

1301 HAYS STREET
TAMPA, FLORIDA 33601
813-222-0171
No. 000054332



PRENICE HALL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 009039 132254A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 3, 1996

ORDER TIME : 9:40 AM

ORDER NO. : 009039

CUSTOMER NO: 132254A

CUSTOMER: Sue Thomas, Legal Asst
BRONSTEIN CARLSON GLEIM &
SMITH, P.A.
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

300001883793
-07/03/96--01076--017
*****70.00 *****70.00

DOMESTIC FILING

NAME: FLORIDA ONCOLOGY RESOURCES,
INC.

EFFECTIVE DATE: 7-1-96

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -3 PM 12:32
RECEIVED
96 JUL -3 PM 11:17
DIVISION OF CORPORATIONS
7/3/96

EFFECTIVE DATE

7/1/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL -3 PM 12:32

ARTICLES OF INCORPORATION

OF

FLORIDA ONCOLOGY RESOURCES, INC.

ARTICLE I.

NAME

The name of this corporation is Florida Oncology Resources, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 2713 West Virginia Avenue, Tampa, FL 33607.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of July 1, 1996.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Thomas B. Smith, 150 Second Avenue North, Suite 1100, St. Petersburg, FL 33701. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are Rafael Blanco, Christopher George and Julio Lautersztain, all of 2713 West Virginia Avenue, Tampa, FL 33607.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Thomas B. Smith, 150 Second Avenue N., Suite 1100, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

ARTICLE XII.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number

of shares outstanding. This right is granted with respect to all shares of stock of the corporation, including:

A. Shares issued as compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates;

B. Shares issued to satisfy conversion or option rights created to provide compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates;

C. Shares authorized in these Articles of Incorporation that are issued within six (6) months from the effective date of incorporation;

D. Shares sold otherwise than for money.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XIII.

CUMULATIVE VOTING

In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that notice shall be given

by any shareholder to the President or a Vice President of the Corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 1st day of July, 1996.

Thomas B. Smith
Thomas B. Smith

INCORPORATOR

115117

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 JUL -3 PM 12:32

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BRONSTEIN, CARLSON, GLEIM & SMITH, P.A.

Joel D. Bronstein
Board Certified in Tax Law

Susan W. Carlson
Board Certified in Tax Law

Holger D. Gleim
Board Certified in Will, Trusts & Estates

Thomas B. Smith
Board Certified in Health Law

Jeffrey J. Kallan

Suite 1100
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St. Petersburg, Florida 33701

(813) 890-6600
Fax (813) 890-8811

Refer to File No.

984037

Writer's Direct Dial No.

890-6690

December 30, 1996

Registered Agent/Address Section
Bureau of Corporate Records
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

300002044073--8
-01/03/97--01029--018
*****35.00 *****35.00

RE: Florida Oncology Resources, Inc.

Gentlemen:

Enclosed please find the original and duplicate copy of a Change of Registered Office and Agent for the above-referenced corporation, along with our check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning same to me.

If you have any questions in connection with the documents, or need further information, please contact me by telephone rather than returning the document.

Very truly yours,



Sue Thomas
Paralegal to
Joel D. Bronstein

ST/klm
Enc.
116388

R.A. Charge

NET 1-10-97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN -2 PM 1:10

FILED

CHANGE OF REGISTERED OFFICE AND AGENT
OF
FLORIDA ONCOLOGY RESOURCES, INC.

FILED

97 JAN -2 PM 1:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: SECRETARY OF STATE OF FLORIDA

1. The name of the Corporation is Florida Oncology Resources, Inc.
2. The current registered office is located at 150 Second Avenue North, Suite 1100, St. Petersburg, FL 33701.
3. The registered office will be changed to 2713 West Virginia Avenue, Tampa, FL 33607.

**THIS IS THE CORRECT BUSINESS ADDRESS OF THE CORPORATION.
PLEASE CHANGE YOUR RECORDS ACCORDINGLY.**

4. The current registered agent is Thomas B. Smith.
5. The successor registered agent will be Rafael Blanco.
6. The street address of the Corporation's registered office and the business office of its registered agent, as changed above, will be identical.
7. All changes made above have been authorized by resolutions duly adopted by the Corporation's Board of Directors.
8. All changes made above have been made by an officer of the Corporation authorized to do so by the Board of Directors.

DATED:

12/30/90

FLORIDA ONCOLOGY RESOURCES, INC.

By:

Rafael Blanco, President

ACKNOWLEDGMENT

I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Rafael Blanco, Registered Agent