

## Miscellaneous Record, No. 17, Madison County.

Articles of Incorporation)  
of  
Country Club  
of  
Winterset Iowa

Filed for Record May 18th A.D. 1909 at 4.30 oclock  
P.M. George Hill Recorder  
By Daisy Hill Deputy.

Articles( Recording Fee 96

The persons whose names are subscribed hereto, and all other persons who shall become stockholders of this corporation, do hereby associate themselves together as a body corporate to organize and create a corporation under Chapter 1, of Title IX, of the Code of Iowa, and adopt the following Articles of Incorporation for the government of such corporation.

I- The name of the corporation shall be "Country Club", and its place of business shall be at Winterset, Madison County, Iowa. II- The purposes and objects for which said corporation is formed are to encourage field and athletic sports, and the pleasure exercise and recreation of its members, and for that purpose to acquire by purchase and hold real estate and personal property, to erect buildings and other structures necessary and proper for the carrying out of the purposes before mentioned, and to do any and all other things whatsoever which may be requisite, necessary and proper in and about the carrying out of the purposes and objects for which this corporation is formed.

III- The authorized capital stock of this corporation shall be Eight Thousand (\$8,000.00) Dollars, and shall be divided into shares of Fifty (\$50.00 Dollars each. That said corporation shall commence to do business when 130 shares of said stock of \$50.00 each, shall be subscribed for and sold. That the remaining 30 shares of stock may be sold from time to time as directed by the Board of Directors of said corporation, such sale to be for not less than the par value and the proceeds thereof to be and become a part of the funds of said incorporation. The proceeds of the sale of stock shall only be used for the purchase, betterment and improvement of the property of this incorporation and for the necessary tools to be used in the care and maintenance thereof.

IV- The period of existence of this corporation shall be twenty years.

V- The private property of the members of this incorporation shall not be liable for the debts thereof. VI- No indebtedness shall be created by this corporation in excess of the sum of Five Hundred (\$500.00) Dollars.

VII- That upon payment for the shares of stock by the subscribers thereto, certificates of stock shall be issued to the purchaser to be signed by the President of said corporation and by its Secretary-Treasurer.

VIII- There shall be annual dues assessed against each stockholder in a sum not to exceed Eight (\$8.00) Dollars, except as hereinafter provided as by Section IX hereof, which annual dues shall be made a lien or charge upon the stock belonging to such stockholder until paid; such dues to be paid on or before May 1st, of each year hereafter, and the dues for the year of 1909 to be paid at the time of the delivery of stock to the purchaser. The lien or charge for dues may be enforced in the way and manner provided in the By-laws. IX- Any holder of stock buying from another stockholder shall become liable to annual dues upon the stock purchased from each stockholder, in addition to his original liability for dues.

X- The business and affairs of this incorporation shall be managed by a Board of Five Directors to be chosen from the stockholders of said corporation, and until the first election as hereinafter provided for, the following named persons shall act as the Board of Directors, viz:- C.T. Koser, W.J. Cornell, Chas McMillan, E.E. McCall and John A. Guither. The Board of Directors shall elect from their number a President and a Secretary Treasurer, and until the first election as hereinafter provided for, C.T. Koser shall be the President and W.J. Cornell shall be Secretary-Treasurer.

XI- The annual election of Directors of this incorporation shall be held on the first Tuesday in October, 1909, and on the same date of each year hereafter, which election shall be held at the place to be fixed by the Directors of this corporation, and notice of the time and place of such election to be given by mail to each stockholder at least five days prior to the time fixed for such election. Each stockholder shall be entitled to but one vote, regardless of the number of shares he may own.

XII- The Board of Directors shall have power to establish By-laws and make the Rules and Regulations necessary for the management of its affairs.

XIII- These Articles of Incorporation may be amended at any regular meeting of the stockholders or at a special meeting called for that purpose, by a two-thirds vote of the capital stock of the corporation, XIV- This corporation may be dissolved prior to the time fixed in its Articles of Incorporation, by an affirmative vote of its stockholders holding three-fourths of its capital stock, at a meeting of the stockholders called for that purpose, in the manner required by law and these Articles of Incorporation, and in case of such dissolution, its affairs shall be wound up in the manner provided by statute. Dated this 4th day of May A.D. 1909.

Jno A. Guither  
Chas T. Koser.  
W.J. Cornell.  
Geo M. Skinner.

Chas McMillan.  
E.E. McCall.  
Geo M. Pratt.  
M.E. Smith.

State of Iowa Madison County SS:

On this 4th day of May A.D. 1909, before me personally appeared Jno A. Guither Chas McMillan Chas T. Koser, E.E. McCall, W.J. Cornell, Geo M. Pratt, Geo N. Skinner and M.E. Smith to me known to be the identical persons named in and who executed the foregoing Articles of Incorporation of the "Country Club" of Winterset, Iowa, and acknowledged that they executed the same as their voluntary act and deed.

Lloyd Talley Notary Public  
in and for Madison County,  
Iowa.

NOTARIAL  
SEAL