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CITY OF OKLAHOMA

# ARTICLES OF AGREEMENT AND INCORPORATION

*The Sterling Oil Gas & Mineral 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 *The Sterling Oil Gas & Mineral Company*

**SECOND:** The Corporators are *R. W. Kellough Tulsa I. T., A. E. Hane Tulsa I. T., S. C. Tulley Tulsa I. T.*

**THIRD:** The place of business is to be located at *Tulsa I. T.* and its office for the transaction of business shall be in *Tulsa I. T.* 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 obtain, purchase, acquire, own, hold, lease, transfer, encumber, dispose of by grant, deed, lease, mortgage or otherwise in whole or in part, oil, gas, land, oil and gas leases, mineral claims, mineral leases, all kinds of real and personal property, leases and interests therein, and all products thereof, or thereby produced or by products thereof, together with all machinery, appliances, materials used to be used therewith, interests belonging or connected therewith or therein, or therein to own, hold, acquire, encumber, dispose of by grant, deed, lease or otherwise, and all the above described property, claims, rights, title or interest therein and products thereof. I shall have the right to drill, explore, develop, operate and maintain the same; to acquire, own, hold, encumber, dispose of franchises for lighting, heating & power purposes to erect or establish and maintain, and operate all buildings, shafts, plants, machinery, plants, tracks, pipe lines, appliances, telephones, telegraph, ducting, transporting, refining, storing & disposing of oil, gas, minerals & other products by products to borrow money, execute notes, bonds, mortgages, other evidences of indebtedness and instrument of conveyance and make all contracts, do all things necessary and proper in the transaction of the above business, not inconsistent with the laws of the Indian Territory.*

**FIFTH:** The amount of capital stock of said Corporation shall be *Twenty-five thousand* Dollars; of which *Two Hundred* 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 I. T.* at the office of *Lambert Kellough* at *2* o'clock *P. M.* on the *8th* day of *May* 1907. The subscribers hereto hereby waive notice of said meeting.

IN TESTIMONY WHEREOF, We have hereunto set our hands, on this the *8th* day of *May* 1907.

*x S. C. Tulley*  
*R. W. Kellough*  
*x A. E. Hane*

## CERTIFICATE

WHEREAS, *R. W. Kellough, A. E. Hane, S. C. Tulley*

have associated themselves together as a body politic and corporate, to be known as *The Sterling Oil Gas & Mineral 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 I. T.* at the office of *Lambert Kellough* at *2* o'clock *P. M.* on the *8th* day of *May* 1907.