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Articles of Incorporation
of the
North Mexico Company.

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Know all Men by these Presents that
under and in pursuance of the laws of the
Territory of New Mexico, regarding the or-
ganization and government of Corpora-
tions, we, the undersigned, William L.
Davis and Charles W. Caryl, of Las Cruces,
Donna Ana County, Territory of New Mexico,
Edward M. Hussey, of Brooklyn, New York,
Albert K. Owen, of the City, County and
State of New York, and John W. Lovell,
of the said City, County and State of New York,
do hereby associate ourselves as a Corpora-
tion for the purposes hereinafter mentioned,
and to that end, we do certify as follows:
First:—That the corporate name of the
said Company shall be the

"North Mexico Company."

Second:- That The objects for which the said Company is formed are as follows:

(a) 1. To acquire, hold, maintain for any purposes, improve in any way, to lease, mortgage, to create, acquire, or remove lien upon, to dispose of, sell and convey by deed or otherwise, real estate or any interest therein.

And generally to acquire, deal in, traffic by way of sale, lease, exchange or otherwise with land, house and any other property, whether real or personal, without limitation by this Charter as to amount.

With full and unrestricted power to sell and convey to purchasers thereof by deed or otherwise such real estate or any interest therein as the Corporation may have acquired by purchase or otherwise.

To develop and turn to account any

land acquired by or in which the Company is interested, and in particular by laying out and preparing the same for building or other purposes, constructing, altering, pulling down, maintaining, furnishing, fitting up and improving buildings and by paving, draining, Cultivating, letting, or building lease or building agreement, and by advancing money to and entering into Contracts and arrangements of all kinds with builders, tenants and others.

2. To Construct, execute, Carry out, equip, improve, work, buy, sell, lease, develop, administer, manage, maintain or control public and private works and Conveniences of all kinds; which expression herein includes railways operated by the use of steam, electric, horse or other power, tramways, docks, harbors, piers, ferries, wharves, bridges, Canals, water works, gas works, reservoirs, embankments, irrigations, reclamation,

improvement, sewerage, drainage, sanitary, water, gas, electric light, telephone, telegraph and heat, light and power, supply works, and also hotels, warehouses, markets, private and public buildings, and all other works and conveniences or institutions of public or private utility or use; said expression also including the purchase, charter, hire, building or otherwise acquiring steam or other ships or vessels, with all equipments and furniture, and the employment of the same in the conveyance of passengers, mails, produce, merchandise and freight of all kinds, between such ports in any part of the world as may seem expedient, and the acquiring any postal or other subsidies.

3. To apply for, purchase, or otherwise acquire any contracts, decrees, and concessions, for or in relation to the construction, execution, carrying out, equipment, improvement, management, administration, or control of private or public works and Con-

- veniences, and to undertake, execute, carry out, dispose of, or otherwise turn to account the same.

4. - To subscribe for, issue on commission, or otherwise, and deal in mortgages, bonds, obligations, securities and other investments, and in particular those charged on or otherwise in connection with land in the Republic of Mexico or the States thereof.

5. To give any guarantee in relation to mortgages, loans, investments and securities whether made, or effected or acquired through the Company's agency or otherwise, and generally to guarantee or become ~~securities~~ sureties for the performance of any contracts and obligations.

To act as Trustees to the holders of or otherwise in relation to any debentures, bonds, or debenture stock, issued or to be issued by any Company, and generally to undertake and execute any trust and

undertaking whereof may seem calculated directly or indirectly to benefit this Company.

(b) To acquire the good will, rights, property and franchises of any person, firm, association, or Corporation engaged in any such business as is referred to in subdivision a, and to acquire and undertake the whole or any part of the assets and liabilities of any such business, or of any such person, firm, association or Corporation, and also to take, make, execute or enter into, commence, carry on, complete, either with or without modification, prosecute and defend all steps, contracts, agreements, negotiations, legal and other proceedings, compromises and schemes, and to do all other acts, matters and things which shall at any time appear conducive or expedient for the protection of the Company as holders of or interested in any such properties

mentioned or referred to herein.

(C) To Construct, build, purchase, acquire, own and operate, mortgage or create lien upon, lease, sell, convey, or dispose of plants, works or property of any kind and character, including those connected with or of use to any person, firm, association or Corporation engaged in any such business as is referred to in subdivision A.

(d) To enter into, make, perform and carry out contracts of every kind with any person, firm, association or Corporation engaged in any business similar to that referred to in subdivision A, or with any other person, Corporation or association.

(e) To purchase, acquire, take hold develop, improve, operate, and enjoy such real property, agricultural, timber, mineral and other lands, Copper, Silver, gold, Coal, iron and other mines,

deposits and quarries, mining, water and other rights, franchises, privileges, tenements, Corporeal or incorporeal hereditaments, easements, appurtenances, property and rights of every description and nature whatsoever situated in or appertaining to property situated in the Republic of Mexico, or the States of the said Republic, or the various States of the United States of America, or foreign Countries, as it may from time to time deem desirable; and to lease, use, improve, operate, maintain, manage, or otherwise turn to account, control, mortgage, grant, convey, or otherwise dispose of any and all the said property above mentioned, and any portion thereof, at such times and in such manner and upon such terms as it may deem best.

(f) To purchase, acquire, take, hold, exercise and enjoy, sell, transfer, or otherwise dispose of or deal or do business in any and all concessions, estates, properties, franchises, rights, privileges, and powers which may have

heretofore or may be hereafter at any time granted or conferred to the said Company or to Albert K. Owen, or any other person or Corporation by or under the laws of the Federal Government of the Republic of Mexico, or any of the States composing the said Republic, or composing the United States of America, or any other lawful authority, and to accept and comply with any conditions or terms connected with, dependent upon, or appertaining to such grants, with full power to act under and utilize each and every franchise, right and privilege granted by any such Concession with precisely the same force and effect and to the same extent as though the Company were the original Concessionaire thereunder.

(g) To carry on the business or trade of mining, smelting, reducing, selling and otherwise dealing in as it may think best, copper,

gold, silver, iron and other ores or deposits, including the operation of Coal mines and of quarries.

(h) To establish, maintain and conduct an express, freight and general carrying and forwarding business, and also to establish, maintain and conduct fisheries, Canneries, and all other kinds of lawful business.

(i) To apply for, obtain, purchase, lease, or otherwise acquire, and to use, operate, enjoy, turn to account, manufacture, introduce, sell, assign, and dispose of any and all inventions, devices, machines, improvements and processes, and all letters patent of the United States or other Countries thereupon, and all rights connected therewith.

(j) To purchase or otherwise acquire, hold, own, mortgage, pledge, sell, enjoy, or otherwise

turn to account, assign, and transfer, and to invest, trade and deal in goods, wares and merchandise, and real and personal property, whether tangible or intangible, of every class and description, including stocks, bonds, debentures, securities, obligations and Contracts of any other Corporation, domestic or foreign, whether private, governmental, State or Municipal, and to exercise and enjoy all voting rights and other rights connected therewith, and to endorse or otherwise guarantee the payment thereof or interest thereupon, or of the obligations of individuals.

(k) To carry on all kinds of manufacturing of every nature whatsoever, and to install, acquire, take, hold, enjoy, operate and sell or otherwise dispose of any and all plants, machines, buildings or other property necessary for the purposes thereof.

(l) To prospect for, acquire, construct, bore, operate, develop and sell, lease, transfer, or otherwise dispose of water, oil and other wells.

(m) To borrow or raise money to any amount by the sale or issue of bonds, notes, debentures, collateral, trust certificates, or other obligations of any nature, or in any other manner, and to secure the same by mortgages or other liens upon any and all of the property, real, personal or in action, of every description whatsoever, or any portion thereof of the said Company.

(n) To do all and everything necessary, suitable or proper, for the accomplishment of any of the purposes or attainment of any of the objects hereinbefore enumerated, either alone or in association with other corporations, firms or individuals, and in general to engage in any and all lawful business whatever

necessary or convenient in connection with the business of said Company, and for the purposes appertaining thereto; and to do any and every other act or acts, thing or things incidental to, growing out of or connected with said business or any part or parts thereof, both in the Republic of Mexico and in any of the States thereof, and also in any of the States of the United States of America, and in any foreign Country.

It is the intention that the objects specified in each of the clauses of paragraph Second shall, except where otherwise expressed in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or other paragraph in the said Charter, but that the objects specified in each of the clauses of paragraph Second shall be regarded as independent objects.

It is further distinctly understood that

each and every power and right herein conferred, so far as the exercise of the same by the Company within the Republic of Mexico or in any of the States of the ^{said} Republic or any foreign Country is concerned, shall be and is in all respects subject to the laws and lawful regulations of the Republic of Mexico and of the said States thereof and of such foreign Countries, as the case may be, and shall be conditioned upon compliance with such laws and lawful regulations.

Third:- The amount of the capital stock of the said Company shall be Twenty Million Dollars (\$20,000,000.) divided into two million shares of the par value of Ten Dollars each, all of the said stock to be common stock.

Fourth:- The length of time for which the said Company shall exist shall be Fifty years from the date of the filing of

these articles of incorporation in the office of the Secretary of the Territory of New-Mexico.

Fifth:- The number of Directors of the said Company shall be five, and the names of those who shall manage the concerns of the Company for the first three months, or until their successors shall have been duly selected and qualified, are, Charles W. Barry, William L. Davis, Edward M. Hussey, Albert K. Owen and John W. Lovell. all of the said Directors being Citizens of the United States, and at least one-third of them residents of the Territory of New-Mexico.

Sixth:- The principal place of business of the Company in the Territory of New-Mexico shall be elected in the town of Las Cruces, in the County of Donna Ana, in the said Territory.

The principal places of business outside of the Territory of New Mexico shall be in the City, County and State of New York, and in the Republic of Mexico, with additional offices at such places as may be deemed necessary and proper by the Board of Directors.

Seventh:- The Directors of the Company shall have full power to make and to amend from time to time such By-Laws as they may deem necessary for the management of the affairs of this Corporation.

Eighth:- In case it shall appear at any time that a majority of the stock of the said Company is held or owned in any other State or Territory than the Territory of New Mexico, it shall be lawful to hold all meetings of the stockholders and Board of Directors of the said Com-

-pany in any other State or Territory.

In Witness Whereof, the under-
signed, Charles W. Caryl, Edward M.
Hussey, Albert K. Owen and John
W. Lovell, have hereunto affixed their
hands and seals in duplicate this fourth
day of November, 1896, and the under-
signed William L. Davis, has affixed
his hand and seal in duplicate on this
day of November, 1896.

Charles W. Caryl,
Edward M. Hussey,
Albert K. Owen,
John W. Lovell,
William L. Davis,

State of New York. }
 City & County of New York. } S.S.

On this 4th day of November, 1896,
 before me personally appeared Albert K.
 Owen, Edward M. Hussey, Charles W.
 Caryl, and John W. Lovell, to me known
 and known to me to be the persons de-
 scribed in and who executed the foregoing
 instrument, and they duly and severally
 acknowledged to me that they executed the
 same as their free act and deed.

Territory of New Mexico. }
 County of Donna Ana. } S.S.

On this day of November, 1896,
 before me personally appeared William L. Davis,
 to me known and known to me to be the person
 described in and who executed the foregoing
 instrument, and he duly acknowledged to me
 that he executed the same as his free act and deed.

Territory of New Mexico.

coat of arms

Office of the Secretary.

I, Lonon Miller, Secretary of the Territory of New Mexico, do hereby certify that I have this day at the hour of 9 A.M. duly filed for record in my office, articles of incorporation of the North Mexico Company.

Seal.

In Witness Whereof I have hereunto set my hand and affixed my official seal this 13th day of November A.D. 1896

Lonon Miller
Secretary of New Mexico