

NH 00000 5157

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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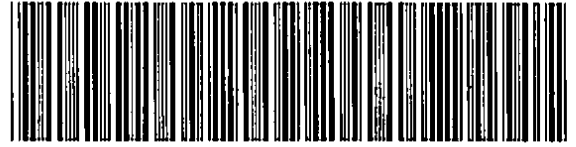
(Business Entity Name)

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R. WHITE

APR 22 2019

FILED  
2019 APR 15 PM 4:13  
CLERK OF SUPERIOR COURT  
NEW HAMPSHIRE

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: MASTERS and WARDENS ASSOCIATION of SOUTHWEST FLORIDA

DOCUMENT NUMBER: N/100 00 0 5157

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Clay W Taylor  
Name of Contact Person  
TAYLOR TAX & ACCOUNTING INC  
Firm/ Company  
3791 PINO VISTA WAY, UNIT 101  
Address  
ESTERO, FL 33928  
City/ State and Zip Code  
Clayman58@hotmail.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Clay W Taylor at (239) 693-1332  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |   |  |  |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|--|

Mailing Address  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

2/13

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED

2019 APR 15 PM 4:12

MASTERS AND WARDENS ASSOCIATION of SOUTHWEST FLORIDA INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N11 00 00 05 157

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

MASTER MASON ASSOCIATION of SOUTHWEST FLORIDA INC.

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

1110 ASHLAR AVE

LEHIGH ACRES FL 33936

N/A C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: , Florida  
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

N/A

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

**Example:**

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

**E. If amending or adding additional Articles, enter change(s) here:**

(Attach additional sheets, if necessary). (Be specific)

CHANGE of NAME ONLY - ~~No~~ CHANGE of OWNERS -  
OWNED BY MEMBERSHIP - FRATERNAL ORGANIZATION.

NAME AND BY LAWS CHANGES APPROVED BY THE  
GRAND MASTER OF THE GRAND LODGE OF FREE AND  
ACCEPTED MASONS OF FLORIDA

COPY OF BY-LAWS ATTACHED. WHICH SHOWS CORRECTED  
NAME.

CORPORATE ANNUAL REPORT FILED 3/29/2019 - ALL  
INFORMATION IS CORRECT EXCEPT NAME CHANGE.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: Nov 3, 2018, if other than the date this document was signed.

Effective date if applicable: Jan 1, 2019  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

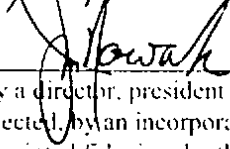
Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval  
by \_\_\_\_\_."  
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 3/30/19

Signature   
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JEFFREY NOWAK  
(Typed or printed name of person signing)

SECRETARY  
(Title of person signing)

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# The Most Worshipful Grand Lodge of Free and Accepted Masons of Florida

RICHARD E. LYNN, P.G.M.  
GRAND SECRETARY

GRAND LODGE BUILDING  
P.O. BOX 1020  
JACKSONVILLE, FL 32201-1020  
PHONE: (904) 354-2339  
TOLL FREE: (800) 375-2339  
FAX: (904) 632-3865

November 8, 2018

Hon. Jeffrey Nowak, Secretary  
Master Mason Association of Southwest Florida

Re: Approved By-Laws

Dear Brother Secretary:

Enclosed are the approved By-Law changes for the Master Mason Association of Southwest Florida for the following sections:

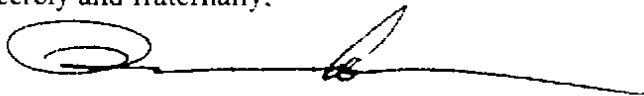
<u>Section Number</u>	<u>Regarding</u>
47.01	Uniform Code

The Grand Master has examined and found it in correct form and in compliance with Masonic Law. Therefore, he has approved it as presented, and per his request, we are returning it to you.

We have also updated your By Laws Long Form and ask that you please review them for accuracy and if there are any corrections please notify our Office.

Should you have any questions, please feel free to contact the Grand Lodge Office.

Sincerely and fraternally,



Richard E. Lynn, P.G.M.  
Grand Secretary

REL/bh

Enclosures

cc: Grand Master  
Chairman, Jurisprudence Committee

## CHAPTER 47

### CLUBS AND SIMILAR ORGANIZATIONS

#### Regulations

**47.01** All Masonic affiliated clubs, societies, or similar organizations, including Masters and Wardens Association, formed, organized, and operating within the Grand Jurisdiction of Florida shall be subject to the jurisdiction and approval of The Grand Lodge of Florida and subject to the direction and control of a central or general authority recognized by the Grand Lodge. Any Mason joining, having membership in, or affiliated with any club, society, or similar organizations, including Masters and Wardens Association, not recognized or approved in accordance with this Regulation, who, upon order or directive from the Grand Master fails or refuses to withdraw therefrom shall be subject to Masonic discipline. (1991)

**47.02** A Uniform Code of By-Laws for clubs and similar organizations is adopted as follows:

#### UNIFORM CODE OF BY-LAWS CLUBS AND SIMILAR ORGANIZATIONS NAME AND LOCATION

**1.01** Name. The name of this organization is Master Mason Association of Southwest Florida, is located at Lehigh Acres in Lee County, Florida, and its mailing address is 1110 Ashlar Avenue, Lehigh Acres, FL 33936.

#### AUTHORITY

**2.01** Authority. This organization exists and operates under authority of and permission from The Most Worshipful Grand Lodge of Free and Accepted Masons of the State of Florida, hereinafter referred to as the Grand Lodge, as evidenced by letter of approval of date of 12<sup>th</sup> day of May A. L. 5975, A. D. 1975, and is subject to all the Laws, Rules, Regulations, and Edicts of said Grand Lodge, or its authority.

**2.02** Supreme Authority of the Grand Lodge. All the Laws, Rules, Regulations, and Edicts of the Grand Lodge as the same now are or which hereafter may be enacted, adopted, promulgated, or issued shall be the supreme law of this organization and are hereby incorporated in these By-Laws by reference the same as if set forth herein.

**2.03** Limitation of Action. This organization shall conduct its meetings with the same decorum as required by a Lodge of Masons, and shall not serve as a forum for debate of partisan and controversial questions nor be an agency or the means for dissemination of propaganda, nor endorse or oppose any candidate for political office, or propose or support any program or project or proposal in the Grand Lodge, nor in any Particular Lodge, nor in any other organization, provided, however, this shall not be construed to prohibit support of and participation in programs and projects sponsored or approved by the Grand Lodge.

**2.04** Gambling and Intoxicating Liquors. This organization shall not sponsor or participate in any program or project involving gambling, or games of chance, with the exception of fundraiser



drawings and raffles, and no beer, wine, liquor, or other alcoholic or intoxicating beverage shall be served or the use thereof permitted in connection with any activity, occasion or meeting of this organization (except when allowed by Regulations 28.06.1 and 44.05). (2013)

### References

As to alcoholic or intoxicating beverages being prohibited on Lodge or Grand Lodge owned or leased properties see also Regulation 28.06: or permitted under some circumstances see also Regulations 28.06.1. and 44.05. (2013)

### Rulings and Decisions

Particular Lodges and Clubs (which term shall include but not be limited to Masters and Wardens Associations, etc.) shall be permitted to conduct fundraising drawings and/or raffles provided all city, town, county, state and federal laws are complied with, particularly, the 2013 amendments to Florida Statutes, Section 849.0935, which make it illegal to award cash prizes for drawings and/or raffles (included but not limited to 50/50 drawings). In the event the sale of tickets for the drawing and/or raffle is limited to the sponsoring Lodge or Club's membership, it is exempt from the registration requirements of Florida's Charitable Solicitation Law, Chapter 496, Florida Statutes. It must be noted that the fair market value of all winnings from any form of raffles and/or drawings (which are defined as "Gambling" by the Internal Revenue Service Code), is deemed income and fully taxable. The Particular Lodge or Club shall be responsible for becoming familiar with all Internal Revenue Service Code provisions relating to withholding and reporting requirements. Additionally, all Lodges and Clubs are required to familiarize themselves with Form GL 220, Particular Lodge Solicitation Procedures and Guidelines. (2014 Proc. 122)

### MEMBERSHIP

**3.01** Membership. Any Master Mason in good standing in a Particular Lodge in the State of Florida or in any other Grand Jurisdiction recognized by the Grand Lodge of Florida shall be eligible for membership in this organization, subject to the Laws, Rules, and Regulations of The Grand Lodge of Florida and the provisions of these By-Laws. (Reg. 4.07)

**3.02** Application for Membership and Proceedings Thereon. Any Master Mason eligible for membership in this organization shall be admitted to membership upon application therefore in writing and furnishing satisfactory evidence of eligibility and payment of membership fee of **\$ 20.00**, which payment shall accompany the application for membership.

The Officers and Board of Directors hereinafter provided for shall examine the application for membership and make such inquiry as to eligibility as shall be appropriate within thirty (30) days after receipt thereof and notify the applicant forthwith in regard thereto. If the applicant shall be found to be eligible and has paid the membership fee his name shall be added to the roll of members. The membership fee shall include annual Club dues for the year the applicant is admitted to membership.

### DUES

**4.01** Annual Club Dues. The annual Club dues for membership in this organization shall be **\$10.00** payable on or before January 1 of each year. The annual Club dues period shall be from

January 1 through December 31 of each year.

**4.02** Suspension for Non-Payment of Club Dues. If the annual Club dues are not paid on or before January 1, the Secretary shall give written notice of such non-payment to the delinquent member at his last known address and if such Club dues are not paid within thirty (30) days after giving of such notice the delinquent member may be suspended by majority vote of the Board of Directors. Written notice of such suspension shall be given the delinquent member forthwith.

**4.03** Reinstatement. Any member suspended from membership for non-payment of Club dues may be reinstated within thirty (30) days after such suspension on payment of delinquent Club dues plus the additional sum of \$1.00, and after thirty (30) days may be reinstated only by making application for membership and payment of membership fee as provided in By-Law 3.02 hereof.

**4.04** Evidence of Good Standing. Each member shall at time of paying annual Club dues furnish satisfactory evidence of eligibility for membership by showing current card from home Lodge. If a member is not eligible for membership at time of payment of annual Club dues such Club dues shall be returned to him. If at any time during the annual Club dues period a member shall cease to be eligible for membership he shall be forthwith suspended by the Board of Directors and written notice of such suspension sent to such member at his last known address but any Club dues paid for such Club dues period shall not be returned to him.

## **OFFICERS AND DIRECTORS**

**5.01** Officers and Directors.—The Officers of this organization shall be President, Vice-President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be combined. (1991)

**5.02** Board of Directors.—The Board of Directors of this organization shall consist of the Officers designated in By-Law 5.01 hereof and four (4) members elected for the terms hereinafter provided.

**5.03** Election of Officers and Directors. The election of Officers and Directors shall be held at the last meeting of this organization of each calendar year in the same manner as officers are elected in Particular Lodges in Florida. No later than the opening of the meeting preceding the last meeting of the calendar year, nominations shall be made in writing to the Secretary and no other nominations will be accepted thereafter. The nominee shall also make a statement in writing stating that he will accept the position if elected no later than the opening of the meeting preceding the last meeting of the calendar year and no other acceptance letters will be accepted thereafter. Regardless of the month in which elections are held, the installation of the new Officers and Directors may not be held prior to December 27<sup>th</sup> of each year. (2018)

At the first election after approval of these By-Laws all Officers and Directors shall be elected in the manner above prescribed to serve until the annual election above provided for. At the first annual election all Officers shall be elected to serve for the year beginning January 1 and ending December 31. Two Directors shall be elected to serve for a term of one year and two Directors shall be elected to serve for a term of two years.

At the second annual election there shall be elected all Officers above provided for and two Directors for a term of two years to fill vacancies of Directors whose terms expire. If in any election

a Director whose term does not expire shall be elected an officer, a Director shall be elected for the unexpired term.

Thereafter all elections shall proceed as prescribed for the second annual election.

In the event of vacancy in the office of President during the term aforesaid, the Vice-President shall become President until the next annual election. All other vacancies shall be filled by majority vote of the Officers and Directors or by special election called by the President.

**5.04 Duties of Officers.** The President shall preside at all meetings of this organization and at meetings of the Board of Directors and shall perform all other duties usually appertaining to the office of President and those duties prescribed herein.

The Vice-President shall preside at all meetings in the absence of the President and shall perform all other duties usually appertaining to the office of Vice-President and the duties prescribed herein.

The Secretary shall make and preserve full and accurate records of the membership of this organization, of all proceedings at meetings of this organization and of the Board of Directors, and such other records as from time to time he shall be directed to make and preserve by this organization or by the Board of Directors.

The Treasurer shall make and preserve full and accurate records of all moneys received and disbursed by this organization and such other records and reports as from time to time he shall be directed to make and preserve by this organization or by the Board of Directors.

The Directors shall perform such duties as usually appertain to the office of Director and such other duties as shall be prescribed herein.

## FUNDS

**6.01 Custody of Funds.** The Treasurer shall be the custodian of all funds of this organization and shall deposit the same in such depository as shall be designated by the Board of Directors. The Board of Directors may provide and require that the Treasurer make bond for faithful performance of his duties, the cost of said bond to be paid by this organization.

**6.02 Disbursement of Funds.** No funds of this organization shall be disbursed or expended except by check or voucher signed by the Treasurer and countersigned by the President, or in his absence by the Vice-President, and no funds shall be expended or disbursed except by approval of the Board of Directors and by majority vote of membership in regular meeting or by majority vote of membership in two consecutive regular meetings except as provided for herein.

## MEETINGS

**7.01 Meetings.** The regular meetings of this organization shall be at 7:30 pm on the 4<sup>th</sup> Wednesday of each month.

**7.02 Board of Directors Meetings.** The Board of Directors shall meet at the call of the President.

**7.03** Repealed. (1984)

**7.04** Opening and Closing Meetings. No Ritual or secret ceremony shall be used in opening or closing meetings of this organization. (Reg. 4.07)

**7.05** Special Meetings. Special Meetings may be called by the President, or in his absence by the Vice-President, or by the Board of Directors by announcement of time, place, and purpose thereof at any regular meeting and any business of this organization may be transacted at a special meeting except such business as is required by these By-Laws to be transacted at regular meeting.

## **PURPOSES**

**8.01** Purpose. The purpose and objective of this organization is to foster Masonic fellowship, and brotherly love among the members, encourage active participation in programs and projects sponsored or approved by the Grand Lodge and or any Particular Lodge or Lodges approved by the Grand Lodge. (1984)

## **PROPERTY**

**9.01** Ownership and Use of Property. All property, real and personal owned, leased, or controlled by this organization shall be subject to the Laws, Rules, Regulations, and Edicts of the Grand Lodge governing and regulating property of Particular Lodges.

## **INCORPORATION**

**10.01** Incorporation. This organization may, with the approval of the Grand Lodge or its authority, incorporate as a non-profit corporation. Proposed Articles of Incorporation and By-Laws for such incorporation shall be submitted for approval before being filed with civil authorities and the provisions of these By-Laws shall be incorporated in the By-Laws of any such corporation.

## **AMENDMENTS**

**11.01** Amendments. These By-Laws may be amended only as follows: Any proposal for amendment shall be submitted in writing to the Board of Directors, shall be presented for action at the next regular meeting of this organization. If a majority of the Members present at such meeting approve such proposal, the President shall announce that the proposal will be presented for final approval or rejection at the next regular meeting, and if at such regular meeting such proposal be adopted by three-fourths (3/4) vote of the Members present, the original amendment(s) signed by the President and Secretary with the date of approval and date of adoption shown thereon shall be submitted to the Committee on Appendant and Allied Orders for review and forwarding to the Grand Master for approval or rejection. If approved by the Grand Master, such proposal shall become effective, subject only to review by the Grand Lodge. (2018)

## **SCHEDULE**

**12.01** Schedule. These By-Laws shall, upon approval by the Grand Lodge, be effective and shall be binding on all organizations operating under and by virtue of Grand Lodge Regulations 4.06 and 4.07, except as exempted thereunder. Such organization shall be furnished with four copies of these By-Laws and shall forthwith fill in the blank spaces hereof relating to name.

membership, fees, dues, location, and time of meeting and submit the same in quadruplicate to the Chairman of Appendant Orders Committee who shall transmit three copies with recommendation thereof to the Grand Master who shall approve or disapprove the same and make distribution thereof as provided for in Amendments to By-Laws of Particular Lodges as provided for in Grand Lodge Regulation 24.04.

**12.02 Existing Organizations.** Organizations in existence at time of effective date of these By-Laws that have elected officers are not required to conduct an election of officers until the first meeting in December, at which meeting the election shall be for officers and conducted in the manner prescribed in By-Law 5.03 hereof. (1970 Proc. 232-238)

BY-LAWS OF CLUBS AND SIMILAR ORGANIZATIONS

CERTIFICATE OF PRESIDENT AND SECRETARY

We, DANIEL AKARD, President, and JEFFREY NOWAK, Secretary, of  
MASTER MASON ASSOCIATION OF SW FLORIDA Lodge No. \_\_\_\_\_, F & A M, located  
 at LEHIGH ACRES, \_\_\_\_\_, Florida, hereby certify that  
 the foregoing By-Laws were submitted in writing and approved by a majority vote at a Stated  
 Communication of said Lodge on the 22<sup>ND</sup> day of MARCH, 2017; that the membership  
 was then given written notice, and they were adopted at a Stated Communication of said Lodge by three-  
 fourths of all the members of the Lodge in attendance in favor on the 24<sup>TH</sup> day of  
APRIL 2017

(Signed)

President

(Lodge Seal)

(Signed)

Secretary

APPROVAL

The foregoing By-Laws were approved by me this 3<sup>rd</sup> day of November, 2018

(Signed)

Grand Master

Grand  
Master  
Seal

(NOTE - Mail in quadruplicate direct to the Grand Secretary,  
 P.O. Box 1020, Jacksonville, Florida 32201) 5/86