

DANA CORPORATIONMINUTES OF MEETING OF BOARD OF DIRECTORS

A meeting of the Board of Directors of DANA CORPORATION was held at 4100 Bennett Road, Toledo, Ohio, on Monday, July 22, 1968, at 10:00 o'clock a.m., pursuant to due notice of the meeting.

Present:

Messrs.	J. E. Martin
	J. R. Miller
	R. C. McPherson
	T. J. Dolan
	W. W. Knight, Jr.

constituting a majority of the Board.

Mr. Martin, Chairman of the Board, presided as Chairman of the meeting; Mr. L. L. Dodge, Secretary, acted as Secretary of the meeting.

On motion duly made and seconded, it was unanimously

RESOLVED, that THE TOLEDO TRUST COMPANY, Toledo, Ohio, as a designated depository of this Corporation, be and it is hereby requested, authorized and directed until otherwise ordered:

1. Funds deposited in this Corporation's name in its Dana Corporation, Victor Divisions, Robinson, Illinois, GENERAL ACCOUNT, shall be subject to withdrawal on the check, draft, note or order of this Corporation signed by any two of the following:

Officers:

Chairman of the Board
Vice Chairman of the Board
President
Any Vice President
Any Assistant Vice President
Treasurer
Any Assistant Treasurer
Secretary
Any Assistant Secretary
Controller

Employees:

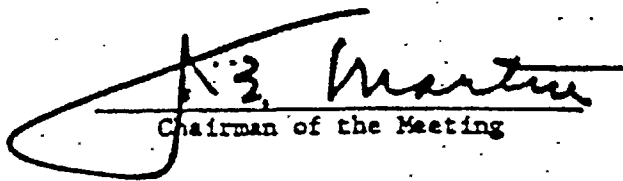
Henry Dehr
G. G. Quenzer
S. G. Carve
John E. Zeitz

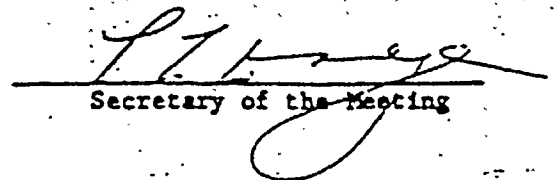
2. To pay such checks, drafts, notes or orders, and to receive the same for credit of or in payment from the payee or any other holder, when so signed, without inquiry as to the circumstances of their issue or the disposition of the proceeds, whether drawn to the individual order of or tendered in payment of individual obligations of the said above named persons or other officers of this Corporation, or otherwise.

3. All previous authorizations for the signing and honoring of checks, drafts or other orders for the payment of money drawn on said The Toledo Trust Company by this Corporation are hereby continued in full force and effect as amplified hereby.

On motion duly made and seconded, the meeting adjourned.

Approved:


Chairman of the Meeting


Secretary of the Meeting