

ARTICLES OF INCORPORATION

of the

"BOISE VALLEY CONSTRUCTION COMPANY, LIMITED."

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KNOW ALL MEN BY THESE PRESENTS:

T H A T W E, The undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho.

AND WE DO HEREBY CERTIFY:

ARTICLE I.

T H A T The name of said corporation is the "BOISE VALLEY CONSTRUCTION COMPANY, LIMITED."

ARTICLE II.

T H A T The purposes for which this corporation is formed are to purchase, build, lease, own and operate electric, gasoline motor or steam railways in the State of Idaho, either in cities or as suburban lines connecting cities by electric, gasoline motor or steam line railways. Also to acquire, hold and plat into city and town lots real estate of all kinds, and sell, lease or mortgage same; locate, lease, acquire, purchase by work, operate or sell locations; water rights or water of every kind and description, or to procure options thereon; to purchase, take, hold, own, procure options on, rent, lease, mortgage or otherwise create liens, or sell, convey, exchange, transfer, assign, let or lease, or in any manner whatsoever acquire, dispose of, work and operate power plants for the purpose of furnishing light, heat and power.

Also to purchase, take, hold, own, procure options on, let and lease, mortgage or otherwise create liens on, sell, convey, exchange

transfer, assign, let or lease, or in any manner whatsoever acquire, dispose of, work and operate real property, including timber, mineral oil, gaslands, as well as any other lands of all kinds in the State of Idaho, and to erect houses, works, machinery, furnaces and plants or any and every kind, class and description, and to sell, lease or in any manner dispose of, work and operate the same.

To purchase or in any other lawful manner acquire, hold, own, mortgage, pledge, sell, transfer or in any other manner dispose of, and to erect, purchase, lease or in any lawful manner acquire warehouses, factories, works, machinery and conveniences to effectuate the purposes herein mentioned. To acquire by purchase, or otherwise, the good will, right or rights, franchises or franchises, the stock, bonds and other evidences of indebtedness or property, or any part of or right or interest therein, and any liability or liabilities of any person or persons, firm or firms, association or associations, corporation or corporations, to pay for the same in cash, its bonds or property of any kind, class or description, the stock and bonds of any other corporation or controlled by this corporation, the stock or bonds of any municipality, county, State or Government owned by them, and to issue a certificate or certificates of its own stock in payment therefor, or otherwise.

That said Company is also given power and authority to borrow such sums of money as may be necessary for its purposes, from time to time, and for such loans to issue its bonds, to sell, exchange, or hypothecate said bonds on such terms as it may deem advisable, and to secure the said bonds and interest thereon by deed of trust or mortgage conveying its road bed, property, and franchises, in whole or in part. In general, to carry on any other business therewith, whether railway, manufacturing, mining, commercial or otherwise, and to promote its objects without restriction as to place to the same extent as any natural person might or could do, and with all the power conferred by the laws of the State of Idaho upon corporations.

It is intended that the separate objects specified above shall be

no wise be limited or restricted by reference to or inference from the terms of any other paragraph of the certificate of incorporation, and that the said objects specified in each clause shall be regarded as independent objects that may be executed in conformity with the law by this corporation, and it is intended that the right of extending powers and privileges in each clause and paragraph by reference to other paragraphs and clauses of this certificate may be exercised by the Board of Directors.

The Company hereby incorporated may acquire by lease, purchase, subscription to, or purchase of the capital stock, or otherwise the works, tracks, property, franchises, rights, privileges and immunities including the right to be a corporation, of other line companies, doing a railroad business, operated either by steam, electric, or other motive power, chartered under the laws of this State or any other State, and may own, buy, sell, lease, use, maintain, and extend the same, and powers hereby conferred upon like companies chartered under the laws of this or other States, to transfer by sale or lease all their works, tracks, property, franchises, rights and immunities, including the right to be a corporation, to the company hereby incorporated, or to unite or consolidate with it upon such terms as may be agreed upon between them. The said Company hereby incorporated may purchase, or otherwise acquire, and hold the stocks and bonds of any other Company or corporation, chartered under the laws of this or other States, and it acquire and hold by purchase, lease or any other manner, the plants, works, or other property of any company, firm, or individual, now engaged, or which may hereafter engage in a similar business in this State, and may likewise acquire and hold, or afterwards sell, any other property necessary to the conduct of the business of said Company hereby incorporated; and may make payment for such railways, plants, works, franchises, rights or other property in money or by issuing its bonds, notes or stock therefor.

That said Company is hereby given power and authority to make, construct, equip, operate and maintain a line or lines of railway, with one

with one or more tracks, and with such cars, trolley wires, and other appurtenances, and over and along the public highways and avenues without said corporate limits, by and with the consent of the authorities having lawful supervision and control of said public highways and avenues.

That said Company hereby incorporated may manufacture, generate, employ, distribute, furnish, buy and sell, within the radius aforesaid, electricity, the electric current, gas or other suitable and proper materials, or fluids for public and private use, for its own use and for distribution and sale, for any and all of said purposes, to all persons, firms and corporations, upon such terms as may be agreed upon by the contracting parties, and may purchase and sell appliances, and fixtures, in connection with and for the purpose of introducing its light, heat and power into general use.

Said company shall have the right to carry on the business of an electric light company in all its branches, and in particular to construct lay down, fix and carry out all necessary cables, wires, lines and accumulators, lamps and works, and to generate and accumulate, distribute and supply electricity, and to light cities, towns, streets, markets, theatres and buildings, both public and private. May manufacture and deal in all apparatus and things required for or capable of being used in an electric railroad business, or in connection with the generation, distribution, supply, accumulation and employment of electricity.

Said Company shall have the right to build, erect, construct, manage and occupy buildings for hotel purposes, dwelling houses, apartment houses, and other structures, to buy, own, operate, lease lands and buildings for hotels, apartment houses, dwelling houses and business structures of all kinds for the accommodation of the public, and of individuals; to manage, keep, conduct and carry on hotels, apartment houses, dwelling houses, restaurants and places for the accommodation of the public, or individuals, and to purchase, sell, lease and mortgage buildings, structures, lands and real and personal property of every description. To fit

up and furnish the same, and to carry on the business of hotel and inn keepers and livery stable keepers. To buy and sell mineral springs, mineral water, establish parks, and conduct health and pleasure resorts, and to conduct and operate places for pleasure and amusement.

Said Company shall have the right to acquire by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage or encumber real estate, or other property, personal and mixed. To survey, subdivide, plot, improve and develop land for purposes of sale, or otherwise, and to do and perform all things needful and lawful for the development and improvement of the same, for residence, trade, agriculture, or other business.

Said Company shall have the right to construct, purchase or otherwise acquire, maintain, repair and operate water works, and to sell, lease or rent water, and water privileges.

The special purpose of the Company at this time is to construct a standard gauge electric, gasoline motor or steam railway from the City of Boise, Ada County, Idaho, south through the town of South Boise; thence in a westerly direction to the City of Caldwell, Canyon County, Idaho, a distance of thirty miles, more or less; also to construct a like line of railway through the town of South Boise in an easterly direction to the Plant of the Barber Lumber Company on the Boise River, a distance of five miles, more or less; or a total distance of thirty-five miles, more or less.

#### ARTICLE III.

That the place where its principal business shall be transacted shall be Boise City, Ada County, State of Idaho.

#### ARTICLE IV.

That the term for which this corporation is to exist is Fifty (50) years from and after the date of its incorporation.

ARTICLE V.

T H A T The number of its Directors shall be nine (9), and that the names and residences of those who are appointed for the first year are:

<u>N a m e s :</u>	<u>R e s i d e n c e s :</u>
... Robert Noble .....	Reynolds .....
B F Olden .....	Boise Idaho .....
H P Ustick .....	Boise Idaho .....
D R Hubbard .....	Boise Idaho .....
W H Gibberd .....	Boise Idaho .....
George Butler .....	Boise Idaho .....
John McMillan .....	Boise Idaho .....
W P Hard .....	Boise Idaho .....
W M Donaldson .....	Boise Idaho .....

ARTICLE VI.

T H A T The Capital Stock of this Corporation shall be Two Hundred and Fifty Thousand Dollars (\$250,000), divided into two thousand five <sup>Hundred</sup> shares of the par value of One Hundred Dollars (\$100) each.

ARTICLE VII.

T H A T The amount of the Capital Stock which has been actually subscribed is Twenty-Five Thousand Dollars (\$25,000), and the following are the names of the persons by whom the same has been subscribed, to-wit:

<u>N a m e s.</u>	<u>No. shares.</u>	<u>Amount.</u>
Robert Noble	30	\$3000.00
John McMillan	21	2100.00
H. E. Neal	20	2000.00
A. Ross	21	2100.00
B. F. Olden, Trustee	<del>21</del> 21	2100.00 (2100)
O. V. Allen	11	1100.00
D. R. Hubbard	11	1100.00
W. P. Hard	11	1100.00
George Butler	11	1100.00
A. J. Swain	10	1000.00
E. H. Boggs	11	1100.00
W. H. Gibberd	11	1100.00
N. M. Thompson	<del>11</del> 11	1100.00 (1100)
H. P. Ustick	25	2500.00
W. M. Donaldson	25	2500.00

IN WITNESS WHEREOF, We have hereunto set our hands and seals

this, the twenty-ninth day of November, 1905.

Signed, sealed and delivered in the presence of:

*W. S. Walker*

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*of*

*John W. Miller* (SEAL)

*W. P. Hard* (SEAL)

*Robt Noble* (SEAL)

*H. P. Metcalf* (SEAL)

*George Butler* (SEAL)

*D. R. Hubbard* (SEAL)

*W. H. Gibberd* (SEAL)

*B. F. Alden* (SEAL)

*W. H. Donaldson* (SEAL)

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STATE OF IDAHO, }  
County of Ada. } ss.

ON THIS *4th* day of *December*, 1905, before me, *Walter S. Walker*, a NOTARY PUBLIC in and for said

County, personally appeared *John W. Miller W. P. Hard Robt Noble H. P. Metcalf George Butler D. R. Hubbard W. H. Gibberd B. F. Alden W. H. Donaldson*

personally known to me to be the same persons whose names are subscribed to the within instrument, and they each duly acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this Certificate first above written.

*Walter S. Walker*  
Notary Public.