

ARTICLES OF INCORPORATION  
OF  
WOOD RIVER POWER COMPANY.

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KNOW ALL MEN BY THESE PRESENTS, That we, whose names are subscribed hereto, all of whom are bona fide residents and citizens of the State of Idaho, do under and in pursuance of the general incorporation laws of the State of Idaho and all amendments thereto, hereby organize, constitute and associate ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following Articles of Incorporation, and we do hereby set forth and declare as follows:

FIRST.

That the name of this corporation is and shall be  
WOOD RIVER POWER COMPANY.

SECOND.

That the purposes and objects for which this corporation is formed, are:

(a) To locate, appropriate, purchase, or otherwise acquire, own and hold water rights, rights to divert and appropriate water, carry, distribute, pump, store, impound and conserve water for power and irrigation purposes;

(b) To locate, purchase, or otherwise acquire dam and reservoir sites, rights of way for canals, flumes, pipe lines; dams and reservoirs, and to construct, maintain and operate on such rights of way, dams, diverting works, canals and pipe lines, storage and distributing works and waste ways;

(c) To manufacture, generate, buy, sell, store, transmit and distribute electric current for lighting, heating, power, mechanical, and other purposes;

(d) To buy, sell, lease, operate and maintain transmission and distribution lines, and all machinery and appliances for the manufacture, generation, storage, transmission and distribution of any and all types of electric current;

(e) To acquire, construct, enlarge, and maintain power stations for generating electric energy for mechanical, lighting, heating, and other purposes, and to use such water and other rights, rights of way, dams, reservoirs, canals, and transmission and distribution lines for generating and transmitting electrical energy for power, mechanical, lighting, heating, cooking, irrigation, and other purposes;

(f) To acquire, hold, operate and exercise any right incident to the purposes of this corporation given by common law or granted by any statute of the United States or of the State of Idaho, including rights of way across public, corporate or private lands, natural forests, military parks, or other governmental reservations, for the construction, operation and maintenance of any irrigation system, power plants, generating stations, pumping plants, canals, flumes, pipe lines, tunnels, reservoirs, transmission and distributing lines; also rights of way for irrigation works and for transmission and distributing lines along, over and across public and private highways and road ways;

(g) To construct, maintain and operate irrigation works or systems and lines for the transmission and distribution of electric energy over, along, and across public and private highways and road ways;

(h) To acquire by grant, deed, purchase, assignment, lease, or otherwise, and to hold, own, operate and exercise state, county, municipal, or other governmental franchises, privileges, and licenses, and to use and enjoy the rights and privileges so secured;

(i) To take, purchase, lease, or otherwise acquire, and to own and hold real and personal property, or any interest therein, of every kind and nature, and to the same extent as natural persons;

(j) To enter into, make, perform, and carry out contracts of every kind with any person, firm, association, corporation, private, public, municipal, or body politic, and with the government of the United States or any State or Territory thereof;

(k) To borrow money for any of the purposes of this incorporation, to issue notes, bonds, or other obligations for moneys so borrowed or in payment or in exchange for any real or personal property, or rights or franchises acquired, or other value received by this corporation, and to secure the payment of such obligations by pledge or mortgage under deed of trust or otherwise, or of or upon the whole or any part of the property at any time held by this corporation or to be thereafter acquired, and to sell or pledge such bonds or other obligations or discount the same for any proper corporate purpose;

(l) To have one or more offices to carry on any or all of the business of this corporation unlimited, and without restriction to hold, mortgage, lease and convey real and personal property, and to conduct its business in any State or Territory of the United States, but subject always to the laws thereof;

cent. (7%) per annum and no more, payable semi-annually on dates to be fixed by the By-laws. The dividends on the preferred stock shall be cumulative and shall be payable before any dividends on the common stock shall be paid or set apart; so that if any year dividends amounting to seven per cent. (7%) shall not have been paid thereon the deficiency shall be payable before any dividend shall be paid upon or set apart for the common stock. Whenever all cumulative dividends on the preferred stock for all previous years shall have been declared and shall have become payable and the accrued semi-annual installments for the current year shall have been declared and the Company shall have paid such cumulative dividends for previous years and such accrued semi-annual installments, or shall have set aside from its surplus or net profits a sum sufficient for the payment thereof, the board of directors may declare dividends on the common stock payable then or thereafter out of any remaining surplus or net profits. In the event of any liquidation or dissolution or winding up (whether voluntary or involuntary) of the corporation, the holders of the preferred stock shall be entitled to be paid in full both the par amount of their shares and the unpaid dividends accrued thereon before any amount shall be paid to the holders of the common stock; and after the payment to the holders of the preferred stock of its par value and the unpaid accrued dividends thereon, the remaining assets and funds shall be divided and paid to the holders of the common stock according to their respective shares.

SEVENTH.

That the amount of said capital stock, common, that

has been actually subscribed is five (5) shares, and the names of the persons who have subscribed therefor, and the number of shares subscribed by each subscriber, are as follows:

Name.	Residence.	Number of Shares.
I. E. Rockwell, .....	Bellevue, Idaho, ....	3
L. R. W. Rockwell, ..	Bellevue, Idaho, ....	1
E. W. Rising, .....	Hailey, Idaho, .....	1

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 23<sup>rd</sup> day of ~~October~~ <sup>November</sup>, 1916.

I. E. Rockwell  
L. R. W. Rockwell  
E. W. Rising

STATE OF IDAHO, :  
                  : SS.  
COUNTY OF BLAINE. :

On this 23<sup>rd</sup> day of ~~October~~ <sup>November</sup>, in the year 1916, before me, H. L. Baker, a Notary Public in and for said County, personally appeared I. E. ROCKWELL, L. R. W. ROCKWELL, and E. W. RISING, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

H. L. Baker  
Notary Public.

State of Idaho,     )  
                              ) SS.  
County of Blaine.)

I, Geo. A. McLeod, Ex<sup>o</sup>Officio Auditor  
and Recorder of Blaine County, State of Idaho, do hereby certify  
and declare the foregoing is a full, true and correct copy  
of the original ARTICLES OF INCORPORATION OF WOOD RIVER POWER  
COMPANY filed in my office the 23rd day of November, 1916.

IN WITNESS WHEREOF I have hereunto set my hand and seal  
thia 23rd day of November, 1916.

Geo. A. McLeod, Ex-Officio Auditor  
and Recorder of Blaine County,  
Idaho.

By

*S. L. Forge*

Deputy.