

N 36827

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

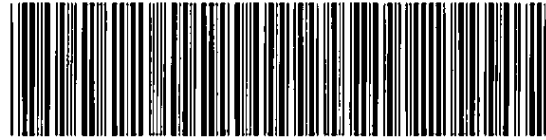
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C. GOLDEN

MAR 11 2020

ORLANDO HEALTH

1414 Kuhl Ave., MP 2
Orlando, FL 32806
tel 321.843.7000
OrlandoHealth.com

February 17, 2020

To: Division of Corporations
Amendment Section
2415 N. Monroe St.
Tallahassee, Florida 32303

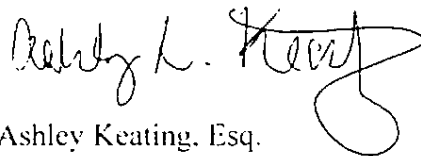
Re: Orlando Cancer Center, Inc.
Document Number N36827

To Whom It May Concern,

It has come to my attention that previous documents mailed to your office regarding document number N36827 may not have been received. In an abundance of caution, please find enclosed a copy of the Second Amended and Restated Articles of Incorporation for Orlando Cancer Center, Inc. for filing pursuant to Florida Statutes. The Second Amended and Restated Articles of Incorporation are to be effective December 20, 2019. The foregoing Articles were approved by the Members with the number of votes sufficient for approval.

Enclosed with this letter is a check, in the amount of \$35.00, for filing.

Sincerely,

A handwritten signature in black ink, appearing to read "Ashley L. Keating". The signature is fluid and cursive, with a large loop at the end.

Ashley Keating, Esq.

**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

2020 FEB 18 PM 5:22

OF

ORLANDO CANCER CENTER, INC.

(A Not-for-Profit Corporation under
Chapter 617, Florida Statutes)

Orlando Cancer Center, Inc., hereby amends and restates its Articles of Incorporation pursuant to Sections 617.1002 and 617.1007 of the Florida Statutes. The corporation's original Articles of Incorporation were filed with the Florida Department of State on February 27, 1990, and were previously amended and restated by the corporation on March 31, 1997. These Second Amended and Restated Articles of Incorporation contain amendments requiring Member approval, which approval was granted by the Member in accordance with the Florida Not For Profit Corporation Act.

ARTICLE I

The name of the corporation is Orlando Cancer Center, Inc.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The corporation shall be a charitable corporation.

ARTICLE IV

The corporation is organized and operated for any lawful purposes not for pecuniary profit and not specifically prohibited under applicable state or federal law.

ARTICLE V

The principal place of business and the mailing address of this corporation shall be 1414 Kuhl Avenue, MP 2, Orlando, Florida 32806.

ARTICLE VI

The name of the corporation's registered agent to receive service of process is Ryan Zika, Esq. The street address of the registered office of such agent is 1414 Kuhl Avenue, MP 2, Orlando, Florida 32806.

ARTICLE VII

- A. The broadest discretion is vested in and conferred upon the board of directors of the corporation, provided, however, that no contribution shall be made or distributed to or for any person, firm, corporation, or other entity that shall apply, directly or indirectly, such contributed funds for any purpose or purposes in violation of the Constitution and statutes of the United States or of the State of Florida.
- B. The corporate powers of the corporation are as provided in Section 617.0302 of the Florida Statutes and are limited as follows:
 - (1) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any of its directors, officers or members other private persons except as permitted under applicable law and except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation by such persons.
 - (2) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by non-profit corporation under applicable law.

ARTICLE VIII

Upon dissolution of the corporation, the corporation's board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of solely by order of the Circuit Court of Orange County, Florida, exclusively for such purposes or to such organizations as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE IX

The corporation shall have no members.

ARTICLE X

- A. The affairs of the corporation are to be managed by a board of directors which shall consist of not less than three (3) directors. The exact number of directors shall be the number fixed from time to time by a resolution of the board of directors.
- B. All directors shall be accepted, appointed, determined, or designated in the manner provided in the bylaws.

- C. The board of directors shall elect such officers of the corporation from time to time in the manner provided in the bylaws of the corporation. The officers of the corporation shall have such duties, hold office for such terms and be elected by the board of directors in such manner as is provided for in the bylaws.

ARTICLE XI

The bylaws of the corporation shall be adopted and may be altered, amended, repealed or supplemented only by the corporation's board of directors at any meeting thereof in accordance with the provisions of the bylaws relating to such amendment.

ARTICLE XII

Any amendment to these Second Amended and Restated Articles of Incorporation shall not be effective until adopted at a meeting of the corporation's board of directors by a majority vote of the directors then in office and further in accordance with the procedure provided by Chapter 617 of the Florida Statutes.

The undersigned has executed these Second Amended and Restated Articles of Incorporation this the 20th day of December, 2019. The foregoing Second Amended and Restated Articles of Incorporation were approved by the Member with the number of votes sufficient for approval.

ORLANDO CANCER CENTER, INC.

By: [Signature]

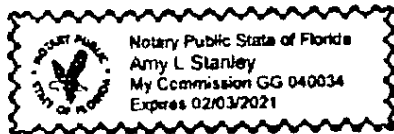
Print Name: DAVID STRONG

Its: C=O

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized to take acknowledgements, personally appeared David Strong to me known to be the persons described in and who executed the foregoing Restated Articles of Incorporation of ORLANDO CANCER CENTER, INC., and he acknowledged before me that he subscribed to these Restated Articles of Incorporation.

WITNESS my hand and official seal in the county and state aforesaid, this the 30th day of December, 2019.



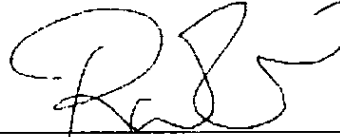
[Signature]
Notary Public
State of Florida at Large
My Commission Expires:

☒ Personally known by me

☐ Produced _____ as
identification

ACKNOWLEDGMENT OF REGISTERED AGENT

I hereby acknowledge and accept the duties and responsibilities as the registered agent for Orlando Cancer Center, Inc.

A handwritten signature in black ink, appearing to read 'R. Zika', is written over a horizontal line.

Ryan Zika, Esq.