

Articles of Incorporation

of the

"Wood Live Stock Company, Limited."

State of Idaho )  
                  ) SS  
County of Fremont.)

This agreement, made and entered into on  
the 14<sup>th</sup> day of December, A.D. 1895, between James D. Wood  
Francis J. Hagenbarth, Spencer Harwood,  
Benjamin F. White, Robert T. Wing and  
James Hooper WITNESSETH;

Whereas we, the majority, of whom are bona fide  
residence of the State of Idaho, are desirous of associating  
ourselves together for a purpose of carrying on the live  
stock business in all of its branches; to purchase and sell  
live stock, and to lease the same; to purchase and sell  
wool, land and water, and water rights, and to construct,  
purchase and sell canals and water ways and ditches, and  
to borrow and loan money, and to execute, and take promissory  
notes and bonds and deeds of trust, and mortgages to secure  
the payment of the same when considered proper and necessary  
so to do, within the State of Idaho, and in any other State  
or Territory of the United States, do hereby agree <sup>and</sup> with  
each other as follows:-

ARTICLE I.

The said corporation shall be called and known by the  
name of "Wood Live Stock Company" Limited.

ARTICLE II.

That the names of the parties to this agreement of incorpora-  
-tion and their places of residence in full are as follows;

James D. Wood, Goldberg Idaho; Frank J. Hagenbarth, Goldberg, Idaho; James Hooper, Morse, Idaho; Spencer Harwood, Beaver Canon, Idaho; Robert D. Wing, Dillon, Montana; and Benjiman F. White, Dillon, Montana;

#### ARTICLE III.

That the corporation herein provided for and hereby incorporated shall exist and continue for ten (10) years unless sooner dissolved or disincorporated according to law.

#### ARTICLE IV.

That the business of this Corporation is and shall be the carrying on of the Live Stock business in all of its branches; to purchase and sell live stock, and to lease the same; to purchase and sell wool, land and water, and water rights, and to construct, purchase and sell canals and water ways and ditches, and to borrow and loan money, and to execute and take promissory notes, and bonds, and deeds, of trust, and mortgages to secure the payment of the same, when considered proper and necessary so to do, within the State of Idaho, and within any other State or Territory of the United States.

#### ARTICLE V.

That the principal place of business and the place of the general business of said corporation shall be at Beaver Canon, Idaho, and the corporation may have other offices and places of business ~~at~~ ~~any~~ within any other State or Territory of the United States. And the stock holders and board of directors may meet and transact business in any other State or Territory <sup>of the United States</sup> as well as in said State of Idaho.

#### ARTICLE VI.

That the amount of the capital stock shall be one

hundred <sup>and</sup> fifty thousand (\$150,000.00) Dollars, which shall be divided in to one hundred and fifty thousand shares of the par value of one (\$1.00) Dollar each.

#### ARTICLE VII.

That the amount of stock subscribed for and taken by each of the incorporators above name<sup>d</sup> to this agreement, is as follows to wit:-

James D. Wood	112.460 Shares
Francis J. Hagenbarth	37.500 "
Spencer Harwood	20 "
Benjiman F. White	5 "
Robert T. Wing	10 "
James Hooper	5 "

#### ARTICLE VIII.

That the officers of said corporation shall be a board of five (5) directors a president, a vice president, a Treasurer and a Secetary.

The said officers ~~a~~/vice president and secetary may be filled by one and the same person

#### ARTICLE IX

To be ~~eligible~~ eligible to the officer~~s~~s of this corporation a person must be the owner of at least one share of the stock of said corporation.

#### ARTICLE X

The said James D. Wood, Francis J. Hagenbarth, Spencer Harwood, Benjiman F. White, and Robert T. Wing shall be the directors of said corporation, from the date hereof, until~~l~~ the first Monday in November 1896, and untill their successors shall have been duly elected and qualified as herein after provided, and the said James D. Wood shall be

president. and said Francis J. Hagenbarth shall be vice president, Spencer Harwood shall be Treasurer, ~~and~~ and said Francis J. Hagenbarth shall be secretary, for the said term until the first monday in November 1896, and until their successors shall have been elected and qualified; and any vacancy caused by the ~~resignation~~ resignation, death or removal, of either or any of said directors or officers, may be filled by the board of directors; and the duties of said officers shall be perscribed in the bylaws of the Company.

#### ARTICLE XI.

That the term of office of the officers and directors of said corporation, except as provided in article ten shall be one year from and after the first monday in November of each year and until their successors shall have been duly elected and qualified, unless sooner resigned or removed, as hereinbefore and hereinafter provided.

#### ARTICLE XII.

The regular annual meeting of the stock holders of the Company, for the election of directors and officers and such other business as may come before them, shall be held on the first monday of November of each year at the Company's ~~office~~ office in Beaver Canon, State of Idaho, at 2 Oclock P.M., The President and secretary of the meeting of the stock holders shall certify the result of such election and other proceedings to the president of the Company, and the president shall cause the same to be entered upon the records of the Company, by the secretary, and the secretary shall at once give notice to the persons so elected, and the persons so elected shall at once qualify as directors and officers; and the first annual meeting of the stock holders for the purpose ~~of~~ aforesaid, shall be held at the office of the Company, in Beaver Canon, State of Idaho,

ARTICLE XVI.

That said stock so incorporated by said <sup>in</sup>corporators has and is fully paid by said incorporators, by causing to be conveyed and delivered to said Company, when organized, by J.D. Wood who now holds the same as trustee <sup>in</sup> ~~and~~ trust for such purpose until/ this corporation is organized, the following described property, free and clear of all encumbrances, and of the present cash value of one hundred and fifty thousand (\$150,000.00)

Dollars, to wit:-

Thirty ~~five~~ thousand two hundred and forty one (<sup>35</sup>~~41~~, 241) head of sheep

~~is~~ situated and being in the County of Custer and Fremont in the state of Idaho and <sup>County</sup> Madison in the State of Montana,

Seventy five (75) head of horses; six ~~or~~ (6) milk cows; three (3) steers; and one (1) stallion, situated ~~and~~ being in the said County of Custer; eight (8) sheep wagons; seven (7) farm wagons; one (1) spring wagon; one (1) buck board; four (4) mowers one (1) binder; two (2) sulky plows; three (3) rakes; sixteen (16) sets of harness; seven (7) saddles; a lot of cooking utensils; tents, dipping vats, corrals and <sup>a</sup>tarpanlins, now used, and heretofore used by the said J.D. Wood in <sup>ca</sup>herding and taken care of said live stock.

And also the west half of the north west quarter of section twelve, the east half of the north east quarter of section eleven, township ~~13~~ thirteen north, range 22 east of Boise Meridian, containing <sup>one hundred and sixty</sup> (160) acres; and the west half of the south east quarter and south west quarter of section <sup>twelve</sup> (12); the east half of the south east quarter of section eleven; the west half of the north east quarter and north west quarter of section thirteen; and the east half of the north east quarter of section fourteen, all in <sup>township</sup> tp 13 north of said range and Meridian, containing Six hundred and forty <sup>(640)</sup> acres, all situated in said County of Custer, State of Idaho, together with all water ditches and water rights belonging to the same and use therewith

ARTICLE XVII.

That the said James D. Wood and Frank J. Hagenbarth are each free holders and bonafied residence of Goldberg, in said County of Custer; that the said James Hooper is a freeholder and a bonafied residence of Morse, in said County of Custer, State of Idaho; that the said Spencer Harwood is a freeholder and a bonafied resident of Beaver Canon, in said Fremont County; and that the said Robert T. Wing and Benjamin F. White are residence of Dillon in said State of Montana.

IN WITNESS WHEREOF we have hereunto subscribed our names and set our seals, the 14<sup>th</sup> day of December, 1895.

James D. Wood seal  
Spencer Harwood seal  
Benjamin F. White seal  
Robert T. Wing seal  
Francis J. Hagenbarth seal  
James Hooper seal

Territory of Utah     )  
                                  )SS  
County of Salt Lake )

On this 14<sup>th</sup> day of December in the year of  
1895. before me, Ray Vancott a notary public for said County,  
personally appeared James D. Wood, known to me to be the person whose  
name is subscribed to the within instrument, and acknowledged *to me*  
that he executed the same.

In witness whereof I have hereunto set my  
hand and official seal, the day in this certificate above written



Ray Vancott.

Notary Public.

My commission expires Nov 9<sup>th</sup> 1897.

on the first monday of November 1896, at 2 O'clock P.M. and all elections shall be by ballot, and the person receiving the largest number of ballots cast shall be elected; and the stock holders, immediately after the election of the board of directors, shall elect from the board of directors a president, vice president, secretary and treasurer.

#### ARTICLE XIII.

That any of the directors or officers of said corporation may be removed from misconduct, at a stock holders meeting, called and held for the purpose of considering the question of such removal, and the majority of the capital stock represented at such meeting voting for such removal shall constitute a removal; and any of the officers or directors may resign by filing a written resignation with the president or secretary of the Company; ~~the~~ and vacancies caused by such removal, resignation or death, may be filled by the board of directors.

#### ARTICLE XIV.

<sup>a</sup>  
The majority of the board of directors shall be necessary to, and shall form a quorum and be authorized to transact the business and exercise the corporate rights of this corporation.

#### ARTICLE XV.

That the stock holders of this corporation or their ~~own~~ private property shall not be <sup>a</sup>liable for the debts, liabilities or contracts of the corporation.



State of Idaho (   
 County of Fremont ( ss

On this 23<sup>rd</sup> day of Dec, in the year of 1895, before me  
F.S. Bramwell, Clerk Dist Court, personally appeared Spencer Harwood,  
known to me to be the person whose name is subscribed to the within  
instrument, and acknowledged to me that he executed the same.

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

*Seal*

F.S. Bramwell  
Clerk 5 Judicial Dist Court.

By W.E. Patrie  
Deputy.

State of Montana (   
 ( SS  
County of Beaverhead (

On this 24<sup>th</sup> day of December in the year  
of 1895. before me O the Klem, a Notary public, personally appeared  
Benjamin F. White and Robert T. Wing, known to me to be the persons  
whose names are subscribed to the within instrument, and acknowledge  
ed to me that they executed the same.

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



Otho Klem

State of Idaho )  
ISS  
County of Custer)

On this 10<sup>th</sup> day of Jan<sup>uary</sup>, in the year of 1896,  
before me George E. Keyes, Clerk Dist Court, personally appeared  
Francis J. Hagenbarth, known to me to be the person whose name  
is subscribed to the within instrument and acknowledged to me ~~that~~ ~~he~~  
that he executed the same.

In witness whereof I have hereunto set my hand  
and official seal, the day in this certificate above written.



George E. Keyes

Clerk 4<sup>th</sup> Dist Court.

State of Idaho )  
ISS  
County of Custer)

On this 10<sup>th</sup> day of January, in the year of 1896,  
before me George E. Keyes, Clerk <sup>4<sup>th</sup></sup> District Court, personally  
appeared James Hooper, known to me <sup>to be</sup> the person whose name is  
subscribed to the within instrument and acknowledged to me that he  
executed the same.

In witness whereof I have hereunto set my hand  
and official seal, the day in this certificate above written.



George E. Keyes

Clerk 4<sup>th</sup> District Court.

State of \_\_\_\_\_ )

)SS

County of \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_ in the year

of 189\_\_ before me \_\_\_\_\_

personally appeared \_\_\_\_\_ known to me to be

the person whose name is subscribed to the within instrument,

and acknowledged to me that he executed the same.

In witness whereof I have hereunto set my hand  
and official seal, the day in this certificate above written.

\_\_\_\_\_

State of \_\_\_\_\_ )  
 )SS  
County of \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_ in the  
year of 189\_\_\_\_, before me \_\_\_\_\_ personally  
appeared \_\_\_\_\_ known to me ~~/as~~ to be the  
person whose name is subscribed to the within instrument, and  
acknowledged to me that he executed the same.

In witness whereof I have hereunto set my hand and  
official seal, the day in this certificate above written.

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State of Idaho )  
 )SS  
County of Custer)

Frank J. Hagenbarth, first being duly sworn  
deposes and says, That he is over the age of twenty <sup>one</sup> years,  
That he is a bona fied Citizen and resident and free holder  
in the said County and State; That he is the Secetary of the  
Wood Live Stock Company, Limited, a corporation, the articles of  
incorporation thereof to which this affidavit is attached,  
and that all of the capitol stock of said Company has been  
actually subscribed as required by law, by the parties to said  
articles of incorporation ~~thereof~~ ~~to~~.

Francis J. Hagenbarth

Secretary,

Subscribed and sworn to be fore me, the Tenth day of  
January, 1896,

*Keefe*

George E. Keyes

Clerk 4<sup>th</sup> Dist Court.

I HEREBY CERTIFY the foregoing to be a full, true and correct copy of the original  
Articles of Incorporation on file in my office, in the  
above entitled action.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed the seal of the above named Court this 23<sup>rd</sup>  
day of January 1896

J. L. Brannwell Clerk.

Ernest Brannwell Deputy Clerk.