

A Special Meeting of the Stockholders of the Wood Live Stock Company, Limited, an Idaho Corporation, was duly called and held at its Office in the City of Spencer, State of Idaho on the 30th day of June, 1917, at three o'clock P. M. of said day, pursuant to notice thereof having been duly given, all stockholders having signed an acknowledgment of acceptance of service of a copy thereof, which said notice and acknowledgment of service thereof is in words and figures as follows:

"NOTICE"

"TO THE STOCKHOLDERS OF THE WOOD LIVE STOCK COMPANY, LIMITED,
an Idaho Corporation."

Notice is hereby given that pursuant to a resolution duly adopted at a meeting of the Board of Directors of the Wood Live Stock Company, Ltd., duly called and held on the 4th day of December, 1916 at which meeting more than a majority of said Board of Directors were present and voted therefor, a special meeting of the Stockholders of said Corporation will be held at its Office in the City of Spencer, State of Idaho, on the 30th day of June, 1917 at three o'clock P. M. of said day for the following purposes:-

1. To consider and pass upon the question of amending Article I of the Articles of Incorporation of this Company reading as follows:

"Article I,

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

so that same when and as amended shall read as follows:-

"Article I"

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

2. To consider and pass upon the question of amending Article VI of the Articles of Incorporation of this Company reading as follows:

"Article VI"

"That the amount of the capital stock shall be Five Hundred Thousand (\$500,000) Dollars, which shall be divided into five hundred thousand (500,000) shares of the par value of One (\$1.00) Dollar each."

so that same when and as amended shall read as follows:

"Article VI"

"That the amount of the capital stock shall be One Million (\$1,000,000) Dollars, which shall be divided into One Million (1,000,000) shares of the par value of One Dollar (\$1.00) each. That said increase of five hundred thousand (500,000) shares shall be and constitute treasury stock to be sold or disposed of at such time or times in such manner and at such price or prices as may be determined upon by the Board of Directors."

3. To consider and pass upon the question of amending Article IV of the Articles of Incorporation of this Company by adding thereto the following:-

"The said Corporation shall have the power to subscribe for, purchase and otherwise acquire and to hold with the same right of ownership therein as may be permitted to natural persons and to sell or otherwise dispose of the shares, bonds, obligations

-2-

and other securities of this or any other Corporation or Corporations organized under the Laws of any State, territory, District or Colony of the United States or any foreign country; to construct and operate power plants, electric transmission lines and to buy, sell or otherwise dispose of electric or other power; to buy, sell and generally deal in Merchandise of all classes and descriptions and to engage in any other line of business and to do all things necessary and pertaining thereto, not expressly prohibited by Law.

Dated July 6, 1917.

C. W. Hardy
Secretary.

"We, the undersigned, owning and holding the number of shares of the capital stock of the Wood Live Stock Company, Limited, set opposite our respective names, same constituting all of the issued and outstanding capital stock of the said Corporation, hereby acknowledge due service of a copy of the foregoing notice and hereby consent to the holding of said meeting at the time and place therein stated,

<u>M. B. Johnson Trustee</u>	<u>45,667</u>	Shares
<u>F. J. Hagenbarth</u>	<u>134,100</u>	Shares
<u>M. E. Hagenbarth</u>	<u>124,900</u>	Shares
<u>H. C. Wood</u>	<u>174,333</u>	Shares
<u>John W. Hart</u>	<u>5,000</u>	Shares
<u>Harry Dunn</u>	<u>2,500</u>	Shares
<u>C. W. Hardy</u>	<u>3,000</u>	Shares
<u>C. W. Hardy Trustee</u>	<u>7,500</u>	Shares
<u>C. H. Matley</u>	<u>3,000</u>	Shares
	<u>500,000</u>	

The meeting was duly called to order and on motion duly made, seconded and on vote unanimously carried, Mr. F. J. Hagenbarth was elected as the Chairman of the meeting and C. W. Hardy as the Secretary of the meeting who recorded the acts thereof and the following proceedings were had:

On motion duly made, seconded and on vote unanimously carried, the Secretary was appointed as a Committee on Credentials and after canvassing the stock present, reported shares were represented either in person or by proxy and entitled to participate in the further deliberations of the meeting, the same constituting the entire issued and outstanding capital stock of the Corporation as follows, to-wit:

M. B. Johnson, Trustee, by F. J. Hagenbarth, Proxy	45,667 shares
F. J. Hagenbarth	134,100 shares
M. E. Hagenbarth, By F. J. Hagenbarth, Proxy	124,900 shares
H. C. Wood	174,333 shares
John W. Hart	5,000 shares
Harry Dunn	2,500 shares
C. W. Hardy	3,000 shares

C.W. Hardy, Trustee
O.H. Mathey, by H.C. Wood, Proxy
making a total of

7,500 shares
5,000 shares
500,000 shares

On motion duly made, seconded and on vote unanimously carried, the report of said Committee on Credentials was duly adopted.

Thereupon the meeting proceeded to the transaction of business and the further proceedings were had:

Mr. H. C. Wood offered the following Resolution:

"BE IT RESOLVED that Article I of the Articles of Incorporation of said Corporation reading as follows:

"Article I"

"The said Corporation shall be called and known by the name of Wood Life Stock Company, Limited."

be amended so that the same when and as amended shall read as follows

"Article I"

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

Said Resolution was seconded by Mr. John W. Hart and on being put to a vote, was unanimously carried and so declared by the Chairman.

Thereupon, Mr. Harry Dunn offered the following Resolution:

"BE IT RESOLVED that Article VI of the Articles of Incorporation of this Company, reading as follows:

"Article VI"

"That the amount of the capital stock shall be Five Hundred Thousand (\$500,000) Dollars, which shall be divided into five hundred thousand (500,000) shares of the par value of One (\$1.00) Dollar each."

be amended so that the same, when and as amended, shall read as follows:

"Article VI"

"That the amount of the capital stock shall be One Million (\$1,000,000) Dollars which shall be divided into one Million (1,000,000) shares of the par value of One Dollar (\$1.00) each. That said increase of five hundred thousand (500,000) shares shall be and constitute treasury stock to be sold or disposed of at such time or times in such manner and at such price or prices as may be determined upon by the Board of Directors."

Said Resolution was seconded by C. W. Hardy and upon being put to a vote, was unanimously adopted and so declared by the Chairman.

Mr. John W. Hart thereupon offered the following Resolution:

"BE IT RESOLVED that Article IV of the Articles of Incorporation of this Company be amended by adding thereto the following:

"The said Corporation shall have the power to subscribe for, purchase and otherwise acquire and to hold with the same rights of ownership therein as may be permitted to natural persons and to sell or otherwise dispose of the shares, bonds, obligations and other securities of this or any other Corporation or corporations organized under the Laws of any State, Territory,

-4-

District or Colony of the United States or any foreign country; to construct and operate power plants, electric transmission lines and to buy, sell or otherwise dispose of electric or other power; to buy, sell and generally deal in Merchandise of all classes and descriptions and to engage in any other line of business and to do all things necessary and pertaining thereto, not expressly prohibited by law.

Said Resolution was duly seconded by H. C. Wood and upon being put to a vote, was unanimously carried and so declared by

There being no further business to transact, the meeting on motion duly adjourned, *Sine Die*.

H. C. Wood
Chairman

C. W. Hardy
Secretary.

St. Anthony, Idaho.

July 31st, 1917

STATE OF IDAHO)
County of Fremont) ss.

I Sam A. Trude, Clerk of the District Court of Fremont County, State of Idaho, and ex-officio County Recorder of said County, do hereby certify that the above and foregoing is a true and correct copy of the minutes of a special meeting of the stock holders of the WOOD LIVE STOCK COMPANY, LTD., as the same appears on file and of record in my office.

WITNESS my hand and the seal of the Recorder of Fremont County, Idaho, this 31st day of July, 1917

Sam A. Trude
County Recorder