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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
Restated
Articles

8/1/08

Signature



July 31, 2008

FLORIDA DEPARTMENT OF STATE

Division of Corporations

MASONRY ASSOCIATION OF FLORIDA, INC.

300 SOUTH ANDREWS AVE. #10
POMPANO BEACH, FL 33069US

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MASONRY ASSOCIATION OF FLORIDA, INC.
(A Florida Not-For-Profit Corporation)**

2008 JUL 31 AM 7:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Article I
NAME**

The name of this corporation shall be Masonry Association of Florida, Inc. (hereinafter called the "Corporation").

**Article II
PRINCIPAL OFFICE AND/OR MAILING ADDRESS**

The address of the principal office and/or the mailing address of the Corporation is 300 South Andrews Avenue, Suite 10, Pompano Beach, Florida 33069.

**Article III
PURPOSE**

This Corporation is a not-for-profit corporation that is organized and shall be operated exclusively for the promotion and advancement of the masonry industry in the State of Florida and surrounding regions, as a business league within the meaning of Section 501 (c) (6) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future tax law (the "Code"), or the corresponding provision of any future tax law, including, without limitation:

- (a) To promote and increase the use of masonry products in the State of Florida and surrounding areas;
- (b) To inform and educate users and consumers of masonry products of the meritorious properties and longevity of those products in the industry;
- (c) To promote and encourage the highest quality of excellence in craftsmanship of masonry construction and to promote and encourage the training, re-training and supervision of masonry craftsman;
- (d) To promote quality masonry, quality masonry units and materials, functional and efficient designs, and quality workmanship;
- (e) To assist and encourage research and investigation which will result in the greater utilization of masonry products;

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(f) To adopt and maintain the highest standards of business ethics and to adopt and maintain high standards and specifications for the manufacture and sale and installation of masonry products for the protection of the public and the good name of the masonry industry in the State of Florida.

(g) To provide up-to-date design information to architects and structural engineers;

(h) To provide technical masonry data to mason contractors, bricklayers and industry suppliers;

(i) To promote the many advantages of masonry construction to the designer, the builder, the owner and the general public;

(j) To promote the highest standards of quality design, quality materials and quality workmanship; and

(k) To promote productive working relationships among all parties of the masonry industry.

Article IV **MEMBERSHIP**

The Corporation shall have such members with such qualifications, classifications, rights, duties and obligations as are set forth in the Corporation's Bylaws.

Article V **REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 2526 Anaconda Trail, Winter Park, Florida 32789; and the name of the Corporation's registered agent at that address is Jay Snyder.

Article VI **BOARD OF TRUSTEES**

The affairs of this Corporation shall be managed by a Board of Trustees. The number of members of the Board of Directors shall not be less than three (3). The number of members of the Board of Trustees shall be as set forth in the Corporation's Bylaws and may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three (3). The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the Corporation.

Article VII **DISSOLUTION**

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to one or more not-for-profit funds, foundations or corporations which are then described in Section 501(c)(3) or 501(c)(6) of the Code, as selected by the Board of Trustees.

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**Article VII
LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(6) of the Code.

IN WITNESS WHEREOF, the Corporation has caused the execution of these Amended and Restated Articles of Incorporation of Masonry Association of Florida, Inc. on this 30th day of July, 2008.

MASONRY ASSOCIATION OF FLORIDA, INC.

By: 

Print Name: P. F. Anastasiotti

Title: President