

**ARTICLES OF INCORPORATION
STATEMENT AND APPLICATION**

To the Honorable, the Secretary of State of the State of Montana:

We, the undersigned citizens and residents of Montana, desire to become incorporated as a cooperative association under the laws of Montana (Chapter 25 of Part III, Civil Code of 1921) for the purposes mentioned below, and so do show and state:

1. The name of the proposed association is Lower Yellowstone Rural Electrification Association.
2. Its capital stock shall be Four Thousand and no-100 Dollars, (\$4,000.00), consisting of 400 shares of the par value of Ten Dollars (\$10.00) each.
3. The location and the principal place of business of said Association shall be in Sidney, Richland County, Montana.
4. The duration of said Association shall be forty (40) years.
5. The particular branch or branches of industry which we intend to prosecute are:
 - a. To generate, manufacture, purchase, acquire and accumulate electric energy for its members and to transmit, distribute, furnish, sell and dispose of such electric energy to its members; and to construct, erect, purchase, lease (as lessee), and in any manner acquire, own, hold, maintain, operate, sell, dispose of, lease (as lessor), exchange and mortgage plants, buildings, works, machinery, supplies, apparatus, equipment and transmission and distribution lines or systems necessary, convenient or useful for carrying out and accomplishing any of the foregoing purposes;
 - b. To purchase, receive, lease (as lessee), or in any other manner acquire, own, hold, maintain, use, sell, convey, exchange, mortgage, pledge or otherwise dispose of any and all real and personal property or any interest therein necessary, useful or appropriate to enable this Association to accomplish any and all of its purposes;
 - c. To acquire, own, hold, use, exercise and, to the extent permitted by law, to sell, mortgage, pledge, hypothecate and in any manner dispose of franchises, rights, privileges, licenses, rights-of-way and easements necessary, useful or appropriate to accomplish any or all of the purposes of this Association;
 - d. To assist its members to wire their premises and install therein electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and, in connection therewith and for such purposes, to purchase, acquire, lease, sell, distribute, install and repair electrical and plumbing appliances, fixtures, machinery, supplies, apparatus and equipment of any and all kinds and character and to receive, acquire, endorse, pledge, guarantee, hypothecate, transfer, or otherwise dispose of notes and other evidences of indebtedness and all security therefore;
 - e. To borrow money and otherwise contract indebtedness, and give any form of obligation or security therefore and without limiting the generality of the foregoing, to issue, accept, endorse, discount, sell, pledge or otherwise dispose of notes, bonds and other evidence of indebtedness, and to mortgage or pledge any or all of its property, assets, franchises and income at the time owned or thereafter acquired.
 - f. To do and perform, either for itself or its members, any and all acts and things, and to have and exercise any and all powers, as may be necessary or convenient to accomplish any or all of the foregoing purposes as may be permitted by the Act under which said Association is formed; and to exercise any of its powers anywhere.

WHEREFORE, we respectfully apply for a license to us as Commissioners to open books for subscription to the capital stock of such corporation at such time and place as we may determine.

DATED at Sidney, Montana, this 16th day of November, 1936.