



THE UNITED STATES  
CORPORATION  
COMPANY

# L950000000769

ACCOUNT NO. : 072100000032

REFERENCE : 327887 4340257

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE : April 11, 1997

ORDER TIME : 12:16 PM

ORDER NO. : 327887-005

CUSTOMER NO: 4340257

CUSTOMER: Kathleen Haggerty, Legal Asst.  
Smith, Hulsey & Busey  
225 Water St. / Ste. 1800  
First Union National Bank Twr.  
Jacksonville, FL 32202

500002150145--2  
-04/22/97--01014--013  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

FILED  
97 APR 11 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*dis to LLC*

DOMESTIC FILINGS

NAME: FLORIDA CANCER CARE-NORTH,  
L.C.

C. TAX  
FILING  
AGENT FEE  
52.50  
52.50

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

|               |    |    |
|---------------|----|----|
| 4             | 14 | 97 |
| 1004          |    |    |
| 1052          |    |    |
| 1056          |    |    |
| 1056          |    |    |
| W.P. Vot Iyer |    |    |

RECEIVED  
97 APR 11 PM 1:14  
DIVISION OF CORPORATION

ARTICLES OF DISSOLUTION  
OF  
FLORIDA CANCER CARE-NORTH, L.C.

---

FILED  
97 APR 11 AM 11:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Limited Liability Company is Florida Cancer Care-North, L.C. (the "Company").

ARTICLE II

The dissolution of the Company, to be effective upon the filing of these Articles of Dissolution with the Department of State, was authorized by the unanimous written agreement of the Members on February 11, 1997, pursuant to § 608.441(1)(b), FLA. STAT.

ARTICLE III

All debts, obligations and liabilities of the Company have been paid or discharged, or adequate provision has been made therefor pursuant to § 608.4421, FLA. STAT.

ARTICLE IV

All the remaining property and assets of the Company have been distributed among its Members in accordance with their respective rights and interests.

ARTICLE V

There are no suits pending against the Company in any court.

Dated this 7 day of April, 1997.

FLORIDA CANCER CARE-NORTH, L.C.

By: Thomas A. Marsland  
Thomas A. Marsland, M.D.  
Administrator

WRITTEN CONSENT TO RESOLUTIONS  
BY THE MEMBERS OF  
FLORIDA CANCER CARE-NORTH, L.C.

Pursuant to the authority contained in the Florida Limited Liability Company Act, the adoption of the following resolutions is consented to by the undersigned, who are all of the Members of this Company:

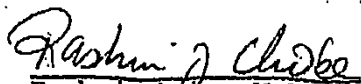
RESOLVED, that the execution and filing of Articles of Organization with the Secretary of State of Florida on October 11, 1995, by M. Richard Lewis, Jr., as representative of the Members, be and hereby are approved, ratified and confirmed in every respect;

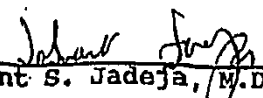
FURTHER RESOLVED, that the Regulations attached hereto as Exhibit A be and hereby are adopted as the Regulations of this Company;

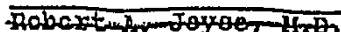
FURTHER RESOLVED, that Thomas A. Marsland, M.D. be appointed Administrator and the Tax Matters Partner of this Company, and that Shyam B. Paryani, be appointed to act in place of Dr. Marsland as Administrator if Dr. Marsland is unable or unwilling to so act; and

FURTHER RESOLVED, that Smith Hulsey & Busey, with an office located at 225 Water Street, Suite 1800, Jacksonville, Florida 32202, is hereby appointed as Registered Agent of this Corporation to accept service of process within the State of Florida.

Date: October 11, 1995

  
Rashmi Chobe, M.D.


  
Jaswant S. Jadeja, M.D.

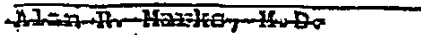
  
Robert A. Joyce, M.D.

  
Abhijit V. Dashmukh, M.D.

  
Douglas Johnson, M.D.


  
Anand M. Kuruvilla, M.D.


  
Mathew Luke, M.D.

  
Alan R. Hanks, M.D.

  
Anvar B. Paryani, M.D.


  
Walter P. Scott, M.D.

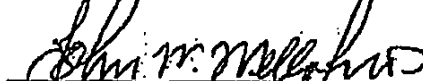
  
Joseph W. Sullivan, M.D.  
146661

  
Suneel Mahajan, M.D.

  
Thomas A. Marsland, M.D.

  
Senja L. Schoepel, M.D.

  
Harvey B. Sher, M.D.

  
John W. Wells, Jr., M.D.

UNANIMOUS WRITTEN CONSENT TO RESOLUTIONS  
IN LIEU OF ORGANIZATIONAL MEETING OF  
THE BOARD OF MANAGERS OF  
FLORIDA CANCER CARE-NORTH, L.C.

Pursuant to the authority contained in the Florida Limited Liability Company Act and the Regulations of this Company, the adoption of the following resolutions is consented to by the undersigned, who are all of the members of the Board of Managers of this Corporation:

RESOLVED, that Thomas A. Marsland, M.D., be and hereby is elected Administrator and Tax Matters Partner of this Company, effective the date hereof, to serve until his resignation, removal from office, or death. In the event of the incapacity or death of Thomas A. Marsland, M.D., Shyam B. Paryani, M.D. shall serve in his place as Administrator;

FURTHER RESOLVED, that the Administrator is authorized:

- (a) to designate such bank or banks as depositories (a "Depository") for the funds of this Company as the Administrator may deem necessary or advisable;
- (b) to open, keep and close general and special bank accounts and safe deposit boxes with any Depository;
- (c) to cause to be deposited in accounts with any Depository from time to time such funds of this Company as the Administrator may deem necessary or advisable;
- (d) to designate from time to time Managers and agents of this Company authorized to sign or countersign checks, drafts or other orders for the payment of money issued in the name of this Company against any such account; and
- (e) to make such general and special rules and regulations with respect to such accounts (including, without limitation, authorization for use of facsimile sig-

natures) as the Administrator may deem necessary or advisable.

FURTHER RESOLVED, that if any Depository requires a prescribed form of preamble, preambles, resolution or resolutions relating to any accounts described in the foregoing resolution or to any application, statement, instrument or other document connected therewith, each such preamble or resolution shall be deemed to be adopted by the Board of Managers, and the Administrator of this Company is authorized to certify the adoption of any such preamble or resolution as though it were presented to the Board of Managers at the time of adopting this resolution and to insert all such preambles and resolutions in the minute book of this Company as though they were so presented;

FURTHER RESOLVED, that the Administrator of this Company is authorized to pay all fees and expenses incident to and necessary for the organization of this Corporation;

FURTHER RESOLVED, that the Administrator of this Company is authorized to proceed to carry on the business of this Company and, in order to fully carry out the intent and accomplish the purposes of the actions to which the undersigned have consented hereby, to take all such further action and to execute and deliver all such further instruments and documents, in the name and on behalf of this Company and the Administrator of this Company is authorized to pay such expenses and to obtain such govern-

mental and regulatory licenses and approvals,  
as in his judgment shall be necessary, proper  
or advisable therewith.

Dated: Oct. 11, 1995.

Rashmi Choke  
Rashmi Choke, M.D.

Jaswant S. Jadeja  
Jaswant S. Jadeja, M.D.

Robert A. Joyce  
Robert A. Joyce, M.D.

Mathew Luke  
Mathew Luke, M.D.

Alan R. Marks  
Alan R. Marks, M.D.

Shyam B. Paryani  
Shyam B. Paryani, M.D.

Walter P. Scott  
Walter P. Scott, M.D.

Joseph W. Sullivan  
Joseph W. Sullivan, M.D.

Abhijit V. Deshmukh  
Abhijit V. Deshmukh, M.D.

Douglas Johnson  
Douglas Johnson, M.D.

Anand M. Kuruvilla  
Anand M. Kuruvilla, M.D.

Suneel Mahajan  
Suneel Mahajan, M.D.

Thomas A. Marsland  
Thomas A. Marsland, M.D.

Sonja L. Schoappel  
Sonja L. Schoappel, M.D.

Harvey B. Sher  
Harvey B. Sher, M.D.

John W. Wells, Jr.  
John W. Wells, Jr., M.D.

146666