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Account Name : PAUL M. BLOOMGARDEN, P.A.  
Account Number : I20010000022  
Phone : (954) 370-2222  
Fax Number : (954) 370-2211

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TALLAHASSEE, FLORIDA

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**FLORIDA PROFTT CORPORATION OR P.A.**

**FLORIDA HEARING AND BALANCE INSTITUTE, INC.**

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION

OF

FLORIDA HEARING AND BALANCE INSTITUTE, INC.

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ARTICLE I - NAME

The name of this Corporation is FLORIDA HEARING AND BALANCE INSTITUTE, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To provide diagnostic and treatment services to persons with hearing and balance disorders.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

## ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Pine Island Commons, Suite 208, 8551 West Sunrise Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Paul M. Bloomgarden.

## ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is: 3850 Hollywood Blvd., #401, Hollywood, Florida 33021.

## ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have ten directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

Barry A. Freeman, Ph.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Lawrence Grobman, MD  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Abraham Jaguan, MD  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Richard Saul, Ph.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

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Frederick Rahe, Au.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Brett Kemker, Ph.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Erica Friedland, Au.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Jonette Owen, Au.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Lisa Hansel, Au.D.  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

Teri Hamill, Ph.D..  
3850 Hollywood Blvd., #401  
Hollywood, Florida 33021

#### ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is: Barry A. Freeman, Ph.D., 3850 Hollywood Blvd., #401, Hollywood, Florida 33021.

#### ARTICLE X - INDEMNIFICATION

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

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in

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these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 16<sup>th</sup> day of November, 2005.

  
BARRY A. FREEMAN, Ph.D., Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of November, 2005, by BARRY A. FREEMAN, Ph.D. who is personally known to me or who has produced Florida driver's license as identification and who did take an oath.



Notary Public



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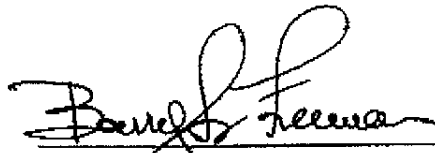
DESIGNATION OF REGISTERED AGENT

FOR

FLORIDA HEARING AND BALANCE INSTITUTE, INC.

In compliance with Section 48.091, Florida Statutes, FLORIDA HEARING AND BALANCE INSTITUTE, INC., desiring to organize and qualify under the laws of the State of Florida, hereby names Paul M. Bloomgarden located at Pine Island Commons, Suite 208, 8551 W. Sunrise Boulevard, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: November 16, 2005



BARRY A. FREEMAN, Ph.D., Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: November 16, 2005



PAUL M. BLOOMGARDEN  
Registered Agent

CORP\03-1647