

THIS INDENTURE, made this 6th. day of November 1909, by and between THE SKAMANIA CO-OPERATIVE TELEPHONE ASSOCIATION, of Stevenson, Washington, party of the first part, and the SKAMANIA CO-OPERATIVE TELEPHONE ASSOCIATION, a Washington corporation, duly organized and authorized to do business in the state of Washington, party of the second part, witnesseth:

That, whereas at the annual meeting of the stockholders of the said Skamania co-operative Telephone Association, party of the first part, held at Stevenson Washington, on the 27th. day of September 1909, the following resolution was unanimously adopted, to-wit;

"Resolution of Stockholders."

"Whereas the Skamania Co-operative Telephone Association was upon the 13th. day of March 1903 organized as a corporation and incorporation under the laws of the State of Washington attempted, and Whereas the articles of incorporation were not filed with the Secretary of State as required by law, Now, therefore, for the purpose of completing and perfecting the said incorporation,

BE IT RESOLVED by the stockholders of the association known as the Skamania Co-operative Telephone Association that it is for the best interests of the said Association to sell its real and personal property to the SKAMANIA CO-OPERATIVE TELEPHONE ASSOCIATION, a Washington corporation, and the Board of Trustees, President and Secretary are hereby authorized to execute a deed conveying the said real and personal property of the said association to the said corporation, for the following consideration, to-wit,

1st. The said corporation shall assume all the debts, liabilities and obligations, of whatsoever nature, of the said association.

2nd. The said corporation shall issue, or cause to be issued to each stockholder of this association, shares of its capital stock in an amount equal to the par value of the stock now held by such stockholder in the capital stock of this association.

3rd. The capital stock, at the time of the issue of such shares, of the said corporation shall not exceed ten thousand dollars."

And whereas at a meeting of the subscribers to the capital stock of the Skamania co-operative Telephone Association, a corporation, the following resolution was unanimously adopted to-wit:

"BE IT RESOLVED by the stockholders of the Skamania Co-operative Telephone Association, a corporation, that the offer of the Skamania Co-operative Telephone Association to sell all its property to this corporation be accepted, and that the Board of Directors be authorized to accept a deed from the said association for the said real and personal property, provided the creditors of the said association agree thereto. And the said Board of Directors are hereby authorized and directed to covenant to and with the said association to assume all the debts liabilities and obligations of the said association, and to pay for the said property by stock of this corporation, said stock to be issued to each stockholder of the said association in an amount equal to the par value of the stock held by said person in the capital stock of the said Skamania co-operative Telephone Association."

Now, therefore in consideration of the premises and the assumption of the debts, liabilities and obligations of the said association, party of the first part, by the said corporation, party of the second part, and in consideration of the issue of the shares of the capital stock in the said corporation, party of the second part, to the shareholders of said association, party of the first part, and in consideration of one dollar in hand paid to the said party of the second part, the receipt whereof is hereby confessed and acknowledged, the said party of the first part has granted, bargained, sold, and conveyed, and by these presents does grant, bargain, sell and convey unto the said party of the second part, and unto its successors and assigns, the following real and personal property in Skamania and Clarke counties Washington, and in Hood