

Article No. 48409

Certified Copy No. \_\_\_\_\_

UNITED STATES OF AMERICA.

THE STATE OF WASHINGTON

DEPARTMENT OF STATE.

TO ALL TO WHOM THESE PRESENTS SHALL COME

I, J. GRANT HINKLE, Secretary of State of the State of Washington and custodian of the Seal of said State, do hereby certify that I have carefully compared the annexed copy of the

ARTICLES OF INCORPORATION

of the

WILTON-ROSENBERRY COMPANY

with the original copy of said Articles of Incorporation now on file in this office, and find the same to be a full, true and correct copy thereof, and of the whole of said original, together with all official endorsements thereon. And I further certify that the said Articles appear to have been duly and regularly filed in this office, according to law, and that the same are of a genuine, valid and subsisting character, and that this certificate is in due form and by the proper officer having the legal custody of said original and the requisite official knowledge relative thereto.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia, this 17th day of August, A.D. 1920.

J. GRANT HINKLE,

Secretary of State.

(The seal of the  
State of Washington)

By W. J. KINGSLEY,

Assistant Secretary  
of State.

ARTICLES OF INCORPORATION

of the

WINTON-ROSENBERRY COMPANY

220482

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THESE PRESENTS WITNESS, That we, C.J. Winton, D.N. Winton, W.S. Rosenberry and H.A. Scharf, being desirous of forming a corporation for the purpose hereinafter specified, and in conformity to the laws of the State of Washington, do make and subscribe the following written Articles of Incorporation, in triplicate:

ARTICLE I.

The name of this corporation shall be Winton-Rosenberry Company, and its principal place of business Spokane, Spokane County, Washington

ARTICLE II

The object for which this corporation is formed is and shall be: To engage in carrying on the business of acquiring, owning, buying, selling, leasing, mortgaging, exchanging, manufacturing, distributing, marketing, or otherwise dealing in, at wholesale and at retail, timber, lumber and various products thereof, and to carry on, in any capacity, any business appertaining to or which in the judgment of the company may at any time be conveniently and lawfully conducted in conjunction with any of the matters herein mentioned, and to own such real estate as may be necessary or proper in connection therewith.

To buy, acquire, own, build, erect, improve, lease, operate and control sawmill plants and lumber manufacturing plants for the manufacture of lumber and lumber products of all kinds; to buy, sell, cut, log, import and export, handle and deal in all kinds of timber and timber products of every description, including logs, saw logs, ties, tie timber, poles, piling, posts, stull

timber and wood of all kinds, and any articles manufactured from wood.

To buy, sell, own, improve and handle lands having timber thereon, and to buy, sell, own and handle timber privileges and timber standing on lands of others, and to convert such timber and logs into lumber and lumber products.

To own and operate wholesale and retail lumber yards itself or in company with others in the State of Washington and the other States of the United States and in foreign countries.

To construct, maintain and operate plants and works for the improvement and development of timber land and timber upon lands, and for the handling, preparing, transporting and rendering commercially available timber and all the various products thereof.

To buy, sell, construct, own and operate lumber and logging roads, railroads, railway engines and cars, tramways, chutes, ditches, flumes; and to own, operate and improve any means of handling logs in the woods and all means of transportation thereof whatsoever, including stationary and traction engines, cable devices, electric motors, docks wharfs, boats, barges and all water craft necessary or useful or which may prove advantageous in carrying on said business, and for that purpose to acquire rights-of-way therefor by purchase, gift, lease or otherwise, and to sell and dispose of such rights-of-way.

To improve and control streams and water ways and water rights; to buy, or sell, own and operate power plants and to generate or purchase electric energy for use in its plants and operations; to buy, own and operate stores and commissaries and thereby deal in all kinds of goods, wares and merchandise at wholesale or at retail, and to buy, own and operate board and lodging houses and camps.

To buy, sell, lease, rent, own and operate any and all real estate or interest in real estate that may seem necessary or advantageous in connection with said business, and to borrow money for the purpose of said corporation 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 payment of the same by mortgage, deed of trust, or otherwise, upon the property of this corporation, or by such 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 bonds or indebtedness of the company.

Also to advance and lend money to loggers, timber owners or others transacting business with this company drawing such interest, upon such terms, and upon such security as the company may determine upon, either within or without the State of Washington.

To subscribe for, acquire, hold, vote and dispose of capital stock or stocks of other lumber or timber companies, or other corporations, and to vote said stock at any and all stockholders' meetings by its president or by proxy, and generally to do any and every thing necessary or requisite to be done in carrying out the objects of this corporation herein provided for.

#### ARTICLE III.

The amount of capital stock of this corporation shall be One Million, Two Hundred Thousand Dollars (\$1,200,000.00), divided into twelve thousand (12,000) shares of the par value of One Hundred Dollars (\$100.00) each.

#### ARTICLE IV.

The time of existence of this corporation shall be fifty (50) years.

# ARTICLE V.

The number of trustees of this corporation shall be five (5), and the names and residences of the trustees who shall manage the concerns of the corporation untill the eighteenth (18th) day of January, 1921, are:

<u>Name</u>	<u>Residence</u>
C. J. Winton	Minneapolis, Minnesota
D. N. Winton	Minneapolis, Minnesota
W. S. Rosenberry	Coeur d'Alene, Idaho
H. A. Scharf	Gibbs, Idaho
A. E. Russel	Spokane, Washington

Signed, sealed and delivered  
in presence of:

W. F. McNaughton

W. M. Keeler

C. J. Winton

D. N. Winton

W. S. Rosenberry

H. A. Scharf

STATE OF IDAHO )

COUNTY OF KOOTENAI )

ss.

I, G. T. Marken, a Notary Public in and for the State of Idaho, duly commissioned, sworn and qualified, do hereby certify that on this 9th day of August, 1920, before me personally appeared C. J. Winton, D.N. Winton, W.S. Rosenberry and H. A. Scharf, to me known to be the individuals described in and who executed the within instrument, and acknowledged that they signed and sealed the same as their free and voluntary act and deed, for the uses and purposes herein mentioned.

Given under my hand and official seal this 9th day of August, 1920.

G. T. Marken  
Notary Public in and for Idaho,  
Residing at Gibbs Idaho.

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

I, <sup>C. O. Sowder</sup>~~D. E. Dandy~~, County Recorder in and for the County and State aforesaid, do hereby certify the within and foregoing to be a full, true and correct copy of the whole thereof, of The Articles of Incorporation of the Winton-Rosenberry Company

as the same appears <sup>on file</sup>~~of record~~ in my office in ~~Book~~....., ~~at page~~.....

In testimony whereof I have hereunto set my hand and affixed my official seal this  
 .....18th...day of....August..... 1920.

.....C. O. Sowder,.....  
 County Recorder, Kootenai County, Idaho  
 By L. L. Hilby..... Deputy