

ARTICLES OF INCORPORATION
OF THE
MERIDIAN INDEPENDENT TELEPHONE COMPANY.

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, at least one of whom is a bona fide resident of the State of Idaho, have voluntarily associated ourselves together for the purpose of forming a private corporation, under and by virtue of the laws of the State of Idaho, and we therefore make and acknowledge this certificate in writing, which shall constitute the Articles of Incorporation of such corporation, and hereby certify as follows:

First. That the name of the corporation shall be MERIDIAN INDEPENDENT TELEPHONE COMPANY.

Second. That the purposes for which the corporation is formed shall be: to acquire, buy, purchase, sell and generally deal in telephone instruments, machines and apparatus; to construct, erect, build, operate and maintain telephone stations for the transmission and reception of messages by electricity, wire or wireless instruments; to receive and transmit messages by signals or other devices, and by any and all other electrical devices and contrivances from, upon and by wire or wireless instruments, and by any and all similar, kindred and like instruments and devices; to transmit and receive messages for hire over, upon and by wire and wireless systems of telephoning, by any and all systems and devices for transmitting and receiving messages; to buy, build, own, construct, operate and maintain stations for the transmission of telephone messages by means

of wire or wireless systems; to carry on the business of transmitting and receiving messages from such station or stations; to buy, construct, equip, operate, maintain and own general telephone systems, including toll lines, switchboards, instruments, and to rent such instrument to subscribers or other persons; to buy, sell, lease and otherwise acquire and deal in telephone systems, including switch boards and telephone instruments of all kinds and description; to acquire, hold, lease and convey real and personal property suitable for the business of the corporation and to acquire, own, hold possess and convey franchises and grants from State or municipal authorities for furnishing telephone service in cities, villages and towns, or either, and to the inhabitants thereof; and to acquire and to own stock and bonds of other corporations organized for like purposes; and to acquire, own, hold and possess all such other personal property as may be suitable or convenient for the business of the corporation, and with the right to issue bonds and secure the same by mortgage of the franchises, rights, contracts and properties of the company, real and personal, and to issue capital stock and do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects hereinbefore enumerated, which shall, at any time appear for the benefit of the corporation. That the kind of telephone system intended to be constructed, purchased, operated and maintained by said corporation is a general system of telephoning by the transmission and receiving of messages for hire by means of electricity and of wire or wireless instruments, or devices used in connection therewith. That the estimated length of the telephone lines intended to be owned, built constructed, purchased, acquired and maintained by this

corporation is twenty-five (25) miles.

Third. That the place where the principal business of said corporation is to be transacted, and where its principal office shall be located, is at Meridian, Ada county, State of Idaho.

Fourth. That the term for which such corporation is to exist is fifty (50) years from and after the filing of its articles of incorporation.

Fifth. That the number of Directors of the corporation shall be seven (7), and that a Board of Directors shall be elected at the first meeting of the incorporators and stockholders of such corporation, which directors so elected shall manage the business and affairs of the corporation until the annual meeting of the stockholders to be held at the time and place, and in the manner provided for in the By-laws of the corporation to be hereafter adopted. That four (4) members of the Board of Directors shall constitute a quorum for the transaction of any and all business by the Board of Directors; and that every decision by a majority of such quorum of the Board of Directors shall be valid as a corporate act, and binding upon the corporation. That at least one member of the Board of Directors shall be a resident of the State of Idaho and that no other qualifications as to residence of the Directors shall be necessary.

Sixth. That all meetings of the Board of Directors for the transaction of any business of the corporation may be held at the principal office of the corporation at Meridian, Ada County, Idaho, or at any other place or places within the State of Idaho as may be provided in the By-laws to be adopted by such corporation; or as the Board of Directors may, by resolution, provide.

Seventh. That the amount of the capital stock of the corporation shall be Twenty-five Thousand (\$25,000) Dollars, which shall be divided into Twenty-five thousand (25,000) shares of the par value of One (\$1.00) Dollar per share.

Eighth. That the amount of capital stock of the corporation which has been actually subscribed is One Hundred and Seventy five Dollars, which has been subscribed by the following named persons in the amounts set opposite their respective names.

<u>Name.</u>	<u>No. of Shares.</u>	<u>Par Value.</u>
S. H. C. Reynolds,	25	\$25.00
J. L. Waggoner,	25	25.00
J. A. Fenton,	25	25.00
W. W. Groves,	25	25.00
Clem Hedges	25	25.00
Henry Taylor	25	25.00
Ivan S. Rice	25	25.00

Ninth. That the stockholders of the company shall not be individually liable for the debts of the corporation.

IN WITNESS WHEREOF, We have hereto set our hands and seals this, the 17th day of August, A. D. 1911.

S. H. C. Reynolds _____ (SEAL)

Ivan S. Rice _____ (SEAL)

J. A. Fenton _____ (SEAL)

J. L. Waggoner _____ (SEAL)

W. W. Groves _____ (SEAL)

Henry Taylor _____ (SEAL)

STATE OF IDAHO }
COUNTY OF ADA } ss:

On this 17th day of August, 1911, before me,

W.H.Peer a Notary Public in and
for said county, personally appeared S.M.C.Reynolds,
Ivan S.Rice, J.A.Fenton, J.L.Waggoner, W.W.Groves, Henry Taylor Clem
Hedges.

known to me to be the persons whose names are subscribed
to the foregoing instrument, and acknowledged to me that
they executed the same. I further certify said persons
are each personally known to me and that I know of my own
knowledge that each of said persons whose names are sub-
scribed to the foregoing instrument is a bona fide resi-
dent of the State of Idaho at the time of executing said
instrument.

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

(SEAL)

W.H.Peer,
Notary Public.

STATE OF IDAHO, } ss.
County of Ada,

CERTIFICATE

I, STEPHEN UTTER, Ex-Officio Recorder in and for Ada County, State of Idaho, do hereby certify that the annexed
is a full, true and correct copy of certain Articles of Incorporation of the

Meridian Independent Telephone Company

Numbered 1475 as the same appears on file in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal this 18th day
of Aug 1911 Stephen Utter
By Geo. Peterson Deputy. Ex-Officio Recorder.