

# P960000 66113

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
 95 AUG -8 11:11:05  
 SEC. OF TREASURY  
 TALLAHASSEE, FL

AL JUL - 8 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>APK</u>	_____	_____	_____

WALK-IN Will Pick Up 58 1200

RE: Palm Beach Radiation  
Therapy Regions 1. Center PA

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input type="checkbox"/> Art. of Inc. File	_____	_____
<input type="checkbox"/> Corp. Record Search	_____	_____
<input type="checkbox"/> Ltd. Partnership File	_____	_____
<input checked="" type="checkbox"/> Foreign Corp. File	_____	_____
<input type="checkbox"/> ( ) Cert. Copy(s)	_____	_____
<input type="checkbox"/> Art. of Amend. File	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U S.	_____	_____
<input type="checkbox"/> Fictitious Name File	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Reinstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate Kit	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 File	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone ( ) _____	_____	_____
<input type="checkbox"/> Top Priority	_____	_____
<input type="checkbox"/> Express Mail Prep.	_____	_____
<input type="checkbox"/> FAX ( ) _____ pgs.	_____	_____

### SUBTOTALS

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**FOX AND ELLIS**

Attorneys at Law

Morris B. Fox  
Stephen D. Ellis

4020 Del Prado Blvd. S.  
Suite A-1  
Cape Coral, FL 33904  
Phone (813) 542-1412  
FAX (813) 542-6436

August 7, 1996

Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee FL 32301

Re: PALM BEACH RADIATION THERAPY REGIONAL CENTER, P.A.

Dear Sir:

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

Enclosed are the following papers, together with our check:

- a. Original and copy of Articles of Incorporation for filing and approval by your office.
- b. Certificate of Registered Agent
- c. 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

MBF:MO

Enc.

cc: client

*by mo*

## ARTICLES OF INCORPORATION

FILED

96 AUG -8 AM 11:05

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 **PALM BEACH RADIATION THERAPY REGIONAL CENTER, P.A.**

The principal mailing address of the corporation is 1850 Boy Scout Drive, #101A, Fort Myers, Florida 33907.

### 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 practitioners.

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

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

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.

### **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 1850 Boy Scout Drive, #101A, Fort Myers, Florida, 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, M.D.**  
1850 Boy Scout Drive, #101  
Fort Myers, Florida 33907

## **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.**

1850 Boyscout Drive  
Fort Myers, FL 33907

**MICHAEL J. KATIN, M.D.**

1850 Boyscout Drive  
Fort Myers, FL 33907

**HOWARD M. SHERIDAN, M.D.**

1850 Boyscout Drive  
Fort Myers, FL 33907

**PETER H. BLITZER, M.D.**

1850 Boyscout Drive  
Fort Myers, FL 33907

**JAMES H. RUBENSTEIN, M.D.**

1850 Boyscout Drive  
Fort Myers, FL 33907

## **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 DIRECTION 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 office or director, or any former office or director, to the full extent permitted by law.

**XII**

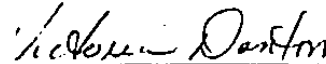
**BY-LAW AMENDMENT**

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 6 day of August, 1996.

  
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


FILED  
95 AUG -8 AM 11:05  
STATE OF FLORIDA  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF DALLAS

STATE OF FLORIDA  
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared DANIEL E. DOSORETZ, M.D., who is personally known to me, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, as the 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 Fort Myers, in said County and State, this 6th day of August, 1996.

My commission expires:  
1/30/97

  
\_\_\_\_\_  
Notary Public, State of Florida  
(Seal) MARIE MATCHOK  
Marie Matchok  
Notary Public, State of Florida  
Commission No. CC 250450  
My Commission Expires 1/30/97  
Booked Through U.S. Notary Service & Bonding Co.

Document Number Only

P960000066113

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

Restated Articles  
& Name  
Change

Palm Beach Radiation Therapy Regional Center, P.A.

changing name to:

Palm Beach Radiation Therapy Regional Center, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☒ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call If Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS/EG/S

☐ After 4:30

☒ Pick Up

000002134830-5  
-04/07/97--01035--014  
\*\*\*\*280.00 : \*\*\*\*\*35.00

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

4-7-97

PLEASE RETURN EXTRA COPY(S)  
FILE STAMPED

400789, 00615, 00524,

00672





**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

April 7, 1997

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301

**SUBJECT: PALM BEACH RADIATION THERAPY REGIONAL CENTER, P.A.**  
Ref. Number: P96000066113

We have received your document for PALM BEACH 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: 397A00017382

EFFECTIVE DATE  
4/9/97

## ARTICLES OF RESTATEMENT

FILED  
97 APR -7 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 **PALM BEACH RADIATION THERAPY REGIONAL CENTER, P.A.** The new name of the Corporation is **PALM BEACH 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.

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.

**PALM BEACH RADIATION THERAPY REGIONAL  
CENTER, P.A.**

By: 

Name: Daniel Dosoretz, M.D.

Title: President

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**PALM BEACH RADIATION THERAPY REGIONAL CENTER, INC.**

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

**I. NAME OF CORPORATION**

The name of this Corporation shall be **PALM BEACH 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 Boy Scout 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.  
3680 Broadway  
Fort Myers, Florida 33901

#### **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.

06/08/07

11:25


0513 381 0208

TAFT STETTINIUSA

0008/010

**PALM BEACH 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 Schiering, Registered Agent

**FILED**  
**97 APR -7 PM 1:48**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

P96000066113

ARTICLES OF MERGER  
Merger 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



ARTICLES OF MERGER  
Merger Sheet

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