

CERTIFICATE OF INCORPORATION
OF
THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED

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THIS IS TO CERTIFY:

FIRST: That we, the subscribers JAMES L. WATSON whose post office address is No. 10 Light Street, Baltimore, Maryland, HENRY C. SHELLEY, whose post office address is No. 10 Light Street, Baltimore, Maryland, and J. MARTIN McDONOUGH, whose post office address is No. 10 Light Street, Baltimore, Maryland, all being of full age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is:

THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED

THIRD: The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To foster and promote the interests of persons, firms, groups, associations, corporations and others engaged in any phase of the business of writing, preparing, compiling, or in any way utilizing specifications in the construction and allied industries; to promote improved specification practices



STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the page document on file in this office. DATED: 11/18/19
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BY: *Shirley Parke*, Custodian

This stamp replaces our previous certification system. Effective: 6/95

In the construction and allied industries; to gather, compile and analyze statistics and information relating to or useful in the conduct of such activities; to engage in research and study of any and all problems and aspects of specification writing; to establish and maintain the institute as a clearing-house of unbiased technical information on specifications for the fabrication and installation of construction materials and equipment; to promote closer relations and cooperation among its members; to further the common interests and opportunities of its members in any and every lawful manner and to do anything necessary and proper for the accomplishment of the objects and purposes herein set forth or which shall be recognized as proper and lawful objectives and purposes of a business league.

No part of the fund or funds or the income or principal thereof shall be used to carry on propaganda or otherwise to influence legislation.

In furtherance and not in limitation of the general powers conferred by the Laws of the State of Maryland and of the objects herein set forth, it is expressly provided that this corporation shall have also, as far as are lawful, the following powers, viz:

To collect and disseminate statistics and other information of interest to members.

To conduct studies and technical research work including the testing of supplies, materials and products made or used or capable of being made or used in the construction and allied industries.

To make awards and grants, and to create endowments, for the purpose of promoting and carrying on any of the objects and purposes of the corporation.

To conduct business promotion activities by means of educational projects, advertising campaigns, publicity or other lawful means.

To engage in such activities, including the publication of books and magazines, which may contain such pertinent advertising as may be deemed expedient for the purpose of being self-supporting and to accomplish its purposes, the gains or profits derived therefrom to be used, however, only in such manner as shall be most conducive to the proper carrying out of the purposes herein stated.

To disseminate information of a general technical, economic, educational and governmental character, to analyze subjects relating thereto, and to secure and present the views of the members to other organizations, governmental agencies, and the public.

To purchase, lease, hold, sell, mortgage, or otherwise acquire or dispose of real or personal property necessary for the activities of the association; to enter into, make, perform, or carry out contracts of every kind with any firm, person, corporation or association necessary for the accomplishment of the objects and purposes herein set forth; to do any acts necessary or expedient for carrying on any or all of the objects and purposes of this corporation not forbidden by law, or by this certificate of incorporation, or by its by-laws, or by the laws of the State of Maryland.

To have offices and authorized agents and promote and carry on its objects and purposes within or without the State of Maryland, in other states; the District of Columbia, the territories or colonies or possessions of the United States of America.

In general, to have all powers conferred upon a non-stock, non-profit corporation by the laws of the State of Maryland, except as herein prohibited or forbidden by the by-laws of this corporation.

FOURTH: The post office address of the place at which the principal office of the corporation will be located is No. 10 Light Street, Baltimore, Maryland. The resident agent of the corporation is The Corporation Trust Incorporated, a corporation of this State, the post office address of which is No. 10 Light Street, Baltimore, Maryland.

FIFTH: The corporation shall have a Board of Directors composed of not less than three nor more than fifteen members. The first Board shall consist of three members and Joseph H. Swafford, James B. Moore, and Carl J. Ebert, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The corporation shall not have any capital stock and no part of the net income of the corporation shall inure to the private profit of any individual, except in payment for authorized services for the administration and conduct of its affairs.

SEVENTH: The conditions, method of admission, qualifications, and classifications of membership, the limitation,

rights, powers and duties of members, the dues, assessments and contributions of members, the method of expulsion from and termination of membership, limitations upon qualifications of voting power, and all other matters pertaining to the membership and the conduct, management and control of the business, property and affairs of the corporation shall be as provided from time to time in the by-laws of the corporation.

EIGHTH: In the event of dissolution of the corporation, after the payment of all of the debts of the corporation, the remaining property and assets shall be conveyed or transferred for such purposes as the Active Members of the corporation in their absolute discretion may determine, but no funds or property shall revert to or be distributed among the members of the corporation.

NINTH: Meetings of members and directors may be held either within or without the State of Maryland.

TENTH: The duration of the corporation shall be perpetual.

ELEVENTH: The private property of the members and directors of the corporation shall not be subject to the payment of corporate debts to any extent whatsoever.

IN WITNESS WHEREOF, we have hereunto set our hands this

8th day of March, 1948.

James L. Watson
James L. Watson
Henry C. Shelley
Henry C. Shelley
J. Martin McDonough
J. Martin McDonough

CERTIFICATE OF INCORPORATION

OF

THE CONSTRUCTION SPECIFICATIONS INSTITUTE,
INCORPORATED

received for record March 19, 1948 at 12:30 o'clock P. M., and approved
by the State Tax Commission of Maryland March 19, 1948 as in conformity
with law and ordered recorded.

A 10787

James E. Fletcher
John A. Logan
Commissioners

Recorded in Liber 269, folio 125, one of the Charter Records of the State Tax
Commission of Maryland.

Capital - None

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED
(A Non-Profit Corporation)

ARTICLES OF AMENDMENT

(Under Sections 11-12)

The Construction Specifications Institute, Incorporated, a Maryland corporation having its principal office in the First National Bank Building, Light and Redwood Streets, Baltimore, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Section EIGHTH of the articles of incorporation and inserting in lieu thereof the following:

EIGHTH: In the event of dissolution of the corporation, after the payment of all of the debts of the corporation, the remaining property and assets shall be conveyed or transferred for such purposes as the Professional Members of the corporation in their absolute discretion may determine, but no funds or property shall revert to or be distributed among the members of the corporation.

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on January 8, 1965, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at the annual meeting of the members of the Corporation to be held on May 26, 1965.

THIRD: Notice setting forth the said amendment of charter and stating that a purpose of the meeting of the membership would be to take action thereon, was given as required by law, to all members entitled to vote thereon; and there were no members of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the membership of the Corporation at said meeting by the affirmative vote of two-thirds of all votes entitled to be cast thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the membership of the Corporation.

IN WITNESS WHEREOF, THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on



THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED

Kelsey Y. Saint
Kelsey Y. Saint
Secretary

BY Henry B. Baume
Henry B. Baume, President

STATE OF COLO.
COUNTY OF DENVER, ss:

I HEREBY CERTIFY that on AUGUST 31, 1965, before me the subscriber, a notary public of the State of Colorado, in and for the County of DENVER, personally appeared Henry B. Baume, President of The Construction Specifications Institute, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation.

WITNESS my hand and notarial seal, the day and year last above



Edward B. Harbor
Notary Public

My Commission expires Mar. 12, 1968

STATE OF MARYLAND,
CITY OF BALTIMORE, ss:

I HEREBY CERTIFY that on *September 9*, 1965, before me the subscriber, a notary public of the State of Maryland, in and for the City of Baltimore, personally appeared Kelsey Y. Saint and made oath in due form of law that he was secretary of the meeting of the membership of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.



Robert R. Beard
Notary Public

My Commission Expires July 1, 1967

RECEIVED
BALTIMORE, MARYLAND
SEP 10 1965

ARTICLES OF AMENDMENT
OF
THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 14, 1965, at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2291

Recorded in Liber 498, folio 514 one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Superior Court of Baltimore City

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.