

D98000099536

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 23 PM 12:06

Requestor's Name

LAWS  
1201 US 1 #3  
MPB FL 33408

one #

800002694208--8

-11/23/98--01130--001

\*\*\*\*122.50 \*\*\*\*78.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Love Hearing Aid Center, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

D. BROWN NOV 30 1998

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**LOWE HEARING AID CENTER, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 23 PM 12:06

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for that purpose I hereby certify, declare and set forth as follows, to wit:

**ARTICLE 1**

**NAME**

The name of this corporation shall be:

LOWE HEARING AID CENTER, INC.

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The general nature, object and purpose is to do and transact all lawful business.

**ARTICLE III**

**CAPITAL STOCK**

The capital stock of this Corporation shall be 100,000 shares at \$.01 par value, which shall be designated "Common Shares".

**ARTICLE IV**

**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of stock.

**ARTICLE V**

**CORPORATE EXISTENCE**

This Corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said Corporation shall be 1201 U.S. Highway One, Suite 3, North Palm Beach, FL, 33408, County of Palm Beach, State of Florida, and its mailing address shall be:

1201 US Highway One, Suite 3  
North Palm Beach, FL 33408

**ARTICLE VII**

**REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent and the street address of the initial registered office of this Corporation is:

Curtiss R. Lowe  
1201 US Highway 1, Suite 3  
North Palm Beach, FL 33408

**ARTICLE VIII**

**OFFICERS AND DIRECTORS**

The names and post office addresses of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:

Curtiss R. Lowe, President and Director  
1201 US Highway One, Suite 3  
North Palm Beach, FL 33408

Michael R. Powell, Vice President  
1201 US Highway One, Suite 3  
North Palm Beach, FL 33408

The corporation at all times shall have at least one director. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in the corporation.

#### **ARTICLE IX**

#### **INCORPORATORS**

The name and address of the person signing these Articles is:

C.R. Lowe  
1201 US Highway One, Suite 3  
North Palm Beach, FL 33408

#### **ARTICLE X**

#### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and shareholders.

#### **ARTICLE XI**

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 prorata share thereof (as nearly as may be done without issuance of fractional shares at the price at which it is offered to others).

#### **ARTICLE XII**

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this Corporation shall have the power to make or amend the bylaws and fix any amount to be reserved for working capital.

The private property of the shareholders shall not be subject to the payment of the corporate debts whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

**IN WITNESS WHEREOF**, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Article, hereby declaring and certifying that the facts herein stated are true, this 20<sup>th</sup> day of November 1998.

Curtiss R. Lowe  
Curtiss R. Lowe, President

**STATE OF FLORIDA; COUNTY OF PALM BEACH**

The foregoing was sworn to and acknowledged before me this 20<sup>th</sup> day of November 1998.

Sonya Y. Pinder  
Notary Public

State of Florida at Large

My commission expires:



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 23 PM 12:07

*Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.*

1. The name of the Corporation is:

LOWE HEARING AID CENTER, INC.

2. The name and address of the registered agent and office is:

Curtiss R. Lowe  
1201 US Highway 1, Suite 3  
North Palm Beach, FL 33408

*Having been named as registered agent and to accept process of service for the above stated corporation at the place designated in this certificate. I hereby accept 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.*

SIGNATURE Curtiss R. Lowe

DATE 11-20-98