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ACCOUNT NO. : 072100000032

REFERENCE : 330910 4305486

AUTHORIZATION :

Patricia Pappas

COST LIMIT : \$ 70.00

ORDER DATE : April 15, 1997

ORDER TIME : 9:56 AM

ORDER NO. : 330910-005

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CUSTOMER NO: 4305486

CUSTOMER: Kelly Meder, Legal Assistant
TAFT STETTINIUS & HOLLISTER

1800 Star Bank Center
425 Walnut Street
Cincinnati, OH 45202

DOMESTIC FILING

NAME: RADIATION THERAPY REGIONAL
CENTERS, INC.

EFFECTIVE DATE:

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: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
97 APR 15 PM 1:46
TAX
DIVISION OF CORPORATION

RECEIVED
97 APR 15 AM 11:23
DIVISION OF CORPORATION

84 APR 15 1997

ARTICLES OF INCORPORATION
OF
RADIATION THERAPY REGIONAL CENTERS, INC.

I. NAME OF CORPORATION

The name of this Corporation shall be **RADIATION THERAPY REGIONAL CENTERS, 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 20,000,000 shares of common stock at one one-hundredth of a cent (\$0.0001) 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 Herbert L. Ort.

VI. INCORPORATOR

The name and address of the Incorporator is as follows:

Brian M. Davis, Esq.
Taft, Stettinius & Hollister
1800 Star Bank Center
425 Walnut Street
Cincinnati, Ohio 45202-3957

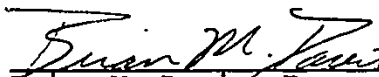
VII. INDEMNIFICATION

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

VIII. 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.

IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation, this 14th day of April, 1997.

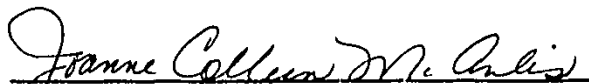

Brian M. Davis, Esq.

STATE OF OHIO

) SS:

COUNTY OF HAMILTON)

The foregoing Articles of Incorporation were acknowledged before me this 14th day of April, 1997, by Brian M. Davis, Esq.

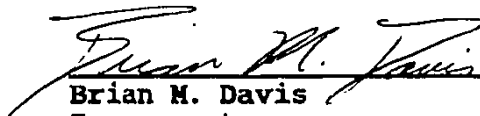

Notary Public

Joanne Colleen McAnlis, Attorney at Law
NOTARY PUBLIC - STATE OF OHIO
My Commission has no expiration
date, Section 147.03 O.R.C.

ORIGINAL APPOINTMENT OF AGENT AND ACCEPTANCE

In compliance with Section 607.0501 of the Florida Statutes, the following is submitted:

First, that Radiation Therapy Regional Centers, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1850 Boy Scout Drive, Suite A-101, Fort Myers, Florida 33907, has named Herbert L. Ort, located at 1850 Boy Scout Drive, Suite A-101, Fort Myers, Florida 33907, as its agent to accept service of process within Florida.


Brian M. Davis
Incorporator

April 14, 1997

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with and accept the obligations of this position, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Herbert L. Ort
April 14, 1997

97 APR 14 11:46
FBI-FTM
VGL