

P96000063133

July 23, 1996

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32301

Re: Articles of Incorporation for
CAPITAL MEDICAL IMAGING, INC.

8000001904588
-07/25/96--01076--013
****122.50 ****122.50

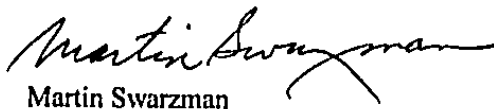
Gentlemen/Ladies:

Enclosed herewith find the original and duplicate copy of the Articles of Incorporation of the above named proposed corporation. The duplicate copy has been subscribed in the same manner as the original. Please endorse your approval of the Articles on the duplicate copy, certify it and return it to this office.

The enclosed check in the amount of \$122.50 is to cover the following items:

Filing Fee	\$ 35.00
Certified co.	52.50
Resident Agent Form	<u>35.00</u>
	\$122.50

Yours truly,


Martin Swarzman

Enclosure

JUL 29 1996 BS
FILED
96 JUL 25 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CAPITAL MEDICAL IMAGING, INC.

FILED
96 JUL 25 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned forms this corporation for profit in accordance with the Florida General Corporation Act.

ARTICLE I - NAME

The name of the corporation is CAPITAL MEDICAL IMAGING, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation is 4575 East 10 Lane, Hialeah, Florida 33013.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date these Articles are filed with the Secretary of State.

ARTICLE IV - PURPOSES

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State, and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all other things incidental to them or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States or by the foreign country.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2655 LeJeune Road, Suite 201, Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is Martin Swarzman.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 (1). The name and address of the initial director of this corporation is:

Martin Swarzman 2655 LeJeune Road, Suite 201
Coral Gables, Florida 33134

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

Martin Swarzman 2655 LeJeune Road, Suite 201
Coral Gables, Florida 33134

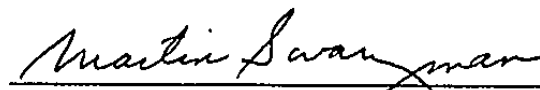
ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

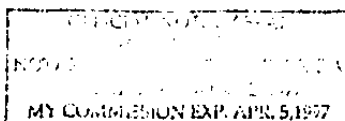
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 23rd day July, 1996.

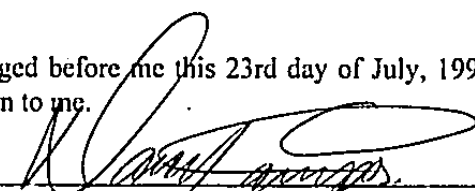

MARTIN SWARZMAN

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 23rd day of July, 1996, by MARTIN SWARZMAN, who is personally known to me.

My Commission Expires:



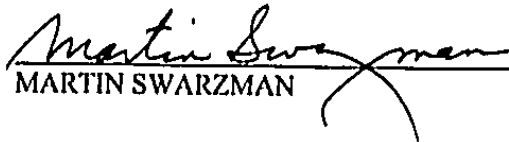

NOTARY PUBLIC, STATE OF FLORIDA
DAISY CAMPOS

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That CAPITAL MEDICAL IMAGING, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, State of Florida, has named MARTIN SWARZMAN whose address is 2655 LeJeune Road, Suite 201, Coral Gables, Florida 33134, as its agent to accept service of process with this state.

Having been named to accept service of process for the above stated corporation, at place designed in this certificate, I hereby agree to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


MARTIN SWARZMAN

FILED
96 JUL 25 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000063133

CAPITAL MEDICAL IMAGING, INC.

4575 East 10 Lane

Milwau, FL 33013

Tel: (305) 685-5633 • Fax: (305) 685-9547

April 17, 1997

4-00000315-4064-2
-04724797-01102-007
****\$87.50 ****\$87.50

Department of State
Division of Corporations
The Capitol
Tallahassee, FL 32399

FILED
DIVISION OF CORPORATIONS
97 APR 24 AM 10:27

Re: Articles of Amendment to Articles of
Incorporation of Capital Medical Imaging, Inc.

Gentleman/Ladies:

Enclosed herewith find the original and duplicate copy of the
Articles of Amendment to Articles of Incorporation of Capital
Medical Imaging, Inc.

The enclosed check in the amount \$87.50 is to cover the following
items:

Filing Fee of	
Articles of Amendment	\$35.00

Certified Copy of	
Articles of Amendment	<u>52.50</u>

TOTAL:	\$87.50
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Very truly yours,

Anthony Vecsegi
Anthony Vecsegi

Enclosure

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5/1/97

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CAPITAL MEDICAL IMAGING, INC.


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 24 AM 10:27

1. ARTICLE FIRST of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

FIRST: The name of the Corporation is International Medical Imaging, Inc.

2. The foregoing amendment was adopted on April 17, 1997 by the majority of the shareholders of the Corporation. The number of votes cast for the amendment was sufficient for approval on April 17, 1997.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment of the 17th day of April, 1997.



Anthony Vecseci, President