

ARTICLES OF INCORPORATION

of the

SALMON FALLS POWER COMPANY, LIMITED.

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Know all men by these presents that we, Ira B. Perrine, Samuel H. Hays, Robert M. McCollum, George H. Rust and Wm. A. Bius, all of whom are citizens of the United States and residents of the State of Idaho, do hereby associate ourselves for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, and we do hereby as the incorporators thereof certify as follows, to-wit:

ARTICLE I.

The name of this corporation shall be and is Salmon Falls Power Company, Limited.

ARTICLE II.

The objects for which this corporation shall be and is formed are as follows, to-wit:

1. To acquire by location, appropriation, license and user, under and by virtue of the laws of the State of Idaho, or any other State, and to acquire by purchase, lease or otherwise from any person or persons or corporations, water falls, cataracts, land, water, water powers and water rights and to own, hold, possess, use, operate, improve, extend and develop the same for the purpose and in connection with the production, transmission, use and distribution of power in all its forms.

2. To acquire by purchase, lease or otherwise, from other persons or corporations, and to build, erect, construct, extend, improve, hold, own, possess, use, carry on, run, maintain and operate power stations and heating and lighting stations, with the necessary buildings, grounds, plants, engines, boilers, dynamos, machinery, fixtures, apparatus, appliances or equipment for use therein or in connection therewith, for the development, generation, production and

manufacture of water power, steam, steam power and heat, cable power or other mechanical power, electricity, electric currents and electric power, heat and light.

3. To acquire by purchase, lease or otherwise, from other persons or corporations, and to build, erect, construct, extend, improve, own, hold, possess, use, carry on, run, maintain and operate power circuits, electric circuits and heating and lighting circuits, poles, wires, mains, sub-ways, conduits, compressed air conduits, with all the necessary or convenient equipment and connections therefor, for the furnishing, distribution, leasing and selling of water and water power, steam power, electric power, electric energy, cable power, or other mechanical power, steam and electric heating, and electric lighting; and to generate, manufacture, furnish and distribute any and all such power, heat and light, for the use of this corporation; and also to generate, manufacture, furnish, distribute, lease and sell such power, and to sell such water or any part thereof, at wholesale or retail, for the use of other public or private consumers of the same.

4. To acquire by purchase, lease, or otherwise, from other persons or corporations, and to build, erect, construct, extend, improve, own, hold, possess, use, carry on, run, maintain and operate power stations and heating and lighting stations, with the necessary or convenient buildings, grounds, plants, engines, boilers, dynamos, machinery, apparatus, fixtures, appliances and equipment for use therein or in connection therewith, for the generation, development, production, manufacture, sale (at wholesale or retail) or delivery of water power, steam power and heating, cable power or other mechanical power, electrical energy, electricity, electric currents and electric power, heat and light.

5. To engage in, carry on and conduct manufacturing, milling and mining of any and all kinds.

6. To own, hold, construct and operate power plants for the irrigation of lands; to own, hold, purchase, lease, buy,

sell and deal in water rights for irrigation and other purposes; to own, hold, construct, ^{operate} buy and sell irrigation systems, water works, electric light and power plants and to acquire, own, hold, purchase, lease, buy and sell rights and franchises for all of the above purposes.

7. To acquire by purchase, lease or otherwise, from other persons or corporations, and to receive, accept, take, hold, possess, use, maintain, extend, improve and enjoy ways and rights of way, licenses, easements, privileges and franchises, and other properties and rights necessary or convenient for or for use in connection with any and all said power stations, or other stations or sub-stations, power circuits, electrical circuits, heating and lighting circuits, poles, wires, mains, sub-ways, conduits, shops, factories, manufactories and enterprises mentioned in these Articles of Incorporation; and to do or perform each and every act or thing which may at any time be requisite or desirable to do in order to acquire, receive, accept, take the benefit of, hold, comply with, use, or enjoy any way or right of way, license, easement, privilege, or franchise which may at any time be offered to this corporation or be obtained by it, or which it may desire to obtain; and from time to time, and whenever it shall deem the same necessary or desirable, it shall or may exercise the right of eminent domain for the purpose of appropriating or acquiring any such ways or rights of way, licenses, easements, privileges, franchises or any other property of any character whatsoever and whether like or unlike any property hereinbefore mentioned, which may be necessary or convenient in the carrying on of any business or the accomplishment of any object or purpose hereinbefore enumerated.

8. To fix, charge, collect, receive, enforce the payment of, take, appropriate, hold, use and enjoy rates, charges, tolls, rentals, and other compensation for the furnishing, distri-

bution, sale or leasing, at wholesale or retail, of power, water, electrical energy, electricity, heat or light, or for the sale or leasing at wholesale or retail, of any product or property manufactured or owned by it; and to fix, charge, collect, receive, enforce the payment of, take, appropriate, hold, use and enjoy rates, charges, tolls, rentals, and other compensation which can be earned or obtained in the carrying on of any business or the accomplishment of any purpose in these articles authorized.

9. To acquire by purchase, lease or otherwise, from other persons or corporations, and to receive, accept, take, own, lease, hold, use and enjoy any and all kinds of real property, and particularly tracts of land bordering or abutting upon rivers, cataracts and water falls, carrying with them the right to use and enjoy the water flowing in such rivers in front of such real estate, for the production, transmission, distribution and sale of the power created by the fall of the waters in such rivers or otherwise; to acquire by purchase, lease or otherwise, from other persons or corporations, including the right of eminent domain, and to receive, accept, take, own, lease, hold, use and enjoy any and all riparian and water rights, and any and every interest in real property; and to lay off and establish tracts of land in town sites, town additions, acre tracts, lots and blocks, and to lay out, establish, dedicate and open streets, highways and public places, upon such terms, restrictions and conditions as it shall deem advisable, and to improve any and all such real estate; and to erect houses and other structures thereon. To acquire by purchase, lease or otherwise, and to receive, accept, take, hold, possess, enjoy, improve, ornament, furnish, equip, manage and control inns, hotels, parks and places of public and private resort, upon tracts of land at or near such water falls; and to charge and collect such rates, charges, tolls, rentals, and other compen-

sation as it may deem advisable for the use of such parks and places or for entertainment in such inns or hotels, or any thereof.

10. To acquire by purchase, lease or otherwise, from other persons or corporations, and to receive, accept, take, own, hold, possess, use and enjoy any and all kinds of personal property which it shall deem desirable for its interest.

11. To subscribe for, purchase or otherwise acquire, receive, accept, take, own, hold, possess, use, sell, assign, transfer, pledge, mortgage, hypothecate, or otherwise enjoy, the stocks, bonds, coupons, promissory notes, mortgages, pledges, hypothecations, or other evidences of debt or securities, of other corporations, and to be a stockholder in any such other corporation.

12. To assume and obligate itself to pay any stocks, bonds, coupons, promissory notes, mortgages, pledges, hypothecations or other evidences of debt, or any indebtedness, of any other company, corporation or individual; and to guarantee the payment or collection of any such bonds, coupons, promissory notes, mortgages, pledges, hypothecations or other evidences of debt, or any such indebtedness.

13. To buy, sell, deal in, at wholesale or retail, either for itself or on its own account, or as agent for others, water, water power, electrical power or electrical energy, electrical apparatus, machinery, fixtures and supplies and any and all kinds of goods, wares and merchandise.

14. To lease, sell, assign, dispose of, transfer and convey, mortgage, pledge or hypothecate any and all property, real, personal or mixed, which may at any time be owned, held or possessed by this corporation.

15. To borrow money upon the credit of this corporation and to make, execute, issue, sell and deliver its promissory notes, bonds, coupons, debentures, and other evidences of debt or agreements to pay money, payable on demand or at a future date, and negotiable or otherwise; and to make, execute and

deliver mortgages, deeds of trust, chattel mortgages, pledges, hypothecations and transfers of its real or personal property, or any thereof, to secure the payment or performance of any or all such notes, bonds, coupons, debentures, and other evidences of debt or agreements to pay money, contracts or other obligations, which it may at any time make or incur or which it may at any time assume or guarantee; and to include in any and all such mortgages, deeds of trust, chattel mortgages, pledges, hypothecations, and transfers any and all property acquired or to be acquired by this corporation subsequent to the execution of any such mortgage, deed of trust, chattel mortgage, pledge, hypothecation or transfer, as well as property theretofore acquired.

16. To do each and every act and thing whatsoever which may at any time be or become necessary, convenient or advisable for it to do in order to accomplish or carry out all or any of the objects or purposes or exercise all or any of the powers aforesaid; as well as each and every of the powers, expressly or impliedly conferred in or by the laws of the State of Idaho relating to the organization and management of private corporations formed thereunder.

17. To engage in any business hereinbefore mentioned, and to accomplish any of the purposes or objects hereinbefore specified, and to do and perform any of the acts or things hereinbefore set forth.

ARTICLE III.

The name of the City in which the main office and the principal place of business of this corporation shall be and is transacted is the City of Boise in Ada County in the State of Idaho.

ARTICLE IV.

The term for which said corporation shall and is to exist is fifty (50) years from this date.

ARTICLE V.

ARTICLE V.

The number of Directors of this corporation shall be five, and the names and residences of those who are hereby appointed such directors for the first year, that is to say until the 10th day of November, 1906, are as follows:

Names.	Residences.
Ira B. Perrine.	Twin Falls, Idaho.
Samuel H. Hays.	Boise City, Idaho.
Robert M. McCollum.	Twin Falls, Idaho.
George H. Rust.	Boise City, Idaho.
Wm. A. Buis.	Boise City, Idaho.

ARTICLE VI.

The amount of the capital stock of this corporation shall be and is the sum of \$2,500,000.00 and the same shall be divided into 25,000 shares of the par value of \$100.00 per share.

ARTICLE VII.

The amount of said capital stock actually subscribed is five (5) ^{Shares} or Five Hundred Dollars (\$500.00) and the same has been subscribed by the persons and in the amounts below named:

Ira B. Perrine	1 share	\$100.00
Samuel H. Hays	1 share	\$100.00
Robert M. McCollum	1 share	\$100.00
George H. Rust	1 share	\$100.00
Wm. A. Buis	1 share	\$100.00

IN WITNESS WHEREOF the said incorporators have hereunto set their hands and executed this instrument in duplicate at Boise City, Idaho, this 10th day of November, 1905.

Samuel H. Hays
George H. Rust
Wm. A. Buis

State of Idaho, }
County of Ada. } ss.

On this 10th day of November, 1905, before
me, H. W. Danton, a Notary Public in and
for said County and State, personally appeared

Samuel H. Hays, George H. Rust and
Wm. A. Buis

known to me to be the persons who subscribed their names
to the above instrument and acknowledged to me that they
signed the same.

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

ss

L. S.

H. W. Danton

Notary Public.

State of Idaho, }
County of _____ } ss.

On this _____ day of _____, 1905, before
me, _____, a Notary Public in
and for said County and State, personally appeared _____

known to me to be the persons who subscribed their names
to the above instrument and acknowledged to me that they
signed the same.

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

Notary Public.

STATE OF IDAHO, }
COUNTY OF ADA, } ss.

CERTIFICATE

I, W. L. CUDDY, 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 a certain

Articles of Incorporation of
Salmon Falls Power Co Ltd

from _____ to _____
Numbered 799 as the same appears on file in my office.
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Seal this 10th
day of Nov A. D. 1905

By Otto Peterson Deputy.
W L Cuddy
Ex-Officio Recorder