

P97000016935

Mattlin & McClosky

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DAVID J. PASCUZZI

February 3, 1997

REPLY TO: Boca Raton

VIA FEDERAL EXPRESS

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-02/04/97--01173-014  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Incorporation of Pinnacle Imaging, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of an Articles of Incorporation for Pinnacle Imaging, Inc. and check in the amount of \$122.50 made payable to the Secretary of State in connection with the formation of the above-referenced profit corporation pursuant to Chapter 607 of the Florida Statutes.

Please return the Certificate of Status and a filed copy of the Articles of Incorporation to the undersigned in the enclosed self-addressed, stamped envelope provided for your convenience.

Very truly yours,



Gordon A. Dieterle

Enclosures

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97 FEB 24 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

W97-2995  
YR 2.6

K.R. FEB 24 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 6, 1997

GORDON A DIETERLE, ESQ  
2300 GLADES ROAD  
SUITE 400, EAST TOWER  
BOCA RATON, FL 33431

SUBJECT: PINNACLE IMAGING, INC.  
Ref. Number: W97000002995

We have received your document for PINNACLE IMAGING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We are enclosing the proper form(s) with instructions for your convenience.

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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 597A00006351

ARTICLES OF INCORPORATION  
FOR  
PINNACLE IMAGING INC.

FILED  
97 FEB 24 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is Pinnacle Imaging, Inc.  
(hereinafter referred to as the "Corporation").

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of common stock, par value \$1.00 per share.

**ARTICLE IV - REGISTERED AGENT**

The street address of the initial registered office of the Corporation is Mattlin & McClosky, 2300 Glades Road, Suite 400 East, Boca Raton, Florida 33431, and the name of the initial registered agent of the Corporation at that address is Fred W. Mattlin, Esquire.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is:

10251-A West Sample Road  
Coral Springs, Florida 33140

## ARTICLE VI - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name of each person who is to serve as a member of the initial board of directors is:

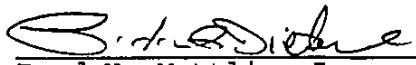
1. Sam Halim - Chairman of the Board
2. David Wagner - Member of the Board

## ARTICLE VII - INCORPORATOR

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

Fred W. Mattlin, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East  
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3-1 day of February, 1997.

  
\_\_\_\_\_  
Fred W. Mattlin, Incorporator

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the under-signed corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Pinnacle Imaging, Inc.

2. The name and address of the registered agent and office is:

Fred W. Mattlin, Esquire  
(Name)  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East Tower  
(P.O. Box NOT acceptable)  
Boca Raton, Florida 33431  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

SIGNATURE

Fred W. Mattlin

DATE 2/13/97

97 FEB 24 AM 8 51  
SECRETARIAT OF STATE  
TALLAHASSEE, FLORIDA

FILED

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E013(6/92)