

Articles of Incorporation

of

Sidney Stevens Implement Company.

We the undersigned, residents of Ogden, Utah whose full names are:-

Sidney Stevens,

M. J. Stevens,

Sidney O. Stevens,

Frank J. Stevens, and

C. Henry Stevens,

being desirous of associating ourselves together for the purpose of *establishing, maintaining and conducting the business of* manufacturing, buying and selling vehicles, machinery, agricultural implements, hardware, and building material, and other lines of goods that may be deemed advisable, on commission or otherwise, and of holding property, real or personal, and of incorporating for these purposes under and in pursuance of the laws of the State of Utah, do hereby adopt the following articles of Agreement:-

1.

The name and style of the Corporation shall be "SIDNEY STEVENS IMPLEMENT COMPANY" and shall continue for the term of Fifty years unless sooner dissolved according to law.

11.

The business or pursuit of the Corporation shall be to manufacture, ~~by~~ buy and sell vehicles, machinery, agricultural implements, hardware and building material, and other lines of goods that may be deemed advisable, on commission or otherwise. also to purchase ^{all} lease, acquire, use and hold such real and personal property as may be necessary and convenient and to enable the corporation to collect ^{its} debts, judgments or decrees in its favor and to carry on and conduct its business and to sell or otherwise dispose of any or all property at pleasure.

111.

The principal place of business and general office of the corporation shall be at Ogden, in the County of Weber and State of Utah, with branches at such other points as may be convenient and desirable.

2.

1V.

The officers of the corporation shall consist of a Board of Five Directors, a President, a Vice-President, a Secretary and a Treasurer; each of whom to be eligible to election must be the owner of at least one share of the capital stock, as shown by the books of the corporation. Three members of the Board of Directors shall be necessary to form a quorum and to be authorized to transact the business and exercise the corporate powers of the Corporation.

V.

Within ten days after the election of a Board of Directors they shall hold a Directors meeting to elect a President, a Vice-President, a Secretary and Treasurer. The President and Vice-President shall be chosen and elected from their own number, but the secretary and Treasurer may be elected either from the Board of Directors or from the Stockholders, in the ^{discretion} ~~discretion~~ of the Board, and ⁱⁿ the discretion of the Board; the same person may hold both the office of Secretary and *the* office Treasurer.

VI.

There shall be held an annual meeting of the Stockholders at the general office of the Corporation at Ogden, County of Weber and State of Utah, on the second ~~day~~ Monday in February of each year, commencing with the year 1897, at such hour as the President or Board of Directors may determine, for the purpose of receiving the report of the Board of Directors of the business of the corporation for the year last passed and for the election of a Board of Directors for the ensuing year, and for the transaction of such other business as may properly be brought before the meeting.

The Stockholders shall be empowered ~~at~~ at any general annual meeting to appoint an auditing committee to audit the accounts of the company and report their findings in detail statement to the stockholders at a meeting held for that purpose.

The Board of directors may direct the calling of special meetings of the stockholders, at such times as they may deem necessary.

At all of said meetings of the Stockholders, whether annual or special, representation of a majority of the Capital Stock shall be necessary for the transaction of business, and no business, except to adjourn or to adjourn to a specified date, shall be transacted at any meeting of the Stockholders unless a majority of the Stock is represented.

The officers of the corporation shall be elected by ballot, and the persons receiving a majority of the votes cast shall be deemed and declared duly elected. Each stockholder shall be entitled to as many votes as he holds shares of capital stock, and representation by proxy, duly appointed, shall be allowed at all meetings of the Stockholders, whether annual or special.

Failure to hold any annual or special meetings of the stockholders on that day, or at the time 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 twenty-one days notice thereof by publication in a daily news paper, published in Ogden, Utah.

The Secretary shall, or in case of his failure, any other officer of said corporation may give twenty-one days notice of all annual or special stockholders meetings by publication as aforesaid.

The notice must specify the purpose for which any special meeting is called.

Notice of any annual or special meeting may be served by the Secretary or other officer as the case may be, by delivering a copy thereof to each stockholder of said corporation, personally or by depositing copies thereof in the Post Office in Ogden, Utah with the postage prepaid thereon, at least twenty one days prior to the date of any such meetings, addressed to the several addresses of the stockholders, which shall have the same effect as the publication as aforesaid.

V11.

The term of office of all officers, except when a vacancy is filled and except as provided in Article Eight, shall be one year and until their successors are elected and qualified.

V111.

Until the annual meeting of the Stockholders on the second Monday in February 1897 and the election and qualification of officers thereafter, the following named persons shall be ~~the following named persons shall be~~

Directors of the corporation, to-wit:- Sidney Stevens, M. J. Stevens, Sidney O Stevens, Frank J. Stevens and C. Henry Stevens.

And the said Sidney Stevens shall be President, the said Sidney O. Stevens shall be Vice-President; the said C. ~~Henry~~^{may} Stevens shall be Secretary and the said Frank J. Stevens shall be Treasurer.

1X.

The Board of ^{directors} may fill vacancies occurring ~~in~~ⁱⁿ the Board or in any of the officers of the corporation until the next annual meeting for the election of officers.

X.

The Board of Directors shall have the General Management of the business of the corporation; they may also appoint such other officers as the necessities of the business may require, and may be a three fifths vote of the whole Board adopt such by-laws for the regulation of the business of the corporation as may be necessary and may, by meeting called for that purpose ~~may~~ alter and amend the same.

X1.

Any officer of the Corporation may be removed for conduct prejudicial to the interests of the same by a two thirds vote of the stockholders.

X11.

Any officer of the corporation may resign his office by giving the Board of Directors at least thirty days notice in writing before the same is to take effect, but the same may be accepted on shorter notice.

X111.

The private property of the stockholders shall not be liable for the debts or obligations of the corporation.

X1V.

These articles of agreement may be altered or amended at a meeting of the stockholders called for that purpose as provided by the laws of the State of Utah.

XV.

The amount of the capital stock of the corporation shall be three hundred thousand (\$300,000.00) dollars, divided into three thousand shares of par value of One Hundred (\$100.00) Dollars each.

XV1.

The amount of the capital stock subscribed by the incorporators parties hereto, is as follows: -

6.

Names	No Shares.	Amount.
Sidney Stevens	2099	209,900.00
M. J. Stevens	130	13,000.00
Sidney O. Stevens	1	100.00
Frank J. Stevens	100	10,000.00
C. Henry Stevens	100	10,000.00

Which said capital stock is paid in other than money and consists of the following real estate and personal property, to-wit:

Part of lot four (4) and nine (9) in Block seventeen (17) Plat "A" of Ogden City Survey, Beginning at the North West corner of lot four (4) and running thence East 470 feet; thence South 132 feet to the South line of lot nine (9) thence West 138 1/2 feet, thence North 66 feet, thence West 332 1/2 feet; thence North 66 feet to the place of beginning.

Also part of lots two and three in Block 14 Plat "A" of Logan Survey, beginning at a point 178 1/2 feet East from the South West corner of Lot two and running thence North 49 1/2 feet, thence West 16 1/2 feet; thence North 114 1/2 feet; thence West 13 1/2 feet; thence North 134 1/2 feet; thence East 102 5/12 feet; thence South 298 1/2 feet; thence West 72 5/12 feet to the place of beginning with right of way beginning at a point 9 rods East of the S. W. corner of lot two and running thence North 164 feet, thence East 14 1/2 feet; thence South 164 feet; thence West 14 1/2 feet to the place of beginning.

Also at a point 1 chain East of the South East corner of Lot 1 in Block 7, Plat "B" Logan Island Survey in Cache County, Utah, and running thence East 6 chains; thence Northeasterly 3 13/100 chains; thence South 3 13/100 chains to the place of beginning.

Also all of lot 1 in Block 95 in the Heber City Survey of Building lots, in Wasatch County, State of Utah, in Section 32 Township 3 South of range 5 East of the Salt Lake Meridian.

Also lot in Plat "A" of Nephi Survey of Townsite Lots, in Juab County, State of Utah, Commencing at the North East corner of Lot four (4) Block thirty two (32) running thence South nine (9) rods and twelve and one half (12.1/2) links; thence West thirteen (13) rods.

(13) rods; thence North nine (9) rods and ~~12 1/2 links~~ 12 1/2 links; thence East 13 rods to the place of beginning.

Also all equity ~~in the North East quarter of Section 29 Township 38, Range 11, New Mexico Meridian, in Costilla County, State of Colorado.~~

Part of lots four (4) and nine (9) in Block seventeen (17) Plat "A" of Ogden City Survey beginning at the North West corner of lot four (4) and running thence East 470 feet; thence South 132 feet to the South line of lot nine (9) thence West 138 1/2 feet; thence North 66 feet; thence West 132 and one half feet (132 1/2) thence North 66 feet to the place of beginning.

Also parts of lots two and three (2&3) in Block fourteen (14) Plat "A" of Logan City Survey, beginning at a point 178 1/2 feet East from the South West corner of lot two (2) and running thence North 49 1/2 feet; thence West 16 1/2 feet; thence North 114 1/2 feet; thence West 13 1/2 feet; thence North 134 1/2 feet to the North line of lot three (3); thence East 102 5/12 feet; thence South 298 1/2 feet; thence West 72 5/12 feet to the place of beginning, with a right of way over the tract of land beginning ~~at a point~~ nine (9) rods East of the South West corner of lot two (2) and running thence North 164 feet; thence East 14 1/2 feet; thence South 164 feet; thence West 14 1/2 feet to the place of beginning.

Also about three acres of meadow land in Logan City, Cache County, State of Utah.

Also all of lot one (1) in Block ninety five (95) in the Heber City Survey of Building lots, in ~~Wasatch~~ Wasatch County, State of Utah in Section 32 Township 3, South of Range 5 East of the Salt Lake Meridian.

Also Lot in Plat "A" in Nephi Survey of Townsite Lots in Juab County, State of Utah, commencing at the North East corner of lot four (4) Block thirty two (32) running thence South nine (9) rods and 12 1/2 links; thence West 13 rods; thence North nine (9) rods and 12 1/2 links; thence East 13 rods to the place of beginning.

Also the North East quarter of section 29 Township 38
Range 11 New Mexico Meridian, in Costilla County, State of Colorado
Subject to trust deed for six hundred (600) dollars interest

Also lot fourteen (14) in Block two (2) in the original Town-
site of Eagle Rock but now known as Idaho Falls as per plat now on file
in the office of the County Recorder at Blackfoot, Bingham, County,
State of Idaho.

Also part of Section three (3) Township thirteen (13) ✓
South of Range 44 East of Boise Meridian United States Survey in
Bear Lake County, State of Idaho, commencing 21 chains and 48
links North 17 West and 72 50' East eight (8) chains and 19 links
from the South West corner of the South West 1/4 of said Section three
(3) thence running North eight (8) rods; thence West 10 rods; thence
South eight rods, thence East 10 rods to the place of beginning.

Also that Lot or parcel of land in the town of Montpelier
County of Bear Lake and State of Idaho, known as the Vaight Photogra-
ph Gallery Lot, and situated on the North side of Depot Street.

Also lots 5, 6, 7, and 8 in Block 15 as platted in Ed Burgoyne's
Addition to the Town of Montpelier, in County of Bear Lake and
State of Idaho. Also lots 1, 2, 3, & 4 in Block one.

Also lots 1, 2, 3, 4, 5, 6, 7, 8, 10, 13, 14, 15, 16, 17,
and 18 in Block two (2).

Lots 1, 2, 3, 4, 5, 6, 11, 12, 13, 14, 15, and 16 in Block
three (3). Lots 3, 4, 7, 8, 9 and West 1/2 of Lot 10 in Block four

(4). Lots 3, 4, 5, 6, 7, 9 and West 1/2 of lot 11, Block 5.
Lots 1, 2, 3, 4, 5, 13, 14, 15, 16, 17, 18, 19, 20 and the East one
half of lots 9 and 12 in Block 6.

Lots 1, 2, 3, 4, 5, 6, and 7 Block 7.

Lots 1, 2, 3, and 4, Block 8.

Lots 1, 2, 3, 4, 5, 6, and 7 Block 9 excepting lot
belonging to Bear Lake County upon which the Montpelier Jail is
situated being 25X50 feet with opening on Street on West of lot.

Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, and 12 Block 10.

Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, and 12, Block 11.

Also Lot beginning at the intersection of the South line of Block 11 with the center of Montpelier Creek in Bear Lake County, State of Idaho, running thence west to the south west corner of Lot Seven (7) in said block (11) thence south to the center of said Montpelier Creek, Thence Easterly up the center of said creek to the place of beginning - All as platted in the Town of Montpelier in Bear Lake County in the State of Idaho.

Also the South west $\frac{1}{4}$ of the North West $\frac{1}{4}$ of Section 23, Township 13, South of Range 44 East of Boise Meridian, Also beginning at the South East Corner of the North East $\frac{1}{4}$ of Section 22 Said Township, Thence North 13 chains and 26 links, thence West 40 chains, thence South 13 chains and 26 links, Thence East 40 chains, to the place of beginning.

Also the South half of the South East Quarter of the South West Quarter of Section 14 in Township 13, South of Range 44 East of Boise Meridian, in Bear Lake County.

Also the west half of the North East Quarter and the North East Quarter of the North West Quarter of Section 17, and the South East Quarter of the South West Quarter of Section 5 in Township 11 South of Range 43 East of Boise Meridian in Bear Lake

County, State of Idaho.

Also all buildings and improvements on all of the above real estate, and all water rights belonging to said real estate.

Also that certain ware house situated on the South Side of road going east to Vernal and on west side of track of Rio Grande Western Rail Road Co., at Price Utah.

Also that certain ware house situated on Lot eight (8) and 20 feet of the Southern portion of lot seven (7) Block one (1) of Union Pacific Rail Road Co., leasing Ground at Preston Idaho. Also that certain stock of vehicles, machinery, agricultural implements, repairs hardware, building material, grain, produce office furniture and fixtures, safes, notes, accounts, contracts, and good will now owned by Sidney Stevens and located at Ogden, Logan, Price, Mt Pleasant, Vernal and Heber Utah, and Preston and Montpelier, Idaho. Inventories of which is hereby referred to, the property real and personal above described being of the actual value of \$243,000.00

The balance of the Capital Stock being \$57,000.00 shall be reserved for the use of the Corporation, to be sold or disposed of by the Board of Directors, in the

best interests of the Corporation.

The Capital Stock of the Company shall be non assessable.

In Witness Whereof, We have hereunto set our hands and seals this 29th day of February A.D. 1896.

Sidney Stevens Seal

M. J. Stevens Seal

Sidney O. Stevens Seal

Frank J. Stevens Seal

C. Henry Stevens Seal

In Presence of
J. P. Ledwidge
H. J. Mathews as to
Sidney O. Stevens.

State of Utah }
County of Weber } ss Sidney Stevens, Frank J. Stevens and C. Henry Stevens, being first duly sworn, depose and say, that they are three of the persons mentioned, and who, executed the foregoing Agreement for the Incorporation of Sidney Stevens Implement Company, that it is bona fide the intention of themselves and their associates to commence and carry on the business mentioned in the said agreement. has paid the amount of stock subscribed by him, and that each of the said parties have paid in the entire amount of the stock & subscribed by him: Said

Stock being paid in full by the transfer
to the corporation of the property, real and
personal, hereinbefore described being fairly,
reasonable and actually of the value of
\$243,000⁰⁰

Sidney Stevens

Frank J. Stevens

C. Henry Stevens

Seal

Subscribed and sworn to before me this 29th
day of February A.D. 1896

J. P. Ledwidge

County Clerk-

State of Utah }
County of Weber } ss Be it remembered, that
on the 29th day of February A.D. 1896 person-
ally appeared before me Sidney Stevens,
Frank J. Stevens and C. Henry Stevens,
personally known to me to be three of the
parties who executed the foregoing agree-
ment of incorporation, namely "Sidney Stevens
Implement Company" and they each then
and there severally acknowledged that they
executed the same freely and voluntarily,
and they believe that each party to said
agreement so executed the same for the
uses and purposes therein mentioned,
and that before the execution of this ackn-
owledgment more than ten percent

on the stock subscribed has been paid
into the company by the subscribers respec-
tively

{Seal}

J. P. Ledwidge
County Clerk

State of Utah }
County of Weber } ss I J. P. Ledwidge Clerk of the
District Court of the Second Judicial District
of the State of Utah, in and for the County
of Weber, do hereby certify that the foregoing
is a full, true and correct copy of the origi-
nal Articles of Incorporation of the "Sidney
Stevens Implement Company" deposited, filed
and recorded in my office on the 3rd day
of March 1896, as the same appears of Record.

In Witness Whereof I have hereunto set my
hand and affixed the seal of said Court
this 3rd day of March 1896

J. P. Ledwidge
Clerk

{Seal}

By —

Deputy

State of Utah }
County of Weber }^{ss} I J. P. Ledwidge, Clerk of
the District Court of the Second Judicial District
of the State of Utah, in and for the County of
Weber, do hereby Certify that the Incorporators
of the "Sidney Stevens Implement Company" have
filed in my office the Agreement of Incorporation
duly acknowledged, together with the oath of
office and bond of each officer as required
by acts of the Government and Legislative
Assembly of the State of Utah entitled "An Act
Compiling and Amending the Laws relating
to Private Corporations" approved March 13th 1884
and amendments thereto.

In Witness Whereof, I have hereunto set my
hand and Affixed the Seal of said Court
this 3rd day of March 1896.

J. P. Ledwidge
Clerk

{Seal}

By

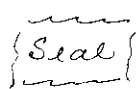
Deputy

State of Utah }
Office of the Secretary of State } ss

I Charles S. Tingey, Secretary of State of the State of Utah, do hereby certify that the foregoing is a full true and correct copy of the certified copy of the Articles of Incorporation of "Sidney Stevens Implement Company" as appears on file in my office.

In witness whereof I have hereunto set my hand and affixed the Great Seal of the State of Utah this 23rd day of January

A.D. 1905


{Seal}

C. S. Tingey
Secretary of State.

State of Idaho)
 SS :
County of Bear Lake)

I, James E. Hart, County Recorder of Bear Lake County
State of Idaho do hereby certify that the above and foregoing is
a full true and correct copy of the certified copy of the certified
copy of the Articles of Incorporation of the "Sidney Stevens Implement
Company" as appears on file in my office.

In witness whereof I have hereunto set my hand and seal
my official seal at my office in Paris, Idaho this 27th.
A. D. 1908.

January James E. Hart
County Recorder.