

JOHN
KAGAN



MICHAEL
JUGAN

A ASSOCIATES P.A.

Athletic Orthopedics and Reconstructive Center

80 BK 6847
38741-6847

July 26, 1994

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed you will find the articles of incorporation for:

IMAGING EQUIPMENT CAPITAL CORPORATION

IMAGING EQUIPMENT TECHNICAL SERVICE AND SUPPLY CORPORATION

along with a check for \$ 245.00 covering the filing fees. Should you have any questions regarding this matter, please don't hesitate to contact me.

Very truly yours,

Charles H. Knox

Charles H. Knox, CPA
Chief Financial Officer

JOHN C. KAGAN, M.D.

MICHAEL M. JUGAN, D.O.

JERRY A. SCHENKAYDER, JR., M.D.

NEIL R. SCHULTZ, M.D.

PHYSICAL MEDICINE & REHABILITATION

2745 SWAMP CABBAGE CT. • SUITE 305

FORT MYERS, FL 33901

(941) 936-6778 TEL

(941) 936-1920 FAX

2721 DEL PRADO BLVD. • SUITE 250

CAPE CORAL, FL 33904

(941) 574-0011 TEL

(941) 574-4020 FAX

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****245.00 ****122.50

FILED
NOV 17 PM 2:30
DIVISION OF STATE
TALLAHASSEE, FLORIDA

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F. CHESLER

NOV 12 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 30, 1996

JOHN C KAGAN MD
P O BOX 6847
FT MYERS, FL ~~33911-6847~~

33911-6847

FILED
95 NOV -7 PM 2:30
TALLAHASSEE, FLORIDA

We have received your document for IMAGING EQUIPMENT TECHNICAL SERVICE AND SUPPLY CORPORATION and your check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 896A00049997

ARTICLES OF INCORPORATION

OF

Imaging Equipment Technical Service and Supply Corporation

FILED
96 NOV - 7 PM 2:30
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

Article I - Name

The name of this corporation is Imaging Equipment Technical Service and Supply Corporation.

Article II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article - III - Capital Stock

This corporation is authorized to issue 100 shares of common stock without par value.

Article IV - 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 V - Initial Registered Office and Agent and Principal Office

The street address of the initial registered office of this corporation is 3616 Broadway Ave., Ft. Myers, FL 33901, and the name of the initial registered agent of this corporation at that address is John C. Kagan. The registered agent is familiar with and accepts the duties and responsibilities as registered agent for said corporation. The Corporation's Principal Office shall also be 3616 Broadway Ave., Ft. Myers, FL 33901.

Article VI - Initial Board of Directors

This corporation shall have three 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 two.

The names and addresses of the initial directors of this corporation who shall hold office unless otherwise provided in the duly adopted by-laws of this corporation, for the first year of existence of the corporation or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John C. Kagan	P.O. Box 6847 Fort Myers, FL 33911-6847
Victor C. Basile	2474 McGregor Blvd. Fort Myers, FL 33901
Elizabeth P. Kagan	P.O. Box 6847 Fort Myers, FL 33911-6847

Article VII - Initial Officers

The names and post office addresses of the President, Vice-president, Secretary, and Treasurer who shall hold office for the first year of existence of the corporation or until their successors are elected to pursuant to the corporate by-laws are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John C. Kagan, Secretary/Treasurer	P.O. Box 6847 Fort Myers, FL 33911-6847
Victor C. Basile, Vice-president	2474 McGregor Blvd. Fort Myers, FL 33901
Elizabeth P. Kagan, President	P.O. Box 6847 Fort Myers, FL 33911-6847

Article VIII - Incorporators

The names and addresses of the persons signing these articles as subscribers to the corporation, together with the number of shares each agrees to take, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
John C. Kagan and Elizabeth P. Kagan, JTWROS	P.O. Box 6847 Ft. Myers, FL 33911-6847	50
Victor C. Basile	2474 McGregor Blvd. Fort Myers, FL 33901	50

Article IX - By-laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

Article X - Meetings by Conference Telephone

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

Article XI - Indemnification

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

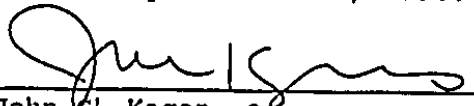
Article XII - Compensation

The directors and all other officers of this corporation shall serve without compensation unless otherwise expressly provided by unanimous vote of the Board of Directors.


Article XIII - Amendment

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

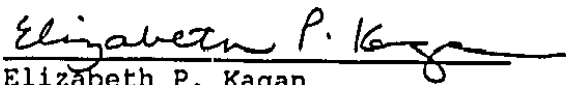
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 18th day of October, 1996.



John C. Kagan



Victor C. Basile




Elizabeth P. Kagan

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JOHN C. KAGAN, known to me and known by me to the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Fort Myers, Lee County, Florida, this 18th day of October, 1996.



Notary Public

My commission expires:



CHARLES H. KNOX
MY COMMISSION # CC418300 EXPIRES
November 2, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
96 NOV -7 PM 2:30
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Victor C. Basile known to me and known by me to the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Fort Myers, Lee County, Florida, this 18th day of October, 1996.

Charles H. Knox

Notary Public

My commission expires:



STATE OF FLORIDA
COUNTY OF LEE

CHARLES H. KNOX
MY COMMISSION # CC418300 EXPIRES
November 2, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Elizabeth P. Kagan known to me and known by me to the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Fort Myers, Lee County, Florida, this 18th day of October, 1996.

Charles H. Knox

Notary Public

My commission expires:



CHARLES H. KNOX
MY COMMISSION # CC418300 EXPIRES
November 2, 1998
BONDED THRU TROY FAIR INSURANCE, INC.