

P99000003780

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

American Diagnostic
Group, Inc.

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*****78.75 *****78.75

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DIVISION OF CORPORATION

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**ARTICLES OF INCORPORATION
OF
AMERICAN DIAGNOSTIC GROUP, INC.**

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Article I

Name

The name of the corporation is AMERICAN DIAGNOSTIC GROUP,
INC.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all
lawful business.

Article IV

Address

The principal place of business or mailing address of this corporation shall
be: 10446 Buena Ventura Drive, Boca Raton, Florida 33498

Article V

Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of
One Cent (\$.01) par value common stock.

Article VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486, and the name of the initial registered agent of this corporation at the address is: Ronald N. Rosenwasser.

Article VII
Initial Board of Directors

This corporation shall have the following number of directors initially: 1. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Glenn Becker
10446 Buena Ventura Drive
Boca Raton, 33498

Article VIII
Incorporators

The name and address of the person signing these Articles are:

Ronald N. Rosenwasser
5355 Town Center Road, Suite 801
Boca Raton, Florida 33486

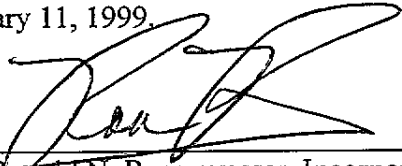
Article IX
Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, to the fullest extent permitted by law

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on January 11, 1999.



Ronald N. Rosenwasser, Incorporator

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

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, 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: AMERICAN DIAGNOSTIC GROUP, INC.
2. The name and address of the registered agent and office is:

Ronald N. Rosenwasser
5355 Town Center Road, Suite 801
Boca Raton, Florida 33486

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 
Date: January 11, 1999

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