

# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

I, J. D. (CY) PRICE, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

#### GOLD HILL TELEPHONE COMPANY

was filed in the office of the Secretary of State on the **twenty-ninth** day of **April** A. D. One Thousand Nine Hundred **forty-nine** and is duly recorded on Film No. **20** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103 and Sections 29-1001 to 29-1005, inclusive, Idaho Code, Annotated.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

**Princeton** in the County of **Latah** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations, as provided in Chapter 10, Title 29, Idaho Code, Annotated.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise, the Capital of Idaho, this **twenty-ninth** day of **April**, in the year of our Lord one thousand nine hundred **forty-nine**, and of the Independence of the United States of America the One Hundred **Seventy-third**.

Secretary of State.

ARTICLES OF INCORPORATION

of

THE GOLD HILL TELEPHONE COMPANY

We, the undersigned, owners of a rural telephone line running East from Onaway, in Latah County, State of Idaho, approximately seven miles, connecting with the System of the Interstate Telephone Company, at Onaway, Idaho, hereby associate ourselves together for the purpose of owning, maintaining, and operating the said rural telephone line, which is to be a non-profit co-operative association, to be operated as a non-profit sharing company, in which company, all members shall be equal, and no member can have or acquire a greater interest therein than any other member, which association shall not issue any capital stock, but shall issue one membership certificate to each member thereof; such association to be conducted according to the laws of the State of Idaho, governing such associations, and for the betterment of ourselves and community, and to that end adopt the following Articles of Association:

1. NAME:

The name of this Association under which it shall conduct business is the "GOLD HILL TELEPHONE COMPANY".

2. REGISTERED OFFICE:

The location and post office address of its registered office in this state shall be Princeton in Latah County, State of Idaho.

3. EXISTENCE:

This Association shall have perpetual existence subject to dissolution as hereinafter provided or as provided in the Idaho Code.

4. PURPOSES AND POWERS:

The purpose of this Association shall be to own, operate and maintain a rural telephone line, connecting with the System of the Interstate Telephone Company, at Onaway, Idaho; and running in an easterly direction therefrom a distance of approximately seven miles, and the Association, through its duly authorized officers shall have power to buy and acquire necessary

property, to enter into the necessary contracts for the maintenance and operation of said telephone line and to do all things necessary, proper or expedient to this end.

5. MEMBERSHIP:

Those subscribing these Articles of Association shall be members thereof, and other persons may become members by acquiring an interest in said telephone line and by signifying in writing their approval to these Articles of Association and the by-laws of the Company. Membership certificates shall be issued to each member thereof, which certificates cannot be assigned so that the transferee thereof can by such transfer become a member of the Association. The assignment or transfer of the interest of members, the manner of determining the value, if any, of such interest, upon the death, withdrawal or expulsion of a member, restoration of old membership, or admission of new members shall be made only through the Association, itself, subject to the conditions and regulations as set forth in the By-laws and Constitution of this Association. A member may withdraw at any time, by selling, or turning in his certificate of interest in said telephone line to the Association, but no member may withdraw unless all dues and charges in favor of the Association are paid, and with the consent of the Executive Committee, or a majority of the members of the Association.

6. LIABILITY:

Members shall be liable for telephone service furnished by connecting lines at the rates agreed upon by contract with the Association or established by public authority, and shall be liable for other obligations of the Association jointly and severally as outlined and provided in the By-laws.

7. MANAGEMENT:

The affairs of the Association shall be managed by an Executive Committee of five members, consisting of a President, a Vice-President, a Secretary-Treasurer, being one office, and two Directors. The President shall be the manager of the Association and Chairman of the Executive Committee. The Secretary and Treasurer shall have power to collect and disburse dues or charges owing by the members, and to perform such other duties as prescribed by the President, or ordered by the Executive Committee.

8. BY-LAWS:

The Association shall have power by two-thirds vote to adopt such rules and by-laws for the regulation of the business and the operation of the telephone line not inconsistent herewith as may be determined upon from time to time.

9. DISSOLUTION:

This Association may be dissolved at any time by two-thirds vote of the members, in writing or signatures on a petition therefor,

and such dissolution shall not affect any liability of any member for obligations previously contracted.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 19 day of April, 1949.

<u>South J. Thomas</u>	<u>Archie Wilkins</u>
<u>Olin L Hammond</u>	<u>Lillie Bain</u>
<u>Viola Guernsey</u>	<u>J. J. Wilkins</u>
<u>Rollie Mendenhall</u>	<u>Ruth Best</u>
<u>Orvis Morgan</u>	<u>LeRoy Needham</u>
<u>Nellie Trotter</u>	<u>H. McFarling</u>
<u>Addie Bull</u>	<u>Bessie Bidlake</u>
<u>Vivian Bidlake</u>	

STATE OF IDAHO )  
County of Latah ) ss.

On this 19 day of April, 1949, before me Wayne LaBue a Notary Public in and for said county and state, personally appeared

South J. Thomas, Rollie Mendenhall,  
Olin L Hammond, Orvis Morgan,  
Viola Guernsey, Nellie Trotter, Addie Bull,  
Vivian Bidlake, Archie Wilkins, Lillie Bain  
known to me to be the persons whose names subscribed to the within and foregoing instrument and acknowledged to me that they executed the same.

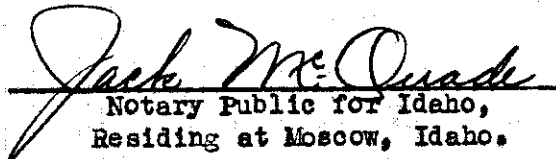
IN WITNESS WHEREOF, I have hereunto set my hand and Official seal the date last above written.

Wayne LaBue  
Notary Public  
my commission expires  
March 24, 1951

STATE OF IDAHO )  
                  : ss.  
County of Latah )

On this 26th day of April, 1949, before me Jack McQuade, a Notary Public in and for said county and state, personally appeared P. J. McMahan, Ruth Besst, LeRoy Needham, A. McFarling, and Eunice Bidlake known to me to be the persons whose names subscribed to the within and foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the date last above written.

  
Notary Public for Idaho,  
Residing at Moscow, Idaho.