

Carlton Fields
Requestor's Name

Address

City/State/Zip 224-1585 Phone # Dulna

~~SECRETARY OF STATE, FLORIDA~~
300002803603--3
-03/12/99--01001--029
*****70.00 *****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Advanced Imaging of Winter Park, Inc.
(Corporation Name) (Document #)

2. P990000022836
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy ☒ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 MAR 11 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 checks
attached

300002803603--3
-03/12/99--01001--030
*****17.50 *****17.50

RECEIVED
99 MAR 11 PM 4:24

T. SMITH MAR 11 1999

LAW OFFICES OF
PALMER & PALMER, P.A.

NANCY S. PALMER • WILLIAM D. PALMER

3117-B Edgewater Drive
Orlando, Florida 32804

Telephone (407) 650-8900
Fax (407) 650-8811

March 10, 1999

Department of State
Division of Corporation
409 E. Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Carlton Fields

HAND DELIVERY

Re: Advanced Imaging of Winter Park, Inc.

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation and Certificate of Designation of Registered Agent and my check in the amount of \$70.00 which represents the filing fee in this matter.

Also enclosed is a check for \$17.50 to obtain a certified copy of the Articles of Incorporation and a Certificate of Good Standing.

Please also provide a Certificate of Good Standing and a certified copy of the Articles of Incorporation for Innovative Medical Diagnostics, Inc., and Advanced Imaging Center of Winter Park, Ltd. Checks for \$17.50 for each such corporation are enclosed.

Additionally, I am aware that Advanced Imaging Center of Winter Park, Inc., is filed as a corporation with the State of Florida. However, I still would like to file the enclosed documents on behalf of my corporation, Advanced Imaging of Winter Park, Inc.

A duplicate package to the one attached hereto has been mailed to you, but should be returned as duplication when processed.

As always, if you have any questions, please let me know.

Very truly yours,

WDP

William D. Palmer, Esquire

WDP:vdw

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Advanced Imaging of Winter Park, Inc.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I NAME AND ADDRESS

The name of the corporation is Advanced Imaging of Winter Park, Inc. The principal office of the Corporation and its mailing address is 3117-B Edgewater Drive, Orlando, Florida 32804.

ARTICLE II CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III PURPOSE OR PURPOSES

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to do such other things as are incidental to the foregoing and necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3117-B Edgewater Drive, Orlando, Florida 32804 and the name of this initial registered agent at such address is William D. Palmer.

ARTICLE VI DIRECTORS

A. The number of directors constituting the initial Board of Directors of the corporation is one. The name and address of the person(s) who are to serve as members of the initial Board of Directors, each to hold office until the First annual meeting of the shareholder of this Corporation or until their successor's are elected or appointed and have qualified are:

Name	Address
William D. Palmer, as Trustee	3117-B Edgewater Drive, Orlando, Florida, 32804

B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.

D. Nothing in this article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

E. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation, for any cause deemed sufficient by such shareholders.

F. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

William D. Palmer, as Trustee	3117-B Edgewater Drive, Orlando, Florida, 32804
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ARTICLE VIII
LOST OR DESTROYED CERTIFICATES

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

ARTICLE IX
AMENDMENT TO ARTICLES

These articles of incorporation may be amended in the manner provided by law. Every amendment which requires shareholder approval shall be approved by the board of directors, proposed by them to the shareholders as required by law, and approved at a shareholders' meeting by the holders of a majority of the stock issued, outstanding and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

Executed by the undersigned at Orlando, Florida on March 10, 1999.

William D. Palmer, as Trustee
William D. Palmer, as Trustee
Incorporator

Sworn and Subscribed before me William D. Palmer who is personally known to
me or has produced _____ as I.D.

Verlinda D. Wells
NOTARY

My commission expires:

VERLINDA D. WELLS
Notary Public, State of Florida
My comm. exp. Sept. 27, 2002
Comm. No. CC778472

The Department of State, Tallahassee, Florida 32304

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In compliance with Section 607.0505 of the Florida General Corporation Act, the following is submitted:

Advanced Imaging of Winter Park, Inc., with its principle place of business at 3117-B Edgewater Drive, Orlando, Florida 32804, has named William D. Palmer, located at 3117-B Edgewater Drive, Orlando, Florida as its agent to accept services of process within Florida.

Dated March 10, 1999.

William D. Palmer, as Trustee
Secretary, Advanced Imaging of Winter Park, Inc.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative and proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 of the Florida General Corporation Act.

Dated March 10, 1999.

W D Palmer
William D. Palmer
Registered Agent

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TALLAHASSEE, FLORIDA