

B583 2369

RECEIPT AND CERTIFICATE

Nº 13021

INTERNATIONAL MTM DIRECTORATE, INC.

NAME

377.318

NUMBER

DOMESTIC CORPORATIONS

MISCELLANEOUS FILINGS

- ARTICLES OF INCORPORATION
- AMENDMENT
- MERGER/CONSOLIDATION
- DISSOLUTION
- AGENT
- RE-INSTATEMENT
- CERTIFICATES OF CONTINUED EXISTENCE
- MISCELLANEOUS

- ANNEXATION/INCORPORATION—CITY OR VILLAGE
- RESERVATION OF CORPORATE NAMES
- REGISTRATION OF NAME
- REGISTRATION OF NAME RENEWALS
- REGISTRATION OF NAME—CHANGE OF REGISTRANTS ADDRESS
- TRADE MARK
- TRADE MARK RENEWAL
- SERVICE MARK
- SERVICE MARK RENEWAL
- MARK OF OWNERSHIP
- MARK OF OWNERSHIP RENEWAL
- EQUIPMENT CONTRACT/CHATTEL MORTGAGE
- POWER OF ATTORNEY
- SERVICE OF PROCESS
- MISCELLANEOUS
- ASSIGNMENT—TRADE MARK, MARK OF OWNERSHIP, SERVICE MARK, REGISTRATION OF NAME

FOREIGN CORPORATIONS

- LICENSE
- AMENDMENT
- SURRENDER OF LICENSE
- APPOINTMENT OF AGENT
- CHANGE OF ADDRESS OF AGENT
- CHANGE OF PRINCIPAL OFFICE
- RE-INSTATEMENT
- FORM 7
- PENALTY

I certify that the attached document was received and filed in the office of TED W. BROWN, Secretary of State, at Columbus, Ohio, on the 6th day of Nov. A. D. 19 68, and recorded on Roll B583 at Frame 2369 of the RECORDS OF INCORPORATION and MISCELLANEOUS FILINGS.

Ted W. Brown

TED W. BROWN,
Secretary of State

Filed by and Returned To: Roger F. Day
218 E. State St.
Columbus, Ohio 43215

FEE RECEIVED: \$ 25.00

NAME: INTERNATIONAL MTM DIRECTORATE, INC.

734.57

B583 2370

3773.5

ARTICLES OF INCORPORATIONOFINTERNATIONAL MTM DIRECTORATE, INC.

APPROVED

By [Signature]Date 11-6-68Amount 25.00

234.59

The undersigned, a majority of whom are citizens of the United States, desiring to form a non-profit corporation under Chapter 1702 of the Revised Code of Ohio, do hereby certify:

FIRST: The name of the corporation shall be INTERNATIONAL MTM DIRECTORATE, INC.

SECOND: The place in the State of Ohio where the principal office of the corporation is to be located is the City of Columbus, Franklin County.

THIRD: The purposes for which this corporation is formed are:

- (1) To develop, maintain, and enforce high standards of Methods Time Measurement (MTM) practice and rigorous membership requirements.
- (2) To encourage and coordinate at the international level the research activities of the National MTM Associations.
- (3) To maintain uniformity in MTM application practice, including establishment of minimum requirements for training in MTM and examination procedures, and

B583 2371

specification of the use of the official standards and symbols.

- (4) To spread the sound usage of MTM by suitably publicizing the value of the procedure, by giving encouragement to the formation of national MTM associations and by rendering assistance to them as needed.
- (5) To encourage the widespread usage of MTM by assuring that in each country, several sources by official qualifications, are admitted to do MTM training and application work.
- (6) To encourage close cooperation among all those interested in MTM research, training and application, including universities, MTM practitioners, and those from related professional disciplines.

FOURTH: No part of the net earnings of the corporation shall enure to the benefit of or be distributable to its members, 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 the purposes set forth in Article Third.

FIFTH: The names and addresses of the persons who are to be the initial Trustees of the corporation are as follows:

B583 2372

<u>Name</u>	<u>Address</u>
H. Bohlin	Bohlin & Stromberg AB Box 1013 S-171 21 Solna 1/Sweden
W. Hebeisen	Landis & Gyr Ltd Victoria Road, North Acton London W. 3./England
A. Stukey	TRW Inc. 23555 Euclid Avenue Cleveland/Ohio 44117/USA
O. Hasselqvist	Svenska MTM-foreningen Vretenvagen 8 S-171-54 Solna 1/Sweden
H. Hahnlein	AFICO S.A. Departement d'Organisation 1814 La Tour de Peilz Switzerland
K. K. Hanft	IBM Deutschland DP/VTB-AE FI 843703 Boeblingen/West Germany
W. M. Hancock	University of Michigan Department of Industrial Engineering Ann Arbor/Michigan 48104/USA
W. Helms	Deutsche MTM Vereinigung 2000 Hamburg 55/West Germany Ferdinands Hoeh 1
P. M. Burman	BICC Ltd Prescot /Lancashire/England
J. J. Hopmans	V.T.N.D. Ter Gouwstraat 1 Amsterdam/Holland
A. Landvik	MTM-Selskapet A/L Peder Claussongt. 3 Oslo 1/Norway

B583 2373

SIXTH: A Code of Regulations may be adopted for the government of the corporation containing provisions for the conduct of its affairs, the manner and method of establishing its membership and Trustees, the management of its property, and other provisions not inconsistent with law and the Articles of Incorporation.

SEVENTH: Any action which may be authorized or taken at a meeting of the members or of the Trustees of the corporation, as the case may be, may be authorized or taken without a meeting with the affirmative vote or approval of, and in a writing or writings signed by all of the members or all of the Trustees, as the case may be, who would be entitled to notice of a meeting for such purpose, or, in the case of members, such other proportion or number of voting members as the Articles or Regulations permit. Any such writing shall be filed with or entered upon the records of the corporation.

EIGHTH: Pursuant to Ohio Revised Code Section 1702.08, International MTM Directorate, Inc. shall succeed to and be vested with the rights, privileges, powers, authorities, properties, and obligations of International MTM Directorate (an unincorporated association), such unincorporated association having duly authorized incorporation by vote as provided by Ohio Revised Code Section 1702.08, and the members of such unincor-

B583 2374

porated association shall become members of this corporation upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, we have subscribed our names this 4th day of November, 1968.

Nicholas Yonclas
Nicholas Yonclas

L. Orin Slagle, Jr.
L. Orin Slagle, Jr.

Arvene L. Schmidt
Arvene L. Schmidt

B583 2375

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being all of the incorporators of INTERNATIONAL MTM DIRECTORATE, INC., hereby appoint Roger F. Day, a natural person resident of the County in which the corporation has its principal office, and upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. His complete address is Roger F. Day, 218 East State Street, Columbus, Ohio 43215, *Franklin County*.

INTERNATIONAL MTM DIRECTORATE, INC.

Nicholas Yonclas

 Nicholas Yonclas

L. Orin Slagle, Jr.

 L. Orin Slagle, Jr.

Arvene L. Schmidt

 Arvene L. Schmidt

Columbus, Ohio
 November 4, 1968

INTERNATIONAL MTM DIRECTORATE, INC.

Gentlemen:

I hereby accept appointment as agent of your corporation upon whom process, tax notices or demands may be served.

Roger F. Day

 Roger F. Day