

Morris B. Fox
Stephen D. Ellis

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Attorneys at Law

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Suite A-1
Cape Coral, FL 33904
Phone (813) 642-1412
FAX (813) 642-6438

P95000063291
1995
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee FL 32301

200001554662
-08/14/95--01057--010
****122.50 ****122.50

Re: MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, P.A.

Dear Sir:

Our firm represents the above named professional association which is requesting a charter from the State of Florida in order to start business as a Professional Service Corporation in Florida.

Enclosed are the following papers, together with our check:

- Original and copy of Articles of Incorporation for filing and approval by your office.
- Certificate of Registered Agent
- Check to cover fees and costs in the amount of \$122.50:
 - \$35.00 to file certificate
 - \$52.50 for certified copy
 - \$35.00 for registered agent designation

Please return certified copy as soon as possible.

PLEASE EXPEDITE, THIS IS A RUSH. THANK YOU.

Very truly yours,

Morris B. Fox
MORRIS B. FOX
MBF:MO
Enc.
cc: client

[Signature]
8/15/95

ARTICLES OF INCORPORATION

The undersigned natural person, competent and licensed to practice medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I NAME OF CORPORATION

The name of this corporation shall be **MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, P.A.**

The principal mailing address of the corporation is 1419 S.E. 8th Terrace, Cape Coral, Florida 33990.

II PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

A. To engage in every aspect in the practice of medicine and all its fields of specializations, as are engaged in by radiation therapists and radiation practioners.

B. To engage and render the professional services involved only through its officers, agents and employees who shall be doctors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

C. To prepare, enter into, negotiate and sign management and professional service agreements and contracts for medical centers, medical groups and hospitals that have radiation therapy facilities, and to render radiation therapy to those facilities.

D. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

E. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

F. To engage in no other business other than the rendition of the professional services specified herein.

III CAPITAL STOCK

A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 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.

C. Shares of the corporation's stock and certificates shall be issued only to doctors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

IV DURATION

The corporation shall have perpetual existence.

V REGISTERED AGENT

The address of the corporation's initial registered office is 1419 S.E. 8th Terrace, Cape Coral, Florida 33990 and the name of its initial registered agent at said address is Victoria Danton.

VI INCORPORATOR

The name and address of the Incorporator is as follows:

DANIEL E. DOSORETZ
1419 S.E. 8th Terrace
Cape Coral, FL 33990

VII BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of five persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Daniel E. Dosoretz, M.D.
1419 S.E. 8th Terrace
Cape Coral, FL 33990

Michael J. Katin, M.D.
1419 S.E. 8th Terrace
Cape Coral, FL 33990

Howard M. Sheridan, M.D.
1419 S.E. 8th Terrace
Cape Coral, FL 33990

Peter H. Blitzler, M.D.
1419 S.E. 8th Terrace
Cape Coral, FL 33990

James H. Rubenstein, M.D.
1419 S.E. 8th Terrace
Cape Coral, FL 33990

VIII 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.

**IX
SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

**X
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.

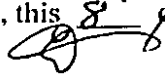
**XI
INDEMNIFICATION**

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

**XII
BY LAW AMENDMENT**

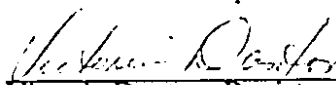
The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida, governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 8 day of August, 1995.



Daniel E. Dosoretz, M.D.,
Incorporator

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



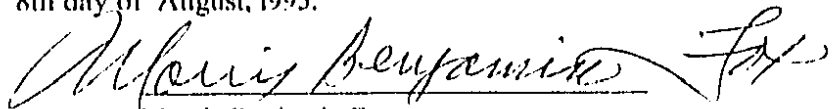
Victoria Danton, Registered Agent

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared DANIEL E. DOSORETZ, who is personally know to me to be the person described in and who executed the foregoing Articles of Incorporation as Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

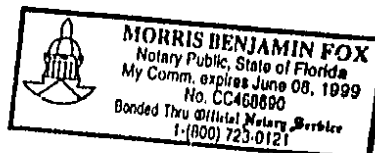
IN WITNESS WHEREOF, I have hereunto set my hand and seal at Cape Coral, in said County and State, this 8th day of August, 1995.

My commission expires:
June 8, 1999



Morris Benjamin Fox
Notary Public, State of Florida

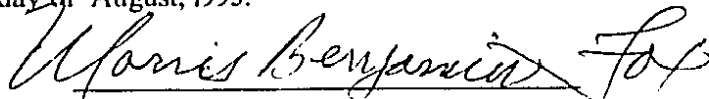
STATE OF FLORIDA
COUNTY OF LEE



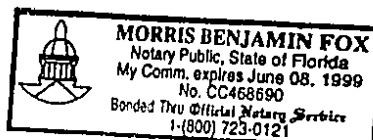
BEFORE ME, the undersigned authority, personally appeared VICTORIA DANTON, who is personally know to me to be the person described in and who executed the foregoing Articles of Incorporation as Registered Agent, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Cape Coral, in said County and State, this 8th day of August, 1995.

My commission expires:
June 8, 1999



Morris Benjamin Fox
Notary Public, State of Florida



Document Number Only

P95000063291

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

FILED
91 APR 7 PM 1:55

Restated Articles
& Name Change

4/9/97

Medical Center Radiation Therapy Regional Center, Inc.

Changing Name to

Medical Center Radiation Therapy Regional Center, Inc.

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| | | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS/ G/S |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name	4/10/97
Availability	
Document Examiner	POU
Updater	POU
Verifier	POU
Acknowledgment	POU
W.F. Verifier	POU

4-7-97

PLEASE RETURN EXTRA COPIES
FILE STAMPED

CC189, CC615, CC604, CC612



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1997

CT Corporation System
600 East Jefferson St.
Tallahassee, FL 32301

SUBJECT: MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER,
P.A.
Ref. Number: P95000063291

We have received your document for MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please remove the form entitled "Articles of Amendment" since it is not related to the Amended and Restated Articles.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 297A00017379

4/7/97

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 **MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, P.A.** The new name of the Corporation is **MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, 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 March 17, 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.

FILED
MAR - 17 1998

6. The effective time and date of these Amended and Restated Articles of Incorporation shall be on April 9, 1997.

Executed on April 5, 1997.

**MEDICAL CENTER RADIATION THERAPY
REGIONAL CENTER, P.A.**

By: 

Name: Daniel Dosoretz, M.D.

Title: President

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, INC.

The following Amended and Restated Articles of Incorporation supersede the existing Articles of Incorporation of **MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, P.A.**, a Florida Professional Service Corporation (the "Corporation"):

I. NAME OF CORPORATION

The name of this Corporation shall be **MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, INC.** The principal mailing address of the Corporation is 1850 Boyscout 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 1,000 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
1419 S.E. 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.


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007/010

MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, INC.

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


G. David Schlering, Registered Agent

FILED
97 APR -7 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000063291

ARTICLES OF MERGER
Morgor Sheet

MERGING:

BOCA RATON RADIATION THERAPY REGIONAL CENTER, INC., a Florida corporation, P94000047710

CENTRAL RADIATION THERAPY INSTITUTE, INC., a Florida corporation, V56090

CHARLOTTE COUNTY RADIATION THERAPY REGIONAL CENTER, INC., a Florida corporation, H77714

COLLIER RADIATION THERAPY REGIONAL CENTER, INC., a Florida corporation, P92000009474

CORAL SPRINGS RADIATION THERAPY REGIONAL CENTER, INC., a Florida corporation, P94000047714

ENGLEWOOD RADIATION THERAPY REGIONAL CENTER, INC., a Florida corporation, S96309

HOLLYWOOD RADIATION ASSOCIATES, INC., a Florida corporation, P96000095226

J.S.P. RADIATION THERAPY, INC., a Florida corporation, L35173

M.L.F. RADIATION THERAPY, INC., a Florida corporation, L35175

CONTINUED NEXT PAGE

PAGE 2 OF 2

ARTICLES OF MERGER
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MERGING:

Continued from Page 1:

MEDICAL CENTER RADIATION THERAPY REGIONAL CENTER, INC., a
Florida corporation, P95000063291

P.T. RADIATION THERAPY, INC., a Florida corporation, L35162

PALM BEACH RADIATION THERAPY REGIONAL CENTER, INC., a Florida
corporation, P96000066113

PALMETTO RADIATION THERAPY ASSOCIATES, INC., a Florida corporation,
P96000092338

S.M.A. RADIATION THERAPY, INC., a Florida corporation, L35163

SARASOTA RADIATION THERAPY REGIONAL CENTER, INC., a Florida
corporation, P94000056663

SOUTHEAST FLORIDA RADIATION THERAPY REGIONAL CENTER, INC., a
Florida corporation, P93000048237

U.A. RADIATION THERAPY, INC., a Florida corporation, L35168

WEST BOCA RADIATION ASSOCIATES, INC., a Florida corporation,
P97000016700

INTO

KATIN, DOSORETZ RADIATION THERAPY ASSOCIATES, INC. which changed its
name to 21ST CENTURY ONCOLOGY, INC., a Florida corporation, H36131.

File date: July 31, 1997

Corporate Specialist: Joy Moon-French