

State of Wyoming.

Office



of the

Secretary of State.

United States of America,) ss.
State of Wyoming,)

I, Charles W. Burdick,
Secretary of State, of the State of Wyoming, do hereby certify

that the annexed copy of the Articles of Incorporation of "The California, Idaho & Montana Railway Company", is a true and correct copy of the original which was filed and made of record in the office of the Secretary of State of Wyoming on the thirtieth day of September A.D. 1895, at the hour of four o'clock P. M.

In Testimony Whereof, I have here-
unto set my hand and affixed the
Great Seal of the State of Wyoming.

Done at Cheyenne, the Capital,
this _____ th _____ day

of _____ September _____ A. D. 1895
Charles W. Burdick
Secretary of State.

CERTIFICATE OF ARTICLES OF INCORPORATION
OF
THE CALIFORNIA, IDAHO & MONTANA RAILWAY COMPANY.

KNOW ALL MEN BY THESE PRESENTS, that we, whose names are subscribed hereto, do hereby certify that under and by virtue of the laws of the State of Wyoming, have associated ourselves together as a Railway Corporation for the purpose of constructing, owning, and operating a Railroad and extensions and branches as hereinafter stated.

FIRST.

The name of said corporation, by which it shall be known and under which it shall transact its business, shall be, and shall continue to be, "The California, Idaho & Montana Railway Company."

SECOND,

The object for which said company has been, and is formed, is the construction, operating and owning a Railroad or Railroads from a point commencing at or near Butte City, in the County of Silver Bow, in the State of Montana; thence in a Southerly and Westerly direction as may be located or constructed after actual surveys, through the Counties of Silver Bow and Beaver Head, in the State of Montana, to the most feasible pass through the Bitter Root Mountains, on the boundary line between the States of Montana & Idaho; thence to and up the Salmon River, or in the valley thereof, through the Counties of Lemhi, Custer and Alturas in the State of Idaho, to a point in the Sawtooth range of Mountains, near the head of the Boise river; thence down the Boise river or the valley thereof, on the most feasible route to be

selected by the Company, after actual surveys, passing through the Counties of Elmore, Ada, Canyon & Owyhee to the western boundary line of the State of Idaho, and the eastern boundary line of the State of Oregon, to a point on the said boundary line between the said State of Idaho and Oregon, as the company may hereinafter determine.

Thence in a Southerly direction through the County of Blaine to a point in said county about three miles west of Old Camp Lyon; thence continuing in a Southerly and Westerly direction on through the Counties of Malheur and Harney in the State of Oregon, thence through the Counties of Humboldt and Lassen, in the State of Nevada, thence through the Counties of Lassen, Plumas, Sierra, Nevada, Placer, Sacramento, San Joaquin, Contra Costa & Alameda, to the City of Oakland in Alameda County; thence on to the City of San Francisco, all in the State of California.

The said company shall have power to locate, construct and operate the whole or any part of said line of road above described, and to transport Passengers, Mail, Express and Freight thereon, also build Telegraph and Telephone Lines and operate the same, and to receive fare, toll and charges therefor, and to transact all such business and do such acts generally as may be necessary to the success of the Corporation.

The said company hereby further has power to mortgage its road, franchise and property, to secure the issue of bonds as it may determine to execute, to build such railroad, extensions and branches as it may, under any amendment of its charter or articles of incorporation or otherwise under lawful authority, resolve to build; and to make running arrangements with any other railway or transportation Company, or to lease, purchase or otherwise acquire the charter road, property or capital stock or franchise of any such Company, or to amalgamate or

consolidate into any such Company on such terms as may be agreed upon by the Trustees or Stock holders not inconsistent with law.

The said Company may construct such branches and connections in said States of Montana, Idaho, Oregon, Nevada and California, or either of them, as it may deem expedient and necessary to consummate the purposes and object of this Charter, and change and re-locate its main line and branches as it may elect, to connect with other Railroads and Navigation Companies; and may amend its Certificate of Incorporation in such a way that the Trustees or a majority of its Stock holders may determine, not inconsistent with the Statute in such case made and provided.

The said Company assures to itself, and shall and does possess all of the rights, powers, franchises and privileges granted to and conferred upon corporations by the laws of the said State of Wyoming.

T H I R D .

The Capital Stock of said Company shall be Thirty Million Dollars or such further amount as may be required to construct, complete and equip said road or extensions or branches.

The Stock holders are not individually liable for the debts of the Company, nor liable to any extent therefor beyond the liability to pay for the Stock, by them severally subscribed.

The said Stock of the said Company or Corporation shall consist of the shares of the par value of \$100.00 each.

F O U R T H .

The term of existance of said Company or Corporation shall be Fifty Years from the first day of September, A. D. 1895.

F I F T H.

The number of Trustees or Directors of said Company, who shall manage the concerns of the same, shall be Nine, and the names of the persons who shall act as such Trustees or Directors for the first year

are:

Moritz Lippman	"	of	New York N. Y.
Theodore Voorhees	"	"	Philadelphia Pa.
William Hacker	"	"	Philadelphia Pa.
Ernest M Dickey	"	"	Chicago Ill.
E. C. Woodworth	"	"	Denver Colo.
H. A. Woodworth	"	"	Denver Colo.
H. H. Daniels	"	"	Denver Colo.
C. R. Shaw	"	"	Caldwell Idaho.
J. M. Clark	"	"	Boise City Idaho.

S I X T H.

The business of said Company, within the State of Wyoming, shall be transacted in the City of Cheyenne.

Offices for the transaction of business of said Company ^{May} shall be established in the City of New York, in the State of New York, and in the City of Denver, in the State of Colorado, in the City of Butte, State of Montana, in the City of Boise City, State of Idaho, and in the City of San Francisco in the State of California.

S E V E N T H.

The said Trustees of said Corporation shall have power to make and adopt by-laws for its government not inconsistent with the laws of Congress and of the State of Wyoming, for the management and disposition of the Stock and business affairs of said Corporation, and prescribing the duties of Officers, Artificers and Servants, that may be employed, for the appointment of all Officers and for carrying on all kinds of business authorized by said Corporation.

Witness our hands and seals this 2nd day of September A. D. 1895.

H. C. Woodworth
H. A. Woodworth
H. H. Daniels

Incorporators.

State of Colorado

County of Arapahoe ss

I, Sim W. Cantrill, a Notary Public in and for said county and state aforesaid, do hereby certify that H.C.Woodworth, H.A.Woodworth and H.H.Daniels who are personally known to me to be the persons whose names are subscribed to the forgoing Certificate of Incorporation appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument of writing as their free and voluntary act for the uses and purposes therein set forth. Given under my hand and Notarial Seal this 30th. day of September A.D. 1895

Sim. W. Cantrill

Notary Public.

State of Colorado,

County of Arapahoe, ss.

I, R. Le Bert, County Clerk within and for said County in the state aforesaid, do hereby certify that Sim. W. Cantrill by whom the foregoing acknowledgment was taken, was at the date thereof a Notary Public in and for the County of Arapahoe, duly commissioned and qualified, and authorized by the laws of Colorado to take proof and acknowledgment of deeds and other instruments in writing; that I am well acquainted with his hand writing, and verily believe the signature to the said acknowledgement is genuine; and further, that the annexed instrument is executed and acknowledged according to the laws of said state.

In testimony whereof, I have set my hand and affixed my official seal, at Denver in said County the 30th. day of September A.D. 1895

R. LeBert.
County Clerk
by N.S. Wilbur, Dep.