

P11000040867

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

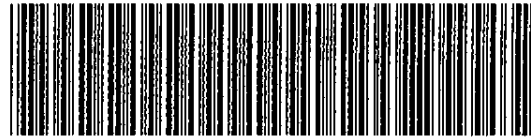
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



100202968501

04/25/11--01038--006 \*\*70.00

FILED  
11 APR 25 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

h 04/27/11

JOHN W. PERSSE  
ATTORNEY AT LAW CHARTERED  
1800 SECOND STREET, SUITE 819  
SARASOTA, FLORIDA 34236

REAL PROPERTY  
PROBATE AND  
BUSINESS LAW

TEL: (941) 366-7589  
FAX: (941) 366-0720  
JOHN@PERSSELAW.COM

April 21, 2011

Florida Department of State  
New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

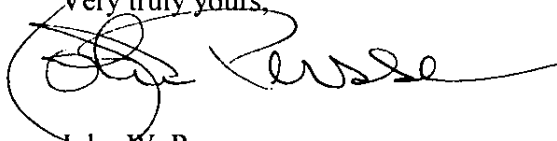
Re: **EARS 2 FRIENDS, INC.**

Gentlemen:

Enclosed are the original Articles of Incorporation for the above referenced corporation together with our check in the amount of \$70.00 in payment of the filing fee.

Please process this at your earliest convenience.

Very truly yours,



John W. Persse

JWP/jvp  
Enclosure

**ARTICLES OF INCORPORATION**  
**of**  
**EARS 2 FRIENDS, INC.**

11 APR 25 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**Article I - Name**

The name of the Corporation is: EARS 2 FRIENDS, INC.

**Article II - Term of Existence**

The date when corporate existence shall commence shall be the date of filing of these Articles with the Department of State, and the Corporation shall have perpetual existence thereafter.

**Article III - Purposes**

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**Article IV - Powers**

The Corporation shall have power:

- (a) To practice audiology through licensed audiologists and to sell and service hearing instruments;
- (b) To purchase, sell, lease, let and/or demise all real or personal property wheresoever situated.
- (c) To purchase and sell personal property, stocks, bonds and notes.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments as are necessary to secure the payment of corporate indebtedness.
- (e) To purchase the corporate assets of any other corporation, and engage in the same or other character of business.
- (f) To loan the monies of the Corporation and to take back mortgages as security therefor on both real and personal property.

- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness crated by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (h) To act as a general partner in general or limited partnerships or act as managing member of a limited liability company which will engage in activities contemplated by this Article and to perform all services necessary or desirable in connection therewith.
- (i) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in,, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.
- (j) To have and exercise all powers necessary or convenient to effect its purposes.

#### **Article V - Capital Stock**

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share. All stock, when issued, shall be fully paid and non-assessable.

#### **Article VI - Principal Address**

The mailing and street address of this Corporation shall be 1058 N. Tamiami Trail, Suite 105, Sarasota, Florida 34236.

#### **Article VII - Initial Registered Agent and Address**

The street address of the registered office of this Corporation is 1800 Second Street, Suite 819, Sarasota, Florida 34236 and the registered agent at such office is John W. Persse.

#### **Article VIII - Directors**

This Corporation shall initially have at least two (2) directors. The number of directors may be changed from time to time by bylaws adopted by the shareholders.

#### **Article IX - Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

FILED  
11 APR 25 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article X - Incorporator**

The name and address of the incorporator of these articles of incorporation are:

John W. Persse  
1800 Second Street, Suite 819  
Sarasota, Florida 34236.

FILED  
11 APR 25 PM 4:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article XI - Indemnification**

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


**Article XII - Preemptive Rights**

Each shareholder of the Corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the Corporation.

**Article XIII - Removal of Directors**


The shareholders of this Corporation shall be entitled to remove any director from office at any time for any reason whatsoever whether or not there is cause for removal.

The undersigned has executed these Articles on April 22, 2011.

  
John W. Persse, Incorporator

**Acceptance of Appointment of Registered Agent**

Having been named as registered agent and to accept service of process at the place designated in the Articles, I hereby accept the appointment as registered agent and agree to act in this capacity I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
John W. Persse