

OATH OF OFFICE.

..... PERCIVAL J. McINTOSH, being first duly sworn, on oath
states: That he is one of the Trustees of the
..... CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
elected by the stockholders of said Company at meeting held on the Twenty-sixth day of
..... October, A. D. 1912; that he will support the Constitution of the United
States and the Constitution and laws of the State of Washington, and that he will
faithfully perform the duties of Trustee to the best of his ability.

Subscribed and sworn to before me
this 28th day of

..... March A. D. 1913

.....
Notary Public in and for the State of

.....
Residing at
NOTARY PUBLIC, WESTCHESTER CO. N.Y.
CERTIFICATE FILED IN NEW YORK
CERTIFICATE NO. 2040

OATH OF OFFICE.

H. M. BYLLESBY, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY. elected by the stockholders of said Company at meeting held on the twenty-sixth day of October, A. D. 1912; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of Trustee to the best of his ability.

H. M. Byllesby

Subscribed and sworn to before me

this twenty first day of November A. D., 1912

Frank H. Manley

Notary Public in and for the State of

Illinois Cook Co

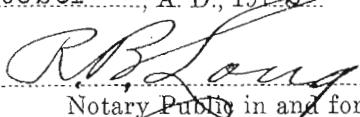
Residing at Chicago

OATH OF OFFICE.

- - - - W. G. Collins - - - - - , being first duly sworn, on oath
 states: That he is one of the - - - - - Trustees - - - - - of the
 - - - - Chicago, Milwaukee and Puget Sound Railway Company - - - -
 elected by the stockholders of said Company at meeting held on the - twenty-sixth - - day of
 - - - October - - - - - , A. D. 1912 ; that he will support the Constitution of the United
 States and the Constitution and laws of the State of - - Washington - - - , and that he will
 faithfully perform the duties of - - - - - Trustee - - - - - to the best of his ability.

Subscribed and sworn to before me
 this - twenty-sixth - day of
 - - - October - , A. D. 1912 -





 Notary Public in and for the State of
 - - - Washington - - - -
 Residing at Seattle therein.

OATH OF OFFICE.

.....CHARLES G. DAWES....., being first duly sworn, on oath
states: That he is one of the.....Trustees..... of the
.....CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,.....
elected by the stockholders of said Company at meeting held on the.....twenty-sixth..... day of
.....October....., A. D. 1912.....; that he will support the Constitution of the United
States and the Constitution and laws of the State of.....Washington....., and that he will
faithfully perform the duties of.....Trustee..... to the best of his ability.

Charles G. Dawes

Subscribed and sworn to before me
this.....eighth..... day of
.....November..... A. D., 1912

Hattie S. Gilman
Notary Public in and for the State of
.....Illinois.....
Residing at.....Oak Park.....

OATH OF OFFICE.

A. J. Earling, - - - - - , being first duly sworn, on oath states: That he is one of the - - - - - Trustees - - - - - of the - - Chicago, Milwaukee and Puget Sound Railway Company, - - - - - elected by the stockholders of said Company at meeting held on the - - twenty-sixth - - - - - day of - - October - - - - - , A. D. 191 - - - - - ; that he will support the Constitution of the United States and the Constitution and laws of the State of - - Washington - - - - - , and that he will faithfully perform the duties of - - - - - Trustee - - - - - to the best of his ability.

A. J. Earling

Subscribed and sworn to before me
this - - twenty-sixth - - - - - day of
- - - - - October - - - - - , A. D. 191 - - - - -

R. B. Long

Notary Public in and for the State of
- - - - - Washington - - - - -
Residing at Seattle, Wash.

OATH OF OFFICE.

GEORGE P. EARLING, being first duly sworn, on oath
states: That he is one of the Trustees of the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
elected by the stockholders of said Company at meeting held on the twenty-sixth day of
October, A. D. 1912; that he will support the Constitution of the United
States and the Constitution and laws of the State of Washington, and that he will
faithfully perform the duties of Trustee to the best of his ability.

Subscribed and sworn to before me

this 26th day of

Nov A. D., 1912

W. K. Rossbach
Notary Public in and for the State of

Residing at Milwaukee

My commission expires Oct. 17, 1915

OATH OF OFFICE.

LAWRENCE FITCH, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the twenty-sixth day of October, A. D. 1912; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of Trustee to the best ~~of his ability~~.

Subscribed and sworn to before me
this 9th day of

November, A. D., 1912

Erna A. Selmer

Notary Public in and for the State of

Wisconsin

Residing at Milwaukee

My commission expires March 15, 1913

OATH OF OFFICE.

..... WILLIAM A. FULLER, being first duly sworn, on oath
states: That he is one of the Trustees of the
..... CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
elected by the stockholders of said Company at meeting held on the Twenty-sixth day of
..... October, A. D. 1912; that he will support the Constitution of the United
States and the Constitution and laws of the State of Washington, and that he will
faithfully perform the duties of Trustee to the best of his ability.

William A. Fuller

Subscribed and sworn to before me
this *Seventh* day of
November A. D., 1912.

Joseph M. Gerrity
Notary Public in and for the State of
Illinois

Residing at *3912 Prairie Ave.,*
Chicago, Illinois

OATH OF OFFICE.

E. W. McKenna, being first duly sworn, on oath
states: That he is one of the Trustees of the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
elected by the stockholders of said Company at meeting held on the twenty-sixth day of
October, A. D. 1912; that he will support the Constitution of the United
States and the Constitution and laws of the State of Washington, and that he will
faithfully perform the duties of Trustee to the best of his ability.

Subscribed and sworn to before me

this 7th day of

November A. D. 1912

W. M. Millard
Notary Public in and for the State of

Residing at Chicago

OATH OF OFFICE.

.....HONORE PALMER....., being first duly sworn, on oath
states: That he is one of the.....Trustees..... of the
.....CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,.....
elected by the stockholders of said Company at meeting held on the.....Twenty-sixth..... day of
.....October....., A. D. 1912; that he will support the Constitution of the United
States and the Constitution and laws of the State of.....Washington....., and that he will
faithfully perform the duties of.....Trustee..... to the best of his ability.

Subscribed and sworn to before me

this.....7th..... day of

November..... A. D., 1912

M. S. Bannbridge
Notary Public in and for the State of

Illinois
Residing at.....Chicago.....

Honore Palmer

OATH OF OFFICE.

..... E. D. SEWALL, being first duly sworn, on oath
states: That he is one of the Trustees of the
..... CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
elected by the stockholders of said Company at meeting held on the twenty-sixth day of
..... October, A. D. 1912 ..; that he will support the Constitution of the United
States and the Constitution and laws of the State of Washington, and that he will
faithfully perform the duties of Trustee to the best of his ability.

Subscribed and sworn to before me

this 7th day of
November, A. D., 1912

Notary Public in and for the State of

Residing at

Illinois
Chicago.

E. D. Sewall

OATH OF OFFICE.

.....ADOLPH UHRLAUB....., being first duly sworn, on oath
states: That he is one of the.....Trustees..... of the
.....CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.....
elected by the stockholders of said Company at meeting held on the.....twenty-sixth..... day of
.....October....., A. D. 1912; that he will support the Constitution of the United
States and the Constitution and laws of the State of.....Washington....., and that he will
faithfully perform the duties of.....Trustee..... to the best of his ability.

Adolph Uhrlaub

Subscribed and sworn to before me
this.....7th..... day of

.....November..... A. D., 1912

Arthur J. Elliott

Notary Public in and for the State of

Illinois

Residing at.....Chicago.....

My Commission expires July 26th, 1914.

OATH OF OFFICE.

- - - - - H. R. Williams - - - - - , being first duly sworn, on oath states: That he is one of the - - - - - Trustees - - - - - of the - - - - - Chicago, Milwaukee and Puget Sound Railway Company - - - - - elected by the stockholders of said Company at meeting held on the - - - - - twenty-sixth - - - - - day of - - - - - October - - - - - , A. D. 1912. ; that he will support the Constitution of the United States and the Constitution and laws of the State of - - - - - Washington - - - - - , and that he will faithfully perform the duties of - - - - - Trustee - - - - - to the best of his ability.

H. R. Williams

Subscribed and sworn to before me
this - - - - - twenty-sixth - - - - - day of
- - - - - October - - - - - , A. D. 1912.

R. B. Long

Notary Public in and for the State of
- - - - - Washington - - - - -
Residing at Seattle therein.

of the first part, and the CHICAGO, MILWAUKEE & PUGET SOUND RAIL-
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.
WAY COMPANY, therein named "Milwaukee Company," as party of the

second part, relating to the construction and operation of a joint
Special Meeting of Board of Trustees.
union terminal in the City of Spokane, Washington, and in and by

said agreement the Milwaukee Company agreed to convey to the Ore-
gon Company an equal, undivided one-half interest in and to all
CHICAGO, ILLINOIS, June 13, 1913.
the property acquired, or to be thereafter acquired, by said Mil-

waukee Company in that part of the City of Spokane bounded by the
Pursuant to call of the Vice President, as provided in Arti-
west line of Center Street and the north line of Front Avenue, the
cle V of the By-Laws, and to notice duly given, a special meeting
east line of Washington Street and the line running between the
of the Board of Trustees of this Company was held at its office in
east line of Washington Street and the west line of Center Street,
the Railway Exchange in the City of Chicago, Illinois, at 10:30
parallel to and one hundred fifty-eight (158) feet distant north-
o'clock in the forenoon of this day.

erly from the north line of Front Avenue, subject to the condi-
There were present: Messrs. A. J. Earling, E. D. Sewall, H.
tions, exceptions, and reservations set forth in said agreement,
M. Byllesby, Charles G. Dawes, William A. Fuller, George P. Earl-
which said conveyance was to be made on or before the 15th day of
ing, and H. R. Williams, 7.

July, 1913, unless such time should be extended as in said
And absent: Messrs. W. G. Collins, Lawrence Fitch, Percival
ment provided, and upon payment by the Oregon Company to the Mil-
J. McIntosh, Honore Palmer, and Adolph Uhrlaub, 5.

waukee Company of one-half of the cost actually incurred by the
The President having taken the chair, the Secretary of the
Milwaukee Company for the land conveyed, with interest at the rate
Company acted as secretary of the meeting.
of five per cent per annum; and

The Chairman presented waivers of notice and consent to the
WHEREAS, said agreement further provided that the Oregon Com-
holding of the meeting, signed by the absent trustees.

pany should, at the same time, convey to the Milwaukee Company an
The Chairman stated that the first business in order was the
equal, undivided one-half interest in and to certain land and prop-
reading of the minutes of the last meeting of the Board, held De-
erty, more particularly described in said agreement, upon payment
ember 18, 1912.

by the Milwaukee Company of one-half of the cost actually incurred
The minutes having been read at length, on motion, duly sec-
by the Oregon Company for the land and property so conveyed, and
onded, the same were unanimously approved.

WHEREAS, it is provided in the Indenture of First Mortgage,
On motion, duly seconded, the following preamble and resolu-
dated January 1st, A. D. 1909, executed by the Chicago, Milwaukee
tions were unanimously adopted:

and Puget Sound Railway Company, that said Railway Company shall
WHEREAS, an agreement was made and executed, bearing date the
have the right to sell and convey, free from the lien of said
15th day of April, 1912, between the OREGON-WASHINGTON RAILROAD
Indenture, to the said Oregon Company, an undivided, one-half inter-
AND NAVIGATION COMPANY, therein named "Oregon Company," as party

of the first part, and the CHICAGO, MILWAUKEE & PUGET SOUND RAILWAY COMPANY, therein named "Milwaukee Company," as party of the second part, relating to the construction and operation of a joint union terminal in the City of Spokane, Washington; and in and by said agreement the Milwaukee Company agreed to convey to the Oregon Company an equal, undivided one-half interest in and to, all the property acquired, or to be thereafter acquired, by said Milwaukee Company in that part of the City of Spokane bounded by the west line of Center Street and the north line of Front Avenue, the east line of Washington Street and the line running between the east line of Washington Street and the west line of Center Street, parallel to and one hundred fifty-eight (158) feet distant northerly from the north line of Front Avenue, subject to the conditions, exceptions, and reservations set forth in said agreement, which said conveyance was to be made on or before the 15th day of July, 1913, unless such time should be extended as in said agreement provided, and upon payment by the Oregon Company to the Milwaukee Company of one-half of the cost actually incurred by the Milwaukee Company for the land conveyed, with interest at the rate of five per cent per annum; and

WHEREAS, said agreement further provided that the Oregon Company should, at the same time, convey to the Milwaukee Company an equal, undivided one-half interest in and to certain land and property, more particularly described in said agreement, upon payment by the Milwaukee Company of one-half of the cost actually incurred by the Oregon Company for the land and property so conveyed; and

WHEREAS, it is provided in the Indenture of First Mortgage, dated January 1st, A. D. 1909, executed by the Chicago, Milwaukee and Puget Sound Railway Company, that said Railway Company shall have the right to sell and convey, free from the lien of said Indenture, to the said Oregon Company, an undivided, one-half interest in Block 1, Havermale's Second Addition to Spokane Falls (now Spokane), Washington.

est in and to all or any part of the properties theretofore acquired by said Milwaukee Company for terminal accommodations in the City of Spokane, more particularly described in said indenture, upon the terms and conditions therein prescribed;

NOW, THEREFORE,

RESOLVED, that the Trustees under said First Mortgage be, and they are hereby, requested to release from the lien and operation of said First Mortgage, an equal, undivided one-half interest and title in and to the property heretofore acquired by the Chicago, Milwaukee and Puget Sound Railway Company for terminal accommodations in said City of Spokane, which said property is more particularly described as follows:

An undivided one-half interest in and to the following described real estate situate in the city and county of Spokane, State of Washington, to-wit:

First: Lot 1, Block 7, Resurvey and Addition to Spokane Falls (now Spokane), Washington, and also that certain strip of land adjoining said Lot 1 on the east and particularly described as follows, to-wit: Beginning at the southeast corner of said Lot 1, running thence easterly, along the north line of Front (now Trent) Avenue, 10 feet, more or less, to the east side line of the Southwest Quarter of the Southeast Quarter of Section 18, Township 25 north, Range 43 east, W.M., Spokane County, Washington; thence northerly, along said last named side line to a point where said last named side line is intersected by the north end line of said Lot 1, projected easterly; thence westerly, to the northeast corner of said Lot 1; thence southerly, along the east side line of said Lot 1 to the place of beginning; all of said land being situate in the Southwest Quarter of the Southeast Quarter of Section 18, Township 25 north, Range 43 east, W. M., Spokane County, Washington.

Second: Lots 2, 3, and 4 in Block 7, Resurvey and Addition to Spokane Falls (now Spokane), Washington.

Third: The east 18 feet of Lot 5 in Block 7, Resurvey and Addition to Spokane Falls (now Spokane), Washington.

Fourth: All that certain piece or parcel of land 16 feet wide by 263.45 feet, more or less, long, lying north of and adjoining Block 7, Resurvey and Addition to Spokane Falls (now Spokane), Washington, located in the Southwest Quarter of the Southeast Quarter of Section 18, Township 25 north, Range 43 east, W. M., Spokane County, Washington, described as follows: Beginning at a point in the north line of said Block 7, 42 feet east of its northwest corner; thence easterly, on the said north line of Block 7, 263.45 feet to the northeast corner of said Block 7; thence north, at right angles, 16 feet; thence west, at right angles, 263.45 feet; thence south, at right angles, 16 feet to the point of beginning.

Fifth: Lots 10, 11, and 12, and the south 22 feet of Lot 9 in Block 1, Havermale's Second Addition to Spokane Falls (now Spokane), Washington.

Sixth: All that certain Lot, piece or parcel of land 10-

cated in the Southwest Quarter of the Southeast Quarter of Section 18, Township 25 north, Range 43 east, W. M., described as follows: Beginning at a point 6 feet north of the intersection of the south line of Lot 9, Block 1, Havermale's Second Addition to Spokane Falls (now Spokane), Washington, with the west line of the Southeast Quarter of the Southeast Quarter of Section 18, Township 25 north, Range 43 east, W. M.; thence westerly, on a line parallel to said south line, 11.6 feet to the east line of Block 7, Resurvey and Addition to Spokane Falls (now Spokane), Washington; thence northerly, along said east line of said Block 7, extended in its own direction, a distance of 16 feet; thence easterly, parallel to the first named course, a distance of 11.6 feet, more or less, to an intersection with the west line of said Southeast Quarter of the Southeast Quarter of said Section 18, Township 25 north, Range 43 east, W. M., being also the westerly line of said Lot 9, Block 1, Havermale's Second Addition to Spokane Falls (now Spokane), Washington; thence southerly, along the said west line, 16 feet to the place of beginning.

Seventh: Lots 7, 8, 9, 10, 11, and 12, and the south 22 feet of Lots 1, 2, 3, 4, 5, and 6 of Block 2, Havermale's Second Addition to Spokane Falls (now Spokane), Washington.

Eighth: All of the alleys in Blocks 1 and 2 of Havermale's Second Addition to Spokane Falls (now Spokane), Washington, as vacated by Ordinances A-5790 and A-5791 of the City of Spokane; also all that portion of Bernard Street lying between the north line of Front (now Trent) Avenue projected across Bernard Street, and a line parallel to and 22 feet north of the north line of the alleys through Blocks 1 and 2, Havermale's Second Addition to Spokane Falls (now Spokane), Washington, projected across said Bernard Street vacated by Ordinances Nos. A-5996 and C-559 of the City of Spokane.

Also: an undivided one-half interest in and to the right to construct, maintain, and operate, above and across the following tract and parcel of land:

Beginning at the southwest corner of Lot 5, Block 7, Resurvey and Addition to Spokane Falls (now Spokane), Washington; thence northerly, on the east line of Washington Street, a distance of 158 feet; thence easterly, parallel with the north line of Front (now Trent) Avenue, a distance of 42 feet; thence southerly, parallel with said east line of Washington Street, a distance of 158 feet to the north line of Front (now Trent) Avenue; thence westerly, along the north line of Front (now Trent) Avenue, to the place of beginning;

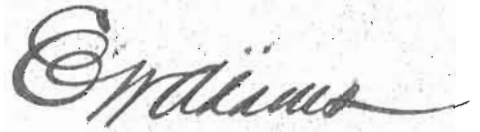
railway tracks, together with such bridges and structure as shall be necessary to support and carry said railway tracks as authorized and provided in Ordinance No. A-5282 of the City of Spokane, approved June 21st, 1910, and an undivided one-half interest in the further right to erect and maintain upon the premises above described such piers or columns as shall be necessary to support the bridges or structures carrying the railway tracks hereinabove described, the location of said piers, columns, or supports to be such as shall be approved by said City of Spokane.

RESOLVED further, that the execution of said conveyance, in accordance with said agreement, is hereby authorized, provided, however, that prior to or simultaneously with the delivery thereof,

there shall be received from the Oregon-Washington Railroad & Navigation Company, a conveyance of an equal, undivided one-half interest, title, and estate in and to the property in said City of Spokane acquired by said last named Company, or its predecessors, to be used for joint terminal accommodations, right of way and approaches.

There being no further business to come before the meeting, on motion, duly seconded, the Board adjourned.

Attest:



Secretary.

I, the undersigned, a Trustee in the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding of a special meeting of the Trustees of said Company, at its office in the City of Chicago, in the State of Illinois, on the 13th day of June, 1913, at 10:30 o'clock A. M., or at the time to which it may be adjourned, for the purpose of adopting a resolution asking the Trustee for a partial release of mortgage, covering a portion of Spokane terminal property _____ and the transaction of any other business that may properly come before said meeting, or at any adjournment thereof; and I hereby waive notice of the time, place, and object of said meeting, as provided in the By-Laws.

DATED - June 10 __, 1913.

...W.C. Callahan...


I, the undersigned, a Trustee of the CHICAGO, MILWAUKEE
AND PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding
of a special meeting of the Trustees of said Company, at its of-
fice in the City of Chicago, in the State of Illinois, on the 13th
day of — June —, 1913, at 10:30 o'clock A. M., or at the time to
which it may be adjourned, for the purpose of adopting a resolu-
tion, asking the Trustee for a partial release of mortgage, cov-
ering a portion of Spokane terminal property, _____
and the transaction of any other business that may properly come
before said meeting, or at any adjournment thereof; and I here-
by waive notice of the time, place, and object of said meeting,
as provided in the By-Laws.

DATED — June 10 —, 1913.

Lawrence Fitch

I, the undersigned, a Trustee in the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding of a special meeting of the Trustees of said Company, at its office in the City of Chicago, in the State of Illinois, on the -13th- day of — June —, 1913, at 10:30 o'clock A.M., or at the time to which it may be adjourned, for the purpose of adopting a resolution, asking the Trustee for a partial release of mortgage, covering a portion of Spokane terminal property, _____ and the transaction of any other business that may properly come before said meeting, or at any adjournment thereof; and I hereby waive notice of the time, place, and object of said meeting, as provided in the By-Laws.

DATED — June 10 —, 1913.



.....

I, the undersigned, a Trustee of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding of a special meeting of the Trustees of said Company, at its office in the City of Chicago, in the State of Illinois, on the 13th day of June —, 1913, at 10:30 o'clock A. M., or at the time to which it may be adjourned, for the purpose of adopting a resolution, asking the Trustee for a partial release of mortgage, covering a portion of Spokane terminal property, _____ and the transaction of any other business that may properly come before said meeting, or at any adjournment thereof; and I hereby waive notice of the time, place, and object of said meeting, as provided in the By-Laws.

DATED — June 10 —, 1913.

... Howard Palmer

I, the undersigned, a Trustee in the CHICAGO, MILWAUKEE
AND PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding
of a special meeting of the Trustees of said Company, at its of-
fice in the City of Chicago, in the State of Illinois, on the 13th
day of June, 1913, at 10:30 o'clock A. M., or at the time
to which it may be adjourned, for the purpose of **adopting a reso-
lution, asking the Trustee for a partial release of mortgage, cov-
ering a portion of Spokane terminal property,**
and the transaction of any other business that may properly come
before said meeting, or at any adjournment thereof; and I hereby
waive notice of the time, place, and object of said meeting, as
provided in the By-Laws.

DATED June 10, 1913, ~~1913~~.



.....

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 11th day of August, 1913.

In presence of

G. B. H. H. H. H. H.

J. M. H. H. H. H. H. (L. S.)

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 11th day of August, 1913.

In presence of

W. G. Collins (L. S.)
A. J. Earling

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 11 day of August, 1913.

Charles Y. Warner (L. S.)

In presence of

B. F. Blye

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 8 day of August, 1913.

In presence of

A. J. Earling

A. J. Earling (L. S.)

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19 day of August, 1913.

Lawrence Fitch (L. S.)

In presence of

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 8 day of August, 1913.

William A. Fuller (L. S.)

In presence of

Edwin R. Wingate, Jr.

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 8 day of August, 1913.

In presence of

W. C. Kochendocff

[Signature] (L. S.)

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19 day of August, 1913.

Howard Palmer (L. S.)

In presence of

Gran Brown Palmer

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 9 day of August, 1913.

In presence of

W. K. McEwen

Chas. Swan (L. S.)

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 9th day of August, 1913.

A. J. Earling (L. S.)

In presence of

A. F. LeClaire

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint A. J. EARLING my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 1st day of September, 1913, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand Aug. 11th day of August, 1913.

William (L. S.)

In presence of

G B Terry

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Annual meeting of Stockholders.

SEATTLE, WASHINGTON, September 1, 1913.

Pursuant to Article I of the By-Laws, and to notice duly given, the annual meeting of the stockholders of the Chicago, Milwaukee and Puget Sound Railway Company was held at the office of the Company in the White Building, in the City of Seattle, State of Washington, on Monday, the first day of September, A. D. 1913, at twelve o'clock noon.

The President being absent, Mr. A. M. Ingersoll, Vice President, presided over the meeting, and Mr. A. H. Barkley, Assistant Secretary of the Company acted as secretary thereof.

There being no quorum present, the meeting was, upon motion, duly made and seconded, adjourned to meet at the office of the Company in Seattle, Washington, on the 4th day of October, A.D.1913, at twelve o'clock noon.



Assistant Secretary.

OATH OF OFFICE.

H. B. EARLING., being first duly sworn, on oath
states: That he is one of the Trustees of the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
elected by the stockholders of said Company at meeting held on the _____ day of
_____, A. D. 1913; that he will support the Constitution of the United
States and the Constitution and laws of the State of Washington, and that he will
faithfully perform the duties of Trustee to the best of his ability.

Subscribed and sworn to before me
this fourth day of
October A. D., 1913

H. B. Earling

R. B. Long
Notary Public in and for the State of
Washington
Residing at Seattle

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Adjourned Annual Meeting of Stockholders.

SEATTLE, WASHINGTON, October 4th, 1913.

The Stockholders of the Chicago, Milwaukee and Puget Sound Railway Company met at the office of the Company in the White Building, in the City of Seattle, Washington, on Saturday, the 4th day of October, 1913, at twelve o'clock noon, in pursuance of an adjournment had at a meeting held September 1, 1913, due notice of which had been given to all of the stockholders, as provided by the By-Laws.

Mr. H. R. Williams, President of the Company, presided over the meeting, and the Assistant Secretary of the Company acted as Secretary of the meeting.

The Assistant Secretary laid before the meeting a certified list of the stockholders of the Company, as follows:

I, A. H. Barkley, Assistant Secretary of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, Do Hereby Certify: that the following is a full, true, and correct list of the stockholders of said Company, and of the number of shares held by them, and each of them, as the same appears of record:

N A M E	SHARES
Chicago, Milwaukee and St. Paul Railway Company,	999,987
H. M. Byllesby,	1
W. G. Collins,	1
Charles G. Dawes,	1
A. J. Earling,	1
George P. Earling,	1
Lawrence Fitch,	1
William A. Fuller,	1
Percival J. McIntosh,	1
H. B. Earling,	1
Honore Palmer,	1
E. D. Sewall,	1
Adolph Uhrlaub,	1
H. R. Williams,	1
Total,	1,000,000

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said Company, at its office in the City of Seattle, Washington, this 4th day of October, A. D. 1913.


Assistant Secretary.

The roll being called, it appeared that the following stockholders were present, either in person or by proxy:

Chicago, Milwaukee and St. Paul Railway Company,	By A. J. Earling, Proxy,	999,987 shares. ✓
H. M. Byllesby,	By A. J. Earling, Proxy,	1 share. ✓
W. G. Collins,	In person,	1 share. ✓
Charles G. Dawes,	By A. J. Earling, Proxy,	1 share. ✓
A. J. Earling,	In person,	1 share. ✓
George P. Earling,	By A. J. Earling, Proxy,	1 share. ✓
Lawrence Fitch,	By A. J. Earling, Proxy,	1 share. ✓
William A. Fuller,	By A. J. Earling, Proxy,	1 share. ✓
Percival J. McIntosh, .	By A. J. Earling, Proxy,	1 share. ✓
H. B. Earling,	In person,	1 share. ✓
Honore Palmer,	By A. J. Earling, Proxy,	1 share. ✓
E. D. Sewall,	By A. J. Earling, Proxy,	1 share. ✓
Adolph Uhrlaub,	By A. J. Earling, Proxy,	1 share. ✓
H. R. Williams,	In person,	1 share. ✓

Total,1,000,000 shares.

The Chairman stated that the next business in order was the election of thirteen Trustees, to serve for one year, and until their successors are elected and qualified, and declared the polls open for the reception of votes, and appointed A.H.Barkley, Assistant Secretary of the Company, Inspector of Election.

A ballot having been taken, the Inspector, having counted the votes cast, submitted his report, as follows:

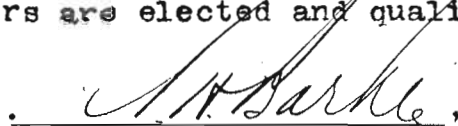
CERTIFICATE OF INSPECTOR OF ELECTION.

I, the undersigned, duly constituted Inspector of an election for thirteen Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, held at the office of the Company in the City of Seattle, Washington, on Saturday the 4th day of October, 1913,

DO HEREBY CERTIFY that 1,000,000 votes were cast at said election, and that

H. M. Byllesby	received 1,000,000 votes,
W. G. Collins	received 1,000,000 votes,
Charles G. Dawes ...	received 1,000,000 votes,
A. J. Earling	received 1,000,000 votes,
George P. Earling ..	received 1,000,000 votes,
Lawrence Fitch	received 1,000,000 votes,
William A. Fuller ..	received 1,000,000 votes,
Percival J. McIntosh	received 1,000,000 votes,
H. B. Earling	received 1,000,000 votes,
Honore Palmer	received 1,000,000 votes,
E. D. Sewall	received 1,000,000 votes,
Adolph Uhrlaub	received 1,000,000 votes,
H. R. Williams	received 1,000,000 votes,

being in each case a majority of the whole number of votes cast, and were severally declared elected Trustees to serve for the term of one year and until their successors are elected and qualified.



Inspector of Election.

The report of the Inspector having been read to the meeting, the Chairman thereupon declared Messrs. H. M. Byllesby, W. G. Collins, Charles G. Dawes, A. J. Earling, George P. Earling, Lawrence Fitch, William A. Fuller, Percival J. McIntosh, H. B. Earling, Honore Palmer, E. D. Sewall, Adolph Uhrlaub, and H. R. Williams, severally duly elected Trustees of this Company, to serve for one year and until their successors are elected and qualified.

Mr. Collins offered the following resolution:

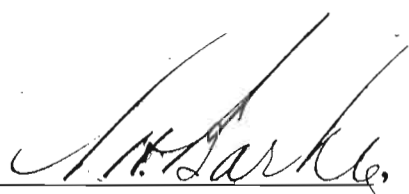
RESOLVED, that all the acts and doings of the Trustees of this Company, had and taken since the last annual meeting of the stockholders, as set forth in the record book, be and the same are hereby ratified and approved as the acts and doings of this corporation.

And a stock vote having been called for and taken on the adoption of the foregoing resolution, it appeared that the holders of one million shares of the capital stock of this Company had voted

in favor of the adoption of said resolution, and there were no shares opposed thereto; whereupon the Chairman declared the foregoing resolution unanimously adopted.

There being no further business to come before the meeting, on motion, duly seconded, the stockholders adjourned.

Attest:

Assistant Secretary.

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Office of the Secretary.

MILWAUKEE, WISCONSIN, August 18, 1914.

Dear Sir:-

You are hereby notified that the annual meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, for the election of Trustees and the transaction of any other business that may be brought before the meeting, will be held at the office of the Company in the White Building in the City of Seattle, Washington, on Monday, the seventh day of September, 1914, at 12 o'clock noon.

Yours very truly,

E. W. ADAMS,

Secretary.

The above notice was mailed to each stockholder of the Company August 18, 1914.

E. W. A.

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Annual Meeting of Stockholders.

SEATTLE, WASHINGTON, September 7, 1914.

Pursuant to Article I of the By-Laws, and to notice duly given, the annual meeting of the stockholders of the Chicago, Milwaukee and Puget Sound Railway Company was held at the office of the Company in the White Building, in the City of Seattle, State of Washington, on Monday, the seventh day of September, A. D. 1914, at twelve o'clock noon.

The President being absent, Mr. A. M. Ingersoll, Vice President, presided over the meeting, and the Assistant Secretary of the Company acted as secretary of the meeting.

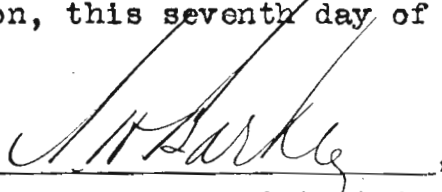
The Assistant Secretary laid before the meeting a certified list of the stockholders of the Company, as follows:

I, A. H. BARKLEY, Assistant Secretary of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, Do Hereby Certify: that the following is a full, true, and correct list of the stockholders of said Company, and of the number of shares held by them, and each of them, as the same appears of record:

N A M E	SHARES
Chicago, Milwaukee and St. Paul Railway Company,	999,987
H. M. Byllesby,	1
W. G. Collins,	1
Charles G. Dawes,	1
A. J. Earling,	1
George P. Earling,	1
Lawrence Fitch,	1
William A. Fuller,	1
Forward,	999,994

N A M E	SHARES
Brought forward,	999,994
Percival J. McIntosh,	1
H. B. Earling,	1
Honore Palmer,	1
E. D. Sewall,	1
Adolph Uhrlaub,	1
H. R. Williams,	1
Total,	1,000,000

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said Company, at its office in the City of Seattle, Washington, this seventh day of September, A. D. 1914.


Assistant Secretary.

The roll being called, it appeared that the following stockholders were present, either in person or by proxy:

Chicago, Milwaukee and St. Paul Railway Company,	by H. B. Earling, Proxy,	999,987 shares
H. M. Byllesby,	by H. B. Earling, Proxy,	1 share.
W. G. Collins,	in person,	1 share.
Charles G. Dawes,	by H. B. Earling, Proxy,	1 share.
A. J. Earling,	by H. B. Earling, Proxy,	1 share.
George P. Earling,	by H. B. Earling, Proxy,	1 share.
Lawrence Fitch,	by H. B. Earling, Proxy,	1 share.
William A. Fuller,	by H. B. Earling, Proxy,	1 share.
Percival J. McIntosh, ..	by H. B. Earling, Proxy,	1 share.
H. B. Earling,	in person,	1 share.
Honore Palmer,	by H. B. Earling, Proxy,	1 share.
E. D. Sewall,	by H. B. Earling, Proxy,	1 share.
Adolph Uhrlaub,	by H. B. Earling, Proxy,	1 share.
H. R. Williams,	by H. B. Earling, Proxy,	1 share.
Total,		1,000,000 shares

The Chairman stated that the next business in order was the election of thirteen trustees, to serve for one year, and until their successors are elected and qualified, and declared the polls open for the reception of votes, and appointed A.H. Barkley, Assistant Secretary of the Company, inspector of Election.

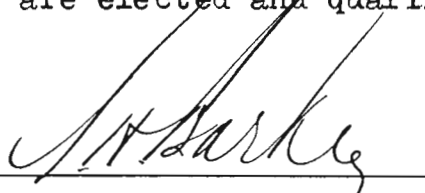
A ballot having been taken, the Inspector, having counted the votes cast, submitted his report, as follows:

CERTIFICATE OF INSPECTOR OF ELECTION.

I, the undersigned, duly constituted Inspector of an election for thirteen Trustees of the Chicago, Milwaukee and Puget Sound Railway Company, held at the office of the Company in the City of Seattle, Washington, on Monday, the seventh day of September, 1914, DO HEREBY CERTIFY that 1,000,000 votes were cast at said election, and that

W. R. Morrison received 1,000,000 votes,
C. Darby, received 1,000,000 votes,
C. L. Warren . received 1,000,000 votes,
A. J. Earling received 1,000,000 votes,
W. D. Millard received 1,000,000 votes,
Burton Hanson received 1,000,000 votes,
H. H. Field .. received 1,000,000 votes,
F. G. Ranney,. received 1,000,000 votes,
H. B. Earling received 1,000,000 votes,
D. L. Bush ... received 1,000,000 votes,
E. D. Sewall . received 1,000,000 votes,
P. C. Hart, .. received 1,000,000 votes,
H. R. Williams received 1,000,000 votes,

being in each case a majority of the whole number of votes cast, and were severally declared elected Trustees to serve for the term of one year and until their successors are elected and qualified.


Inspector of Election.

The report of the Inspector having been read to the meeting, the Chairman thereupon declared Messrs. W. R. Morrison, C. Darby, C. L. Warren, A. J. Earling, W. D. Millard, Burton Hanson, H. H. Field, F. G. Ranney, H. B. Earling, D. L. Bush, E. D. Sewall, P. C. Hart, and H. R. Williams, severally duly elected Trustees of this Company, to serve for one year and until their successors are elected and qualified.

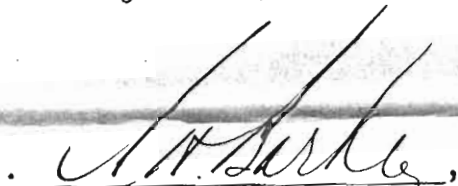
Mr. Earling offered the following resolution:

RESOLVED, that all the acts and doings of the Trustees of this Company, had and taken since the last annual meeting of the stockholders, as set forth in the record book, be and the same are hereby ratified and approved as the acts and doings of this corporation.

And a stock vote having been called for and taken on the adoption of the foregoing resolution, it appeared that the holders of one million shares of the capital stock of this Company had voted in favor of the adoption of said resolution, and there were no shares opposed thereto; thereupon the Chairman declared the foregoing resolution unanimously adopted.

There being no further business to come before the meeting, on motion, duly seconded, the stockholders adjourned.

Attest:



Assistant Secretary.

OATH OF OFFICE.

W. D. MILLARD, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 11th day of
September, A. D., 1914.

Saul W. Jirka
Notary Public in and for the State of
Illinois,
Residing at Chicago.

OATH OF OFFICE.

C. DARBY, being first duly sworn, on oath states: That he is one of the trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 11th day of
September, A. D., 1914.

W. D. Millard
Notary Public in and for the State of
Illinois,
Residing at Chicago.

OATH OF OFFICE.

H. H. FIELD, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

H H Field

Subscribed and sworn to before me

this 11th day of

September, A. D., 1914

W B Millard

Notary Public in and for the State of

Illinois

Residing at Chicago

OATH OF OFFICE.

BURTON HANSON, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Burton Hanson

Subscribed and sworn to before me

this 11th day of

September, A. D., 1914

W B Millard

Notary Public in and for the State of

Illinois

Residing at Chicago

OATH OF OFFICE.

A. J. EARLING, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 12th day of
September, A. D. 1914.

W. B. Millard
Notary Public in and for the State of
Illinois,
Residing at Chicago.

OATH OF OFFICE.

P. C. HART, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 11th day of

September, A. D. 1914.

W. B. Millard
Notary Public in and for the State of
Illinois,
Residing at Chicago.

OATH OF OFFICE.

C. L. WARREN, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 11th day of
September, A. D. 1914.

W. B. Millard
Notary Public in and for the State of
Illinois,
Residing at Chicago.

OATH OF OFFICE.

H. R. WILLIAMS, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this Twelfth day of
September, A. D., 1914

Monis Myers
Notary Public in and for the State of New York.

Residing at City of New York
Bronx County #8
Certificate filed in N.Y. Co. #144

OATH OF OFFICE.

D. L. BUSH, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

D L Bush

Subscribed and sworn to before me

this 15th day of

September, A. D., 1914

W C Kessbach

Notary Public in and for the State of

Wisconsin

Residing at Milwaukee

My commission expires Oct 17, 1915

OATH OF OFFICE.

E. D. SEWALL, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the seventh day of September, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

E D Sewall

Subscribed and sworn to before me

this 5th day of

October, A. D., 1914

W C Kessbach

Notary Public in and for the State of

Illinois

Residing at Chicago

OATH OF OFFICE.

_____ H. B. EARLING _____, being first duly sworn, on oath states: That he is one of the _____ Trustees _____ of the _____ CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, _____ elected by the stockholders of said Company at meeting held on the _____ seventh _____ day of _____ September _____, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of _____ Washington _____, and that he will faithfully perform the duties of _____ trustee _____ to the best of his ability.

H. B. Earling

Subscribed and sworn to before me
this 7th _____ day of
September _____ A. D., 1914

R. B. Long

Notary Public in and for the State of

Washington

Residing at Seattle

OATH OF OFFICE.

_____ F. G. RANNEY _____, being first duly sworn, on oath states: That he is one of the _____ Trustees _____ of the _____ CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, _____ elected by the stockholders of said Company at meeting held on the _____ seventh _____ day of _____ September _____, A. D. 1914; that he will support the Constitution of the United States and the Constitution and laws of the State of _____ Washington _____, and that he will faithfully perform the duties of _____ trustee _____ to the best of his ability.

F. G. Ranney

Subscribed and sworn to before me
this 30th _____ day of
September _____ A. D., 1914

R. B. Millard

Notary Public in and for the State of

Illinois

Residing at Chicago

Know All Men by These Presents: That the CHICAGO, MILWAUKEE & ST. PAUL RAILWAY COMPANY does hereby constitute and appoint.....
H. B. EARLING, of Seattle,
Washington, its attorney, to vote as its proxy, according to
the number of votes it is entitled to cast, at the annual
meeting of the Stockholders of CHICAGO, MILWAUKEE AND PUGET SOUND
RAILWAY COMPANY, called to be held in the
City of Seattle, Washington on
Monday, the seventh day of September,
1914., and at any adjournment or adjournments thereof; and it hereby authorizes
and empowers its said attorney to vote for it, and in its name, place, and stead, for
directors of said Chicago, Milwaukee and Puget Sound Railway Company,
and also to vote and act in any other business which may be brought before said.....
annual meeting, or any adjournment or adjournments thereof; hereby ratifying
and confirming all that its said attorney and proxy may lawfully do by virtue hereof.

IN WITNESS WHEREOF, the said Chicago, Milwaukee &
St. Paul Railway Company has caused these pres-
ents to be signed by its President and its corporate
seal to be affixed and attested by its Secretary,
this 28th day of August,
A. D. 1914..

CHICAGO, MILWAUKEE & ST. PAUL RAILWAY COMPANY,

By H. B. Earling
President.

ATTEST:

E. D. Seward
Secretary.

N-8-13-300
(PROXY.)

SECY. 20

Know all Men by these Presents, That I hereby constitute and
appoint H. B. EARLING, my attorney, to vote as my
proxy, according to the number of votes I should be entitled to vote if personally present, at the
Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND
RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on
the 7th day of September, 1914., and at any adjournment or adjournments thereof, and I
hereby authorize and empower my said attorney to vote for me and in my name, place and
stead for Directors of said Company; and also to vote and act in any other business which may be
brought before the said annual meeting, or any adjournment or adjournments thereof, and
generally, in my name and stead, to vote and act in the premises as completely and effectually as
I could do if personally present, and to act by one or more substitutes or attorneys; hereby revok-
ing any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 31 day of August, 1914..

E. D. Seward (L. S.)

In presence of

Know all Men by these Presents, That I hereby constitute and appoint H. B. Earling, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 37 day of August, 1914.

O. M. Ryland

(L. S.)

In presence of

E. E. Sanford

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 24th day of August, 1914.

W. G. Collins

(L. S.)

In presence of

W. A. Duncan

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 20 day of August, 1914.

Charles J. Gorman (L. S.)

In presence of

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19 day of August, 1914.

In presence of

Julia Fay Okamura

H. B. Earling (L. S.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19th day of August, 1914.

In presence of

[Signature]

[Signature] (L. S.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19th day of August, 1914.

In presence of

[Signature]

[Signature] (L. S.)

Know all Men by these Presents, That — I — hereby constitute and appoint — H. B. EARLING —, — my — attorney, to vote as — my — proxy, according to the number of votes — I — should be entitled to vote if personally present, at the — Annual — Meeting of the Stockholders of the — CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY — Company, to be held at the office of said Company, in — Seattle, Washington — on the — 7th — day of — September —, 1914 —, and at any adjournment or adjournments thereof, and — I — hereby authorize and empower — my — said attorney to vote for — me — and in — my — name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said — annual — meeting, or any adjournment or adjournments thereof, and generally, in — my — name and stead, to vote and act in the premises as completely and effectually as — I — could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19 day of August, 1914.

In presence of

Charles F. Grey

William F. Sullivan (L. S.)

Know all Men by these Presents, That — I — hereby constitute and appoint — H. B. EARLING —, my attorney, to vote as my proxy, according to the number of votes — I — should be entitled to vote if personally present, at the — Annual — Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower — my — said attorney to vote for — me — and in — my — name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said — annual — meeting, or any adjournment or adjournments thereof, and generally, in — my — name and stead, to vote and act in the premises as completely and effectually as — I — could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 20 day of August, 1914.

In presence of

McKendrick

set my hand this ²⁰ day of August, 1914.

[Signature] (L. S.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 19th day of August, 1914.

A. J. LeClaire (L. S.)

In presence of

A. J. LeClaire

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 7th day of September, 1914, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 31 day of August, 1914.

A. J. LeClaire (L. S.)

In presence of

A. J. LeClaire

Annual Meeting, Puget Sound Company.

MILWAUKEE, September 3, 1914.

Mr. H. B. Earling,
Vice President,
Seattle, Washington.

Dear Sir:-

I herewith hand you the minutes to be adopted at the annual meeting of the stockholders of the Chicago, Milwaukee and Puget Sound Railway Company, to be held in your office September 7th, together with proxies, executed in your name, also an oath (in duplicate) for you to sign as trustee. I will arrange to get oaths from the balance of the trustees after the meeting is held.

I enclose a letter from the President, giving the names of the parties heredesires to have elected trustees, and these names you will note have been inserted in the minutes.

Please return one copy of the minutes to me, after the meeting is held. The other copy is intended for Mr. Barkley's records. I have retained copies of the proxies.

Yours very truly,

Secretary.

P. S.- The only proxies, you will note, that I have not secured, are Mr. Sewall's and Mr. Palmer's, which will be forwarded later.

E. W. A.

Minutes of the Annual Meeting, Sept. 30, 1914.

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Annual Meeting of Trustees.

CHICAGO, ILLINOIS, September 30, 1914.

Pursuant to the By-Laws of the Company, the Trustees elected by the stockholders at their annual meeting held at Seattle, Washington, September 7, 1914, assembled at the office of the Company in the Railway Exchange Building in the City of Chicago, Illinois, at 11:30 o'clock in the forenoon of this day, for the purpose of organization.

There were present: Messrs. C. Darby, C. L. Warren, W.D. Millard, Burton Hanson, H. H. Field, F. G. Ranney, and D.L. Bush, . 7.

And absent: Messrs. A. J. Earling, W. R. Morrison, H.B. Earling, E. D. Sewall, P. C. Hart, and H. R. Williams, 6.

The President being absent, Mr. Hanson was called to the chair and the Secretary of the Company acted as secretary of the meeting.

The Chairman presented waivers of notice and consent to the holding of the meeting, signed by the absent trustees.

The Chairman announced that under Section V of the By-Laws it was in order to elect officers for the ensuing year.

Mr. Field nominated Mr. H. B. Earling for President, E.D. Sewall for Vice President, A. M. Ingersoll for Vice President, C. A. Goodnow for Assistant to the President.

The nomination being seconded, a vote was taken, from which it appeared that each of the above named gentlemen had received seven votes, being all the votes cast, and was thereupon declared by the Chairman duly elected to hold his respective office for one year and until his successor is elected and qualified.

Mr. Millard nominated Mr. E. W. Adams for Secretary, Mr. A.H. Barkley for Assistant Secretary, Mr. R. J. Marony for Assistant

Secretary, Mr. F. G. Ranney for Treasurer, Mr. A. H. Barkley for Assistant Treasurer, Mr. J. McNab for Assistant Treasurer, Mr. B. A. Dousman for Comptroller, Mr. Burton Hanson for General Counsel, Mr. H. H. Field for General Solicitor, Mr. E. O. Reeder for Chief Engineer, and Mr. W. B. Foster for General Superintendent.

The nomination being seconded, a vote was taken, from which it appeared that each of the above named gentlemen had received seven votes, being all the votes cast, and was thereupon declared by the Chairman duly elected to hold his respective office for one year and until his successor is elected and qualified.

Mr. Darby nominated Mr. H. B. Earling, Mr. H. R. Williams, Mr. A. J. Earling, Mr. E. D. Sewall for members of the Executive Committee.

The nomination having been seconded, a vote was taken, from which it appeared that each of the above named gentlemen had received seven votes, being all the votes cast, and they were thereupon declared by the Chairman duly elected as the Executive Committee of the Board of Trustees of this Company, to serve for one year and until their successors are elected and qualified.

On motion, duly seconded, it was unanimously

RESOLVED, that Mr. H. B. Earling, President of this Company, be and is hereby authorized to execute an assignment, in behalf of this Company, of certificate No. 1217, representing fifty shares of the capital stock of the American Power and Light Company, and to do any other act or thing necessary to transfer the above named certificate, now standing in the name of the Chicago, Milwaukee and Puget Sound Railway Company, to the Chicago, Milwaukee and St. Paul Railway Company.

There being no further business to come before the meeting, on motion, duly seconded, the Board adjourned.

Attest: _____



Secretary.

WAIVER AND CONSENT.

I, the undersigned, a TRUSTEE in the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
do hereby consent to the holding of an annual meeting of the
Trustees of said Company at its office in the City of Chicago,
in the State of Illinois, on the 30th day of September, A. D.
1914, at 11:30 o'clock A.M., or at any time to which it may be adjourned, for the purpose of
electing officers for the ensuing year,

and the transaction of any other business that may properly come before said meeting, or at any ad-
journment thereof; and I hereby waive notice of the time, place and object of said meeting, as provided
in the by-laws.

Dated September 26, A. D. 1914.

Witness:

H. G. Williams

A. D. Enberg

WAIVER AND CONSENT.

I, the undersigned, a Trustee in the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
do hereby consent to the holding of an annual meeting of the
Board of Trustees of said Company at its office in the City of Chicago,
in the State of Illinois, on the 30th day of September, A. D.
1914, at 11:30 o'clock A.M., or at any time to which it may be adjourned, for the purpose of
electing officers for the ensuing year,

and the transaction of any other business that may properly come before said meeting, or at any ad-
journment thereof; and I hereby waive notice of the time, place and object of said meeting, as provided
in the by-laws.

Dated September 26, A. D. 1914.

Witness:

A. D. Enberg

H. G. Williams

WAIVER AND CONSENT.

I, the undersigned, a Trustee in the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
do hereby consent to the holding of an annual meeting of the
Board of Trustees of said Company at its office in the City of Chicago,
in the State of Illinois, on the 30th day of September, A. D.
1914, at 11:30 o'clock A. M., or at any time to which it may be adjourned, for the purpose of
electing officers for the ensuing year,

and the transaction of any other business that may properly come before said meeting, or at any adjournment thereof; and I hereby waive notice of the time, place and object of said meeting, as provided in the by-laws.

Dated September 26, A. D. 1914.

Witness:

C. D. Sby

A. J. Embling

I, THE UNDERSIGNED, a Trustee in the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding of an annual meeting of the Trustees of said Company, at its office in the City of Chicago, in the State of Illinois, on the 30th day of September, 1914, at 11:30 o'clock A. M., or at the time to which it may be adjourned, for the purpose of electing officers for the ensuing year,
and the transaction of any other business that may properly come before said meeting, or at any adjournment thereof; and I hereby waive notice of the time, place, and object of said meeting, as provided in the By-Laws.

DATED September 26, 1914

A. J. Embling

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Special Meeting of Board of Trustees.

CHICAGO, ILLINOIS, March 22, 1915.

and to notice duly given,
Pursuant to call of the President, as provided in Article V of the By-Laws, a special meeting of the Board of Trustees of this Company was held at its office in the Railway Exchange, in the City of Chicago, Illinois, at four o'clock in the afternoon of this day.

There were present: Messrs. D. L. Bush, A. J. Earling, H. B. Earling, H. H. Field, Burton Hanson, P. C. Hart, W. D. Millard, W. R. Morrison, F. G. Ranney, E. D. Sewall, and C. L. Warren, ... 11.

And absent: Messrs. C. Darby and H. R. Williams, 2.

The President having taken the chair, the Secretary of the Company acted as secretary of the meeting.

The Chairman presented waivers of notice and consent to the holding of the meeting, signed by the absent Trustees.

The Chairman stated that the meeting had been called for the purpose of electing a Vice President and an additional Assistant Secretary, residing in New York.

Whereupon Mr. H. R. Williams, of New York City, was nominated for Vice President of the Company.

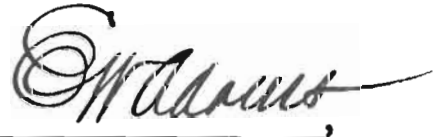
The nomination being seconded, a vote was taken, from which it appeared that Mr. Williams had received eleven votes, being all the votes cast, and was thereupon declared duly elected Vice President of the Company, to serve until the next annual election of officers, or until his successor is elected and qualified.

Mr. C. B. Ferry, of New York City, was nominated for Assistant Secretary.

The nomination being seconded, a vote was taken, from which it appeared that Mr. Ferry had received eleven votes, being all the votes cast, and was thereupon declared duly elected Assistant Secretary of the Company, to serve until the next annual election of officers, or until his successor is elected and qualified.

There being no further business to come before the meeting, on motion, duly seconded, the Board adjourned.

Attest:



Secretary.

I, the undersigned, a Trustee in the CHICAGO, MILWAUKEE AND
PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding of
a special meeting of the Trustees of said Company, at its office
in the City of Chicago, in the State of Illinois, on the — 22nd —
day of — March —, 1915, at four o'clock P. M., or at the time to
which it may be adjourned, for the purpose of electing a Vice Pres-
ident and an additional Assistant Secretary, residing in New York,
and the transaction of any other business that may properly come
before said meeting, or at any adjournment thereof; and I hereby
waive notice of the time, place, and object of said meeting, as
provided in the By-Laws.

DATED, March 19, 1915.

William

WAIVER AND CONSENT.

I, the undersigned, a Trustee in the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
do hereby consent to the holding of a special meeting of the
Board of Trustees of said Company at its office in the City of Chicago,
in the State of Illinois, on the 22nd day of March, A. D.
1915, at four o'clock P.M., or at any time to which it may be adjourned, for the purpose of
electing a Vice President and an additional Assistant Secretary, re-
siding in New York City,
and the transaction of any other business that may properly come before said meeting, or at any ad-
journment thereof; and I hereby waive notice of the time, place and object of said meeting, as provided
in the by-laws.

Dated Chicago, Illinois, March 20, A. D. 1915.

Witness:

Ch. Warren

C. D. Dwyer

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Office of the Secretary.

MILWAUKEE, August 9, 1915.

Dear Sir:-

You are hereby notified that the annual meeting of the stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, for the election of trustees and the transaction of any other business that may be brought before the meeting, will be held at the office of the Company in the White Building, in the City of Seattle, Washington, on Monday, the sixth day of September, 1915, at twelve o'clock noon.

Yours very truly,

Secretary.

The above notice was mailed to each stockholder of record August 9, 1915.

E. W. A.
S.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 16 day of August, 1915.

In presence of

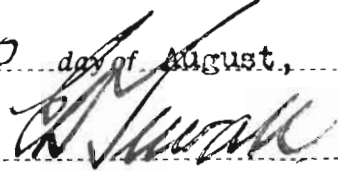
W. L. Grant

W. L. Grant (U.S.)
10¢ Revenue Stamp Attached
to original and cancelled

(PROXY.)

Know all Men by these Presents, That.....I.....hereby constitute and appoint.....H. B. FARLING....., my.....attorney, to vote as.....my.....proxy, according to the number of votes.....I.....should be entitled to vote if personally present, at the.....Annual.....Meeting of the Stockholders of the.....CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY.....Company, to be held at the office of said Company, in Seattle, Washington....., on the.....6th.....day of.....September....., 1915....., and at any adjournment or adjournments thereof, and.....I.....hereby authorize and empower.....my.....said attorney to vote for.....no.....and in.....my.....name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said.....annual.....meeting, or any adjournment or adjournments thereof, and generally, in.....my.....name and stead, to vote and act in the premises as completely and effectually as.....I.....could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I.....have hereunto set my hand this.....10.....day of.....August....., 1915.



(L. S.)

In presence of



10¢ Revenue Stamp attached
to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

H. B. Earling (L. S.)

10¢ Revenue Stamp attached to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

Geo. C. Hill

J. D. Millard (L. S.)
10¢ revenue stamp attached
to original and cancelled

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 16th day of August, 1915.

In presence of

J. O. Wernick

C. K. Warrin (L. S.)
10¢ revenue stamp attached
to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 21st day of August, 1915.

In presence of

A. Weiffenbach

W. H. Williams (L. S.)
10¢ revenue stamp attached to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

Lewis Hill

Arthur H. H. H. H. (L. S.)

10¢ revenue Stamp attached to original and Cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

G. P. Flood

W. H. Morse

(L. S.)

10¢ revenue stamp attached to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. FAWLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND NORTH SEATTLE RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

C. Darby

A. J. Euling (L. S.)

10¢ revenue stamp attached to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. FAIRLING, MY attorney, to vote as MY proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower MY said attorney to vote for NO and in MY name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in MY name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set MY hand this 10th day of August, 1915.

In presence of

W. A. McEwenC. Darby (L. S.)10¢ revenue stamp attached to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. FARLING my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

E. A. Witt

(L. S.)

10¢ revenue stamp attached to original and cancelled.

(PROXY.)

Know all Men by these Presents, That I hereby constitute and appoint H. B. EARLING, my attorney, to vote as my proxy, according to the number of votes I should be entitled to vote if personally present, at the Annual Meeting of the Stockholders of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY Company, to be held at the office of said Company, in Seattle, Washington, on the 6th day of September, 1915, and at any adjournment or adjournments thereof, and I hereby authorize and empower my said attorney to vote for me and in my name, place and stead for Directors of said Company; and also to vote and act in any other business which may be brought before the said annual meeting, or any adjournment or adjournments thereof, and generally, in my name and stead, to vote and act in the premises as completely and effectually as I could do if personally present, and to act by one or more substitutes or attorneys; hereby revoking any proxy heretofore given.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August, 1915.

In presence of

Geo. J. Conzinger

[Signature] (L. S.)

10¢ Revenue Stamp attached to original and cancelled

Know All Men by These Presents: That the CHICAGO, MILWAUKEE & ST. PAUL RAILWAY COMPANY does hereby constitute and appoint.....
H. B. EARLING,.....of.....Seattle,.....
Washington....., its attorney, to vote as its proxy, according to
the number of votes it is entitled to cast, at the.....annual.....
meeting of the Stockholders of.....CHICAGO, MILWAUKEE AND PUGET SOUND.....
RAILWAY COMPANY....., called to be held in the
City of.....Seattle.....,.....Washington,.....on
— Monday —, the.....sixth.....day of.....September,.....
1915—, and at any adjournment or adjournments thereof; and it hereby authorizes
and empowers its said attorney to vote for it, and in its name, place, and stead, for
directors of said Chicago, Milwaukee and Puget Sound R'y.....Company,
and also to vote and act in any other business which may be brought before said.....
.....annual.....meeting, or any adjournment or adjournments thereof; hereby ratifying
and confirming all that its said attorney and proxy may lawfully do by virtue hereof.

IN WITNESS WHEREOF, the said Chicago, Milwaukee & St. Paul Railway Company has caused these presents to be signed by its President and its corporate seal to be affixed and attested by its Secretary, this.....ninth.....day of.....August,....., A. D. 1915..

CHICAGO, MILWAUKEE & ST. PAUL RAILWAY COMPANY

By.....

President.

ATTEST:

Secretary.

Secretary.

10¢ Revenue stamp
at original cancelled

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Annual Meeting of Stockholders.

SEATTLE, WASHINGTON, September 6, 1915.

Pursuant to Article I of the By-Laws, and to notice duly given, the annual meeting of the stockholders of the Chicago, Milwaukee and Puget Sound Railway Company was held at the office of the Company in the White Building, in the City of Seattle, State of Washington, on Monday, the sixth day of September, A. D. 1915, at twelve o'clock noon.

The President having taken the chair, the Assistant Secretary of the Company acted as secretary of the meeting.

The Secretary laid before the meeting a certified list of the stockholders of the Company, as follows:

I, A. H. BARKLEY, Assistant Secretary of the Chicago, Milwaukee and Puget Sound Railway Company, DO HEREBY CERTIFY: that the following is a full, true, and correct list of the stockholders of said Company, and of the number of shares held by them, and each of them, as the same appears of record:

N A M E	SHARES
Chicago, Milwaukee and St. Paul Railway Company,	999,987
D. L. Bush,	1
C. Darby,	1
A. J. Earling,	1
H. B. Earling,	1
H. H. Field,	1
Burton Hanson,	1
P. C. Hart,	1
W. D. Millard,	1
W. R. Morrison,	1
F. G. Ranney,	1
E. D. Sewall,	1
C. L. Warren,	1
H. R. Williams,	1
Total,	1,000,000

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said Company, at its office in the City of Seattle, Washington, this sixth day of September, A. D. 1915.



Assistant Secretary

The roll being called, it appeared that the following stockholders were present, either in person or by proxy:

Chicago, Milwaukee and St. Paul Railway Company,		
	By H. B. Earling, Proxy,	999,987 shares.
D. L. Bush,	By H. B. Earling, Proxy,	1 share.
C. Darby,	By H. B. Earling, Proxy,	1 share.
A. J. Earling,	By H. B. Earling, Proxy,	1 share.
H. B. Earling,	In person,	1 share.
H. H. Field,	By H. B. Earling, Proxy,	1 share.
Burton Hanson,	By H. B. Earling, Proxy,	1 share.
P. C. Hart,	By H. B. Earling, Proxy,	1 share.
W. D. Millard,	By H. B. Earling, Proxy,	1 share.
W. R. Morrison,	By H. B. Earling, Proxy,	1 share.
F. G. Ranney,	By H. B. Earling, Proxy,	1 share.
E. D. Sewall,	By H. B. Earling, Proxy,	1 share.
C. L. Warren,	By H. B. Earling, Proxy,	1 share.
H. R. Williams,	By H. B. Earling, Proxy,	1 share.
Total,		1,000,000 shares.

The Chairman stated that the next business in order was the election of thirteen trustees, to serve for one year, and until their successors are elected and qualified, and declared the polls open for the reception of votes, and appointed A.H. Barkley, Assistant Secretary of the Company, Inspector of Election.

A ballot having been taken, the Inspector, having counted the votes cast, submitted his report, as follows:

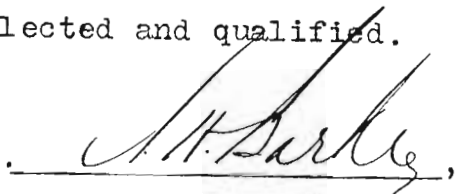
CERTIFICATE OF INSPECTOR OF ELECTION.

I, the undersigned, duly constituted Inspector of an election for thirteen Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, held at the office of the Company in the City of Seattle, Washington, on Monday, the sixth day of September, 1915,

DO HEREBY CERTIFY that 1,000,000 votes were cast at said election, and that

D. L. Bush.... received 1,000,000 votes,
C. Darby received 1,000,000 votes,
A. J. Earling. received 1,000,000 votes,
H. B. Earling. received 1,000,000 votes,
H. H. Field .. received 1,000,000 votes,
Burton Hanson. received 1,000,000 votes,
P. C. Hart,... received 1,000,000 votes,
C. A. Goodnow. received 1,000,000 votes,
W. D. Millard. received 1,000,000 votes,
W. R. Morrison received 1,000,000 votes,
F. G. Ranney . received 1,000,000 votes,
E. D. Sewall . received 1,000,000 votes,
H. R. Williams received 1,000,000 votes,

being in each case the whole number of votes cast, and were severally declared elected Trustees of said Chicago, Milwaukee and Puget Sound Railway Company, to serve for the term of one year and until their successors are elected and qualified.


Inspector of Election.

The report of the Inspector having been read to the meeting, the Chairman thereupon declared Messrs. D. L. Bush, C. Darby, A. J. Earling, H. B. Earling, H. H. Field, Burton Hanson, P. C. Hart, C. A. Goodnow, W. D. Millard, W. R. Morrison, F. G. Ranney, E. D. Sewall, and H. R. Williams severally duly elected Trustees of this Company, to serve for one year and until their successors are elected and qualified.

Mr. Earling offered the following resolution:

RESOLVED, that all the acts and doings of the Trustees of this Company, had and taken since the last annual meeting of the stockholders, as set forth in the record book, be and the same are hereby ratified and approved as the acts and doings of this corporation.

And a stock vote having been called for and taken on the adoption of the foregoing resolution, it appeared that the holders of one million shares of the capital stock of this Company had voted

in favor of the adoption of said resolution, and there were no shares opposed thereto; thereupon the Chairman declared the foregoing resolution unanimously adopted.

There being no further business to come before the meeting, on motion, duly seconded, the stockholders adjourned.

Attest:

A. H. Burke,

Assistant Secretary

OATH OF OFFICE.

D. L. BUSH, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

W. H. Brown

Subscribed and sworn to before me

this sixteenth day of

September, A. D., 1915

Julius M. Lorenz

Notary Public in and for the State of

Illinois

Residing at

Chicago

OATH OF OFFICE.

C. DARBY, _____, being first duly sworn, on oath states: That he is one of the Trustees _____ of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY _____ elected by the stockholders of said Company at meeting held on the sixth _____ day of September _____, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington _____, and that he will faithfully perform the duties of trustee _____ to the best of his ability.

C. Darby

Subscribed and sworn to before me
this 16th _____ day of September _____, A. D., 1915

J. S. Millard
Notary Public in and for the State of Illinois
Residing at Chicago

OATH OF OFFICE.

_____ **A. J. EARLING** _____, being first duly sworn, on oath states: That he is one of the _____ **Trustee** _____ of the _____ **CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,** _____ elected by the stockholders of said Company at meeting held on the _____ **sixth** _____ day of _____ **September,** _____, A. D. 191**5**; that he will support the Constitution of the United States and the Constitution and laws of the State of _____ **Washington** _____, and that he will faithfully perform the duties of _____ **trustee** _____ to the best of his ability.

Subscribed and sworn to before me
this _____ **16th** _____ day of

September, _____, A. D., 191**5**

Notary Public in and for the State of

Residing at _____

A. J. Earling

W. B. Millard

Illinois
Chicago.

OATH OF OFFICE.

_____ H. B. EARLING, _____, being first duly sworn, on oath states: That he is one of the _____ Trustees _____ of the _____ CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, _____ elected by the stockholders of said Company at meeting held on the _____ sixth _____ day of _____ September, _____, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of _____ Washington _____, and that he will faithfully perform the duties of _____ trustee _____ to the best of his ability.

_____ H. B. Earling _____

Subscribed and sworn to before me
this _____ 6th _____ day of
_____ September, _____, A. D., 1915.
_____ J. M. Barkwell _____
Notary Public in and for the State of
_____ Washington _____
Residing at _____ Seattle, Wash. _____

OATH OF OFFICE.

H. H. FIELD, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

H. H. Field

Subscribed and sworn to before me
this 16th day of September, A. D., 1915
W. H. Millard
Notary Public in and for the State of Illinois
Residing at Chicago

OATH OF OFFICE.

C. A. GOODNOW, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

E. Thomas

Subscribed and sworn to before me
this 20th day of

September, A. D., 1915

W. Millard

Notary Public in and for the State of

Illinois

Residing at Coon

OATH OF OFFICE.

BURTON HANSON, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 16th day of

September, A. D., 1915

D. Millard
Notary Public in and for the State of

Residing at Chicago

OATH OF OFFICE.

P. C. HART, _____, being first duly sworn, on oath states: That he is one of the Trustees _____ of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, _____ elected by the stockholders of said Company at meeting held on the sixth _____ day of September _____, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington _____, and that he will faithfully perform the duties of trustee _____ to the best of his ability.

Subscribed and sworn to before me
this 10th _____ day of

September _____ A. D., 1915

Notary Public in and for the State of

Residing at

Illinois,
Chicago.

[Signature]

OATH OF OFFICE.

W. D. MILLARD, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

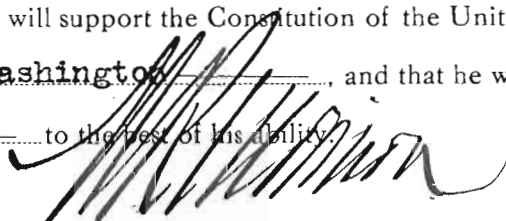
W. D. Millard

Subscribed and sworn to before me
this sixteenth day of
September, A. D., 1915

Julius M. Louie
Notary Public in and for the State of
Illinois
Residing at Chicago.

OATH OF OFFICE.

_____ **W. R. MORRISON** _____, being first duly sworn, on oath
states: That he is one of the _____ **Trustees** _____ of the
_____ **CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,** _____
elected by the stockholders of said Company at meeting held on the _____ **sixth** _____ day of
_____ **September** _____, A. D. 191**5** _____; that he will support the Constitution of the United
States and the Constitution and laws of the State of _____ **Washington** _____, and that he will
faithfully perform the duties of _____ **trustee** _____ to the best of his ability.

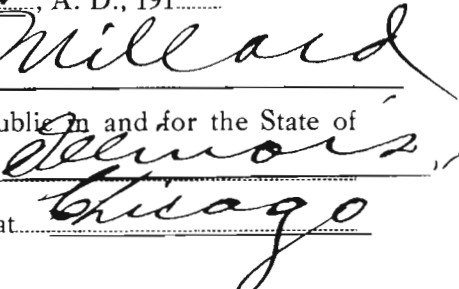


Subscribed and sworn to before me

this _____ **16th** _____ day of
_____ **September** _____, A. D., 191**5** _____

Notary Public in and for the State of

Residing at _____



_____ **Illinois** _____
_____ **Chicago** _____

OATH OF OFFICE.

F. G. RANNEY, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me
this 27th day of

September, A. D., 1915

A. S. Millard
Notary Public in and for the State of

Residing at Chicago

OATH OF OFFICE.

E. D. SEWALL, being first duly sworn, on oath states: That he is one of the Trustees of the CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, elected by the stockholders of said Company at meeting held on the sixth day of September, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of Washington, and that he will faithfully perform the duties of trustee to the best of his ability.

Subscribed and sworn to before me

this 18th day of

September, A. D., 1915

Notary Public in and for the State of

Residing at Chicago

OATH OF OFFICE.

_____ H. R. WILLIAMS _____, being first duly sworn, on oath states: That he is one of the _____ Trustees _____ of the _____ CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY, _____ elected by the stockholders of said Company at meeting held on the _____ sixth _____ day of _____ September _____, A. D. 1915; that he will support the Constitution of the United States and the Constitution and laws of the State of _____ Washington _____, and that he will faithfully perform the duties of _____ trustee _____ to the best of his ability.

H. R. Williams

Subscribed and sworn to before me

this _____ 17th _____ day of

_____ September _____, A. D., 1915.

_____ Sam Presser _____

Notary Public in and for the State of

_____ New York _____

Residing at _____ Borough of Brooklyn _____

NOTARY PUBLIC, Kings Co., N. Y.
 Kings Co. Clerk's No. 28
 Kings Co. Register's No. 7060
 New York Co. Clerk's No. 51
 New York Register's No. 7062

CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY.

Annual Meeting of Trustees.

CHICAGO, ILLINOIS, September 20, 1915.

Pursuant to the By-Laws of the Company, the Trustees elected by the stockholders at their annual meeting held at Seattle, Washington, September 6, 1915, assembled at the office of the Company in the Railway Exchange Building in the City of Chicago, Illinois, at eleven o'clock in the forenoon of this day, for the purpose of organization.

There were present: Messrs. D.L.Bush, C.Darby, A. J. Earling, H.H.Field, C. A. Goodnow, Burton Hanson, P. C. Hart, W. D. Millard, W. R. Morrison, F. G. Ranney, and E. D. Sewall, 11.

And absent: Messrs. H. B. Earling and H. R. Williams, 2.

The President being absent, Mr. E. D. Sewall, Vice President, was called to the chair, and the Secretary of the Company acted as secretary of the meeting.

The Chairman presented waivers of notice and consent to the holding of the meeting, signed by the absent Trustees.

The Chairman announced that under Section V of the By-Laws it was in order to elect officers for the ensuing year.

Mr. Field nominated Mr. H. B. Earling for President, E.D.Sewall, A. M. Ingersoll, and H. R. Williams for Vice Presidents, and C. A. Goodnow for Assistant to the President.

The nomination being seconded, a vote was taken, from which it appeared that each of the above named gentlemen had received eleven votes, being all the votes cast, and was thereupon declared by the Chairman duly elected to hold his respective office for one

year and until his successor is elected and qualified.

Mr. Morrison nominated Mr. E. W. Adams for Secretary, Mr. A. H. Barkley, C. B. Ferry, and R. J. Marony for Assistant Secretaries, Mr. F. G. Ranney for Treasurer, Mr. A. H. Barkley and Mr. J. McNab for Assistant Treasurers, Mr. G. J. Bunting for Comptroller, Mr. Burton Hanson for General Counsel, Mr. H. H. Field for General Solicitor, Mr. E. O. Reeder for Chief Engineer, and Mr. W. B. Foster for General Superintendent.

The nomination being seconded, a vote was taken, from which it appeared that each of the above named gentlemen had received eleven votes, being all the votes cast, and was thereupon declared by the Chairman duly elected to hold his respective office for one year, and until his successor is elected and qualified.

Mr. Darby nominated Mr. H. B. Earling, Mr. H. R. Williams, Mr. A. J. Earling, Mr. E. D. Sewall for members of the Executive Committee.

The nomination having been seconded, a vote was taken, from which it appeared that each of the above named gentlemen had received eleven votes, being all the votes cast, and they were thereupon declared by the Chairman duly elected as the Executive Committee of the Board of Trustees of this Company, to serve for one year and until their successors are elected and qualified.

On motion, duly seconded, it was unanimously

RESOLVED, that Mr. G. J. Bunting, Comptroller, be and is hereby designated as the officer of this Company having sole authority to authorize the destruction of old records of this Company, as required by the rules of the Interstate Commerce Commission; and be it further

RESOLVED, that a copy of this resolution be filed with the Interstate Commerce Commission.

There being no further business to come before the meeting, on motion, duly seconded, the Board adjourned.

Attest: _____


Secretary.

WAIVER AND CONSENT.

I, the undersigned, a TRUSTEE in the
CHICAGO, MILWAUKEE AND PUGET SOUND RAILWAY COMPANY,
do hereby consent to the holding of an annual meeting of the
Trustees of said Company at its office in the City of Chicago,
in the State of Illinois, on the 20th day of September A. D.
1915, at 11 o'clock A. M., or at any time to which it may be adjourned, for the purpose of
Electing officers for the ensuing year

and the transaction of any other business that may properly come before said meeting, or at any adjournment thereof; and I hereby waive notice of the time, place and object of said meeting, as provided in the by-laws.

Dated September 15, A. D. 1915.

Witness:

H. H. Williams

H. B. Emery

I, THE UNDERSIGNED, a Trustee in the CHICAGO, MILWAUKEE AND
PUGET SOUND RAILWAY COMPANY, do hereby consent to the holding of
the annual meeting of the Trustees of said Company, at its office
in the City of Chicago, in the State of Illinois, on the 20th
day of September, 1915, at 11 o'clock A.M., or at the time to
which it may be adjourned, for the purpose of electing officers
for the ensuing year, _____
and the transaction of any other business that may properly come
before said meeting, or at any adjournment thereof; and I hereby
waive notice of the time, place, and object of said meeting, as
provided in the By-Laws.

DATED September 15, 1915.

R. A. Williams
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