



# ARTICLES OF AGREEMENT AND INCORPORATION

*Winchester Oil & Gas Company*

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

**FIRST:** The name of said Corporation shall be *Winchester Oil & Gas Company*

**SECOND:** The Corporators are *Chauncey A. Bowen, Chas. W. Seffler & Grant A. Stebbins*

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

**FOURTH:** The general nature of the business proposed to be transacted by this Corporation is *To make contracts to purchase lease or otherwise acquire own hold bond pledge mortgage sell or otherwise dispose of real and personal property including mining properties of whatever description to explore prospect work operate and develop such properties to dispose of the output of such properties to loan or borrow money giving and taking such evidences of debt by security as may be desired and to possess all additional powers of whatever kind to effectuate the objects above enumerated*

**FIFTH:** The amount of capital stock of said Corporation shall be *Twenty-five thousand (25,000)* Dollars; of which *Six Thousand* Dollars has been subscribed by the Corporators aforesaid, and the residue thereof may be issued and disposed of as the Board of Directors may from time to time order and direct.

**SIXTH:** The capital stock shall be divided into *One thousand* shares of the value of \$25.00 each.

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

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

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

**TENTH:** The first meeting of said Corporators for organization shall be held in *Tulsa Indian Territory* at the office of *Chas. W. Seffler* at *4* o'clock *P. M.* on the *11th* day of *February* 1907. The subscribers hereto hereby waive notice of said meeting.

IN TESTIMONY WHEREOF, We have hereunto set our hands, on this the *11th* day of *February* 1907.

*Chauncey A. Bowen*  
*Charles W. Seffler*  
*Grant A. Stebbins*

## CERTIFICATE

WHEREAS, *Chauncey A. Bowen, Chas. W. Seffler & Grant A. Stebbins*

have associated themselves together as a body politic and corporate, to be known as *Winchester Oil & Gas Company*

AND WHEREAS, The said Corporators being the subscribers to the capital stock of the said Corporation have waived the fifteen days' notice as required by law, and called a meeting for organization, to be held in *Tulsa Indian Territory* at the office of *Chas. W. Seffler* at *four* o'clock *P. M.* on the *11th* day of *February* 1907.