

ARTICLES OF INCORPORATION OF "THE THOMAS CLOTHING CO." Limited.

THIS AGREEMENT, made and concluded this ~~8th~~^{8th} day of February 1902, by and between James Thomas of Idaho Falls, County of Bingham, State of Idaho, J.G. Oram of Pocatello, County of Bannock, State of Idaho, Thomas Elliott, L.T. Wright and Samuel Oliver of Rexburg, County of Fremont and State of Idaho,

WITNESSETH:- Whereas the undersigned are desirous of associating themselves for the purpose of establishing and conducting a whole-sale and retail general clothing, boot and shoe, hat and furnishing business, within the State of Idaho, and holding property therein, and of incorporating for that purpose, under and in pursuance of the laws of the State of Idaho, they do hereby certify, declare, and agree as follows, that is to say;

-1-

That the said corporation shall be called and known by the name of "The Thomas Clothing Company, " limited.

-2-

That the purpose for which it is formed and the business and pursuit of said corporation is, and shall continue to be, to carry on and conduct a business of clothing, boots and shoes, hats and furnishings, and any and all other goods, wares, or merchandise belonging and appertaining to the clothing business.

-3-

That the place where its principal business is to be transacted shall be Rexburg, County of Fremont, and State of Idaho.

-4-

That the term for which it is to exist is fifty (50) years from and after the date of its incorporation.

-5-

That the number of its directors shall be five, and that the names and residences of those who are appointed ^{for the first year and} until their successors are duly elected and qualified, are:

Names.	Residences.
James Thomas,	Idaho Falls, Bingham Co., Idaho.
J. G. Oram,	Pocatello, Bannock " "
Thomas Elliott,	Rexburg, Fremont " "
L. T. Wright,	" " " "
Samuel Oliver,	" " " "

-6-

That the amount of the capital stock of this corporation shall be Twenty-Five Thousand (\$25,000.00) Dollars, divided into twenty-five hundred shares of the par value of Ten (\$10.00) Dollars each.

-7-

That the amount of said capital stock which has been actually subscribed is *five* thousand *five* hundred (\$5,000.00) Dollars, and the following are the names of the persons by whom the same has been subscribed, to-wit:

Names of Subscribers.	No. of Shares.	Amount.
James Thomas,	450	4500.00
J. G. Oram,	40	400.00.
Thomas Elliott,	10	100.00.
L. T. Wright,	50	500.00
Samuel Oliver,	10	100.00.

-8-

That the annual stockholders meeting of said corporation, for the election of officers and for the transaction of any such other business as shall lawfully come before it, shall be held on the first Monday in February, of each year, at Rexburg, County and State before mentioned, at the general office of said corporation, a representation of the majority of the capital stock of said corporation shall be necessary to legally hold said meeting, or any stockholders' meetings of said corporation, either general or special. The officers of said corporation shall be elected by ballot and the persons receiving a majority of votes of stockholders at such meeting shall be held and declared to be elected to said offices respectively.

Each stockholder shall be entitled to as many votes as he holds shares of said capital stock and representation by proxy duly appointed shall be allowed at all meetings of said corporation, either general or special. The first meeting of said corporation for the election of officers and other purposes, as above provided, shall be held and the first election of officers had at the office of said corporation in Rexburg, County and State before mentioned, on the *Second* day of *February*, 1908, and it is hereby provided that a failure to hold said last-named meeting, or any general meeting of the stockholders of said corporation, at the day appointed for the same, shall not forfeit or in any way interfere with the corporate rights acquired under this agreement, but any such meeting may be held at any subsequent time, upon giving *fifteen* days' notice by publication in a newspaper published at Rexburg, County and State above mentioned. The Secretary shall, or in case of his failure, any other officer of said corporation may give *fifteen* days' previous notice of all annual meetings by publication thereof as aforesaid, and of all special stockholders meetings by publication thereof, in the same manner, but specifying the purpose or purposes for which any special meeting is called.

-9-

That the qualifications of the officers of said corporation shall be as follows, that is to say; to be eligible to any office whatsoever in this corporation, the person holding such office must be an actual stockholder of the said corporation as shown by the books of said corporation.

-10-

Said corporation, either in stockholders' meetings, or by its Board of Directors, may enact a code of by-laws for the regulation and government of its affairs and business, which shall not be inconsistent with, or repugnant to the provisions of these articles, nor contrary to law.

In witness whereof, we have hereunto set our hands and seals this 18th day of February 1902.

Signed, sealed in the presence
of

Hyrum Ricks

May Ricks

James Thomas (Seal)

J. G. Oram (Seal).

Thomas Elliott (Seal).

L. T. Wright (Seal).

Samuel Oliver (Seal).

State of Idaho,) ss.
County of Fremont.)

On this 18th day of February 1902, before me,
Hyrum Ricks, a notary public in and for said county, residing there-
in, duly commissioned and sworn, personally appeared James Thomas,
J. G. Oram, Thomas Elliott, L. T. Wright and Samuel Oliver, person-
ally known to me to be the persons whose names are subscribed to
the within instrument, who, each duly acknowledged to me, that they
executed the same voluntarily and for the uses and purposes therein
specified.

In witness whereof, I have hereunto set my hand and affixed
my official seal the day and year last above written.

Hyrum Ricks

Notary Public.

STATE OF IDAHO, ss.
County of Fremont.

I hereby certify that the within is a true and correct copy of the original Incorporation
as recorded in Book 2 of Incorporation, pages 101
on the 18th day of March, 1892 of the records of Fremont County, Idaho.

A. M. Carter Recorder.

By _____ Deputy.