

SIERRA COUNTY ADVOCATE

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State of New Mexico
 State Corporation Commission of New Mexico.
 Certificate of Comparison
 United States of America) ss.
 State of New Mexico) ss.
 It is hereby Certified, that the annexed is a full, true and complete transcript of the
 Certificate of Incorporation of
LANGSOL MINING AND DEVELOPMENT COMPANY
 (No Stockholders' Liability)
 No. 9045
 with the endorsements thereon, as same appears on file and of record in the office of the State Corporation Commission.
 In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission, to be affixed at the City of Santa Fe on this 22nd day of July, A. D. 1917.
 Hugh H. Williams,
 Chairman.

Attest:
 Edwin F. Coard,
 Clerk.
ARTICLES OF INCORPORATION.
LANGSOL MINING AND DEVELOPMENT COMPANY.
(NO STOCKHOLDERS' LIABILITY).
 We, the undersigned, in order to form a corporation for the purpose herein after stated under and pursuant to the provisions of the laws of the State of New Mexico entitled "An act to regulate the formation and government of corporations for mining, manufacturing, industrial and other pursuits," approved March 15th, 1905 and amended thereafter, do certify as follows:

1. That the name of such Corporation is and shall be Langsol Mining and Development Company. (No Stockholders' Liability).

2. The Corporation shall exist for a period of fifty (50) years from the date of the filing of these articles.

3. The objects for which such corporation is formed are as follows:

To purchase, lease, lease-acquire, sell and convey mines, mining claims and mineral lands, wherever situate, and to conduct mining operations thereupon or in connection therewith, and mine and extract the minerals therefrom.

To purchase, lease, construct or acquire in any other lawful manner, and to own, conduct and operate mills and any and all other kinds of reduction plants, smelters and processes for the recovery of the minerals and mineral values from ore mined or otherwise lawfully acquired or controlled by such corporation, and to purchase, acquire, sell and deal in any lawful way in any and all kinds of minerals for any and all purposes;

To purchase or acquire in any other lawful manner, and to own, sell and convey water and water rights to be used in any and all business and operations carried on or conducted by the corporation;

To purchase or construct, or acquire in any other lawful way, and use in any of the business or operations of the corporation, electric and other power plants and lines, structures, fixtures and appliances, tramways, railroads, pipe lines, telegraph and telephone lines;

To lay out towns and townsites in connection with any mining business or industry being carried on by such corporation, and to construct buildings thereupon, and own, sell, lease, or convey the same and real estate therein;

To establish and conduct a mercantile business in connection with such mining business of said corporation or any of the business incident thereto;

To purchase or acquire in any other lawful way, and to own, sell and convey any and all real estate necessary for any and all of the needs and purposes of such corporation.

To purchase, acquire, or sell, assign, transfer, mortgage or otherwise dispose of the shares of the capital stock issued and bonds, securities and evidences of indebtedness created by any other corporations, and this corporation may hold, purchase, mortgage and convey real estate and personal property out of the State of New Mexico;

To purchase, acquire, to build and to construct, to pay out and operate a steam, electric or tram railway, to issue bonds to secure the payment of same.

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate, in the manner now or hereafter prescribed by statute, for the amendment of the certificate of incorporation.

The Corporation may conduct business in the State of New Mexico and elsewhere, and including any of the States of the United States, District of Columbia and all foreign countries; to have one or more offices therein, and therein to hold, purchase, mortgage and convey real and personal property, except as and when forbidden by local laws.

The capital stock of the Corporation shall be Five Hundred Thousand (\$500,000.00) Dollars divided into five hundred thousand (500,000) shares of the par value of One (\$1.00) Dollar each; which stock shall be fully paid prior to its issue and thereafter be non-assessable and may be paid for in property, money and other values secured to the Com-

Articles of Incorporation
 pany;
 Three Hundred Thousand (300,000) shares of the said capital stock to be subscribed as hereinafter set forth and paid in real property conveyed to Corporation is the capital with which this company commences business, remaining Two Hundred thousand (200,000) shares are treasury stock and shall be subject to the order of the board of Directors.

4. The principal office of said corporation in the State of New Mexico shall be located in the town of Cutter, County of Sierra in said State, and the name of the agent of said Corporation therein in charge thereof and upon whom process against said Corporation may be served, is W. H. Weston.

5. The business of this Corporation shall be managed during the first three months of its corporate life by three directors, to-wit:

George T. Langhorne, El Paso, Texas.
 Ed. Solomon, El Paso, Texas.
 W. H. Bucher, Hillsboro, N. M.

who shall hold office until their successors are elected and qualified. After the first three months the number of the Directors of the Company shall be and continue three who shall be chosen from the stockholders by a major vote of the whole thereof, and each of said directors shall own and hold not less than One Hundred (100) shares of the capital stock. The board of directors may choose from their number or from the stockholders one or more whom they may clothe with authority to act for all and this power shall extend to all departments of the operations and business of the corporation, and each of which an appointee or manager may be given control and such compensation of salary as to the directors may seem just and right. The board of directors at any regular or special meeting and by a major vote shall fix the selling price of the treasury stock owned by the Corporation and until such order shall be made and entered of record no treasury stock may be sold at less than par. The board of directors may formulate rules and prepare by-laws for the conduct of its business and the direction of its officers and agents.

6. The Directors of the Corporation shall choose its President, Vice-President, Secretary and Treasurer, and all other officials shall be chosen as such corporation shall from time to time determine. Such directors shall have power to make and repeal and amend by-laws for such corporation, but by-laws so made by the directors, may be amended or repealed by the stockholders. The directors shall have power from time to time to declare such dividends as within their judgment seem proper. Said corporation may have and maintain an office and principal place of business out of the State of New Mexico, and the same shall be located at El Paso, Texas, until lawfully changed therefrom, at which office only of its business may be transacted and at such office the directors may hold their meetings and keep the books of the corporation including duplicates of the stock and transfer books.

7. The annual meeting of the stockholders of this Corporation shall be held at its principal office on the 1st Tuesday of the month of September of each year after 1917, and the first meeting of the stockholders for the year 1917 shall be held on the first Tuesday of September, 1917, at the principal office, and the time and place of meetings shall only be changed by major vote of Board of directors, of which change notice shall be given to each stockholder at his record address, at least ten days prior to the day of such proposed meeting. At any meeting of stockholders lawfully convened a majority of shares of stock issued in person or by proxy present shall constitute a quorum for the transaction of business.

8. The names and residences of the several incorporators herein with the number of shares of the capital stock subscribed by each are:

George T. Langhorne, El Paso, Texas, 150,000 shares.
 Ed. Solomon, El Paso, Texas, 149,000 shares.
 W. H. Bucher, Hillsboro, N. M., 1,000 shares.

9. The board of directors, if such a course seem expedient and in the interest of the stockholders, become associated with other person or persons, or corporation or corporations in the construction, leasing or purchase of any mill, plant, smelter, reduction works, railway or other means of transportation and they may also purchase said interests and shares in other corporations and its property as they may deem it wise to do, and in such event all shares of stock shall be held by the President in trust for this Corporation, and the transfers shall be made to him as such trustee or such other officer as the directors may name and appoint.

IN WITNESS WHEREOF the undersigned persons have hereunto subscribed their names on this 27th day of June, A. D. 1917.

G. T. Langhorne,
 Ed. Solomon,
 W. H. Bucher.

(Continued on page 2)