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May 5, 1999

TELEPHONE 727-898-9011



/07/99--01072--008

*****87.50 ****43.75

Florida Department of State DIVISION OF CORPORATIONS Post Office Box 6327 Tallahassee, Florida 32314

Re: MRI Centers of America, Inc.

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Amendment to Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$87.50 to cover filing fees in the amount of \$35.00 and cost for a certified copy in the amount of \$52.50.

If the Articles of Amendment Articles of Incorporation are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, HAYES & SILVERSTEIN, P.A.

JNP/lj

Enclosures: a/s CA1 CLIENTS\C\Cox\Cox 322.wpd james N. Powell

(Dictated by Mr. Powell and signed in his absence to avoid delay

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF MRI CENTERS OF AMERICA, INC.



The Articles of Incorporation of MRI CENTERS OF AMERICA, INC., a Florida corporation (the "Corporation") are hereby amended as follows:

1. The terms of Article IV of the Articles of Incorporation are hereby deleted in their entirety and the following is substituted in lieu thereof:

"ARTICLE IV
"Capital Stock

"The authorized capital stock of the Corporation shall be 100,000 shares of common stock having a par value of 1¢ per share."

2. The foregoing amendment was approved by the shareholders and was adopted by a unanimous vote of the shareholders and ratified by a unanimous vote of the Shareholders and Directors of the Corporation on the $2\sqrt{2}$ day of April, 1999.

IN WITNESS WHEREOF, the undersigned as President and Secretary of the Corporation have executed these Articles of Amendment this averaged day of April, 1999.

Stephen E. Cox

Sole Director and Sole Shareholder

STATE OF FLORIDA)	
COUNTY OF Pinellas)	
The foregoing instrument was acknown 1999, by STEPHEN E. COX, who Florida driver's license or \Box	owledged before me this 2/5 day of April, is personally known to me, or □ produced a
identification.	
	Suida Comeon
My Commission Expires:	Notary Public (SEAL)
OFFICIAL NOTARY SEAL LINDA C JOHNSON COMMISSION NUMBER CC522485 MY COMMISSION EXPIRES JAN. 21,2000	(Legibly print name of notary on this line)