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Articles of Incorporation of The Patterson Mutual Telephone Company

Articles(Filed for Record April 4th A.D. 1911 at 9.40 o'clock A.M.

$1.20 George Hill Recorder. By Daisy Hill Deputy.

We, the undersigned citizens of Madison County, State of Iowa, hereby adopt the following Articles for the purpose of organizing a Corporation under and by virtue of the laws of the State of Iowa;

ARTICLE ONE.

The name of this Corporation shall be The Patterson Mutual Telephone Company, and its principal place of business shall be in the town of Patterson, in said County and State.

ARTICLE TWO.

This Corporation shall commence business as soon as these Articles are filed with the Recorder and with the Secretary of State and a Certificate of Incorporation is issued by said Secretary of State, as required by law, and shall continue for Twenty (20) years unless sooner dissolved; with the privilege of renewal, as by law in such cases made and provided.

ARTICLE THREE.

This Corporation shall have and possess all the powers, rights and privileges prescribed and permitted by law and such as are possessed by like Corporation in general; including the right to take, hold and dispose of all property, real and personal; to make, perform and enforce contracts; and to transact any lawful business consonant with its purpose and aim; to sue and be sued; to render the interests of its stock-holders transferable; and to do any and all acts necessary and proper to carry out the purposes of the organization, the same as a private individual might do; which powers and privileges shall be possessed and exercised at Patterson in said County and State, or at any other place within the State of Iowa where said Corporation may lawfully transact its business.

ARTICLE FOUR.

This Corporation shall have power to adopt by- laws and rules for its government and conduct and to choose such officers and agents as shall be proper, and clothe them with all necessary power and authority in accord with the law and these Articles of Incorporation.

ARTICLE FIVE.

The general nature of the business to be transacted by this Corporation shall be the building, operating and maintaining a Mutual Telephone system for the mutual benefit of the stockholders in this Corporation.

ARTICLE SIX;

The amount of capital stock authorized shall be Ten Thousand ($10,000.00) Dollars, and the amount which shall be issued at the commencement of business shall be at least One Thousand ($1,000.00) Dollars, which shall be actually paid up, in cash or property, of the value of One Thousand ($1,000.00) Dollars at that time; and the remaining stock or any portion thereof authorized by these Articles of Incorporation shall be issued at such time and in such manner as shall be prescribed by the Board of Directors, upon the Board of Directors receiving the full amount of the capital stock thus issued, either in money or in property, of the actual value of the stock so issued. The property received by this Corporation in payment for its stock to be appraised by the Executive Council as provided by Chapter Seventy One (71) of the Acts of the Thirty Second General Assembly of Iowa. Said capital stock shall be divided into one thousand shares of Ten ($10.00) Dollars, each.

ARTICLE SEVEN:

The general affairs and business of this Corporation shall be managed by a Board of Directors consisting of seven members who shall elect from their number a President, Secretary and a Treasurer.

ARTICLE EIGHT:

The annual meeting of the stock-holders of this Corporation shall be held at its principal place of business on the second Thursday of March in each year and at the annual meeting on the second Thursday in March 1912, the stock-holders shall elect seven directors, three of whom shall hold their office for the term of one year, and four of whom shall hold their office for the term of two years, and at each annual meeting thereafter they shall elect a sufficient number of directors to fill the places of those whose terms of office have expired; and their duties shall be such as are usual in such cases, or as the by-laws shall prescribe; and until their successors are elected and qualified; and until the annual meeting held on the second Thursday in March, 1912 the Board of Directors shall be as follows:-

W.W. Gentry. Thomas Gillespie,
E.E. Guilliams, W.W. Crawford,
J.F. Wilcox, Hiram Phillips,
Fayette Taylor.

and of these Directors, W.W. Gentry shall be President, Thomas Gillespie, Secretary and E.E. Guilliams, Treasurer.

ARTICLE NINE.

The highest amount of indebtedness or liability for which this Corporation shall, at any one time, be liable, shall not exceed two-thirds (2/3) of its paid up capital stock.

ARTICLE TEN.

The private property of stock-holders shall not be liable for corporate debts or obligations.

ARTICLE ELEVEN.

These Articles may be changed at any time, in any respect, at any annual meeting of the stock holders of this Corporation, provided that, ninety (90) days prior to any annual meeting, such proposed change is reduced to writing and filed with the Secretary of this Corporation; or this Corporation may be dissolved prior to the time limited herein, at any annual meeting, by a two-thirds (2/3) vote of the stock-holders, or it may be dissolved in the manner prescribed by law.

WITNESS OUR HANDS THIS 3 DAY OF APRIL, A.D. 1911.

J.F. Willcox, Hiram Phillips,
R.C. Letz, W.L. Coen,
W.W. Crawford, Stiles Bros,
D.M. Pace.

State of Iowa, Madison County SS:

I hereby certify, that on the 3 day of April A.D. 1911, at the place aforesaid, before me, C.D. Stiles a Notary Public in and for said County, personally came J.F. Willcox, Hiram Phillips, R.C. Letz, W.L. Coen, W.W. Crawford, Stiles Bros, D.M. Pace all of whom are personally known to me to be the identical persons whose names are affixed to the foregoing Articles of Incorporation, and that each of them acknowledged the signing of said instrument to be his voluntary act and deed.

IN WITNESS WHEREOF I have hereunto set my hand and Notarial seal the day and year last above written.

NOTARIAL SEAL

C.D. Stiles.
Notary Public in and for said County.