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February 11, 1998

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Florida Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

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-02/12/98--01067--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Radiation Therapy Services, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation for Radiation Therapy Services, Inc. Please have this filed immediately upon receipt, returning the approved original to our office in the enclosed envelope.

Also enclosed is a check in the amount of \$35.00 to cover the filing fee.

Should you have any questions, please feel free to contact our office.

Very truly yours,

*Maria L. Hinkel*

Maria L. Hinkel  
Paralegal

MLH:ksj  
Enclosures

cc: Brian M. Davis, Esq.

*Amend. & N/C*

VS FEB 17 1998

FILED  
98 FEB 12 PM 2:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
RADIATION THERAPY REGIONAL CENTERS, INC.

FILED  
98 FEB 12 PM 2:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation.

FIRST: Amendments adopted:

**RESOLVED**, That Article I of the Corporation's Articles of Incorporation is hereby amended to read as follows:

The name of this Corporation shall be **RADIATION THERAPY SERVICES, INC.** The principal mailing address of the Corporation is 1850 Boy Scout Drive, Suite A102, Fort Myers, Florida 33907.

**FURTHER RESOLVED**, That Article III of the Corporation's Articles of Incorporation is hereby amended to read as follows:

**III. STOCK**

A. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 20,000,000 shares of common stock and 1,000,000 shares of preferred stock, each at one one-hundredth of a cent (\$.0001) per share par value.

B. Shares of preferred stock of the Corporation may be issued from time to time in one or more classes or series, each of which class or series shall have such a distinctive designation of title as shall be fixed by the Board of Directors of the Corporation (the "Board") prior to the issuance of any shares thereof. Each such class or series of preferred stock shall have such voting powers, full or limited, or no voting powers, and such preferences and relative, participating, optional or other special rights and such qualifications, limitation, or restrictions thereof, as shall be stated in such resolution or resolutions providing for the issue of such class or series of preferred stock as may be adopted from time to time by the Board prior to the issuance of any shares thereof pursuant to the authority hereby expressly vesting in it, all in accordance with the laws of the State of Florida.

C. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

SECOND: The amendments were adopted on Feb. 5, 1998.

THIRD: The amendments were approved by the Shareholders. The number of votes cast for the amendments was sufficient for approval.

Signed this 5th day of February, 1998.

By: 

Name: Daniel E. Dasarets, M.D.

Title: President