

A R T I C L E S
OF
I N C O R P O R A T I O N
OF THE
T E T O N I S L A N D C A N A L C O .

PURSUANT TO THE LAWS OF IDAHO TERRITORY , WE , THE UNDER-SIGNED , MORE THAN ONE HALF OF WHOM ARE RESIDENTS OF IDAHO TERRITORY , DESIRING TO BECOME A BODY CORPORATE HAVE ENTERED INTO AND BY THESE PRESENTS DO ENTER INTO THE FOLLOWING ARTICLES OF AGREEMENT :

ART. - 1 -

THE NAME OF THIS CORPORATION SHALL BE THE TETON ISLAND CANAL COMPANY

ART. - 2 -

THE PRINCIPAL PLACE OF BUSINESS SHALL BE SALEM , BINGHAM COUNTY IDAHO TERRITORY , BUT BRANCH OFFICES MAY BE ESTABLISHED AT SUCH OTHER PLACES AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS.

ART. - 3 -

THE NAME , PLACE OF RESIDENCE AND AMOUNT OF STOCK OF THESE PARTIES TO THIS AGREEMENT ARE AS FOLLOWS , TO-WIT:

JOSEPH W. SUMMERHAYS SALT LAKE CITY UTAH - 10 SHARES

HENRY FLAMM , BINGHAM COUNTY IDAHO , - 5 SHARES.

MORGAN KNAPP SALEM , BINGHAM COUNTY IDAHO - 10 SHARES

RASMUS N. JEPPESEN REXBURG BINGHAM COUNTY IDAHO - 10 SHARES.

JAMES PARKS REXBURG IDAHO - 10 SHARES.

WALTER MUIR , SALEM BINGHAM COUNTY IDAHO - 10 SHARES.

JAS. P. HANSEN REXBURG BINGHAM COUNTY IDAHO - 6 SHARES.

ROBT. ARCHIBALD REXBURG BINGHAM COUNTY IDAHO - 10 SHARES.

ALEXANDER LEATHAM REXBURG BINGHAM COUNTY IDAHO - 10 SHARES.

THE UNSUBSCRIBED STOCK IN THE HANDS OF THE DIRECTORS - 509 -
SHARES , SHALL BE HELD AND DISPOSED OF BY THEM .

ART. - 4 -

THE PURSUIT AND BUSINESS AGREED UPON BY THE INCORPORATION HEREOF
SHALL BE TO BUILD CANALS AND CONDUCT WATER THEREIN FOR IRRIGATING , MANUFACTURING , DOMESTIC AND OTHER PURPOSES . THE
MAIN CANAL SHALL NOT BE LESS THAN 8 FEET WIDE AT THE BOTTOM
AND SHALL RUN FROM THE NORTH TETON RIVER , IN BINGHAM COUNTY
IDAHO , AT A CERTAIN POINT IN THE N.W.4 SEC. 36 TP. 7 N.R.40
EAST , FROM THENCE IN A SOUTHWESTERLY COURSE TO A POINT IN THE
N.W.4 SEC.2 TP. 6 N.R. 40 EAST AND THENCE IN A SOUTHWESTERLY
DIRECTION TO A POINT IN THE S.E.4 SEC.3 TP. 6 N.R.40 EAST
SAID COURSE BEING KNOWN AS THE WOLFE SLOUGH , THE WATER RUNNING
IN SAID SLOUGH BEING FIVE THOUSAND THREE HUNDRED AND THIRTY -
THREE INCHYS , THE RIGHT OF WHICH WE HAVE ACQUIRED BY PURCHASE
FROM HENRY FLAMM , JOSEPH W. SUMMERHAYS , W.H. ROWE AND ROBT.
MORRIS , FROM THE POINT AFORESAID IN S.E.4 SEC.3 TP.6 N.R.40 E.
THENCE TO THE S.W.4 SEC.3 TP.6 N.R. 40 E. ; FROM THENCE THROUGH
HEADGATE INTO A MADE CANAL AND RUNNING IN A SOUTHWESTERLY DIRECTION
TO THE SECTION LINE BETWEEN 3 AND 10 ; THENCE WEST TO SECTION
LINE BETWEEN 9 AND 10 ; THENCE SOUTH TO QUARTER SECTION LINE
LINE 9 AND 10 , THENCE WEST TO SECTION 7 TP. 6 N.R. 40 EAST ;
THENCE IN A S.W. DIRECTION TO THE TP. LINE 6 N.R. 39 EAST ;
THENCE ALONG THE EAST SIDE OF THE N.E.4 SEC.13 TP. 6 N.R.39 E.
THENCE WEST ALONG SAID SECTION AND THENCE IN A S.W. DIRECTION

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INTO SECTION 14 TP.6 N.R.39 EAST ; THENCE IN A WESTERLY DIRECTION TO THE S.E. CORNER OF SEC.15 ; THENCE SOUTH ON THE N.E.4 SEC.22 THENCE WEST TO THE MIDDLE OF SECTION 22 TP.6 N.R.39 EAST AND THENCE S.W. INTO THE SOUTH TETON.

ART. - 5 -.

THE TIME OF DURATION OF THIS INCORPORATION SHALL BE FOR FIFTY (50) YEARS UNLESS SOONER DISSOLVED IN A MANNER PROVIDED BY LAW .

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ART. - 6 -.

THE CAPITAL STOCK OF THIS INCORPORATION SHALL BE SIX HUNDRED (600) SHARES OF TWENTY FIVE DOLLARS (\$25.00) EACH , PAR VALUE.

ART. - 7 -.

THE OFFICERS OF THIS CORPORATION SHALL CONSIST OF A PRESIDENT , VICE- PRESIDENT , FIVE DIRECTORS , SECRETARY , TREASURER AND WATERMASTER , EACH OF WHOM SHALL BE A STOCKHOLDER OF THE CORPORATION .

ART. 8 -.

THE TIME AND MANNER OF THE ELECTION OF THE OFFICERS OF THE INCORPORATION SHALL BE AS FOLLOWS: ON THE ^{fourth} ~~last~~ MONDAY OF MARCH

OF EACH YEAR , THE STOCKHOLDERS OF THE INCORPORATION SHALL HOLD
A MEETING FOR THE ELECTION OF OFFICERS AFORESAID TO SERVE FOR
THE ENSUING YEAR , BEFORE HOLDING SUCH AN ELECTION ⁶ THE SECRETARY
SHALL ADVERTISE SUCH MEETING AT LEAST 15 DAYS PREVIOUS THERETO
ON THE DAY NAMED BETWEEN THE HOURS OF TEN A.M. AND ONE OCLOCK
P.M, THE STOCKHOLDERS SHALL MEET AND ELECT THE OFFICERS AFORE-
SAID BY BALLOT OF THE MAJORITY OF THE STOCKHOLDERS .

ART. - 9 -.

THE FOLLOWING NAMED PERSONS SHALL BE THE OFFICERS OF THE COR-
PORATION UNTILL THE ELECTION OF 1889 , TO-WIT :

JOSEPH W. SUMMERHAYS - PRESIDENT

HENRY FLANN - VICE-PRESIDENT

MORGAN KNAPP

R.N. JEPPESEN

JAS. PARKS --- DIRECTORS

WALTER MUIR

JAS. P. HANSEN

ROBERT ARCHIBALD - WATERMASTER

ALEXANDER LEATHAM - SEC'Y AND TREASURER.

ART. - 10 -.

THE BOARD OF DIRECTORS SHALL CONVENE FOR THE TRANSACTION OF THE
BUSINESS OF THE CORPORATION AT THE CALL OF THE PRESIDENT ⁷ OR
ANY THREE OF THEIR NUMBER , AND AS THEY SHALL ADJOURN FROM TIME
TO TIME .

ART. - 11 -.

THE DIRECTORS OF THIS CORPORATION , INCLUDING THE PRESIDENT AND VICE- PRESIDENT , FOR AND IN BEHALF OF THE STOCKHOLDERS HEREOF , MAY MAKE ALL NECESSARY RULES , REGULATIONS AND BY-LAWS SUBJECT TO THE ACCEPTANCE OF THE STOCKHOLDERS AND UNTIL SUCH BY-LAWS ARE DULY FORMULATED AND ADOPTED , THE DIRECTORS BY RESOLUTION SHALL MANAGE AND CONTROL THE BUSINESS OF THE CORPORATION WITH THE ADDITIONAL AID OF SUCH AGENTS AND SERVANTS AS THEY MAY DEEM PRUDENT AND BEST TO EMPLOY WITHOUT LIMITATION AND RESTRICTION.

ART. - 12 -.

OFFICERS OF THE CORPORATION MAY BE REMOVED BY A TWO-THIRDS VOTE OF THE STOCKHOLDERS FOR CONDUCT PREJUDICIAL TO THE INTERESTS OF THE CORPORATION AND SUCH REMOVAL MUST BE AT SUCH REGULAR MEETINGS OF THE STOCKHOLDERS OR ANY SPECIAL MEETING CALLED FOR THAT PURPOSE . AND THE PERSONS SOUGHT TO BE REMOVED SHALL NOT VOTE ON ANY MATTER CONNECTED WITH SUCH REMOVAL , AND ANY OFFICER OF THE CORPORATION MAY RESIGN HIS PLACE IN SUCH CORPORATION BY GIVING 10 DAYS NOTICE TO THE DIRECTORS OR PRESIDENT OF SAID CORPORATION .

ART. -13 -.

VACANCIES OCCURRING THROUGH DEATH OR RESIGNATION OR OTHERWISE SHALL BE FILLED BY A MAJORITY VOTE OF THE BOARD OF DIRECTORS

AT ANY REGULAR OR SPECIAL MEETING , AND THE SAID APPOINTEES SHALL
SHALL HOLD OFFICE UNTIL THE NEXT REGULAR MEETING OF THE STOCK-
HOLDERS.

ART. - 14 -.

THE PRIVATE PROPERTY OF THE STOCKHOLDERS OF THIS CORPORATION
SHALL NOT BE LIABLE FOR ITS DEBTS OR OBLIGATIONS OTHERWISE THAN
IN CONFORMITY WITH SECTION 2609 OF THE REVISED STATUTES OF THE
TERRITORY OF IDAHO .

ART. - 15 -.

THE SECRETARY SHALL RECORD ALL PROCEEDINGS OF ALL MEETINGS OF THE
THE STOCKHOLDERS AND BOARD OF DIRECTORS , WHICH RECORD SHALL AT
ALL REASONABLE TIMES BE SUBJECT TO INSPECTION BY ANY OF THE
STOCKHOLDERS . HE SHALL HAVE THE CUSTODY OF THE COMMON SEAL
OF THE CORPORATION , IF THERE BE ONE , AND ITS RECORDS AND
SHALL ATTEND TO ALL OTHER DUTIES WHETHER PRESCRIBED BY THIS
AGREEMENT , THE BY-LAWS OR REQUIRED BY THE PRESIDENT .

ART. - 16 -.

WE , THE UNDERSIGNED HEREBY SUBSCRIBE TO THE FOREGOING ARTI-
CLES AND AGREE TO TAKE THE NUMBER OF SHARES IN SAID CORPORATION
SET OPPOSITE OUR RESPECTIVE NAMES .
WITNESS OUR HANDS THIS 26 DAY OF APRIL A.D. 1888.

J.W. SUMMERHAYS

HENRY FLAMM

MORGAN KNAPP

RASMUS N. JEPPESEN

JAS. F. PARK

WALTER MUIR

JAS. T. HANSEN

ROBERT ARCHIBALD

ALEXANDER LEATHAM.

TERRITORY OF IDAHO

S.S.

COUNTY OF BINGHAM

ON THIS ¹¹ DAY OF A.D. 1888 PERSONALLY APPEARED BEFORE ME
A.S. ANDERSON, DEPUTY CLERK FOR THE THIRD JUDICIAL DISTRICT
OF IDAHO MORHAN KNAPP; R.N. JEPPESEN; JAS. PARKS; WALTER
MUIR; JAS. P. HANSEN; DIRECTORS TETON ISLAND CANAL CO. WHOSE
NAMES ARE SUBSCRIBED TO THE ANNEXED INSTRUMENT AS A PARTY THERE
TO, WHO IS PERSONALLY KNOWN TO ME TO BE THE SAME PERSONS DES-
CRIBED IN AND WHO EXECUTED THE FOREGOING INSTRUMENT AS A PARTY
THERETO, WHO ACKNOWLEDGED TO ME THAT THEY EXECUTED THE SAME
FREELY AND VOLUNTARILY AND FOR THE USES AND PURPOSES THEREIN
MENTIONED, THEY DO NOT WISH TO RETRACT THE EXECUTION OF THE
SAME, ¹²

ON WITNESS WHEREOF I HAVE HEREUNTO SET MY HAND AND AFFIXED MY
OFFICIAL SEAL, THE DAY AND YEAR IN THIS CERTIFICATE ABOVE
MENTIONED.

A.L. RICHARDSON

CLERK THIRD DISTRICT IDAHO

A.S. ANDERSON DEPUTY.

Territory of Idaho }
County of Bingham } ss

I Geo A Robertson
Recorder of Bingham County Idaho
do hereby certify that the above
and foregoing is a full true and
correct copy of the Articles of
Incorporation of the Peton Island
Canal Co as the same appears
on file in my office

Witness my hand and seal
this 7th day of July A.D. 1888

Geo A Robertson
Recorder