

-: ARTICLES OF INCORPORATION:-

OF THE

IDAHO ELECTRIC RAILWAY AND POWER COMPANY.

KNOW ALL MEN BY THESE PRESENTS that we, Joseph Bartlett; Frank C. Bond; George M. Parsons; Cassius M. Day and Frank A. Penn, do hereby associate ourselves together for the purpose of forming, and we do hereby form and agree to become a corporation under and by virtue of the Laws of the State of Idaho, and for such purposes we hereby certify:

ARTICLE I.

The name of said corporation is the "Idaho Electric Railway & Power Company."

ARTICLE II.

The objects and purposes for which said corporation is formed, are; to locate, construct, furnish, equip, operate, maintain and enjoy a line of railway of standard guage, to be operated by steam, electricity or other motive power, within the State of Idaho, between Boise City and the City of Lewiston, in said State of Idaho; and to locate, construct, furnish, equip, and maintain such branches thereof, either of standard guage or otherwise, as the business of said corporation may require, together with such necessary side tracks, spurs, switches, depots and water tanks, station houses, machine shops, power houses, canals, dams, flumes and electric lines for all purposes; and such appliances of every kind as may be needed to properly carry on the business of the corporation.

Second. To receive, hold, take and convey, by deed or otherwise, 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 such railroad and power company.

Third. To purchase, locate, or by voluntary grants or donations, to receive, enter, take possession of, hold and use, all such real estate, franchises and other property, as may be necessary for the construction of such railroad and power company, and for all stations, depots, machine shops, power houses, canals, flumes, dams and other purposes necessary to successfully work and conduct the business of such railroad and power company.

Fourth. To lay out its road and take and hold its right of way, in accordance with the laws of the State and the United States, and to construct and maintain the same, with single or double track, side tracks and turnouts, and with such other necessary appendages and adjuncts, as may be necessary.

Fifth. To construct its road across, along, or upon any stream of water, water course, navigable stream, street, avenue or highway, or across any railway, canal, ditch, or flume, which the route of its road intersects crosses or runs along, and to cross, intersect, join or unite its railroad with any other railroad, either before or after construction, at any point upon its route.

Sixth. To purchase, locate or otherwise acquire, lands, water rights, timber, stone, gravel, or other material, to be used in the construction and maintenance of its railroad, canals and water power, water rights and other franchises, and all necessary appendages and adjuncts thereto.

Seventh. To convey passengers, freight, express matter, United States mail, and to do a general transportation business over its lines and to receive tolls and compensation therefor.

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Eighth. To consolidate its stock, franchises and other property, with any other railroad corporation, in accordance with the laws of this State

Ninth. To construct, maintain, operate, buy, sell, rent or lease, telegraph lines, telephone lines, either in connection with said railroad or otherwise, together with exchanges and electric plants of whatsoever nature; and to manufacture and to deal generally in electric machinery, apparatus, instruments and supplies.

Tenth. To purchase or otherwise acquire, build, maintain and operate, electrical or other machinery for the generation of power, together with all appliances for its generation and transmission; to build stations or power houses, with all necessary canals, aqueducts, flumes, conduits, ditches or dams, or electric lines, at any point or points along the line of said road or its branches, and to sell, lease, rent, or otherwise dispose of, for compensation, the power so acquired or generated, for power, heating or lighting purposes. *or generated for power heating or lighting purposes*

Eleventh. To buy, own, sell, lease, rent, improve and deal in, water rights, privileges and franchises, and to erect, construct, own and operate, mills, smelters and reduction works, and such other manufactories, to be operated by steam, water or electric power, as may be deemed necessary for the best interests of the corporation.

Twelfth. To lease, mortgage, sell and convey, the whole or any part of its property, under such restrictions as may be imposed by law, and the by-laws of said corporation.

Thirteenth. To increase its capital stock under the laws of the State of Idaho, and to borrow money for purposes of construction, equipment, and the operating expenses of said road, or to discharge its obligations lawfully incurred, and to that end to execute its bonds, notes, mortgages

deeds of trust, or such other instruments as shall be necessary or proper for said company in the construction, equipment, or operation of said road, or the purposes of the corporation, or to discharge its legal obligations, or to secure such issues of bonds as it may determine to execute.

Fourteenth. To loan its money, or dispose of, sell or convey, its property and to take mortgages on real or personal property to secure loans, deeds or other conveyances made by it.

Fifteenth. To buy, sell, hypothecate, hold, manage, vote, and deal in the stocks, bonds, notes, and securities of other corporations having capital stock, for whatsoever business the same may be organized, and to that end in good faith if desired, to acquire its own stocks and exchange the same for the stocks, bonds, notes and securities of such other corporations.

Sixteenth. The said corporation assumes to itself, and shall and does possess all of the rights, powers, franchises and privileges, granted to and conferred upon corporations by the laws of the State of Idaho.

Seventeenth. Generally to contract, do and perform everything necessary proper and convenient, to carry into effect the objects aforesaid.

ARTICLE III

The amount of the capital stock of said corporation shall be two million (\$2,000,000) dollars, divided into twenty thousand shares of one hundred (\$100.00) dollars each.

The stockholders are not individually liable for the debts of the company, nor liable to any extent beyond the liability to pay for the stock by them severally subscribed.

ARTICLE IV.

The term for which said corporation is to exist, is fifty years from and after the date of its incorporation, and the principal place of business is Boise City, Idaho, *and the principal place of business is Boise City, Idaho*

ARTICLE V.

That the amount of said capital stock which has been actually subscribed is two hundred thousand (\$200,000) dollars, and the following are the names of the persons by whom the same has been subscribed, to wit:

Joseph Bartlett	1964 Shares	\$196400.00
Frank C. Bond	25 Shares	\$ 2500.00
George M. Parsons	1 Share	\$ 100.00
Cassius M. Day	5 Shares	\$ 500.00
Frank A. Fenn	5 Shares	\$ 500.00

ARTICLE VI.

The estimated length of the road is two hundred (200) miles.

ARTICLE VII.

The number of Directors of the corporation shall be five, and the names of those who shall manage the concerns of the corporation until the expiration of one year from the date hereof, and their places of residence are as follows:

Joseph Bartlett	Warren, Idaho	President.
Frank A. Fenn	Boise City, Idaho	Secretary & Treasurer
George M. Parsons	Boise City, Idaho	
Frank C. Bond	Boise City, Idaho	
Cassius M. Day	Lewiston, Idaho	

IN WITNESS WHEREOF we have hereunto set our hands and seals this 11th
day of January, one thousand eight hundred and ninety four.

Joseph Bartlett

Frank C. Bond

Frank A. Penn

Geo M. Parsons

C.M. Day

Signed and sealed in the presence of

Sol Hasbrouck

G.G. Adams

State of Idaho)
)ss
County of Nez Perce

THIS CERTIFIES, That on this 16th day of January A.D
1894, personally came before me, H.K. Barnett Clerk District Court in and
for said County, the within named C.M. Day, to me personally known to be
the identical person described in, and who executed the foregoing instru-
-ment and acknowledged to me that he executed the same freely and for
the uses and purposes therein named.

Witness my hand and official seal
the day and year last above written.

H.K. Barnett

Clerk Dist Court

(Seal)

State of Idaho)
County of Ada) ss

On this 11th day of January, in the year 1894, before me

Sol Hasbrouck Clerk of the Supreme Court, personally appeared Joseph Bartlett, Frank C. Bond, Frank A. Fenn and George M. Parsons, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

Sol Hasbrouck

Clerk of the Supreme Court
of the State of Idaho.

(Seal)

State of Idaho } ss.
County of Ada }

Joseph Bartlett being first duly sworn says: That he is President of the Idaho Electric Railway and Power Company, and that Two Thousand Shares of the capital stock of said company, the amount required by law, have been actually subscribed at this date.

Joseph Bartlett

Subscribed and sworn to before me this 27 day of January, 1894

Geo M. Parsons

~~Attorney General~~

Therman J. King

EX OFFICIO RECORDER.

By

DEPUTY.

INCORPORATION CERTIFICATE

STATE OF IDAHO, | ss.
COUNTY OF ADA.

I, SHERMAN G. KING, Ex-Officio Recorder in and for Ada
County, State of Idaho, do hereby certify that the annexed is a full, true and complete transcript of
the original — Articles of Incorporation of The Idaho
Electric Railway and Power Company
as the same appears on the files in this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand
and affixed my official Seal, this 27th day of
January, A. D., 1894....

Sherman G. King

EX-OFFICIO RECORDER.

By _____
DEPUTY.