

ARTICLES OF AGREEMENT AND INCORPORATION

Of

Goodwater Telephone Company

KNOW ALL MEN BY THESE PRESENTS:

That the Corporators hereinafter named have this day, and by these presents, formed a corporation under and in pursuance of an Act of Congress, approved February 18th, 1901, entitled "An Act to put in force in the Indian Territory certain provisions of the Laws of Arkansas relating to Corporations, and to make said provisions applicable to said Territory," which said Act provides for incorporations for manufacturing and other lawful business purposes in the Indian Territory, and in evidence thereof do hereby execute the following Articles of Incorporation:

FIRST: The name of said Corporation shall be *Goodwater Telephone Co*

SECOND: The Corporators are *N. J. Whitman, B. S. Harris, J. H. Kirby, W. H. McBrayer, J. S. Clay, W. C. Harris, A. R. Whitman, R. D. Cheatham*

THIRD: The place of business is to be located at *Goodwater* and its office for transaction of business shall be in *Goodwater* or at such other place as the Board of Directors may select.

FOURTH: The general nature of the business proposed to be transacted by this Corporation is *to build operate equip and maintain telephone lines and systems including local exchanges in Indian Territory.*

FIFTH: The amount of capital stock of said Corporation shall be *Two Thousand* Dollars; of which *Two hundred* Dollars has been subscribed by the Corporators aforesaid, and the residue thereof may be issued and disposed of as the Board of Directors may from time to time order and direct.

SIXTH: The capital stock shall be divided into *Forty* shares of the value of \$25.00 each.

SEVENTH: The affairs and business of the Corporation shall be conducted and controlled by a Board of Directors, consisting of *Three* members, all of whom shall be stockholders of the Corporation. Said Board of directors shall elect one of its members as President, and one of its members as Vice-President, and shall also elect a Secretary and Treasurer.

EIGHTH: The first election of Directors shall be held immediately after the organization of the Corporation, and said Directors shall serve for one year and until their successors are elected.

NINTH: The Board of Directors are empowered to ordain and establish all by-laws and regulations necessary to the management and business of said Corporation, and alter and repeal same at pleasure.

TENTH: The first meeting of said Corporators for organization shall be held in *Goodwater* at the office of *N. J. Whitman* at *6* o'clock P.M. on the *23rd* day of *May* 190*1*. The subscribers hereto hereby waive notice of said meeting.

IN TESTIMONY WHEREOF, We have hereunto set our hands, on this the *23rd* day of *May* 190*1*

*N. J. Whitman
J. H. Kirby
W. H. McBrayer
J. S. Clay
A. R. Whitman
R. D. Cheatham*

CERTIFICATE.

WHEREAS, *N. J. Whitman, B. S. Harris, J. H. Kirby, W. H. McBrayer, J. S. Clay, A. R. Whitman, W. C. Harris, R. D. Cheatham.*

have associated themselves together as a body politic and corporate, to be known as *Goodwater Telephone Company*

AND WHEREAS, The said Corporators, being the subscribers to the capital stock of the said Corporation, have waived the fifteen days' notice as required by law and called a meeting for organization, to be held in *Goodwater, I. T.* at the office of *N. J. Whitman* at *6* o'clock P.M. on the *23rd* day of *May* 190*1*

WHEREAS, At the time and place above set out, a meeting of the subscribers aforesaid was held to organize said Corporation and elect three Directors; and,

WHEREAS, At said meeting the following named persons were elected Directors, to-wit: H. J. Whiteman, B. D. Harris, H. H. Mc Brayer.

WHEREAS, At a meeting of the said Board of Directors H. J. Whiteman and, B. D. Harris was elected President, H. H. Mc Brayer was elected Vice-President, and H. H. Mc Brayer was elected Secretary, and H. H. Mc Brayer was elected Treasurer.

NOW, THEREFORE, The said H. J. Whiteman as President, and the said B. D. Harris, H. H. Mc Brayer

as Directors, do, in pursuance of law, issue this, their Certificate, verified by their oaths, and do hereby certify as follows:

FIRST: Said Corporation is formed for the purpose of building operating equipping and maintaining telephone lines and system including local exchanges in Indian Territory

SECOND: Its capital stock is Two Thousand Dollars, divided into shares of \$25.00 each.
THIRD: Two hundred Dollars

of said capital stock have been actually paid in by the subscribers hereto.
FOURTH: The names of the stockholders and the number of shares owned by them, respectively, is as follows:

NAMES	NO. OF SHARES	NAMES	NO. OF SHARES
<u>H. J. Whiteman</u>	<u>1</u>		
<u>B. D. Harris</u>	<u>1</u>		
<u>J. H. Kirby</u>	<u>1</u>		
<u>R. D. Chestham</u>	<u>1</u>		
<u>J. S. Clay</u>	<u>1</u>		
<u>H. H. Mc Brayer</u>	<u>1</u>		
<u>H. R. Whiteman</u>	<u>1</u>		

IN TESTIMONY WHEREOF, The said H. J. Whiteman President of said Corporation, and H. H. Mc Brayer

a majority of the Board of Directors of said Corporation, have hereunto set their hands on this 23rd day of May 1904
H. J. Whiteman President.
H. H. Mc Brayer

Directors. Directors. Directors.

UNITED STATES OF AMERICA, }
INDIAN TERRITORY. } SS. H. J. Whiteman, H. H. Mc Brayer, J. H. Kirby, J. S. Clay, R. D. Chestham, H. R. Whiteman
Central District.

on their oaths say that the matters and things in the foregoing certificate set out are true, to the best of their knowledge and belief.

Subscribed and sworn to before me, this the 23rd day of May 1904 In Testimony Whereof, I have hereunto set my hand and seal of office.
H. J. Whiteman, H. H. Mc Brayer, J. H. Kirby, J. S. Clay, R. D. Chestham, H. R. Whiteman
L. Evans Notary Public

Filed in the office of the Clerk of the United States Court of Appeals in the Indian Territory, this 26th day of May 1904
H. J. Whiteman Clerk.