948

Quarles & Brady

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Naples Attorneys

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John D. Humphreys
Kimberly L. Johnson
Linda E. Jorga
Thomas E. Maloney
T. Joseph McMeekin, III
Mark H. Muller
Leo J. Salvatore
Joseph D. Zaks

July 11, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900001893563
-07/16/96--01004--009
****122.50 ****122.50

Re: **Open MRI of Naples, Inc.**

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation, and of the Designation of Registered Agent for the above corporation. Also enclosed is a check in the amount of \$122.50 which represents the following:

Articles of Incorporation Filing Fee	\$ 35.00
Registered Agent Filing Fee	35.00
Certified Copy of Articles	<u>52.50</u>

Total enclosed: \$122.50

If you find these enclosures to be in order, please file the same and return one certified copy to this office.

Sincerely,

QUARLES & BRADY

Kimberly Leach Johnson

FILED
JUL 16 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KLJ/dm
Enclosure
cc: Steven C. Powers

JUL 17 1996

BSB

**ARTICLES OF INCORPORATION
OF
OPEN MRI OF NAPLES, INC.**

FILED
96 JUL 16 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of this Corporation is: **OPEN MRI OF NAPLES, INC.**

**ARTICLE II
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 common shares. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE III
INCORPORATOR**

The name and address of the incorporator are:

Name

Address

Kimberly Leach Johnson

4501 North Tamiami Trail
Suite 300
Naples, Florida 34103

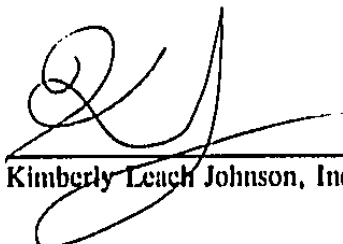
**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is: 4501 Tamiami Trail, North, Suite 300, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: Leo J. Salvatori.

ARTICLE V
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 9935 North Tamiami Trail, Naples, Florida 33963.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 11 day of July, 1996.

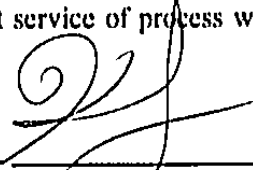


Kimberly Leach Johnson, Incorporator

**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, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

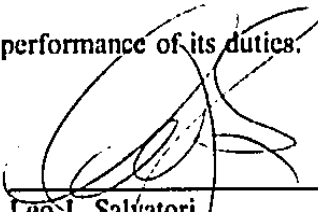
THAT OPEN MRI OF NAPLES, INC., desiring to organize or qualify under the laws
of the State of Florida, with its principal place of business located at 9935 North Tamiami Trail,
Naples, Florida 33963, has named Leo J. Salvatori, located at 4501 Tamiami Trail, North, Suite
300, Naples, Florida 34103, as its agent to accept service of process within Florida.



Kimberly Leach Johnson, Incorporator
Dated: July 10, 1996

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96 JUN 19 PM 4:03
CLERK OF DISTRICT COURT
STATE OF FLORIDA
NAPLES

Having been named to accept service of process for the above-stated corporation, at the
place designated in this Certificate, Leo J. Salvatori hereby agrees to comply with the provisions
of all statutes relative to the proper and complete performance of its duties.



Leo J. Salvatori
Dated: July 10, 1996