| (Requestor's Name)<br>(Address)         |                          |
|---|--------------------------|
| (Address)                               | 800281934908             |
| (City/State/Zip/Phone #)                | 02/09/1601001002 **35.09 |
| PICK-UP WAIT MAIL                       |                          |
| (Business Entity Name)                  |                          |
| (Document Number)                       |                          |
| ertified Copies Certificates of Status  |                          |
| Special Instructions to Filing Officer: |                          |
|   | DIVISIONE<br>16 FEB      |
|   |                          |
|   | AM 9: 30                 |

February 8, 2016

Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301

Re: Order #: 9873141 SO Customer Reference 1: 2068731-0001 Customer Reference 2:

Dear Department of State, Florida :

Please obtain the following:

Cancer Treatment Centers of America Global, Inc. (FL) Misc - Domestic Corporate Filing - Amended & Restated Articles of Incorporation Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

Ξ.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092.

Thank you very much for your help.

Sincerely,

Connie R Bryan Senior Fulfillment Specialist Connie.Bryan@wolterskluwer.com A

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FILED SECRETARY OF STATE DIVISION OF CORPOSATIONS

## ARTICLES OF AMENDMENT AND RESTATEMENT TO 16 FEB -8 AM 9: 30 ARTICLES OF INCORPORATION OF

## CANCER TREATMENT CENTERS OF AMERICA GLOBAL, INC.

P14000043360

Cancer Treatment Centers of America Global, Inc., a corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

I. The name of the corporation is Cancer Treatment Centers of America Global, Inc. (the "Corporation").

2. The Corporation's Articles of Incorporation are amended and restated in their entirety as set forth below (the "Restated Articles of Incorporation") in accordance with Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "FBCA").

3. The Restated Articles of Incorporation were duly adopted and approved by the Corporation's shareholders on June 30, 2015 in accordance with Section 607.1003 of the FBCA by unanimous written consent. The number of votes cast by the Corporation's shareholders was sufficient for approval.

4. The Restated Articles of Incorporation supersede the Corporation's Articles of Incorporation in their entirety.

5. The Restated Articles of Incorporation of the Corporation are hereby adopted effective as of June 30, 2015, as follows:

# AMENDED AND RESTATED ARTICLES OF INCORPORATION OF CANCER TREATMENT CENTERS OF AMERICA GLOBAL, INC.

## ARTICLE I. CORPORATE NAME

The name of this corporation is Cancer Treatment Centers of America Global, Inc.

## ARTICLE II PURPOSE

The corporation is organized for the purpose of transacting any business, engaging in any lawful act or activity and exercising all powers permitted to corporations by the Florida Business Corporation Act (the "FBCA").

## ARTICLE III PRINCIPAL OFFICE

The street address and the mailing address of the corporation's principal office is 6000 Broken Sound Parkway NW, Boca Raton, Florida 33487.

#### ARTICLE IV. CAPITAL STOCK

4.01General. This corporation is authorized to issue One Thousand (1,000) voting shares, no par value per share, and One Hundred Thousand (100,000) non-voting shares, no par value per share. Except as set forth in this article, the voting shares and non-voting shares have the same rights and privileges, share ratably in all assets of the corporation upon its liquidation, dissolution or winding-up, shall be entitled to receive dividends in the same amount per share and at the same time when, as and if declared by the corporation's board of directors, and shall be identical in all other respects as to all other matters, except voting. Except as may be otherwise required by law or these amended and restated articles of incorporation (as amended from time to time), each holder of voting shares shall have one vote in respect of each voting share held of record on all matters voted upon by the shareholders. The holders of non-voting shares shall have no voting rights except as required by the FBCA. Where non-voting shares are entitled to vote, each holder of non-voting shares shall have one vote in respect of each nonvoting share held of record solely on the matters as to which such shares are entitled to vote and subject to the rights and limitations specified by the FBCA. In the event of any stock split, combination or other reclassification of either the voting shares or the non-voting shares, the outstanding shares of the other class shall be proportionately split, combined or reclassified in a similar manner; provided, however, that in any such transaction, holders of voting shares shall receive only voting shares in respect of their voting shares and holders of non-voting shares shall receive only non-voting shares in respect of their non-voting shares.

4.02. <u>No Preemptive Rights</u>. No holder of shares of any kind, class or series shall have, as a matter of right, any preemptive or preferential right to subscribe for, purchase or receive any shares of any kind, class or series or any corporation securities or obligations.

## ARTICLE V. BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by or under the direction of the corporation's board of directors, each of whose members shall have the qualifications, if any, set forth in the corporation's by-laws. The number of directors, the classification of directors, if any, and the term of the directors shall be specified in the corporation's by-laws.

# ARTICLE VI. REGISTERED OFFICE AND AGENT

The registered office of this corporation in the state of Florida is 6000 Broken Sound Parkway NW, Suite 103, Boca Raton, Florida 33487, and the name of the registered agent of this corporation at that address is Benjamin Seib. The board of directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

#### ARTICLE VII. SPECIAL PROVISIONS

7.01 <u>By-laws Amendments</u>. The corporation's shareholders may amend or repeal the corporation's by-laws. The corporation's board of directors may amend or repeal the corporation's by-laws unless the shareholders expressly provide in amending or repealing the bylaws generally or a particular by-law provision, that the board of directors may not amend or repeal the by-laws or that by-law provision.

7.02 <u>Shareholder Requests for Special Meetings</u>. Special meetings of the shareholders may be called by the holders of not less than 25% of all of the votes entitled to be cast on any issue proposed to be considered at the special meeting.

## ARTICLE VIII. AMENDMENTS

These amended and restated articles of incorporation may be amended in the manner now or hereafter provided by law.

IN WITNESS WHEREOF, the Corporation has duly caused this Articles of Amendment and Restatement to its Articles of Incorporation to be executed by its duly authorized officer on June 30, 2015.

CANCER TREATMENT CENTERS OF AMERICA/GLOBAL, INC.

By:

Name: Gerard van Grinsven President and CEO Pitle:

SECRETARY OF STATE

FILLU SECRETARY OF STOLE DIVISION OF CORPOSATIONS

# CERTIFICATE DESIGNATING REGISTERED OFFICE 16 FEB -8 AM 9: 30 AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

Cancer Treatment Centers of America Global, Inc. hereby designates Benjamin Seib as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 6000 Broken Sound Parkway NW, Suite 103, Boca Raton, Florida 33487.

Dated this 30th day of June, 2015.

CANCER TREATMENT CENTERS OF AMERICA GLOBAL, INC.

By: Name: Stephen Mackin

Title: Chief Operating Officer

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to accept the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

Dated this 30th day of June, 2015.

Benjamin Seib