

CERTIFICATE OF INCORPORATION.

-of-

FEDERAL RESERVE ASSOCIATION.

Office with

CORPORATION TRUST CO., Capital Hotel Block,
DOVER, DELAWARE.

First- The name of this Corporation is
FEDERAL RESERVE ASSOCIATION.

Second- Its principal office and place of
business in the State of Delaware is to be located in Dover,
County of Kent. The Agent in charge thereof is ~~The Corporation Trust Co.~~
~~of Delaware, Dover, De.~~

Third- The nature of the business and the
objects and purposes to be transacted, promoted and carried
on are to do any or all of the things herein mentioned, as
fully and to the same extent as natural persons might or
could do, and in any part of the world, viz.:

The purpose for which the said corporation is
formed is to unite in bonds of beneficial fraternity and benevo-
lence, all acceptable white persons of good moral character and
sound bodily health, who believe in the existence of a Supreme
Being; to educate and improve its members morally, socially and
intellectually, and to furnish insurance protection and benefits
upon the lives of such of its members as may be entitled thereto,
under the laws, Rules and Regulations of the Order, for themselves
their wives, husbands, affianced wife or affianced husband, child
or children, father, mother, sister, brother or other relatives
or dependents, as the members may direct; and to insure, protect
and benefit its members in the event of loss by death, accident,

sickness or other disability, old age or other causes, and to allow surrender values of its contracts or certificates to its members surrendering the same, and also to accumulate, maintain, apply or disburse among its members a reserve, emergency or other fund, as may be provided in its Laws, Rules and Regulations.

IN FURTHERANCE AND NOT IN LIMITATION of the general powers conferred by the laws of the State of Delaware and the objects and purposes herein set forth, it is expressly provided that this corporation shall also have the following powers, viz.:

To take, own, hold, deal in, mortgage or otherwise lien, and to lease, sell, exchange, transfer, or in any manner whatever dispose of real property, within or without the State of Delaware, wherever situated.

To enter into, make and perform contracts of every kind with any person, firm, association or corporation, municipality, body politic, county, territory, state, government or colony or dependency thereof, and without limit as amount to draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidence of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the Laws of the State of Delaware.

To have offices, conduct its business and promote its objects within and without the State of Delaware, in other States, the District of Columbia, the territories and colonies of the United States, and in foreign countries, without restriction as to place or amount.

To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part

of the world, as principals, agents, contractors, trustees or otherwise, and either alone or in company with others.

IN GENERAL to carry on any other business in connection therewith, or otherwise, not forbidden by the Laws of the State of Delaware, and with all the powers conferred upon corporations by the Laws of the State of Delaware.

Fourth- This corporation shall be not for profit and shall have no capital stock.

Fifth- The names and places of residence of each of the incorporators and original members of the said company are as follows:

NAME:

A. B. Smith
R. Wilson
Philip T. Roub

RESIDENCE:

Wilmington, Pa.
Wilmington, Pa.
Walla Walla, Pa.

Sixth- This corporation is to have perpetual existence.

Seventh-The Directors shall have power to make and to alter or amend the By-Laws; and cause to be executed, mortgages and liens, without limit as to amount, upon the property and franchises of this Corporation.

The Board of Directors shall consist of not less than three nor more than fifteen and may be increased or decreased in such manner as the By-Laws of the company may from time to time provide.

IN FURTHERANCE AND NOT IN LIMITATION of the powers conferred by statute, the Board of Directors is expressly

authorized: - to make, alter, amend and repeal the By-Laws of this Corporation, and to fix the amounts to be received from time to time as surplus, and also to make and prescribe, from time to time, such rules and regulations for the government of the officers and agents and for the management of the affairs of the company, by and with the approval of the Board of Directors, as may not be inconsistent with this certificate or with the constitution and laws of this State.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the company.

To determine the number of Directors, and terms of service and their qualification; the number required to constitute a quorum and the times and places for meetings and callings of meetings; to determine the appointments, duties and removal of agents, officers, and servants of the Corporation, subject to the provisions of the By-Laws of the Company referring thereto; vacancies occasioned by death, resignation or otherwise shall be filled by the Board of Directors, and all outgoing Directors shall be eligible to re-election.

The members and directors shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside of the State of Delaware, at such places as may be from time to time designated by the By-Laws or by resolution of the directors except as otherwise required by the Laws of Delaware.

Eight- The election of Directors shall be held in manner and form as prescribed by the By-Laws.

It is the intention that the objects and powers in the third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this certificate of incorporation, but that the objects, purposes and powers specified in the third paragraph and in each of the clauses or para-

graphs of this charter shall be regarded as independent objects, purposes and powers.

Fifth- The Directors may determine the rates of the premiums, the amounts to be insured on any one risk and the terms of such insurance.

The Directors may, from time to time, determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the membership or any of them) shall be open to the inspection of the members, and no member shall have any right to inspect any account, book or document of this corporation except as conferred by statute or authorized by the Directors or by resolution of the members.

If the By-Laws so provide, the Directors are expressly authorized to designate two or more of their number to constitute an Executive Committee which Committee shall for the time being, as provided in said resolution or in the By-Laws of this Corporation, have and exercise any or all of the powers of the Board of Directors in the management of the business and affairs of this Corporation, and have powers to authorize the seal of this corporation to be affixed to all papers which may require it.

Both members and Directors shall have power, if the By-Laws so provide, to hold their meetings either within or without the State of Delaware, to have one or more offices in addition to the principal office in Delaware, and to keep the books of this Corporation (subject to the provisions of the statute) outside of the State of Delaware at such places as may, from time to time, be designated by them.

This corporation may in its By-Laws confer powers additional to the foregoing upon the Directors, in addition to the powers and authorities expressly conferred upon them by statute.

This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now, or hereafter, prescribed by statute, and all right conferred on members herein granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators and original members of the company hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Delaware, as well in pursuance of an act of Legislature of the State of Delaware entitled, "An Act Providing a General Corporation Law", (approved March 10th, 1899), and the Acts amendatory thereof and supplemented thereof as in pursuance of all other laws enabling, do make and file this certificate hereby declaring and certifying the facts herein stated are true and accordingly have hereunto set our hands and seals this 2nd day of Sept. A. D. 1914.

Dated at Wilkes-Barre, Pa.

H. B. Smith (Seal)
H. B. Wilson (Seal)
Philip J. Raub (Seal)

In the Presence of

Olga E. Smith

STATE OF PENNSYLVANIA,
LUZERNE COUNTY, SS.

BE IT REMEMBERED, That on this 2nd day of September,
A. D. 1914, personally appeared before me, the Subscriber, a
Notary Public for the State of Pennsylvania, H. B. Smith,
H. B. Wilson and Philip J. Raub —, parties

to the foregoing Certificate of Incorporation, known to me personally to be such, and I having first made known to them and each of them the contents of said certificate, they did each severally acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, and each deposed that the facts therein stated were truly set forth.

Olga E. Trib

NOTARY PUBLIC
By Commission Expires Jan. 21, 1917

