

CONERLY & HELMICH, P.L.L.C.

LAMAR CONERLY, JR.
KEVIN M. HELMICH
LORI ELLEN WARD
JAY O. BARBER

* also admitted in Mississippi
** also admitted in Illinois

P99 0000035525

POST OFFICE BOX 5499
54851 EMERALD COAST PARKWAY, SUITE 100
DESTIN, FLORIDA 32540
(850) 837-5118
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April 8, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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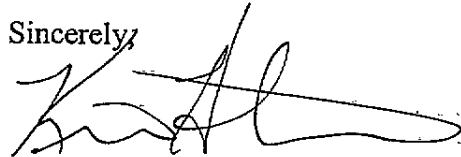
Re: Articles of Incorporation

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of Emerald Coast Bone Densitometry, Inc., as well as a check in the amount of \$35.00 to cover your fees. Upon filing, please provide my office with faxed confirmation of this filing. Please return the file-stamped copy of the Amendments in the enclosed envelope.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,



KEVIN M. HELMICH
Attorney at Law

KMH/jmp

Enclosure as stated

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

EMERALD COAST BONE DENSITOMETRY, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I

NAME

The name of this Corporation is **EMERALD COAST BONE DENSITOMETRY, INC.**

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of conducting all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 34851 Emerald Coast Parkway, Suite 100, Destin, Florida 32541, and the initial registered agent of this Corporation at that address is Kevin M. Helmich, Esq.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have at least one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

Michelle Elizabeth Glenn
417-B Racetrack Road
Fort Walton Beach, FL 32547

ARTICLE VIII
PRINCIPAL OFFICE

The principal office and mailing address of this Corporation is 417-B Racetrack Road, Fort Walton Beach, FL 32547.

ARTICLE IX
INCORPORATOR

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

Michelle Elizabeth Glenn
417-B Racetrack Road
Fort Walton Beach, FL 32547

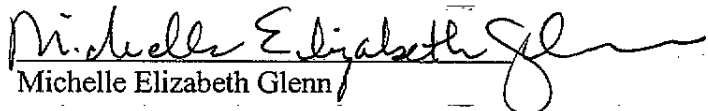
ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI
ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT A MEETING

The directors or shareholders of this Corporation may take action by written consent as provided by law.

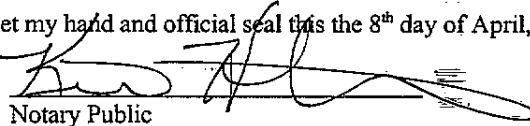
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 8th day of April, 1999.


Michelle Elizabeth Glenn

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared Michelle Elizabeth Glenn, who is personally known to me and who did take an oath, and who is the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed same.

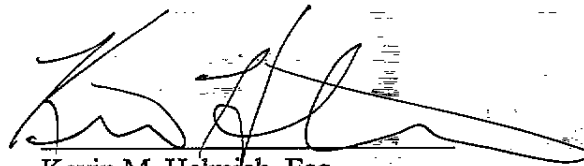
IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 8th day of April, 1999.


Notary Public

KEVIN HELMICH
Notary Public - State of Florida
My Commission Expires Apr. 23 2001
Commission # CC 640934

ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for Emerald Coast Bone Densitometry, Inc.




Kevin M. Helmich, Esq.,
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared Kevin M. Helmich, Esq. and who did take an oath, and who is the person who executed the foregoing Acceptance and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 8th day of April, 1999.

 Coleen M. Kramer
My Commission CC805386
Expires January 31, 2003


Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA