

F980000003132



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 839587 4302173

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjunt

ORDER DATE : June 1, 1998

ORDER TIME : 9:46 AM

ORDER NO. : 839587-010

CUSTOMER NO: 4302173

CUSTOMER: Judith Abraham, Legal Asst
Shereff Friedman Hoffman &
919 Third Avenue

New York, NY 10022

100002545821--6

FOREIGN FILINGS

NAME: USCC ACQUISITION CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

FILED
RECEIVED
98 JUN -3 PM 12:42
98 JUN -3 AM 10:37
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. USCC Acquisition Corp.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. April 22, 1998

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, etc.))

7. 1116 Highland Beach Drive, Highland Beach, Florida 33487

Attn: Jeffrey A. Goffman

(Current mailing address)

8. To acquire and operate entities, or interests therein, engaged in outpatient radiation therapy services, and businesses incidental thereto.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Jeffrey A. Goffman

Office Address: 1116 Highland Beach Drive

Highland Beach, Florida, 33487
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: _____

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
 JUN -3 1998
 3 PM 2:42
 STATE
 SECRETARY
 TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Jeffrey A. Goffman

Address: 1116 Highland Beach Drive

Highland Beach, FL 33487

Vice Chairman: _____

Address: _____

Director: w. Brian Fuery

Address: c/o U.S. Cancer Care, Inc., 1034 A Street, Hayward, CA 94541

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: W. Brian Fuery

Address: c/o U.S. Cancer Care, Inc., 1034 A Street

Hayward, CA 94541

Vice President: See attachment

Address: _____

Secretary: Jeffrey A. Goffman

Address: 1116 Highland Beach Drive

Highland Beach, FL 33487

Treasurer: _____

Address: _____

FILED
98 JUN -3 PM 12:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. _____

Jeffrey A. Goffman, Secretary
(Typed or printed name and capacity of person signing application)

Attachment

OTHER OFFICERS OF USCC ACQUISITION CORP.

John Fuery, M.D.
Vice President
c/o U.S. Cancer Care, Inc,
1034 A Street
Hayward, California 94541

Randy C. Sklar
Executive Vice President of Business Development
905 Forest Glen Lane
Wellington, Florida 33414

Richard Padelford
c/o U.S. Cancer Care, Inc,
1034 A Street
Hayward, California 94541

Douglas McBride
Chief Information Officer
181 Oak Road
Danville, California 94526

FILED
98 JUN -3 PM 12:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USCC ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED

98 JUN -3 PM 12:42

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2887030 8300

981211133



9114648
06-02-98
Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: