

501251

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ARCHAEOLOGICAL CONSULTANTS, INCORPORATED

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TALLAHASSEE, FLORIDA



January 8, 2019

FLORIDA DEPARTMENT OF STATE

Division of Corporations

ARCHAEOLOGICAL CONSULTANTS, INCORPORATED
8110 BLAIKIE COURT
SUITE A
SARASOTA, FL 34240US

SUBJECT: ARCHAEOLOGICAL CONSULTANTS, INCORPORATED
REF: 501251

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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Cheryl R. McNair
Registry Specialist II

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ARCHAEOLOGICAL CONSULTANTS, INCORPORATED**

The undersigned, acting as the President of ARCHAEOLOGICAL CONSULTANTS, INCORPORATED, a Florida corporation, hereby adopts the following Amended and Restated Articles of Incorporation pursuant to §607.1007 of the Florida Business Corporation Act, Chapter 607, Florida Statutes (the "Act"), for the purpose of amending and restating the Articles of Incorporation of the Corporation filed with the Florida Department of State on April 14, 1976:

ARTICLE I - NAME

The name of this Corporation is:

ARCHAEOLOGICAL CONSULTANTS, INCORPORATED

ARTICLE II - TERM OF EXISTENCE

The existence of the Corporation commenced on April 14, 1976, and the existence of the Corporation shall be perpetual.

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 purchase, sell, lease, let, demise, develop and/or subdivide all real or personal property wheresoever situated.

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(b) To purchase and sell for itself and for others, personal property, stocks, bonds and notes, to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property or any evidence of value to secure the same.

(c) 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.

(d) To purchase the corporate assets of any other corporation, and engage in the same or other character of business.

(e) To loan the monies of the Corporation and to take back mortgages as security therefor on both real and personal property.

(f) 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 created 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.

(g) To act as nominee or agent for the purpose of land acquisition, development, sales and financing.

(h) To act as a general partner in general or limited partnerships which will engage in activities contemplated by this Article and to perform all services necessary or desirable in connection therewith, and to act as nominee for the purpose of acquiring, financing and transferring real and personal property.

(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

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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 two (2) classes: voting and non-voting. The total number of shares of stock that this Corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (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 address and the street address of this Corporation shall be 8110 Blaikie Ct., Suite A, Sarasota, FL 34240.

ARTICLE VII - REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 8110 Blaikie Ct., Suite A, Sarasota, FL 34240 and the registered agent at such office is MARION M. ALMY.

ARTICLE VIII - DIRECTORS

This Corporation shall have two (2) directors. The number of directors may be changed, from time to time, by bylaws adopted by the shareholders. The name and address of each member of the current board of directors are:

MARION M. ALMY
8110 Blaikie Ct., Suite A,
Sarasota, FL 34240

MARANDA A. KLES
8110 Blaikie Ct., Suite A,
Sarasota, FL 34240

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ARTICLE IX - OFFICERS

The name and address of each officer of the corporation are:

President and Secretary MARION M. ALMY
8110 Blaikie Ct., Suite A,
Sarasota, FL 34240

Vice President and Treasurer MARANDA A. KLES
8110 Blaikie Ct., Suite A,
Sarasota, FL 34240

ARTICLE X - AMENDMENT

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

ARTICLE XI - INCORPORATOR

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

MARION M. ALMY
8110 Blaikie Ct., Suite A,
Sarasota, FL 34240

ARTICLE XII- INDEMNIFICATION

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

ARTICLE XIII - 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 XIV - 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.

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ARTICLE XV – APPROVAL

These Amended and Restated Articles of Incorporation were approved by the Board of Directors and the Shareholders of the Corporation and the vote of the Board of Directors and the Shareholders was sufficient for approval.

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The undersigned has executed these Amended and Restated Articles of Incorporation on January 4, 2019.

Marion M. Almy
MARION M. ALMY, President

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.

DATE: January 4, 2019.

Marion M. Almy
MARION M. ALMY