



THE UNITED STATES  
CORPORATION  
COMPANY

P9 30000 20158

ACCOUNT NO. : 072100000032

REFERENCE : 512474 4305486

AUTHORIZATION : Patricia Pajuts

COST LIMIT : \$ 35.00

ORDER DATE : August 28, 1997

ORDER TIME : 12:09 PM

ORDER NO. : 512474-005

CUSTOMER NO: 4305486

200002280382--7

CUSTOMER: Brian Davis, Esq  
Taft Stettinius & Hollister  
1800 Star Bank Center  
425 Walnut Street  
Cincinnati, OH 45202

DOMESTIC AMENDMENT FILING

NAME: ASSOCIATES IN RADIATION  
MEDICINE, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

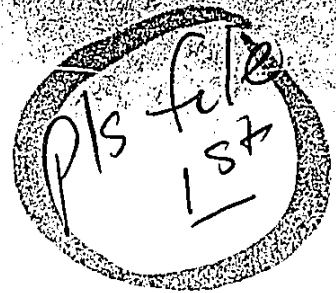
AM/Kost/AC  
9-8

97 AUG 28 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

8/28/97  
~~August 28, 1997~~



CSC  
CARINA L. DUNLAP  
TALLAHASSEE, FL

Ref. Number: 097A00043561

## RESUBMIT

Please give original  
submission date as file date.

FILE 8/28

We have received your document for and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

The registered agent must sign accepting the designation.

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 797A00043560

REC'D  
97 SEP -5 PM 14  
DIVISION OF CORPORATIONS

## ARTICLES OF RESTATEMENT

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named (the "Corporation") does hereby amend and restate its Articles of Incorporation as heretofore amended.

1. The name of the Corporation is **ASSOCIATES IN RADIATION MEDICINE, P.A.** The new name of the Corporation is **ASSOCIATES IN RADIATION MEDICINE, INC.**
2. The text of the Amended and Restated Articles of Incorporation of the Corporation, as amended and restated hereby, is annexed hereto and made a part hereof.

### CERTIFICATE

It is hereby certified that:

1. The annexed Amended and Restated Articles of Incorporation contain amendments to the Articles of Incorporation requiring shareholder approval.
2. The entire Articles of Incorporation are amended and restated hereby so as henceforth to read as set forth in the Amended and Restated Articles of Incorporation annexed hereto and made a part hereof.
3. The date of adoption of the aforesaid Amended and Restated Articles of Incorporation was August 27, 1997.
4. Only one voting group was entitled to vote on the said Amended and Restated Articles of Incorporation.
5. The number of votes cast for the Amended and Restated Articles of Incorporation by the voting group was sufficient for the approval thereof.

97 AUG 28 PM 3:08  
SECRET  
TALLAHASSEE, FLORIDA

6. The effective time and date of these Amended and Restated Articles of Incorporation shall be on August 28, 1997.

Executed on August 27, 1997.

ASSOCIATES IN RADIATION MEDICINE, P.A.

By: 

Name: Daniel Dosoretz, M.D.

Title: President

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**ASSOCIATES IN RADIATION MEDICINE, INC.**

The following Amended and Restated Articles of Incorporation supersede the existing Articles of Incorporation of ASSOCIATES IN RADIATION MEDICINE, P.A., a Florida Professional Service Corporation (the "Corporation"):

**I. NAME OF CORPORATION**

The name of this Corporation shall be ASSOCIATES IN RADIATION MEDICINE, INC. The principal mailing address of the Corporation is 1850 Boy Scout Drive, Suite A102, Fort Myers, Florida, 33907.

**II. PURPOSES**

The purposes for which the Corporation is formed are to engage in any lawful act or activity for which Corporations may be formed under Florida General Corporation Law, Title XXXVI, Chapter 607, or any successor thereto.

**III. CAPITAL STOCK**

A. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 5,000 shares of common stock at \$1.00 per share par value.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

#### IV. DURATION

The Corporation shall have perpetual existence.

#### V. REGISTERED AGENT

The address of the Corporation's registered office is 1850 Boyscout Drive, Suite A102, Fort Myers, Florida 33907 and the name of its registered agent at said address is G. David Schiering.

#### VI. INCORPORATOR

The name and address of the Incorporator is as follows:

Daniel E. Dosoretz, M.D.  
1419 Southeast 8th Terrace  
Cape Coral, Florida 33990

#### VII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

#### VIII. INFORMAL DIRECTOR ACTION

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the Corporation,

and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### IX. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### X. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida, governing a general business corporation.

ARM. ART

ASSOCIATES IN RADIATION MEDICINE, INC.

I hereby am familiar with and accept the duties and responsibilities as registered agent for the above corporation.

  
G. David Schiering, Registered Agent



P93000020158

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

ASSOCIATES IN RADIATION MEDICINE, INC., a Florida corporation, document  
number P93000020158

SOUTHWEST FLORIDA EQUIPMENT, INC., a Florida corporation, document  
number P93000068402

INTO

21ST CENTURY ONCOLOGY, INC., a Florida corporation, H36131.

File date: August 29, 1997

Corporate Specialist: Karen Gibson

Account number: 072100000032

Account charged: 105.00