

At a meeting of the Board of Directors of the Chicago, Saint Paul, Minneapolis and Omaha Railway Company, duly called and held at the office of the Company, No. 52 Broadway, New York, on the 21st day of April A.D. 1881, at 12 o'clock of said day, there being present a quorum of said Board, the following preamble and resolutions were duly adopted, that is to say:—

Whereas, the Legislature of the State of Minnesota, at its session of 1881, passed divers acts, to wit:—

An Act entitled "An Act to confer upon the Chicago, St. Paul, Minneapolis and Omaha Railway Company the rights, powers, franchises, privileges and immunities, within the State of Minnesota, heretofore conferred upon the Chicago, St. Paul & Minneapolis and West Wisconsin Railway Companies, and to declare the Chicago, St. Paul, Minneapolis & Omaha Railway Company the successor, in the State of Minnesota, of the Chicago, St. Paul & Minneapolis and West Wisconsin Railway Companies."— approved February 11th A.D. 1881; and

An Act entitled "An Act to authorize the Chicago, St. Paul, Minneapolis & Omaha Railway Company to purchase, own and operate the St. Paul & Sioux City Railroad, and its proprietary or connecting roads, and to issue stock and bonds thereon."— approved February 11th A.D. 1881; and

An Act entitled "An Act to authorize the Chicago, St. Paul, Minneapolis & Omaha Railway Company to acquire, construct,

"maintain and operate railroads in the State of
"Minnesota". - approved February 11th A.D. 1881;
each, and all of which said Acts grant to, and
confer upon the Chicago, St. Paul, Minneapolis & Omaha
Railway Company divers rights, powers, privileges and
immunities, within the State of Minnesota, the exercise
of which, it is believed, will be of benefit to the said
Railroad Company, and

Whereas, it is deemed advisable that the
Company should, by formal resolution, evidence its
acceptance of said Acts, and the rights, powers,
franchises, privileges and immunities by the same
granted and conferred. Now Therefore

Resolved, that the Chicago, St. Paul,
Minneapolis & Omaha Railway Company hereby
accept the several Acts of the Legislature of
the State of Minnesota hereinabove referred to,
and the rights, powers, privileges, franchises and
immunities granted and conferred by each of
said Acts, subject to the limitations, restrictions,
and conditions in each of said Acts contained.

Resolved, that the Secretary be, and
he is hereby directed to file with the Secretary of
the State of Minnesota, a copy of the foregoing
preamble and resolutions, duly certified and
sealed.

J. C. W. Porter, Secretary of the Chicago,
Saint Paul, Minneapolis and Omaha Railway
Company, do hereby certify that I have carefully
compared the above and foregoing with the
original thereof in my custody as such Secretary,

1 and that the same is a true and correct copy
2 of said preamble and resolutions, and of the
3 whole thereof. And I do further hereby certify
4 that the said resolutions were duly adopted at
5 the meeting of the Board of Directors, as set
6 forth in the caption hereto.

7 In witness whereof I have hereunto
8 set my hand as such Secretary,
9 and affixed the corporate seal of
10 said Company, this 10th day of
11 May A.D. 1881

12 Edw. J. [Signature]
13 Secretary.
14 2524