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**LIMITED LIABILITY COMPANY**

**JAXPET, LLC**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION  
OF  
JAXPET, LLC  
A LIMITED LIABILITY COMPANY**

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**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") is JAXPET, LLC.

**ARTICLE II  
DURATION**

The Company's duration shall be perpetual unless sooner dissolved.

**ARTICLE III  
PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company is 3599 University Blvd. South, Jacksonville, FL 32216.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The initial registered office of the Company is One Independent Drive, Suite 2000, Jacksonville, FL 32202 and its initial registered agent is Gresham R. Stoneburner.

**ARTICLE V  
PURPOSE AND POWERS**

The Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

Prepared by Gresham R. Stoneburner, Esquire  
Stoneburner Berry & Stoneburner P.A.  
One Independent Drive, Suite 2000  
Jacksonville, Florida 32202  
(904) 354-8338  
Florida Bar No. 0703384

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**ARTICLE VI  
MANAGEMENT**

The Company shall be managed by a manager. The initial manager shall be

NameAddress

OnCure Technologies

Jeffrey A. Goffman, President  
620 Newport Center Dr., Ste 1109  
Newport Beach, CA 92660

The initial manager shall serve until the first annual meeting of the Company's members or, if later, until his successor is elected and qualifies.

**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

The Company may admit new members as provide in the Company's Operating Agreement.

**ARTICLE VIII  
CONTINUATION OF BUSINESS**

The remaining members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event, which terminates the continued membership of the member in the Company as provided in the Operating Agreement of the Company.

**ARTICLE IX  
RELATIONSHIP OF ARTICLES OF ORGANIZATION  
TO OPERATING AGREEMENT**

If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent allowed by law, the Operating Agreement will govern.

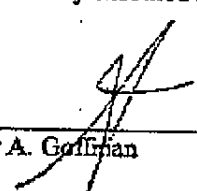
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IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization  
as of this 11 day of July, 2002.

  
\_\_\_\_\_  
Jeffrey A. Goffman

**CERTIFICATE DESIGNATING  
REGISTERED OFFICE AND REGISTERED AGENT FOR THE  
PURPOSE OF SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 608.415 and 608.507, Florida Statutes, the following is submitted.

JAXPET, LLC, desiring to organize or qualify under the laws of the State of Florida hereby designates Gresham R. Stoneburner as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be One Independent Drive, Suite 2000, Jacksonville, FL 32202.

Dated this 11 day of July, 2002.

  
\_\_\_\_\_  
Jeffrey A. Goffman, President and CEO of  
OnCure Technologies

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Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Dated this 11th day of July, 2002.

  
Gresham R. Stoneburner

[H:Stoneburner] is not a valid signature - No 7-11-02 doc

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