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CERTIFICATE OF AMENDMENT  
OF CHARTER OF THE  
AMERICAN WATER WORKS AND GUARANTEE  
COMPANY

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October 15, 1910.

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the Secretary of State, page.....

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OCT 28 1910

*J. J. Wilson*  
SECRETARY OF STATE

E. F. Wendel, Attorney.

41

CERTIFICATE OF AMENDMENT OF CHARTER OF THE AMERICAN  
WATER WORKS AND GUARANTEE COMPANY.

The American Water Works and Guarantee Company, a corporation organized and existing under the laws of the State of New Jersey, by its President and Secretary, does hereby certify:

I. That the principal office of said Company is at Room Number 701, Number 164 Market Street, City of Newark, State of New Jersey, and that the agent therein and in charge thereof and upon whom process against the corporation may be served is Adrian Riker.

II. That the Board of Directors of said corporation, at a meeting duly convened and held on the third day of October, 1910, passed a resolution declaring that the changes and amendments in the certificate of incorporation of said Company hereinafter set forth are advisable, and calling a meeting of the stockholders of said corporation to take action thereon.

III. That a copy of said resolution of the Board of Directors of said corporation is hereto appended.

IV. That thereafter, on the fifteenth day of October, 1910, pursuant to such call of the Board of Directors and upon notice given to each stockholder for a period of ten days before said meeting and as provided in the By-laws of said Company, a special meeting of the stockholders of said Company was held at said principal office of the Company hereinbefore named, at which meeting more than two-thirds in interest of all of the stockholders of said corporation, there being only one class of stockholders of said corporation and all of the stockholders of said corporation having equal voting powers, in proportion to the number of shares held by each respectively, were present in person or represented by proxy, and that more than two-thirds in interest of the stockholders of said corporation, all of the same having voting powers as aforesaid, voted in favor of such changes and amendments, such changes and amendments being as follows:-

42

The amendment of Paragraph Third of said certificate of incorporation beginning with the words,

"Third - That the objects for which this Company is formed" and ending with the clause, a copy whereof is substantially as follows:

"The portion of the business of the said Company which is to be carried on out of this State, is any part of the business, manufactures and purposes aforesaid, which the interests, convenience or objects of the Company may make desirable."

to read as follows:

Third- The objects for which, and for any of which, this corporation is formed are to do any or all of the things herein set forth to the same extent as natural persons might or could do, viz:-

To engage in and carry on the business of constructing, equipping, improving, extending and enlarging, or any of them, for others, of water works plants, gas plants, natural or artificial, sewerage systems, sewerage disposal plants or works, electric light plants, electric light, heat and power plants, whether producing electric power by water power or otherwise or by any mechanical process, hydro-electric power plants for the purpose of generating and furnishing electric current for light, heat and power purposes, or any of them, including, in all such cases, all useful or necessary transmission or electric distributing lines, poles, wires, cables, conduits, subways, manholes, fixtures, fittings or other appurtenances thereto; irrigation works, canals or systems, including dams, reservoirs, flumes, tunnels and all necessary or useful improvements or works for that purpose, for the irrigation of lands or the furnishing of water for agricultural, domestic or other uses; drainage systems, works and canals, or any of them for the drainage, reclamation or improvement of lands for agricultural and horticultural purposes, or either of them; of improving, developing and cultivating, or any of them, for agricultural and horticultural purposes, or either of them, for the purpose of sale, of lands or tracts of real estate, including the building and construction

of all useful or necessary buildings, fences or other improvements; and of constructing, equipping, improving, extending and enlarging, or any of them, for others, of street railway lines or systems, by whatever motive power operated, traction lines and motor power plants, and of interurban electric railways, steam railroads, or other railroads, operated, or designed or intended to be operated, by electric power, and of branches and extensions, or either of them, of any such lines, systems or roads.

To purchase and acquire for the purpose of supplying, selling and furnishing, and to supply, sell and furnish all materials or property, real, personal or mixed, useful, necessary or convenient for any of the foregoing purposes, or designed to be used in connection with the construction, equipment, improvement, extension, enlargement or operation of any such plants, works, systems, lines, roads, properties or undertakings, or the improvement, development and cultivation, or any of them, for the purposes aforesaid, of any lands or tracts of real estate, and to furnish all labor for any of the aforesaid purposes, and all machinery, boilers, engines, buildings, structures, improvements or betterments therefor, and to make and enter into any contract or contracts, or to take by assignment, purchase or otherwise, any contract or contracts, for the doing of the matters or things, or any of them, hereinbefore mentioned, or connected with or incidental to any of the matters or things hereinbefore mentioned, and to carry out and perform the same, and to sell or transfer the same or to sublet any interest therein, or for the doing of any of the above matters or things which may be provided for by the terms of any such contract or contracts.



To purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of all or any part of the shares of the capital stock, bonds, securities, or evidences of indebtedness created by any corporation or corporations, joint stock association or associations of the State of New Jersey or any other state or states or by the United States of America owning, holding or operating any works, plants, systems, lines, properties or undertakings of any of the characters hereinbefore mentioned which this Company, by its certificate of incorporation, has power to construct, equip, improve, extend or enlarge, or having any plants, works, rights, privileges, contracts or properties which this Company may beem useful or necessary for the business or property of any other corporation in which this Company shall be in any wise interested as a stockholder, or created by any corporation or corporations or joint stock association or associations engaged in the improvement, development or cultivation of lands for agricultural and horticultural purposes, or either of them, or in the mining of coal and manufacturing of coke, or either of them; or owning or holding the stocks of any other corporation or corporations or joint stock association or associations engaged in any of the business hereinbefore in this certificate mentioned; and to exorcise all the rights, powers, and privileges of ownership; and while the holder or owner of stock in any corporation or corporations, joint stock association or associations, to exercise the right to vote the same for any purpose, in addition to other rights connected with or growing out of the ownership of the same.

To guarantee or assume the payment of, or agree to pay, the principal and interest, or either of them, of all or any part of the bonds, obligations, notes or other evidences of indebtedness created by any corporation or corporations, joint stock association or associations, in which this Company may be in anywise interested as a stockholder, or at least twenty-five per centum of the stock of which corporation or joint stock association may be owned or controlled, either outright or subject to mortgage or pledge, by any corporation or joint stock association in which this Company may be in anywise interested as a stockholder; or of any bonds, obligations, notes or other evidences of indebtedness of any corporation or corporations or joint stock association or associations which may be owned by this Company, or be created by any corporation or corporations or joint stock association or associations for which this Company shall have undertaken the construction, equipment, improvement, extension or enlargement of any of the plants, works, roads, systems, lines, properties or undertakings of any of the characters above named, or the management or oversight of the construction, equipment, improvement, extension or enlargement or repair of any of the plants, works, systems, lines or properties or undertakings of any of the characters above named; or the improvement, development or cultivation, or any of them, for the purposes hereinbefore named, of any lands or tracts of real estate; or created by any corporation or corporations or joint stock association or associations building, holding, or owning or operating any plants, works, roads, systems,

lines, properties, or undertakings of any of the characters above named, and for the guarantee of which bonds, notes, evidences of indebtedness or other obligations this Company shall receive any consideration, including any of such bonds, notes, evidences of indebtedness or other obligations so guaranteed, or the stock of any such corporation or corporations or joint stock association or associations, whose bonds, notes, evidences of indebtedness or other obligations shall be so guaranteed; provided, however, that any bonds, obligations, notes or other evidences of indebtedness which may be guaranteed by this Company shall be those created by a corporation or corporations or joint stock association or associations owning, holding or operating, or having under process of construction, some of the plants, works, roads, systems, lines, properties or undertakings which this Company is authorized to construct, equip, improve, extend or enlarge, or owning or holding, either outright or subject to mortgage or pledge, stocks in other corporations owning or holding or operating, or having under process of construction, any of the plants, works, roads, systems, lines, properties or undertakings which this Company is authorized to construct, equip, improve, extend or enlarge, or owning, either in fee simple or otherwise, any lands or tracts of real estate which this Company is authorized to improve, develop or cultivate; but this Company may, nevertheless, guarantee any bonds, notes, obligations or other evidences of indebtedness which may at any time be owned by it, or

which may be created by any corporation of whose shares of capital stock this Company shall own not less than fifty-one per centum.

To guarantee the payment of, or agree to pay, dividends on all or any part of the shares of capital stock in any corporation or corporations or joint stock association, any of whose shares of capital stock shall be owned or held by this Company or any shares of whose capital stock this Company may contract to acquire; provided that any dividends so guaranteed must be dividends upon the stock of a corporation owning, holding, or operating, or having under process of construction, some of the plants, works, roads, systems, lines, properties or undertakings, which this Company is authorized to construct, equip, improve, extend or enlarge, or owning or holding, either outright or subject to mortgage or pledge, stocks in other corporations holding, owning or operating, or having under process of construction, any of the plants, works, roads, systems, lines, properties or undertakings which this Company is authorized to construct, equip, improve, extend, or enlarge, or owning, either in fee simple or otherwise, any lands or tracts of real estate which this Company is authorized to improve, develop or cultivate.

To borrow money, to issue bonds, debentures or obligations of this corporation from time to time and without limit as to amount, for any of the objects or purposes of the Company, and to secure the payment of the principal and interest of the same, or either of them, by mortgage or mortgages or deed or deeds of trust or pledge or otherwise, on all or any part of the property, assets, estates, franchises, incomes and revenues of this Company.



To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, certificates of indebtedness and warrants and other negotiable or transferable instruments.

To purchase, hold and reissue the shares of its capital stock.

To purchase, lease or otherwise acquire, use, operate, sell, let, license or otherwise dispose of any works, plants, machinery, tools, apparatuses, inventions, patents, devices and processes for any of the purposes herein named, or any part thereof, together with trade marks, brands, and goodwill and any and all other property, rights and privileges in connection with any of the purposes herein referred to.

To have one or more offices, to conduct and carry on all or any of its business and operations and without restriction or limit as to amount, to hold, purchase, mortgage and convey or otherwise dispose of real and personal property, both within and without the State of New Jersey, of every class and description, and in any of the States, territories, possessions or dependencies of the United States and the District of Columbia, and in any and all foreign countries. The portion of the business of this Company which is to be carried on outside of the State of New Jersey is any part of the business or purposes aforesaid which the interests, convenience or objects of the Company make desirable.

In general to exercise all the powers conferred by the laws of New Jersey upon corporations formed under the general laws of said State and to do and transact

all acts and things incidental to or in any way connected with  
or necessary or convenient to carry out any of the purposes  
or objects hereinbefore generally expressed.

Provided, however, this Company shall not possess or  
exercise the right or power of taking or condemning lands in  
the State of New Jersey.

The foregoing clauses shall be construed both as objects  
and powers, and it is hereby expressly provided that the  
foregoing enumeration of specific powers shall not be held  
to limit or restrict in any way the powers of this corpor-  
ation.

The power to create preferred stock and issue

therefor in accordance with the laws of the

is hereby reserved by this Company.

of the stockholders of said

assented to in writing

the stockholders

as

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(1)

thereto; irrigation  
reservoirs, flumes, tunnels and  
ments or works for that purpose, for the irrigation  
or the furnishing of water for agricultural, domestic or other  
uses; drainage systems, works and canals, or any of them for  
the drainage, reclamation or improvement of lands  
for agricultural and horticultural purposes, or either  
of them; of improving, developing and cultivating, or

all acts and things essential to or in any way connected with or necessary or convenient to carry out any of the purposes or objects herein generally expressed.

Provided, however, this Company shall not possess or exercise the right or power of taking and condemning lands in the State of New Jersey.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

The power to create preferred stock and issue certificates therefor in accordance with the laws of the State of New Jersey is hereby reserved by this Company.

That at said meeting of the stockholders of said Company the foregoing amendments were assented to in writing by not less than two-thirds in interest of all of the stockholders of said corporation, all of the same having voting powers as of said date and which said written assent is hereto appended.

VI. That Twenty Thousand (20,000) shares of capital stock of said Company are issued and outstanding, all of the same being Common Stock and being all of the shares of capital stock of said corporation.

IN WITNESS WHEREOF, The said American Water Works and Guarantee Company has caused this certificate to be signed by its President and its Secretary and its corporate seal to be hereunto affixed this twenty-fourth day of October, 1910.

AMERICAN WATER WORKS AND GUARANTEE COMPANY.

By James M. Huber President.

W. B. Quinn Secretary.

10 (2)



all acts and things incident to or in any way connected with  
or necessary or convenient to carry out any of the purposes  
or objects hereinbefore expressly expressed.

Provided, however, that the Company shall not possess or  
exercise the right or power of taking and condemning lands in  
the State of New Jersey.

The foregoing clauses shall be construed both as objects  
and powers, and it is hereby expressly provided that the  
foregoing enumeration of powers shall not be held  
to limit or restrict in any manner the powers of this corpor-  
ation.

The power to create preferred stock and issue  
certificates therefor in accordance with the laws of the  
State of New Jersey is hereby reserved by this Company.

V. That at said meeting of the stockholders of said  
Company the foregoing amendments were assented to in writing  
by more than two-thirds of the interest of all of the stockholders  
of said corporation, and of the same having voting powers as  
aforesaid, and which said written assent is hereto appended.

VI. That Twenty Thousand (20,000) shares of capital  
stock of said Company are issued and outstanding, all of the  
same being Common Stock and being all of the shares of capital  
stock of said corporation.

IN WITNESS WHEREOF, The said American Water Works and  
Guarantee Company has caused this certificate to be signed by  
its President and its Secretary and its corporate seal to be  
hereunto affixed this Twenty-fourth day of October, 1910.

AMERICAN WATER WORKS AND GUARANTEE COMPANY.

James H. Kahn President.

W. B. Rhine Secretary.



✓ 10 (3)



RESOLUTION OF THE BOARD OF DIRECTORS.

BE IT RESOLVED by the Board of Directors of the American Water Works and Guarantee Company, a corporation organized and existing under the laws of the State of New Jersey, that it is hereby declared that the following change or alteration in the certificate of incorporation of this Company for the purpose of changing the nature of its business is advisable, to-wit, that Paragraph Third of the certificate of incorporation of this Company, beginning with the words "Third - That the objects for which this Company is formed" and ending with the clause, a copy whereof is substantially as follows:

"The portion of the business of the said Company which is to be carried on out of this State, is any part of the business, manufactures and purposes aforesaid, which the interests, convenience or objects of the Company may make desirable." be so amended that the same as amended shall read as follows:

Third - The objects for which, and for any which, this corporation is formed are to do any or all of the things herein set forth to the same extent as natural persons might or could do, viz:-

To engage in and carry on the business of constructing, equipping, improving, extending and enlarging, or any of them, for others, of water works plants, gas plants, natural or artificial, sewerage systems, sewerage disposal plants or works, electric light plants, electric light, heat and power plants, whether producing electric power by water power or otherwise or by any mechanical process, hydro-electric power plants for the purpose of generating and furnishing electric current for light, heat and power purposes, or any of them, including, in all such cases, all useful or necessary transmission or electric distributing lines, poles, wires, cables, conduits, subways, manholes, fixtures, fittings or other appurtenances thereto; irrigation works, canals or systems, including dams, reservoirs, flumes, tunnels and all necessary or useful improvements or works for that purpose, for the irrigation of lands or the furnishing of water for agricultural, domestic or other uses; drainage systems, works and canals, or any of them for the drainage, reclamation or improvement of lands for agricultural and horticultural purposes, or either of them; of improving, developing and cultivating, or

any of them, for agricultural and horticultural purposes, or either of them, for the purpose of sale, of lands or tracts of real estate, including the building and construction of all useful or necessary buildings, fences or other improvements; and of constructing, equipping, improving, extending and enlarging, or any of them, for others, of street railway lines or systems, by whatever motive power operated, traction lines and motor power plants, and of interurban electric railways, steam railroads, or other railroads operated, or designed or intended to be operated, by electric power, and of branches and extensions, or either of them, of any such lines, systems or roads.

To purchase and acquire for the purpose of supplying, selling and furnishing, and to supply, sell and furnish all materials or property, real, personal or mixed, useful, necessary or convenient for any of the foregoing purposes, or designed to be used in connection with the construction, equipment, improvement, extension, enlargement or operation of any such plants, works, systems, lines, roads, properties or undertakings, or the improvement, development and cultivation, or any of them, for the purposes aforesaid, of any lands or tracts of real estate, and to furnish all labor for any of the aforesaid purposes, and all machinery, boilers, engines, buildings, structures, improvements or betterments therefor, and to make and enter into any contract or contracts, or to take by assignment, purchase or otherwise, any contract or contracts, for the doing of the matters or things, or any of them, hereinbefore mentioned, or connected with or incidental to any of the matters or things hereinbefore mentioned, and to carry out and perform the same, and to sell or transfer the same or to sublet any interest therein, or for the doing of any of the above matters or things which may be provided for by the terms of any such contract or contracts.

To purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of all or any part of the shares of the capital stock, bonds, securities or evidences of indebtedness created by any corporation or corporations, joint stock association or associations of the State of New Jersey or any other state or states or by the United States of America, owning, holding or operating any works, plants, systems, lines, properties or undertakings of any of the characters hereinbefore mentioned which this Company, by its certificate of incorporation, has power to construct, equip, improve, extend or enlarge, or having any plants, works, rights, privileges, contracts or properties which this Company may deem useful or necessary for the business or property of any other corporation in which this Company shall be in any wise interested as a stockholder, or created by any corporation or corporations or joint stock association or associations engaged in the improvement, development or cultivation of lands for agricultural and horticultural purposes, or either of them, or in the mining of coal and manufacturing of coke, or either of them; or owning or holding the stocks of any other corporation or corporations or joint stock association or associations engaged in any of the business hereinbefore in this certificate mentioned; and to exercise all the rights, powers, and privileges of ownership; and while the holder or owner of stock in any corporation or corporations, joint stock association or associations, to exercise the right to vote the same for any purpose, in addition to other rights connected with or growing out of the ownership of the same.



To guarantee or assume the payment of, or agree to pay, the principal and interest, or either of them, of all or any part of the bonds, obligations, notes or other evidences of indebtedness created by any corporation or corporations, joint stock association or associations, in which this Company may be in anywise interested as a stockholder, or at least twenty-five per centum of the stock of which corporation or joint stock association may be owned or controlled, either outright or subject to mortgage or pledge, by any corporation or joint stock association in which this Company may be in anywise interested as a stockholder; or of any bonds, obligations, notes or other evidences of indebtedness of any corporation or corporations or joint stock association or associations which may be owned by this Company, or be created by any corporation or corporations or joint stock association or associations for which this Company shall have undertaken the construction, equipment, improvement, extension or enlargement of any of the plants, works, roads, systems, lines, properties or undertakings of any of the characters above named; or the management or oversight of the construction, equipment, improvement, extension or enlargement or repair of any of the plants, works, systems, lines or properties or undertakings of any of the characters above named; or the improvement, development or cultivation, or any of them, for the purposes hereinbefore named, of any lands or tracts of real estate; or created by any corporation or corporations or joint stock association or associations building, holding, or owning or operating any plants, works, roads, systems,



lines, properties or undertakings of any of the characters above named, and for the guarantee of which bonds, notes, evidences of indebtedness or other obligations this Company shall receive any consideration, including any of such bonds, notes, evidences of indebtedness or other obligations so guaranteed, or the stock of any such corporation or corporations or joint stock association or associations, whose bonds, notes, evidences of indebtedness or other obligations shall be so guaranteed; provided, however, that any bonds, obligations, notes or other evidences of indebtedness which may be guaranteed by this Company shall be those created by a corporation or corporations or joint stock association or associations owning, holding or operating, or having under process of construction, some of the plants, works, roads, systems, lines, properties or undertakings which this Company is authorized to construct, equip, improve, extend or enlarge, or owning or holding, either outright or subject to mortgage or pledge, stocks in other corporations owning or holding or operating, or having under process of construction, any of the plants, works, roads, systems, lines, properties or undertakings which this Company is authorized to construct, equip, improve, extend or enlarge, or owning, either in fee simple or otherwise, any lands or tracts of real estate which this Company is authorized to improve, develop or cultivate; but this Company may, nevertheless, guarantee any bonds, notes, obligations or other evidences of indebtedness which may at any time be owned by it, or

which may be created by any corporation of whose shares of capital stock this Company shall own not less than fifty-one per centum.

To guarantee the payment of, or agree to pay, dividends on all or any part of the shares of capital stock in any corporation or corporations or joint stock association, any of whose shares of capital stock shall be owned or held by this Company or any shares of whose capital stock this Company may contract to acquire; provided that any dividends so guaranteed must be dividends upon the stock of a corporation owning, holding or operating, or having under process of construction, some of the plants, works, roads, systems, lines, properties or undertakings, which this Company is authorized to construct, equip, improve, extend or enlarge, or owning or holding, either outright or subject to mortgage or pledge, stocks in other corporations holding, owning or operating, or having under process of construction, any of the plants, works, roads, systems, lines, properties or undertakings which this Company is authorized to construct, equip, improve, extend, or enlarge, or owning, either in fee simple or otherwise, any lands or tracts of real estate which this Company is authorized to improve, develop or cultivate.

To borrow money, to issue bonds, debentures or obligations of this corporation from time to time and without limit as to amount, for any of the objects or purposes of the Company, and to secure the payment of the principal and interest of the same, or either of them, by mortgage or mortgages or deed or deeds of trust or pledge or otherwise, on all or any part of the property, assets, estates, franchises, incomes and revenues of this Company.

To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, certificates of indebtedness and warrants and other negotiable or transferable instruments.

To purchase, hold and reissue the shares of its capital stock.

To purchase, lease or otherwise acquire, use, operate, sell, let, license or otherwise dispose of any works, plants, machinery, tools, apparatuses, inventions, patents, devices and processes for any of the purposes herein named, or any part thereof, together with trade marks, brands, and goodwill and any and all other property, rights and privileges in connection with any of the purposes herein referred to.

To have one or more offices, to conduct and carry on all or any of its business and operations and without restriction or limit as to amount, to hold, purchase, mortgage and convey or otherwise dispose of real and personal property, both within and without the State of New Jersey, of every class and description, and in any of the States, territories, possessions or dependencies of the United States and the District of Columbia, and in any and all foreign countries. The portion of the business of this Company which is to be carried on outside of the State of New Jersey is any part of the business or purposes aforesaid which the interests, convenience or objects of the Company make desirable.

In general to exercise all the powers conferred by the laws of New Jersey upon corporations formed under the general laws of said State and to do and transact

all acts and things incidental to or in any way connected with or necessary or convenient to carry out any of the purposes or objects hereinbefore generally expressed.

Provided, however, this Company shall not possess or exercise the right or power of taking and condemning lands in the State of New Jersey.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

The power to create preferred stock and issue certificates therefor in accordance with the laws of the State of New Jersey is hereby reserved by this Company.

BE IT FURTHER RESOLVED that a meeting of the stockholders of this Company be and is hereby called to convene at its principal office Room 701, No. 164 Market Street, City of Newark, State of New Jersey, on the 15th day of October, 1910, at the hour of ten o'clock A.M., for the purpose of taking action upon the foregoing change in the certificate of incorporation of this Company, and that the secretary of this Company be and is hereby directed forthwith to give notice, in accordance with the by-laws of this Company, to all of the stockholders of this Company that such meeting will be held at the hour and place aforesaid for the purpose of taking action with regard to the making of the aforesaid amendment to the certificate of incorporation of this Company.



AMERICAN WATER WORKS AND GUARANTEE COMPANY  
ASSENT OF STOCKHOLDERS TO AMENDMENT OF CHARTER.

We, the undersigned, being more than two-thirds in interest of all of the stockholders of the American Water Works and Guarantee Company, a corporation organized and existing under the laws of the State of New Jersey and being the corporation mentioned in the foregoing certificate, there being only one class of stock and all of the stockholders of said Company having voting powers, having at a meeting of the stockholders of that Company regularly called for that purpose voted in favor of the amendment of its charter or certificate of incorporation set forth in the above certificate, do now, pursuant to law, give our written assent to said amendment.

Witness our hands this 24th day of October, 1910.

F. D. Alley  
By Robert E. Wendel Proxy.

W. J. Barnard  
By W. H. Kurlin Proxy.

W. P. Blagden  
By W. H. Kurlin Proxy.

J. A. Chester  
By W. H. Kurlin Proxy.

W. J. Curtis  
By W. H. Kurlin Proxy.

Herman Dowd  
By W. H. Kurlin Proxy.

E. L. Dunbar  
By W. H. Kurlin Proxy.

W. H. Dunbar  
By W. H. Kurlin Proxy.

W. J. Eakin  
By W. H. Kurlin Proxy.

Georgiana S. Eaton  
By W. H. Kurlin Proxy.

W. J. Eaton  
By W. H. Kurlin Proxy.

J. H. Flagler  
By W. H. Kurlin Proxy.

W. R. Goos  
By W. H. Kurlin Proxy.

Benja. F. Greeley  
By W. H. Kurlin Proxy.

L. E. Hoffmaster  
By W. H. Kurlin Proxy.

Jerome Hill Jr.  
By W. H. Kurlin Proxy.

Lucien Hill  
By W. H. Kurlin Proxy.

James H. Kurlin  
By W. H. Kurlin Proxy.

James H. Kurlin  
By W. H. Kurlin Proxy.

Ella M. Kurlin  
By W. H. Kurlin Proxy.

W. R. Lynn  
By W. H. Kurlin Proxy.

James A. Lynch  
By W. H. Kurlin Proxy.

H. C. Miller  
By W. H. Kurlin Proxy.

L. L. McBlissland  
By W. H. Kurlin Proxy.

A. M. Payson & Co.  
By W. H. Kurlin Proxy.

J. H. Purdy  
By W. H. Kurlin Proxy.

Sarah E. Rhine  
By W. H. Kurlin Proxy.

Adrian Riker  
By W. H. Kurlin Proxy.

John K. Scott  
By W. H. Kurlin Proxy.

Sarah D. Speer  
By W. H. Kurlin Proxy.

John L. Stone  
By W. H. Kuhn Proxy.

J. B. VanHagener  
By W. H. Kuhn Proxy.

Harry E. Towle  
By W. H. Kuhn Proxy.

Robert P. Matt  
By W. H. Kuhn Proxy.

Byron Hinkle  
By W. H. Kuhn Proxy.

J. M. Kuhn  
By W. H. Kuhn Proxy.

W. H. Kuhn

J. B. VanHagener

STATE OF PENNSYLVANIA )  
COUNTY OF ALLEGHENY ) SS

On this 25<sup>th</sup> day of October, 1910, before me, the undersigned, a Foreign commissioner of Deeds for the State of New Jersey, residing and acting as such within the City of Pittsburgh, County of Allegheny and State of Pennsylvania, and duly commissioned and qualified under and by virtue of the laws of the State of New Jersey to take the acknowledgment or proof of Deeds, etc., to be used or recorded in said State of New Jersey, personally appeared H. B. Rhine, personally known to me and who being by me duly sworn, did depose and say that he is the secretary of the American Water Works and Guarantee Company above named and that as such he has charge of the stock books of said corporation and knows the stockholders thereof and the number of shares held by each of the foregoing stockholders hereinbefore named, and that said stockholders whose names are signed, either in person or by proxy, to the foregoing assent to the amendment of its certificate of incorporation, were on the fifteenth day of October, 1910, and are now the owners and holders of more than two-thirds in interest of all of the shares of the capital stock of said corporation; that there is only one class of stock of said corporation and that all of the stockholders of said corporation have equal voting powers in proportion to the number of shares held by each respectively.

H. B. Rhine

Sworn and subscribed to  
before me this 25th  
day of October, 1910.

John M. Jeffries  
Foreign Commissioner of Deeds  
for New Jersey in Penn-  
sylvania.

My Commission expires  
Sept. 15<sup>th</sup> 1912



John L. Stone  
By W. H. Kuhn Proxy.

J. B. VanHagener  
By W. H. Kuhn Proxy.

Harry E. Towle  
By W. H. Kuhn Proxy.

Robert P. Watt  
By W. H. Kuhn Proxy.

Byron Trimble  
By W. H. Kuhn Proxy.

J. S. M. Kuhn  
By W. H. Kuhn Proxy.

W. H. Kuhn

J. B. VanHagener

STATE OF PENNSYLVANIA )  
COUNTY OF ALLEGHENY ) SS

On this 25<sup>th</sup> day of October, 1910, before me, the undersigned, a Foreign commissioner of Deeds for the State of New Jersey, residing and acting as such within the City of Pittsburgh, County of Allegheny and State of Pennsylvania, and duly commissioned and qualified under and by virtue of the laws of the State of New Jersey to take the acknowledgment or proof of Deeds, etc., to be used or recorded in said State of New Jersey, personally appeared H. B. Rhine, personally known to me and who being by me duly sworn, did depose and say that he is the secretary of the American Water Works and Guarantee Company above named and that as such he has charge of the stock books of said corporation and knows the stockholders thereof and the number of shares held by each of the foregoing stockholders hereinbefore named, and that said stockholders whose names are signed, either in person or by proxy, to the foregoing assent to the amendment of its certificate of incorporation, were on the fifteenth day of October, 1910, and are now the owners and holders of more than two-thirds in interest of all of the shares of the capital stock of said corporation; that there is only one class of stock of said corporation and that all of the stockholders of said corporation have equal voting powers in proportion to the number of shares held by each respectively.

H. B. Rhine

Sworn and subscribed to  
before me this 25th  
day of October, 1910.

John M. Jeffries  
Foreign Commissioner of Deeds  
for New Jersey in Penn-  
sylvania.

My Commission expires

Sept. 15<sup>th</sup> 1912





STATE OF PENNSYLVANIA )  
 ) SS  
COUNTY OF ALLEGHENY )

BE IT REMEMBERED that on this <sup>25<sup>th</sup></sup> day of October, 1910, before me, the subscriber, a Foreign commissioner of Deeds for the State of New Jersey, residing and acting as such within the City of Pittsburgh, County of Allegheny and State of Pennsylvania, and duly commissioned and qualified under and by virtue of the laws of the State of New Jersey to take the acknowledgment or proof of Deeds, etc. to be used or recorded in said State of New Jersey, personally appeared H. B. Rhine, Secretary of the American Water Works and Guarantee Company, the corporation mentioned in and which executed the foregoing certificate, who, being by me duly sworn, on his oath says, that he is such secretary and that the seal affixed to the said certificate is the corporate seal of said corporation, the same being well known to him; that James S. Kuhn is president of said corporation and signed said certificate and affixed said seal thereto and delivered said certificate by authority of the Board of Directors and with the assent of two-thirds in interest of all of the stockholders of said corporation, as and for his voluntary act and deed and the voluntary act and deed of said corporation, in the presence of deponent who thereupon subscribed his name thereto as witness.

And he further says that the resolution of the Board of Directors referred to in the said certificate, a true copy of which is appended to said certificate, was adopted at a meeting of said Board of Directors duly convened and held on the third day of October, 1910.

And he further says that the written assent of stockholders appended to the foregoing certificate is signed by two-thirds in interest of all of the stockholders of said corporation (there being only one class of stockholders of said corporation and all of the same having equal voting powers in proportion to the number of shares held by each respectively,) either in person or by their severally duly constituted attorneys in fact thereunto duly authorized in writing and that the facts recited in said certificate so executed by said President are true and correct.

Subscribed and sworn to  
before me the day and  
year aforesaid.

*John M. L. L. L.*  
Foreign Commissioner of Deeds  
for New Jersey, in Penn-  
sylvania.

My Commission expires

*Sept. 15<sup>th</sup> 1912.*

