

05-13-2003

8/2711-1

5-12-03 PATENT



SHEET

To the Honorable Commissioner of P.

102445821

original document or copy thereof.

1. Name of conveying party(ies):

FAG Aircraft/Super Precision
Bearings GmbH
FAG Automobiltechnik AG
FAG Industrial Bearings AG (former
FAG OEM und Handel AG)

Corporations of Germany

Additional names(s) of conveying party(ies) attached? NO

2. Name and Address of receiving party(ies):

FAG Kugelfischer Georg Schäfer AG
Postfach 1260
D-97419 Schweinfurt
Germany

Corporation of Germany

Additional name(s) & address(es)
attached? NO

3. Nature of conveyance:

Merger/Change of Name
document

Execution Date: October 24, 2002

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Application No.(s)

See attached list for application numbers

B. Patent No.(s)

See attached list for patent numbers

Additional numbers attached? Yes

5. Name and address of party to whom
correspondence concerning document should be
mailed:

OSTROLENK, FABER, GERB & SOFFEN, LLP
1180 Avenue of the Americas
New York, New York 10036-8403

6. Total number of documents involved: 1

7. Total fee (37 CFR 3.41): \$2,360.00

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8. To the best of my knowledge and belief, the foregoing information is true and correct and any attached
copy is a true copy of the original document.

Robert C. Faber

Name of Person Signing

Signature

May 9, 2003

Date

Total number of pages including cover sheet, attachments, and document: 2

05/13/2003 GTDN11 00000007 08724439

01 FC:0021

2360.00 DP

00612805.1

PATENT
REEL: 014099 FRAME: 0575

FAG* Assignees

File No.	OFGS No.	Status	Owner Name	Appln. No.	Filing Date	Patent No.	Issue Date
P/2764-2	2764-0002	Issued	FAG Aircraft/Super Precision	08/724,439	01-Oct-1996	5,683,224	04-Nov-1997
P/2764-4	2764-0004	Issued	FAG Aircraft/Super Precision	09/315,642	20-May-1999	6,142,674	07-Nov-2000
P/2711-29	2711-0029	Published	FAG Automobiltechnik AG	10/179,662	24-Jun-2002		
P/2711-2	2711-0002	Issued	FAG Automobiltechnik AG	08/635,466	22-Apr-1996	5,664,892	09-Sep-1997
P/2711-6	2711-0006	Issued	FAG Automobiltechnik AG	08/735,901	23-Oct-1996	5,725,285	10-Mar-1998
P/2711-4	2711-0004	Issued	FAG Automobiltechnik AG	08/678,154	11-Jul-1996	5,763,772	09-Jun-1998
P/2711-17	2711-0017	Issued	FAG Automobiltechnik AG	09/042,328	13-Mar-1998	5,898,388	27-Apr-1999
P/2711-10	2711-0010	Issued	FAG Automobiltechnik AG	08/831,067	01-Apr-1997	5,911,458	15-Jun-1999
P/2711-7	2711-0007	Issued	FAG Automobiltechnik AG	08/804,890	24-Feb-1997	5,911,459	15-Jun-1999
P/2711-5	2711-0005	Issued	FAG Automobiltechnik AG	08/718,158	19-Sep-1996	5,921,633	13-Jul-1999
P/2711-18	2711-0018	Issued	FAG Automobiltechnik AG	09/050,277	30-Mar-1998	5,927,867	27-Jul-1999
P/2711-14	2711-0014	Issued	FAG Automobiltechnik AG	08/976,849	24-Nov-1997	5,942,291	24-Aug-1999
P/2711-9	2711-0009	Issued	FAG Automobiltechnik AG	08/835,298	07-Apr-1997	5,944,321	31-Aug-1999
P/2711-13	2711-0013	Issued	FAG Automobiltechnik AG	08/939,737	06-Oct-1997	5,969,518	19-Oct-1999
P/2711-11	2711-0011	Issued	FAG Automobiltechnik AG	08/908,110	11-Aug-1997	5,990,675	23-Nov-1999
P/2711-8	2711-0008	Issued	FAG Automobiltechnik AG	08/831,467	31-Mar-1997	6,002,248	14-Dec-1999
P/2711-20	2711-0020	Issued	FAG Automobiltechnik AG	09/136,550	19-Aug-1998	6,045,267	04-Apr-2000
P/2711-22	2711-0022	Issued	FAG Automobiltechnik AG	09/186,768	05-Nov-1998	6,106,156	22-Aug-2000
P/2711-23	2711-0023	Issued	FAG Automobiltechnik AG	09/351,555	12-Jul-1999	6,220,760	24-Apr-2001
P/2711-19	2711-0019	Issued	FAG Automobiltechnik AG	09/092,472	05-Jun-1998	6,230,848	15-May-2001
P/2711-25	2711-0025	Issued	FAG Automobiltechnik AG	09/567,566	05-May-2000	6,367,979	09-Apr-2002
P/2711-27	2711-0027	Issued	FAG Automobiltechnik AG	10/004,419	02-Nov-2001	6,551,190	22-Apr-2003
PP/3363-9	3363-0009	Pending	FAG Industrial Bearings AG	60/435,978	19-Dec-2002		
F-5937	0022-0094	Issued	FAG Kugelfischer Georg Schafer	07/082,046	05-Aug-1987	4,789,252	06-Dec-1988
F-7891	0022-0155	Issued	FAG Kugelfischer Georg Schafer	07/505,055	05-Apr-1990	5,005,992	09-Apr-1991
F-7243	0022-0127	Issued	FAG Kugelfischer Georg Schafer	07/379,419	13-Jul-1989	5,028,150	02-Jul-1991
F-7190	0022-0125	Issued	FAG Kugelfischer Georg Schafer	07/352,978	17-May-1989	5,029,877	09-Jul-1991
F-7487	0022-0133	Issued	FAG Kugelfischer Georg Schafer	07/414,132	28-Sep-1989	5,042,822	27-Aug-1991
F-9102	0022-0175	Issued	FAG Kugelfischer Georg Schafer	07/748,288	21-Aug-1991	5,137,376	11-Aug-1992
P/22-215	0022-0215	Issued	FAG Kugelfischer Georg Schafer	08/417,801	06-Apr-1995	5,503,797	02-Apr-1996

FAG* Assignees

File No.	OFGS No.	Status	Owner Name	Appln. No.	Filing Date	Patent No.	Issue Date
P/22-226	0022-0226	Pending	FAG Kugelfischer Georg Schafer AG	10/317,242	11-Dec-2002		
P/2711-31	2711-0031	Pending	FAG Kugelfischer Georg Schafer AG	10/319,719	13-Dec-2002		
P/2711-32	2711-0032	Pending	FAG Kugelfischer Georg Schafer AG	10/327,290	19-Dec-2002		
P/2711-33	2711-0033	Pending	FAG Kugelfischer Georg Schafer AG	10/350,528	22-Jan-2003		
P/2711-36	2711-0036	Pending	FAG Kugelfischer Georg Schafer AG	10/350,527	22-Jan-2003		
P/22-210	0022-0210	Issued	FAG Kugelfischer Georg Schafer AG	08/242,434	13-May-1994	5,487,611	30-Jan-1996
P/22-212	0022-0212	Issued	FAG Kugelfischer Georg Schafer AG	08/337,957	10-Nov-1994	5,490,732	13-Feb-1996
P/22-216	0022-0216	Issued	FAG Kugelfischer Georg Schafer AG	08/436,022	05-May-1995	5,516,215	14-May-1996
P/22-214	0022-0214	Issued	FAG Kugelfischer Georg Schafer AG	08/372,283	13-Jan-1995	5,544,962	13-Aug-1996
P/22-213	0022-0213	Issued	FAG Kugelfischer Georg Schafer AG	08/324,912	18-Oct-1994	5,596,798	28-Jan-1997
P/22-217	0022-0217	Issued	FAG Kugelfischer Georg Schafer AG	08/455,030	31-May-1995	5,674,011	07-Oct-1997
F-3845	0022-0007	Issued	FAG Kugelfischer Georg Schafer KG	06/512,214	08-Jul-1983	4,490,128	25-Dec-1984
F-4170	0022-0024	Issued	FAG Kugelfischer Georg Schafer KG	06/622,110	19-Jun-1984	4,613,239	23-Sep-1986
F-5211	0022-0062	Issued	FAG Kugelfischer Georg Schafer KG	06/890,002	25-Jul-1986	4,695,062	22-Sep-1987
F-5349	0022-0076	Issued	FAG Kugelfischer Georg Schafer KG	06/930,665	12-Nov-1986	4,723,851	09-Feb-1988
F-5317	0022-0072	Issued	FAG Kugelfischer Georg Schafer KG	06/916,521	08-Oct-1986	4,765,688	23-Aug-1988
F-6464	0022-0106	Issued	FAG Kugelfischer Georg Schafer KG	07/209,991	22-Jun-1988	4,812,058	14-Mar-1989
F-6493	0022-0109	Issued	FAG Kugelfischer Georg Schafer KG	07/209,990	22-Jun-1988	4,813,795	21-Mar-1989
F-6739	0022-0114	Issued	FAG Kugelfischer Georg Schafer KG	07/251,568	30-Sep-1988	4,906,112	06-Mar-1990
F-7843 CONT	2299-0003	Issued	FAG Kugelfischer Georg Schafer KG	07/463,928	08-Jan-1990	5,044,787	03-Sep-1991
F-9280	0022-0182	Issued	FAG Kugelfischer Georg Schafer KG	07/809,266	16-Dec-1991	5,150,973	29-Sep-1992
P/2263-17	2263-0017	Issued	FAG Kugelfischer Georg Schafer KG	08/457,032	01-Jun-1995	5,618,088	08-Apr-1997
F-7242	0022-0126	Issued	FAG Kugelfischer KG	07/370,237	22-Jun-1989	4,941,759	17-Jul-1990
P/2763-6	2763-0006	Issued	FAG OEM und Handel AG	08/789,305	23-Jan-1997	5,702,187	30-Dec-1997
P/2763-11	2763-0011	Issued	FAG OEM und Handel AG	09/248,634	11-Feb-1999	6,102,574	15-Aug-2000
P/2763-12	2763-0012	Issued	FAG OEM und Handel AG	09/331,678	24-Jun-1999	6,132,098	17-Oct-2000
P/2763-15	2763-0015	Issued	FAG OEM und Handel AG	09/522,565	10-Mar-2000	6,416,228	09-Jul-2002
P/2763-17	2763-0017	Issued	FAG OEM und Handel AG	09/829,808	10-Apr-2001	6,484,582	26-Nov-2002
P/2763-13	2763-0013	Issued	FAG OEM und Handel AG	09/493,990	28-Jan-2000	6,506,266	14-Jan-2003

(a) Company (b) Headquarters (c) Object of the Business	Original or Stock Capital DM	Executive Board General Partners Business Managers Liquidators	Proxies	Legal Relationships	(a) Registration Date and Signature (b) Remarks
2	3	4	5	6	7
No. 1					
(a) FAG Kugelfischer Georg Schafer Aktiengesellschaft	224,000,000	<u>Kreher Peter-Jürgen, Dr., B. Eng., Schweinfurt,</u> <u>Chairman of the Board;</u> <u>Eckhardt Klaus, MBA, Schweinfurt</u>	<u>Joint signatory power is granted so that each of the following is authorized to represent the company jointly with a general partner or another proxy:</u> <u>Dr. Gröner Rolf, Schweinfurt;</u> <u>Masuch Wolfgang, B. Econ., Schweinfurt;</u> <u>Dr. Saffert Heinz, Schweinfurt;</u> <u>Dr. Bärmann Harald, Schweinfurt;</u> <u>Flessa Rainer, Schweinfurt;</u> <u>Hülsmann Gerhard, Künsbeck;</u> <u>Rössner Hans, Ebern;</u> <u>Kellers Rolf, Schweinfurt;</u> <u>Merkle Werner,</u>	Aktiengesellschaft formed by decision of the general meeting of June 28, 1993 by conversion according to §366 ff. of the Aktiengesellschaft Law from the Kommanditgesellschaft auf Aktien, the Articles of Incorporation of which were established on June 23, 1983 and which was entered into the commercial register on June 30, 1983. The completely new version of the Articles of Incorporation including the revision in particular of §1 (Company), §6 (Organs of the Com-	(a) July 1, 1993 [signature] (b) Decision, p. 9, Special Vol.; Articles, p. 10, Special Vol. Previous Commercial Register No. 1138 * Incorrect entry.
(b) Schweinfurt					
(c) <u>The production and sale of roller bearings of all types and of machinery, apparatuses, devices, products and tools of all types which fall under the category of machine-building, vehicle manufacturing, pre-</u>					

<u>cision me-</u> <u>chanics, meas-</u> <u>uring technol-</u> <u>ogy, and re-</u> <u>lated fields.</u>		<u>Schweinfurt;</u> <u>Öhring Gerhard,</u> <u>Schweinfurt;</u> <u>Schaffner Dieter,</u> <u>Schweinfurt;</u> <u>Schömig Walter,</u> <u>Schweinfurt;</u> <u>Weich Hermann,</u> <u>Schweinfurt;</u> <u>Weigand Gerhard,</u> <u>Schweinfurt;</u> <u>Brand Karlheinz,</u> <u>Schweinfurt;</u> <u>Dr. Fuchs Helmut,</u> <u>Schweinfurt;</u> <u>Full Adolf, Schwein-</u> <u>furt;</u> <u>Keller Wolfgang,</u> <u>Schweinfurt;</u> <u>Markfelder Günter,</u> <u>Schweinfurt;</u> <u>Marschall Heinrich,</u> <u>Schweinfurt;</u> <u>Pösl Wolfgang,</u> <u>Schweinfurt;</u> <u>Rudloff Anton,</u> <u>Schweinfurt;</u> <u>Schmitt Werner-</u> <u>Jürgen, Schweinfurt;</u> <u>Schwarz Walter,</u> <u>Schweinfurt;</u> <u>Steyer Helmut,</u> <u>Schweinfurt;</u>	pany), and § 9 (Repre- sentation of the Com- pany) was completed on June 28, 1993; reference is made to the content of the filed Articles of Incorporation. The company is repre- sented by two members of the executive board or by one member of the executive board in common with *a <u>general manager</u> or a proxy.
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				<u>langen</u> <u>Joint signatory power</u> <u>in common with an-</u> <u>other proxy is granted</u> <u>to:</u> <u>Eckhardt Klaus MBA,</u> <u>Schweinfurt;</u> <u>Hafner Dieter,</u> <u>Schweinfurt;</u> <u>Teich Wolfgang,</u> <u>Schweinfurt;</u> <u>Dr. Kerling Heiner,</u> <u>Bamberg;</u> <u>Niklaus Lothar, Ber-</u> <u>grheinfeld;</u> <u>Richard Dieter MBA,</u> <u>Schwelm;</u> <u>Dr. Rösch Hannes B.</u> <u>Eng., Höchberg</u> <u>Dr. Brändlein Johan-</u> <u>nes, B. Eng., Euerbach</u> <u>Kleinhenz Günter B.</u> <u>Eng., Dittelbrunn;</u> <u>Lutz Kilian, Schwein-</u> <u>furt;</u> <u>Dr. Zwirlein Oskar, B.</u> <u>Eng., Schweinfurt;</u> <u>Dr. Golike Horst, B.</u> <u>Eng., Schweinfurt;</u> <u>Dr. Thomale</u>
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		<u>Friedrich-Heinrich,</u> <u>Schweinfurt;</u> <u>Geist Albert, Scho-</u> <u>nungen-Forst;</u> <u>Dr. Leimbach Hans-</u> <u>Georg, B. Eng.,</u> <u>Schweinfurt;</u> <u>Meyer Wolfgang B.</u> <u>Eng., Schweinfurt;</u> <u>Müller Walter, Dittel-</u> <u>brunn;</u> <u>Christel Erich,</u> <u>Schwebheim;</u> <u>Dittert Jürgen, Wer-</u> <u>neck-Eckartshausen</u> <u>Gather Matthias, Dr.</u> <u>Eng., Borgholzhausen;</u> <u>Dittner Adam, Höch-</u> <u>stadt;</u> <u>Stöcklein Wolfgang,</u> <u>B. Eng (FH),</u> <u>Schweinfurt;</u> <u>Bartsch Helmut,</u> <u>Stuttgart;</u> <u>Carl Wilhelm, Erlan-</u> <u>gen;</u> <u>Seipp Werner,</u> <u>Schweinfurt;</u> <u>Schüttoff Manfred,</u> <u>Ebern;</u> <u>Biegler Gerd, Obbach;</u> <u>Fröhlen Heinz,</u> <u>Schweinfurt;</u>
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Dr. Haag Winfried,
Würzburg;
Weber Volkmar,
Schweinfurt;
Dr. Carmele Wolfgang,
Schweinfurt;
Hoppe Günter,
Schweinfurt;
Hofmann Heinrich,
Schweinfurt;
Oppen Gerhard, Essen
Jonas Josef, B. Econ,
(FH), Dittellbrunn;
Preiß Konrad, B. Eng.,
Schweinfurt;
Wolfrum Roland,
Sennfeld;
Dr. Blank Otto, Dittellbrunn;
Hering Gerhard,
Wuppertal;
Parwoll Werner, Volkach
Jäger Ursula, Gochheim;
Dr. Wunderlich Frank,
Forst;
Dr. Engel Ulrich,
Nürnberg;
Fischerich Bernahrd,
Alzenau-Albstadt;
Huttner Roland,
Schwebheim;

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Merkle Klaus,
Schweinfurt;
Lauer Werner, Dittel-
brunn, OT Hambach
Schulz Oskar, Dittel-
brunn;
Gerlach Peter, Ebels-
bach;
Höchemer Hubert,
Grettstadt;
Dr. Markowski Udo,
Sennfeld;
Weiß, Wolfgang,
Burgpreppach;
Dr. Abele Raimund,
Dittelbrunn;
Loh Alexander,
Schweinfurt;
Lang Gert, Röthlein,
OT Heidenfeld;
Langer Manfred, F
ürth i. Bay.;
Fürst, Theo, Schwein-
furt;
Gebhard Tilman, Zel-
lingen;
Gerneth Hans,
Schweinfurt;
Sommerfeld Horst,
Volkach;
Hess Wolfgang, Sar-
stedt;
Fröhlich Reiner, Dittel-

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telbrunn;
Karlein Rudi, B. Eng.
(FH), Dittelbrunn;
Eulenhöfer, Klaus,
Bad Kissingen;
Gutke Bernd, Lage-
Hörste;
Richter Wolfnag,
Affalterbach;
Mack Rudolf,
Schweinfurt;
Völker Eberhard,
Oberwern;
Barhelme Gerhard,
Gerolzhofen;
Morber Günther,
Schweinfurt;
Dr. Steinbach Walter,
Schweinfurt;
Dr. Giering Karl-
Heinz, Chemnitz;
Dr. Vorsteher Dirk,
Bielefeld;
Fiedler Gerhard,
Schweinfurt;
Fritz Jürgen,
Aurachtal;
Huber Frank, Dittel-
brunn;
Bayer Oswald,
Kerbeld;
Derimay Jean-Pierre,
Schweinfurt;

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Peitsch Hilmar,
Schweinfurt;
Schwarz Josef,
Ramsthal;
Peuker Karl, Ebern;
Schindler, Rudolf,
Dittelbrunn-Hambach;
Spielmann Norbert,
Ebern;
Tibkin Martin, Al-
zenau;
Frank Peter, Maßbach;
Lukat Gerd, Dittel-
brunn;
Meinck Sigolf, Bad
Kissingen;
Von Olnhäusen Alex-
ander, Ulm-Mährin-
gen;
Groh Kurt, Würzburg;
Steves Ferdinand,
Dittelbrunn;
Dr. Reuter Wolf-Otto,
Wetzlar;
Gockler Klaus, Kir-
chlauter;
Hesse Dieter, Erlan-
gen;
Mittermeier Hans-
Günter, Gammertin-
gen;
Weißberger Rainer,
Niederwerrn;

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			<u>Meyer Klaus,</u> <u>Schweinfurt;</u> <u>Blank Hans-Günter,</u> <u>Limburg;</u> <u>Kreher Peter-Jürgen,</u> <u>Dr. Eng., Schweinfurt;</u> <u>The proxies Dr. Bär-</u> <u>mann Harald, Biegler</u> <u>Gerd, Bleiweis Win-</u> <u>fried, Eckhardt Klaus,</u> <u>Flessa Rainer, Frank</u> <u>Peter, Fröhlein Heinz,</u> <u>Dr. Fuchs Helmut,</u> <u>Fürst Theo, Full</u> <u>Adolf, Gesswein</u> <u>Reinhold, Dr. Gröner</u> <u>Rolf, Hafner Dieter,</u> <u>Herrmann Heinrich,</u> <u>Höhl Oswald,</u> <u>Hülsmann Gerhard,</u> <u>Karlein Rudi, Kellers</u> <u>Rolf, Dr. Kreher Pe-</u> <u>ter-Jürgen, Lang Gert,</u> <u>Langer Manfred,</u> <u>Lauer Werner, Dr.</u> <u>Lauerbach Adolf,</u> <u>Marschall Heinrich,</u> <u>Masuch Wolfgang,</u> <u>Meyer Klaus, Meyer</u> <u>Wolfgang, Niklaus</u> <u>Lothar, Öhring</u> <u>Gerhard, Pösl Wolf-</u> <u>gang, Preiß Konrad,</u>		(a) July 23, 1993 [signature]
No. 2					

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No. 4			<u>Bernd, Hoffmann</u> <u>Manfred, Mack</u> <u>Rudolf, Opper</u> <u>Gerhard, Richter</u> <u>Wolfgang, and Dr.</u> <u>Vorsteher Dirk</u> are deleted.		(a) January 27, 1994 [signature]
No. 5			Joint signatory power in common with an- other proxy is granted to: <u>Creydt Martin, Dr.,</u> <u>Eppstein;</u> <u>Münchow Detlef, Dr.,</u> <u>London</u> Joint signatory power in common with an- other proxy is granted to: <u>Binnemann, Edgar,</u> <u>Schweinfurt;</u> <u>Dr. Zeuch Michael,</u> <u>Beilstein.</u> The proxies <u>Dittner</u> <u>Adam, Hess Wolf-</u> <u>gang, Peuker Karl,</u> <u>Rössner Hans, Fis-</u> <u>chenich Bernhard,</u> <u>Gockler Klaus, Spiel-</u> <u>mann Norbert,</u> <u>Weissenberger Rainer,</u>		(a) February 28, 1994 [signature]

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			<u>Bartsch Helmut, Dr.</u> <u>Engle Ulrich, Krämer</u> <u>Werner, Dr. Kuhl-</u> <u>mann Wolf, Hesse Di-</u> <u>eter, von Olnhausen</u> <u>Alexander, Dr. Car-</u> <u>mele Wolfgang,</u> <u>Schulz Oskar, and</u> <u>Peitsch Hilmar</u> are <u>deleted.</u>				
No. 6	(c) The company directs a group of businesses, the activities of which comprise primarily the production, processing, and sale of roller bearings of all types and of machines, mechanical systems, apparatuses, devices, products, and tools of all types falling in the category of machine-building, vehicle manufacturing, precision mechanics, measuring technology,						
		</					

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No. 8			Schweinfurt.	On the basis of the merger contract of June 22, 1994 and the decision of the company meeting of the transferor company of June 22, 1994, the company has merged with "Schäfer Industriegesellschaft mit beschränkter Haftung" (transferor company), headquartered in Schweinfurt, according to §355 and §352b of the AG Law, in such a way that the assets of the transferor company are transferred to the transferee company in their entirety, under exclusion of the liquidation, without the granting of shares. The transferor company is extinguished upon registration of the merger.	(a) August 23, 1994 [signature] (B) Merger contract, p. 93, Special Vol., Decision, p. 106, ff, Special Vol.
No. 9			<u>Joint signatory power in common with another proxy. is granted to:</u> <u>Hopf Jürgen Friedrich, Schweinfurt;</u>		(a) October 19, 1994 [signature]

{00607978.1}1

Dr. Lauer-Schmaltz
Hans, Schweinfurt,

The proxies Schömig
Walter, Brand Karl-
heinz, Keller Wolf-
gang, Weißbeck
Günter, Steyer
Helmut, Schwarz
Walter, Markfelder
Günter, Rudloff
Anton, Rehmann
Klaus-Hubert,
Schwarz Ferdinand,
Dr. Bäck Ulf, Reuß
Hubert, Köber Hans-
J., Teich Wolfgang,
Dr. Rösch Hannes,
Kleinhenz Günter,
Lutz Kilian, Dr.
Golueke Horst, Dr.
Thomale Friedrich-
Heinrich, Geist Albert,
Dr. Leimbach Hans-
Georg, Müller Walter,
Stöcklein Wolfgang,
Carl Wilhelm, Dr.
Haag Winfried, Hoppe
Günter, Hofmann
Heinrich, Jonas Josef,
Wolfrum Roland, Dr.
Blank Otto, Hering
Gerhard, Parvöll

			<u>Werner, Jäger Ursula,</u> <u>Dr. Wunderlich Frank,</u> <u>Huttner Roland,</u> <u>Merkle Klaus, Gerlach</u> <u>Peter, Höchemer</u> <u>Hubert, Dr. Markow-</u> <u>ski Udo, Dr. Abele</u> <u>Raimund, Gerneth</u> <u>Hans, Sommerfeld</u> <u>Horst, Fröhlich</u> <u>Reiner, Eulenhöfer</u> <u>Klaus, Barthelme</u> <u>Gerhard, Morber</u> <u>Günter, Dr. Gierung</u> <u>Karl-Heinz, Fritz Jür-</u> <u>gen, Bayer Oswald,</u> <u>Derimay Jean-Pierre,</u> <u>Schindler Rudolf, Lu-</u> <u>kat Gerd, Meinck</u> <u>Sigolf, Steves Ferdi-</u> <u>nand, Meittermeier</u> <u>Hans-Günter, Blank</u> <u>Hans-Günter, and Dr.</u> <u>Zeuch Michael are</u> <u>deleted.</u>			
No. 10				<u>Echhardt Klaus is no</u> <u>longer a member of the</u> <u>executive board.</u>	(a) January 30, 1995 [signature] (b) Decision, p. 123, Special Vol.	(a) July 12, 1995 [signature]
No. 11				<u>Joint signatory power</u> <u>in common with an-</u> <u>other proxy is granted</u> <u>to:</u>		

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			<u>Blumbach Götz-Peter,</u> <u>Dr. Eng., Schweinfurt;</u> <u>The proxies Loh Al-</u> <u>exander and Dr.</u> <u>Zwirlein Oskar are</u> <u>deleted.</u>				
No. 12			<u>Joint signatory power</u> <u>in common with an-</u> <u>other proxy is granted</u> <u>to:</u> <u>Koll Peter, Schwein-</u> <u>furt.</u>			(a) December 11, 1995 [signature]	
No. 13		<u>304,000,000</u>			On the basis of the authorization in the Ar- ticles of Incorporation, the original capital has been increased by DM 80,000,000 to <u>DM</u> <u>304,000,000.</u> §4 and §5 of the Arti- cles of Incorporation (Amount and Classifi- cation of Capital) have been changed by deci- sion of the supervisory board of April 24, 1996.	(a) May 8, 1996 [signature] (b) Decision, p. 143, Special Vol. Articles, Revised Version, p. 146 ff, Special Vol.	
No. 14			<u>Joint signatory power</u> <u>in common with an-</u> <u>other proxy is granted</u> <u>to:</u> <u>Kumpf Willi,</u> <u>Schweinfurt;</u> <u>Stücklein Hans-Peter,</u>			(a) May 23, 1996 [signature]	

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No. 15			<u>Schweinfurt.</u> <u>The proxy Hopf Jür-</u> <u>gen Friedrich is de-</u> <u>leted.</u>	The general meeting of June 10, 1996 decided to change and revise the Articles of Incorporation as follows: §5, Nos. 1 and 2 (Shares), §21, No. 1 (Voting Rights and Decisions), §23, Sections b and c (Distribution of Profits), because of the reduction in the nominal value of the shares from DM 50 to DM 5; §5, No. 1 (Shares), §17 (Compensation of the Supervisory Board), by striking §4, No. 3 (Original Capital), by striking all of §23 (Use of Profits), and by re-numbering §§ 24, 25, 26, and 27 to §§ 23, 24, 25, 26, because of the conversion of the preferred shares to common shares; §4 (Original Capital/Approved Capital	(a) July 5, 1996 [signature] (b) Decision P. 181, Special Vol. Articles, Revised Version, P. 183 ff., Special Vol.
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and Dividend Capital)
by insertion of a No. 2
(without text so far),
because of the creation
of new approved Capital
I.

The board is authorized, with the agreement of the supervisory board, to increase the original capital by a total of up to DM 100,000,000 by issuing new shares once or several times against cash deposits within the period ending June 10, 2001.

§4 (Original Capital/Approved Capital and Dividend Capital) by insertion of a new No. 3 because of creation of new approved Capital II.

The board is authorized, with the agreement of the supervisory board, to increase the original capital by a total of up to DM 30,000,000 by issuing new shares with a nominal value of DM 5

Höhl Oswald,
Schweinfurt;
Weißbeck Günter,
Schweinfurt;
Dr. Lauerbach Adolf,
Schweinfurt;
Rehmann Klaus-
Hubert, Schweinfurt;
Schäfer Günter,
Schweinfurt;
Schwarz Ferdinand,
Schweinfurt;
Dr. Bäck Ulf,
Schweinfurt;
Gesswein Reinhold,
Schweinfurt;
Hoffmann Manfred,
Künsebeck;
Reuß Hubert, Künse-
beck;
Dr. Schlicht Hans,
Schweinfurt;
Bleiweis Winfried,
Schweinfurt;
Köber Hans-J.,
Schweinfurt;
Kuhlmann Wolf,
Schweinfurt;
Herrmann Heinrich,
Hammelburg;
Linner Ludwig,
Ebern;
Krämer Werner, Et-

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				each, once or several times, against cash deposits within the period ending June 10, 2001.		
No. 16			Joint signatory power in common with another proxy is granted to: Dr. Golike Horst, Schweinfurt.		(a) October 2, 1996 [signature]	
No. 17		<u>Hofmann Bernd H., B. Pol. Sci., Director of Operations, Schweinfurt.</u>	<u>The proxy Dr. Münchow Detlef is deleted.</u>	<u>Hofmann Bernd H., B. Pol. Sci., has been appointed a member of the executive board.</u> <u>Dr. Lehnert Fritz and Pösl Wolfgang are no longer members of the board.</u>	(a) January 29, 1997 [signature] (b) Decision, p. 214, Special Vol.	
No. 18			Joint signatory power in common with another proxy is granted to: Parwoll Werner, Schweinfurt.		(a) April 3, 1997 [signature]	
No. 19				The general meeting of June 12, 1997 voted to change the Articles by inserting a new Paragraph 4 in §4 (Original Capital/Approved Capital and Dividend Capital).	(a) July 11, 1997 [signature] (b) Decision, p. 244, Special Vol.; Articles, Revised Version, p. 227 ff, Special Vol.	

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				The board is authorized, with the agreement of the supervisory board, to increase the original capital by up to a total of DM 3,000,000 by issuing new shares against cash deposits once or several times so that employee shares can be issued to employees of the company and of the businesses associated with it within the period ending June 11, 2002. Shareholders do not have the right to purchase these employee shares. The general meeting also decided to make a conditional increase in the original capital by an amount of up to DM 40,000,000 and accordingly to insert a new Paragraph 5 in §4.		(a) July 11, 1997 [signature] (a) March 6, 1998 [signature]
No. 20				<u>The proxy Stücklein Hans-Peter is deleted.</u>		
No. 21				<u>Joint signatory power in common with another proxy is granted to:</u>		

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No. 22			<u>Weise Frank-Jürgen, Schweinfurt.</u> The proxy Götz-Peter Blumbach, Dr. Eng., is deleted.	<u>Joint signatory power in common with another proxy is granted to:</u> <u>Rotter Eckehart, Schweinfurt.</u>		(a) May 14, 1998 [signature]
No. 23		<u>Loos Uwe, Dr. Eng., B. Eng., Schweinfurt, Vice-Chairman of the Board</u>			<u>Loos Uwe, Dr. Eng., has been appointed an additional member of the board and has been appointed vice-chairman of the board.</u> Because of the conversion of the classification of the original capital of the company to unit shares (shares without nominal value), the general meeting of June 17, 1998 decided to revise §4, Para. 3, Sentences 1 and 2, §4, Para. 5, Sentence 1, §5, Para. 1, §5, Para. 2, §17, Sentence 2, and §21, Para. 1, of the Articles of Incorporation.	(a) July 9, 1998 [signature] (b) Decision p. 257 ff, Special Vol.
No. 24					Because of the conversion of the classification of the original capital of the company to unit shares (shares without nominal value), the general meeting of June 17, 1998 decided to revise §4, Para. 3, Sentences 1 and 2, §4, Para. 5, Sentence 1, §5, Para. 1, §5, Para. 2, §17, Sentence 2, and §21, Para. 1, of the Articles of Incorporation.	(a) July 30, 1998 [signature] (b) Decision, p. 264 ff, Special Vol. Articles, Revised Version, p. 265 ff, Special Vol.
No. 25			<u>The proxy Koll Peter</u>			(a) October 22, 1998

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		born November 24, 1947, Schweinfurt, – member of the board – <u>Creydt Martin, Dr.,</u> <u>born May 8, 1941,</u> <u>Schweinfurt –</u> <u>member of the</u> <u>board –</u> <u>Konstantinou</u> <u>Georg, born October</u> <u>18, 1946, Schwein-</u> <u>furt – member of</u> <u>the board –</u>		<u>McCloskey, John, Dr.</u> <u>Creydt Martin, and Kon-</u> <u>stantinou Georg</u> have been appointed addi- tional members of the board.	
No. 28			<u>The proxy Merkle</u> <u>Werner is deleted.</u>	On the basis of the authority granted it by the general meeting of June 12, 1997, the su- pervisory board of the company has revised §4, Para. 4, Sentence 1 of the Articles (Original Capital/Approved Capital and Dividend Capital): The board is authorized, with the agreement of the super- visory board, to increase the original capital by up to a total of DM 2,262,050 by issuing	(a) May 19, 1999 [signature] (b) Decision, p. 339, Special Vol.; Articles, Revised Version, p. 341 ff, Special Vol.

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				new shares against cash deposits once or several times so that employee shares can be used to employees of the company and of the businesses associated with it within the period ending June 11, 2002.	
No. 29	<u>155,810,039.</u> <u>73 Euro</u>			The general meeting of June 16, 1999 converted the original capital and other DM amounts cited in the Articles to Euros; it also adjusted existing authorizations and revised §4 and §17 (Original Capital/Approved Capital and Dividend Capital, and Compensation of the Supervisory Board) of the Articles accordingly.	(a) June 28, 1999 [signature] (b) Decision, p. 360, Special Vol.; Articles, Revised Version, p. 361 ff, Special Vol.
No. 30		Vogel Gerhard, Dr., born January 17, 1949, Schweinfurt, – member of the board –		Vogel Gerhard, Dr., has been appointed an additional member of the board.	(a) July 21, 1999 [signature] (b) Decision, p. 381, Special Vol.
No. 31				<u>The proxy Weich Hermann is deleted.</u>	(a) August 4, 1999 [signature]
No. 32				<u>Joint signatory power in common with another proxy is granted</u>	(a) November 23, 1999 [signature]

			to: <u>Franke Joachim,</u> <u>bordn September 11,</u> <u>1952, Schweinfurt.</u> <u>The proxy Weise</u> <u>Frank-Jürgen is de-</u> <u>leted.</u>		
			<u>The proxy Willi</u> <u>Kumpf is deleted.</u>		(a) December 10, 1999 [signature]
No. 34	<u>156,108,961.</u> <u>42 Euro</u>			On the basis of the authorization granted by the revision of the Arti- cles of June 12, 1997 (see Entry No. 19), the original capital is in- creased by 298,921.69 to - <u>156,108,961.42.</u> By decision of the su- pervisory board of De- cember 2, 1999, §4 and §5 of the Articles (Amount and Classifi- cation of the Original Capital) were revised accordingly.	(a) December 10, 1999 [signature] (b) Decision, p. 402, Special Vol.; Articles, Revised Version, p. 403 ff, Special Vol.
No. 35			Joint signatory power in common with an- other proxy is granted to: Anders Bernd, born April 20, 1951,		(a) March 3, 2000 [signature]

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No. 36			<u>Schweinfurt.</u> The <u>proxy Schaffner</u> <u>Diefer</u> is deleted. Joint signatory power in common with another proxy is granted to: Dr. Nippel Harald, born July 21, 1963, Schweinfurt.	<u>Kunzmann Martin</u>, <u>Dr.</u>, born January <u>10, 1957, Schweinfurt</u> – <u>member of the</u> <u>board</u> –	<u>Konstantinou Georg</u> is no longer a <u>member of</u> the <u>board</u>. <u>Kunzmann Martin, Dr.</u>, has been <u>appointed an</u> <u>additional member of</u> the <u>board</u>.	(a) May 9, 2000 [signature] (b) Decision, p. 432, Special Vol.
No. 37					The general meeting of June 15, 2000 decided to change and revise the Articles as follows: to create an Approved Capital I, §4, Para. 2, of the Articles (Approved Capital I) has been changed and rewritten; to create an approved Capital III, a new Para. 4 has been inserted in §4 of the Articles. The previous Paras. 4, 5, and 6 of §4 of the Articles were renumbered 5, 6, and 7. The annual meeting also decided on the condi- tional increase in the original capital by an amount of up to 13,060,000, which	(a) July 5, 2000 [signature] (b) Decision, p. 436 ff., Special Vol.; Articles, Revised Version, p. 438 ff, Special Vol.

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				serves to grant options to management employees, the issuance of which was also decided on at the annual meeting. Thus a new Para. 7 was inserted into §4 of the Articles. The previous Para. 7 of §4 of the Articles was renumbered 8.	
No. 38				<u>Creydt Martin, Dr., is no longer a member of the board.</u>	(a) December 6, 2000 [signature] (b) Decision, p. 459, Special Vol.
No. 39			<u>156,434,884.43 Euro</u>	On the basis of the authorization granted by the revision of the Articles of June 12, 1997 (see Entry No. 19), the original capital has been increased by 3 25,923.01 to 1 56,434,884.43. By decision of the supervisory board of December 5, 2000, §4 and §5 of the Articles (Amount and Classification of the Original Capital) were changed	a) December 13, 2000 [signature] (b) Decision, p. 471 ff, Special Vol. Articles, Revised Version, p. 476 ff, Special Vol.

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No. 40			<u>Joint signatory power</u> <u>in common with an-</u> <u>other proxy is granted</u> <u>to:</u> <u>Seifert Bruno, born</u> <u>August 8, 1952,</u> <u>Schweinfurt.</u> <u>The proxy Rotter</u> <u>Eckehart is deleted.</u>	accordingly.	(a) February 7, 2001 [signature]
No. 41	<u>Hankel Michael,</u> <u>born May 23, 1957,</u> <u>Schweinfurt,</u> <u>— member of the</u> <u>board —</u>			Hankel Michael has been appointed an addi- tional member of the board.	(a) April 26, 2001 [signature] (b) Decision. p. 503, Special Vol.
No. 42				The general meeting of June 28, 2001 decided to change and revise §4, Para. 4 of the Articles (Original Capi- tal/Approved Capital and Dividend Capital). The board is authorized, with the agreement of the supervisory board, to increase the original capital of the company by up to 15,600,00, by issuing new shares against cash deposits once or several times (Approved Capital II) within the period ending	(a) July 6, 2001 [sig- nature] (b) Decision, p. 507, Special Vol.; Articles, P. 540, ff., Special Vol.

			June 27, 2006. The right of the shareholders to acquire these shares can be excluded. In addition, the following §§ of the Articles were changed, revised, supplemented, or given attachments: §4, Para. 5, § 4, Para. 6, Sentence 1, § 5, Para. 2, Sentence 2 (Shares), §13, Para. 1, Sentence 2 (Calling Meetings of the Supervisory Board and Decisions), and §19, Para. 1, Sentence 3 (Participation in the General Meeting).		(a) December 5, 2001 [signature]
No. 43			<u>Proxy in common with another proxy is granted to:</u> <u>Seelmann Peter, born April 4, 1950, Schweinfurt.</u> <u>The proxy Dr. Kerling Heiner is deleted.</u>	<u>Dr. Loos Uwe is no longer a member of the board.</u> Dr. Geißinger Jürgen has been appointed a member of the board	(a) February 21, 2002 [signature] (b) Decision. p. 568 ff, Special Vol.
No. 44		Geißinger Jürgen, Dr., born July 24, 1959, Schweinfurt.			

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No. 45					and has been named chairman of the board. Dr. Vogel Gerhard is now vice-chairman of the board.	(a) February 28, 2002 [signature]
No. 46					<u>The proxies Franke Joachim and Groh Kurt are deleted.</u> As the controlled company, the company concluded a control agreement on April 19, 2002 with INA Vermögensverwaltungsgesellschaft mbH, as the controlling company, headquartered in Herzogenaurach. The annual meeting of FAG Kugelfischer Georg Schäfer Aktiengesellschaft approved the agreement on June 6, 2002, and the company meeting of INA Vermögensverwaltungsgesellschaft mbH approved it on June 6, 2002.	(a) June 10, 2002 [signature] (b) Decision, p. 609, Special Vol.; Agreement, p. 611, Special Vol.
No. 47					Signatory power in common with another proxy has been granted to:	(a) June 18, 2002 [signature]

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No. 48			Büchel Gert Otto, born August 16, 1947, Schweinfurt. Schullan Robert Axel, born March 1, 1958, Schweinfurt.		
				On the basis of the merger agreements of June 17, 2002, the company, as the transferee company, has merged with the following firms as the transferor companies, each headquartered in Schweinfurt, by the transfer of their assets in their entirety, under exclusion of the liquidation according to §1, Para. 1, No. 1, §2, No. 1, §3, Para. 1, No. 2, §4 ff, §60 ff, of the Con- version Law [UmwG] (Merger by Absorption): FAG Industrial Bearings Aktiengesellschaft (HRB 2515); FAG Komponenten Aktiengesellschaft (HRB 2516), FAG Automobiltechnik Aktiengesellschaft (HRB 2517),	(a) July 1, 2002 [signature] (b) Merger Agreement, p. 627 ff, Special Vol.; Decisions, p. 645 ff, Special Vol.

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				FAG Corporate Services GmbH (HRB 2446), FAG Production Systems GmbH (HRB 2447) FAG Aircraft/Super Precision Bearings GmbH (HRB 2448), FAG International Sales and Service GmbH (HRB 3514), and FAG Sales Europe GmbH (HRB 3155). The extraordinary general meetings and the shareholders meetings of the transferor companies approved the merger agreement on June 17, 2002.	
No. 49				<u>Kunzmann Martin, Dr.,</u> is no longer a member of the board.	(a) July 4, 2002 [signature] (b) Decision, p. 984, Special Vol. (a) August 6, 2002 [signature]
No. 50				Signatory power, each in common with another proxy, has been granted to: Abele Raimund, Dr., born June 3, 1955, Schweinfurt; Barthelme, Gerhard,	

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			born August 10, 1951, Schweinfurt; Blank Hans-Günter, born November 4, 1948, Schweinfurt; deBoer Johannes, born December 1, 1949, Schweinfurt; Haag Winfried, Dr., born October 7, 1953, Schweinfurt; Hellermann Martin, born September 26, 1955, Schweinfurt; Hess Friedrich, born July 10, 1960, Schweinfurt; Hobein Wilhelm, Dr., born January 14, 1952, Schweinfurt; Hock Manfred, born March 6, 1949, Schweinfurt; Hofmann, Erwin, born May 6, 1954, Schweinfurt; Hofmann, Heinrich, born April 23, 1940, Schweinfurt; Jonas Josef, born March 26, 1947, Schweinfurt; Kess Harald, born		
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January 19, 1960,
Schweinfurt;
Kleinhenz Günter,
born August 9, 1943,
Schweinfurt;
König, Heiko, born
September 27, 1962,
Schweinfurt;
Krautkrämer, Ber-
thold, born October
24, 1957, Schweinfurt;
Krug Tobias, born
February 17, 1967,
Schweinfurt;
Lukat Gerd, born June
19, 1945, Schweinfurt;
Markowski Udo, Dr.,
born June 27, 1954,
Schweinfurt;
Megner Helmuth,
born October 19,
1946, Schweinfurt;
Morber Günter, born
November 29, 1948,
Schweinfurt;
Pfaffenberger Ber-
nahr, born March 5,
1956, Schweinfurt;
Roth Ernst, born
August 31, 1948,
Schweinfurt;
Schindler Rudolf,
born April 11, 1948,

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			Schweinfurt; Sitz Rupert, born December 16, 1960, Schweinfurt; Stops Michael, born February 23, 1957, Schweinfurt; Wich Peter, born August 2, 1946, Schweinfurt; Wiemer Matthias, Dr., born August 15, 1958, Schweinfurt; Zwirlein Oskar, Dr., born January 18, 1944, Schweinfurt. <u>The proxies Lauer-Schmaltz Hans, Dr., Seelmann Peter, and Seifert Bruno are deleted.</u>				(a) October 24, 2002 [signature]
			Signatory power in common with another proxy is granted to: Woska Rainer, Dr. Eng., born July 24, 1950, Schweinfurt.				

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