

**ARTICLES OF INCORPORATION
OF
GREYSTONE MEDICAL IMAGING, INC.**

The undersigned, acting as incorporator of Greystone Medical Imaging, Inc, a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Greystone Medical Imaging, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purposes for which the corporation is formed are: transaction of all lawful business for which corporations may be incorporated under Code of Alabama 1975, § 10-2A-1 et seq.,

To hold, own and operate a medical imaging facility.

To purchase, lease or otherwise lawfully acquire, hold and own all properties, materials, fixtures, machinery, tools, office supplies, furniture and equipment, or materials whatsoever necessary or incidental to the business as aforesaid.

To build, buy, sell, own, lease or let real property and buildings whatsoever necessary or incident to the business as aforesaid.

To market, sell, convey, exchange, lease, transfer and distribute and generally deal in or otherwise dispose of the articles, equipment, products, or services aforesaid.

To renovate, repair or service any or all products dealt with in the course of said business and

Inst # 1994-36021

12/07/1994-36021
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to do the same with respect to any parts, materials, equipment and accessories necessary, useful and incidental thereto.

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, and to lend money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

To improve, operate, sell, convey, assign, mortgage or lease any real estate or any personal property of any kind and description and to insure the same for the protection of the corporation or its principals, and to make contracts with others for the carrying out of this object or the objects.

To acquire the good will, rights and property, and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, or with the stock of the corporation, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the power as necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase, or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, or other evidences of indebtedness created by other corporations, and while the holder of such stock, to exercise all the rights and privileges of ownership, including the right to vote thereon to the same extent as a natural person might or could do.

To borrow money for any of the purposes of this corporation based upon the signatures of both the President and Treasurer of said corporation and to issue bonds, debentures, debenture stock, notes and other obligations therefor without security or secured by a mortgage on the whole or any part of its property, real or personal, and to draw, make, accept, endorse, discount, guarantee, execute and issue promissory notes, bills of exchange, drafts, warranties and all kinds of obligations and certificates and negotiable or transferable instruments.

The foregoing clauses shall be construed as objects and purposes of the corporation, in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law.

ARTICLE IV

The aggregate number of common shares which the corporation shall have authority to issue is one thousand two hundred(1,200), with a par value of one dollar (\$1.00) per share and a total par value of one thousand two hundred dollars (\$1,200.00).

ARTICLE V

The name of the initial registered agent and address of the initial registered office of the corporation is:

Michael F. Newell
7500 Hugh Daniels Drive
Hoover, Alabama 35243-0000

ARTICLE VI

Provisions for the regulations of the internal affairs of the corporation are as follows:

The business and affairs of the corporation shall be governed by a Board of Directors, who shall be elected by shareholders at the annual meeting of shareholders. The number of directors is initially fixed at two (2) and such number may from time to time be changed by the By-Laws of the corporation. Directors need not be shareholders in the corporation.

The By-Laws of the corporation shall determine the officers of the corporation, and the Board of Directors, at its annual meeting, shall elect the persons to fill the offices as determined.

The Board of Directors may make such rules and regulations for the government of the corporation as are not in conflict with its By-Laws or the laws of the State of Alabama.

The names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Michael F. Newell
7500 Hugh Daniels Drive
Hoover, Alabama 35243-0000

Carol E. Newell
7500 Hugh Daniels Drive
Hoover, Alabama 35243-0000

ARTICLE VII

The corporation reserves the right from time to time to amend, alter or repeal any provision contained in these Articles of Incorporation or to add one or more additional provisions in the manner now or hereafter prescribed by statute by a vote of two-thirds (2/3) of the issued and outstanding shares of the corporation (excluding treasury shares), and all rights conferred on shareholders herein are granted subject to this reservation.

ARTICLE VIII

The corporation shall not carry on or exercise any of the business purposes or powers herein authorized except in full compliance with and under such licenses or other authority as may be required by the laws of the State of Alabama and in no event in violation of said laws.


The corporation shall be governed generally by the laws of the State of Alabama governing or applicable to corporations, including, but not limited to, the Alabama Business Corporation Act.

ARTICLE IX

The name and address of each incorporator is:

Michael F. Newell
7500 Hugh Daniels Drive
Hoover, Alabama 35243-0000

Dated this the 5th day of December, 1994.



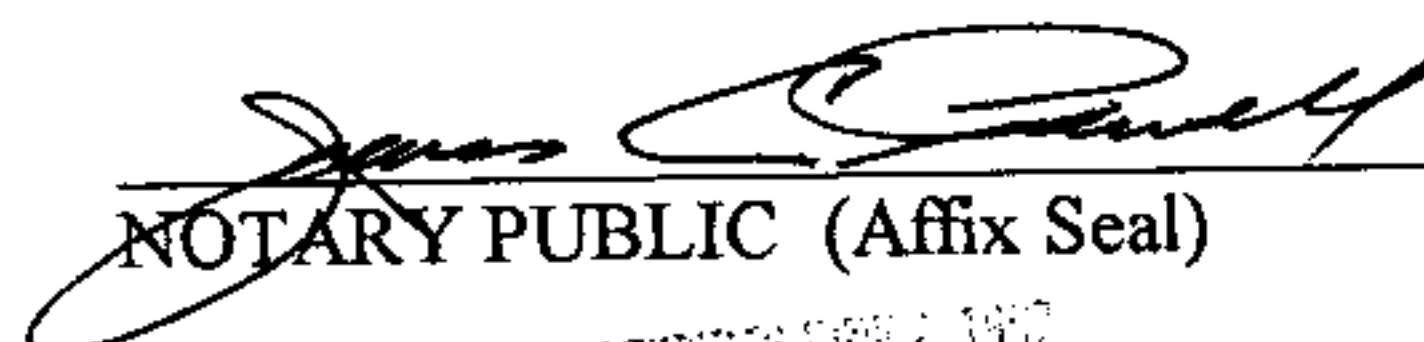
MICHAEL F. NEWELL, INCORPORATOR

STATE OF ALABAMA

COUNTY OF BALDWIN

I, the undersigned, a Notary Public in and for said County and State, hereby certify that MICHAEL F. NEWELL, whose name as incorporator is signed to the foregoing document and who is known to me, acknowledged before me on this day that, being informed of the contents of the document, he, in such capacity, executed the same voluntarily on the day the same bears date.

Given under my hand and Notarial Seal on this the 5th day of December, 1994.


NOTARY PUBLIC (Affix Seal)
MY COMMISSION EXPIRES SEP 2, 1997

This Instrument Prepared By:

James C. Powell

OF COUNSEL:

BENJAMIN C. MAUMENEE, P.C.

P. O. Box 966

Fairhope, Alabama 36533

Phone (205) 928-1492

Fax (205) 928-1494

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Greystone Medical Imaging, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Alexander Sexton, 1009 Montgomery Hwy Ste 100, Birmingham, AL 35216 for a period of one hundred twenty days beginning September 1, 1994 and expiring December 31, 1994.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

September 1, 1994

Date

Jim Bennett

Jim Bennett

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

GREYSTONE MEDICAL IMAGING, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of GREYSTONE MEDICAL IMAGING, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of GREYSTONE MEDICAL IMAGING, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 7 day of

DECEMBER, 19 94.



Judge of Probate

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