

P970000 41209

5/08/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

1:17 PM

((H97000007621 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255  
FAX #: (305) 541-3770

NAME: K & K IMAGING, INC.

NAME: K & K IMAGING, INC.

AUDIT NUMBER.....H97000007621

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 7

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

Help F1 Option Menu F2

NUM

Connect: 00:07:03

FILED  
97 MAY -8 AM 7:51  
TALLAHASSEE, FLORIDA

P. 01/07

MAY 9 - 1997

1

H97000007621

# ARTICLES OF INCORPORATION

OF

**K & K IMAGING, INC.,**

FILED  
97 MAY -8 AM 7:51  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

## ARTICLE I- NAME

The name of this Corporation is K & K IMAGING, INC.,

## ARTICLE II- DURATION

The period of its duration is perpetual.

## ARTICLE III- PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida. In particular to provide mobile ultrasound diagnostics as well as the same professional services in offices. To buy, sell, manufacture, repair, hire, provide services, patent, trademark, export or deal in all kinds of articles and things in any such business.

John P. Joseph, Esquire  
9407 Sterling Dr  
MIAMI, FL 33157  
(305) 234-4389  
P. 02/07

H97000007621

EMPIRE CORPORATE KIT

MAY-08-1997 14:09

H97000007621

## **ARTICLE IV- CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of stock having a par value of one cent (\$.01) per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the Directors of the corporation. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property determined by the Directors of the corporation. Stock in other corporations or established businesses may be purchased by the Corporation, in return for the issuance of its capital stock, and said purchases shall be made by the Directors of the company.

## **ARTICLE V**

### **STREET ADDRESS OF CORPORATION'S PRINCIPAL OFFICE , AND NAME AND ADDRESS OF INITIAL REGISTERED AGENT**

The street address of the corporation's Principal office is:

10031 Cleary Blvd.  
Plantation, Florida 33324

The name and address of the initial registered agent of this corporation is as follows:

James V. D'Agostino  
10031 Cleary Blvd.  
Plantation, Florida 33324

## **ARTICLE VI- MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the shareholders of this corporation.

## **ARTICLE VII- INCORPORATORS**

The name and address of the Incorporator signing these Articles of Incorporation are:

James V. D'Agostino  
10031 Cleary Blvd  
Plantation, Florida 33324

H97000007621

H97000007621

## ARTICLE VIII- INDEMNIFICATION

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

## ARTICLE IX- INFORMAL ACTION OF SHAREHOLDERS

If the required majority of the shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Shareholders.

## ARTICLE X- BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the by-laws. The name and address of the initial directors are:

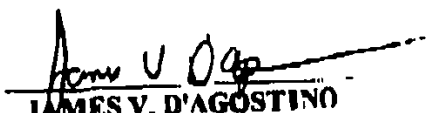
James V. D'Agostino  
10031 Cleary Blvd.  
Plantation, Florida 33324

Michele D'Agostino  
10031 Cleary Blvd.  
Plantation, Florida 33324

## ARTICLE XI- 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 Incorporator has executed these Articles of Incorporation this 5 day of MAY A.D. 1997.

  
JAMES V. D'AGOSTINO  
Incorporator and Registered Agent

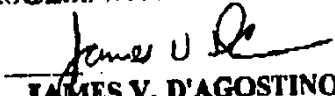
H97000007621

H97000007621

## CERTIFICATE OF DESIGNATION

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED. IN COMPLIANCE WITH THE FLORIDA STATUTES THE  
FOLLOWING IS SUBMITTED:

THAT K & K IMAGING, INC., DESIRING TO ORGANIZE AND OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT THE CITY OF PLANTATION, FLORIDA, HAS  
NAMED JAMES V. D'AGOSTINO LOCATED AT 10031 CLEARY BLVD.  
PLANTATION, FLORIDA 33324 AS ITS REGISTERED AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

  
**JAMES V. D'AGOSTINO**  
Incorporator and Registered Agent

Dated 5/5/97

H97000007 621

H97000007621

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607 of the Florida Statutes, in particular section 607.0501, the undersigned 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 K & K IMAGING, INC.,
2. The name and address of the registered agent and office is: JAMES V. D'AGOSTINO 10031 Cleary Blvd. Plantation, Florida 33324

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

  
JAMES V. D'AGOSTINO  
REGISTERED AGENT

DATE: 5/5/97

H97000007621

H97000007621

STATE OF FLORIDA  
COUNTY OF BROWARD

## ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of MAY, 1997 by JAMES V. D'AGOSTINO Incorporator of K & K Imaging, Inc., on behalf of the Corporation. He is personally known to me \_\_\_\_\_ or have produced FL DRIVER LICENSE as identification and did \_\_\_\_\_ or did not ✓ take an oath. He executed the foregoing Articles of Incorporation freely and of his own free will without any duress whatsoever.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 5<sup>th</sup> day of MAY A.D. 1997.

*Kennie Salter*  
Notary Public, State of FL

MY COMMISSION EXPIRES:



FILED  
97 MAY -8 AM 7:51  
TALLAHASSEE, FLORIDA

H97000007621'