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REFERENCE: 0174. 3235
DATE: 7-14-98
CONTACT: CINDY HICKS
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES
103 N. MERIDIAN STREET
TALLAHASSEE, FL 32301
TELEPHONE: 222-1173
SUBJECT: Gary B. Hoyt, A.I.A., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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<input type="checkbox"/> ARTICLES OF INC.	<input checked="" type="checkbox"/> AMENDMENT	<input type="checkbox"/> DISSOLUTION
<input type="checkbox"/> ANNUAL REPORT	<input type="checkbox"/> MERGER	<input type="checkbox"/> WITHDRAWAL
<input type="checkbox"/> QUALIFICATION	<input type="checkbox"/> LIMITED PARTNERSHIP	<input type="checkbox"/> ANNUAL REPORT
<input type="checkbox"/> FICTITIOUS NAME	<input type="checkbox"/> LIMITED LIABILITY	<input type="checkbox"/> REINSTATEMENT
<input type="checkbox"/> TRADEMARK/SERVICE	<input type="checkbox"/> UCC-1	<input type="checkbox"/> UCC-3

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Examiner's Initials

7/14

Jon
Amend
& Restated
w/ Name
Change
C.C.

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GARY B. HOYT, A.I.A., P.A.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Business Corporation Act and pursuant to the Articles of Incorporation of the Corporation, all of the Shareholders and Directors of GARY B. HOYT, A.I.A., P.A., a Florida Professional Association, hereinafter referred to as the "Corporation", did authorize on May 12,, 1998, to amend said Articles of Incorporation in their entirety as follows for the purpose of changing the business purpose from rendering of professional service to provide for any other lawful purposes pursuant to Chapter 607 the Florida Business Corporation Act:

ARTICLE I - NAME

The name of this Corporation is:

GARY B. HOYT, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

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 - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 300 Shares of Common Stock having a par value of \$.10 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 1527 Second Street, Sarasota, Florida 34236.

ARTICLE VI - REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1527 Second Street, Sarasota, Florida 34236 and the registered agent at such office is Gary B. Hoyt.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director. 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 Board of Directors is:

Gary B. Hoyt

1527 Second Street
Sarasota, Florida 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, for the purpose of amending the Articles of Incorporation under the provisions of Chapter 607 of the Florida Statutes, the undersigned, constituting the President and Secretary of this Corporation, have executed these Amended and Restated Articles of Incorporation on this 6 day of July, 1998.


GARY B. HOYT, A.I.A., P.A.

By 

Gary B. Hoyt, President and Secretary

Having been named as Registered Agent and to accept service of process for GARY B. HOYT, INC. 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.

7/6/98
Date


Gary B. Hoyt,
Registered Agent