

0899

ARTICLES OF AGREEMENT AND INCORPORATION

Of The Citizens' Bank and Guaranty Company

KNOW ALL MEN BY THESE PRESENTS:

That the Corporators hereinafter named have this day, and by these presents, formed a corporation under and in pursuance of an Act of Congress, approved February 18th, 1901, entitled "An Act to put in force in the Indian Territory certain provisions of the Laws of Arkansas relating to Corporations, and to make said provisions applicable to said Territory," which said Act provides for incorporations for manufacturing and other lawful business purposes in the Indian Territory, and in evidence thereof do hereby execute the following Articles of Incorporation:

FIRST: The name of said Corporation shall be The Citizens Bank and Guaranty Company
SECOND: The Corporators are C. W. Miller, Jas. R. Armstrong, J. W. Hunter, Chas. S. Lynch
and O. A. Simmons

THIRD: The place of business is to be located at Boswell Indian Territory and its office for transaction of business shall be in Boswell Indian Territory or at such other place as the Board of Directors may select.

FOURTH: The general nature of the business proposed to be transacted by this Corporation is to act as agent, trustee, assignee, executor, administrator, guardian, receiver, or other personal or legal representative when designated by any person, corporation or court as to do, to do general fiduciary and depository business; to act as surety and guarantor of the fidelity of employees, trustees, executors, administrators, guardians, receivers, assignees, executors, or others appointed to or assuming the performance of any trust public or private, under appointment by any court or tribunal, or under contract between private individuals or corporations; to issue, undertake, bond or bonds, which may be required to be filed in any judicial proceeding, civil or criminal, to act as executor, or testamentary guardian when appointed by any court or judicial officer or body having jurisdiction; to do a general banking business, to receive deposits payable on demand, to receive time deposits on which interest may be allowed at such rates as may be agreed upon; to buy and sell exchange; and to do all such other things that may be necessary in the conduct of a general banking business; to hold, buy, sell, rent, lease or out lease, and mortgage real estate; and to deal in, buy and sell all kinds of government, state, municipal and other bonds; and all kinds of negotiable and non-negotiable papers, notes and other investment securities; to furnish abstracts of titles to all forms of realty; and to guarantee titles of all kinds; to act as agent for fire, to make, life, plate glass, steam boiler and accident insurance and ocean marine companies; to act as agent for surety companies; to furnish space and facilities for the safe keeping of papers and valuables capable of being stored for by the company, and to receive, deposit and safe guard the same; to buy and sell all kinds of merchandise, and to engage in any kind of mercantile business, either at wholesale retail; to hold, buy and sell in stock of any and all corporations both public and private; to build, erect, construct and own gas, electric light, power and water plants; to act as transfer agents and registrar.

FIFTH: The amount of capital stock of said Corporation shall be One Hundred Thousand Dollars; of which Sixty four Thousand Dollars has been subscribed by the Corporators aforesaid, and the residue thereof may be issued and disposed of as the Board of Directors may from time to time order and direct.

SIXTH: The capital stock shall be divided into Four Thousand shares of the value of Twenty five Dollars each.

SEVENTH: The affairs and business of the Corporation shall be conducted and controlled by a Board of Directors, consisting of seven members, all of whom shall be stockholders of the Corporation. Said Board of directors shall elect one of its members as President, and one of its members as Vice-President, and ~~shall also elect a~~ ^{one of its members as} Secretary and Treasurer.

EIGHTH: The first election of Directors shall be held immediately after the organization of the Corporation, and said Directors shall serve for one year and until their successors are elected.

NINTH: The Board of Directors are empowered to ordain and establish all by-laws and regulations necessary to the management and business of said Corporation, and alter and repeal same at pleasure.

TENTH: The first meeting of said Corporators for organization shall be held in Boswell, Indian Territory at the office of Armstrong and Hunter at one o'clock P.M. on the 27th day of August 1904.

The subscribers hereto hereby waive notice of said meeting. Witness: the signatures of the promoters and organization of the corporation shall be paid by the said corporation.

IN TESTIMONY WHEREOF, We have hereunto set our hands, on this the 27th day of August 1904.

C. W. Miller	\$10,000.00
Jas. R. Armstrong	10,000.
Chas. S. Lynch	5,000.00
J. W. Hunter	10,000.00
O. A. Simmons	10,000.00

CERTIFICATE.

WHEREAS, C. W. Miller, Jas. R. Armstrong, J. W. Hunter, Chas. S. Lynch, and O. A. Simmons

have associated themselves together as a body politic and corporate, to be known as The Citizens' Bank and Guaranty Company

AND WHEREAS, The said Corporators, being the subscribers to the capital stock of the said Corporation, have waived the fifteen days' notice as required by law and called a meeting for organization, to be held in Boswell, Indian Territory at the office of Armstrong and Hunter at one o'clock P.M. on the 27th day of August 1904

WHEREAS, At the time and place above set out, a meeting of the subscribers aforesaid was held to organize said Corporation and elect seven Directors; and,

WHEREAS, At said meeting the following named persons were elected Directors, to-wit: C. W. Miller, Jas. R. Armstrong, J. W. Hunter, Chas. S. Lynch, O. A. Simmons

and, C. W. Miller was elected President, and Jas. R. Armstrong was elected Vice-President, and O. A. Simmons was elected Secretary, and O. A. Simmons was elected Treasurer.

NOW, THEREFORE, The said C. W. Miller as President, and the said Jas. R. Armstrong, J. W. Hunter, Chas. S. Lynch, and O. A. Simmons

as Directors, do, in pursuance of law, issue this, their Certificate, verified by their oaths, and do hereby certify as follows:

FIRST: Said Corporation is formed for the purpose of to act as agent, trustee, assignee, executor, administrator, guardian, receiver, or other personal or legal representative, when designated by any person, corporation or court as to do, to do a general fiduciary and depository business, to act as surety and guarantor of the fidelity of employees, trustees, executors, administrators, guardians, receivers, assignees, curators, or those appointed to see to the performance of any trust, public or private, under appointment by any court or tribunal, or under contract between private individuals or corporations, also issuing undertaking bond or bonds which may be required to be filled in any judicial proceeding, civil or criminal; to act as executor or testamentary guardian, when designated as such by will, or to act as administrator or guardian when appointed by any court or judicial officer or body having jurisdiction, to do a general banking business, to receive deposits payable on demand; to receive time deposits on which interest may be allowed at such rates as may be agreed upon, to buy and sell exchange, and to do all such other things that may be necessary in the conduct of a general banking business, to hold, buy, sell, and mortgage real estate, and to deal in, buy, and sell all kinds of government, state, municipal and other bonds, and all kinds of negotiable and non-negotiable papers, stocks and other investment securities; to furnish abstracts of title to all forms of realty, and to guarantee titles of all kinds, to act as agent for fire, tornado, life, plate glass, steam boiler and accident and assurance companies; to act as agent for surety companies, to furnish space and facilities for the safe keeping of papers and valuables capable of being cared for by the company, and to receive, deposit and safe guard the same; to buy and sell any and all kinds of merchandise, and to engage in any kind of mercantile business, either at wholesale or retail; to hold, buy, sell and deal in any and all kinds of property and all corporations both public and private; to build, erect, construct and own gas, electric light, power and water plants; to act as transfer agents and register

SECOND: Its capital stock is One Hundred Thousand Dollars, divided into shares of one hundred Dollars each.

THIRD: Four Hundred and Fifty Dollars of said capital stock have been actually paid in by the subscribers hereto.

FOURTH: The names of the stockholders and the number of shares owned by them, respectively, is as follows:

NAMES	NO. OF SHARES	NAMES	NO. OF SHARES
<u>C. W. Miller</u>	<u>400</u>		
<u>Jas. R. Armstrong</u>	<u>400</u>		
<u>Chas. S. Lynch</u>	<u>200</u>		
<u>J. W. Hunter</u>	<u>400</u>		
<u>O. A. Simmons</u>	<u>400</u>		

IN TESTIMONY WHEREOF, The said C. W. Miller President of said Corporation, and Jas. R. Armstrong, J. W. Hunter, Chas. S. Lynch and O. A. Simmons

a majority of the Board of Directors of said Corporation, have hereunto set their hands on this 27th day of August 1904
C. W. Miller President.
Jas. R. Armstrong
Chas. S. Lynch
J. W. Hunter
O. A. Simmons Directors.

UNITED STATES OF AMERICA,
INDIAN TERRITORY,
Central District.

C. W. Miller, Jas. R. Armstrong, J. W. Hunter, Chas. S. Lynch, and O. A. Simmons

on their oaths say that the matters and things in the foregoing certificate set out are true, to the best of their knowledge and belief.
C. W. Miller J. W. Hunter
Chas. S. Lynch O. A. Simmons

Subscribed and sworn to before me, this the 27th day of August 1904 In Testimony Whereof, I have hereunto set my hand and seal of office.
Jas. M. King Notary Public

My Commission Expires _____
Filed in the office of the Clerk of the United States Court of Appeals in the Indian Territory, this 29th day of August 1904.
[Signature] Clerk.