

# P97000033780

## 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 \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

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

**EFFECTIVE DATE**

4.14.97

FILED  
97 APR 15 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K.R. APR 15 1997

REQUEST TAKEN CONFIRMED APPROVED

DATE 4.15.97 \_\_\_\_\_

TIME 10:08 \_\_\_\_\_ CK No. \_\_\_\_\_

BY CJB \_\_\_\_\_

WALK-IN  
Will Pick Up \_\_\_\_\_

RE: American Cancer

Treatment Centers, Inc.

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> (1) 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 KII		
<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, 10% per Annum.

THANK YOU  
from  
Your Capital Connection

EFFECTIVE DATE  
4.14.97

**ARTICLES OF INCORPORATION  
OF  
AMERICAN CANCER TREATMENT CENTERS, INC.**

FILED  
97 APR 15 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is AMERICAN CANCER TREATMENT CENTERS, INC.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the execution of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

The purpose of this corporation is to provide professional treatment and care services for cancer patients and engage in any other legal and lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

Except as otherwise required by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares of stock of this corporation. The shares of stock in this Corporation are not to be divided into classes. This Corporation is not authorized to issue a preferred or special class of shares in series or in less than whole shares.

**ARTICLE V - PRINCIPAL ADDRESS,  
INITIAL REGISTERED OFFICE AND AGENT**

The initial street address of the principal place of business of the corporation is 211 Coral Sands Drive, Rockledge, Florida 32955. The street address of the initial registered office of this corporation is 1900 So. Hickory Street, Melbourne, Florida 32901, and the name of the initial registered agent of this corporation at that address is James H. Fallace.

#### **ARTICLE VI - INCORPORATORS**

The name and address of the initial incorporator is:

##### **NAME**

##### **ADDRESS**

Wasfi A. Makar, M.D.

211 Coral Sands Drive  
Rockledge, Florida 32955

#### **ARTICLE VII - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the holders of common stock of this corporation.

#### **ARTICLE VIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval by a majority of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### **ARTICLE IX - DIRECTORS COMPENSATION**

The shareholders of the common stock of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### **ARTICLE X - I.R.C. SECTION 1244**

It is the intent of the incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

#### **ARTICLE XI - INDEMNIFICATION**

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

## ARTICLE XII - 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 XIII - DIVIDENDS ON COMMON STOCK

The holders of the issued and outstanding common stock shall be entitled to receive, when and as declared by the Board of Directors, solely out of unreserved and unrestricted earned surplus, dividends payable in cash, in property or in shares of the common stock of the corporation.

No dividends shall be paid upon the common stock in any medium if the corporation is, or is thereby, rendered incapable of paying its debts as they become due in the usual course of business.

## ARTICLE XIV - AFFILIATED TRANSACTIONS

The corporation expressly elects that it shall not be governed by Section 607.0901, Florida Statutes (1996), as amended from time to time or any corresponding provisions of Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of April, 1997.

W. Makar, M.D.  
WASFI A. MAKAR, M.D.

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of April, 1997, by WASFI A. Makar, M.D., who is personally known to me or who has produced his n/a as identification.



MARCIA A. BARTLEY  
My Commission CC528352  
Expires Feb. 04, 2000

Marcia A. Bartley  
Notary Public  
State of Florida at Large  
Commission/Serial No.: CC 528352  
My Commission Expires: 2/4/2000

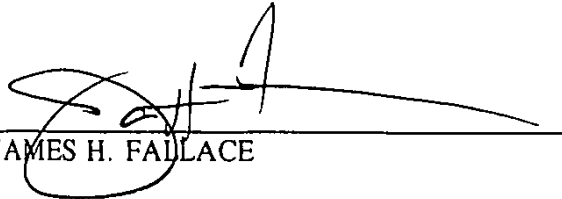
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENCY UPON WHOM PROCESS  
MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

AMERICAN CANCER TREATMENT CENTERS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, and State of Florida, has named James H. Fallace, located at 1900 So. Hickory Street, Melbourne, Florida 32901, as its agent to accept service of process within this state.

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I affirm that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
JAMES H. FALLACE

FILED  
97 APR 15 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA