

Articles of Incorporation  
of the  
CLEARWATER SHORT LINE RAILWAY COMPANY.

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KNOW ALL MEN BY THESE PRESENTS: That the undersigned whose names are subscribed hereto, do by these presents, associate themselves together for the purpose of forming a corporation under the laws of the State of Montana, and to that end make and adopt the following Articles of Incorporation.

Article I.

The name of the corporation is "CLEARWATER SHORT LINE RAILWAY COMPANY."

Article II.

The purpose for which this corporation is formed, is the construction, maintenance and operation of a railroad and a telegraph line in connection therewith.

Article III.

The place where the principal business of said Company is to be transacted is Helena, <sup>City</sup> Lewis & Clarke County, State of Montana.

Article IV.

The term for which said corporation is to exist is twenty (20) years from and after the date of these articles.

Article V.

The number of directors of said corporation is seven (7) and the names and residences of the first board of directors, who are appointed hereby for the first three months, and until their successors are elected and qualified, are O. S. Hellen, J. F. Kendrick, C. W. Burn, each of St. Paul,

Minnesota, and Wm. Wallace, Jr., A. D. Edgar, and Harry Yaeger and Geo. A. Miner each of Helena, Montana.

#### Article VI.

The amount of the capital stock of said corporation is Ten Thousand Dollars (\$10,000.00) to be divided into One Hundred (100) shares of One Hundred Dollars each. Said amount of stock is necessary for the construction of said railroad and telegraph line.

#### Article VII.

The full amount of the capital stock of said corporation has been actually subscribed by the following persons in the following amounts each respectively: C. S. Hellen, Nine Thousand Four Hundred Dollars (\$9,400.00); J. W. Kendrick, One Hundred Dollars (\$100.00); U. S. Dunn, One Hundred Dollars (\$100.00); Wm. Wallace Jr., One Hundred Dollars (\$100.00); A. D. Edgar, One Hundred Dollars (\$100.00); Harry Yaeger, One Hundred Dollars (\$100.00); and Geo. A. Miner, One Hundred Dollars (\$100.00).

#### Article VIII.

The western terminus of said road is located on the South side of the Snake River, near the junction of that River with the Columbia River, in the vicinity of the town of Ainsworth, County of Walla Walla, and State of Washington, United States of America; and the eastern terminus in the vicinity of the City of Missoula, in the western County of Missoula, State of Montana, United States of America.

The road is to pass through the counties of Walla Walla, Columbia, Garfield, and Asotin, in the State of Washington; through the counties of Nez Perce, Shoshone, and Idaho, in the State of Idaho; and through the county of Missoula, in the State of Montana all in the United States of America.

And its general route is from the most convenient point of connection with the main line of railroad of the Northern Pacific Railway Company, at or near the town of Ainsworth aforesaid; thence Easterly and along the courses of the Snake River, the Clearwater River and its tributaries; and across the Bitter Root Range of Mountains, by way of the Lo Lo pass or adjacent passes, to the most convenient point of connection on the east side of said Bitter Root Range and in the vicinity of Missoula aforesaid, with either the main line of Railroad of the said Northern Pacific Railway Company, or the Bitter Root, or the De Smet branches thereof/

IN TESTIMONY WHEREOF, the undersigned have hereunto set their hands and seals this 9th day of November, in the year one thousand eight hundred and ninety eight.

Wm. Wallace, Jr. (Seal)

A. D. Edgar (Seal)

Harry Yeager (Seal)

State of Montana )  
 County of Lewis & Clarke ) ss/

BE IT REMEMBERED: that on this 9th day of November A. D. 1898, before me, Chas A. Spaulding, a Notary Public, in and for said County, personally appeared Wm. Wallace, Jr., Harry Yeager and A. D. Edgar, personally known to me to be the persons individuals whose names are subscribed to the foregoing Articles of Incorporation, and each of said persons then and there acknowledged to me that he executed the same.

In witness whereof I have hereunto set my hand and affixed my official seal, this 9th day and year in this certificate first above written.

(Signed) Chas A. Spaulding  
 Notary Public, Lewis &  
 Clarke County, Montana.

(Notarial Seal)

Office of County Clerk & Recorder.

State of Montana,  
ss.  
County of Lewis & Clarke.

I, Charles J. Clark, County Clerk & Recorder of Lewis & Clarke County Montana, do hereby certify that the foregoing is a true correct and exact copy of the Articles of Incorporation of Clearwater Short Line Railway Company filed and recorded with and in the office of the Clerk & Recorder of the county last aforesaid on the 9th day of November, A. D. 1896.

In Witness Whereof, I have hereunto set my hand and affixed the seal of said county this 9th day of November, A. D. 1896.

Charles J. Clark  
County Clerk & Recorder of Lewis  
& Clarke County, Montana.

(Notarial Seal)

By W. H. Clark, Deputy.

Filed Nov. 9th, 1896,

T. S. Hogan,

Secretary of State.

CERTIFICATE OF INCREASE OF CAPITAL STOCK  
of the  
CLEARWATER SHORT LINE RAILWAY COMPANY.

C E R T I F I C A T E

The undersigned, Wm. Wallace, Jr. as Chairman of the Meeting of Stockholders of the CLEARWATER SHORT LINE RAILWAY COMPANY held in Helena, Montana, on the 10th day of November, A. D. 1898, for the purpose of considering the proposed increase of the Capital Stock of said Company, pursuant to the provisions of Sections 412, 413 and 414 of the Civil Code of Montana, hereby certifies that the said Sections were complied with <sup>li</sup> in full; that the facts detailed in the following minutes of the said Meeting all transpired as therein stated, and that the following is an exact copy of the minutes of said Meeting, so held:

MINUTES OF STOCKHOLDERS' MEETING TO INCREASE CAPITAL STOCK.

On this 10th day of November, A. D. 1898, at a Stockholders' Meeting of CLEARWATER SHORT LINE RAILWAY COMPANY held in Helena, Montana, the Company's principal place of business, all of the Stockholders were present in person or by sufficient proxy approved in the meeting and signed in the minutes of this meeting the following written consent to its being held without the previous notice required by section 413, Civil Code of Montana, such consent being given pursuant to Section 446, Civil Code of Montana.

The undersigned, all the stockholders of the afore-  
said corporation, being all present in this meeting, called  
for the purpose of increasing the capital stock of said  
Company without previous notice hereby consent and sign a  
written consent to this meeting without such previous notice,  
on the record of this meeting, and declare that all the acts  
and proceedings of this meeting are as valid as if had at a  
meeting legally called and noticed therefor.

WITNESS our hands,

Wm. Wallace, Jr.

A. D. Edgar

Harry Yaeger

Geo. A. Miner

By C. S. Mallen

By

Wm. Wallace, Jr.  
Proxy

J. W. Kendrick

By

Wm. Wallace, Jr.  
Proxy

C. W. Bunn

By

Wm. Wallace, Jr.  
Proxy.

Thereupon the meeting organized by choosing Wm.  
Wallace, Jr. one of the Directors as Chairman and A. D. Edgar,  
the Assistant Secretary of the Company, was selected as  
secretary of the Meeting.

Thereupon it was reported to the meeting that all  
of the original capital stock of this company was wholly  
subscribed for and paid in, and it was announced to the meeting  
that it was proposed to consider the question of increasing  
the amount of the capital stock of this corporation from Ten  
Thousand Dollars to Fifteen Million Dollars, divided into  
One Hundred and Fifty Thousand shares of the par value of  
One Hundred Dollars each/

And thereupon the following resolution, in writing,  
was presented to the Meeting and its adoption moved and  
seconded:

WHEREAS, the Capital Stock of this Company is Ten Thousand Dollars, divided into One Hundred shares of the par value of One Hundred Dollars; and,

WHEREAS, the power of increasing the said capital stock is by the provisions of sections 412, 413 and 414 of the Civil Code of Montana lodged in the stockholders of this Company, who are now in meeting duly assembled for that purpose;

NOW THEREFORE, pursuant to said sections, BE IT RESOLVED: THAT the Capital Stock of the GELARWATER SHORT LINE RAILWAY COMPANY be and the same hereby is increased to Fifteen Million Dollars divided into One Hundred and Fifty thousand Shares of the par value of One Hundred Dollars each.

And the meeting proceeded to vote upon the said resolution, the vote being by the number of shares of stock, and all the stock was voted; and upon canvassing the votes it appeared that all the stock of the said company had cast votes in favor of increasing the said capital stock as aforesaid.

Whereupon said Resolution was declared carried.

And thereupon it was by resolution further duly ordered that a certificate of these proceedings, showing compliance with the provisions of this Chapter, and of sections 411 - 414 of the Civil Code, and a copy of the minutes of this meeting, also showing the amount of capital stock actually paid in of this Company, the whole amount of debts and liabilities of the company, and the amount to which the Capital Stock was increased by this meeting, should be forthwith made out, signed and verified by the affidavit of the chairman of this meeting, and be countersigned by the secretary of this meeting, and that such certificate should be acknowledged by the chairman and filed and recorded in the

office of the County Clerk and Recorder of the County of Lewis and Clarke, and in the office of the Secretary of State of the State of Montana, and other counties required by law.

There being no further business, on motion, the meeting adjourned after the execution, as above provided, of the certificate therein named.

Wm. Wallace, Jr.

Chairman & Vice President.

A. D. Edgar

Asst. Secretary

Secretary of the Meeting.

That the total amount of the Capital Stock of the Company actually paid in at the time of holding said Meeting was Ten Thousand Dollars; that the amount to which the Capital Stock of the said Company was increased was Fifteen Million Dollars, divided into One Hundred and Fifty Thousand Shares of the Par value of One Hundred Dollars each; that the whole amount of debts of the said Company is Nothing.

WHEREFORE we certify, in accordance with the statute, that the Capital Stock of the CLEARWATER SHORT LINE RAILWAY COMPANY has been increased to Fifteen Million Dollars, divided into One Hundred and Fifty Thousand shares of the par value of One Hundred Dollars each.

WITNESS the hand of the chairman of the said meeting, and the countersignature of the secretary thereof this 10th day of November, A. D. 1898.

Wm. Wallace, Jr.

Chairman of said Meeting.

Countersigned and attested by

A. D. Edgar

Secretary of said Meeting.



State of Montana )  
County of Lewis and Clarke, ) ss/

Wm. Wallace Jr. being duly sworn makes oath and says, I am the person named as and was Chairman of the Meeting recited to have been held in the foregoing certificate. I have read the foregoing certificate and know the contents thereof, and that the matters and facts therein recited are true of my own knowledge..

Wm. Wallace, Jr.

Subscribed and sworn to before me this 10th day of November,  
A. D. 1898.

George O. Freeman

(Notarial Seal)

Notary Public, Lewis and Clarke  
County, Montana.

State of Montana )  
County of Lewis and Clarke, ) ss.

On this 10th day of November, A. D. 1898, before me George O. Freeman, a notary public in and for Lewis and Clarke County, Montana, personally appeared Wm. Wallace Jr known to me to be the person whose name is subscribed to the foregoing instrument and who acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

George O. Freeman,

Notary Public, Lewis and Clarke  
County, Montana.

(Notarial Seal)

State of Montana

County of Lewis and Clarke.

}  
} Office of County Clerk and  
} Recorder.

I, CHARLES J. CLARK, COUNTY CLERK AND RECORDER of Lewis and Clarke County, State of Montana, do hereby certify that the foregoing and within CERTIFICATE of Increase of Capital Stock of the CLEARWATER SHORT LINE RAILWAY COMPANY is not only a duplicate original but is also a correct and exact copy, of the said Certificate, which, marked Original, is filed and recorded with and in the office of the County Clerk and Recorder of Lewis and Clarke, State of Montana, on the 10th day of November, A. D. 1898.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County this 10th day of November, A. D. 1898.

Charles J. Clark

County Clerk & Recorder, Lewis and  
Clarke County, State of  
Montana.

By C. S. Muffly

Deputy Clerk & Recorder.

(Seal )

FILED Nov. 10th 1898

T. S. Hogan

Secretary of State.

United States of America, )  
 ) ss.  
State of Montana. )

I, George M. Hayes, Secretary of State of State of Montana, do hereby certify that I have compared the annexed and foregoing Certificate of Increase of Capital Stock of the Clearwater Short Line Railway Company with the original thereof, filed in my office on the 10<sup>th</sup> day of November 1898 and that the same is a correct transcript therefrom, and of the whole of said original.

WITNESS, my hand and the Great Seal of the State of Montana, this 27<sup>th</sup> day of July A. D., one thousand nine hundred and three.  
(STATE SEAL) Geo. M. Hays, Secretary of State.

State of Idaho, )  
 ) ss.  
County of Nez Perce. )

I, J.R. Lydon, County Recorder, in and for said County, do hereby certify that the foregoing is a full, true and correct <sup>certified copy of</sup> copy of ARTICLES OF INCORPORATION AND CERTIFICATE OF INCREASE OF CAPITAL STOCK OF THE CLEARWATER SHORT LINE RAILWAY COMPANY as the same appears on file in my office

WITNESS my hand and official seal, this 3rd day of August, A.D., 1903.

J.R. Lydon, Recorder of Nez Perce County, State of Idaho.

By Geo. E. Erb Deputy.



