

P99000063642  
*James W. Bauman*

Attorney At Law

July 7, 1999

Department of State  
Division of Corporations  
P. O. Box 6217  
Tallahassee, FL 32314

300002926903--9  
-07/09/99-01023-004  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: 21ST CENTURY IMAGING OF CLEARWATER, INC.

Gentlemen:

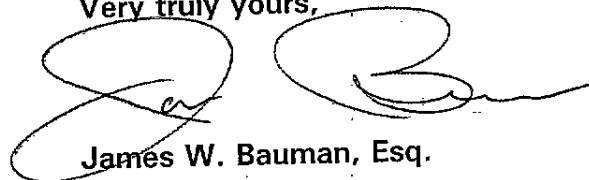
Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is my firm's check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	52.50
Registered Agent Fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,

  
James W. Bauman, Esq.

/km  
Enclosures

FILED  
99 JUL -9 PM 5:05  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

*Handwritten:*  
7-16  
W.C.

**ARTICLES OF INCORPORATION**

**OF**

**21ST CENTURY IMAGING OF CLEARWATER, INC.**

FILED  
99 JUL -9 PM 5:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be: **21ST CENTURY IMAGING OF CLEARWATER, INC.**

**ARTICLE II**

The principal place of business and mailing address of this Corporation shall be:

**21959 U.S. Highway 19 N.  
Clearwater, FL 33765**

**ARTICLE III**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 15,000 shares of common stock having a par value of \$1.00.

**ARTICLE IV**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida. In addition, and more specifically, this Corporation shall provide medical radiology services, including, but not limited to, performing, interpreting, and consulting regarding professional medical radiology services.

**ARTICLE V**

This Corporation shall have perpetual existence commencing upon the filing of

these Articles.

#### **ARTICLE VI**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

James W. Bauman, Esq.  
1008 Drew Street  
Clearwater, Florida 33755

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VII**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VIII**

The name of the sole director of this Corporation and his street address is:

ANTHONY G. ABOUD  
21959 U.S. Highway 19 N.  
Clearwater, FL 33765

#### **ARTICLE IX**


The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

ANTHONY G. ABOUD  
21959 U.S. Highway 19 N.  
Clearwater, FL 33765

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation this 22 day of June, 1999.

  
\_\_\_\_\_  
ANTHONY G. ABOUD  
Incorporator

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

BEFORE ME, a Notary Public, personally appeared ANTHONY G. ABOUD to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 22<sup>nd</sup> day of June, 1999.

  
\_\_\_\_\_  
Notary Public

My Commission expires: 4/13/2001



TIMOTHY C. ABBOTT  
My Comm Exp. 4/13/2001  
Bonded By Service Ins  
No. CC638380  
[ ] Personally Known [ ] Officer I.D.

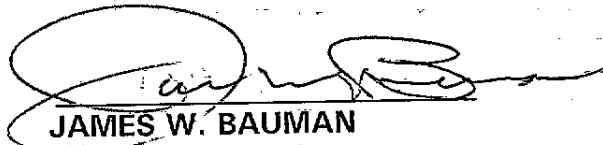
**CERTIFICATE OF DESIGNATION  
OF RESIDENT AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the resident agent/registered office in the State of Florida.

1. The name of the corporation is 21ST CENTURY IMAGING OF CLEARWATER, INC.
2. The name and address of the resident/registered agent and office is:

James W. Bauman, Esq.  
1008 Drew Street  
Clearwater, Florida 33755

HAVING BEEN NAMED AS RESIDENT 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.

  
**JAMES W. BAUMAN**  
Resident Agent

June 22, 1999  
Date

FILED  
99 JUL -9 PM 5:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA