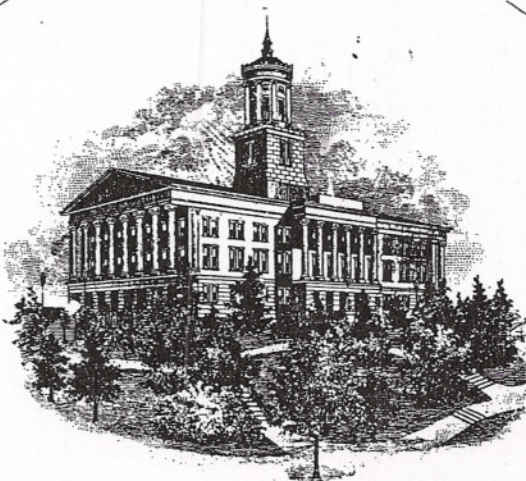


State of Tennessee



Department of State

I Joe C. Carr, Secretary of State of the
State of Tennessee, do hereby certify that the annexed Instrument
with Certificate of Acknowledgment was filed in my office and
recorded on the 2nd day of July 1948
in Corporation Record Book 0-16
page 89

In Testimony Whereof, I have hereunto subscribed my Official
Signature and by order of the Governor, affixed the Great
Seal of the State of Tennessee, at
the Department in the City of
Nashville, this 2nd day of

July

A.D. 19 48

Joe C. Carr
Secretary of State.



STATE OF TENNESSEE

Charter of Incorporation

Be It Known, That Mrs. Margaret L. Washington, Mrs. L. E. McKeand,
Mrs. Robert Clark, Mrs. Donald MacDonald and Mrs. J. C. Corbitt

are hereby constituted a body politic and corporate, by the name of and style of

THE NASHVILLE LEAGUE FOR THE HARD OF HEARING

for the purpose of promoting the interests and general welfare of the hard
of hearing in Davidson County, Tennessee and vicinity; to alleviate
their social isolation and to aid them in accomplishing their rehabili-
tation; to encourage and stimulate interest in all approved scientific
activities in the prevention of deafness and the conservation of hear-
ing; to assist the hard of hearing to secure and retain employment; to
establish and maintain quarters or club rooms for the activities and
convenience of its members, and to do each and every act necessary and
proper to the accomplishment of the purposes of this corporation.

That the place where the principal business of said corporation is to be
transacted is the City of Nashville, County of Davidson, State of Tennessee

The general powers of said corporation shall be: (1) To sue and be sued by the corporate name. (2) To have and use a common seal, which it may alter at pleasure; if no common seal, then the signature of the name of the corporation, by any duly authorized officer, shall be legal and binding. (3) Any corporation chartered under the laws of Tennessee for religious, charitable, educational, missionary, or other eleemosynary purposes, and not for profit, shall have the power to receive property, real, personal or mixed, by purchase, gift, devise, or bequest, sell the same and apply the proceeds toward the promotion of the objects for which it is created, or hold any such property and apply the income and profits towards such objects. (4) Any corporation heretofore chartered for any of the foregoing purposes, desiring to avail itself of these powers, shall submit the question to its directors or trustees at any regular meeting, or special meeting, called for the purpose, or to any regular or special meeting of its executive committee, and if a majority of said directors, trustees, or executive committee vote in favor of applying for the amendment, it may then proceed in usual course to file an amendment to its charter. (5) To establish by-laws, and make all rules and regulations not inconsistent with the laws and constitution, deemed expedient for the management of corporate affairs. (6) To appoint such subordinate officers and agents, in addition to a president and secretary, or treasurer, as the business of the corporation may require. (7) To designate the name of the office, and fix the compensation of the officer. (8) To borrow money to be used in payment of property bought by it, and for erecting buildings, making improvements, and for other purposes germane to the objects of its creation, and secure the repayment of the money thus borrowed by mortgage, pledge, or deed of trust, upon such property, real, personal, or mixed, as may be owned by it; and it may, in like manner, secure by mortgage, pledge, or deed of trust, any existing indebtedness which it may have lawfully contracted.

The said five or more incorporators shall, within a convenient time after the registration of this charter, elect from their number a president, secretary, and treasurer, or the last two officers may be combined into one, said officers and the other incorporators to constitute the first board of directors.

Any corporation not for profit may increase its directors or trustees to a number not more than one hundred, by due and proper amendment to its by-laws, unless otherwise specifically provided. In all elections each member to be entitled to one vote, either in person or by proxy, and the result to be determined by a majority of the votes cast. Due notice of any election must be given by advertisement in a newspaper, personal notice to the members, or a day stated on the minutes of the board one month preceding the election. The term of officers may be fixed by the by-laws, the said term not, however, to exceed three years. All officers hold office until their successors are duly elected and qualified.

The general welfare of society, not individual profit, is the object for which this charter is granted, and the members are not stockholders in the legal sense of the term, and no dividends or profits shall be divided among the members.

The board of directors shall keep a record of all their proceedings, which shall be at all times subject to the inspection of any member. The corporation may establish branches in any other county in the state.

The members may, at any time, voluntarily dissolve the corporation, by a conveyance of its assets and property to any other corporation holding a charter from the state for purposes not of individual profit, first providing for corporate debts. A violation of any of the provisions of the charter shall subject the corporation to dissolution at the instance of the state.

The charter is subject to modification and amendment; and in case said modification or amendment is not accepted, corporate business is to cease, and the assets and property, after payment of debts, are to be conveyed, as aforesaid, to some other corporation holding a charter for purposes not connected with individual profit. Acquiescence in any modification, thus declared, shall be determined in a meeting of the members especially called for that purpose, and only those voting in favor of the modification shall thereafter compose the corporation.

The means, assets, income, or other property of the corporation shall not be employed, directly or indirectly, for any other purpose whatever than to accomplish the legitimate objects of its creation, and by no implication shall it engage in any kind of trading operation, nor hold any more real estate than is necessary for its legitimate purposes.

Expulsion shall be the only remedy for the nonpayment of dues by the members, and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

We, the undersigned, the incorporators above mentioned, hereby apply to the State of Tennessee for a charter of incorporation for the purposes declared in the foregoing instrument.

Witness our hands this, the 16th day of June, 1948.

SUBSCRIBING WITNESS:

Mrs. John C. Corbett

Mrs. John C. Corbett
Mrs. Margaret L. Washington
Mrs. L. E. McLeod
Mrs. Robert Clark
Mrs. Ronald MacDonald

STATE OF TENNESSEE, COUNTY OF _____

Personally appeared before me _____

(Clerk of the County Court or Notary Public), the within named incorporators, _____

with whom I am personally acquainted, and who acknowledged that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in _____, Tennessee, this _____ day of _____, 19____.

(Signature of County Court Clerk
or Notary Public)

(If Notary Public) My commission expires _____ day of _____, 19____.

(Official Title) _____

(Certificate of Probate for Subscribing Witness if not acknowledged by all of the Incorporators)

STATE OF TENNESSEE, COUNTY OF DAVIDSON

Personally appeared before me Irene Stokman

of said County, the within named Mrs. John C. Corbitt

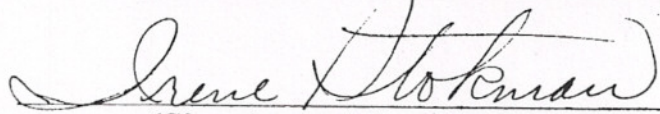
the subscribing witness and incorporator, with whom I am personally acquainted, and who acknowledged that he executed the within application for a Charter of Incorporation for the purposes therein contained and expressed; and the said Mrs. John C. Corbitt, subscribing

witness to the signatures subscribed to the within application, being first duly sworn, deposed and said that he is personally acquainted with the within named incorporators, _____

Mrs. Margaret L. Washington, Mrs. L. E. McKeand, Mrs. Robert Clark, and Mrs. Donald MacDonald

and they did in his presence acknowledge that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Nashville, Tennessee, this 2nd day of July, 19 48.



(Signature of County Court Clerk
or Notary Public)

(If Notary Public) My commission expires 18 day of April, 19 51

(Official Title) Notary Public

