FLORIDA 33174.(305)552-5973 MIAMI, City/State/Zip Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time 9-00 Walk in Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILING Profit Amendment Resignation of R.A., Officer/ Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other ojvnokielnikes Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Tradeinark Other

ARTICLES OF INCORPORATION OF Medical Diagnostic Network, Inc.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be

Medical Diagnostic Network, Inc. 167 Bougainvillea St. Tavernier, Florida 33070

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares	Par Value	Class of
<u>Authorized</u>	<u>Per Share</u>	<u>Stock</u>
100	\$1.00	Common

All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash; at a just valuation to be fixed by the Board of Directors of this corporation.

Upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall have the pre-emptive right to purchase his pro-rata share thereof at the price at which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 167 Bougainvillea St, Tavernier, Florida 33070, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Gary Greenwood.

This corporation shall have at least one (1) director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first Directors of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified shall be:

Name

<u>Address</u>

Gary Greenwood

167 Bougainvillea St. Tavernier, Fl 33070

ARTICLE VIII

The name and address of the Incorporator is

Gary Greenwood

167 Bougainvillea St. Tavernier, Fl 33070

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have any director of this corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS HEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 10th day of November, 1997.

Gary Greenwood

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Gary Greenwood to me well known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 10th day of November 1997.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:

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

In compliance with the laws of Florida, the following is submitted.

First -- That Medical Diagnostic Network, Inc. desiring to organize under the laws of the State of Florida, has named <u>Gary Greenwood</u>, 167 Bougainvillea St., Tavernier, Florida 33070 as its statutory registered agent.

Having been named statutory agent of the above corporation at the place designated in this certificate I hereby accept the same and agree to the act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

REGISTERED AGENT

DATED THIS 10th DAY OF NOVEMBER, 1997.

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SECRETARY OF STATE