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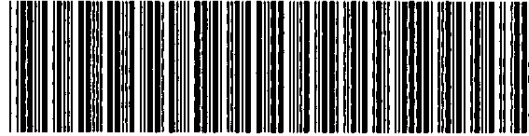
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FULLER & ASSOCIATES

ATTORNEYS AT LAW

BARRY J. FULLER
MEMBER FLORIDA AND CALIFORNIA BARS

August 7, 2013

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for New Way Hearing Aids, Inc.

Gentlemen:

Enclosed please find original and two copies of Articles of Incorporation for the above referenced corporation, together with this firm's check in the amount of \$70.00 to cover the filing fee. Please return a stamped copy showing receipt of same in the enclosed self-addressed, stamped envelope.

Sincerely yours,



Terri Wegmann
Paralegal to Barry J. Fuller

tbw:
Enclosures

cc: Mrs. Linda Knapp

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THE OFFICE PAVILION 2301 PARK AVENUE, SUITE 404, ORANGE PARK, FLORIDA 32073
TELEPHONE: (904) 264-0585 TELEFAX: (904) 264-1714
E-mail - bfuller@lawfuller.com

**ARTICLES OF INCORPORATION
OF
NEW WAY HEARING AIDS, INC.**

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The undersigned hereby makes, subscribes, 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 ONE
NAME**

The name of this Corporation shall be **NEW WAY HEARING AIDS, INC.**

**ARTICLE TWO
DURATION; TERM OF EXISTENCE**

This corporation shall begin existence on the date of filing of these articles with the Secretary of State of the state of Florida, and shall have perpetual existence thereafter.

**ARTICLE THREE
PURPOSE**

The purpose or purposes for which the Corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE FOUR
SHARES**

This corporation is authorized to issue 10,000 shares of common voting stock. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

**ARTICLE FIVE
POWERS**

This corporation shall have all powers conferred by the laws of the state of Florida on corporations.

ARTICLE SIX PRINCIPAL OFFICE

The principal place of business of the corporation shall be located at 2123 Carnes Street, Orange Park, Clay County, Florida 32073, with any other place of business as may be determined and fixed by the board of directors from time to time.

ARTICLE SEVEN REGISTERED OFFICE AND AGENT

The street address in Florida of the initial registered office of the corporation is 2301 Park Avenue, Suite 404, Orange Park, Clay County, Florida 32073, and the name of the initial registered agent at such address is **BARRY J. FULLER**.

ARTICLE EIGHT PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this Corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

ARTICLE NINE CUMULATIVE VOTING

The Shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one Shareholder as many votes as the number of directors to be elected multiplied by the number of said Shareholder's shares, to distribute them among as many candidates as said Shareholder may wish. Notice must be given by any Shareholder to the President or as Vice President of said Corporation not less than 24 hours prior to the time set for the holding of a Shareholders' meeting for the election of directors that said Shareholder intends to cumulate his vote at said election.

ARTICLE TEN
SHAREHOLDER APPROVAL OF COMPENSATION OF DIRECTORS

The board of directors shall submit all proposals of directors' compensation to the shareholders of the corporation for approval, which approval shall require a vote of no less than 75% of those entitled to vote at a shareholders' meeting. No compensation shall be paid to the directors until it has been approved by the shareholders.

ARTICLE ELEVEN
DIRECTORS

This corporation shall initially have three (3) directors. The number of directors may be increased or decreased from time to time in the manner set forth in the by-laws, provided that the corporation shall always have at least one (1) director.

ARTICLE TWELVE
INITIAL INCORPORATOR

The name and address of the initial incorporator is as follows:

NAME	ADDRESS
BARRY J. FULLER	2301 Park Avenue, Suite 404 Orange Park, Florida 32073

ARTICLE THIRTEEN
INTEREST IN TRANSACTIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation has a pecuniary or other interest in any other corporation, or is a director or officer of any other corporation. Any director or officer individually, or any firm of which any director or officer may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the board of directors. Any director or officer of this corporation who is also a director or officer of any other corporation or member of any other firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation which shall authorize any contract or transaction, with like force and effect as

if the person were not an officer or director of any other corporation or member of any other firm, or not so interested.

ARTICLE FOURTEEN INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the fullest extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange Park, Clay County, Florida this 7th day of August, 2013.



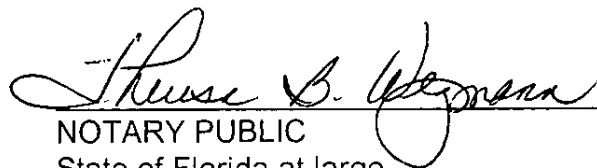
BARRY J. FULLER
Incorporator

ACKNOWLEDGMENT

**STATE OF FLORIDA
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared **BARRY J. FULLER** who is known to be the person described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 7th day of August, 2013 in the County and State aforesaid.




NOTARY PUBLIC
State of Florida at large
(SEAL)

THERESA B. WEGMANN
Notary Public, State of Florida
My Comm. Expires Sept. 7, 2015
Commission No. EE 105786

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
NEW WAY HEARING AIDS, INC.**

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, 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.

Dated: August 7, 2013.



Barry J. Fuller
Registered Agent

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