

ARTICLES OF INCORPORATION

OF THE

TWIN FALLS RAILWAY COMPANY.

We, Raymond McGune, I. B. Perrina, Charles M. Smith, D. B. Moorman, H. B. Williams and A. D. Stafford, have this day associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and do hereby certify and declare:

I.

That the name of said corporation is and shall be the "TWIN FALLS RAILWAY COMPANY."

II.

That the said corporation is formed for the following purposes and with the following powers:

To buy, purchase, procure, acquire, hold, sell, let, lease, demise, maintain, equip, construct, operate, run, dispose of, mortgage, and deal in railroads and equipment thereof and therefor, and equip, maintain and operate the same with any and all kinds of power.

To acquire, locate, procure, buy, hold, sell, let, lease, demise, maintain, develop, operate, furnish, distribute and transmit water rights, water power, power sites, electric energy, electric light, electric heat, steam power, easements, rights of way for ditches, flumes, pipe lines, reservoirs, dams, concessions and franchises in connection therewith, and any and all other kinds of power, for any and all lawful uses and purposes.

To construct, build, equip, maintain, operate, buy, sell, demise, lease, rent, hold and own toll bridges.

To buy, sell, hold, plat, lease, let, demise, dispose of, mortgage and deal in real estate, townsites and town lots and possessory claims.

To erect, construct, equip, maintain, operate, buy, sell, dispose of, let, lease, demise and mortgage mills, smelters, factories and all kinds of machinery, repair parts and appliances incident or pertaining thereto.

To buy, sell and deal in all kinds of merchandise and to do a general merchandise business.

To borrow money and to mortgage, pledge or hypothecate its property or any part thereof, real or personal, to secure its obligations.

In addition to the foregoing, to do and transact a general transportation and railroad business.

And, in general, to do any and all things incident, necessary or convenient to carry out the powers hereinbefore enumerated.

III.

That the principal place of business of said corporation shall be located at the City of Twin Falls, in the County of Twin Falls, State of Idaho.

IV.

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

V.

The number of its directors shall be seven (7), of which one, at least, shall be a citizen and actual bona fide

resident of the State of Idaho; and no person shall be a director of said company who shall not own at least one (1) share of stock of said corporation.

The directors of said corporation who shall hold such offices until the next annual meeting of the stockholders and until their successors are elected and qualified, and their residences, are as follows:

R. B. Buck, of the City of New York, State of New York;
Raymond McCune, of the City of New York, State of New York;
Charles M. Smith, of Twin Falls, Idaho;
D. B. Moorman, of Twin Falls, Idaho;
I. B. Perrine, of Twin Falls, Idaho;
B. B. Williams, of Twin Falls, Idaho;
A. D. Stafford, of Twin Falls, Idaho.

VI.

That the officers of said corporation until the next annual meeting of the same, and until their successors are elected and qualified, shall be as follows:

I. B. Perrine,	President;
B. B. Williams,	First Vice President;
A. D. Stafford,	Second Vice President;
Charles M. Smith,	Secretary;
D. B. Moorman,	Treasurer.

VII.

The capital stock of this corporation shall consist of five hundred thousand dollars (\$500,000.00), divided into five thousand (5,000) shares of the par value of one hundred dollars (\$100.00) each.

VIII.

The amount of the capital stock of said corporation which has been actually subscribed is one hundred and twenty-five thousand dollars (\$125,000.00), and the same has been subscribed by the following named persons:

Name	No. of Shares.	Par Value
R. S. Buck,	One share,	\$100.00;
Raymond McGune,	One share,	\$100.00;
Charles M. Smith,	One share,	\$100.00;
D. B. Moorman,	One share,	\$100.00;
A. D. Stafford,	One share,	\$100.00;
E. B. Williams,	One share,	\$100.00;
I. B. Perrine,	1244 shares,	\$124,400.00

IX.

That the undersigned incorporators are each and all bona fide residents of the State of Idaho except Raymond McGune.

X.

That, in addition to other objects and powers, this corporation is formed for the purpose of building, equipping, maintaining and operating a railroad or railroads, and the kinds of such road or roads intended to be constructed are street railroads, urban and interurban railroads, to be operated by electric or gasoline power, and steam railroads; the estimated length of said road or roads is one hundred and twenty-five (125) miles.

XI.

Meetings of the Board of Directors of this corporation may be held at its principal office in this state, or at such other place or places within or without this state, for the

transaction of any business of the corporation, as the directors may, by resolution or by by-laws, provide.

XII.

That five (5) directors of this corporation may constitute a quorum for the transaction of business, and every decision by a majority of such quorum of the board shall be valid as a corporate act.

XIII.

That at least one member of the Board of Directors shall be a resident of this state, and that no other qualification as to residence of directors shall be necessary.

XIV.

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

XV.

This corporation may, by its by-laws, provide for the election of one-third of the number of its directors for the term of one (1) year; and one-third thereof for the term of two (2) years; and one-third thereof for the term of three (3) years; but until the by-laws shall so provide the whole board of directors shall be elected annually.

IN WITNESS WHEREOF, the above named incorporators have hereunto set their hands and seals this 14th day of September, 1911.

Raymond McCune (SEAL)
E. B. Williams (SEAL)
J. B. Perrine (SEAL)
D. B. Moorman (SEAL)
E. M. Smith (SEAL)
A. D. Stafford (SEAL)

STATE OF IDAHO,)
County of Twin Falls.) ss.

On this 14th day of September, A. D. 1911, before me, George Harriett, a Notary Public in and for said county, personally appeared Raymond McCune, Charles M. Smith, D. A. Newman, I. B. Perrine, E. B. Williams and A. D. Stafford, known to me to be the persons whose names are subscribed to the foregoing instrument, and each acknowledged to me that he executed the same.

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

(Notarial Seal)

George Harriett
Notary Public.

My Commission expires February 6, 1912.

STATE OF IDAHO }
County of Twin Falls } ss.

Certificate of True Copy---Recorder

I, E. J. FINCH, Ex Officio Recorder in and for Twin Falls County, State of Idaho, do hereby certify that the annexed is a full, true and correct copy of a certain Articles of Incorporation of the Twin Falls Railway Company from File No. 196 to as the same appears on File in Book No. of at page Records of Twin Falls County, State of Idaho.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal this 26th day of September, A. D. 1911

E. J. Finch
Ex Officio Recorder.

By _____, Deputy.

State of Idaho,)
 : SS:
County of Twin Falls.)

Charles M. Smith, being duly sworn, deposes and says: That he is the secretary of the Twin Falls Railway Company, appointed by the articles of incorporation of said railway company, which said articles are being filed in the recorder's office of said Twin Falls County contemporaneously with the filing therein of this affidavit.

That said Twin Falls Railway Company is a corporation being organized under the laws of the State of Idaho, to do a railroad and transportation business, in addition to other powers and objects, and it is contemplated by the incorporators of said railway company to construct and operate one hundred and twenty five miles of railroad within said state.

That said corporation is being organized with a capital stock of \$500,000, of which \$125,000 has been actually subscribed by the persons named in said articles of incorporation.

Charles M. Smith

Subscribed and sworn to before me this 16th day of September, 1911.

George F. Smith
Notary Public.