



# NDMMA

## *National Duct Mastic Manufacturers Association, Inc.*

111 Ross Road, Columbus, FL 32504-5011 • 321-739-0518 • (407) 771-0207 • 800-594-4339 • Fax: (407) 771-6784

Board of Directors

March 8, 1995

Kevin Brogan  
R.D. Incorporated  
Largo, FL

Jay Erickson  
Hartco, Inc.  
Waco, TX

Larry Kaiser  
Reichart Corporation  
Houston, TX

Larry McAllister  
McAllister  
A Associates, Inc.  
Apopka, FL

Harry Prater  
Polymer Adhesive  
Sealant Systems, Inc.  
Irving, TX

Philip Wemhoff  
Consultant  
Jacksonville, FL

Ms. Doris McDuffie  
Corporate Specialist Supervisor  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, FL 32314-6327

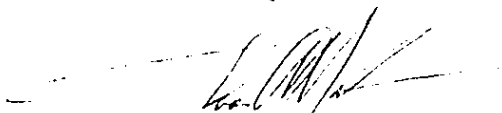
Dear Ms. McDuffie:

Pursuant to your March 3, 1995 letter, I have made the necessary changes to the Articles of Incorporation for the National Duct Mastic Manufacturers Association, Inc..

Please do not hesitate to contact me if anything else needs to be done.

Thank you for your assistance.

Cordially,



Thomas A. Monahan, CAE  
Executive Director



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 3, 1995

CERTIFIED ASSOCIATION MANAGEMENT CO.  
214 ROYAL OAK CIRCLE  
LONGWOOD, FL 32779-3548

SUBJECT: NATIONAL DUCT MASTIC MANUFACTURERS ASSOCIATION,  
INC.

Ref. Number: W95000004825

We have received your document for NATIONAL DUCT MASTIC MANUFACTURERS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 695A00009709

EFFECTIVE DATE  
2-28-95

1 ARTICLES OF INCORPORATION OF  
2 NATIONAL DUCT MASTIC MANUFACTURERS ASSOCIATION, INC.  
3 A FLORIDA NON-PROFIT CORPORATION

4 The undersigned, acting as incorporator of a nonprofit  
5 Corporation pursuant to Chapter 617, Florida Statutes, adopts  
6 following Articles of Incorporation for such Corporation:

FILED  
MAR 2 PM 2:34  
TALLAHASSEE, FLORIDA

7 ARTICLE I  
8 NAME

9 The name of the Corporation is the NATIONAL DUCT MASTIC  
10 MANUFACTURERS ASSOCIATION, INC. Its principal office will be at  
11 214 Royal Oak Circle, Longwood, Florida 32779-3543.

12 ARTICLE II  
13 DURATION

14 The period of the duration of this Corporation is perpetual,  
15 unless dissolved according to law., In accordance with Section  
16 617.014, Florida Statutes, the date when corporate existence  
17 shall commence is the date of subscription and acknowledgment of  
18 these Articles of Incorporation.

19 ARTICLE III  
20 PURPOSE

21 The purposes for which the Corporation is organized are:

22 A. To serve as a trade or business association for the duct  
23 mastic manufacturing industry and related businesses, in the  
24 United States.

25 B. To hold meetings, seminars, workshops, and other  
26 gatherings to promote, sponsor, and improve the duct mastic  
27 manufacturing industry, and related businesses in the United  
28 States.

29 C. To keep abreast of changes and new developments in the  
30 duct mastic manufacturing industry, and to educate and inform the  
31 membership of the corporation as to such changes and new  
32 developments.

33 D. To solicit, receive, hold and disburse funds, and to  
34 acquire, hold, convey, rent and mortgage real and personal  
35 property, all to assist the corporation in furthering its  
36 objectives of promoting sponsoring and improving the duct mastic  
37 manufacturing industry in the United States.

38 E. To develop an informed and enlightened public  
39 understanding of the duct mastic manufacturing industry and the  
40 role that it serves.

1 F. To support sound and responsible legislation that has an  
2 effect upon the duct mastic industry.

3 G. To make contributions to any organizations described in  
4 Section 501(c)(6) of the Internal Revenue Code of 1954 (or the  
5 corresponding provision of any future U.S. Internal Revenue Law)  
6 which are organized for purposes similar to those of this  
7 organization.

8 H. To operate exclusively always in any other manner as will  
9 qualify it as an exempt organization under Section 501 (c)(6) of  
10 the Internal Revenue Code of 1954, as amended, or tax laws,  
11 covering exempt organizations under the Internal Revenue Code,  
12 including private foundations and private operating foundations.

13 I. To represent the common interests of duct mastic industry  
14 at hearings, meetings, and conferences held by legislative and  
15 other public administrative bodies on national, state and local  
16 levels.

17 J. To engage in any lawful act or activity for which  
18 corporations may be formed under the Florida Not for Profit  
19 Corporation Act.

20 K. To do such other things as are incidental to the purposes  
21 of the Corporation or necessary or desirable in order to  
22 accomplish them and otherwise to advance the common purposes of  
23 its Members.

24 **ARTICLE IV**  
25 **MEMBERS**

26 The qualification for members and manner of their admission  
27 shall be as stated in and regulated by the Bylaws.

28 **ARTICLE V**  
29 **INITIAL REGISTERED OFFICE AND AGENT**

30 The street address and city of the initial registered office  
31 of the Corporation is 214 ROYAL OAK CIRCLE, LONGWOOD, FLORIDA  
32 32779-3548 and the name of its initial registered agent at such  
33 address is THOMAS A. MONAHAN.

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ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is six (6) and the names of the persons who are to serve as the initial Directors are:

- |                  |   |
|------------------|---|
| Kevin Brogan     | RCD Corporation<br>Post office Box 547606<br>Orlando, FL 32854-7606<br>(407) 422-0089         |
| Harry Prater     | Polymer Adhesives<br>2030 Century Center Blvd. Ste 8<br>Irving, Texas 75062<br>(800) 886-1744 |
| Larry Kaiser     | Rectorseal Corporation<br>P.O. Box 14669<br>Houston, Texas 77221-4669<br>(800) 231-3345       |
| Phil Wemhoff     | 21 W. Church Street<br>Jacksonville, FL 32202<br>(904) 632-7393                               |
| Harris Armstrong | Hardcast, Inc.<br>P.O. Box 1239<br>Wylie, TX 75098<br>(214) 442-6545                          |
| Larry McAllister | McAllister & Associates, Inc.<br>549 West 13th Street<br>Apopka, FL 32703<br>(407) 880-1117   |


The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be greater than fifteen (15) nor less than five (5) plus three (3) immediate past presidents. The qualification for future election of the directors and their re-election shall be stated in and regulated by the Bylaws.

ARTICLE VII  
NON STOCK BASIS

The corporation is organized under a non-stock basis

ARTICLE VIII  
INCORPORATOR


The name and address of the incorporator is: THOMAS A.  
MONAHAN, 214 Royal Oak Circle, Longwood, FL 32779-3548

  
\_\_\_\_\_  
Thomas A. Monahan  
Executive Director

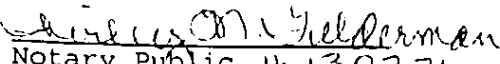
IN WITNESS WHEREOF, the undersigned being the incorporator  
of this Corporation has executed these Articles of Incorporation  
this 1st day of March, 1995.

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared Thomas  
A. Monahan to me well known to be the person who executed the  
foregoing Articles of Incorporation and acknowledged before me,  
according to law, that he made and subscribed the same for the  
purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st <sup>28th</sup>  
day of March, 1994. <sup>5</sup> 

*Secretary of*

  
Notary Public #130371  
My commission expires:  
SHIRLEY M FELDERMAN

NOTARY PUBLIC  
BONDED FROM 1994 TO 1995

*represented by [illegible]  
license No. 111*


ACCEPTANCE BY REGISTERED AGENT

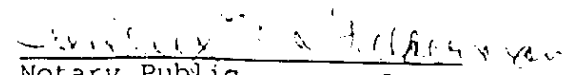
Having been named to accept service of process for the above named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared THOMAS A. MONAHAN, to me well known to be the person who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed said acceptance for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 1st day of March, 1995.

  
Thomas A. Monahan  
Registered Agent  
Executive Director

  
Notary Public  
State of Florida  
My commission expires  
SHIRLEY M. FELDERMAN

NOTARY PUBLIC  
COMMISSION EXPIRES 03/25/1995  
BONDED THROUGH NOTARY PUBLIC UNDERWRITERS