#### Crew & Crew, P.A.

MICHAEL H. CREW ADMITTED IN FLORIDA, VIRGINIA, WASHINGTON DC

JILL W. CREW
ADMITTED IN FLORIDA,
CALIFORNIA, WASHINGTON DC

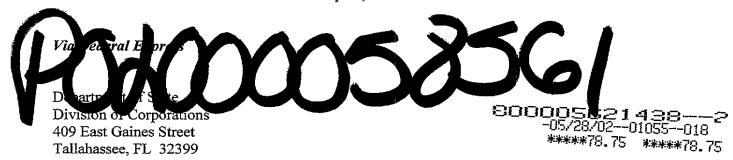
JOHN K. POWELL ADMITTED IN FLORIDA ATTORNEYS AT LAW

25 Beal Parkway Northeast, Suite 210 Fort Walton Beach, Florida 32548 May 24, 2002

TELEPHONE (850) 244-0400 (888) 244-4LAW

Facsimile (850) 244-4488

CREWLAW.COM



Re: Emerald Coast Hearing Associates, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced proposed corporation.

Please file these documents at your earliest opportunity and provide me with a file-stamped copy of the articles and a Certificate of Status by return mail.

I enclose a check for payment of the combined fees of:

□ \$70

፟ \$78.75

□ \$122.50

□ \$131.25

Filing Fees

Filing Fee &

Filing Fee &

Filing Fee,

Only

Certificate of

Certified copy

Certified Copy

Status

& Certificate

Additional copy of articles enclosed.

Thank you for your assistance. Please call me if you have any questions.

Sincerely,

Linda L. Ketter

Legal Assistant to

Jill W. Crew

02 M/Y 28 PH 2: 54

SECRETARY OF SIAIL VISION OF CORPORATIONS

Enclosures

T. SANTH MAY 2 8 2002

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# ARTICLES OF INCORPORATION OF EMERALD COAST HEARING ASSOCIATES, INC.

In compliance with the requirements of F. S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

#### Article I

The name of the corporation (the "Corporation") is Emerald Coast Hearing Associates, Inc.

### Article II Principal Office

The principal place of business and mailing address of the Corporation is: 1627 Trent Street Ft. Walton Beach, FL 32547

### Article III Authorized Shares

The maximum number of shares the Corporation is authorized to issue is 1,500, all of which shall be Common Shares, with a par value of \$.01 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

### Article IV Registered Agent

The initial street address of the Corporation's registered office is: 25 Beal Parkway NE, Suite 210, Fort Walton Beach, Okaloosa County, Florida 32548. The initial registered agent for the Corporation at that address is: Crew & Crew, P.A.

### Article V Board of Directors

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors is:

Mary Vasiloff 1627 Trent Street Ft. Walton Beach, FL 32547

#### Article VI Incorporator

The name and address of the person signing these articles of incorporation is: Mary Vasiloff, 1627 Trent Street, Ft. Walton Beach, FL 32547.

## Article VII Indemnification

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 24, 2002.

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the Corporation at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. § 607.0501(3).

Date: May 24, 2002.

Jrl/W. Crew Crew & Crew, P.A.