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10/22/2002	200229102490	DOMESTIC ARTICLES/NON-PROFIT (ARN)	125.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

COLIN K. DRUMMOND
1474 LINCOLN AVENUE
LAKEWOOD, OH 44107

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1347122

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

OHIO MEMS ASSOCIATION, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC ARTICLES/NON-PROFIT

Document No(s):

200229102490



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 18th day of October, A.D.
2002.

J. Kenneth Blackwell
Ohio Secretary of State

**Initial Articles of Incorporation
of
Ohio MEMS Association, Inc.**

The under signed, a majority of whom are citizens of the United States, desiring to form a corporation, not-for-profit, under Sections 1702.01 et seq. of the Ohio Revised Code, do

Hereby certify:

FIRST: The name of said corporation shall be the **Ohio MEMS Association, Inc.**

SECOND: The place in Ohio where its principal office is to be located is:

Cleveland, Cuyahoga County, Ohio.

THIRD: The purposes for which it is formed are: **This corporation is organized**

and shall be operated for the purpose of promoting the science and technology of Microsystems (MEMS) in the State of Ohio. It shall operate such programs as may be reasonably connected with achieving this purpose, including the sponsorship or organization of educational programs for the general public and for Ohio MEMS Association members, conducting market analysis, establishing a regional center-of-excellence, and working with other groups interested in microsystems technology.

FOURTH: The following persons shall serve said corporation as initial Trustees until the first annual meeting or other meeting called to elect Trustees:

1. Colin Drummond, 1474 Lincoln Avenue, Lakewood, Ohio 44107
2. Troy Prince, 4987 Hollyview Drive, Vermilion, Ohio 44089
3. Frederick J. Lisy, 24731 Farringdon Ave, Euclid, Ohio, 44123

FIFTH: No part of the net earnings of the corporation shall inure 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

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Ohio MEMS Association Initial Articles of Incorporation

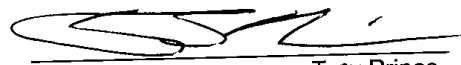
rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing and distributions of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

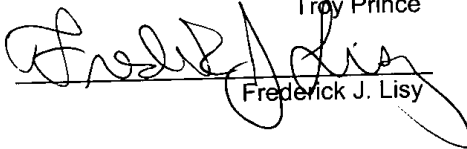
SIXTH: In the operation of its programs and in the conduct of all of its affairs this corporation shall not discriminate on account of race, color, creed, ethnic or nationality origin or sex on any individual.

IN WITNESS WHEREOF,

we have hereunto subscribed our names on this 4th day of October, 2002:


 Colin K. Drummond


 Troy Prince


 Frederick J. Lisy

**Original Appointment
of
Statutory Agent**

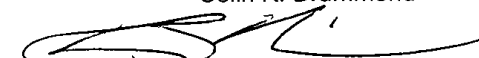
The under signed, being at least a majority of the incorporators of **Ohio MEMS Association, Inc.**, hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served.

The complete address of the agent is:

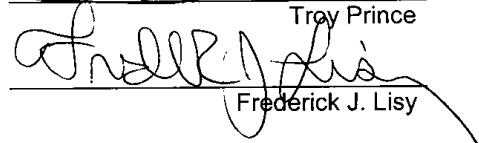
Colin K. Drummond
1474 Lincoln Avenue
Lakewood, Ohio 44107



Colin K. Drummond



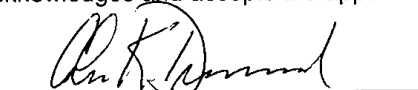
Troy Prince



Frederick J. Lisy

Acceptance of Appointment

The Undersigned, **Colin K. Drummond**, named herein as the Statutory agent for the **Ohio MEMS Association, Inc.** hereby acknowledges and accepts the appointment of statutory agent for said entity.



Colin K. Drummond

October 15th, 2002