

# Designation of Agent, and Acceptance of the Provisions of the Constitution of the State of Idaho.

Know All Men by These Presents:

That the Spokane & Eastern Trust Co.,  
a Corporation organized and existing under the laws of the State of  
Washington having filed in the office of the Secretary  
of State of the State of Idaho a duly authenticated copy of its articles of In-  
corporation, does hereby, in pursuance of the laws of the State of Idaho, make  
this certificate, and does hereby designate Latah  
County, in the State of Idaho, as the County in which the principal place of bus-  
iness of said Corporation in said State of Idaho is and shall be conducted, and  
does hereby designate Herbert Witherspoon  
residing at Moscow in said Latah  
County, as the authorized Agent of said Corporation in said State of Idaho, upon  
whom process issued by authority of, or under any law of the State of Idaho, may  
be served, as provided by the Constitution and laws of said State of Idaho.

And the said Spokane & Eastern Trust Co.  
desiring and intending to conform in all respects to the Constitution and laws  
of said State, and to avail itself of the rights, privileges and immunities guar-  
anteed by said Constitution and laws, does hereby accept the provisions of the  
Constitution of the State of Idaho for all the intents and purposes contemplated  
by the provisions thereof, relating to such acceptance by other than municipal  
corporations. (Article XI, Section 7, Constitution of Idaho).

In Witness Whereof, The said Spokane & Eastern Trust Co.

has caused this Certificate and Accept-  
ance to be executed, acknowledged and  
delivered in its name and on its behalf,  
by its President, and to be attested by  
its Secretary, and hath caused its cor-  
porate seal to be hereunto affixed at

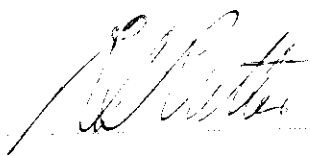
Spokane

in the County of Spokane

and State of Washington

this 22 day of December 1904

Attest:



Secretary.

By James Richards  
President.

State of Washington

County of Spokane

ss.

On this 22<sup>nd</sup> day of Dec in the year 1904 before me

W. S. McQua a Notary Public

in and for said County, in the State aforesaid, personally appeared

J. P. M. Richards known to me to be the President of the Corporation that executed the within and foregoing instrument, and acknowledged to me that such Corporation executed the same.

In Witness Whereof, I have hereunto set

my hand and affixed my official

seal this 22<sup>nd</sup> day of

December 1904

W. S. McQua Notary Public  
Residing at Spokane Wash

My commission expires on the 21 day of Nov 1906

NOTE: Original to be filed for record with the Secretary of State, Boise, Idaho, and duplicate with the Clerk of the District Court in the County where the principle place of business is located.

UNITED STATES OF AMERICA.

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STATE OF WASHINGTON.

1194

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Office of the  
SECRETARY OF STATE.

I, SAM H. NICHOLS, Secretary of State of the State of Washington, do hereby certify that I have carefully compared the annexed copy of the Amended Articles of Incorporation of the "Spokane & Eastern Trust Company" with the original amended articles as filed for record and recorded in this office on the 14th day of March, A. D. 1904, at page 10, book 1, Record of Trust Companies and find the same to be a true and perfect copy thereof.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Seal of the State of Washington.

Done at Olympia, this 20th day of December in the year of our Lord 1904.

SAM H. NICHOLS, Secretary of State.

By - - - - - Chief Clerk.

The Seal of the State  
of Washington. 1889

AMENDED ARTICLES OF INCORPORATION

OF

SPOKANE & EASTERN TRUST

COMPANY.

Originally incorporated July 22, 1890, Supplemental Articles of Incorporation executed December 27th, 1893, and filed with The Secretary of State January 5, 1894.

KNOW ALL MEN BY THESE PRESENTS, That,

WHEREAS, at the annual meeting of the stockholders of Spokane & Eastern Trust Company, held at its office in the City of Spokane, County of Spokane, and State of Washington, at the hour of 3:15 o'clock P.M. on the 19th. day of January, A.D. 1904, pursuant to a call and notice of said meeting, given for more than six weeks prior to the time fixed for such meeting, to each of the stockholders of said company, and by advertisement for three consecutive weeks immediately prior to said meeting, at least once a week, in the Spokesman Review, a daily morning newspaper, of general circulation, published in the City of Spokane, County of Spokane, and State of Washington, proofs of which notices are now on file at the office of the Company; at which meeting more than two-thirds of the capital stock was represented; said annual meeting was by resolution unanimously adopted, by all stockholders present, adjourned until the 13th. day of February, 1904, at two o'clock, P.M. and,

WHEREAS, Afterwards, to-wit; at said adjourned annual meeting of said stockholders, held at the office of said company, on the 13th. day of February, 1904, at two o'clock P.M. (more than two-thirds of the capital stock being represented), by a vote of 946 shares in favor of, and no shares against, it was decided to amend the original articles of incorporation adopted July 22, 1890, and the supplemental articles of incorporation executed December 27th, 1893, by the adoption and execution of amended articles of incorporation, to be known as amended articles of incorporation of Spokane & Eastern Trust Company, and,

WHEREAS, at said adjourned annual meeting the following preamble and resolutions were adopted, to-wit:

WHEREAS: This corporation, the Spokane & Eastern Trust Company was originally incorporated under the laws of the State of Washington on July 22, 1890, and did thereafter, to-wit: on the 5th. day of January, A. D. 1894, file for record in the office of the Secretary of the State of Washington, supplemental articles of incorporation, under which supplemental articles it is now existing and transacting business, and,

WHEREAS: The Legislature of the State of Washington did, at the regular session in the year 1903, enact a law entitled "An Act providing for the incorporation of trust companies, and defining <sup>their</sup> powers and duties," which act was approved by the Governor of the State of Washington on the 17th. day of March, A.D. 1903, and is known as Chapter 176 of the Session Laws of the State of Washington for the year 1903, and,

WHEREAS: It has heretofore, to-wit: on the 2nd day of December, 1903, been resolved to be the sense and opinion of the Board of Trustees of said Spokane and Eastern Trust Company, and it is now the sense and opinion of the stockholders of said Spokane and Eastern Trust Company, that the Company shall take such steps as may be necessary to so amend its articles of incorporation as to enable it to avail itself of and secure all the rights, powers, franchises, immunities and privileges of a trust company under said Chapter 176 of the Session Laws of 1903 of the State of Washington, and at the same time continue its present corporate existence and preserve its present corporate name, now therefore:

BE IT RESOLVED: By the stockholders of the Spokane & Eastern Trust Company, that the present articles of incorporation of said Spokane & Eastern Trust Company be so amended as to enable said corporation to avail itself of and secure all the rights, powers, franchises, immunities and privileges conferred upon trust companies by an act of the legislature of the State of Washington, entitled "An Act providing for the incorporation of trust companies, and defining their powers and duties" approved

March 17, 1903, and being Chapter 176 of the Session Laws of 1903 and to bring itself within the provisions and operations of said act, and to subject itself to all the obligations and <sup>duties</sup> ~~alties~~ required by said act, and at the same time to continue its present corporate existence and preserve its present corporate name.

BE IT FURTHER RESOLVED: That J.P.M. Richards, Henry M. Richards, R. L. Rutter, L. M. Davenport, Thos. G. Thomson, F. S. Bangs and C.B. Bates, stockholders of this corporation, representing 695 shares of the capital stock thereof, and that this corporation Spokane & Eastern Trust Company, by J. P. M. Richards, its President, and R. L. Rutter, its Secretary, be, and they are hereby authorized, instructed and directed, for and on behalf of this company to prepare amended articles of incorporation to be filed with the Secretary of the State of Washington, and with the Auditor of Spokane County, Washington, and to obtain from the Secretary of State, in pursuance of the provisions of said Chapter 176 of the Session Laws of 1903, a certificate of authority, authorizing this corporation to transact business as a trust company in this state, under and in pursuance of the provisions of said law: it being understood that said corporation shall, at the same time, continue its present corporate existence and preserve its present corporate name.

BE IT FURTHER RESOLVED: That the capital stock of this corporation shall continue to be One Hundred Thousand (\$100,000.00) Dollars divided into One Thousand (1,000) shares of One Hundred (\$100.00) Dollars each.

BE IT FURTHER RESOLVED: That the following seven (7) persons shall be named in the amended articles of incorporation as the first Board of Directors of said corporation, in accordance with the provisions of Section 5 of said Chapter 176 of the Session Laws of 1903, to-wit:

J.P.M. Richards, Henry M. Richards, R. L. Rutter, L. M. Davenport, Thos. G. Thomson, F. S. Bangs and C. B. Bates.

NOW THEREFORE: In pursuance of said vote, and of said preamble and resolutions, we the undersigned, J.P.M. Richards, Henry M. Richards,

R. L. Rutter, L. M. Davenport, Thos. G. Thomson, F.S. Bangs and C.B. Bates, stockholders of said corporation, all of whom are residents of the United States, and five of whom are residents and citizens of the State of Washington, of full age, owning in our own names 695 shares of the capital stock of said corporation, and each of us owning at least ten shares of the capital stock of said corporation, unincumbered and fully paid, and the undersigned, Spokane & Eastern Trust Company, hereby certify to the foregoing proceedings and do further certify the following to be the amended articles of incorporation of said Spokane & Eastern Trust Company, to-wit:

#### ARTICLE I.

That the name of this corporation is and shall be Spokane and Eastern Trust Company.

#### ARTICLE II.

That the place where the principal business of this corporation is to be transacted is and shall be in the City of Spokane, County of Spokane and State of Washington.

#### ARTICLE III.

That the amount of the capital stock of this corporation is and shall be One Hundred Thousand (\$100,000.00) Dollars, divided into One Thousand (1000) Shares of the par value of One Hundred (\$100.00) Dollars each, all of which capital stock has heretofore been fully paid, and is now fully paid in cash.

#### ARTICLE IV.

That the name, residence, and post office address of each member of the corporation is as follows, to-wit:

J.P.M. Richards	Spokane, Wash.	283 Shares
R. L. Rutter	" "	167 "
Henry M. Richards	" "	125 "
L. M. Davenport	" "	50 "
C. B. Bates	Boston, Mass.	50 "
F. S. Bangs	New York	10 "

Thos. G. Thomson	Spokane, Wash.	10	"
Andrew C. Wheelright	Boston, Mass.	50	"
Gardner B. Chamberlin	Spokane, Wash.	50	"
Theodore Chamberlin	Concord, Mass.	50	"
A. B. Campbell	Spokane, Wash.	40	"
O. F. Zollikoffer	New York	40	"
John W. Aitken	" "	25	"
T. G. Bennett	New Haven, Conn.	10	"
W. S. Richter,	Newark, N.J.	10	"
William H. Sage	New York	5	"
William B. Coughtry	New York	5	"
C. C. Napier	" "	5	"
Wm. M. Scott	Birmingham, England	5	"
J. Janssen	Liege, Belgium	5	"
John B. Hess	Spokane, Wash.	2	"
Erich T. Richter	Spokane, Wash.	2	"
Herbert Witherspoon	Moscow, Idaho	1	"
Total		<hr/> 1000 Shares	

#### ARTICLE V.

That the following persons, named in these amended articles of incorporation, shall constitute the first board of Directors, to-wit:

J. P. M. Richards,	residing at Spokane, Washington.
Henry M. Richards,	residing at Spokane, Washington.
R. L. Rutter,	residing at Spokane, Washington.
L. M. Davenport,	residing at Spokane, Washington.
Thos. G. Thomson,	residing at Spokane, Washington.
F. S. Bangs,	residing at New York City, New York.
C. B. Bates,	residing at Boston, Massachusetts.

#### ARTICLE VI.

That the term of existence of this corporation shall be fifty years from its original incorporation, to-wit: fifty years from 1890.



## ARTICLE VII.

That the objects and purposes for which this corporation is formed are as follows, to-wit:

1. To act as the fiscal or transfer agent of any state, municipality, body politic or corporation, and in such capacity to receive and disburse money.
2. To transfer, register and countersign certificates of stock, bonds, and other evidences of indebtedness, and to act as agent of any corporation, foreign or domestic, for any purpose now or hereafter required by statute or otherwise.
3. To receive deposits of trust moneys, securities and other personal property from any person or corporation, and to loan money on real or personal securities, and to discount and negotiate promissory notes, drafts, bills of exchange and other evidences of debt; and to buy, sell and exchange coin and bullion.
4. To lease, hold, purchase and convey any and all real property necessary for and convenient in the transaction of its business or which the purposes of the corporation may require, or which it shall acquire in satisfaction or partial satisfaction of debts due the corporation under sales, judgements or mortgages, or in settlement or partial settlement of debts due the corporation from any of its debtors.
5. To act as trustee under any mortgage or bond issued by any municipality, body politic or corporation, and to accept and execute any other municipality or corporate trust not inconsistent with the laws of this state.
6. To accept trusts from, and execute trusts for, married women, in respect of their separate property, and to be their agent in the management of such property, and to transact any business in relation thereto.
7. To act, under the order or appointment of any court of record, as guardian, receiver or trustee of the estate of any minor, and as

depository of any moneys paid into court, whether for the benefit of any such minor or other person, corporation or party.

8. To take, accept and execute any and all legal trusts, duties and powers in regard to the holding, management and disposition of any estate, real or personal, and the rents and profits thereof, or the sale thereof, as may be granted or confided to it by any court of record, or by any person, corporation, municipal or other authority, and it shall be accountable to all parties in interest for the faithful discharge of every such trust, duty or power which it may so accept.

9. To take, accept and execute any and all such trusts and powers of whatever nature or description as may be conferred upon or intrusted or committed to it by any person or persons, or any body politic, corporation or other authority, by grant, assignment, transfer, devise, bequest or otherwise, or which may be intrusted or committed or transferred to it or vested in it by order of any court of record, and to receive and take and hold any property or estate, real or personal, which may be the subject of any such trust.

10. To purchase, invest in and sell stocks, promissory notes, bills of exchange, bonds, debentures and mortgages and other securities; and when moneys or securities for moneys are borrowed or received on deposit, or for investment, the bonds or obligations of the company may be given therefor, but it shall have no right to issue bills to circulate as money.

11. To be appointed and to accept the appointment of assignee or trustee, under any assignment for the benefit of creditors of any debtor, made pursuant to any statute or otherwise.

12. To act under the order or appointment of any court of record or otherwise, as receiver or trustee of the estate or property of any person, firm, association or corporation.

13. To be appointed and accept the appointment of executor of, or trustee under, the last will and testament, or administrator with or

without the will annexed, of the estate of any deceased person, and to be appointed and to act as the guardian of the estate of lunatics, idiots, persons of unsound mind and habitual drunkards.

14. To exercise the powers conferred on and to carry on the business of a safe deposit company.

15. To collect coupons on, or interest upon, all manner of securities when authorized so to do by the parties depositing the same.

16. To receive and manage any sinking fund of any corporation upon such terms as may be agreed upon between said corporation and those dealing with it.

17. Generally to execute trusts of every description not inconsistent with the laws of this State or of the United States.

18. To receive moneys on deposit to be subject to check or to be repaid in such manner and on such terms, and with or without interest, as may be agreed upon by the depositor and the said trust company.

19. To exercise all other powers heretofore named in the original articles of incorporation of said company, of date July 22, 1890, and also in the supplemental articles of incorporation of said company, of date December 27, 1893, which were filed with the Secretary of State of the State of Washington on January 5th, 1894.

IN WITNESS WHEREOF, We have set our hands and seals unto this instrument, in triplicate, this 13th. day of February, 1904.

J. P. M. Richards.

Henry M. Richards.

R. L. Rutter.

L. M. Davenport.

Thomas D. Thomson.

Francis S. Bangs.

C. B. Bates.

SPOKANE and EASTERN TRUST COMPANY

BY J. P. M. Richards.  
PRESIDENT

ATTEST R. L. Rutter.  
SECRETARY.

(Corporate Seal)

State of Washington,) :ss.  
County of Spokane,. )

I, Denton M. Crow, a Notary Public in and for the State of Washington, do hereby certify, that on this 13th. day of February, A. D. 1904, personally appeared before me J. P. M. Richards, Henry M. Richards, R. L. Rutter, L. M. Davenport and Thos. G. Thomson, to me known to be the individuals described in, and who executed the within instrument, and acknowledged that they executed the same as their free and voluntary act and deed for the uses and purposes therein mentioned.

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

(Notarial Seal)

Denton M. Crow.  
Notary Public for Washington,  
residing at Spokane.

State of New York, ) :ss.  
County of New York.)

I, George H. Corey, a Notary Public in and for the State of New York, do hereby certify, that on this nineteenth day of February, A. D. 1904, personally appeared before me F. S. Bangs, to me known to be the individual described in, and who executed the within instrument, and acknowledged that he executed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

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

(Notarial Seal)

Geo. H. Corey.  
Notary Public residing at New York  
City, New York.

State of California, ) :ss.  
County of Santa Barbara.)

I, James Gooden, a Notary Public in and for the State of California, do hereby certify, that on this 29th. day of February, A. D. 1904, personally appeared before me C. B. Bates, to me known to

be the individual described in, and who executed the within instrument, and acknowledged that he executed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

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

(Notarial Seal)

James Gooden.  
Notary Public residing at Santa  
Barbara, County of Santa Barbara,  
State of California.

State of Washington, )  
County of Spokane. ) ss.

On this 13th. day of February, A. D. 1904, before me personally appeared J. P. M. Richards, to me known to be the President, and R. L. Rutter, to me known to be the Secretary of the Spokane & Eastern Trust Company, the corporation that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and volubtary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated, that they were authorized to execute said instrument, and that the seal affixed is the corporate seal of said corporation.

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

(Notarial Seal)

Denton M. Crow.  
Notary Public for Washington,  
residing at Spokane.

State of Washington, )  
County of Spokane, ) ss.

We, the undersigned, being stockholders of Spokane & Eastern Trust Company, a corporation, and being more than two-thirds in interest of such stockholders, do hereby certify that we have carefully examined the foregoing amended articles of incorporation of the Spokane & Eastern Trust Company, and also the proceedings of the Board of Trustees, and of the stockholders of said Company mentioned in said amended articles,

and that we do hereby give our written assent, either in person or by proxy, to such amended articles of incorporation, and to everything therein contained and set forth.

J. P. M. Richards		OWNER OF 283 SHARES.		
R. L. Rutter	" "	167	"	"
Henry M. Richards	" "	125	"	"
L. M. Davenport	" "	50	"	"
Thomas G. Thomson	" "	10	"	"
C. B. Bates	" "	50	"	"
Francis S. Bangs	) By J. P. M. Richards - Proxy	10	"	"
Andrew C. Wheelright		50	"	"
Theodore Chamberlin		50	"	"
A. B. Campbell		40	"	"
O. F. Zollikoffer		40	"	"
John W. Aitken		25	"	"
T. G. Bennett		10	"	"
W. S. Richter		10	"	"
William H. Sage		5	"	"
William B. Coughtry		5	"	"
C. C. Napier		5	"	"
Wm. M. Scott		5	"	"
J. Janssen		5	"	"
H. Witherspoon		1	"	"

*Local 946*  
 STATE OF WASHINGTON,) :ss.  
 COUNTY OF SPOKANE. )

R. L. Rutter, being first duly sworn, on his oath deposes and says, that he is the Secretary of the Spokane & Eastern Trust Company, a corporation, having its principal office in the City of Spokane, County of Spokane and State of Washington.

Affiant further states that the entire capital stock of said corporation, to -wit, the sum of One Hundred Thousand (\$100,000.00) Dollars divided into 1000 shares of the par value of One Hundred (\$100.00) Dollars each, has been fully subscribed and paid into said corporation in cash.

R. L. Rutter.

Subscribed and sworn to before me  
this 11th. day of March, A.D.1904.

W. S. McCrea.  
Notary Public of Washington,  
residing at Spokane.

(Notarial Seal)

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(Endorsed)

"Filed for record in the office of the Secretary of State, March 14th.  
1904 and recorded in Book 1, Page 10, Record of Trust Companies.

SAM H. NICHOLS,  
Secretary of State.

ENDORSED:

No. 1194 CERTIFIED COPY OF AMENDED ARTICLES OF INCORPORATION  
SPOKANE & EASTERN TRUST CO.

State of Idaho, )  
County of Latah. ) ss.

I hereby certify that the within instrument  
was filed on the 30th day of December 1904 at 4:40 o'clock P. M. Request  
of Spokane & Eastern Trust Co.

AXEL P. RAMSTEDT, County Recorder.  
By - - - - - Deputy.

Fee 50¢

Auditor and Recorder  
Latah County, Idaho. (Seal)

35058

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STATE OF IDAHO, )  
County of Latah. ) ss.

I, AXEL P. RAMSTEDT, Ex-officio Recorder in and for  
said county and state, do hereby certify that I have compared the above  
and foregoing copy with a certified copy on file in my office and find  
the same to be a full, true and correct copy of such certified copy and  
of the whole thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal at Moscow, Idaho, this 30th day of December  
A. D. 1904.

*Axel P. Ramstedt*  
Ex-officio Recorder.