

FRICION MATERIALS STANDARDS INSTITUTE**ASSISTING MEMBERS TO MEET CHALLENGE OF GLOBAL
AUTOMOTIVE AFTERMARKET**

- Cost Effective Means of Sharing Product Information
- Unique, Standardized, Systematic Part Numbering System
- Focus: On-highway Vehicles in North America

BENEFITS OF MEMBERSHIP

- FMSI's proprietary part numbering system covers six product categories: disc friction, disc backing plates, drum friction, drum shoes, heavy duty blocks, and clutch facings
 - Standard for North American automotive aftermarket
 - Selected Part Numbers trademarked by FMSI
 - Members authorized to use the part numbers and trademarks
 - Members' customers authorized to use part numbers for products purchased from members
- FMSI provides application and basic dimensional data
 - Members' Only Electronic on-line catalog with applications, dimensions, drawings, images, original equipment numbers, and much more updated every two weeks
 - Virtually complete list of all products identified by FMSI
 - Application coverage from Model Year 1970
 - Thousands of part drawings
 - Powerful reports generator
 - Automotive Data Book published yearly – Members enjoy substantial price discount
 - Technical bulletins – 5 to 6 per year – with drawings and information about new parts plus application coverage for both new and existing parts
- FMSI informs members about major environmental, brake performance and regulatory activity
- FMSI's annual meeting provides opportunity to meet with key business participants

ELIGIBILITY FOR MEMBERSHIP - MANUFACTURERS

- Manufacturers of the six products covered by FMSI (disc friction, disc backing plates, drum friction, drum shoes, heavy duty blocks, and clutch facings) in commercial quantities are eligible for membership
- Active members have their principal office or manufacturing facility in the United States, Canada, or Mexico
- Regional members are located throughout the rest of the world
- Only difference between Active and Regional membership is that Active Members bear the additional responsibility for the operation of FMSI
- Active and Regional members have the same rights to FMSI information and part number use

ELIGIBILITY FOR MEMBERSHIP - LICENSEES

- Not a manufacturer of the six products covered by FMSI
- Participates in the industry in one of the following five areas
 - Manufacture of component parts for brakes
 - Manufacture of materials for attachment or assembly of brakes
 - Manufacture of tools and/or equipment used in industry
 - Test or certify friction materials
 - Rebuild or assemble brakes and clutches
- Licensee members have access to FMSI information
- Licensee members do NOT have the right to use FMSI part numbers except for product purchased from a manufacturing member

CONTACT INFORMATION

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FRICITION MATERIALS STANDARDS INSTITUTE, INC.
3069 University Drive, Suite 210
Auburn Hills, MI 48326

Dear Sir,

Thank you for your interest in becoming a Regional Member of the Friction Materials Standards Institute. There are many reasons to become a member of FMSI. The attachment entitled "Manufacturer Membership Information" outlines the eligibility requirements, the benefits, and the obligations of membership.

One of the most important reasons to join is that the FMSI part numbering system is trademarked. Therefore, it is particularly important that any company producing friction products, disc plates, or drum shoes and using or referring to the FMSI part numbers become a member. If a company chooses not to join but uses the FMSI part numbers, the company and its customers who use the FMSI part numbers may be liable for legal action.

BACKGROUND INFORMATION

The FMSI web site (www.fmsi.org) has a list of FMSI members, the objectives of FMSI, and other important information. It is also the portal into our members' only electronic catalog.

The enclosed items should help explain the activities of the Institute as well as the requirements for and benefits of membership:

Manufacturer Membership Information
Regional Members - Category Filing
Category Reporting - Regional
Application Form for Membership

ANNUAL MEMBERSHIP FEE

The annual membership fee is determined by the number of categories in which the member participates. There are five categories: (1) Disc brake linings; (2) Drum brake linings; (3) Brake Blocks; (4) Clutch Facings; and (5) Disc Plates & Drum Brake Shoes.

The fee is:

One category:	US \$3,550/year
Two categories:	US \$3,800/year
Three categories:	US \$4,350 /year
Four categories:	US \$4,850/year
Five categories:	US \$4,850/year

To participate in a category, a company must be marketing that product line or type in the United States, Canada, or Mexico. If the company does not market its products in the United States, Canada, or Mexico, it may apply as a "zero" category member. The annual membership fee for "zero category" is US \$3,300.

This fee includes access to the FMSI electronic catalog for up to three users. For members desiring more than three users, there is an additional fee of US \$75 per year per user.

INITIATION FEE

To reflect the intellectual property value that FMSI has built over the years, a onetime initiation fee of \$8,000 is required. This initiation fee will be used to further protect the intellectual property of FMSI and its members. This fee is due with the application.

APPLICATION FOR MEMBERSHIP

Please complete the Application for Membership and the Category Filing forms. Both should be signed by a principal of the applicant.

Upon approval of the application, a copy of the FMSI Constitution and By- Laws will be sent to you along with a letter in which you agree to adhere to that document. An officer of the company should sign the letter and return it to FMSI. Membership cannot be finalized until this document has been signed and returned. If for some reason you are unable to agree to adherence, the application will be voided and the prepayments returned.

Regional Member Application

FRICTION MATERIALS STANDARDS INSTITUTE
3069 University Drive, Suite 210
Auburn Hills, MI 48326

REGIONAL MEMBER - CATEGORY FILING

GENERAL - Regional Members not using the copyrighted FMSI numbers or the registered trademarks FMSI and FMSI in the U.S. or Canadian markets pay a uniform annual fee which is established by the Board of Directors. This fee is ordinarily less than that paid by Active Members (U.S. & Canadian manufacturers).

Where a Regional Member is using the Institute's trademarks and copyrighted FMSI numbers for marketing products in the United States or Canada, he will pay the same fee schedule established for Active Members. This fee depends on "categories" in which the member is engaged and is normally higher than the regular Regional Member fee.

Categories

There are five categories: (1) Disc Brake Linings; (2) Drum Brake Linings; (3) Brake Blocks; (4) Clutch Facings; (5) Brake Shoes

(1) Disc Brake Linings or Pads - This includes disc brake linings or pads (or pucks), whether sold as the friction material only for subsequent attachment, or sold riveted, bonded or molded to the steel shoe. It includes all disc brake pads, regardless of size or usage (automotive or off-highway).

(2) Drum Brake Linings - Under 3/4" Nominal in Thickness - This includes drum brake linings or segments whether sold loose, attached to shoes or in roll form. There are normally sold for use on passenger cars, light and medium trucks, and on the fronts of certain heavy trucks.

(3) Brake Blocks - 3/4" Nominal and Over in Thickness - This includes brake blocks whether loose or attached to shoes. The 3/4" nominal thickness includes tapered blocks with a maximum thickness of approximately .700", with minimum thickness below .500". Block are ordinarily used on heavy duty trucks and off-highway equipment.

(4) Clutch Facings - This includes all loose clutch facings or facings attached to clutch disc or other carriers, both automotive and off-highway.

(5) Brake Shoes - Either disc brake backing plates and/or drum brake shoes sold as a finished product to friction material manufacturers, assemblers or rebuilders.

"Our Company is Engaged as Follows":

If a Regional Member offers a product in any of the above categories for sale in the United States or Canada, using the copyrighted FMSI numbering system or the FMS and FMSI trademarks, or if he offers that product for sale to distributors, rebuilders or others in the replacement market who use the FMSI numbering system on the Regional Members' products or cartons, advertising, etc., that Regional Member is engaged in that category.

FMSI and FMSI are registered trademarks of the Friction Materials Standards Institute, Inc.

CATEGORY REPORTING - REGIONAL MEMBER
FOR FEE PURPOSES

Product is not offered for sale in the United States market and/or Canadian market using the copyrighted FMSI numbers and/or their Trademarks FMS and FMSI.

Following products are offered for sale in the United States market and/or Canadian market using the copyrighted FMSI numbers and/or their Trademarks FMS and FMSI:

Disc Brake Linings or Pads

Drum Brake Linings - Under 0.75" Nominal

Brake Block - 0.75" and over Nominal

Clutch Facings (All)

Brake Shoes

Please check each category or categories in which your company is engaged.

Signature:

Name:

Company:

Date:

NOTE: ALL QUESTIONS MUST BE ANSWERED IN ENGLISH

TO THE BOARD OF DIRECTORS OF FRICTION MATERIALS STANDARDS INSTITUTE, INC.

The undersigned hereby applies for membership in the FRICTION MATERIALS STANDARDS INSTITUTE, INC., as a Regional Member, and certified to the following:

1. Name of Applicant Company:
2. Country of Incorporation:
3. Address of Principal Office:
4. Date of Incorporation:
5. Length of time dealing with friction materials:
6. Do you manufacture friction materials from the basic materials or do you buy partially finished products from other companies?
7. Type of friction materials manufactured, and approximate annual capacity of plant (Pieces or Tons):
8. State approximate amount of said materials manufactured in commercial quantities (Pieces or Tons):
9. Do you plan to market your friction product in the United States, Canada, or Mexico?
10. Size of manufacturing facility:
11. Do you list the materials you manufacture in catalogs or in some other form?
12. Trade and Bank References:

The undersigned hereby acknowledges:

Applicant agrees and acknowledges FMSI's exclusive right, title, and interest in and to the FMSI and FMS trademarks, the proprietary FMSI part numbering system, and to the specific part numbers used in the part numbering system (collectively, the "FMSI Intellectual Property") and acknowledges that use of the FMSI Intellectual Property without the benefit of FMSI membership is a willing infringement of the FMSI Intellectual Property and constitutes unfair competition and a deceptive trade practice.

FMSI membership confers the right to use the FMSI part numbering system as long as the member is in good standing. If for any reason membership is terminated, the right to use the copyrights and trademarks including, without limitation, FMS, FMSI, FMSI part numbers or FMSI part numbering system by the former member or its customers ceases.

Applicant agrees to pay FMSI invoices within 30 days of invoice date and immediately inform FMSI of any dispute.

Applicant will not claim rights and/or seek to register copyrights or trademarks in FMS, FMSI, FMSI part numbers or FMSI part numbering system anywhere in the world.

Membership is not final until the FMSI Board of Directors approves the application and the applicant agrees to adhere to the FMSI Constitution and By-Laws.

If any information supplied by the applicant on this application is false, the applicant will be subject to expulsion from membership by the FMSI Board of Directors and forfeiture of all monies paid to FMSI.

Web Site:

Signature must be that of Officer, Principal or Manager of manufacturer applicant.

PLEASE LIST COMPLETE COMPANY NAME, MAILING ADDRESS, TELEPHONE NUMBER, FAX NUMBER AND EMAIL ADDRESS.

The undersigned hereby applies for membership in the FRICTION MATERIALS STANDARDS INSTITUTE INC. as a Regional Member, and certifies to the following.

Does your company have any quality certifications?

What is your Primary country of origin of the products using FMSI numbers?

Does your company operate under International labor and safety guidelines?

Does your company follow International environmental guidelines?

Where is your company incorporated?

If privately held: If so name of principles stock holders. Have any principle stock holder(s) been Charged or convinced of any violation of the US international corruption laws.

Have you applied to FMSI before?

Are you authorize to do business in US or Canada?

Has your company been renamed in the last five years?

Are you currently using FMSI numbering system? if so, how long?

Name:

Signature:

Company Name:

Date: