

ARTICLES OF INCORPORATION

of the

OREGON, WASHINGTON & IDAHO RAILROAD COMPANY.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, W.H. Kennedy, J.N. Teal and James G. Wilson, all of Portland, Oregon, do hereby associate ourselves as a corporation under the general incorporation laws of the State of Oregon, and do hereby adopt the following

ARTICLES OF INCORPORATION:

ARTICLE I.

The name of the corporation shall be the Oregon, Washington & Idaho Railroad Company.

Article II.

The duration of the corporation shall be perpetual.

Article III.

The business of the corporation shall be:

First. To build, construct, or acquire and equip the following railroad and telegraph lines, namely, (1) A line from a connection with the constructed railroad of The Oregon Railroad & Navigation Company at or near Riparia, in the State of Washington; thence up the Snake river to Lewiston, in the State of Idaho, crossing the Clearwater River if necessary, and crossing Snake River from side to side if desirable in order to secure a proper location. (2) A line from a connection with the constructed line of railroad of the Oregon Railroad & Navigation Company at or near Pendleton, in Umatilla County, Oregon; and thence in a general southerly direction along the most eligible route to a point on the headwaters of Birch Creek, to be hereafter selected by the board of directors of the company. And to maintain and operate all such constructed or acquired railroad and telegraph lines and branches, and to carry freight and passengers thereon, and to receive, transmit and deliver messages thereover, and to receive and collect tolls therefor.

Second. To purchase and consolidate with, to lease or otherwise acquire, or to operate and maintain on such terms as may be agreed upon, a railroad or railroads in the states of Oregon, Washington and Idaho,

or either <sup>or any</sup> of them, with its or their rolling stock, equipment and appurtenances, or telegraph lines, and to complete the same to its or their authorized terminus or termini.

Third. To facilitate or to assist in the construction, building and extension, equipment and operation of any railroad or steamer lines in Oregon, Washington and Idaho, or either or any of said states, and connecting with or intending to connect or exchange traffic with the railroads of this corporation, and for such purpose to subscribe for or purchase the stock or bonds of any company owning any such railroad or steamer line, and to ~~gu~~arantee or otherwise secure the payment of such bonds or the interest thereon by pledge or mortgage of the property of this corporation, or any part thereof, or otherwise, and to consolidate with or to lease or contract for the operation and maintaining of any and all such railroad or steamboat companys.

Fourth. To purchase or lease lands, whether adjacent or contiguous to its railroads or warehouses, or not, and to hold, possess, improve, lease, sell, mortgage or otherwise dispose of such lands in such manner as may be deemed fit.

Fifth. To build, pledge or lease or operate steamboats upon the Snake River.

Sixth . To borrow money on bonds, notes, or otherwise, for the general purposes of the corporation, and to mortgage its railroads, steamboats, machinery, rolling stock, right of way and any and all other property, to secure the payment thereof.

Seventh. To lease or sell to any <sup>other</sup> corporation the lines of railroad steamboat and telegraph of ~~this~~ corporation, together with all and every of the property belonging or appertaining thereto, upon such terms and with such limitations and conditions as shall be prescribed by the stockholders of this corporation.

Eighth. To do all things necessary or proper for the accomplishment of the objects above specified.

The principal office of the corporation shall be at Portland,  
in the State of Oregon.

Article V.

The capital stock of this corporation shall be one million dollars,  
and the amount of each share of capital stock shall be one hundred dollars.

Article VI.

W.H.Kennedy, J.N.Teal and James G. Wilson, or any two of them,  
are hereby appointed to open stockbooks of the corporation and to receive  
subscriptions and organize the corporation.

Article VII.

The Board of Directors of the corporation shall consist of four  
members.

IN WITNESS WHEREOF, we have to this instrument, executed in tripli-  
cate, set our hands and seals this 7th day of August, 1903.

W. H. KENNEDY (SEAL)

J. N. TEAL (SEAL)

JAMES G. WILSON (SEAL)

STATE OF OREGON

ss.

County of Multnomah

BE IT REMEMBERED, that on this 7th day of August, 1903, before  
me, the undersigned, a Notary Public in and for said county and state,  
personally came the within named W. H. Kennedy, J.N.Teal and James G.  
Wilson, known to me to be the identical persons described in and who  
executed the within instrument, and acknowledged to me that they executed  
the same as their act and deed for the uses and purposes therein  
mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial  
seal, on the day and year above written.

(Seal)

H. F. CONNER

Notary Public for Oregon.

(ENDORSED)

Articles of Incorporation of the Oregon, Washington & Idaho Railroad Company. Filed in the office of the Secretary of State of the State of Oregon, for record at 9 o'clock A.M. the 8th day of August 1903 and recorded on page        of Book        of Records of Articles of incorporation of private corporations.

F. I. DUNBAR,

Secretary of State.

UNITED STATES OF AMERICA.

STATE OF OREGON.

OFFICE OF SECRETARY OF STATE.

I, F. I. DUNBAR, Secretary of State of the State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the foregoing is a true copy of *The Articles of Incorporation of* the OREGON, WASHINGTON AND IDAHO RAILROAD COMPANY, and the endorsements thereon, as the same is taken from and compared with the original filed in my office on the eighth day of August, A.D.1903.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed hereto the Seal of the State of Oregon.

Done at the Capital, *at* Salem, Oregon, this 11th day of August A. D. 1903.

(Seal).

F. I. DUNBAR

Secretary of State.

(ENDORSED)

Certified copy of Articles of Incorporation of Oregon Washington  
& Idaho Railroad Company.

# 9802

Office of Recorder of Nez Perce County, Idaho.

State of Idaho

ss.

County of Nez Perce

I hereby certify that the within instrument was  
filed in this office for record on the 2 day of Sept 1903 at 9 o'clock  
A.M. at the request of H.F. Conner .

J.R. Lydon, Recorder

By Geo.E. Erb,

Deputy.

Fees 50¢

STATE OF IDAHO

ss.

County of Nez Perce

I, J. R. Lydon, hereby certify that I am Clerk of the District Court of Nez Perces County, Idaho, and ex officio County Recorder of Nez Perces County, Idaho, and that on the 2<sup>nd</sup> day of September, 1903, there was filed in my office a copy of the original Articles of Incorporation of the Oregon, Washington & Idaho Railroad Company, which was duly certified to as a true copy of the original articles of the Company by the Secretary of State of the state of Oregon. That I have carefully compared the annexed copy of the Articles of Incorporation of the Oregon, Washington & Idaho Railroad Company, and of the certificate of said Secretary of the state of Oregon with the exemplified copy of said Articles of Incorporation filed in my office as aforesaid, and that the same is a full, true and correct copy thereof, and of the whole thereof, as the same appears in my office, and custody, as County Recorder.

In Witness Whereof, I have hereunto set my hand and official seal this 2<sup>nd</sup> day of September, 1903.

J. R. Lydon  
Clerk of the District Court of  
Nez Perces County, Idaho, and  
ex officio Recorder of Nez Perces  
County, Idaho.

STATE OF OREGON

ss.

County of Multnomah

I, James G. Wilson, being first duly sworn, on my oath say that I am secretary of the Oregon, Washington & Idaho Railroad Company; that heretofore and prior to the organization of the Oregon, Washington and Idaho Railroad Company, actual subscriptions to its capital stock were received to an amount in excess of \$1000 for each mile of the lines of railroad described in the articles of incorporation; that I make this affidavit in compliance with the provisions of Sections 2092 and 2093 of the Codes of Idaho.

Sworn to and subscribed before me this

31 day of August, 1903.

H. F. Conner

Notary Public for Oregon.