

ARTICLES OF INCORPORATION

OF THE

WASHINGTON IRRIGATION COMPANY.

KNOW ALL MEN BY THESE PRESENTS: That we, R. H. Denny, D. P. Robinson and O. F. Paxton, each one of us being a citizen of the United States, and over twenty-one years of age, being desirous of forming a corporation for the objects and purposes hereinafter specified and set forth, do hereby associate and incorporate ourselves together and form a corporation under the laws of the State of Washington relating to private corporations, and do make, subscribe, execute and acknowledge, in triplicate, these the Articles of Incorporation thereof.

ARTICLE I.

The corporate name of this corporation shall be WASHINGTON IRRIGATION COMPANY.

ARTICLE II.

The objects and purposes for which this corporation is formed, and the enterprise, business, pursuit and occupation in which this corporation proposes to engage are to acquire, own and operate irrigation works and irrigation plants, and to irrigate lands for itself and other persons, and to use and to sell and furnish water for any and all purposes to other persons; to acquire, own and dispose of land, and to acquire, own and dispose of water and water rights; to lay out, found and establish villages and towns and to acquire, own and dispose of property therein; to acquire, own and operate railways and carry and transport freight, passengers, mails and express for hire; to acquire, own and operate telegraph lines and plants and transmit messages by telegraph for hire; to acquire, own and operate telephone lines and telephone exchanges and transmit messages by telephone and furnish telephones and telephone service to other persons for hire; to acquire, own and operate ferries and bridges; to acquire, own and operate water powers and water power plants and stations and electrical power plants and stations, and to generate and use and sell to other persons water power, electrical power and

electrical currents; to purchase, acquire, construct, have, hold, use, possess, enjoy, carry on, operate and manage irrigating dams, headworks, reservoirs, canals, flumes, ditches, branches and laterals, and dams, headgates, reservoirs, canals, flumes, aqueducts and ditches for impounding, storing, accumulating, appropriating, conveying, distributing, using and selling water for all purposes, and to appropriate, acquire, convey, distribute, supply and sell water for the purposes of irrigation and for domestic use and consumption and for power purposes and all other uses and purposes, and to purchase, acquire, locate, appropriate, condemn, have, hold, possess, use, enjoy and manage water rights, water appropriations and rights, privileges, licenses, franchises and easements to take, appropriate and divert water from rivers, streams and water courses, lakes and other sources, and to dam up, impound, preserve, convey, carry, conduct and transport the same to other places and sell and dispose of the same for any and all purposes whatsoever, and to use the same for any and all purposes whatsoever; to purchase, acquire, appropriate, condemn, have, hold, use, possess and enjoy rights of way, easements, licenses, privileges and franchises for the purpose of constructing, maintaining, operating, carrying on and using dams, headworks, reservoirs, ditches, flumes, canals, aqueducts, branches and laterals for the purpose of impounding, diverting, carrying, conveying, distributing, using and selling water and conveying water from one place to another; to purchase, acquire, condemn, appropriate, locate, construct, maintain, have, hold, use, possess and enjoy dams, headworks, headgates, reservoirs and sites and locations therefor, and licenses, rights, privileges, easements and franchises to build, construct, maintain and use the same and to impound, dam up, hold and convey water; to purchase, acquire, have, hold, use, possess and enjoy and sell and dispose of land and all other kinds of real property, and to buy and sell and deal in land, and to make and enforce contracts for the sale and disposition of land and contracts for the furnishing, sale and disposition of water and water rights, and to exchange water or water rights or other property for land, and ex-

change land for land, water, water rights, or other property; to purchase, acquire, hold, own, possess, enjoy, perform, enforce, comply with and take the benefit of contracts made by other persons, companies or corporations for the sale or rental of land or for the sale, rental or furnishing of water or for the sale or rental of water rights; to plat and lay out villages, towns and town sites and buy and sell and deal in town sites and town property; to build, construct, acquire, maintain and operate railways and lines of railway and locomotives, motive power and rolling stock for the same and rights of way, licenses, franchises, easements and privileges to construct, maintain and operate the same, and to purchase, acquire, take, appropriate, condemn, have, hold and use rights of way and terminal grounds therefor, and to carry and transport for hire freight, passengers, mails and express; to build, construct, acquire, maintain, own and operate street railways, and to acquire, own and enjoy rights of way, licenses, franchises, easements and privileges to construct, maintain and operate the same; to build, construct, acquire, own, operate, use and enjoy telegraph lines and plants and machinery and equipment therefor and poles, wires and apparatus therefor, and to carry and transmit telegrams and messages by telegraph for hire; to purchase, acquire, appropriate, condemn, have, hold, use and enjoy rights of way, licenses, easements, privileges and franchises to construct, maintain and operate its telegraph lines and plants; to purchase, acquire, build, construct, maintain, use, operate and enjoy telephone lines and telephone exchanges and poles, wires, machinery and apparatus therefor, and to furnish telephones and telephone service to other persons for hire, and to transmit messages by telephone for hire, and to purchase, acquire, appropriate, condemn, have, hold, use and enjoy rights of way, licenses, privileges, easements and franchises for the construction, maintenance and operation of its telephone lines and plants; to purchase, acquire, build, construct, maintain, use, own and operate ferries and to ferry, carry and transport by means of ferries freight and passengers for hire, and to acquire, use and enjoy ferry landings and licenses, ease-

ments, rights and privileges to maintain and operate ferries; to acquire, build, construct, maintain, use and operate bridges and to charge tolls for the use thereof; and for the purpose of acquiring any ferry landing, bridge landing or site or any license, franchise, right, easement or privilege to establish, maintain and operate any ferry or bridge to appropriate and condemn property; to purchase, establish, acquire, construct, run, own, operate and carry on water power plants and water power stations and electrical power plants and stations, and to generate and use and sell to other persons water power, electrical power and electrical currents; to manufacture, generate, use, sell and dispose of power, light and heat and for that purpose to acquire, own and use any and all machinery apparatus and appliances necessary and convenient therefor, and poles and wires for the purpose of carrying and conveying electrical currents from one place to another and other means of transmitting power, light and heat, and for the purpose of acquiring any site, location or station for any power plant or station or for any line of poles or wires or other means of carrying and conveying electric current, light, heat or power to purchase, acquire, appropriate, condemn, hold, use and enjoy rights of way, licenses, easements and franchises; to establish, construct, maintain, and operate water works and water works plants and machinery, pipes, aqueducts and distributing systems, and to furnish, supply and sell water to cities, towns and villages and the inhabitants thereof and any other persons for public and private use, and to charge and collect water rates, tolls and fees therefor; and to cultivate lands, grow and sell crops, establish, maintain and carry on experimental stations, farms and gardens, and to buy, sell and deal in grain, hay, fruit and garden products.

This corporation shall have power to purchase, take, acquire, appropriate, condemn, accept, hold, enjoy, lease, rent, possess, sell and dispose of any and all real and personal property and any and every interest and estate therein which it shall deem desirable, useful, necessary or convenient in connection with its business or in furtherance

of its interests, including promissory notes, choses in action, bonds, mortgages and other securities, and including the capital stock of other corporations; to sell, lease, rent, dispose of, grant, convey away, transfer, pledge, encumber and mortgage at any time all or any of its real or personal property and any estate or interest therein; to borrow money, contract debts, make contracts and agreements and assume, guarantee and pledge itself to pay, discharge and perform any debt, contract or obligation of any other person, firm, company, association, or corporation; to make, execute and deliver promissory notes and choses in action; to make, execute, issue and sell and to issue in purchase of property, negotiable coupon bonds, and for the purpose of securing the payment or performance of any promissory note, bond, contract, debt or obligation made, issued, assumed or guaranteed by this corporation to make, execute and deliver mortgages, deeds of trust, pledges and hypothecations of and upon all or any of its real and personal property including after acquired property; to loan and invest any of its moneys or funds; to take, own, hold, collect and enforce promissory notes, choses in action, contracts, bonds, mortgages and securities, and to sell, transfer and dispose of the same; to subscribe for, purchase, take, own, hold, sell, transfer and dispose of shares of the capital stock of any other company or corporation and be a stockholder in any other corporation; and generally to do and perform any and all things and acts which are germane to or which will tend to aid and accomplish the purposes of its corporation or promote its interests.

ARTICLE III.

The amount of the capital stock of this corporation shall be five hundred thousand dollars.

ARTICLE IV.

The capital stock of this corporation shall consist of and be divided into Five Thousand Shares of the par value of One Hundred Dollars each.

ARTICLE V.

The corporation shall have power at any time to change, in-

crease or diminish its capital stock, or the amount or number of the shares thereof, and also to have two classes of capital stock or shares, to-wit: common stock or common shares, and preferred stock or preferred shares, and may at any time, when ordered by its Board of Trustees, and authorized by the holders of a majority of its capital stock then issued and outstanding, create, have, issue, sell and dispose of, and call in, withdraw, retire, cancel and redeem preferred stock or preferred shares in such manner and in such amounts as may be desired, either with or without voting power, and either cumulative or non-cumulative as to dividends, and upon such terms and conditions, and of such character, and with such preference and prior rights as to earnings and dividends as the Board of Trustees may provide or determine.

ARTICLE VI.

The duration of this corporation and time of its existence shall be Fifty Years.

ARTICLE VII.

The number of Trustees of this Corporation shall be five, and William M. Ladd, George Donald, John S. Bartlett, R. H. Denny and D. P. Robinson, each one and all of them being citizens of the United States, and a majority of them being citizens and residents of the State of Washington, are hereby constituted and appointed, and shall be Trustees of this Corporation, and manage its concerns and affairs until the First Monday in October, A. D. 1900.

ARTICLE VIII.

The Stockholders of this Corporation, by the vote of the holders of the majority of the Capital Stock of this Corporation then issued and outstanding, may change, increase or diminish the number of the Trustees of this Corporation.

ARTICLE IX.

The principal office and place of business of this corporation shall be located at the City of Seattle in the County of King, State of Washington; but this Corporation shall have power to carry on business, hold real and personal property, and exercise any and all of its corpor-

ate powers and functions in the County of Yakima, State of Washington, and in any and all other counties of the State of Washington, and in any other State or Territory of the United States and in any foreign country.

ARTICLE X.

The Trustees herein named and appointed to manage the concerns of this Corporation until the First Monday in October, A. D. 1900, or any one or more of them designated by a majority of said Trustees, are hereby appointed and authorized to open books and secure subscriptions to the Capital Stock of this Corporation.

ARTICLE XI.

The Stockholders of this Corporation shall, at their first meeting, or at any subsequent meeting, adopt and provide By-laws for the general guidance of the Company's officers, for the regulation and management of its property and business, regulating the issuance and transfer of shares of the capital stock, for the election and appointment of such officers and agents as shall be deemed necessary for the Corporation and fixing and prescribing their duties and compensation, regulating the making of dividends, and concerning other matters relating to the Corporation, its property, business and officers, and providing how such By-Laws may be altered, changed or amended.

ARTICLE XII.

The system of canals for appropriating, diverting, conducting, furnishing and supplying water for irrigation and other purposes proposed to be acquired, constructed, extended, owned and operated by this Corporation is as follows:

Said canals commence at that certain dam, headgate, headworks and intake in, at and upon the Yakima river and the East bank thereof in the East half of section 28 of township 12 North, of Range 19 East of the Willamette Meridian, in the County of Yakima, in the State of Washington, which is the present Western terminus thereof, and consist of and include a certain line of constructed main canal about forty-four miles in

length, commonly known as the Sunnyside canal, commencing at said dam, headgate, headworks and intake and running thence in an easterly and southeasterly direction through township 12 north of range 19 East and township 11 north of range 19 east and township 11 north of range 20 east and township 11 north of range 21 east and township 10 north of range 21 east and township 10 north of range 22 east and township 10 north of range 23 east and township 9 north of range 23 east, all of the Willamette Meridian, to the lower end or present eastern terminus of said main canal in section 3 of township 9 north of range 23 east of the Willamette Meridian. Said main canal is projected for construction from said present eastern terminus thereof continuing southeasterly and easterly through township 9 north of range 23 east and township 9 north of range 24 east of the Willamette Meridian to a point sixty miles or more distant from the said head or western terminus of said main canal and near the north-east corner of section 25 of township 9 north of range 24 east of the Willamette Meridian.

And including a certain other canal or lateral known as the Rockyford lateral supposed to be twenty miles or more in length, commencing at and running from said main canal at a point at or near the north line of section 20 of township 10 north of Range 23 east of the Willamette Meridian and about forty miles from the said western terminus or head of said main canal, and running thence in a southeasterly and southerly direction through township 10 north of range 23 east and township 9 north of range 23 east of the Willamette Meridian to a point near the east line of section 35 of said township 9 north of range 23 east, together with divers branches and distributing ditches running therefrom.

And including a certain other canal or lateral called the Snipes Mountain lateral, supposed to be twelve miles or more in length, commencing at and running from said main canal at a point at or near the east line of section 8 of township 10 north of range 22 east of the Willamette Meridian about thirty miles distant from the said head or western terminus of said main canal, and running thence southerly, eas-

terly and southwesterly to a point at or near the north east corner of section 11 of township 9 north of range 22 east of the Willamette Meridian, together with divers branches, ditches and distributing ditches running therefrom.

And including divers other branches and laterals running from said main canal and divers branches running from said laterals and diverse distributing ditches running from said main canal and from said laterals and from the branches and ditches leading therefrom. And also including diverse extensions and enlargements of said canals, laterals, branches and ditches and diverse other canals, laterals, branches and ditches projected for construction, and such other extensions, enlargements, canals, laterals, branches and ditches as may be hereafter devised, projected or constructed, whether within or without the said County of Yakima. Also including all water appropriations and rights to appropriate, divert, convey, sell and dispose of water for irrigation and other purposes heretofore or hereafter appertaining to the said system of canals, laterals, branches and ditches or used in connection therewith.

This corporation shall have power to acquire, construct, own, use, operate and carry on any and all other canals, ditches and water ways and other irrigation systems.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 10th. day of May, A. D. 1900, to this and two other instruments of like date and tenor.

EXECUTED in presence of

Charles L. Denny.

Ivan L. Hyland.

R. H. Denny. (Seal)

D. P. Robinson. (Seal)

O. F. Paxton. (Seal)

STATE OF WASHINGTON,)
 : ss.
County of King.)

THIS IS TO CERTIFY, That on this 10th day of May, A. D. 1900, before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared R. H. Denny, D. P. Robinson and O. F. Paxton, to me known to be the individuals named and described in and who executed the foregoing Articles of Incorporation, and they and each of them acknowledged to me that they and each of them executed, signed and sealed the said Articles of Incorporation in triplicate, freely and voluntarily, and as their free and voluntary act and deed for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my Notarial seal at the City of Seattle, in said County and State, the day and year in this certificate above written.

(Ten cent Rev. stamp)
(canceled.)

Ivan H. Hyland.
Notary Public in and for the County of
King, State of Washington, and residing
at the City of Seattle, therein.

(Notarial Seal)

(Endorsed)

"Filed for record in the office of the Secretary of State May 12, 1900,
and recorded in Book 22, Page 554, Domestic Corporations.

WILL D. JENKINS,
Secretary of State."