

United States Bankruptcy Court Southern District of New York	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): North Carolina Mobile Imaging V LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 27-1860431	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 26250 Enterprise Court, Suite 100 Lake Forest, California	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 92630	ZIP CODE
County of Residence or of the Principal Place of Business: Orange County	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE	ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): Connecticut, New Jersey	ZIP CODE

<p style="text-align: center;">Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p> <p>_____</p>	<p style="text-align: center;">Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p style="text-align: center;">Tax-Exempt Entity (Check box, if applicable.)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p style="text-align: center;">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p style="text-align: center;">Nature of Debts (Check one box)</p> <p><input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p style="text-align: center;">Filing Fee (Check one box.)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached.</p> <p><input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.</p> <p><input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.</p>	<p style="text-align: center;">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>).</p> <hr/> <p>Check all applicable boxes:</p> <p><input checked="" type="checkbox"/> A plan is being filed with this petition.</p> <p><input checked="" type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p>	THIS SPACE IS FOR COURT USE ONLY										
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>	<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000	
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<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/> \$0- to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input checked="" type="checkbox"/> \$0- to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0- to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input checked="" type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0- to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input checked="" type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): North Carolina Mobile Imaging V LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: See Rider 1	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p style="text-align: center;">(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
		_____ (Name of landlord that obtained judgment)	
		_____ (Address of landlord)	
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): North Carolina Mobile Imaging V LLC</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Debtor</p> <p><input checked="" type="checkbox"/> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><input checked="" type="checkbox"/> _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p><input checked="" type="checkbox"/> <u>/s/ Edward O. Sassower</u> Signature of Attorney for Debtor(s) Edward O. Sassower Printed Name of Attorney for Debtor(s) Kirkland & Ellis LLP Firm Name</p> <p>601 Lexington Avenue New York, New York 10022 Address (212) 446-4800 Telephone Number December 10, 2010 Date</p> <p>* In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official form 19B is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p><input checked="" type="checkbox"/> _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form of each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>_____ Date</p> <p><input checked="" type="checkbox"/> <u>/s/ Keith S. Kelson</u> Signature of Authorized Individual Keith S. Kelson Printed Name of Authorized Individual Authorized Signatory Title of Authorized Individual December 10, 2010 Date</p>	

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in this court for relief under chapter 11 of title 11 of the United States Bankruptcy Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of InSight Health Services Holdings Corp.

1. InSight Health Services Holdings Corp.
2. InSight Health Services Corp.
3. Comprehensive Medical Imaging Centers, Inc.
4. Comprehensive Medical Imaging, Inc.
5. InSight Health Corp.
6. Maxum Health Services Corp.
7. North Carolina Mobile Imaging I LLC
8. North Carolina Mobile Imaging II LLC
9. North Carolina Mobile Imaging III LLC
10. North Carolina Mobile Imaging IV LLC
11. North Carolina Mobile Imaging V LLC
12. North Carolina Mobile Imaging VI LLC
13. North Carolina Mobile Imaging VII LLC
14. Open MRI, Inc.
15. Orange County Regional PET Center - Irvine, LLC
16. Parkway Imaging Center, LLC
17. Signal Medical Services, Inc.

**RESOLUTIONS OF SOLE MEMBER OF
NORTH CAROLINA MOBILE IMAGING V LLC**

Effective as of this 10th day of December, 2010, the undersigned, constituting the sole member (the "Member") of North Carolina Mobile Imaging V LLC (the "Company"), a North Carolina limited liability company, acting pursuant to the Company's organizational documents, took the following actions and adopted the following resolutions:

WHEREAS, the Member has reviewed the materials presented by the management and the financial and legal advisors of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to it and the impact of the foregoing on the Company's business;

WHEREAS, the Member has had the opportunity to consult with the management and the financial and legal advisors of the Company and fully consider each of the strategic alternatives available to the Company;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Member, it is desirable and in the best interests of the Company, its creditors, and other parties in interest, that the Company shall be and hereby is authorized to commence solicitation of votes to accept the plan of reorganization (the "Plan") with the attendant documents, substantially in the form reviewed by the Member, which include the disclosure statement and the exhibits thereto (of which the term sheets are part) and to take any necessary or appropriate action related thereto, and the Company shall be and hereby is authorized, after commencing solicitation of votes to accept the Plan, to file or cause to be filed a voluntary petition for relief (such voluntary petition, and the voluntary petitions to be filed by certain of the Company's affiliates, collectively, the "Chapter 11 Cases") under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED FURTHER, that the Member is authorized, empowered and directed to execute and file on behalf of the Company all petitions, schedules, lists and other motions, papers, or documents, and to take any and all action that it deems necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's business;

RESOLVED FURTHER, that the Member, on behalf of the Company, is authorized and directed to employ the law firm of Kirkland & Ellis LLP as general bankruptcy counsel to represent

and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations, including filing any pleadings; and in connection therewith, the Member is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Kirkland & Ellis LLP;

RESOLVED FURTHER, that the Member, on behalf of the Company, is authorized and directed to employ the firm of Jefferies & Company, Inc. as investment banker and financial advisor to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Member, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of Jefferies & Company, Inc.;

RESOLVED FURTHER, that the Member, on behalf of the Company, is authorized and directed to employ the firm of Zolfo Cooper, LLC as restructuring advisor to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Member is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Zolfo Cooper, LLC;

RESOLVED FURTHER, that the Member, on behalf of the Company, is authorized and directed to employ the firm of BMC Group, Inc. as notice, claims, and balloting agent to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Member, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of BMC Group, Inc.;

RESOLVED FURTHER, that the Member, on behalf of the Company, is authorized and directed to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Member is hereby authorized and directed to execute appropriate retention

agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

RESOLVED FURTHER, that the Member of the Company is authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that the Member deems necessary, proper, or desirable in connection with the Company's chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED FURTHER, that the Member of the Company is authorized, empowered and directed to use in connection with the Company's chapter 11 case any cash collateral, with or without the consent or support of any counterparties to any agreement or order related to any such cash collateral, including agreement(s) that may require the Company to grant liens and pay interest to the Company's existing lender(s), and to take such additional action and to execute and deliver each other agreement, instrument or document to be executed and delivered by or on behalf of the Company pursuant thereto or in connection therewith, all with such changes therein and additions thereto as the Member approves, such approval to be conclusively evidenced by the taking of such action or by the execution and delivery thereof;

RESOLVED FURTHER, that in addition to the specific authorizations heretofore conferred upon the Member, the Member (and its designees) is authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such officer's or officers' judgment, shall be necessary, advisable or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein;

RESOLVED FURTHER, that the Member has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waive any right to have received such notice; and

RESOLVED FURTHER, that all acts, actions and transactions relating to the matters contemplated by the foregoing

resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement or certificate has been specifically authorized in advance by resolution of the Member.

* * * * *

IN WITNESS WHEREOF, the undersigned, comprising the sole member of the Company, has executed this consent as of the date first above written.

**NORTH CAROLINA MOBILE
IMAGING V LLC**

By: InSight Health Corp., a Delaware
corporation
Its: Sole Member

A handwritten signature in black ink, consisting of a stylized 'I' followed by a long horizontal stroke.

Authorized Signatory
InSight Health Corp.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
INSIGHT HEALTH SERVICES HOLDINGS)	Case No. 10-_____ (____)
CORP., <u>et al.</u> , ¹)	
)	
Debtors.)	(Joint Administration Requested)

**CONSOLIDATED LIST OF CREDITORS
HOLDING THE TOP 50 LARGEST UNSECURED CLAIMS**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code. The following is the consolidated list of the Debtors’ creditors holding the 50 largest unsecured claims (the “Consolidated List”) based on the Debtors’ books and records as of approximately November 24, 2010. The Consolidated List is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in these chapter 11 cases. The Consolidated List does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31) or (2) secured creditors. None of these creditors are minor children. The information contained herein shall neither constitute an admission of liability by, nor is it binding on, the Debtors. The information herein, including the failure of the Debtors to list any claim as contingent, unliquidated or disputed, does not constitute a waiver of the Debtors’ right to contest the validity, priority or amount of any claim.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: InSight Health Services Holdings Corp. (0028); InSight Health Services Corp. (2770); Comprehensive Medical Imaging Centers, Inc. (6946); Comprehensive Medical Imaging, Inc. (2473); InSight Health Corp. (8857); Maxum Health Services Corp. (5957); North Carolina Mobile Imaging I LLC (9930); North Carolina Mobile Imaging II LLC (0165); North Carolina Mobile Imaging III LLC (0251); North Carolina Mobile Imaging IV LLC (0342); North Carolina Mobile Imaging V LLC (0431); North Carolina Mobile Imaging VI LLC (0532); North Carolina Mobile Imaging VII LLC (0607); Open MRI, Inc. (1529); Orange County Regional PET Center - Irvine, LLC (0190); Parkway Imaging Center, LLC (2858); and Signal Medical Services, Inc. (2413). The location of the Debtors’ corporate headquarters and the Debtors’ service address is: 26250 Enterprise Court, Suite 100, Lake Forest, California 92630.

(1) Name of Creditor	(2) Creditor Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim (secured also state value of security)
AETNA	AETNA 151 FARMINGTON AVENUE HARTFORD, CT 06156 Contact: Joseph M. Zubretsky, Chief Financial Officer Tel: 860-273-0123	Trade Debt	No	\$2,039,663.00
CAMELBACK IMAGING ASSOCIATES	CAMELBACK IMAGING ASSOCIATES 6002 E EXETER BLVD SCOTTSDALE, AZ 85251 Contact: Jordan Cohen Tel: 480-342-9729 Fax: 480-342-9730	Trade Debt	No	\$349,000.00
CRUM & FORSTER INSURANCE	CRUM & FORSTER INSURANCE US FIRE INS DEDUCTIBLE 305 MADISON AVENUE MORRISTOWN, NJ 07960 Contact: James V. Kraus, General Counsel Tel: 973-490-6600 Fax: 973-490-6849	Trade Debt	No	\$266,000.00
CATHOLIC HOSPITAL WEST	CATHOLIC HEALTHCARE WEST 102 E LAKE MEAD DRIVE HENDERSON, NV 89015 Contact: Renato V. Baciarelli, President Tel: 702-564-2622 Fax: 602-307-2828	Trade Debt	No	\$250,000.00
IBA MOLECULAR NORTH AMERICA INC.	IBA MOLECULAR NORTH AMERICA INC. 21000 ATLANTIC BLVD., STE 730 DULLES, VA 20166 Contact: Renaud Dehareng Tel: 703-787-7900 E-mail: renaud.dehareng@iba-group.com	Trade Debt	No	\$250,000.00
WHOLESALE CARRIER SERVICES	WHOLESALE CARRIER SERVICES 5471 NORTH UNIVERSITY DRIVE CORAL SPRINGS, FL 33067 Contact: Marilyn Krantz, General Counsel Tel: 888-940-5600 Fax: 954-905-4265	Trade Debt	No	\$160,000.00

(1) Name of Creditor	(2) Creditor Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim (secured also state value of security)
ASSOCIATION OF ALEXANDRIA RADIOLOGISTS	ASSOCIATION OF ALEXANDRIA RADIOLOGISTS 8001 FORBES PLACE STE 103 SPRINGFIELD, VA 22151 Contact: Richard R Barbu, MD, President Tel: 703-751-4311 Fax: 540-891-5769	Trade Debt	No	\$148,000.00
HCCO HOCK CONSTRUCTION COMPANY	HCCO – HOCK CONSTRUCTION COMPANY 1125 CAMINO DEL MAR SUITE #E DEL MAR, CA 92014 Contact: Chief Financial Officer Tel: (858) 259-5109 Fax: (858) 259-5152	Trade Debt	No	\$128,000.00
ADVANCED MOBILITY & SHELTER TECHNOLOGIES	ADVANCED MOBILITY & SHELTER TECHNOLOGIES 6370 W EMERALD PARKWAY #106 MONEE, IL 60449 Contact: Larry Sodomire, Chief Operating Officer Tel: 708 235 2800 Fax: 708 235 2002	Trade Debt	No	\$115,000.00
SOUTHWEST NEURO-IMAGING LTD.	SOUTHWEST NEURO-IMAGING LTD. 2141 E CAMELBACK ROAD #230 PHOENIX, AZ 85016 Contact: C. Roger Bird, M.D. President Tel: 602-954-6228	Trade Debt	No	\$101,000.00
NHD-NATIONAL HEALTHCARE DISTRIBUTORS INC	NHD-NATIONAL HEALTHCARE DISTRIBUTORS INC 23250 CHAGRIN BLVD #430 BEACHWOOD, OH 44122 Contact: Bill Mena Tel: 805-581-1980	Trade Debt	No	\$100,000.00
MOBILE MD, INC	MOBILE MD, INC 626 JACKSONVILLE RD STE 101 WARMINSTER, PA 18974 Contact: Todd J. Fisher, CEO Tel: 215-420-1162	Trade Debt	No	\$100,000.00

(1) Name of Creditor	(2) Creditor Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim (secured also state value of security)
RADIOLOGY SPECIALISTS, LTD	RADIOLOGY SPECIALISTS, LTD 4101 WAGON TRAIL AVE LAS VEGAS, NV 89118-4426 Contact: David Gorczya, President Tel: 702-942-4123	Trade Debt	No	\$99,000.00
MURRAY SOLOMON MD	MURRAY SOLOMON MD 800 POLLARD ROAD SUITE B101 LOS GATOS, CA 95032 Contact: Murray Solomon, MD Tel: 408-374-8897	Trade Debt	No	\$92,000.00
MERGE eMED INC.	MERGE EMED INC. 6737 WEST WASHINGTON STREET MILWAUKEE, WI 53214 Contact: Gary A. Lortie, Chief Financial Officer	Trade Debt	No	\$90,000.00
NEW ENGLAND BAPTIST RADIOLOGY PC	NEW ENGLAND BAPTIST RADIOLOGY PC 125 PARKER HILL AVE BOSTON, MA 02120 Contact: Dr. Joel Newman Tel: 617-754-6695	Trade Debt	No	\$88,000.00
IMAGING PARTNERS MEDICAL GROUP	IMAGING PARTNERS MEDICAL GROUP 465 ARBOL VIA WALNUT CREEK, CA 94598 Contact: Geoff Riley Tel: 925-327-0015	Trade Debt	No	\$88,000.00
BANK OF AMERICA	BANK OF AMERICA, N A 300 GALLERIA PARKWAY SUITE 800 ATLANTA, GA 30339 Contact: Charles H. Noski, Chief Financial Officer Tel: 800-432-1000	Trade Debt	No	\$88,000.00
ADVANCED DIAGNOSTIC IMAGING P.C.	ADVANCED DIAGNOSTIC IMAGING P C 3024 BUSINESS PARK CIRCLE GOODLETTSVILLE, TN 37072 Contact: Chad Caledine, MD Tel: 615-239-2046	Trade Debt	No	\$78,000.00

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HOST.NET	HOST.NET 3500 NW BOCA RATON BLVD, STE 901 BOCA RATON, FL 33431 Contact: Cathy Davis, Controller Tel: 561-869-6100	Trade Debt	No	\$75,000.00
DMS IMAGING	DMS IMAGING SDS 12-2208 PO BOX 86 MINNEAPOLIS, MN 55486-2208 Contact: Stacie Heiden, Chief Financial Officer Tel: 800-437-4628	Trade Debt	No	\$70,000.00
CARESTREAM HEALTH INC.	CARESTREAM HEALTH INC. DEPT CH 19286 PALATINE, IL 60055-9286 Contact: Mary Lou Lanni Tel: 203-661-1581	Trade Debt	No	\$66,000.00
WINDBER MEDICAL CENTER	WINDBER MEDICAL CENTER 600 SOMERSET AVE. WINDBER, PA 15963 Contact: Linda Fanale, Chief Financial Officer Tel: 814-467-3000	Trade Debt	No	\$64,000.00
KINGSBROOKS DEVELOPMENT	KINGSBROOKS DEVELOPMENT 290 PRATT ST MERIDEN, CT 06450 Contact: David W. Seymour, President Tel: 203-238-3739	Trade Debt	No	\$55,000.00
US MOBILE IMAGING	US MOBILE IMAGING PO BOX 808 CUMBERLAND, MD 21501-0808 Contact: Kim Miller Tel: 304-292-9742	Trade Debt	No	\$52,000.00
MCKESSON	MCKESSON PO BOX 841838 DALLAS, TX 75284-1838 Contacts: Carrie Campbell Tel: 800-933-4633 x8671	Trade Debt	No	\$50,000.00

(1) Name of Creditor	(2) Creditor Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim (secured also state value of security)
STAPLES ADVANTAGE	STAPLES ADVANTAGE DEPT LA PO BOX 83689 CHICAGO, IL 60696-3689 Contact: John J. Mahoney, Chief Financial Officer Tel: 508-253-5000	Trade Debt	No	\$50,000.00
MEDNETPARTNERS	MEDNETPARTNERS 11021 SAINT GREGORY CINCINNATI, OH 45202 Contact: Michael Roberts Tel: 469-396-8460	Trade Debt	No	\$50,000.00
MCKESSON MEDICAL SURGICAL INC.	MCKESSON MEDICAL SURGICAL INC. 8741 LANDMARK RD. RICHMOND, VA 23228 Contact: Jeffrey C. Campbell, Chief Financial Officer Tel: 800-446-3008	Trade Debt	No	\$50,000.00
KIECKHAFFER, SCHIFFER & CO, LLP	KIECKHAFFER, SCHIFFER & CO, LLP 6201 OAK CANYON DR. STE 200 IRVINE, CA 92618 Contact: James C. Kieckhafer Tel: 949-270-7800 Fax: 949-250-2956	Trade Debt	No	\$44,000.00
COMDATA NETWORK	COMDATA NETWORK ATTN: CASH DEPOSIT 5301 MARYLAND WAY BRENTWOOD, TN 37027 Contact: Brett Rodenwald Tel: 615-370-7000	Trade Debt	No	\$40,000.00
PETNET SOLUTIONS INC.	PETNET SOLUTIONS INC. PO BOX 2714 CAROL STREAM, IL 60132-2714 Contact: Susan Minerich Tel: 206-282-2431	Trade Debt	No	\$40,000.00
CDW GOVERNMENT INC.	CDW GOVERNMENT INC. 75 REMITTANCE DRIVE, SUITE 1515 CHICAGO, IL 60675-1515 Contact: Ann E. Ziegler, Senior Vice President and Chief Financial Officer Tel: 800-808-4239	Trade Debt	No	\$38,000.00

(1) Name of Creditor	(2) Creditor Name, telephone number and complete mailing address, including zip code of employee, agents, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contracts, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to set off	(5) Amount of claim (secured also state value of security)
OUTSOURCING SOLUTIONS INC.	OUTSOURCING SOLUTIONS INC. PO BOX 934711 ATLANTA, GA 31193-4711 Contact: Andy Renfro, Managing Partner Tel: 561-575-5499	Trade Debt	No	\$38,000.00
NAVICURE, INC.	NAVICURE, INC. 2055 SUGARLOAF CIRCLE SUITE 600 DULUTH, GEORGIA 30097 Contact: Jim Denny Tel: 770-342-0201 Fax: 770-476-9332	Trade Debt	No	\$35,000.00
VALTECH TECHNOLOGIES INC.	VALTECH TECHNOLOGIES INC. 19111 N DALLAS PARKWAY STE 300 DALLAS, TX 75287 Contact: Andrew Stephens, Chief Financial Officer Tel: 972-789-1200	Trade Debt	No	\$35,000.00
WEST PHYSICS CONSULTING LLC	WEST PHYSICS CONSULTING LLC 3825 PACES WALK SE SUITE 250 ATLANTA, GA 30339 Contact: Dennis L. Runnion, Business Mgr. Tel: 770-435-9186	Trade Debt	No	\$35,000.00
GENERAL ELECTRIC MEDICAL SYS	GENERAL ELECTRIC MEDICAL SYS PO BOX 96483 CHICAGO, IL 60693 Contact: Frank Schulkes, Vice President and Chief Financial Officer Tel: 800-581-5600	Trade Debt	No	\$35,000.00
AT&T	AT&T CORPORATE HEADQUARTERS 208 S. AKARD STREET DALLAS, TX 75202 Contact: Richard G. Linder, Senior Executive Vice President and Chief Financial Officer Tel: 800-403-3302	Trade Debt	No	\$35,000.00
GE FLEET SERVICES	GE FLEET SERVICES PO BOX 100363 ATLANTA, GA 30384-0363 Contact: Christina Selby, Chief Financial Officer Tel: 866-615-0658	Trade Debt	No	\$30,000.00

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INSITE ONE INC.	INSITE ONE INC. 135 N. PLAINS INDUSTRIAL ROAD WALLINGFORD, CT 06492 Contact: Henry Schaffer, Chief Financial Officer Tel: 800-441-0091	Trade Debt	No	\$30,000.00
ARIZONA PUBLIC SERVICE CO.	ARIZONA PUBLIC SERVICE CO. PO BOX 2906 PHOENIX, AZ 85062-2906 Contact: James R. Hatfield, SVP and CFO Tel: 800-253-9405	Trade Debt	No	\$30,000.00
EMDEON BUSINESS SERVICES	EMDEON BUSINESS SERVICES LLC 3055 LEBANON PIKE NASHVILLE, TN 37214 Contact: Bob Newport, Chief Financial Officer Tel: 615-932-3000	Trade Debt	No	\$30,000.00
PENSKE TRUCK LEASING CO. L.P.	PENSKE TRUCK LEASING CO. L P PO BOX 532658 ATLANTA, GA 30353-2658 Contact: Brian Hard, President & CEO Tel: 706-798-4493	Trade Debt	No	\$30,000.00
PROVIDENCE IMAGING CONSULTANTS	PROVIDENCE IMAGING CONSULTANTS 2001 NORTH OREGON EL PASO, TX 79902 Contact: John Harris, President Tel: 915-581-2130	Trade Debt	No	\$29,000.00
PROSCAN READING SERVICES LLC	PROSCAN READING SERVICES LLC PO BOX 632506 CINCINNATI OH 45263-2506 Contact: Stephen J. Pomeranz Tel: 513-281-3400	Trade Debt	No	\$28,000.00
IMAGE FIRST	IMAGEFIRST HEALTHCARE LAUNDRY SPECIALISTS CORPORATE OFFICE 5 RADNOR CORPORATE CENTER, SUITE 503 100 Matsonford Road Radnor, PA 19087 Contact: Joe Geraghty Tel: 484-253-7200	Trade Debt	No	\$25,000.00

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DAVIS WRIGHT TREMAINE LLP	DAVIS WRIGHT TREMAINE LLP SUITE 2400 865 SOUTH FIGUEROA STREET Los Angeles, California, 90017-2566 Contact: Mary H. Haas Tel: 213.633.6800	Trade Debt	No	\$25,000.00
NTH GENERATION COMPUTING INC.	NTH GENERATION COMPUTING, INC. 17055 CAMINO SAN BERNARDO SAN DIEGO, CA 92127 Contact: Jon Rodriguez Tel: 858-451-2383 Fax: 858-673-8431	Trade Debt	No	\$25,000.00
DRINKER BIDDLE & REATH LLP	DRINKER BIDDLE & REATH LLP WELLS FARGO CENTER 333 S. GRAND AVE., STE. 1650 LOS ANGELES, CA 90071-1504 Contact: William A. Hanssen Tel: 213-253-2300 Fax: 213-253-2301	Trade Debt	No	\$25,000.00

**DECLARATION UNDER PENALTY
OF PERJURY ON BEHALF OF CORPORATION**

Pursuant to 28 U.S.C. § 1746, I, Keith S. Kelson, the duly qualified and authorized signatory of North Carolina Mobile Imaging V LLC, declare under penalty of perjury that I have reviewed the Consolidated List of Creditors Holding the 50 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Dated: December 10, 2010

/s/ Keith S. Kelson

Keith S. Kelson

Authorized Signatory

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
) Chapter 11
)
NORTH CAROLINA MOBILE IMAGING V) Case No. 10-_____ (____)
LLC)
)
Debtor.)
)
)

LIST OF EQUITY SECURITY HOLDERS²

Debtor	Equity Holders	Address of Equity Holder	Percentage of Equity Held
North Carolina Mobile Imaging V LLC	InSight Health Corp.	26250 Enterprise Court, Suite 100, Lake Forest, California, 92630	100%

DECLARATION UNDER PENALTY OF PERJURY

I, Keith S. Kelson, the undersigned authorized signatory North Carolina Mobile Imaging V LLC, named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list of equity security holders and that it is true and correct to the best of my information and belief.

Dated: December 10, 2010

/s/ Keith S. Kelson

Keith S. Kelson
Authorized Signatory

² This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are date of commencement of chapter 11 case.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
) Chapter 11
)
NORTH CAROLINA MOBILE IMAGING V) Case No. 10-_____ (____)
LLC)
)
Debtor.)
)
)

CORPORATE OWNERSHIP STATEMENT

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 1007-3 of the Local Bankruptcy Rules for the Southern District of New York (the “Local Bankruptcy Rules”), the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor’s equity interest:

Shareholder	Approximate Percentage of Shares Held
InSight Health Corp.	100%

DECLARATION UNDER PENALTY OF PERJURY

I, Keith S. Kelson, the undersigned authorized signatory of North Carolina Mobile Imaging V LLC, the debtor in this case, declare under penalty of perjury that I have read the foregoing corporate ownership statement of the debtor and that it is true and correct to the best of my information and belief.

Dated: December 10, 2010

/s/ Keith S. Kelson

Keith S. Kelson
Authorized Signatory