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LAW OFFICES  
WEIDNER & WORTELBOER

JEANINE H. CORIS  
DONALD W. WEIDNER  
ROBERT L. WORTELBOER

10161 CENTURION PARKWAY NORTH, SUITE 190  
JACKSONVILLE, FLORIDA 32256  
TELEPHONE (904) 641-0004  
FACSIMILE (904) 641-0760

CRYSTAL H. RINER,  
ADMINISTRATOR

March 26, 1997

Attention: New Filings  
Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Filing of Articles of Incorporation for Okeechobee Imaging Consultants, Inc.  
Client Number: 96217

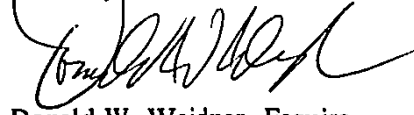
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-03/27/97--01066--013  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Division of Corporations:

Please find enclosed an original of the Okeechobee Imaging Consultants, Inc.,  
Articles of Incorporation and a check in the amount of \$122.50 made payable to Secretary of  
State. Please file the same and return all correspondence to the above entitled firm to my  
attention.

Thank you for your cooperation.

Sincerely,



Donald W. Weidner, Esquire  
Corporate Counsel

FILED  
97 MAR 27 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DWW:bsl  
Enclosure  
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P97-568  
[Handwritten initials]

**ARTICLES OF INCORPORATION**  
**OF**  
**OKEECHOBEE IMAGING CONSULTANTS, INC.**

97 MAR 27 AM 10:48  
FILED  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

**Name**

Section 1.1. Name. The name of this corporation is **Okeechobee Imaging Consultants, Inc.**, and the address is Donald W. Weidner, Donald W. Weidner, P.A., 10161 Centurion Parkway North, Suite 190, Jacksonville, Florida 32256.

**ARTICLE II**

**Duration**

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**Purpose**

Section 3.1. Purposes. This corporation is organized for the sole and specific purpose of providing quality cost effective care to patients through its panel of licensed physicians.

This corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other State or country to engage in any business not prohibited by the Florida Corporation Act.

It is expressly hereby provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

#### **ARTICLE IV** **Capital Stock**

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares having no par value. No person other than one licensed to practice medicine in the State of Florida shall be a shareholder of this corporation.

Section 4.2. Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

#### **ARTICLE V** **Initial Registered Office and Agent**

Section 5.1. Name and Address. The street address of the initial registered office of this corporation is **10161 Centurion Parkway North, Suite 190, Jacksonville, Florida, 32256** and the name of the initial registered agent of this corporation at that address is **Donald W. Weidner, Esq.**

#### **ARTICLE VI** **Bylaws**

Section 6.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE VII** **Incorporator**

Section 7.1. Name and Address. The name and street address of the incorporator of this corporation is **Donald W. Weidner, Donald W. Weidner, P.A. 10161 Centurion Parkway North, Suite 190, Jacksonville, Florida 32256.**

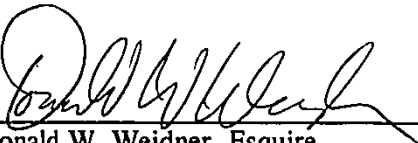
**ARTICLE VIII**  
**Amendment**

Section 8.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation by a vote of not fewer than sixty-six and six tenths percent (66.6%) of its shareholders.

**ARTICLE IX**  
**Dissolution**

Section 9.1. Dissolution. The corporation may be dissolved at any time on the affirmative vote of the holders of at least sixty-six and six tenths percent (66.6%) of the shareholders. On dissolution, the corporation property and assets shall, after payment, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 26<sup>th</sup> day of March, 1997.

  
\_\_\_\_\_  
Donald W. Weidner, Esquire

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DUVAL    )

The foregoing instrument was acknowledged before me this 26 day of March, 1997, by Donald W. Weidner, Esquire who is personally known to me.

M. Jane Bolling  
\_\_\_\_\_  
Notary Public, State of Florida

M. Jane Bolling  
\_\_\_\_\_  
Name of Notary typed, printed, or stamped




**Certificate Designating or Changing Place  
of Business or Domicile for the Service of Process  
Within This State, Naming Agent Upon  
Whom Process May Be Served**

Pursuant to the requirements of Chapter 48.091, Florida Statutes, the following is submitted in compliance therewith:

That **Okeechobee Imaging Consultants, Inc.**, a Florida Corporation, with its principal office as indicated in the Articles of Incorporation has named **Donald W. Weidner, Esquire at 10161 Centurion Parkway North, Suite 190, Jacksonville, FL 32256** its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said act relative to keeping open said office.

  
Donald W. Weidner, Esquire

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF DUVAL                 )

**SWORN TO AND SUBSCRIBED** before me this 26<sup>th</sup> day of March, 1997, by **Donald W. Weidner, Esquire** who is personally known to me.

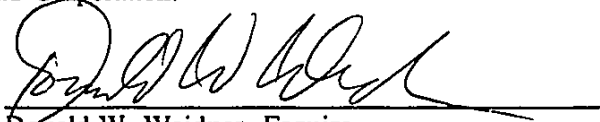
M. Jane Bolling  
Notary Public State of Florida

M. Jane Bolling  
Name of Notary typed, printed, or stamped



**ACCEPTANCE**

I hereby agree to act as registered agent for **Okeechobee Imaging Consultants, Inc.**, as stated in the Articles of Incorporation of said Corporation.

  
Donald W. Weidner, Esquire

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97 MAR 27 AM 10:48  
TALLAHASSEE, FLORIDA