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JAN 28 1912

*J. J. Robinson*

CERTIFICATE OF EXTENSION  
OF  
CORPORATE EXISTENCE  
OF THE  
AMERICAN WATER WORKS AND  
GUARANTEED COMPANY.

January 23rd 1912.

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R. F. Wendel, Attorney  
345 Fourth Ave.,  
Pgh, Pa.

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CERTIFICATE OF EXTENSION OF CORPORATE EXISTENCE  
OF THE AMERICAN WATER WORKS AND GUAR-  
ANTEE 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 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 sixth day of January, 1912, passed a resolution declared it to be advisable that the period of corporate existence of said Company be extended for the period of fifty years from the second day of January, A. D. 1912, and that, for that purpose, the amendment of Paragraph "Sixth" of its Certificate of Incorporation to read as hereinafter set forth was 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 sixteenth day of January, 1912, 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 herein

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above named, at which meeting more than three-fifths in interest of the stockholders of said corporation were present in person or represented by proxy. Said meeting being duly convened, the same by the unanimous vote of the stockholders present thereat adjourned to reconvene at said office at the hour of ten o'clock A. M. on the 23rd day of January, 1912, and at the hour and date last mentioned, such adjourned meeting was held at said principal office, and at said adjourned meeting the owners of the capital stock of said corporation, to the extent of fifty thousand shares were present, either in person or by proxy, and to the extent of fifty thousand shares voted in favor of the aforesaid extension of corporate existence, and for that purpose the change and amendment of Paragraph Sixth of its Certificate of Incorporation so that the same as amended should read as follows, to wit:-

"Sixth: The duration of said Company shall continue for the period of fifty years from the second day of January, A. D. one thousand nine hundred and twelve."

V. That at said adjourned meeting of the stockholders of said Company the foregoing amendment of said Certificate of Incorporation was assented to by more than two-thirds in interest of all of the stockholders of said Company, there being cast in favor of the same fifty thousand votes, and that the written assent of stockholders voting in favor thereof is hereto appended, they being all the stockholders of said corporation, and all of the same voting in favor of said amendment.

VI. That fifty thousand (50,000) shares of the capital stock of said Company are issued and outstanding, all of the same being Common Stock, 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

RESOLUTION OF BOARD OF DIRECTORS

to be signed by its President and its Secretary, and its corporate seal to be hereto affixed, this 23<sup>rd</sup> day of January, 1912.

AMERICAN WATER WORKS AND GUARANTEE COMPANY,

By W. J. Kuhn  
President.

By W. J. McLean  
Secretary.



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RESOLUTION OF BOARD OF DIRECTORS.

BE IT RESOLVED by the Board of Directors of the American Water Works and Guarantee Company that said Board of Directors declare, and hereby does declare, that it is advisable that the corporate existence of said Company be extended for the period of fifty years from the second day of January, 1912, and for that purpose Paragraph Sixth of its Certificate of Incorporation, which reads substantially as follows:-

"Sixth: The period at which said Company shall commence is the 24th day of January, A. D. one thousand eight hundred and ninety-one, and the period at which it shall terminate is the 24th day of January, A. D. one thousand nine hundred and forty-one."

be so amended that the same as amended shall read as follows:-

"Sixth: The duration of said Company shall continue for the period of fifty years from the second day of January, A. D. one thousand nine hundred and twelve".

BE IT FURTHER RESOLVED that the foregoing change in and amendment to the Certificate of Incorporation of this Company is advisable.

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, New Jersey, on the 16th day of January, 1912, at the hour of 10 o'clock A. M., for the purpose of taking action upon the foregoing amendment to its certificate of incorporation, and that the Secretary of this Company be and is hereby directed forthwith to give notice, for a period of not less than ten days, in accordance with the by-laws of this Company, to all of its stockholders that such meeting will be held at the hour and place aforesaid for the purpose of taking action upon the foregoing amendment to its certificate of incorporation.

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AMERICAN WATER WORKS AND GUARANTEE COMPANY.

ASSENT OF STOCKHOLDERS TO AMENDMENT FOR THE EXTENSION OF CORPORATE EXISTENCE.

We, the undersigned, being 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, having, at a meeting of the stockholders of said Company held January 2<sup>nd</sup>, 1912, regularly called and held for that purpose, voted in favor of the extension of the corporate existence of said Company and the amendment of Paragraph Sixth of its Certificate of Incorporation as set forth in the above certificate, do now, pursuant to law, give our written assent to said extension of corporate existence and said amendment of its Certificate of Incorporation.

WITNESS our hands this 2<sup>3<sup>rd</sup></sup> day of January, 1912.

<u>W B McLean</u>	By <u>W O Kuhn</u> Proxy	<u>J A Chester</u>	
<u>W O Kuhn</u>		<u>J F Conklyn</u>	
<u>W O Kuhn</u>	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>J D. Aley</u>		<u>E L Dunbar</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>W G Audenine Jr</u>		<u>W O Kuhn</u>	Proxy
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>A A Adams</u>		<u>W O Kuhn</u>	Proxy
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>Wm Bouldin Jr</u>		<u>A E Dubois</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>H. F. Barnard</u>		<u>J. B. Davis</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>E C Converse</u>		<u>Estate of Eaton</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>William Flurtis</u>		<u>William Eaton</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>Jessie Converse</u>		<u>M J Baxin</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy
<u>William R Conwell</u>		<u>Alice M Flagler</u>	
By <u>W O Kuhn</u> Proxy	By <u>W O Kuhn</u> Proxy	<u>W O Kuhn</u>	Proxy

<u>John H. Dayler</u>	<u>W. O. Murphy</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>W. D. Freer</u>	<u>A. B. McLaughley</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Walter P. Frye</u>	<u>L. L. McQuinn</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Estate of George J. Gorman</u>	<u>Guy R. McComb</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>George C. Kump</u>	<u>Mrs. A. K. McIntyre</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Benj. F. Greely</u>	<u>Kumpagors &amp; Co</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>W. R. Goss</u>	<u>R. Gregory Page</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Geraldine Kitchener</u>	<u>Charles P. Petrus</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Centras Hill</u>	<u>H. B. Rhine</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Jessie Hill</u>	<u>Mrs. Sarah E. Rhine</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>J. E. Hoffmaster</u>	<u>Thomas A. Reynolds</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>E. L. Keene</u>	<u>John L. Stone</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Ella M. Kuhn</u>	<u>Moses L. Suddler</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>Jas. S. Kuhn</u>	<u>Mrs. Cornelia B. Speer</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>J. W. Kuhn</u>	<u>John K. Scott</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>James O. Kuhn</u>	<u>J. Herndon Smith</u>
By <u>W. O. Kuhn</u> Proxy	By <u>W. O. Kuhn</u> Proxy
<u>H. C. Miller</u>	
By <u>W. O. Kuhn</u> Proxy	

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Estate of  
Mrs Sarah O Speer  
By Louise O Speer <sup>Executive</sup> Proxy

Ruth L Stevens  
By W D Kuhn Proxy

S. R. Stevens  
By W D Kuhn Proxy

OT Thomas  
By W D Kuhn Proxy

Byron Drumble  
By W D Kuhn Proxy

Harry E Towle  
By W D Kuhn Proxy

J B Van Hagon  
By W D Kuhn Proxy

A M Veighty  
By W D Kuhn Proxy

R Wilson  
By W D Kuhn Proxy

R. P. Matt  
By W D Kuhn Proxy

The President & Trustees of Washington College  
W D Kuhn Proxy



STATE OF NEW JERSEY :  
: SS.  
COUNTY OF ESSEX :

BE IT REMEMBERED that on this twenty-third day of January, 1912, before me, the subscriber, a Master in Chancery of the State of New Jersey, personally appeared W. B. Mc Cain, the 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, and that William 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 all ----- of the stockholders of said corporation as and for 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 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 sixth day of January, 1912.

And he further says that, as such Secretary, 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 stockholders of said corporation, and that said stockholders whose names are signed, either in person or by proxy, to the foregoing amendment to the certificate of incorporation of said Company, were on the sixth day of January, 1912, and the second day of January, 1912, and are now, the holders and owners of all ----- of the shares of the capital stock of said corporation.

And he further says that the written assent of the stockholders appended to the foregoing certificate is signed by 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 and himself as Secretary are true and correct.

Sworn to and subscribed before  
me this twenty-third day of  
January, One thousand nine  
hundred and twelve.

*W B Mc Cain*  
*Theodore J. Badgley*  
*Master in Chancery*  
*of New Jersey*

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