

CERTIFICATE OF INCORPORATION

Granted The American Society of Mechanical Engineers

December 24, 1881

STATE OF NEW YORK
CITY AND COUNTY OF NEW YORK

We, GEORGE H. BABCOCK, WILLIAM P. TROWBRIDGE, LYCURGUS B. MOORE, THOMAS WHITESIDE RAE, ALFRED R. WOLFF, D.S. HINES, CHARLES E. EMERY, JAMES C. BAYLES and FREDERICK R. HUTTON, all of whom are of full age, and citizens of the United States; and also citizens of and resident within this State, except GEORGE H. BABCOCK, who resides in New Jersey:

Do Hereby Certify That we desire to associate ourselves together, and form a Society or Association for scientific purposes, pursuant to and in conformity with an act of the Legislature of the State of New York passed on the twelfth day of April eighteen hundred and forty-eight, entitled "An Act for the Incorporation of Benevolent, Charitable, Scientific and Missionary Societies," and the several acts of the Legislature amendatory thereof and supplemental thereto, and in accordance therewith do hereby declare:

First: The name or title by which such Society shall be known in law shall be The American Society of Mechanical Engineers.

**Second:* The particular business and objects of such Society are to promote the arts and sciences connected with engineering and mechanical construction for scientific purposes, and to that end to meet and associate together to read and discuss professional papers, and to circulate by means of publication among its members, the information thus obtained, and for the purpose of maintaining a library.

Third: The number of trustees, directors, or managers to manage the same shall be eighteen^{**}; and the names of the trustees, directors or managers of such a Society for the first year of its existence are: ROBERT H. THURSTON, WILLIAM H. SHOCK, ALEXANDER L. HOLLEY, THEODORE N. ELY, WILLIAM P. TROWBRIDGE, ERASMUS D. LEAVITT, Jr., CHARLES E. EMERY, WASHINGTON JONES, WILLIAM B. COGSWELL, CHARLES B. RICHARDS, S.B. WHITING, J.F. HOLLOWAY, GEORGE FISHER, ALLAN STIRLING, GEORGE H.

*This statement has been interpreted by the Courts of New York in the following words:

"That in promoting the arts and sciences connected with engineering and mechanical construction for scientific purposes, the American Society of Mechanical Engineers may employ any reasonable means to accomplish these ends and it is not restricted to the specific means stated in its charter."

**The Supplemental Charter of October 17, 1907, which provided that the number of directors shall be twenty-two was amended July 30, 1959 to provide that the number of directors to manage the Society shall be not less than twenty-two nor more than twenty-three, and it was further amended on June 23, 1980, to provide that the Society shall be managed by a Board of Governors, and the number of the Board of Governors shall be ten. On December 5, 1991, the Constitution was amended to expand the number of the Board of Governors to twelve, including the President elect.

BABCOCK, S.W. ROBINSON, CHARLES W. COPLAND and THOMAS WHITESIDE RAE.

Fourth: The business of the said Society or Association shall be carried on in the City and County of New York, and the principal office of such Society or Association shall be located in said City and County of New York.

Witness our hands and seals this twenty-third day of December A.D. 1881, in the presence of WM. L. SNYDER.

<i>(Signed)</i> GEO. H. BABCOCK	D.S. HINES
W.P. TROWBRIDGE	CHAS. E. EMERY
LYCURGUS B. MOORE	F.R. HUTTON
THOMAS WHITESIDE RAE	J.C. BAYLES
ALFRED R. WOLF	

STATE OF NEW YORK
CITY AND COUNTY OF NEW YORK

On this 23d day of December in the Year of our Lord one thousand eight hundred and eighty-one, before me personally came GEORGE H. BABCOCK, WILLIAM P. TROWBRIDGE, LYCURGUS B. MOORE, THOMAS WHITESIDE RAE, ALFRED R. WOLFF, CHARLES E. EMERY, JAMES C. BAYLES and F.R. HUTTON, to me severally known to be the individuals described in and who executed the foregoing instrument and severally acknowledged that they executed the same.

(Signed) WM. L. SNYDER
Notary Public
N.Y. Co.

STATE OF NEW YORK
CITY AND COUNTY OF NEW YORK

On the 24th day of December in the year of our Lord one thousand eight hundred and eighty-one, before me personally came D.S. HINES, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged that he executed the same.

(Signed) WM. L. SNYDER
Notary Public
N.Y. Co

Endorsement

STATE OF NEW YORK
CITY AND COUNTY OF NEW YORK

I, ABRAHAM R. LAWRENCE, one of the Justices of the Supreme Court of the first Judicial District of the State of New York, in which the place of business or principal office of the Association or Society hereinafter mentioned shall be located, do hereby certify that I have examined the Certificate of Incorporation of the Association or Society designated as "The American Society of Mechanical Engineers," and the right to establish or organize the same, under the name and for the purposes therein mentioned, pursuant to, and in conformity with an act of the Legislature of the State of New York passed on the twelfth day of April 1848 entitled "An Act for the Incorporation of Benevolent, Charitable, Scientific and Missionary Societies" and the several acts of the said Legislature amendatory thereof, and the same meets my approbation and approval, and in accordance therewith I make this endorsement.

Dated New York, December 24, 1881

(Signed) ABRAHAM R. LAWRENCE
Justice of the Supreme Court