

Supplementary Articles of Incorporation

of

THE OREGON RAILROAD & NAVIGATION COMPANY

WHEREAS, at a special meeting of the stockholders of The Oregon Railroad & Navigation Company duly called and held at the office of said corporation in the City of Portland, Multnomah County, in the State of Oregon, on the first day of February, 1901, the following resolutions were by the vote of the holders of more than three-fourths of all the capital stock of said corporation, and by a unanimous vote of all of the stock represented at the said meeting, adopted, namely:

"RESOLVED that Article III, of the Articles of Incorporation of this Company which were filed July 16~~th~~ 1898, be amended by inserting after the words "18th. A line from Elgin, in the State of Oregon, towards or to Wallowa, in said State, in the first paragraph of said Article the following words, to-wit:-

"19th. A line from Fairfield, in the ~~Sta~~ State of Washington, to Waverly, in said State. 20th. A line from Portland, in the State of Oregon, to St. Johns, in said State. 21st. A line from a point near Wardner in the State of Idaho, to the Sierra Nevada Mine, at or near the head of Deadwood Gulch, in said State."

"RESOLVED that the President and Secretary and the directors of this Company be and they are hereby ~~directed~~ instructed and ~~for~~ ~~and~~ directed for and on behalf of this Company to prepare and execute in the name of and under the Corporate Seal of this company, and in their own names, Supplementary Articles of Incorporation amending said Article III. of the Articles of Incorporation of this Company as aforesaid so that said Articles shall hereafter read as follows:-

Article III.

"The business of the corporation shall be---"

'First:- To acquire or construct and equip the following railroad and telegraph lines, namely: 1st. A line from Portland, in the State of Oregon, to Huntington in said State. 2d. A line from Umatilla Junction, in the State of Oregon, via Wallula Junction, in the State of Washington, to Walla Walla, in the State of Washington, 3rd.

A line from Pendleton Junction, in the State of Oregon, via Walla Walla to Spokane, in the State of Washington. 4th. A line from Willows Junction, in the State of Oregon, to Heppner, in said State. 5th. A line from Bolles Junction, in the State of Washington, to Dayton, in said State. 6th. A line from Walla Walla, in the State of Washington, to Dudley and Dixie, in said State. 7th. A line from Connell Junction, in the State of ~~Oregon~~, Washington, via La Crosse Junction, in the State of Washington, to Moscow, in the State of Idaho. 8th. A line from Starbuck, in the State of Washington, to Pomeroy, in said State. ~~9th~~ 9th. A line from East Portland, in the State of Oregon, to Albina, in said State. 10th. A line from La Grande, in the State of Oregon, to Elgin, in said State. 11th. A line from Winona Junction, in the State of Washington, to Seltice, in said State. 12th. A line from Teako, in the State of Washington, to Mullan, in the State of Idaho, with a branch from Wallace, in the State of Idaho, to Burke, in said State. 13th. A line from Lower Cascades, in the State of Washington, to Upper Cascades, in said State. 14th. A line from Portland, in the ~~S~~ State of Oregon, via such route as may be selected by the Board of Directors of the corporation, to a point at or near the mouth of the Columbia River, on either the north or the south side of said river. 15th. A line from Dayton, in the State of Washington, to a point at or near Delaney, in said State. 16th. A line from Moscow, in the State of Idaho, towards or to Lewiston, in said State. 17th. A line from a point at or near ~~Elgin~~ <sup>Blick</sup> Station, in the State of Oregon, towards or to Prineville, in said State. 18th. A line from Elgin, in the State of Oregon, towards or to Wallowa, in said State. 19th. A line from Fairfield, in the State of Washington, to Waverly in said State. 20th. A line from Portland in the State of Oregon to St. Johns in said State. 21st. A line from <sup>a point near</sup> Warmer, in the State of Idaho, to the Sierra Nevada Mine, at or near the head of Deadwood Gulch, in said State; and to acquire in any lawful manner all or any part of the railroads, steamboats, steamships and telegraph lines, and other property formerly or now owned by the Oregon Railway and Navigation Company, The Cascades Railroad Company,

The Walla Walla and Columbia River Railroad Company, the Columbia and Palouse Railroad Company, The Oregon Railway Extensions Company, the Washington and Idaho Railroad Company, and the Mill Creek Flume and Manufacturing Company, or of either or any of said Companies, or the stocks, bonds or other securities of either of any of ~~these~~ said companies, and to maintain and operate such constructed or acquired railroad and telegraph lines and branches, and to carry freight and passengers thereon, and to receive tolls for the carriage of the same.

Second:---- To purchase or consolidate with, lease or otherwise acquire, or to operate and maintain, on such terms as may be agreed upon, any railroad or railroads in Oregon, Washington and Idaho, with its or their rolling stock, equipments and appurtenances, and to complete the same to its authorized terminus.

Third:---To facilitate and to assist in the construction, building and ~~construction~~ extension, equipment and operation of any railroad line, steamship or steamboat line in Oregon, Washington or Idaho, or steamship line running from Portland, or any point on the Columbia River, to any other ports, and connected or intending to connect or exchange traffic with the railroad, steamship or steamboats of this corporation, and for such purpose to subscribe for or purchase the stock or bonds of any company owning or operating any such railroad, steamships or steamboats, and to guarantee or otherwise secure the payment of any such bonds or the interest thereon by pledge or mortgage of the property of this corporation, or any part thereof, or otherwise, and to consolidate with or to lease or contract for the operation and maintaining of any and all of such railroads, steamships or steamboat companies so aided.

Fourth,---To build ~~and~~, purchase, own, lease or operate steamboats between the ports of Portland, Astoria, Victoria, Sitka, San Francisco, or any other ports in the Northern Pacific Ocean, and steamboats on the Columbia, Willamette and Snake Rivers, and also to build, purchase and own or lease docks, piers, warehouses, locks, ferry-boats, stages and other means of transportation in connection with the railroads, steamboats and steamships above mentioned.

' Fifth:--- To purchase or lease lands, whether adjacent or contiguous to its railroads, docks or warehouses or not; and to hold, possess, improve, lease, sell mortgage, or otherwise dispose of such lands in such manner as may be deemed fit.

' Sixth:---To borrow money on bonds, notes or otherwise for the general purposes of the corporation, and to mortgage its railroads, steamships, steamboats, franchises, rolling stock and any and all property, to secure the payment thereof.

' Seventh:--- To do all other things necessary or proper for the accomplishment of the objects above specified."

"RESOLVED that the Directors of this Company be and are hereby authorized and directed to file in the manner provided by law said supplementary Articles of Incorporation when prepared and executed as aforesaid, and that the <sup>said</sup> Directors and the officers of this Company are hereby authorized and directed to publish and give any and all notices of the making and filing of such Articles required by law"; and

WHEREAS, at an adjourned regular meeting of the Board of Directors of the said The Oregon Railroad & Navigation Company duly called and held at the office of the Company in the City of Portland, Multnomah County, in the State of Oregon, on the 25th day of February, A.D., 1901, the said resolutions of ~~the~~ said stockholders' meeting were by resolution of said Board of Directors duly ratified and adopted, and the execution and the filing of such Supplementary Articles of Incorporation in the manner and form aforesaid duly authorized, and the giving or publishing of notices of the same duly directed, therefore

KNOW ALL MEN BY THESE PRESENTS: That The Oregon Railroad & Navigation Company and the undersigned Wm. L. Bull, E. S. Benson, Wm D. Cornish, H. W. Cannon, H. W. Corbett, Wm Crooks, W. W. Cotton, E. H. Harriman, Wm M. Ladd, A. L. Mohler, Miles C. Moore, A. L. Mills, Winslow S. Pierce, Mortimer L. Schiff and H. W. Scott, being all the Directors of the said The Oregon Railroad & Navigation Company, in pursuance of said resolutions do hereby adopt the following

Supplementary Articles of Incorporation  
of

THE OREGON RAILROAD & NAVIGATION COMPANY.

The Oregon Railroad & Navigation Company hereby adopts the following Supplementary Articles of Incorporation in addition to its present Articles of Incorporation for the purpose of engaging in the new enterprises of business pursuits hereinafter specified in addition to the enterprises described in the original Articles of Incorporation, in the same manner as if they were inserted after the words "18th.

A line from Elgin, in the State of Oregon, towards Wallowa, in said State," in the first paragraph of Article III. of said original Articles of Incorporation the following words, to-wit:- "19th. A line from Fairfield, in the State of Washington, to Waverly, in said ~~State~~ State.

20th. A line from Portland, in the State of Oregon, to St. Johns, in said State. 21st. A line from a point near Wardner, in the State of Idaho, to the Siera Nevada Mine, at or near the head of Deadwood Gulch, in said State." So that <sup>said</sup> Article III. shall read as follows:

"ARTICLE III.

"The business of the corporation shall be---

"First, --- To acquire or construct and equip the following railroad and telegraph lines, namely: 1st, A line from Portland in the State of Oregon, to Huntington, in said State. 2nd. A line from Umatilla Junction, in the State of Oregon, via Wallula Junction, in the State of Washington, to Walla Walla, in the State of Washington. 3rd. A line from Pendleton Junction in the State of Oregon, via Walla Walla ~~to Spokane~~, to Spokane, in the State of Washington. 4th A line from Willows Junction, in the State of Oregon, to Heppner, in said State. 5th. A line from Bolles Junction, in the State of Washington, to Dayton, in said State. 6th. A line ~~from~~ from Walla Walla, in the State of Washington, to Dudley and Dixie, in said State. 7th. A line from Connell Junction, in the State of Washington, via La Crosse Junction, in the State of Washington, to Moscow, in the State of Idaho. 8th. A line from Starbuck, in the State of Washington, to Pomeroy, in said State. 9th. A line from East Portland, in the State of Oregon, to Albina, in said State.

10th. A line from La Grande, in the State of Oregon, to Elgin, in said State. 11th. A line ~~from~~ from Winona Junction, in the State of Washington, to Seltico, in said State. 12th. A line from Toako, in the State of Washington, to Maillon, in the State of Idaho, with a branch from Wallace, in the State of Idaho, to Burke, in said State. 13th. A line from Lower Cascades in the State of Washington, to Upper Cascades, in said State. 14th. A line from Portland, in the State of Oregon, via such routes as may be selected by the Board of Directors of the corporation, to a point at or near the mouth of the Columbia River, on either the north or the south side of ~~the~~ <sup>said</sup> river. 15th. A line from Dayton, in the State of Washington, to a point at or near Delaney, in said State. 16th. A line from Moscow, in the State of Idaho, towards or to Lewiston, in said State. 17th. A line from a point at or near Briggs Station, in the State of Oregon, towards or to Prineville, in said State. 18th. A line from Elgin, in the State of Oregon, towards or to Wallowa, in said State. 19th. A line from Fairfield, in the State of Washington, to Waverly, in said State. 20th. A line from Portland in the State of Oregon, to St. Johns, in said State. 21st. A line from a point near Wardner, in the State of Idaho, to the Sierra Nevada Mine, at or near the head of Deadwood Gulch, in said State. and to acquire in any lawful manner all or any part of the railroads, steamboats, steamships, and telegraph lines, and other property formerly or now owned by the Oregon Railway and Navigation Company, the Cascades Railroad Company, The Walla Walla and Columbia River Railroad Company, the Columbia and Palouse Railroad Company, the Oregon Railway and Extensions Company, the Washington and Idaho Railroad Company, and the Mill Creek Flume and Manufacturing Company, or <sup>of</sup> either or any of said companies, or the stocks, bonds or other securities of either or any of the said companies, and to maintain and operate such constructed or acquired railroad and telegraph lines and branches, and to carry freight and passengers thereon, and to receive tolls for the carriage of the same.

"Second--- To purchase or consolidate with, lease or otherwise acquire, or to operate and maintain, on such terms as may be agreed upon, any railroad or railroads, in Oregon, Washington and Idaho,

with its or their rolling stock, equipments and appurtenances, and to complete the same to its authorized terminus.

"Third---To facilitate and to assist in the construction, building and extension, equipment and operation of any railroad line, steamship or steamboat line in Oregon, Washington or Idaho, or steamship line running from Portland, or any point on the Columbia River, to any other ports, and connected or intending to connect or exchange traffic with the railroad, steamships or steamboats of this corporation, and for such purpose to subscribe for or purchase the stock or bonds of any company owning or operating any such railroad, steamships or steamboats, and to guarantee or otherwise secure the payment of any such bonds or the interest thereon by pledge or mortgage of the property of this corporation, or any part thereof, or otherwise, and to consolidate with or to lease or contract for the operation and maintaining of any and all of such railroads, steamships or steamboat companies so aided.

"Fourth---To build, purchase, own, lease or operate steamboats between the ports of Portland, Astoria, Victoria, Sitka, San Francisco, or any other ports in the Northern Pacific Ocean, and steamboats on the Columbia, Willamette and Snake Rivers, and also to build, purchase and own or lease docks, piers, warehouses, locks, ferryboats, stages and other means of transportation in connection with the railroads, steamboats and steamships above mentioned.

"Fifth---To purchase or lease lands, whether adjacent or contiguous to its railroads, docks or warehouses or not; and to hold, possess, improve, lease, sell, mortgage, or otherwise dispose of such lands in such manner as may be deemed fit.

"Sixth---To borrow money on bonds, notes or otherwise for the general purposes of the corporation, and to mortgage its railroads, steamships, steamboats, franchises, rolling stock and any and all property, to secure the payment thereof.

"Seventh--- To do all other things necessary or proper for the accomplishment of the objects above specified.

IN TESTIMONY WHEREOF the said The Oregon Railroad <sup>9</sup>~~and~~ Navigation Company has caused these presents, executed in triplicate,

to me that they executed the same for the uses and purposes therein mentioned. That the same time and place personally appeared A.L.Mohler and W.W.Cotton, to me personally known and personally known to me to be the President and Secretary, respectively, of the Oregon Railroad & Navigation Company, and acknowledged to me that they, and each of them as such President and Secretary executed the foregoing instrument as and for the act and deed of the Oregon Railroad & Navigation Company for the uses and purposes therein set forth, and the said Cotton being by me first duly sworn did depose and say that he is the Secretary of the Oregon Railroad & Navigation Company; that he is the legal custodian of and has in his possession the corporate seal of The Oregon Railroad & Navigation Company; that the seal affixed to the foregoing instrument purporting to be the seal of such Company is such corporate seal; that the same was so affixed by him as Secretary of said Company on the 26th day of February, 1901, by order of the Board of Directors of said Company, and that he signed his name thereto by like order of the Directors.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal at the City of Portland, State of Oregon, the date first above written.

Jas.G.Wilson,

(SEAL)

Notary Public in and for Oregon.

{ 10¢ L.R. Stamp }  
{ Cancelled }



State of New York,     )  
                              ) SS  
County of New York.    )

BE IT REMEMBERED that on this 8th day of March, A.D., 1901, before me, the undersigned, a Notary Public in and for said County and State, duly commissioned and qualified, personally appeared the within named Miles C. Moore, who is personally known to me, and known to me to be the person ~~who executed~~ described in and who executed the foregoing instrument, and acknowledged to me that he executed the same for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my notarial seal in the City and State aforesaid this 8th day of March, 1901.

J.B. Maxwell

Notary Public in and for New York.

(SEAL)

My commission expires March 30, 1901.

(10¢ I.R. Stamp)  
cancelled

KINGDOM OF ITALY    )  
                          )SS  
City of Florence.     )

BE IT REMEMBERED that on this 27th day of March A.D., 1901, before me Edward C. Cramer United States Consul at the City of Florence, in the Kingdom of Italy personally appeared the within named Henry W. Cannon, who is personally known to me, ~~to~~ and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to me that he executed the same for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the Consular Seal at Florence, Italy, this twenty-seventh day of March, 1901.

Edward C. Cramer

United States Consul at Florence, Italy.

(SEAL)           (10¢ I.R. Stamp)  
                  cancelled

(ENDORSED)

Supplementary Articles of Incorporation of The Oregon Railroad & Navigation Company. Filed in the office of the Secretary of State of the State of Oregon, for Record at nine o'clock A.M. the 17th. day of April 1901 and recorded on page 429 of Book 14 of Records of Articles of Incorporation of private corporations.

F. I. Dunbar,

Secretary of State.

UNITED STATES OF AMERICA.

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State of Oregon.

Office of the Secretary of State

Salem, Oregon, May 31, 1901.

I, F.I. Dunbar, do hereby certify that I am the Secretary of State of the State of Oregon, and Custodian of the Seal of said State; that the foregoing transcript of Supplementary Articles of Incorporation of "The Oregon Railroad and Navigation Company," filed in the office of the Secretary of State of the State of Oregon, for record at nine o'clock A.M. the 17th day of April, 1901, and recorded on page 429 of Book 14 of Records of Articles of Incorporation of private corporations, has been by me compared with the original copy of the said Supplementary Articles of Incorporation now on file in this office, and that ~~the~~ it is a true and correct transcript thereof, and the whole of said original Supplementary Articles of Incorporation of "THE OREGON RAILROAD AND NAVIGATION COMPANY."

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

Done at the Capitol, at Salem, Oregon, this thirty-first day of May A.D., 1901.

F.I. Dunbar,

(SEAL)

Secretary of State.

(10¢ I.R. Stamp)  
cancelled.

(Exterior Endorsement)

Certified Copy of Supplementary Articles of Incorporation of  
The Oregon Railroad & Navigation Co. *Dated Feby. 26<sup>th</sup> - 1901.*

Filed July *5<sup>th</sup>* 1901.

P.E. Stookey,  
County Recorder,

By J. A. Cook,

Deputy.

State of Idaho,        )  
                              ) ss  
County of Nez Perce    )

I, P.E. Stookey, County Recorder, in and for said County in the State aforesaid, do hereby certify that the foregoing is a full, true and correct copy of the Certified Copy of Supplementary Articles of Incorporation of THE OREGON RAILROAD AND NAVIGATION COMPANY as the same appears on file in my office.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal this 5th day of July, 1901.

P. E. Stookey  
County Recorder  
By J. A. Cook  
Deputy.

