

ARTICLES OF INCORPORATION
OF THE
SHOSHONE RAILWAY

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We, the undersigned, the first three of whom are actual bona fide residents of the County of Kootenai, State of Idaho, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the laws of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming such corporation, and do hereby certify as follows:-

First. That the name of the corporation is "Shoshone Railway".

Second. The purposes and objects for which this corporation is formed are:

1. To build, equip, construct, lease, run and operate a railroad, by steam or electric power, or by both, or otherwise, from a point near the western boundary line of section twenty-five (25), Township forty-two (42), North, Range one (1) East of the Boise Meridian, in the County of Shoshone, State of Idaho, more particularly described as beginning at a point on the Chicago, Milwaukee & St. Paul Railway, two hundred sixty-eight (268) feet East of the quarter section corner to sections twenty-five (25) and twenty-six (26) of said township and range; thence running in a general southerly direction through the West half (W¹/₂) of the Southwest quarter (SW¹/₄) of said section Twenty-five (25),

and through the Southeast quarter ($SE\frac{1}{4}$) of the Southeast quarter ($SE\frac{1}{4}$) of Section Twenty-six (26), the Northeast quarter ($NE\frac{1}{4}$) of the Northeast quarter ($NE\frac{1}{4}$) and the West half ($W\frac{1}{2}$) of the Northeast quarter ($NE\frac{1}{4}$) and the Northwest quarter ($NW\frac{1}{4}$) of the Southeast quarter ($SE\frac{1}{4}$) of Section Thirty five (35), all in Township Forty-two (42), North, Range One (1), East of the Boise Meridian.

And a branch line, marked branch "A", starting from a point near the center of the Southwest quarter ($SW\frac{1}{4}$) of the Northeast quarter ($NE\frac{1}{4}$) of Section thirty-five (35), distant six thousand six hundred twelve (6612) feet from the initial point of said railway; thence in a westerly direction through the said Southwest quarter ($SW\frac{1}{4}$) of the Northeast quarter ($NE\frac{1}{4}$) of Section thirty-five (35), and the South half ($S\frac{1}{2}$) of the Northwest quarter ($NW\frac{1}{4}$) of said Section thirty-five (35) Township forty-two (42), North, Range one (1) East of the Boise Meridian.

And a second branch line, designated as branch "B", leaving the main line near the center of the eastern boundry of the Northwest quarter ($NW\frac{1}{4}$) of the Northeast quarter ($NE\frac{1}{4}$) of Section thirty-five (35), at a point four thousand nine hundred twenty-seven (4927) feet distant from the initial point of said railway, running in a general southerly direction through the Northeast quarter ($NE\frac{1}{4}$) of Section thirty-five (35), the North half ($N\frac{1}{2}$) of the Southeast quarter ($SE\frac{1}{4}$) of Section thirty-five (35) and the Southeast quarter ($SE\frac{1}{4}$) of the Southeast quarter ($SE\frac{1}{4}$) of section Thirty-five (35), and the Southwest quarter ($SW\frac{1}{4}$) of the Southwest ($SW\frac{1}{4}$) of Section thirty-six (36), all in Township forty-two (42) North, Range one (1) East of the Boise Meridian.

And a third branch line, called branch "C", leaving the main line in the Southwest quarter (SW $\frac{1}{4}$) of the Southwest quarter (SW $\frac{1}{4}$) of Section twenty-five (25), at a point eighteen hundred forty-seven (1847) feet distant from the initial point of said railway; thence running in a general southeasterly direction through the South half (S $\frac{1}{2}$) of Section twenty-five (25), and the East half (E $\frac{1}{2}$) of Section thirty-six (36), Township forty-two (42) North of Range one (1), East of the Boise Meridian, covering an aggregate length and distance of six (6) miles, all situated in the County of Shoshone, State of Idaho.

And to do each, every and all things necessary, or in any way incident to the running and operation of said railway, together with the said branches, or any branches, extensions and connections.

2. To build, equip, lease, run and operate branch , extension, independent or connecting lines of railway from any point on said railway, or elsewhere, to such other place, or points or places, in the state of Idaho, as shall or may be determined from time to time, by the Directors of said corporation.

3. To receive, hold, take and convey, by deed or otherwise, as a natural person, such voluntary grants and donations of real estate and other property which may be made to it to aid and encourage the construction, maintenance and accommodation of said railway, and to take, hold, buy, purchase and lease all such real estate and personal property, and property of any kind, as may be necessary, or otherwise, for the construction and maintenance of such railway, for its stations,

or other buildings, necessary in and about the conduct and operation of said railway business, including the right to lease, hold, acquire, appropriate, or otherwise own, control, or acquire real estate or personal property, the waters of navigable or unnavigable streams, for the purpose of acquiring for its own use, for sale, or otherwise, power, electric light, and other purposes.

4. To purchase land, timber, stone, gravel, or other materials, to be used in the construction, maintenance and operation of its said railway, and acquiring, developing and making its power, and all necessary appendages and adjuncts.

5. To do and conduct each, every, and all things necessary or incident to a general railway business on said railway and its branches, extensions and connections, and to receive toll and compensation therefor, and to erect and maintain all necessary and convenient buildings, stations, depots, fixtures and machinery for the accommodation and use of its business.

6. To cause such examination and survey to be made as may be necessary for the selection of the most advantageous route for its railway, and where necessary, to appropriate and condemn, by proper proceedings, its right of way, and such other property as may be necessary for the maintenance and constructions and operation of said railway, including the right to acquire and condemn and take real property, and the waters of navigable and unnavigable streams, for the purpose of creating power and electricity with which to conduct and operate said railway business, and for any other purposes.

7. To construct, maintain and operate upon and along the line of said railway, and its branches, or independent extensions, or connecting lines, telegraph or telephone lines.

8. To borrow money for the purposes of said corporation on bonds, notes, bills, acceptances, or otherwise, at such rate of interest, and upon such terms, and under such conditions, as the Directors of said corporation shall deem best for the interest of said corporation. And to secure the payment of the same by mortgage, deed of trust, or otherwise, upon the property of said corporation, including its franchise, or by such other security or securities as the Board of Directors may, from time to time, determine upon, and to provide for a sinking fund to be specially applied to the redemption of any of the bonds of indebtedness of the company.

9. To sue or be sued, and to adopt and use a corporate seal.

10. The corporation shall have power to conduct its business in other states, and to have one or more offices out of the State of Idaho, and to hold, purchase, mortgage and convey, real and personal property out of said State of Idaho, and to conduct and transact any business in other states which it might or could do or transact in said State of Idaho, under these Articles and the laws of the said State of Idaho.

11. To subscribe for and acquire, hold, vote, own and dispose of the capital stock or stock of any other corporation and to vote said stock and at any and all stock holders meetings, by its President or by proxy, provided that said stock held by this corporation in any other corporation shall be held in the name of and voted by the President of this corporation, except said stock be voted by proxy, as herein provided.

And generally to do each, any and everything necessary proper and requisite to be done in carrying out any of the objects of this corporation herein provided for.

Third. The place where the principal business of this corporation is to be transacted is Harrison, in the County of Kootenai, State of Idaho.

Fourth. The term for which this corporation shall exist is fifty (50) years.

Fifth. The number of Directors of this corporation shall be four, and the names and post office addresses of those who are appointed for the first year are as follows:

NAME	ADDRESS
L. F. Connolly	Harrison, Idaho.
John J. Connolly	Harrison, Idaho.
Robert Lang	Coeur d'Alene, Idaho
John N. Wilson,	Spokane, Washington.

The number of Directors of this corporation may hereafter be fixed from time to time by the By-laws.

In case of any increase in the number of the Directors the additional Directors shall be elected as may be provided in the by-laws by the Board or by the stockholders at an annual or special meeting.

In case of any vacancy in the Board of Directors through death, resignation, disqualification or other cause, the remaining Directors, by affirmative vote by a majority of the Board of Directors, may elect a successor to hold office for the unexpired portion of the time of the Director whose place shall be vacant, and until the election of a successor.

The Board of Directors shall have power from time to time to fix and determine and to vary the amount of the working capital of the corporation; to determine whether any, and if any, what part of any, accumulated profits shall be declared in dividends and paid to the stockholders; to determine the time, or times, for the declaration and the payment of dividends; and to direct and determine the use and disposition

Tenth. That the meeting of the Board of Directors may be held at the principal office of this corporation, in this State, or at such other place or places, within or without said State of Idaho, for the transaction of any business of the corporation, as the Board of Directors may provide.

Eleventh. At least one member of the Board of Directors shall be a resident of the State of Idaho, and no other qualification as to the residence of the Directors shall be necessary. That the Articles of Incorporation of this corporation may be amended in any respect conformable to the laws of this State, by a vote representing at least a majority of the outstanding capital stock thereof, at a stockholders meeting called for that purpose, as provided by Section 2724 of the Idaho Revised Codes and acts supplemental thereto and mandatory thereof; Provided That the original purposes of this corporation shall not be altered, nor shall the capital stock be diminished to an amount less than fifty (50%) per cent in excess of the indebtedness of the corporation:

And Provided Further That the personal or individual liability of the holder of fully paid capital stock for assessments or for obligations of the corporation shall not be changed without the consent of all the stock holders.

Twelfth. This corporation shall be subject to all the duties imposed by the terms of Section 2715 of the Revised Codes of Idaho, and Acts Supplemental thereto and Mandatory thereof, and shall have and possess all the powers and privileges conferred by the laws under which this corporation is organized or which are contained in its Articles of Incorporation.

IN WITNESS WHEREOF, We have hereunto set our hands this
14th day of February, A.D. 1916.

L. F. Connolly
John J. Connolly
Robert Lang
John N. Wilson -

State of Washington)
County of Spokane) ss.

On this 14th day of February, in the year
A.D. 1916, before me Sidney E. Smith, a
Notary Public in and for said County and State, duly
commissioned and sworn, and residing therein, personally
appeared L. F. Connolly, J. J. Connolly, Robert Lang and
John N. Wilson, known to me to be the persons whose names
are subscribed to the within instrument, and acknowledged to
me that they executed the same for the purposes therein set
forth.

In Witness Whereof, I have hereunto set my hand and
affixed my official seal, the day and year in this certificate
first above written.

Sidney E. Smith
Notary Public residing at
Spokane, Washington.

Notarial
Seal

IN THE MATTER OF THE INCORPORATION OF THE SHOSHONE RAILWAY.

State of Washington)
County of Spokane) ss.

AFFIDAVIT OF AMOUNT OF CAPITAL STOCK ACTUALLY
SUBSCRIBED.

L. F. Connolly, being first duly sworn, deposes and says, that he is one of the incorporators and subscribers to the stock of the Shoshone Railway, a corporation created under and by virtue of the laws of the State of Idaho, and that he knows of his own knowledge that one hundred (100) shares, of the value of Ten Thousand (\$10,000.00) Dollars, of said capital stock, have been actually subscribed, which is more than one thousand (\$1000.00) Dollars per mile of said railway.

L. F. Connolly

Subscribed and sworn to before me this the 14 day of
February, A.D. 1916.

Henry E. Smith
Notary Public residing at
Spokane, Washington.



CERTIFICATE OF INCORPORATION

DOMESTIC

STATE OF IDAHO

COUNTY OF KOOTENAI.

I, D. E. Danby, Recorder in and for the County of Kootenai, State of Idaho, in which County is the principal place of business of the Shoshone Railway, do hereby certify that the Articles of Incorporation of the said Shoshone Railway executed on the 14th day of February, A.D. 1916, were filed in this office on the 15th day of February, A.D. One Thousand Nine Hundred Sixteen (1916), which Articles contain the statement of facts required by laws, to-wit:

First, The name of the corporation as aforesaid; Second, The purpose for which it was framed; Third, The place where its principal business is to be transacted; Fourth, The term for which it is to exist; Fifth, The number of its directors, or its trustees, and the names, residences and term of office of those who are appointed for the first year; Sixth, The amount of its capital stock and the number of shares into which it is divided; Seventh, The amount of its capital stock actually subscribed and by whom; Eighth, Said Articles contain also, each and all of the statements required by Section 2715 of Volume One of the Idaho Revised Codes. And an Affidavit of the amount of stock actually subscribed.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal, at Coeur d'Alene, County Seat of Kootenai County, State of Idaho, this 15th day of February, A.D. 1916.



D. E. Danby

County Recorder.

By McQuarles
Deputy.

CERTIFICATE OF INCORPORATION

DOMESTIC

STATE OF IDAHO

COUNTY OF SHOSHONE

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I, L. R. ADAMS, County Recorder
in and for the County of Shoshone, State of Idaho, do hereby
certify that a certified copy of the Articles of Incorpor-
ation of the Shoshone Railway, executed on the 14th day of
February, 1916, were filed in this office on the sixteenth
day of February, A.D. One Thousand Nine Hundred Sixteen, which
Articles contain the statement of facts required by law, to-wit;

First, The name of the corporation as aforesaid;

Second, the purpose for which it was framed; Third,

the place where its principal business is to be transacted;

Fourth, the term for which it is to exist; Fifth, the number
of its directors, or its trustees, and the names, residences

and term of office of those who are appointed for the first

year; Sixth, the amount of its capital stock and the number

of shares into which it is divided; Seventh, the amount of its

capital stock actually subscribed and by whom; Eighth, Said

articles contain also, each and all of the statements required

by Section 2715 of Volume One of the Idaho Revised Codes. And that
an Affidavit of the amount of stock actually subscribed, was also f
In Testimony Whereof, I have hereunto set my hand and in m
affi

affixed my official seal, at Wallace, the County Seat of Sho-

Shone County, State of Idaho, this sixteenth day of

February, A.D. 1916.

L. R. Adams
County Recorder.

