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Wallace J. D. Weyll
BARRISTER & SOLICITOR
ATTORNEY - AT - LAW

REPLY TO:

330 GULF BLVD.
INDIAN ROCKS BEACH, FL 33463
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TORONTO, ONTARIO, M5H 3P3
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Department of State
Division of Corporations
409 East Galnes Street
Tallahassee, Florida 32399

February 9, 1996

RE: Incorporation - CITY HEARING AID CENTER, INC.

Dear Registrar:

200001714962
-02/14/96--01075--007
***+122.50 ***+122.50

Enclosed in duplicate are Articles of Incorporation regarding the above-named company. A preliminary search for the name indicated that there is no problem with using this name.

Also enclosed is a check in the amount of \$122.50 to cover the fees, including the furnishing of a certification to Wallace J.D. Weyll.

Thank you for your assistance.

Sincerely,

Kathryn Hoshstrasser

Kathryn Hoshstrasser
Legal Assistant

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CITY HEARING AID CENTER, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

CITY HEARING AID CENTER, INC.

The principal place of business of this corporation shall be:

2375 Hanover Drive
Dunedin, Florida 34698

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

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TALLAHASSEE, FLORIDA

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

10,000 shares at \$1.00 each

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected is:

Terrance Edward Faiers
801 Sidney Drive
Ennismore, Ontario K0L 1H0

ARTICLES VI - INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

Terrance Edward Faiers
801 Sidney Drive
Ennismore, Ontario K0L 1H0

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 29th day of JANUARY, 1996.

Signature of Incorporator:

Terrance Edward Faiers
Terrance Edward Faiers

State of Florida

County of Pinellas

The foregoing instrument was acknowledged before me this 29th day of JANUARY, 1996 by Terrance Edward Faiers of CITY HEARING AID CENTER, INC., who is personally known to me or who has produced a ONTARIO driver's license as identification and who did take an oath.

J. Ross Whittington
Notary Public

J. ROSS WHITTINGTON

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is: CITY HEARING AID CENTER, INC.
2. The name and address of the registered agent and office is:

Wallace J.D. Weylie
350 Gulf Blvd.,
Indian Rocks Beach, FL 34635

Signature: *Raymond E. Edwards Finner*
Title: *President*
Date: *Jan. 29/96.*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept Service of Process for the above stated 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, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Signature *Wallace J.D. Weylie*
Wallace J.D. Weylie

Date *02/09/96*