

P98000105078



ACCOUNT NO. : 072100000032

REFERENCE : 070389 4303929

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 78.75

ORDER DATE : December 17, 1998

ORDER TIME : 3:58 PM

ORDER NO. : 070389-005

CUSTOMER NO: 4303929

200002715412--7

CUSTOMER: Myrna Golinsky, Legal Asst
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: GLOBAL DIAGNOSTICS AND IMAGING
GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

J 12/18/98

RECEIVED
98 DEC 17 PM 4:16
DIVISION OF CORPORATION

FILED
98 DEC 17 AM 10:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 AM 10:04

ARTICLES OF INCORPORATION

OF

GLOBAL DIAGNOSTICS AND IMAGING GROUP, INC.

ARTICLE I

The name of the corporation is GLOBAL DIAGNOSTICS AND IMAGING GROUP, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 7460 Anadale Circle, Lake Worth, Florida 33467.

ARTICLE III

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

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida, 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws.

ARTICLE VII

The name of the Incorporator is Corporation Service Company and the address of the Incorporator is 1201 Hays Street, Tallahassee, Florida, 32301.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 17th day of December, 1998.



Corporation Service Company
Incorporator

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DIVISION OF CORPORATIONS
98 DEC 17 AM 10:04

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of GLOBAL DIAGNOSTICS AND IMAGING GROUP, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION SERVICE COMPANY

By: Patricia Pizito
Registered Agent

DATED: Dec., 1998.