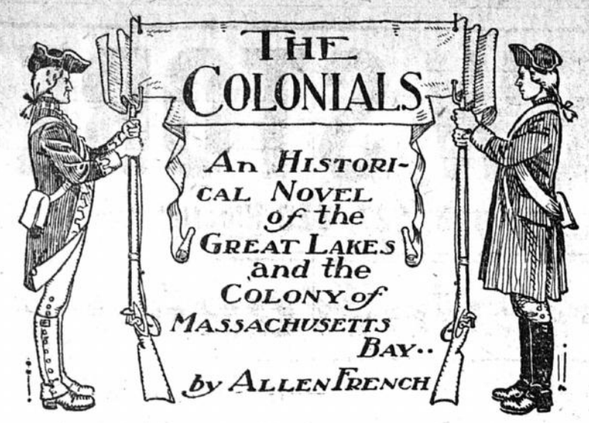

BOOK V

Chapter V—Continued.

He laughed again, but from Frank the feeling of helplessness passed, and he doggedly composed himself to endure.

"Your friends send love and presents," began Brush again. "A bokay of flowers came this morning. D'ye want to know who sent them? Captain Sotheran. They say he's much distressed at your bad luck. Ho! ho! And your uncle, young man, sent a prayer-book for your benefit. He feels much shame at such a scandal in the family."

"Much shame," thought Frank. "Who let the soldiers so silently into the house, and led them upstairs to my door? Much shame!"

"And your brother," went on Brush, "bids ye welcome to your new quarters. He's on this floor"—and Brush pointed with his thumb—"only in a room a little larger. Sorry I couldn't accommodate you so well; but first come, first served, you know."

"Many thanks," thought Frank, though not a change came over his face, "for telling where Dickie is. On this floor; and Alice said he was on the harbor side. That means but one thing—the cell at the end of the corridor. Many thanks, Mr. Brush; come now within my reach!"

But Brush grew irritated at Frank's impassivity. His cruelty increased by the brandy he had drunk, he wished to see the prisoner shrink before him. Irony failing, he changed to facts.

"We're all so glad to have you here," he said. "Sotheran, old Tom and me. Proud ye've been, Ellery. Now ye're as good as dead. Who done it—ha? Who done it? Why, we three!"

Frank showed no interest, but he watched the other's increasing vexation. Brush was slowly growing angrier. Frank's craft did not desert him, and his eyes and lips sneered.

"Ye don't believe it?" cried Brush, more angry still. "It's so, ye fool. Tom, with his clever pen, has written ye into jail. Ha—have I touched ye—have I?"

For Frank had started. Brush looked eagerly for a sign of his emotion, whether rage, chagrin or despair, and saw instead a gleam of satisfaction. He realized that he had betrayed a secret, and broke into fury.

He stormed and threatened, cursed and jeered. He tried every means to bring Frank from himself. He reminded him of his situation, kicked the crust of bread within his reach, gloated over the coming sentence and the ignominious death, and foretold the sure downfall of the American cause. And Frank's friends should curse him, and his sweetheart marry Sotheran. More and more threats he dragged from his small imagination, and constantly looked to see Frank's composure break down.

It was in vain. Brush brought no glance of interest to Frank's eyes, no fear into his face. Instead, once more there was an unmistakable curling of the lip. Rage seized the latter at the young man's control; he rose from his seat, came closer and bent his face down toward Frank's.

"Sneer at me, do ye?" he roared. "Sneer again!" He struck the keys and handcuffs together. "I'll teach ye! I'll break ye! Give me your hands here; I'll chain ye up! I'll load ye down!" He rattled the keys again and stepped so close that he bestrode the young man's shackled legs. "Reach your arms here!"

His eyes were red with rage, his limbs were quivering. Frank felt his foul breath as Brush thrust his face nearer. The man raised the heavy keys and struck Frank on the shoulder. "Give me your wrists!" he roared.

Frank moved his knees as far as they could go—a single foot—thrusting them against Brush's leg. Brush, overbalanced, toppled into the trap. Two waiting arms enfolded him and crushed him close. He struggled, the arms were steel; he writhed, but was pinioned fast. Fear came over him, and he opened his mouth to shout. Then a hand caught his throat, one smothered cry, and his breath was stopped.

He could kick, but to no purpose. Let him thunder on the floor with his heels—noises were nothing in that place. His arms were powerless, his neck was almost broken. He looked with starting eyes into Frank's smiling face.

"Take it easily, Mr. Brush," said Frank.

"An easy death!" was all Brush could think. Horror thickened the blood in his body; his chest was bursting, and bells were clanging in his ears. He was helpless as a child, throttled like a dog, and Frank was now looking down inquiringly, carefully into his face. He made a last vain effort for release, then fainted from fright.

Frank and Dickie stood free in the jail-yard. Old Nichols had been right—the clamps of the bars were rusted through. The rope of the bedclothes showed the method of escape. Yet the rear wall of the yard was formed by the back of a warehouse; the side walls could be seen from the gate. Frank settled himself in Brush's coat until, thick-set and bowlegged, he seemed its very owner. He jingled the keys, then picked up from the ground an empty bottle.

"Thank God, the moon is hid!" he said. "Yet we can see. Stagger, Dickie."

They staggered, they lurched around the jail to its side. A few steps and Dickie saw the gate with the sentinel. He felt Frank's elbow steering him wide of the building. There, he felt, was the danger. The jail was dark, but not silent, for from somewhere came rough singing and loud laughter. A few steps more, and from the corner of his eye Dickie saw the light that streamed out into the yard—the jailers had not shut the door. Involuntarily he stepped faster.

"Slow!" cautioned Frank. "Be drunk, Dickie!"

Dickie restrained himself. A little more and they would meet the sentry. He staggered artistically, his arms loose, his head low. Only twenty feet more to pass!

There came a hail from behind. "Hi, Brush—Crean!" Dickie looked. The under jailer was coming to intercept them.

"Go on," said Frank to him, sternly "Stand at the gate. Don't run till you must. Then go home and find Ann."

He stopped. Dickie went on. "But if I desert Frank," he thought, "may I be struck dead."

He reached the gate. The sentry, halting, held his musket across. Dickie, every nerve aquiver, stopped, turned, and looked back. A storm of commands was issuing from Frank, and the under jailer, dismayed, had halted.

"Go back!" roared Frank. "What d' I tell ye? Lock that door. Lock it, I said! Lock yourself inside!"

"But I thought—" began the man. The British prisoners were crowding to the door to listen.

"I'll do the thinking," cried his false superior. "Go, I say!"

Frank reeled, caught himself, and threw the bottle. The prisoners at the door disappeared inside; the under jailer dodged as the bottle whizzed near him. It smashed to pieces; and its force conveyed the idea of obedience to the man's mind. He turned to the jail.

Frank stood muttering for nearly half a minute. Dickie was in a cold sweat. Why did he not come? At last his brother turned and staggering to the gates, began laboriously to shut them. "Here, help me," he said to his brother.

Dickie, with one eye on the sentry, helped. The gates were heavy and wedged back; the work was slow. The jail door was already shut, but the sergeant had come out of the guardhouse and was watching.

Frank, as if in anger, never ceased muttering. "The blockhead—the fool—the drunken ass. Get out!" he burst forth on Dickie, as the gates were nearly shut. "Out with ye!"

He pulled the gates to; the brothers were on the street with the sentry and sergeant. Dickie lurched against the gate and watched his brother lock it with his largest key.

"You're on the wrong side, Mr. Brush," observed the sergeant.

"Hic—right side," replied Frank, busy with the lock. He drew out the key, and turned. Dickie was ready for a spring. "Right side!" repeated Frank, defiantly. "Come," he said to Dickie.

"Where'd ye find the volunteer?" asked the sergeant.

Dickie stepped a little nearer, his eye on the man. How could Frank explain? But the sentry had his own joke to try upon the jailer. He brought his musket to a charge, the point of the bayonet within six inches of Frank's breast.

"The countersign!" he demanded, grinning.

Dickie saw the grin, and stayed his leap.

"Cou'she?" asked Frank, contemptuously. "Broken bottle, ye fool! Got t' get a full one. Come!" He pushed the bayonet aside and beckoned Dickie.

The sentry and the sergeant laughed as the brothers reeled away.

(To Be Continued To-morrow.)

Silver Salt Is Wonderful.

Bring some of your own tarnished silver ware to Chapman's to-morrow and see for yourself how easily, perfectly simple Silver Salt will clean it. No rubbing—no work—it's so different.

Ho! for Camp Lakeview. Don't fail to go on The Journal Excursion next Friday, July 11. See large ad.

Tour of Lake Minnetonka.

Don't fail to take in this delightful trip. Leave on the Minneapolis & St. Louis Railroad at 9:30 a. m., or at 1:45 p. m., and connect at Tonka Bay with the beautiful new steamer "Puritan." Tickets only 90c including tour of the lakes.

Journal Want Ads Bring Results, no matter what you advertise. If you can't bring your ad in, telephone it. Your credit will be good.

Have you sent in your guess? Remember you stand a chance to win $10,000. Address The Journal circulation department.

JESSIE BARTLETT DAVIS

The Largest Salaried Vaudeville Star in the World.

For singing four songs twice a day, a total of 40 minutes work, Jessie Bartlett Davis receives a yearly salary of $50,000 equal to that of the President of the United States.

Mrs. Davis uses and indorses DANDERINE for the hair and those who know her do not require further proof of the wonderful efficacy of this great hair growing remedy.

READ HER EXCELLENT LETTER.

Knowlton Danderine Company, City— CHICAGO, June 2, 1900.

Dear Sirs: I must write you this letter because I think everyone who works for a result likes to know whether it has been accomplished or not. I want to tell you I can state positively that your DANDERINE is absolutely successful and the best article of its kind on the market to-day. I speak from a personal test. I was losing all my hair and had tried everything advertised without success, until four weeks ago, when I began with your DANDERINE, and I am so delighted with its success I couldn't refrain from telling you so; and I want to thank you for your discovery.

Very sincerely, Jessie Bartlett Davis

4740 Grand Boulevard.

FREE Go to your druggist and get a large bottle for 25c. which will be enough to convince you that it is the most invigorating and thoroughly reliable hair and scalp remedy ever made, or send this advertisement to The Knowlton Danderine Co., Chicago, with 10c. in stamps or silver to pay postage and we will send you a large sample by return mail. The samples we give are large enough to produce beneficial results, in many cases being enough to cure bad cases of hair failing and start the hair to growing again.

"We, a jury composed of men who know cigar values, find that the plaintiff, the Judge Harlan Cigar, is entitled to recover 10 cents from every smoker"

Judge Harlan 5¢ Cigar

HART & MURPHY, MAKERS, ST. PAUL, MINN.

Pabst beer is always pure

Brewed from carefully selected barley and hops—never permitted to leave the brewery until properly aged.

Baby Mine Mother's Friend

Every mother feels a great dread of the pain and danger attendant upon the most critical period of her life. Becoming a mother should be a source of joy to all, but the suffering and danger incident to the ordeal makes its anticipation one of misery. **Mother's Friend** is the only remedy which relieves women of the great pain and danger of maternity; this hour which is dreaded as woman's severest trial is not only made painless, but all the danger is avoided by its use. Those who use this remedy are no longer despondent or gloomy; nervousness, nausea and other distressing conditions are overcome, the system is made ready for the coming event, and the serious accidents so common to the critical hour are obviated by the use of **Mother's Friend.** "It is worth its weight in gold," says many who have used it. $1.00 per bottle at drug stores. Book containing valuable information of interest to all women, will be sent to any address free upon application to

BRADFIELD REGULATOR CO., Atlanta, Ga.

OPEN AT 8:30 A. M. CLOSE AT 5:30 P. M.

Nicollet Ave., Fifth Street and First Avenue South.

POWERS

Mercantile Company.

Formerly S. E. OLSON CO.

All Orders Through Mail Well Filled

Wednesday, Shoe & Oxford Day

Attractive Inducements for Tomorrow's Buying—Seasonable Footwear—Low Prices.

Women's $1.50 Kid Oxfords; $1.50 Canvas Lace Shoes; $2.50 Fine Chocolate Colored Vici Kid Lace Shoes—Representing an enormous saving on seasonable footwear. *Choice, pair* **98c**

Misses' and Children's fine, hand-made One-Strap Slippers; bow and ornament on strap; sizes 8½ to 2. *Special for Wednesday only, pair* **95c**

Children's Shoes in a variety of pretty styles; sizes 6 to 8; these are short lots from our 75c and $1.00 lines. *All at a low price to close, Wednesday at, pair* **48c**

Men's New Canvas Oxfords—White and gray, our $2.25 line priced specially low, *at, pair* **$1.89**

(Main Store—First Section Right of Arcade.)

WASH GOODS.

SPLENDID VALUES IN WASH FABRICS FOR MIDSUMMER WEAR.

200 pieces fine printed Dimities, Batistes and French Pongees, white and tinted grounds, in an immense variety of styles and colorings; values 15c to 25c yard. Price, yard **12½c**

100 pieces 32-in. wide Madras Ginghams, in stripes only; for waists and suits; stylish and durable. Price, yard .. **12½c**

100 pieces fine Mercerized English Grenadines, in solid colors, also linon, black and white grounds with stripes of contrasting shades; a 50c value. Price, yard **25c**

100 pieces German Linen Waistings, in woven stripes and figures; pretty colorings; selling at 50c yd. *Special price, yard* **29c**

35 pieces all linen thread dyed Etamines, in navy, natural, black, blue and green grounds, with white stripes; a 50c value. *Price, yard* **35c**

(First Aisle—Right of Fifth St. Entrance.)

Black Taffetas

Guaranteed not to crack or split. *(Fifth St., Main Aisle.)*

36 inches wide—the $1.50 quality—yard **$1.25**
36 inches wide—the $1.75 quality—yard **$1.39**
20 inches wide—the 69c quality—yard **59c**
27 inches wide—the $1.25 quality—yard **95c**
24 inches wide—the $1.00 quality—yard **82½c**

Our great center squares are crowded with rich and rare offerings in Foulards and Fancy Silks that are sold regularly at 75c, 85c and $1.00 a yard. Your choice, yard ..... 59c, 49c and **39c**

BLACK AND COLORED DRESS GOODS.

Light weight wool goods for waists and dresses, including Mohairs, Albatross, Nun's Veiling, Henrietta, Granite Cloths and Twine Cloths—every shade and every color; at yard **50c**

Black Etamines, 50-inch Whip Cords, 52-inch Prunellas, 52-inch Cheviots, 48-inch Granite Cloths and 56-inch Skirtings—for unlined skirts—regularly sold at $1.25 yard—at yard **98c**

CHALLIS—Satin striped Challis, in beautiful floral designs; regular 35c ones, at yard **22½c**

All Wool Challis, in 100 different patterns and colors; regularly 50c. *Special, One Day Only, yard* **27½c**

SUITS, JACKETS, SKIRTS and WASH SUITS

Second Floor—Fifth St.—Right.

Our Great July Clearance Sale Now on--Swell, High-Class Garments at REMARKABLE PRICE REDUCTIONS.

Suits, Jackets	Skirts	Wash Suits
Values to $18.50, for **$12.50**	Values to $8.50, for **$5.00**	Values to $2.50, for **$1.69**
Values to $23.75, for **$16.50**	Values to $10.00, for **$6.50**	Values to $5.50, for **$3.75**
Values to $30, for **$19.50**	Values to $12.50, for **$7.50**	Values to $7.50, for **$5.50**
Values to $37.50, for **$26.50**	Values to $15.00, for **$9.00**	Values to $10, for **$7.50**

Laces

A Rare Bargain

Black Chantilly, Serpentine Lace Bands, from 1 to 2 in. wide, at. yard... **10c**

Main Store, next Arcade.

Ribbons, Neckwear.

Specials for Wednesday Only.

All silk, fancy Ribbons, in stripes and plaids, four to six inches wide, and worth up to 50 cents a yard. *Special Wednesday only, yard* **19c**

Women's Neck Ruffs—in all white; regular price $1.50 each. *Special Wednesday only, yard* ... **$1.39**

(Nicollet Ave. Arcade, Left.)

Umbrellas and Parasols

Very necessary Articles, as we all know. Anything the the present changeable weather may call for, we have.

Women's fancy Parasols, in all the newest colorings and combinations; coaching styles, worth up to $3 each. Special price for *Wednesday only, choice* **$1.75**

Women's 26-inch black Mercerized Umbrellas—steel rod, paragon frame, elegant line of fancy silver trimmed handles—these are a manufacturer's surplus stock; worth up to $1.25 each. *Your choice, each* **75c**

Main Floor—Left of Fifth St. Entrance.

Women's Hosiery

Women's black and colored lace hosiery, colors cerise, silver gray; pink, blue, cardinal, heliotrope; also a lot of imported black drop stitch cotton hose. *Special Wednesday, pair* **19c**

Women's imported black and colored lace Hosiery. All-over laces and boot patterns, in a fine assortment of designs. *Choice, pair* **50c**

Main Floor—First aisle, left of 5th St. entrance.

Mexican Drawn Work

Beautiful pieces of this popular art work from dainty Doilies to large Tea Cloths, Buffet and Dresser Scarfs, etc. Our own direct importation. We begin a sale for balance of week—prices will be exceptionally low—on basis of purchase. A few mentioned:

6 and 8-inch Doilies—neat, effective designs—finished with fringe. *Sale price, each* **25c**

10 and 12-inch Center Pieces, beautiful designs, some linen centers and all-over effects. *Sale prices* **$1.25, 79c and** **59c**

18, 20 and 24-inch Center Pieces, strikingly and exquisitely designed in all-over linen centers—**$2.98, $2.50 and** **$1.98**

Lunch Cloths—Very elaborate patterns in beautiful effects—in the new Medallion and Tanniriff effects, square blocks in linen or all-over patterns—also Scarfs 36, 54 and 72 inches long—for sideboards, buffet or tray cloths, in very handsome patterns, most exquisitely designed and finished with hand hemstitching. These match lunch cloths or center pieces. Prices range from **$2.98 to** **$15.00**

Second Floor—all Elevators. Left of light well.

Photographs.

Special offer still in force—with every order of $3 Cabinets, we give one 11x14 inch enlarged portrait.

Minnette Ovals, at doz..... 75c
Card Size, at doz... $1 and $1.50

(Fourth floor—Main store elevators.)

STEAKS AND CHOPS.

Cut from choice beef, veal, lamb and mutton. Read the low prices:

Lamb Chops, shoulder, pound 12½c
Lamb Chops, rib or loin, pound 18c
Veal Chops, shoulder, pound 12½c
Veal Chops, rib or loin, pound 15c
Mutton Chops, shoulder, pound 10c
Mutton Chops, rib or loin, pound 14c

Good Western Beef

Shoulder Steak, pound 10c
Sirloin Steak, pound 14c
Porterhouse Steak, pound 16c
Club House Steak, pound 15c

Cold Lunch Meats—Roast Beef, Boiled Ham, Pressed Corned Beef, Veal and Tongue, Mortadella, Ham Sausage, Lamb Tongue, etc.

SANITARY MEAT DEPT. Under Management of Witt Bros.

Nicollet Ave. Arcade and Fifth St. Entrances.

About Your Watch

If you do not have the correct time our watchmakers can help you. If you want a new one we are the ones to help you. Our stock of watches of every size, both Swiss and American, is the largest in the northwest and you will find prices lowest, due to the quantities handled by us. No difference what cost you know the quality is highest coming from

See window display.

HUDSON'S,

519 Nicollet Avenue.

MAKES STRONG REA BROS. Cascarine

Tonic, Laxative and Cathartic Regulator. At all Druggists, 50 cents.

ORDINANCE REGULATING SPEED OF AUTOMOBILES.

The Village Council of the Village of Minnetonka Beach do ordain as follows:

Section 1.—It shall be unlawful for any person to propel any automobile at any place within the limit of the Village of Minnetonka Beach at a speed greater than eight miles an hour.

Sec. 2.—Any person who shall violate the foregoing section shall be deemed guilty of a misdemeanor and subject to arrest, and upon conviction before any justice of the peace of said village shall be subject to a fine of not less than Ten Dollars ($10.00) nor to exceed Twenty-five Dollars ($25.00), and in default of payment thereof may be committed to the village lockup or county jail for a period not to exceed thirty (30) days.

(Signed) FRED B. DODGE, President.

Attest: O. O. WINTER, Recorder.

Chapman's

8th and Nicollet

Specials for Wednesday.

Telephone Peas	Per peck	**15c**
New Potatoes	Per bushel	**55c**
Wax Beans	Per peck	**20c**
Cauliflower	Largest size California, each	**8c**
Currants	Per case 16 quarts	**$1.50**
Jelly Glasses	Per doz	**25c**
Mason Fruit Jars	Pints, per doz	**50c**
Jar Rubbers	Pure gum, per doz	**8c**
Baked Beans	St. Francis-brand, 2-lb. cans, worth 15c,	**8c**
Chicken Loaf	(Armour & Co.) Regular 30c per can. Special	**24c**
Salmon Steak	Worth 20c, two cans for	**25c**
Sardines	All Sardines at 20 per cent off.	
Chapman's	Java Combination, per lb	**30c**

Our Coffees are always fresh from our roaster.

Now is the time to advertise your business. Use the Journal's Want Columns. You read them, so do others.

Every Woman

is interested and should know about the wonderful MARVEL Whirling Spray The new Syringe. *Injection and Suction.* Best—Safest—Most Convenient. It cleanses instantly.

Ask your druggist for it. If he cannot supply the Marvel, accept no other, but send stamp for illustrated book—sealed. It gives full particulars and directions invaluable to ladies. MARVEL CO., Room 331 Times Bldg, N. Y.

Sent by mail or express to any address, prepaid, by

E. H. WEINHOLD, DRUGGIST,

528 Nicollet or West Hotel Drug Store, 500 Hennepin Avenue.

KODAKS

And Supplies at the

FOUGH KODAK SHOP, 406 1st Ave. So.

ARTICLES OF INCORPORATION OF THE WABASH SCREEN DOOR COMPANY.

Know all men by these presents, That the undersigned being desirous of forming and organizing a corporation, for the purpose of carrying on a manufacturing business under and pursuant to the general laws of the state of Minnesota, have agreed to and do hereby associate ourselves together for such purpose, and to that end do hereby respectively adopt and subscribe the following Articles of Incoporation, to wit:

ARTICLE I.

The name of the corporation hereby formed shall be and is "The Wabash Screen Door Company." The general nature of the business of said corporation shall be the manufacturing of screen doors and windows and other kinds of doors and windows, and door and window frames, stove boards, wash boards and any other article of metal or wood pertaining to or used in the erection of any building or structure, or useful for household or domestic purposes, and the doing and peforming of all things essential and necessary to the proper and efficient carrying on of the manufacturing business aforesaid.

The principal place of transacting the business of said corporation and the location of its principal office shall be in the city of Minneapolis, county of Hennepin and state of Minnesota; but offices may be maintained and the business of said company may be carried on at any other place or places in any of the United States of America or elsewhere.

ARTICLE II.

The time of the commencement of said corporation shall be the 10th day of July, A. D. 1902, and the period of its continuance shall be the term of thirty (30) years from and after the date of commencement, with the right of renewal, as provided by law.

ARTICLE III.

The amount of the capital stock of said corporation shall be and is the sum of five hundred thousand (500,000) dollars, which shall be subscribed for, called and paid in at such times, in such amounts and in such manner as the Board of Directors of said corporation shall from time to time prescribe and direct, and said stock shall be divided into common and preferred, as hereinafter stated.

ARTICLE IV.

The highest amount of indebtedness or liability to which said corporation shall at any time be subject shall be the sum of three hundred thousand (300,000) dollars.

ARTICLE V.

The names and places of residence of the persons forming this association for incorporation are as follows, to wit: Edward M. Kemp and Henry A. Rumsey, both of whom reside at Chicago, in the state of Illinois; Harvey R. Weesner, T. B. Janney and F. A. Chamberlain, all of whom reside in the city of Minneapolis, in the state of Minnesota.

ARTICLE VI.

The government of said corporation and the management of its affairs shall be vested in a Board of Directors consisting of five persons, and such officers and agents as said Board of Directors shall elect or appoint. At least two of the directors of said corporation shall at all times be holders of preferred stock and residents of Minneapolis, Minnesota. The names of the first Board of Directors are Edward M. Kemp, Henry A. Rumsey, Harvey R. Weesner, T. B. Janney and F. A. Chamberlain, who shall hold their several offices, unless sooner disqualified, until the first annual meeting of the stockholders of said corporation, to be held on the first Tuesday in December, A. D. 1902, and until their successors are elected and qualified.

The first officers of said corporation shall be Edward M. Kemp, president and treasurer; Harvey R. Weesner, vice president, and Henry A. Rumsey, secretary, who shall hold their offices respectively until their successors shall be elected and qualified. The offices of president and treasurer, or of vice president and treasurer, may be held by the same person. Directors shall be elected annually by the stockholders. All other officers shall be elected annually by the Board of Directors.

The first meeting of said corporation, and of its first Board of Directors, shall be held at No. 350 Temple Court Building, in the city of Minneapolis, on the 10th day of July, A. D. 1902, at 2 o'clock in the afternoon of that day.

The annual meeting of the stockholders of said corporation, for the election of a Board of Directors, and the transaction of such other business as may properly come before it, shall be held at the office of said Company in the city of Minneapolis, in the state of Minnesota, on the first Tuesday in December in each year, at 10 o'clock in the forenoon. If for any reason there shall be a failure to elect directors by the stockholders at the time appointed therefor, such directors may be elected at a special meeting of the stockholders thereafter called for that purpose. The officers of said corporation shall be elected by the board of directors at its first meeting after the annual meeting of the stockholders, and if for any reason there shall be a failure by the Board of Directors to elect officers at the time appointed therefor they may be elected or appointed at any regular meeting of the Board of Directors thereafter held, or at a special meeting thereafter called for that purpose. Directors and all officers shall hold their offices until their successors are elected or appointed, and vacancies occurring in the Board of Directors may be filled by the remainder of the Board. Directors so elected to hold office until the next election of directors.

ARTICLE VII.

The capital stock of said corporation shall be divided into five thousand (5,000) shares of one hundred (100) dollars each, of which twenty-five hundred (2,500) shares shall be preferred stock, and twenty-five hundred (2,500) shares shall be common stock. The rights, privileges and conditions following shall attach to the shares aforesaid, that is to say:

(1) The common stock shall be subordinate to the rights of the preferred stock, except that both preferred and common stock shall have equal voting powers.

(2) The said preferred stock shall carry a fixed cumulative preferential dividend at the rate of 6 per cent (6 per cent) per annum on the par value thereof, and such dividend shall, commencing Jan. 1, 1903, be declared semiannually, payable on the first days of January and July in each year. If in any year dividends amounting to six per cent (6 per cent) per annum shall not be paid on such preferred stock, the deficiency shall be a charge on the net profits, and be payable with interest at the rate of six per cent (6 per cent) per annum, before any dividend shall be paid upon or set apart for the common stock.

(3) Out of the balance of the net profits for each year, after the payment of said cumulative dividend, and any accrued interest thereon, to the holders of the preferred stock, a dividend of not exceeding six per cent (6 per cent) may be declared and paid to the holders of the common stock; and if the net profits for any year are more than sufficient to pay said dividends, the balance of the net profits for any such year shall be divided and paid as a dividend equally to the holders of the common and preferred stock, until each shall have received two per cent (2 per cent) per annum over and above the six per cent (6 per cent) above provided for. But all of the dividends, except the six per cent (6 per cent) to the preferred stockholders above mentioned, shall be non-cumulative, nor shall any such non-cumulative dividends, or any part thereof, be paid except out of the net earnings for the current year when the same are declared and paid. If the net profits in or for any year shall exceed the amount required to pay the dividends above provided for, upon both the preferred and common stock, the same may be distributed and paid as dividend to the holders of the common stock; PROVIDED, However, that after Jan. 1, 1905, one-half of the net profits of said corporation remaining in any year after the payment of the dividends of eight per cent (8 per cent) upon the preferred and common stock, as hereinbefore provided for, shall be set apart, reserved and kept as a surplus fund until said fund shall amount to the sum of two hundred and fifty thousand (250,000) dollars, which surplus or reserve fund shall be kept and maintained intact as security for the payment of the cumulative dividends upon the preferred stock, and in payment of the preferred stock at par upon liquidation or settlement of the affairs of said corporation; and no part of said reserve fund shall be used or paid out for any other purpose, without a vote in favor thereof of at least three-fourths in amount of the entire stock of said corporation.

(4) In the event of the liquidation or dissolution of said corporation, all of the assets and funds thereof, remaining after the payment of its indebtedness, shall be applied in repaying to the holders of the preferred stock the full amount thereof at par, and the accrued and unpaid dividends, if any, thereon, before any amount shall be paid upon the common stock; and after such payment in full to the holders of said preferred stock, all of the surplus assets and funds of said corporation shall belong to and be divided among the holders of the common stock.

(5) The entire property and plant of said corporation shall not be sold, nor shall any mortgage or other lien thereon be given or made, without a vote in favor thereof of three-fourths in amount of the entire capital stock of said corporation.

In witness whereof, the parties hereto have hereunto set their hands this third day of July, A. D. 1902.

EDWARD M. KEMP,
HARVEY R. WEESNER,
HENRY A. RUMSEY,
T. B. JANNEY,
F. A. CHAMBERLAIN.

In presence of:
WILL A. KOON,
M. S. ANDERSON.

STATE OF MINNESOTA,
County of Hennepin—ss:

Be it known, that on this 3d day of July, A. D. 1902, personally appeared before me, Edward M. Kemp, Henry A. Rumsey, Harvey R. Weesner, T. B. Janney and F. A. Chamberlain, to me personally known to be the individuals described in and who executed the foregoing articles of association, and acknowledged that they executed the same freely and voluntarily, for the uses and purposes therein expressed. WILL A. KOON,
[Notarial Seal.] Notary Public, Hennepin County, Minnesota.

Office of Register of Deeds,
State of Minnesota, County of Hennepin.

I hereby certify that the within instrument was filed for record in this office on the 3d day of July, A. D. 1902, at 12¼ o'clock p. m., and was duly recorded in Book —— of ——, page ——. GEORGE C. MERRILL,
Register of Deeds.

STATE OF MINNESOTA,
Department of State.

I hereby certify that the within instrument was filed for record in this office on the 3d day of July, A. D. 1902, at 3.15 o'clock p. m., and was duly recorded in Book C3 of Incorporations, on page ——.

P. E. HANSON,
Secretary of State.

Defective Page