

ARTICLES OF INCORPORATION
OF
MAGMA ARIZONA RAILROAD COMPANY



State of Arizona, office of the Arizona Corporation Commission, United States of America, State of Arizona, ss. The Arizona Corporation Commission does hereby certify that the annexed is a true and complete transcript of the Articles of Incorporation of Magma Arizona Railroad Company, which were filed in the office of said Arizona Corporation Commission on the 13th day of October, A. D. 1914, at 10:00 o'clock a. m., as provided by law.

In Testimony Whereof, the Arizona Corporation Commission, by its Chairman, has hereunto set its hand and affixed its Official Seal. Done at the City of Phoenix, the Capital, this 12th day of June, A. D., 1922.

ARIZONA CORPORATION COMMISSION

Attest: F. J. K. McBride, Secretary

D. F. Johnson, Chairman.

(Seal)

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ARTICLES OF ASSOCIATION
OF
MAGMA ARIZONA RAILROAD COMPANY

We, the undersigned, being all of the subscribers to the capital stock of a contemplated railroad to be constructed as hereinafter set forth, hereby associate ourselves together as a corporation for the purpose of constructing, owning, maintaining and operating said railroad, and adopt the following Articles of Association in accordance with the provisions of Chapter 4 of Title IX, of the Revised Statutes of Arizona of 1913, being the Civil Code of Arizona.

ARTICLE I. The name of this Corporation shall be MAGMA ARIZONA RAILROAD COMPANY.

ARTICLE II. The number of years during which said corporation is to continue in existence shall be fifty (50) years from and after the date of the filing of these Articles of Association in the office of the Corporation Commission of Arizona.

ARTICLE III. The amount of the capital stock of this corporation shall be Two Hundred Thousand Dollars (\$200,000.00), divided into Two Thousand (2,000) shares of the par value of One Hundred Dollars (\$100) each, which said amount of capital stock is the actual contemplated cost of constructing said road, together with the cost of the right of way, motive power, and every other appurtenance and thing for the completion and running of said road, as nearly as can be estimated by competent engineers, which said capital stock shall be paid by the subscribers thereto at such times and in such amounts as the Board of Directors may from time to time require.

ARTICLE IV. The affairs of this corporation shall be directed and managed by a Board of Directors consisting of five Directors, who shall hold their office until their successors are elected as shall be provided by the By-Laws of the company.

The names and residences of the first Board of Directors are as follows:

NAME	RESIDENCES
W. C. BROWNING	SUPERIOR, ARIZONA
E. H. LUNDQUIST	SUPERIOR, ARIZONA
W. C. HOLBORN	SUPERIOR, ARIZONA
I. A. ETTLINGER	SUPERIOR, ARIZONA
J. A. GARROTT	SUPERIOR, ARIZONA

Said Board of Directors were elected by all the subscribers to the stock of said corporation personally present or represented by written proxy, at a meeting of said subscribers held after five days' notice from a committee of said subscribers at which meeting these Articles were adopted. Stock to the amount of at least One Thousand Dollars (\$1,000) for each and every mile of the proposed railroad had been subscribed prior to the holding of said meeting, the election of said Board of Directors and the adoption of these Articles.

ARTICLE V. The purpose for which this corporation is formed, and the general nature of the business proposed to be transacted by it, is to own, construct, operate and maintain a line of railroad, telegraph and telephone, in Pinal County, State of Arizona, and to construct, acquire, operate and maintain such buildings, structures, machinery, and apparatus as may be deemed necessary and convenient in the operation and maintenance of said railroad, telegraph and tele-

phone line; to cause such examinations and surveys to be made as may be necessary for selecting the most suitable route for said railroad, telegraph and telephone line, and for that purpose, by its officers and agents, to enter upon the lands and waters of the State; and to do all other acts and things which may be necessary or convenient in connection with the purposes aforesaid.

ARTICLE VI. The place from and to which the proposed road is to be constructed and the counties into and through which it is intended to pass and its length is as follows:

Beginning at the works of the Magma Copper Company at or near the Town of Superior in the County of Pinal, State of Arizona, and running thence in a westerly and southwesterly direction to the Webster Siding of the Arizona Eastern Railroad Company in said County and State, being a distance of about thirty (30) miles, more or less, all within Pinal County, Arizona.

ARTICLE VII. The principal place of business of said corporation in the State of Arizona shall be at the Town of Superior, in said County of Pinal, but the Board of Directors shall have the power from time to time to establish offices for the transaction of the corporate business of said corporation at such other place or places within or without the State of Arizona as said Board of Directors may deem advisable.

ARTICLE VIII. This corporation shall have the power to acquire by location, purchase, assignment, or otherwise, real and personal property, and shall have the power to sell or otherwise dispose of, and to mortgage or otherwise hypothecate any and all of its real and personal property, and to issue notes, bonds, and other evidences of indebtedness, and to do all things permissible by or under the laws under which this Company is incorporated.

ARTICLE IX. The Board of Directors of this corporation shall have the power, without the previous authorization or subsequent ratification of the stockholders or members of said corporation, to mortgage, lease, sell, or otherwise dispose of any or all of the property and rights of said corporation, provided only, that such sale or other disposal shall be made in good faith and not in fraud of the rights of said stockholders.

ARTICLE X. The highest amount of indebtedness or liability to which the corporation shall at any time subject itself shall not exceed the amount of its capital stock.

ARTICLE XI. The private property of the members and stockholders of this corporation shall be exempt from its corporate debts.

ARTICLE XII. The Directors shall have power to make By-Laws for governing the business and affairs of this corporation.

IN WITNESS WHEREOF, the subscribers have hereunto personally set their names, places of residence and the number of shares of stock in said corporation subscribed by them severally this 10th day of October, 1914.

NAME	RESIDENCE	NO. SHARES	AMOUNT
W. C. BROWNING	SUPERIOR, ARIZONA	250	\$25,000.00
E. H. LUNDQUIST,	SUPERIOR, ARIZONA	25	2,500.00
W. C. HOLBORN,	SUPERIOR, ARIZONA	25	2,500.00
I. A. ETTLINGER,	SUPERIOR, ARIZONA	25	2,500.00
J. A. GARROTT,	SUPERIOR, ARIZONA	25	2,500.00

State of Arizona, }
 County of Pinal. } ss.

Before me, Jno. J. Neary, a Notary Public in and for the County of Pinal, State of Arizona, on this day personally appeared W. C. Browning, E. H. Lundquist, W. C. Holborn, I. A. Ettlenger and J. A. Garrott known to me to be the persons whose names are subscribed to the foregoing in-

strument, and severally acknowledged to me that they executed the same for the purpose and consideration therein expressed.

Given under my hand and seal of office this 10th day of October, A. D. 1914.

My commission expires July 22, 1917.

(Notarial Seal)

JNO. J. NEARY

Notary Public.

Filed in the office of the Arizona Corporation Commission this 13 day of Oct. A. D. 1914 at 10:00 A. M. at request of Edward W. Rice whose post office address is Globe, Arizona.

ARIZONA CORPORATION COMMISSION

By W. P. GEARY
Chairman.

CERTIFICATE OF AMENDMENT TO ARTICLES OF ASSOCIATION

OF

MAGMA ARIZONA RAILROAD COMPANY

State of Arizona, office of the Arizona Corporation Commission, United States of America, State of Arizona, ss. The Arizona Corporation Commission does hereby certify that the annexed is a true and complete transcript of the Amendment to Articles of Incorporation of Magma Arizona Railroad Company, which was filed in the office of said Arizona Corporation Commission on the 26th day of May, A. D., 1922, at 10:00 o'clock a. m., as provided by law.

In Testimony Whereof, the Arizona Corporation Commission by its Chairman, has hereunto set its hand and affixed its Official Seal. Done at the City of Phoenix, the Capitol, this 12th day of June A. D., 1922.

ARIZONA CORPORATION COMMISSION

Attest: F. J. K. McBride, Secretary

D. F. Johnson, Chairman.

**CERTIFICATE OF AMENDMENT TO ARTICLES OF ASSOCIATION OF
MAGMA ARIZONA RAILROAD COMPANY**

KNOW ALL MEN BY THESE PRESENTS: That Magma Arizona Railroad Company, a corporation organized under the laws of Arizona, by a vote of all of its stockholders at a special meeting held this day, duly and legally called for that purpose, amended Article III. of Articles of Association of said corporation to read as follows:

ARTICLE III. The amount of the capital stock of this corporation shall be One Million Dollars (\$1,000,000) divided into Ten Thousand (10,000) shares of the par value of One Hundred Dollars (\$100) each, which said amount of capital stock is the actual contemplated cost of constructing said road, together with the cost of the right of way, motive power, and every other appurtenance and thing for the completion and running of said road, as nearly as can be estimated by competent engineers, which said capital stock shall be paid by the subscribers thereto at such times and in such amounts as the Board of Directors may from time to time require.

IN WITNESS WHEREOF said corporation has caused this Certificate of Amendment to be signed and acknowledged by its Vice President and attested by its Assistant Secretary this 18th day of May, 1922.

MAGMA ARIZONA RAILROAD COMPANY

W. C. BROWNING, Vice President

Attest: E. WEBER, Assistant Secretary.

(Corporate Seal)

State of Arizona, }
County of Pinal. } ss.

This instrument was acknowledged before me this 18th day of May, 1922, by W. C. Browning as Vice President of Magma Arizona Railroad Company, a corporation.

(Notarial Seal)

J. H. CORSON, Notary Public

In and for Pinal County, State of Arizona.

My commission expires Sept. 22, 1924.

Filed in the office of the Arizona Corporation Commission this 26th day of May A. D. 1922 at 10:00 A. M. at request of W. C. Browning whose post office address is Superior, Arizona.

ARIZONA CORPORATION COMMISSION

By D. F. JOHNSON

Chairman.

**CERTIFICATE OF AMENDMENT TO ARTICLES OF ASSOCIATION
OF
MAGMA ARIZONA RAILROAD COMPANY**

State of Arizona, office of the Arizona Corporation Commission, United States of America, State of Arizona, ss. The Arizona Corporation Commission does hereby certify that the annexed is a true and complete transcript of the Amendment to Articles of Incorporation of Magma Arizona Railroad Company, which was filed in the office of said Arizona Corporation Commission on the 24th day of October, A. D. 1922, at 10:00 o'clock a. m., as provided by law.

In Testimony Whereof, the Arizona Corporation Commission, by its chairman, has hereunto set its hand and affixed its Official Seal. Done at the City of Phoenix, the Capital, this 26th day of October, A. D. 1922.

Seal of the Arizona Corporation **ARIZONA CORPORATION COMMISSION,**
Commission, Ditat Deus, 1912 D. F. Johnson, Chairman.

Attest: F. J. K. McBride, Secretary.

**CERTIFICATE OF AMENDMENT TO ARTICLES OF ASSOCIATION OF
MAGMA ARIZONA RAILROAD COMPANY**

KNOW ALL MEN BY THESE PRESENTS:

That Magma Arizona Railroad Company, a corporation organized under the laws of Arizona, by a vote of all of its stockholders at a special meeting held this day, duly and legally called for that purpose, amended Article IV of the Articles of Association of said corporation to read as follows:

ARTICLE IV. The affairs of this Corporation shall be directed and managed by a Board of Directors consisting of not less than five nor more than nine in number, the number to be fixed at each Annual Meeting or at any Special Meeting of Stockholders held for that purpose. They shall hold their office until their successors are elected as shall be provided by the By-Laws of the Company.

The names and residences of the first Board of Directors are as follows:

W. C. BROWNING,	SUPERIOR, ARIZONA
E. H. LUNDQUIST,	SUPERIOR, ARIZONA
W. C. HOLBORN,	SUPERIOR, ARIZONA
I. A. ETTLINGER,	SUPERIOR, ARIZONA
J. A. GARROTT,	SUPERIOR, ARIZONA

Said Board of Directors were elected by all the subscribers to the stock of said Corporation personally present or represented by written proxy, at a meeting of said subscribers held after five days' notice from a committee of said subscribers at which meeting these Articles were adopted. Stock to the amount of at least One Thousand Dollars (\$1,000) for each and every mile of the proposed railroad had been subscribed prior to the holding of said meeting, the election of said Board of Directors and the adoption of these Articles.

IN WITNESS WHEREOF said corporation has caused this Certificate of Amendment to be signed and acknowledged by its Vice President and attested by its Assistant Secretary this 21st day of October, 1922.

MAGMA ARIZONA RAILROAD COMPANY,

Attest:

E. WEBER,
Assistant Secretary.

By W. C. BROWNING,
Vice President.

STATE OF ARIZONA, }
County of Pinal. } ss:

This instrument was acknowledged before me this 21st day of October, 1922, by W. C. Browning and E. Weber, as the Vice President and Assistant Secretary, respectively, of MAGMA ARIZONA RAILROAD COMPANY, a corporation.

My commission expires Sept. 22, 1924.

NOTARIAL SEAL.

J. H. Corson,
Notary Public in and for the County of Pinal,
State of Arizona.

Filed in the office of the Arizona Corporation Commission this 24th day of October, A. D. 1922, at 10:00 A. M. at request of Rice & Mathews, whose post office address is Globe, Arizona.

ARIZONA CORPORATION COMMISSION,

By D. F. JOHNSON,
Chairman.

STATE OF ARIZONA, }
County of Pinal. } ss:

I, Mary A. McGee, Recorder in and for the County of Pinal, State aforesaid, do hereby certify that the annexed instrument was filed and recorded at request of Magma Arizona Railroad Company on the 30th day of October, A. D. 1922, at 2.00 o'clock P. M., in Book No. 3 of Articles of Incorporation, Page 392-3.

Witness my hand and official seal the day and year first above written.

Mary A. McGee, Recorder,

By Alberta Hood, Deputy.

(SEAL)

COMPARED

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