STATE FORM Nº 1639, 1923
APPROVED AS TO FORM BY
DEPARTMENT OF EFFICIENCY

Article Nº 63346 **Certified Copy Nº** ______

United States of America

State of Washington

DEPARTMENT OF STATE

THE SEAL OF THE STATE OF WASHINGTON 1889

TO ALL TO WHOM THESE PRESENTS SHALL COME

I, J. GRANT HINKLE, *Secretary of State of the State of Washington and custodian of the Seal of said State, do hereby certify that I have carefully compared the annexed copy of the*

AMENDED

ARTICLES OF INCORPORATION

OF THE

AUTO INTERURBAN COMPANY

with the original copy of said Amended *Articles of Incorporation now on file in this office, and find the same to be a full, true and correct copy thereof, and of the whole of said original, together with all official endorsements thereon. And I further certify that the said* Amended *Articles appear to have been duly and regularly filed in this office, according to law, and that the same are of a genuine, valid and subsisting character, and that this certificate is in due form and by the proper officer having the legal custody of said original and the requisite official knowledge relative thereto. I further certify that the above mentioned corporation is in good standing with all fees paid as the date of this certificate.*

In Testimony Whereof, I have hereunto set my hand and affixed hereto the Seal of the State of Washington. Done at the Capitol, at Olympia,

this 1st *day of* October *A.D. 19* 27

J Grant Hinkle
Secretary of State

By A M Kitto
Assistant Secretary of State

JAY THOMAS, PUBLIC PRINTER

Compared K 10 with DHF C.

#63344; 9/26-27: A.

CERTIFICATE OF INCREASE OF CAPITAL STOCK, ISSUANCE OF PREFERRED STOCK AND AMENDMENT OF ARTICLES OF INCORPORATION

o f

AUTO INTERURBAN COMPANY

KNOW ALL MEN BY THESE PRESENTS, That we, Herbert S. Hawley and C. F. Hawley, being respectively the president and secretary of the Auto Interurban Company, a Washington corporation with its principal place of business in Spokane, Spokane County, Washington, and respectively the persons who acted as president and chairman and as secretary of the hereinafter described meeting of the Trustees of said corporation, and also being a majority of the Board of Trustees of said corporation, hereby certify under the seal of said corporation that all of the stockholders of said corporation, prior to the time said meeting was held unanimously, in writing, consented, as shown by the executed triplicate copy of stockholders' consent hereto attached and made a part hereof, to increasing the capital stock of said corporation from 200 shares of the par value of $50 a share to 8000 shares of common stock of the par value of $50 a share and 1,999 shares of preferred stock of the par value of $50 a share, the kind and character of said preferred stock being as shown by the amendment to the Articles of Incorporation of said corporation which follows herein, and to issuing preferred stock as therein shown, and to amending its Articles of Incorporation as follows:

"ARTICLE V

"The capital stock of said corporation is and shall be four hundred ninety nine thousand nine hundred fifty dollars ($499,950), divided into eight thousand (8000) shares of common stock of the par value of Fifty dollars ($50) each, and one thousand nine hundred ninety nine (1999) shares of preferred stock of the par value of Fifty dollars ($50) each.

"The holders of preferred stock shall be entitled to receive, when and as declared, from the surplus or net profits arising from the business of the corporation, dividends at the rate of seven and one-half percent (7½%) per annum, and no more, payable semi-annually on the first Wednesday of January and July of each year, which dividends, shall run from the date of the issue of said stock, shall be cumulative, and shall be declared and set apart or paid by the Board of Trustees before any dividends shall be declared, set apart or paid on common stock. Whenever all accrued cumulative dividends on preferred stock shall have been declared and set apart or paid, the Board of Trustees may declare, set apart or pay dividends on the common stock out of any or all remaining surplus or net profits.

"Said preferred stock shall have no voting power.

"In the event of any liquidation, dissolution, or winding-up of the corporation, whether voluntary or involuntary, the holders of preferred stock shall be entitled to the delivered assets of the value, or to be paid a sum, equal to both the par value of their shares and an amount which, together with all dividends theretofore declared and set apart or paid on preferred stock, shall equal seven and one-half percent (7½%) per annum cumulative on preferred stock from the date of its issuance to the date of delivery or payment, before any assets or money shall be delivered or paid to the holders of common stock; and after such delivery of assets or payment of money to the preferred stockholders, the remaining funds and assets, or the proceeds thereof, shall be divided and delivered or paid, to the holders of common stock according to their respective shares.

"The preferred stock, at the option of the Board of Trustees, shall be subject to retirement, calling in or redemption in whole or in part at par value plus all cumulative dividends accruing from the date of issuance of said stock to the date of retirement, calling in or redemption, on the dividend-paying date next following a period of two years, after the issuance thereof, or any subsequent dividend-paying date, in such manner as the Board of Trustees may determine. Such retirement may be made upon three months notice in writing mailed to the postoffice addresses, as they appear on the books of the corporation, of the holders of such stock, and by mailing the corporation's check therefor at the expiration of said three months period to the said addresses as they then appear on the books of the corporation."

"ARTICLE VI

"The number of trustees of this corporation shall be five, and the names and addresses of those who are appointed for the purpose of incorporating this company and managing its affairs for the first six months of its existence are as follows:

"NAME	ADDRESS
Herbert S. Hawley	Spokane, Washington
Eva K. Hawley	Spokane, Washington
Chester F. Hawley	Spokane, Washington
Aleta E. Low	Spokane, Washington
E. F. Low	Spokane, Washington

That at a special meeting of the trustees of said corporation held on June 1st, 1927, all of said trustees being present, a resolution was adopted by unanimous vote to so increase said capital stock, to issue such preferred stock and to amend said Article V and said Article VI to read as above set forth.

Executed in triplicate at Spokane, Washington, 1927.

Herbert S Hawley
President and Chairman

Chester F. Hawley
Secretary

Eva K. Hawley
Trustee

STATE OF WASHINGTON)
: SS.
COUNTY OF SPOKANE)

Herbert S. Hawley and Chester F. Hawley, being first duly sworn on oath, say: that they are the persons who served respectively as president and chairman and as secretary of the meeting described above; that they have read the foregoing, know the contents thereof, and that the matters and things therein stated, are true and correct.

Herbert S. Hawley

Chester F. Hawley

Subscribed and sworn to before me this
1927.

Geo D Lantz
Notary Public in and for the state of Washington, residing at Spokane

(GEO. D. LANTZ)
(NOTARY PUBLIC)
(STATE OF WASHINGTON)
(COMMISSION EXPIRES)
(MAR. 14, 1931)

STATE OF WASHINGTON)
: SS.
COUNTY OF SPOKANE)

I, the undersigned, a Notary Public in and for the above named county and state, do hereby certify that on the
1927, personally appeared before me Herbert S. Hawley and Chester F. Hawley, to me known to be the president and secretary respectively of the corporation that executed the within and foregoing instrument and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that they were authorised to execute said instrument, and that the seal affixed is the corporate seal of said corporation.

GIVEN under my hand and official seal the day and year in this certificate first above written.

Geo D Lantz
Notary Public for Washington, residing at Spokane, Washington.

(GEO. D. LANTZ)
(NOTARY PUBLIC)
(STATE OF WASHINGTON)
(COMMISSION EXPIRES)
(MAR. 14, 1931)

STOCKHOLDERS' CONSENT

We, the undersigned, being all of the stockholders of the Auto Interurban Company, a Washington corporation with its principal place of business in the city and county of Spokane, Washington, hereby unanimously consent to an increase of the capital stock of said corporation from 250 shares of the par value of $50 a share to 8000 shares of common stock of the par value of $50 a share and 1,999 shares of preferred stock of the par value of $50 a share, the kind and character of said preferred stock being as shown by the consent to amendment of the articles of incorporation of said corporation which follows herein.

We, hereby unanimously consent to amending the Articles of Incorporation of said Auto Interurban to give effect to said increase of capital stock in form as follows:

"ARTICLE V

"The capital stock of said corporation is and shall be four hundred ninety nine thousand nine hundred fifty dollars ($499,950), divided into eight thousand (8000) shares of common stock of the par value of Fifty dollars ($50) each, and one thousand nine hundred ninety nine (1999) shares of preferred stock of the par value of Fifty dollars ($50) each.

"The holders of preferred stock shall be entitled to receive, when and as declared, from the surplus or net profits arising from the business of the corporation, dividends at the rate of seven and one-half percent (7½%) per annum, and no more, payable semi-annually on the first Wednesday of January and July of each year, which dividends shall run from the date of the issue of said stock, shall be cumulative, and shall be declared and set apart or paid by the Board of Trustees before any dividends shall be declared, set apart or paid on common stock. Whenever all accrued cumulative dividends on preferred stock shall have been declared and set apart or paid, the Board of Trustees may declare, set apart or pay dividends on the common stock out of any and all remaining surplus or net profits.

"Said preferred stock shall have no voting power.

"In the event of any liquidation, dissolution, or winding-up of the corporation, whether voluntary or involuntary, the holders of preferred stock shall be entitled to be delivered assets of the value, or to be paid a sum, equal to both the par value of their shares and an amount which, together with all dividends heretofore declared and set apart or paid on preferred stock, shall equal seven and one-half percent (7½) per annum cumulative on preferred stock from the date of its issuance to the date of delivery or payment, before any assets or money shall be delivered or paid to the holders of common stock; and after such delivery of assets or payment of money to the preferred stockholders, the remaining funds and assets, or the proceeds thereof, shall be divided and delivered or paid, to the holders of common stock according to their respective shares.

"The preferred stock, at the option of the Board of Trustees, shall be subject to retirement, calling in or redemption in whole or in part at par value plus all cumulative dividends accruing from the date of issuance of said stock to the date of retirement, calling in or redemption, on the dividend-paying date next following a period of two years after the issuance thereof, or any subsequent dividend-paying date, in such manner as the Board of Trustees may determine. Such retirement may be made upon three months notice in writing mailed to the postoffice addresses, as they appear on the books of the corporation, of the holders of such stock and by mailing the corporation's check therefor at the expiration of said three months period to the said addresses as they then appear on the books of the corporation."

"We hereby unanimously consent to amending Article VI of the Articles of Incorporation of said corporation to read and be as follows:

"ARTICLE VI.

"The number of trustees of this corporation shall be five, and the names and addresses of those who are appointed for the purpose of incorporating this company and managing its affairs for the first six months of its existence are as follows:

"NAME "	ADDRESS
Herbert S. Hawley	Spokane, Washington
Eva K. Hawley	Spokane, Washington
Chester F. Hawley	Spokane, Washington
Aleta E. Low	Spokane, Washington
E. F. Low	Spokane, Washington

Executed in triplicate at Spokane, Washington, this 1st day of June, 1927.

Herbert S. Hawley

Eva K. Hawley

Chester F. Hawley

Aleta E. Low

E. F. Low

---(E N D O R S E M E N T)---

State of Washington, ss.

Filed for record in the office of the Secretary of State JUN 2 1927

at 4:01 o'clock P. M.

Recorded in Book 146 Page 597-599

DOMESTIC CORPORATIONS

J. Grant Hinkle
Secretary of State.

55023

STATE OF IDAHO } SS.
County of Kootenai }
Filed OCT 27 1927
at 9:40 o'clock A M.
[illegible]
COUNTY RECORDER
By [illegible]
DEPUTY
Fee, $ 50¢