

CERTIFICATE OF INCORPORATION

OF

THE FEDERATION OF ANALYTICAL CHEMISTRY AND SPECTROSCOPY SOCIETIES

WE, THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation law of the State of Delaware do hereby certify as follows:

FIRST: The name of the Corporation is

THE FEDERATION OF ANALYTICAL CHEMISTRY AND SPECTROSCOPY SOCIETIES

SECOND: The address of the registered office of the Corporation is 900 Market Street, in the City of Wilmington, New Castle County and State of Delaware, and the registered agent thereof is Arthur W. Koffenberger, Jr.

THIRD: The period of duration of said Corporation shall be perpetual.

FOURTH: The purposes for which the corporation is organized are to further and advance the profession of Analytical Chemistry and Spectroscopy by providing a national forum in which concerned and involved representatives of academic, industry, and governmental institutions can participate and cooperate in the study and organization of the diversified disciplines and technologies that are required to solve modern day complex analytical problems; and to encourage and assist students, faculty members and all others interested or involved in the advancement of analytical chemistry and spectroscopy, including the granting of fellowships and scholarships; and to provide a forum to which papers and other matters pertaining to the profession of analytical chemistry and spectroscopy can be presented and including thereto disseminated literature and materials pertaining thereto.

FIFTH: In the accomplishment of said purposes, but without restriction thereof, the Corporation shall be authorized to print, publish, distribute, buy and sell books, magazines, papers, periodicals and supplies of all kinds and types; to organize, sponsor, operate and conduct meetings, programs, conferences, and events; to establish, maintain operate and assist other organizations of similar purposes; and to engage in such other activi-

ties as may be necessary or desirable in the accomplishment of the aforesaid purposes, Provided that said objects and purposes shall be conducted within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) in such manner that no part of its net earnings shall inure to the benefit of or be distributed to any director, officer, or other private person, 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 III hereof. Provided, further, that, notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on 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).

The assets of the Corporation, having been dedicated and utilized exclusively for the purpose of promoting and developing the study and dissemination of information pertaining to analytical chemistry and spectroscopy, in the event of liquidation, dissolution or winding up by the operation of law, any disposition made of the assets of the Corporation after their application to the satisfaction of all legal obligations shall be such as is calculated exclusively:

- (a) To carry out the objectives and purposes for which the Corporation is formed and/or
- (b) To carry out similar or related objectives and purposes.

SIXTH: No capital stock will ever be issued, no dividends shall ever be paid, and the Corporation shall be operated on a nonprofit basis in furtherance of its corporate purposes and any surplus which occurs shall be used to further such purposes.

SEVENTH: The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the By-Laws.

EIGHTH: The names and addresses of the original incorporators and

officers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Edward G. Brame, Jr.	13 North Cliff Drive Wycliffe Wilmington, Delaware 19809
Edward C. Dunlop	504 Cranbrook Road Woodbrook Wilmington, Delaware 19803
(Mrs.) Jeanette G. Grasselli	The Standard Oil Company (Ohio) 4440 Warrensville Center Road Warrensville Heights, Ohio 44128
Dr. James White	Analytical Chemistry Division Oak Ridge National Laboratory Oak Ridge, Tennessee 37830
Dr. I. Jim Holcomb	Parke-Davis and Company Post Office Box 118 Detroit, Michigan 48232
Dr. Bruce B. Murray	Argonne National Laboratory 9700 South Cass Avenue Argonne, Illinois 60439
Dr. George E. Heinze	Johnson and Johnson ESDP New Brunswick, New Jersey 08903
Robert L. Chapman	Beckman Instruments, Inc. Process Instruments Division 2500 Harbor Boulevard Fullerton, California 92632

NINTH: The private property of the directors and officers of the Corporation shall be forever exempt from the debts and obligations of the Corporation.

TENTH: The Corporation shall indemnify any director or officer of the corporation, or any person who may have served at its request, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit, or proceedings in which he is made a party by reason of being or having been such director or officer, and shall incur no personal liability or legal responsibility, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding to be liable for gross negligence or mis-conduct in the performance of a duty. Such indemnification shall not be deemed exclusive of any other rights to which

such director may be entitled, under any By-law, agreement, vote of Board of Directors or otherwise.

WE, THE UNDERSIGNED, being all of the Incorporators hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Delaware, and in pursuance of an Act of the Legislature of the State of Delaware entitled "An Act Providing a General Corporation Law" (approved March 10, 1899), and the acts amendatory thereof and supplemental thereto, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seals this 28th day of June, A. D. 1972.

IN THE PRESENCE OF:

*[Signature]*  
CS 7/6/11

*Edward G. Brame, Jr.* (SEAL)  
*Edward C Dunlop* (SEAL)  
*Jeanette G. Grasselli* (SEAL)  
*James White* (SEAL)  
*I. Jim Holcomb* (SEAL)  
*Bruce B. Murray* (SEAL)  
*George E. Heinze* (SEAL)  
*Robert L. Chapman* (SEAL)  
\_\_\_\_\_ (SEAL)

STATE OF DELAWARE :  
: SS.  
NEW CASTLE COUNTY :

BE IT REMEMBERED, THAT on the 28th day of June, A. D. 1972,  
personally came before me, the Subscriber,  
Notary Public for the State of Delaware, EDWARD G. BRAME, JR., EDWARD C. DUNLOP,  
JEANETTE G. GRASSELLI, JAMES WHITE, I. JIM HOLCOMB, BRUCE B. MURRAY, GEORGE E.  
HEINZE and ROBERT L. CHAPMAN, - - - - -  
parties to the foregoing Certificate of Incorporation, known to me personally

...the ... of ... to ...

...of the ... of ...

...to be such and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts therein stated are truly set forth.

GIVEN under my Hand and Seal of Office the day and year aforesaid.

  
Notary Public

State of Delaware



Office of Secretary of State

I, Walton H. Simpson, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of

Certificate of Incorporation of "THE FEDERATION OF ANALYTICAL CHEMISTRY AND SPECTROSCOPY SOCIETIES", as received and filed in this office the thirtieth day of June, A.D. 1972, at 9 o'clock A.M.

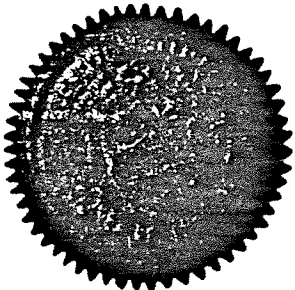
In Testimony Whereof, I have hereunto set my hand and official seal at Dover this thirtieth day of June in the year of our Lord one thousand nine hundred and seventy-two.

Walton H Simpson

Secretary of State

R. H Caldwell

Asst Secretary of State



REC'D FOR RECORD 7-18 1972 LEO J. DUGAN, Jr. Recd.