

PO9000055405

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

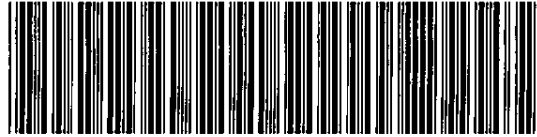
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900157267989

06/25/09--01025--002--\*\*78,75

FILED

2009 JUN 25 P 12:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

60-98-9

**MORRIS LAW FIRM**

5020 West Cypress Street  
Suite 200  
Tampa, Florida 33607  
(813) 289-0440

Robert E. Morris  
Robert A. Bauman

Reply To: TAMPA

Julie F. Fox

June 23, 2009

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Incorporation of Tampa Hearing Services, Inc.

Dear Sirs:

Enclosed for filing are the original and one (1) copy of the Articles of Incorporation and Registered Agent Certificate in connection with the above-referenced matter. Additionally, enclosed is our Firm check in the amount of \$78.75 to cover the \$35.00 filing fee, the \$35.00 Registered Agent Certificate fee and \$8.75 to obtain a certified copy of the Filed Articles.

Please appropriately file and process the Articles. Should you have any questions concerning this matter or if you need anything further, please do not hesitate to contact me.

Very truly yours,

ROBERT E. MORRIS, P.A.



Robert E. Morris

REM/amw

Enclosures

ARTICLES OF INCORPORATION  
OF  
TAMPA HEARING SERVICES, INC.

FILED  
2009 JUN 25 P 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ELIZABETH KRAUSE, the undersigned incorporator, hereby makes, subscribes and acknowledges and files with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

TAMPA HEARING SERVICES, INC.

ARTICLE II

DURATION

The duration of this corporation is perpetual.

ARTICLE III

PURPOSES

The general nature of the business or businesses to be conducted by this corporation, together with and in addition to those powers conferred by the laws of the State of Florida upon corporations organized under and by virtue of the laws of Florida, shall be as follows:

(1) To engage in the business of: providing hearing aid products, audiology products and products related and similar thereto.

(2) To buy, sell, option, deal in, lease, hold or improve real estate and the fixtures and

personal property incident thereto and connected therewith, and with that end in view, to acquire by purchase, lease, hire or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the property of the corporation, and to sell, lease, mortgage, rent, pledge, or otherwise dispose of the lands, tenements, hereditaments or other property of the corporation.

(3) To buy, sell, discount and rediscount notes, drafts, bills of exchange, stocks, bonds, securities and choses of action of all kinds, both as principal and as agent; to also buy and sell liens on real and personal property, and to lend money and accept as security therefor liens or pledges of real and personal property; to also act as agent or trustee of persons and corporations in any and all other matters which can be solicited, negotiated, operated and carried on by an agent.

(4) To purchase and sell for itself personal property, stocks, bonds, warrants, and notes and to negotiate loans thereon; to acquire, enjoy, purchase, hold, sell and transfer the shares of stock of any corporation incorporated under the laws of the State of Florida or any other state of the United States or qualified to do business in any other state of the United States, or subsequently belonging to the United Nations or qualified to do business in any such nation. To purchase, hold, sell, and transfer shares of its own capital stock provided this corporation shall not purchase its own shares of stock except from the surplus of its assets over its liabilities, including capital; and provided further that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholders' quorum or vote.

(5) To act as fiscal agent for others, to lend money on notes, bonds, mortgages and commercial securities of all kinds, and while the owner of stock in a corporation, to exercise all

the rights of a stockholder therein, to borrow money and secure the payment of same by notes, bonds, drafts or other evidence of indebtedness; to endorse and guarantee the payment of notes and mortgages, and all kinds of indebtedness, and to pledge and mortgage any or all of its real estate and personal property for the payment of its own debts or for the debts of others guaranteed by it.

(6) To borrow money and contract debts necessary for the transaction of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporators; to issue bonds, promissory notes, bills of exchange, debentures or other obligations and evidences of indebtedness payable at a specific time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge or otherwise or unsecured, for money borrowed or in payment of property purchased or acquired or any other lawful objects.

(7) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and licenses or other rights or interests therein and thereunder and to manufacture, sell and distribute at wholesale or retail all such articles covered by any such patents, copyrights or trademarks.

(8) To apply and qualify to carry on the general nature of business or businesses as authorized by this corporate charter and/or any amendments thereto in any state of the United States of America.

(9) To do all and everything necessary and proper for the accomplishment of the objects enumerated in its Articles of Incorporation, or any amendment thereof, or necessary or incidental to the protection or benefit of the corporation; and in addition to the specific powers herein enumerated, have any and all rights, powers and privileges which are, can be or may be granted to corporations incorporated under the laws of the State of Florida, and in that connection to

carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth in the Articles of Incorporation or any amendment thereof.

#### ARTICLE IV

##### CAPITAL STOCK

The capital stock of the corporation shall be divided into 10,000 shares of common stock with a par value of \$1.00 per share; and each share shall entitle the holder thereof to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property or in labor or services, at a valuation to be fixed by the incorporator or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5020 West Cypress Street, Suite 200, Tampa, Florida, 33607, and the name of the initial Registered Agent of the corporation at that address is ROBERT E. MORRIS.

#### ARTICLE VI

##### DIRECTORS

This corporation shall have three (3) 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

(1). The names and addresses of the initial directors of this corporation are:

PETER AGNELLO  
3450 E. Fletcher Ave., Suite 350  
Tampa, Florida 33613

NALIN PATEL  
3450 E. Fletcher Ave., Suite 350  
Tampa, Florida 33613

JANET SEPER  
3450 E. Fletcher Ave., Suite 350  
Tampa, Florida 33613

A quorum for the transaction of business shall be a majority of the directors qualified and acting, and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. The directors may make or amend the By-Laws; the meeting of directors may be held within or without the State of Florida. A person shall not have to be a stockholder in order to qualify as a director.

## ARTICLE VII

### INCORPORATOR

The name and address of the incorporator is:

ELIZABETH KRAUSE  
3450 E. Fletcher Ave., Suite 350  
Tampa, Florida 33613

## ARTICLE VIII

### CORPORATE ADDRESS

The principal office of the corporation is 3450 E. Fletcher Avenue, Suite 350, Tampa,

Hillsborough County, Florida, 33613.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and  
filed the foregoing Articles of Incorporation under the existing laws of the State of Florida.

Elizabeth Krause (SEAL)  
ELIZABETH KRAUSE - Incorporator

STATE OF FLORIDA                     )  
  ) ss:  
COUNTY OF HILLSBOROUGH     )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of June, 2009,  
by ELIZABETH KRAUSE, who is personally known to me or who has produced  
FLDL# K 620-212-72-547 as identification.

Analisa M. Whiteside  
Notary Public, State of Florida at Large

My Commission Expires:

5/16/10

(NOTARY SEAL)



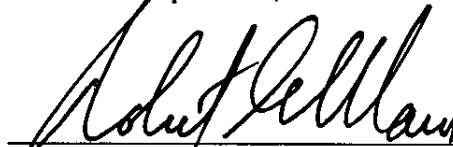
Typed/Printed Name of Notary



FILED  
2009 JUN 25 P 12:39  
SECRETARY OF STATE  
TAMPA, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above-styled Limited Liability Company at the place designated herein, does hereby accept the appointment as Registered Agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of duties; and the undersigned is familiar with and accepts the obligations of the position as Registered Agent as provided for in Chapter 608, Florida Statutes.



ROBERT E. MORRIS  
5020 West Cypress Street  
Suite 200  
Tampa, Florida 33607