



Duluth, Missabe, and Iron Range
Railway Company Records.

Copyright Notice:

This material may be protected by copyright law (U.S. Code, Title 17). Researchers are liable for any infringement. For more information, visit www.mnhs.org/copyright.

The Duluth & Iron Range Rail Road Co.

~~N.C.~~
OFFICE OF SECRETARY.

H. JOHNSON,
SECRETARY.

Duluth, Minn., April 26, 1909 .

Dear Sir:

A special meeting of the Board of Directors of The Duluth & Iron Range Rail Road Company will be held at the office of the President, Room 502 Wolvin Building, Duluth, Minnesota, at 2 o'clock P M., Wednesday, May 5th, 1909, for the purpose of approving the action of the Executive Committee in declaring a dividend on the Capital Stock of the Company at a meeting held March 16, 1909, and to transact such other business as may properly come before the Board .

Yours truly,

Secretary .

Sent to:

F. E. House, ✓
J. H. McLean, ✓
F. C. Marshall, ✓
T. F. Cole,
Thomas Murray,
Geo. L. Reis, ✓
Wm. Edenborn,
W. E. Corey,
F. H. White, ✓
Thomas Owens, ✓
E. H. Gary .

*Entered
Copy to
ass. Secy
5/11/09
Murray
Murray*

THE DULUTH & IRON RANGE RAIL ROAD COMPANY.

SPECIAL DIRECTORS' MEETING.

Duluth, Minn., May 5th, 1909.

Pursuant to notice duly given, a special meeting of the Board of Directors of The Duluth & Iron Range Rail Road Company was held at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Wednesday, May 5th, 1909, at 2 o'clock in the afternoon.

The following named Directors, constituting a quorum of the Board, were present and participated in the meeting, to-wit:

F. E. House,
J. H. McLean,
Geo. L. Reis,
Thomas Owens,
F. H. White,
F. C. Marshall,
H. Johnson.

Mr. F. E. House, President, called the meeting to order and presided. Mr. H. Johnson, Secretary, was present and acted as secretary of the meeting. Mr. F. D. Adams, Assistant General Solicitor, was present by request.

The minutes of the last meeting of the Board, held on Saturday, the 12th day of December, 1908, were read and in all things approved.

The minutes of a meeting of the Executive Committee, held at Duluth, Minnesota, on Tuesday, March 16th, 1909, were read, and, on motion duly made and seconded, the following resolution was unanimously adopted, to-wit:

RESOLVED, That the action of the Executive Committee of The Duluth & Iron Range Rail Road Company, at its meeting held in Duluth, Minnesota, on March 16th, 1909, in declaring a dividend (No. 11) of Seventy Per Cent (70%) or Seventy Dollars (\$70) per share upon each and every share of the Capital Stock of the Company outstanding, payable by the Treasurer of the Company in the City of Duluth, Minnesota, on or before March 17, 1909, to stockholders of record, be, and the same is hereby, in all things approved, ratified and confirmed.

The President reported that in conformity with a resolution passed by the Board at a meeting held in Duluth, Minnesota, on December 3rd, 1908, one hundred and nine thousand dollars (\$109,000) par value of the First Mortgage Five Per Cent Coupon Bonds of this Company, canceled by conversion into Registered Bonds, were destroyed by burning in the boiler room of the Atlantic Building, Numbers 49 - 51 Wall Street, in the

Borough of Manhattan, in the City of New York, on the 25th day of January, 1909, in the presence of Messrs . H . G . Hay and Thomas Murray of the committee appointed for that purpose, and Mr . Jas . F . McNamara representing the Metropolitan Trust Company of the City of New York, Trustees of the Mortgage, and a proper certificate setting forth the destruction of said bonds, signed by all the parties present at the time of said burning, has been placed on file with the Secretary of this Company .

Whereupon, on motion duly made and seconded, the report was duly accepted and ordered spread upon the Secretary's records of this meeting. (See Page _____ for report)

The President then presented to the meeting a memorandum of estimates of certain expenditures, which, in his judgment, were or are necessary, to-wit:

D&IR USS			
<u>No.</u>	<u>No.</u>	<u>Description:</u>	<u>Amount:</u>
254	227	Concrete culvert at Mile 102,	\$ 9,000 .00
255	228	Rebuilding Bridge 51-A,	26,580 .00
256	229	Change of main line account of Gilbert, Malta and Genoa Mines,	418,167 .19
257	230	Four freight locomotives,	56,900 .00
258	231	Haulage system at coal dock,	5,200 .00
259	232	Spur track from Fayal Mine Shaft No 4 to Fayal No 1 and to track to Fayal No .3 shop,	3,550 .00
260	233	Extension of 60 feet on east end of coal dock storage ground, Two Harbors,	1,456 .17
261	234	800 steel ore cars,	844,000 .00
262	235	Foot bridge over tracks in Chester Creek City Park at 12th Avenue East, Duluth, Minnesota,	2,980 .00
265	238	Renewal of bridge 67-A,	15,530 .00
268	241	Storehouse for gasoline at Two Harbors,	3,030 .00
272	245	New water station in ore dock yard, Two Harbors,	2,000 .00
275	248	Extension and alteration of freight depot at Ely,	3,500 .00
277	250	Six miles of new woven wire fence,	2,340 .00
284	257	Track to Knox Mine,	22,361 .00
285	258	Sundry spur tracks, etc ., to-wit:	
		Extension of Syracuse Coal Dock,	\$ 25 .44
		Norman Mine Siding,	868 .10
		Pettit Mine Pocket Track,	80 .03
		Mohawk Mine Track,	903 .27
		Dwelling house at Biwabik,	1,162 .89
		<u>Total,</u>	<u>\$1,419,634 .09</u>

Whereupon, the following resolution was offered, seconded and upon being put to vote, was unanimously adopted:

RESOLVED, That the foregoing expenditures for and on behalf of this Company, made or to be made, be, and the same are hereby, authorized, approved, ratified and confirmed.

The President presented and read to the meeting the resignations of Mr . James Gayley, dated March 29th, 1909, as a Director of the Company, and the resignation of Mr . T . F . Cole, dated May 5th, 1909, as First Vice President and Director of the Company. Whereupon, on motion duly made and seconded, it was unanimously

RESOLVED, That the resignations of Mr .James Gayley as Director and Mr .T .F .Cole as First Vice President and Director of The Duluth & Iron Range Rail Road Company, be, and the same are hereby, accepted, to take effect at the close of this meeting.

The President presented and read to the meeting the resignation, taking effect May 1, 1909, of Mr .Joseph B .Cotton, General Solicitor of the Company; and, upon motion duly made and seconded, it was unanimously

RESOLVED, That the resignation of Mr .Joseph B .Cotton as General Solicitor of this Company, taking effect May 1, 1909, be, and the same is hereby, accepted.

The President presented to the meeting correspondence had with Mr .Leon E .Lum, representing Mr .G .G .Hartley, relating to the acquiring by purchase from The Duluth & Iron Range Rail Road Company, of so much of Lots Six (6), Seven (7), Eight (8), Fifteen (15) and Eighteen (18), Block Three (3), Portland Division, Duluth, Minnesota, as lies between the Southerly line of Superior Street and the Northerly line of the right-of-way of this Company . After due discussion, the following resolutions, offered by Mr .Geo .L .Reis and seconded by Mr .Thomas Owens, being put to vote, were unanimously adopted, to-wit:

RESOLVED, That the President be authorized to sell to Mr .Leon E .Lum, so much of Lots Six (6), Seven (7), Eight (8), Fifteen (15) and Eighteen (18), Block Three (3), Portland Divison, Duluth, Minnesota, as lies between the Southerly line of Superior Street and the Northerly line of the right-of-way of this Company, for the sum of Five Thousand, Five Hundred Dollars (\$5,500); and

Whereas, the parcels of land in question are covered by the first and second mortgages of The Duluth & Iron Range Rail Road Company;

RESOLVED, That the President be authorized to take such steps as may be necessary to convey the above parcels of land clear of incumbrance of the first and second mortgages of this Company; and

BE IT FURTHER RESOLVED, That the matter of adjusting the expense of furnishing the title to the parcels of land so acquired by Mr .Leon E .Lum, be adjusted between this Company and the purchaser under such terms and conditions as the President may, in his judgment, dictate .

There being no further business presented, on motion duly made and seconded, the meeting was adjourned, sine die .


Secretary .

The Duluth & Iron Range Rail Road Company

Empire Building, 71 Broadway,

New York

*Thomas Murray, Ass. Treas. & Ass. Sec.
New York.*

1/29/09

on file

January 25th, 1909.

Mr. H. Johnson, Secretary,

The Duluth & Iron Range Rail Road Company,

Wolvin Building,

Duluth, Minn.

Dear Sir:

Referring to the resolution of the Board of Directors adopted December 3rd, 1908, I beg to enclose herewith the signed report, in duplicate, of the Cremation Committee showing the destruction today of \$109,000. cancelled First Mortgage Coupon bonds, the details of which are given in the report. Please acknowledge receipt.

Yours truly,

Thomas Murray

Assistant Treasurer.

C R E M A T I O N C E R T I F I C A T E.

THE DULUTH & IRON RANGE RAILROAD COMPANY FIRST MORTGAGE
COUPON BONDS DUE OCTOBER 1, 1937.

THIS IS TO CERTIFY that we have this day, in the presence of each other, totally destroyed by burning the same to ashes in the boiler room of the Atlantic Building, Nos. 49 and 51 Wall street, in the Borough of Manhattan in the City of New York, One hundred and nine thousand dollars, (\$109,000) par value, canceled First Mortgage Coupon Bonds of The Duluth and Iron Range Railroad Company, principal due October 1, 1937, interest five per cent, payable April 1 and October 1, being 109 bonds @ \$1000 each, issued under mortgage or deed of trust dated the 20th day of September, 1887, duly executed by The Duluth & Iron Range Railroad Company to the Metropolitan Trust Company of the City of New York, Trustee, and being numbered and having the following and subsequent coupons attached thereto:

<u>Bond Number</u>	<u>Coupon</u>	<u>Amount.</u>
450	April 1, 1908	\$ 1,000
485	October 1 "	1,000
550	" 1 "	1,000
627	October 1 1904	1,000
682/684	October 1, "	3,000
1411/1414	April 1, 1908	4,000
1500	October 1, "	1,000
1594	April 1, 1901	1,000
1600	October 1, 1904	1,000
1830	October 1, 1908	1,000
1899	October 1, 1904	1,000
2692	" 1, 1908	1,000
2741	October 1, 1904	1,000
2861/2862	" 1, "	2,000
3199	" 1, "	1,000
3215/3222	April 1 1908	8,000
3490	October 1, 1904	1,000
3536	April 1, 1908	1,000

Forward

\$31,000

<u>Bond number</u>	<u>Coupon</u>	<u>Amount.</u>
	Forwarded	\$31,000
3592	October 1, 1904	1,000
4088	April 1, 1908	1,000
4136/4140	October 1, 1904	5,000
4142	" 1, 1904	1,000
4365/4366	April 1, 1907	2,000
4473/4483	October 1, 1904	11,000
4515	April 1, 1908	1,000
4608/4609	October 1, 1904	2,000
4633	" 1, 1908	1,000
4858/4863	October 1, 1905	6,000
4883/4887	October 1, 1904	5,000
4925/4926	April 1, 1908	2,000
5056	October 1, 1904	1,000
5210/5218	October 1, 1905	9,000
5349/5353	April 1, 1900	5,000
5511	April 1, 1908	1,000
5960/5968	" 1 "	9,000
6067/6068	October 1, 1904	2,000
6134/6135	" 1, 1908	2,000
6142/6143	" 1, 1908	2,000
6252	October 1, 1904	1,000
6605/6612	April 1, 1907	8,000
		<hr/> \$109,000

Dated New York, ²
January 25 1909.

METROPOLITAN TRUST COMPANY
OF THE CITY OF NEW YORK,
TRUSTEE,

By *J. J. M. ...*
Trust Officer.

UNITED STATES STEEL CORPORATION

By *H. C. Hay*
Assistant Treasurer,

THE DULUTH & IRON RANGE RAILROAD
COMPANY,

By *Thomas Murray*
Assistant Treasurer.

AS SPECIAL COMMITTEE APPOINTED BY THE BOARD OF
DIRECTORS OF THE DULUTH & IRON RANGE RAIL ROAD
COMPANY, AT ITS MEETING HELD IN DULUTH, MINN.,
ON DECEMBER 3rd, 1908.

APPROPRIATIONS TO BE APPROVED AT DIRECTORS' MEETING,

May 5, 1909.

D&IR USS No . No .	Description:	Amount:
254 227	Concrete culvert at Mile 102,	\$ 9,000 .00
255 228	Rebuilding Bridge 51-A,	26,580 .00
256 229	Change of Main Line account of Gilbert, Malta and Genoa Mines,	418,167 .19
257 230	Four freight locomotives,	56,900 .00
258 231	Haulage system at Coal Dock,	5,200 .00
259 232	Spur track from Fayal Mine Shaft No 4 to Fayal No 1 and to track to Fayal No.3 Shop,	3,550 .00
260 233	Extension of 60 feet on East end of Coal Dock storage ground, Two Harbors,	1,456 .17
261 234	800 Steel Ore Cars,	844,000 .00
262 235	Foot bridge over tracks in Chester Creek City Park at 12th Avenue East, Duluth,	2,980 .00
265 238	Renewal of Bridge 67-A,	15,530 .00
268 241	Storehouse for gasoline at Two Harbors,	3,030 .00
272 245	New water station in Ore Dock Yard, Two Harbors,	2,000 .00
275 248	Extension and alteration of freight depot at Ely,	3,500 .00
277 250	Six miles of new woven wire fence,	2,340 .00
284 257	Track to Knox Mine,	22,361 .00
285 258	Sundry spur tracks, etc ., to-wit:	
	Extension of Syracuse Coal Dock, \$ 25 .44	
	Norman Mine Siding, 868 .10	
	Pettit Mine Pocket Track, 80 .03	
	Mohawk Mine Track, 903 .27	
	Dwelling house at Biwabik, <u>1,162 .89</u>	<u>3,039 .73</u>
	Total,	\$1,419,634 .09

JAMES GAYLEY
71 BROADWAY
NEW YORK

New York, 29th March, 1909.

My dear Mr. House:-

Please accept my resignation as a Director of the Duluth
& Iron Range Railroad Company, and oblige,

Very truly yours,

James Gayley

To MR. F. E. HOUSE, President,
Duluth & Iron Range R. R. Co.,
Duluth, Minn.

THOMAS F. COLE,
PRESIDENT.

OLIVER IRON MINING COMPANY,

GENERAL OFFICES; WOLVIN BUILDING.

DULUTH, MINN.,

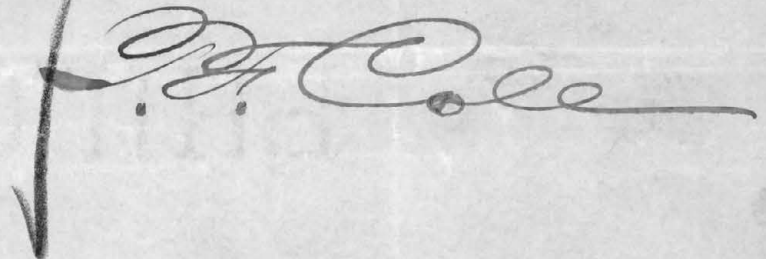
May 5th, 1909.

RESIGNATIONS:

Gentlemen:--

I herewith tender my resignation as
Vice President and Director of the Duluth & Iron Range
Railroad Company.

Yours very truly,

A handwritten signature in cursive script, appearing to read 'T. F. Cole', written in dark ink. The signature is positioned below the typed text 'Yours very truly,' and is partially obscured by a vertical line drawn through the document.

To-
BOARD OF DIRECTORS,
Duluth & Iron Range Railroad Company,
Duluth, Minnesota.

The Duluth & Iron Range Rail Road Company

Offices; Wolbin Building,

JOSEPH B. COTTON,
GENERAL SOLICITOR.

Duluth, Minn. January 18th, 1909.

Personal.

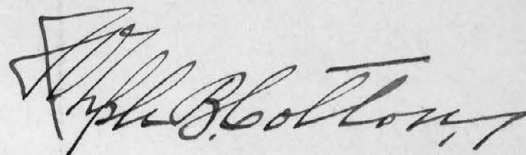
Mr. F. E. House, President,
The Duluth & Iron Range Rail Road Company,
B u i l d i n g.

My dear Mr. House:-

As I have made other business arrangements which are most satisfactory and promising to me, I hereby tender my resignation as General Solicitor of your Company to take effect May 1, 1909. In thus voluntarily retiring from the service, I beg to assure you that I do so solely in justice to my own personal interests, and I desire to thank you and all the other officers for the uniform courtesies extended and the confidence always reposed in me.

I believe in these great iron interests in the Northwest, and shall always be glad, as a citizen, to assist them in any way I can.

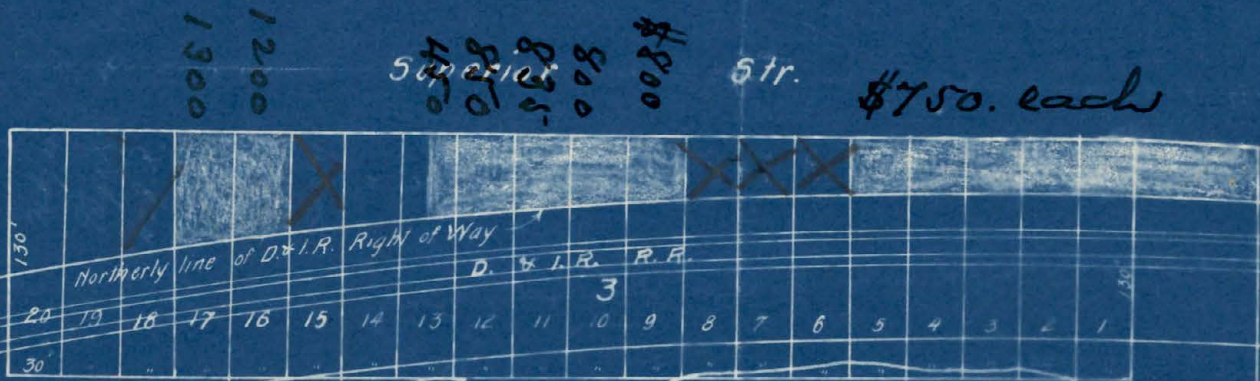
Very truly yours,



General Solicitor.

Washington Ave.

8th Ave. E.



Sketch Showing
 Block 3, Portland Division,
 Duluth, Minn.
 Scale 1"=100'

Leon E. Lum,
Attorney at Law.

Duluth, Minn. Dec. 12, '08.

Mr. T. F. Cole,
Duluth, Minn.

Dear Sir:-

Above is a diagram of Block 3, Portland, which the Duluth & Iron Range and Northern Pacific owned, with the value at which the Northern Pacific lots were appraised by Stryker, Manley & Buck, and on which we bought. They had already sold two lots to Fitger on which there will probably be a saloon in time, and a lot and a half to a woman who had a house on it, and were about to sell the other corner to an Italian, who had a stand on it, before I learned the lots were for sale. As Mr. Hartley has large interests both east and west of that neighborhood, he was considerably exercised at having that block, which, from its narrowness, will not accommodate an ordinary store, given up to shacks, and he told me to buy the lots at any reasonable price, and if the City did not want the lots for park purposes, we would see what kind of a block D.H. Burnham & Co. could design for them. I bought the remaining Northern Pacific lots, giving check October 16th, at the above prices, except that I gave them \$100.00 extra to break with the Italian, out of which they had to pay Stryker's commission. I then took up with Mr. Cotton's office the question of boundary. Attached is a copy of the letter to Mr. Cotton. I also took up with Mr. House the purchase of the Duluth & Iron Range lots, and finally agreed to pay something like 20% more than the Northern Pacific had asked for the lots on either side, and he was to submit the matter to the Board of Directors, with a favorable recommendation. Mr. Stryker nominally made the offer. After the Directors' meeting he received the letter, a copy of which is attached.

It is admitted that the lots are of no use to the Duluth & Iron Range, and you will see that 6, 7 and 8 are absolutely necessary to Mr. Hartley's scheme of improvement. We don't care so much for the others, but Mr. Hartley expects to buy the lot sold the woman, if possible, which would give him all the frontage, except the easterly three lots, and he might get those in time.

This is the history of the deal. I have heard nothing from Mr. Cotton and thought likely he had taken up the matter of the wall with the Northern Pacific. I can see nothing except a benefit to each party in an agreement that the wall shall be the boundary, but if it is no benefit to the railroad, the sale of the lots cuts no figure with it, as the wall would not be conveyed or affected in any way.

It will be to the interest of every resident of the city to have an improvement such as Mr. Hartley contemplates, and the railroad will be certainly getting the use of the money now tied

Leon E. Lum,
Attorney at Law.

Duluth, Minn.

-2-

up and freedom from protecting the wall against drunkards and
childred who might fall over it. I hope the deal may be carried
out.

Respectfully,

C

November 23, 1908.

Jos. B. Cotton, Esq.,

Gen'l. Counsel D. & I. Ry. Co.,

Duluth, Minn.

Dear Sir:-

I had a talk with your Mr. Welch regarding the title to the land on the south side of Superior Street, between 7th and 8th Ave. East. I wish to register the title to that part between your right of way and Superior Street, and Mr. Agatin thought it ought to be described by metes and bounds which would require a survey. Mr. Welch thought we could make an agreement between ourselves defining the boundary which suits us. I do not know whether the stone wall is partly on our land or not, but Mr. Hartley tells me that the wall has been a source of trouble to the railroad on account of pressure water and frost behind it. Now would it do to make an agreement that the wall shall be considered the boundary, shall always be permitted to remain as it is; that we may use it as a foundation of our buildings, which will keep all water from behind it, but if it ever washes or undermines, the expense of repairing it shall be borne equally by both parties. Such an agreement seems to be fair and beneficial to both parties. We shall control the whole block with the exception of three lots, and the owners of these lots will doubtless join. I want to get our title registered as soon as possible. Please let me know your view of the matter.

Very respectfully,

(Signed) Leon E. Lum.

①

DULUTH & IRON RANGE RAILROAD COMPANY.

F.E.House,
President.

Office of the President.

Duluth, Minn. Dec. 3, 1908.

Mr. J. D. Stryker,

Stryker, Manley & Buck,

Duluth, Minn.

Dear Sir:-

Referring to your offer of July 10th for the northerly portion of lots owned by the Duluth & Iron Range R.R.Co. in Block 3, Portland Division, Duluth, at a meeting of the Board of Directors of this Company held this day it was agreed that the Company does not care to enter into negotiations at this time for the sale of this property. There are certain complications regarding the Company's right-of-way at that point that make it undesirable to consider a sale, for example; The right-of-way and railroad property in that vicinity is leased by this company and the retaining wall stands altogether upon its right-of-way. No arrangement, therefore, could be made by which any abutting property owner could be allowed to use any portion of this wall without bringing into negotiations the fee owner of the right-of-way. The wall was built by the Duluth & Iron R.R.Co., but stands entirely upon the right-of-way of the St. Paul & Duluth R.R.Co., from which the Duluth & Iron Range R.R.Co. leases. The Company has therefore decided to take no steps as present toward sale of the land referred to.

Very truly yours,

(Signed) F.E.House,
President.



LOANS INSURANCE BONDS REAL ESTATE

Duluth, Minn., Nov. 28, 1908.

F. E. House, Esq.,
Prest. Duluth & Iron Range Railroad Co.,
Wolvin Building,
City.

Dear Mr. House:-

Replying to your favor of November the 25th, beg to advise that in our judgment, so much of Lots Six (6), Seven (7) and Eight (8), Block Three (3), Portland Division, as lies within thirty-two feet of the South side of Superior Street, is worth \$3,000.

So much of Lot Fifteen (15), Block Three (3), Portland Division, as lies within fifty-two feet of the South side of Superior Street, is worth \$1500.

So much of Lot Eighteen (18), Block Three (3), Portland Division, as lies within sixty-seven feet of the South line of Superior Street is worth \$1600.

All these values are exclusive of structures or improvements of any kind.

Yours truly,

Dic B

A handwritten signature in cursive script that reads "Henry Nolte".

JOHN D. STRYKER, PRES. A. H. BROWN, VICE PRES. GEO. W. BUCK, SEC. AND TREAS.

ESTABLISHED 1881.

STRYKER, MANLEY & BUCK,

(INCORPORATED)

FIRST MORTGAGE LOANS & REAL ESTATE.

DULUTH, MINNESOTA.

Apr 14/09

Dear Mr. House, I enclose a note I received from Mr. Linn - I don't like to keep speaking to you about this - still I would appreciate it very much if you could see your way clear to get your board together & close up the deal.

Very truly
J. Stryker

1855.

You can show
the suc. letter to Mr.
H. He was to give \$200
when he could get a quorum

En Route on
THE NORTH-WESTERN LINE
C. St. P. M. & O. Ry.
"The Best of Everything"

Ed Snyder Esq

4.9.9.

Dear Sir

I think Mr. House's
board of directors will be here
next week. You might speak
to him the last of the week - Just
be for god -

Yours

Leon E. Linn

Mr. Hartley will give you the
money any time -

JOHN D. STRYKER, PRES. A.H. BROWN, VICE PRES. GEO. W. BUCK, SEC. AND TREAS.

ESTABLISHED 1881.

STRYKER, MANLEY & BUCK,
(INCORPORATED)

FIRST MORTGAGE LOANS & REAL ESTATE.
DULUTH, MINNESOTA.

July 10th, 1908.

Mr. F. E. House, President,
Duluth & Iron Range Railway Co.,
City.

Dear Sir:-

We beg to submit an offer of Forty-three Hundred Fifty Dollars for the lots owned by your Company in Block 3, Portland Division of Duluth, viz: Lots Six (6), Seven (7), Eight (8), Fifteen (15) and Eighteen (18), in said Block Three (3). We make this offer net to you without commission and would state that it is practically on the same basis that we are negotiating for the sale of the lots in this block owned by the Northern Pacific Railway Company, except we have deducted to cover our commission.

We would be pleased to have you take the matter up and let us know what the decision is as soon as convenient.

Yours very truly,

Stryker, Manley & Buck.

By

J. D. Steeples

Dict. JDS.

Lot 6 av.	32' dup
7	33
8	34
15	52
18	67

150' total frontage

This. That on 18

*I recommend
taking \$5500.00*

COPY OF LETTER

THE DULUTH & IRON RANGE RAIL ROAD CO.
OFFICE OF THE PRESIDENT

DULUTH, MINN..

Dec. 2, 1908.

Mr. J. D. Stryker,
Stryker, Manley & Buck,
Duluth, Minn.

Dear Sir:-

Referring to the matter of your offer \$4300.00 for the lots owned by this Company on Block 3, Portland Division, Duluth, I have to say: We have a meeting of our Board of Directors to-morrow, Thursday, when I expect to take this matter up, but cannot recommend sale at price that you name. I am willing to recommend it at \$6100.00. I divide this up about as follows; I believe that lots 6, 7 & 8 are worth \$3,000.00, lot 15, \$1500.00 and lot 18, \$1600.00. These values are exclusive of structures or improvements. Kindly advise me at once if you wish to consider this figure and I will bring it up to the Board.

Very truly yours,

President.

*Entered
Copy to New
York*

THE DULUTH & IRON RANGE RAIL ROAD COMPANY

ANNUAL STOCKHOLDERS' MEETING.

Duluth, Minnesota, June 4, 1909.

Pursuant to a provision in the By-Laws of the Company and notice duly given, the annual meeting of the stockholders of The Duluth & Iron Range Rail Road Company was held at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Friday, June 4th, 1909, at 2 o'clock P.M.

The President presided at the meeting, and the Secretary kept the minutes.

Mr. F. D. Adams, Assistant General Solicitor, was present by request.

Upon roll call of the stockholders duly had, the following were found to be present either in person or by proxy authorized in writing, to-wit:

MINNESOTA IRON COMPANY,	by F.E.HOUSE and HORACE JOHNSON, proxies,	25,983 shares,
E.H.GARY and RICHARD TRIMBLE as joint tenants and not as tenants in common, with the right of survivorship,	by F.E.HOUSE and HORACE JOHNSON, proxies,	4,000 "
THOMAS MURRAY,	do	5 "
E. H. GARY,	do	1 share,
J. H. McLEAN,	do	1 "
GEO. L. REIS,	do	1 "
WM. EDENBORN,-	do	1 "
T. F. COLE,	do	1 "
THOMAS OWENS,	present IN PERSON,	1 "
F. E. HOUSE,	do	1 "
F. H. WHITE,	do	1 "
F. C. MARSHALL,	do	1 "
H. JOHNSON,	do	<u>1</u> "
Total,		29,998

The Secretary then announced that of the 30,000 shares of the Company's issued and outstanding capital stock, the holders of 29,998 shares were in attendance either in person or by proxy authorized in writing; and the President thereupon declared a quorum present.

The call for the meeting was read by the Secretary, as follows:

"Dear Sir:

The annual meeting of the stockholders of The Duluth & Iron Range Rail Road Company, for the transaction of any and

all business that may come before the meeting, including the election of directors and considering and voting upon the approval and ratification of all acts and proceedings by the officers and Board of Directors since the last annual meeting, will be held at the office of the President, Room 502 Wolvin Building, Duluth, Minnesota, at 2 o'clock P.M., Friday, June 4th, 1909.

I enclose blank proxy for your signature and return in the enclosed envelope, for use in the event of your absence from the meeting.

Yours truly,
(Signed) H. JOHNSON,
Secretary."

The Secretary stated that in accordance with a provision in the By-Laws, same had been mailed, postage paid, to each stockholder of record at least twenty-five (25) days prior to the time fixed for the meeting.

The Secretary then read in full the minutes of the last annual meeting of stockholders, held on June 5th, 1909, and the minutes of each and every meeting of stockholders, directors and executive committee held on and since that date.

Thereupon the following resolution, offered by Mr. Thomas Owens and seconded by Mr. F. H. White, was unanimously adopted, it being put to a stock vote and 29,998 shares being voted in favor thereof, to-wit:

RESOLVED that the stockholders having heard read the minutes of the last annual meeting of stockholders, held on June 5th, 1909, and the minutes of each and every meeting of stockholders, directors and executive committee held on and since that date, do now adopt, ratify and confirm all of such minutes and every act and thing thereby authorized and directed or intended so to be.

The President submitted to the meeting, on behalf of the Board of Directors, the annual report of the Company for the fiscal year ending December 31st, 1908, with a statement of earnings, a general balance sheet and the usual statistical statements, together with the report of the Land Department for the same period.

Upon due consideration thereof, the following resolution, offered by Mr. F. C. Marshall and seconded by Mr. Thomas Owens, was unanimously adopted by a stock vote, 29,998 shares being voted in favor thereof and none against, to-wit:

RESOLVED that the annual report of the Company for the fiscal year ending December 31st, 1908, and the report of the Land Department for the same period, now submitted to this meeting, be received, adopted and ordered filed in the archives of the Company, and that all and singular the acts of the executive officers in relation to or arising from, all purchases and expenditures shown thereby, are in all things approved, ratified and confirmed.

On motion duly made and seconded, the following resolutions were unanimously adopted by a stock vote, all the stockholders present or represented by proxy authorized in writing voting in favor thereof, to-wit:

RESOLVED by the stockholders of The Duluth & Iron Range Rail Road Company, that ARTICLE SIXTH of the original Articles of Incorporation of this corporation, as amended by the stockholders and directors at a meeting thereof held on the 18th day of October, A.D.1887, be amended, modified, altered and changed to read as follows:

ARTICLE SIXTH.

The names of the first Board of Directors are as follows: William W. Spalding, Peter Mitchell, Lewis M. Dickens, Joshua B. Culver, John C. Hunter, George C. Stone, Clinton Markell, Calvin P. Bailey and Josiah D. Ensign.

The government of said corporation and the management of its affairs shall be vested in a board of seven directors, who shall be elected annually on the first Monday after the first Wednesday of June in each year; provided, that the stockholders or the Board of Directors may by resolution classify the directors into three classes, in accordance with the Statutes of Minnesota authorizing the same, and thereafter the directors shall be elected as provided in such statutes.

The Board of Directors shall elect a President, who shall be a Director; and may elect one or more Vice Presidents and may elect an Executive Committee of five members, of which the President shall be a member, with such powers and duties as may from time to time be prescribed by the By-Laws, and shall appoint a Secretary and Treasurer, and such other officers and agents as they may deem expedient or necessary.

The Board of Directors shall have the power to fill any vacancy that may occur in their number.

RESOLVED further that the aforesaid article so amended be, and the same is hereby, adopted as a new and amended article of the Articles of Incorporation of this corporation, and that the Board of Directors be, and they are hereby, authorized and directed to take all necessary steps and do all acts and pass all resolutions for the purpose of amending the aforesaid article of the existing Articles of Incorporation of this corporation as aforesaid, in order to comply with the statutes in such case made and provided, and for filing, publishing and recording as required by law.

Mr. F. H. White offered and Mr. F. C. Marshall seconded the following motion, and the same being put to a stock vote was unanimously adopted, 29,998 shares being voted in favor thereof and none against, to-wit:

RESOLVED that the By-Laws of The Duluth & Iron Range Rail Road Company as now existing be, and they are hereby, repealed; such repeal to take effect upon the adoption of a new code of By-Laws by the Board of Directors.

The President presented to the meeting a revised code of By-Laws; same being read to the meeting, the following resolution, duly offered and seconded, was unanimously

adopted by a stock vote of 29,998 shares, being all the stock represented at the meeting, to-wit:

RESOLVED that the stockholders of The Duluth & Iron Range Rail Road Company hereby adopt the following code of By-Laws, as now read to this meeting, and that the same be, and are now declared to be, the By-Laws of said Company, to take effect and be in force from and after such time as they are adopted by the Board of Directors; and the Secretary is hereby ordered to spread a copy of the same upon the record book of the Company immediately following this resolution.

•
(Insert code of revised By-Laws)

There being no further business presented, on motion duly made and seconded the meeting adjourned, to meet on Monday, July 12th, 1909, at 2 o'clock P.M., at the same place.

Secretary.

The Duluth & Iron Range Rail Road Co.

N.C.

OFFICE OF SECRETARY.

H. JOHNSON,
SECRETARY.

Duluth, Minn., May 10, 1909.

Dear Sir:

The annual meeting of the Stockholders of The Duluth & Iron Range Rail Road Company, for the transaction of any and all business that may come before the meeting, including the election of directors and considering and voting upon the approval and ratification of all acts and proceedings by the officers and Board of Directors since the last annual meeting, will be held at the office of the President, Room 502 Wolvin Building, Duluth, Minnesota, at 2 o'clock P M., Friday, June 4th, 1909.

I enclose blank proxy for your signature and return in the enclosed envelope, for use in the event of your absence from the meeting.

Yours truly,

Secretary.

Enclosure.

SENT TO:

-Minnesota Iron Company,
H. H. Hollister,
Floyd Vail,
Henry Seibert,
A. R. Flower,
-Thomas Murray,
-E. H. Gary,
-Wm. Edenborn,
James Gayley,
W. E. Corey,
-T. F. Cole,
-F. H. White,
-F. E. House,
-Thomas Owens,
F. C. Marshall,
J. H. McLean,
Geo. J. Reis.

H. Johnson 5077

PROXY FOR ANNUAL MEETING,

19 .

of the

Duluth & Iron Range Rail Road Company.

Know all men by these presents: That the undersigned stockholder in
The Duluth & Iron Range Rail Road Company hereby does constitute and appoint
F. E. House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the under-
signed, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said
company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the
meeting, including the election of directors and considering and voting upon the approval and ratification of all
acts and proceedings by the officers and Board of Directors since the last annual meeting according to the
number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess
if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying
and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this _____ day of _____ 19

WITNESS:

.....
.....

PROXY FOR ANNUAL MEETING,

19

of the

Duluth & Iron Range Rail Road

Company.

*25983
Shares*

Know all men by these presents: That the undersigned stockholder in

The Duluth & Iron Range Rail Road Company hereby does constitute and appoint

F. E. House

and

Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the undersigned, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said company, to be held at its principal office at Duluth, Minnesota,

on the

fourth

day of

June

, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the meeting, including the election of directors and considering and voting upon the approval and ratification of all acts and proceedings by the officers and Board of Directors since the last annual meeting according to the number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this *14th* day of May, 1909.

Minnesota Iron Company,

WITNESS:

S. E. McLaughlin

By

Shelcott

President.

PROXY FOR ANNUAL MEETING,

of the

Duluth & Iron Range Rail Road

Company.

*4003 shares
meeting July 24*

*4000
shares
meeting June 4*

19

Know all men by these presents: That the undersigned stockholder in
The Duluth & Iron Range Rail Road Company hereby does constitute and appoint
F. E. House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the under-
signed, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said
company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the
meeting, including the election of directors and considering and voting upon the approval and ratification of all
acts and proceedings by the officers and Board of Directors since the last annual meeting according to the
number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess
if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying
and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

JUN 1 1909
day of 19

Ed. Gary
Richard L. ...

WITNESS:

Wm. Fleming
Thomas Murray

As joint tenants and not as tenants in
common, with the right of survivorship.

PROXY FOR ANNUAL MEETING,

19

5 shares

of the

Duluth & Iron Range Rail Road

Company.

Know all men by these presents: That the undersigned stockholder in
The Duluth & Iron Range Rail Road Company hereby does constitute and appoint
F. E. House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the under-
signed, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said
company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the
meeting, including the election of directors and considering and voting upon the approval and ratification of all
acts and proceedings by the officers and Board of Directors since the last annual meeting according to the
number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess
if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying
and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

13th day of *May* 1909
James Moody

WITNESS:

W. C. Gable

PROXY FOR ANNUAL MEETING,

19

show

of the

Duluth & Iron Range Rail Road

Company.

Know all men by these presents: That the undersigned stockholder in

The Duluth & Iron Range Rail Road Company hereby does constitute and appoint

F. E. House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the undersigned, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the meeting, including the election of directors and considering and voting upon the approval and ratification of all acts and proceedings by the officers and Board of Directors since the last annual meeting according to the number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

day of

19

E. H. Gary

WITNESS:

W. K. Fleming

PROXY FOR ANNUAL MEETING,

19

1 share

of the

Duluth & Iron Range Rail Road Company.

Know all men by these presents: That the undersigned stockholder in
The Duluth & Iron Range Rail Road Company hereby does constitute and appoint
F. E. House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the under-
signed, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said
company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the
meeting, including the election of directors and considering and voting upon the approval and ratification of all
acts and proceedings by the officers and Board of Directors since the last annual meeting according to the
number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess
if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying
and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

11th day of *May* 1909
John J. McLean

WITNESS:

Chas. C. Jones

PROXY FOR ANNUAL MEETING,

19 .

1 share

of the

Duluth & Iron Range Rail Road

Company.

Know all men by these presents: That the undersigned stockholder in

The Duluth & Iron Range Rail Road

Company hereby does constitute and appoint

F. E. House

and

Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the undersigned, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 1909,

and at any and all adjournments thereof, for the transaction of any and all business that may come before the meeting, including the election of directors and considering and voting upon the approval and ratification of all acts and proceedings by the officers and Board of Directors since the last annual meeting according to the number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

13th

day of

May

19 *09*

WITNESS:

K. L. Hovie

Geo. L. Reis

PROXY FOR ANNUAL MEETING,

19 .

1 share

of the

Duluth & Iron Range Rail Road

Company.

Know all men by these presents: That the undersigned stockholder in

The Duluth & Iron Range Rail Road Company hereby does constitute and appoint

F. E. House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the undersigned, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 19 09

and at any and all adjournments thereof, for the transaction of any and all business that may come before the meeting, including the election of directors and considering and voting upon the approval and ratification of all acts and proceedings by the officers and Board of Directors since the last annual meeting according to the number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

18 day of *May* 19 *09*

Wm Edensborn

WITNESS:

G. Huber Johnson

PROXY FOR ANNUAL MEETING,

19 .

1 share

of the

Duluth & Iron Range Rail Road Company.

Know all men by these presents: That the undersigned stockholder in
The Duluth & Iron Range Rail Road Company hereby does constitute and appoint
F . E . House and Horace Johnson

(or if only one of them be present, then that one), true and lawful attorneys, agents and proxies for the under-
signed, with power of substitution, to vote upon all stock of the

Duluth & Iron Range Rail Road Company

owned, or held by, or standing in the name of the undersigned, at the annual meeting of the stockholders of said
company, to be held at its principal office at Duluth, Minnesota,

on the fourth day of June, 19 09.

and at any and all adjournments thereof, for the transaction of any and all business that may come before the
meeting, including the election of directors and considering and voting upon the approval and ratification of all
acts and proceedings by the officers and Board of Directors since the last annual meeting according to the
number of votes the undersigned would be entitled to vote and with all the powers the undersigned would possess
if then personally present, hereby revoking any proxies heretofore given to vote upon such stock and ratifying
and confirming all that said attorneys and proxies may do by virtue hereof.

Witness the hand and seal of the undersigned, this

20 day of *May* 19 *09*
[Signature]

WITNESS :

[Signature]

THE DULUTH AND IRON RANGE RAIL ROAD COMPANY

ADJOURNED ANNUAL STOCKHOLDERS' MEETING.

Duluth, Minnesota, July 12, 1909.

*Entered
Copy to New York
7/17/9
McCauley*

Pursuant to adjournment, the stockholders of The Duluth and Iron Range Rail Road Company met at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Monday, July 12th, 1909, at 2 o'clock P.M.

The President presided at the meeting, and the Secretary kept the minutes.

Upon roll call of the stockholders duly had, the following were found to be present either in person or by proxy authorized in writing, to-wit:

MINNESOTA IRON COMPANY,	By F.E.HOUSE and HORACE JOHNSON, proxies,	25,983 shares,
E.H.GARY and RICHARD TRIMBLE as joint tenants and not as tenants in common, with the right of survivorship,	By F.E.HOUSE and HORACE JOHNSON, proxies,	4,003 "
THOMAS MURRAY,	do	5 "
E. H. GARY,	do	1 share,
GEO. L. REIS,	do	1 "
F. E. HOUSE,	present IN PERSON,	1 "
F. C. MARSHALL,	do	1 "
F. H. WHITE,	do	1 "
J. H. McLEAN,	do	1 "
H. JOHNSON,	do	<u>1</u> "
	Total,	29,998 shares.

The Secretary then announced that of the 30,000 shares of the Company's issued and outstanding capital stock, the holders of 29,998 shares were in attendance either in person or by proxy authorized in writing; and the President thereupon declared a quorum present.

On motion duly made and seconded, the following resolutions were unanimously adopted by a stock vote, all the stockholders present or represented by proxy authorized in writing voting in favor thereof and none against, to-wit:

RESOLVED by the stockholders of The Duluth and Iron Range Rail Road Company, that the Board of Directors of this Company be, and they are hereby, classified into three classes, to be known as directors of the first class, directors of the second class and directors of the third class, in accordance with the statutes of the State of

Minnesota in such case made and provided.

The term of office of the directors of the first class shall expire at the time of the next annual meeting hereafter, to-wit: June, 1910. The term of office of the directors of the second class shall expire at the time of the second annual meeting hereafter, to-wit: June, 1911. The term of office of the directors of the third class shall expire at the time of the third annual meeting hereafter, to-wit: June, 1912. But in the event no director is elected to fill the office of a director whose term has expired, such director shall hold office until his successor is elected and qualified; and hereafter directors shall when elected be elected for three years, unless elected to fill an unexpired term.

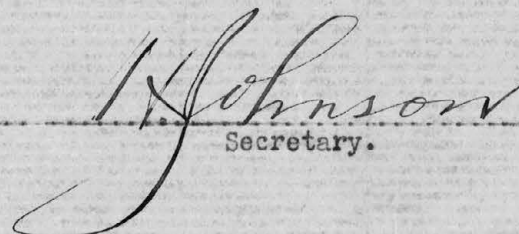
RESOLVED FURTHER that the following persons shall be, and are hereby, declared directors of the first class: Thomas Murray, J. H. McLean and Geo. L. Reis.

That the following persons shall be, and are hereby, declared directors of the second class: H. Johnson and W. E. Corey.

That the following persons shall be, and are hereby, declared directors of the third class: F. E. House and E. H. Gary.

Whereupon the President announced that Thomas Murray, J. H. McLean and Geo. L. Reis are the duly elected directors of the first class; H. Johnson and W. E. Corey the duly elected directors of the second class and F. E. House and E. H. Gary the duly elected directors of the third class, to hold office until their successors are elected and qualified.

There being no further business presented, on motion the meeting was duly adjourned, sine die.


Secretary.

The Duluth & Iron Range Rail Road Co.

N.C.
OFFICE OF THE SECRETARY.

H. JOHNSON,
SECRETARY.

Duluth, Minn., July 6, 1909.

Dear Sir:

At the annual meeting of the stockholders of The Duluth and Iron Range Rail Road Company held on Friday, June 4th, 1909, the business of the meeting not being completed, it was adjourned until Monday, July 12th, 1909, at 2 o'clock P.M., at the same place.

At this adjourned meeting of the stockholders the election of directors for the ensuing year will be held, and the Board so elected will meet immediately after the adjournment of the stockholders' meeting.

Yours truly,

Sent to: Minnesota Iron Co.
E. H. Gary,
Thomas Murray,
F. H. White,
F. E. House,
F. C. Marshall,
W. E. Corey,
Thomas Owens,
J. H. McLean,
Geo. L. Reis,
E.H.GARY and RICHARD TRIMBLE as joint, etc.

Secretary.

2pm
Thursday
July
24.

List of proxies held for Anjourned Annual Stockholders'
Meeting of The D. & I.R.R.R. Co., July 12th, 1909,
by F. E. House and Horace Johnson:-----

Minnesota Iron Company,	25,983 shares,	✓
E. H. GARY and RICHARD TRIMBLE as joint tenants, etc.,	4,003 "	✓
Thomas Murray,	5 "	✓
E. H. Gary,	1 "	✓
J. H. McLean,	1 "	
Geo. L. Reis,	<u>1</u> "	✓
Total,	29,998 shares.	

Present in PERSON:

F. E. House,	1 "	✓
J. H. McLean,	1 "	✓
F. C. Marshall,	1 "	✓
F. H. White,	1 "	✓
H. Johnson,	<u>1</u> "	✓
TOTAL,	29,998 shares.	

29 998
29 995
29 996

The Duluth and Iron Range Rail Road Company,
 Adjourned Annual Stockholders' Meeting,
 July 12th, 1909.

RESOLVED by the stockholders of The Duluth and Iron Range Rail Road Company, that the Board of Directors of this Company be, and they are hereby, classified into three classes, to be known as directors of the first class, directors of the second class and directors of the third class, in accordance with the statutes of the State of Minnesota in such case made and provided.

The term of office of the directors of the first class shall expire at the date of the next annual meeting hereafter, to-wit: June 6th, 1910. The term of office of the directors of the second class shall expire at the date of the second annual meeting hereafter, to-wit: The first Monday after the first Wednesday in June, 1911. The term of office of the directors of the third class shall expire at the date of the third annual meeting hereafter, to-wit: The first Monday after the first Wednesday in June, 1912. But in the event no director is elected to fill the office of a director whose term has expired, such director shall hold office until his successor is elected and qualified; and ^{hereafter} directors shall when elected be elected for three years, unless elected to fill an unexpired term.

RESOLVED FURTHER that the following persons shall be, and are hereby, declared directors of the first class: _____ THOMAS MURRAY _____

_____ J. H. McLEAN _____ and _____ GEO. L. REIS _____

That the following persons shall be, and are hereby, declared directors of the second class: _____ H. JOHNSON _____

and _____ W. E. COREY _____

That the following persons shall be, and are hereby, declared directors of the third class: _____ F. E. HOUSE _____

and _____ E. H. GARY _____

MINNESOTA IRON COMPANY,
 E. H. GARY and RICHARD TRIMBLE as joint
 tenants and not as tenants in common,
 with the right of survivorship,
 THOMAS MURRAY,
 E. H. GARY,
 GEO. L. REIS,

By
F. E. House
 and
F. E. House
 Proxies,

29,993 shares,

F. E. White 1 "
J. C. Marshall 1 "
John H. McLean 1 "

W. Johnson
J. House

1 share,

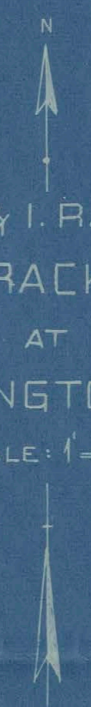
1 "

TOTAL,

29,998 shares.



D & I. R. R.
 PROPOSED TRACKS AND DOCKS
 AT
 BURLINGTON BAY.
 SCALE: 1"=100'
 DULUTH. 1900.



A meeting of the Executive Committee of
The Duluth & Iron Range Rail Road Company
held Wednesday March 7th, 1888.

RESOLVED, That the Land Commissioner of this Company be, and he is hereby authorized and empowered, from time to time, to select and to designate, in the name of the Company, and to certify to such selection and designation, the whole, or any portion of the swamp lands granted to The Duluth & Iron Range Rail Road Company, by the State of Minnesota, under the provisions of "An Act of the Legislature of said State, entitled An Act, granting certain swamp lands to The Duluth & Iron Range Rail Road Company", approved March 9th, 1875 and the Acts amendatory thereof and supplementary thereto; and to make out and file with the Auditor of the said State of Minnesota, proper lists of the same, duly certified by him.

RESOLVED, further, That all selections and certifications of such lands, heretofore made by said Land Commissioner, or that may hereafter be made by him are hereby declared to be valid and binding on this Company, which on motion duly seconded, was unanimously adopted.

Stant

A meeting of the Executive Committee of
The Duluth & Iron Range Rail Road Company
held Tuesday June 4th, 1889.

RESOLVED, That either the President or the Vice President of this Company be, and they are hereby authorized to sell and dispose of the whole or any part of the land-grant lands of this Company, and all, or any portion of the timber thereon, for such consideration and upon such terms and conditions as they shall see fit, and to execute in the name of the Company all contracts, deeds and other instruments necessary to carry out a sale of such lands or timber made by them, or ~~either~~ either of them, all deeds and contracts to contain a clause reserving all Ores & Minerals in and upon said lands.

Such as may be designated by the Pres.

A meeting of the Executive Committee of
The Duluth & Iron Range Rail Road Company
held Saturday February 14th, 1891.

RESOLVED, That all matters pertaining to the selection and sale of Land Grant lands, and the settlement and adjustment of all differences and conflicts relating to the Land Grant of this Company between this Company and other railroad companies having land grants in the State of Minnesota, or growing out of the same, be, and the same are hereby referred to the Chairman of the Company with full power to adjust and settle all such differences and conflicts, and to authorize sales of any of said lands, upon such terms as his judgment shall dictate.

*Revised
Cover by another*

A meeting of the Executive Committee of
The Duluth & Iron Range Rail Road Company
held Monday June 8th, 1891.

RESOLVED, That all matters pertaining to the selection and sale of land grant lands, and the settlement and adjustment of all differences and conflicts relating to the Land Grant of this Company between this Company and other railroad Companies having land grants in the State of Minnesota, or growing out of the same, be, and the same are hereby referred to Mr. H. H. Porter, the Chairman of the Company, with full power to adjust and settle all such differences and conflicts, and to authorize sales of any of said lands, upon such terms as his judgment shall dictate.

Cover by another

A meeting of the Executive Committee of
The Duluth & Iron Range Rail Road Company
held Thursday November 22nd, 1900.

RESOLVED, That the Land Commissioner or the Assistant Land Commissioner, or the President of this Company, be, and they hereby are authorized and empowered, from time to time to select and to designate in the name of the Company, and to certify to such selection and designation, the whole or any portion of the swamp lands granted The Duluth & Iron Range Rail Road Company by the State of Minnesota, under the provisions of an act of the Legislature of said State, entitled, "An act granting certain Swamp Lands to The Duluth & Iron Range Rail Road Company" approved March 9th, 1875, and the Acts amendatory thereof and supplementary thereto, and to make out and file with the Auditor of said State of Minnesota proper lists of the same, duly certified, and any selection and certification so made and certified to by any one of the above named officers of this Company shall be valid and binding upon the Company.

RESOLVED, Further, that all selections and certifications of such swamp lands heretofore made by said Land Commissioner or the Assistant Land Commissioner or the President of the Company, or that may hereafter be made by them or any of them are hereby declared to be valid and binding upon the Company.

Stant

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held June 12th, 1899.

RESOLVED, That the Chief Engineer of this Company be and he hereby is instructed and directed to survey and locate, and make maps and plans for the construction of sidings, tracks and yards extending from and connecting with the side tracks and storage tracks of this Company, situated on Government Lot Number One (1) of Section One (1), Township Fifty-two (52) North, of Range Eleven (11) West at Two Harbors, easterly over and across Section Six (6) of Township Fifty-two (52) North, of Range Ten (10) West, to Burlington Bay and connecting with and furnishing necessary and convenient outlets to the Lake on the west and east shores of Lot Three (3) in said Section Six (6); and

RESOLVED FURTHER, That the Chief Engineer of this Company be and he hereby is instructed and directed to survey and locate tracks, sidings, switches, yards, buildings, ore docks and other docks and terminal facilities and approaches on and covering the property fronting on Burlington Bay lying directly east of the village of Two Harbors, County of Lake, State of Minnesota; and to prepare drawings, plans and maps showing the same.

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held June 5th, 1903.

RESOLVED, That the President of this Company be and he is hereby authorized and directed to negotiate with the Minnesota Iron Company for the purchase or lease of such of the lands of the said Minnesota Iron Company situated at Two Harbors, Minnesota, as in his judgment are, or may be necessary for the use of this Company, and to report to this Board the terms and conditions upon which the same can be acquired.

A Special Directors' Meeting of
The Duluth & Iron Range Rail Road Company
Held December 11, 1903.

RESOLVED, By the Board of Directors of the Duluth & Iron Range Rail Road Company, that the President of this Company be and he is hereby authorized to acquire for this Company the whole or such portion of lands now owned by the Minnesota Iron Company, situated at Two Harbors, County of Lake, State of Minnesota, as in his judgment shall be desirable, and pay therefor such consideration as his judgment shall dictate; said lands being situated on Agate Bay and Burlington Bay.

A Special Directors' Meeting of
The Duluth & Iron Range Rail Road Company
held January 4th, 1904.

The President then reported progress in respect of the proposed purchase by him for the Company of certain lands now owned by the Minnesota Iron Company situated in Two Harbors, Lake County, Minnesota. ~~Certain other matters of general importance were then considered by the Board.~~

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Saturday June 16th, 1883.

RESOLVED, That the President of this Company, and in his absence, the Vice President, is hereby authorized and empowered to select and to designate from time to time, and to certify to such selection and designation, Swamp Lands granted to The Duluth & Iron Range Rail Road Company by the State of Minnesota, and to make out and file with the Auditor of the State of Minnesota, proper lists of the same, the Secretary of this Company is hereby authorized and empowered to attest such lists as Secretary, and to affix to them the Corporate Seal of this Company.

Stand

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Saturday July 9th, 1887.

RESOLVED, That all matters relating to the Land Grant of this Company be placed in the hands of the Vice President, and Solicitor with authority to organize a Land Department, with such officers and other employees as their judgment shall dictate.

Stand

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Tuesday August 16th, 1887.

Chicago, Aug. 16, 1887.

To the Board of Directors
of The Duluth & Iron Range Rail Road
Company.

Gentlemen:-
We the undersigned beg leave to report that, under the authority given to them by resolution of the Board of Directors passed July 9th, 1887, they have appointed B. P. Crane, Land Commissioner for the Company with head quarters at Saint Paul, Minnesota, at a salary of Two Hundred dollars a month until October 1st, 1887.

Very Respectfully,
(Signed) Geo. C. Stone,
Vice President
J. H. Chandler,
Solicitor.

Stand
155/2

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Monday June 6th, 1892.

RESOLVED, That the action of the Chairman of this Company in entering into the contract above described, with the Wisconsin, Minnesota & Pacific Railway Company, and said contract, in all things, is hereby approved, ratified and confirmed.

Stand

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Monday December 16th, 1895.

RESOLVED, That all of the duties and powers relating to the Land Grant lands of this Company, which were conferred upon H. H. Porter, the Chairman of the Company by resolution adopted by the Executive Committee on the 8th day of June, 1891, be, and the same are hereby conferred upon and vested in C. W. Hillard, the Vice President of the Company, during the absence or inability to act of Mr. H. H. Porter, the Chairman, until further order of this Board or of the Executive Committee.

Stand

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held June 8th, 1896.

RESOLVED, That hereafter all matters pertaining to the selection and sale of the Land Grant lands and the settlement and adjustment of all differences and conflicts relating to the Land Grant of this Company between this Company and other railroad companies having land grants in the State of Minnesota, or growing out of the same, be, and the same are hereby referred to the President of this Company and the President of the Minnesota Iron Company, with full power to adjust and settle all such differences and conflicts, and to authorize sales of any of said lands or the timber thereon, upon such terms as their judgment shall dictate; and the proper officers of this Company are hereby authorized to execute and deliver in the name of the Company, all necessary deeds, contracts, and instruments to consummate any sale or sales of said lands or the timber thereon, authorized by said Presidents.

Rescind

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Wednesday Dec. 28, 1898.

RESOLVED, that hereafter in all sales of any of the Land Grant lands of this Company, situated on any of the mineral ranges, within such limits as the President of this Company and the President of the Minnesota Iron Company shall establish, the contracts and deeds therefor shall be approved on the deed by the President of the Minnesota Iron Company before delivery thereof.

Rescind

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
held Wednesday Dec. 28, 1898.

RESOLVED, that the President of this Company be, and he is hereby authorized and directed to make such arrangements with B. P. Crane to continue as Land Commissioner of this Company as his judgment shall dictate, including compensation to be paid to him therefor, and that he be, and he is hereby authorized to appoint an Assistant Land Commissioner of this Company, with such compensation as he shall deem for the best interest of this Company.

Stand

A meeting of the Board of Directors of
The Duluth & Iron Range Rail Road Company
Held December 9th, 1901.

The President presented to the meeting a copy of a Land Contract, numbered 145, between this Company and John G. Williams, dated the 28th day of September, 1901, whereby this Company agrees to sell, convey and warrant to said Williams some 13,065 28/100 acres of land situated in St. Louis County, Minnesota, and more particularly described in said contract, for the sum of \$26,130.56, reserving, however, an easement for railroad purposes over any and all parcels of said land, but without any reservation of minerals, and with other conditions fully set forth in said contract.

Stand

*Entered
Copy to New
York*

THE DULUTH & IRON RANGE RAIL ROAD COMPANY.

ANNUAL DIRECTORS' MEETING.

Duluth, Minnesota, June 4th, 1909.

Pursuant to a provision in the By-Laws of the Company, the Board of Directors of The Duluth & Iron Range Rail Road Company met immediately after the adjournment of the annual stockholders' meeting of the Company, at the same place, at 2;20 P.M., Friday, June 4th, 1909.

There were present:

F. E. House, President,
F. C. Marshall,
F. H. White,
Thomas Owens,
H. Johnson, Secretary,

five (5) in all.

No quorum being present, no business was transacted and the meeting was adjourned until Tuesday, June 8th, 1909, 4 o'clock P.M., at the same place.

Secretary.

*Extend
Copy to New
York*

THE DULUTH & IRON RANGE RAIL ROAD COMPANY.

ADJOURNED ANNUAL DIRECTORS' MEETING.

Duluth, Minnesota, June 8, 1909.

Pursuant to adjournment, the Board of Directors of The Duluth & Iron Range Rail Road Company met at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Tuesday, June 8th, 1909, at 4 o'clock in the afternoon thereof.

Upon calling the roll there were found to be present:

F. E. House, President,
H. Johnson, Secretary.

No quorum being present, no business was transacted, and the meeting was adjourned until Wednesday, June 9th, 1909, at 7:25 o'clock in the forenoon thereof, at the same place.

Secretary.

*Entered
Copy to
New York*

THE DULUTH & IRON RANGE RAIL ROAD COMPANY

ADJOURNED ANNUAL DIRECTORS' MEETING.

Duluth, Minnesota, June 9, 1909.

Pursuant to adjournment, the Board of Directors of The Duluth & Iron Range Rail Road Company met at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Wednesday, June 9th, 1909, at 7:25 o'clock in the forenoon.

The following named directors, constituting a quorum of the Board, were present and participated in the meeting, to-wit:

F. E. House, President,
J. H. McLean,
G. L. Reis,
Thomas Owens,
F. H. White,
F. C. Marshall,
H. Johnson, Secretary.

Mr. F. E. House presided and called the meeting to order, and Mr. H. Johnson, Secretary, kept the minutes.

Mr. F. D. Adams, Assistant General Solicitor, was present by request.

The minutes of the last meeting of the Board, held on Wednesday, May 5th, 1909, were read and on motion in all things approved.

The President presented to the meeting a memorandum of ^{an} estimate of a certain expenditure, which in his judgment was or is necessary, to-wit:

D&IR No.	USS No.	Description:	Amount:
264	237	Over-head crossing at London Road,	\$35,935.00

Whereupon the following resolution was offered, seconded and upon being put to vote unanimously adopted, to-wit:

RESOLVED that the foregoing expenditure for and on behalf of this Company, made or to be made, be, and the same is hereby, authorized, approved, ratified and confirmed.

Mr. Thomas Owens offered, and Mr. F. C. Marshall seconded, the following preambles and resolutions, to-wit:

WHEREAS The Duluth & Iron Range Rail Road Company, hereinafter called the Company, is the owner of certain lands and property, to-wit:

All of that part and portion of Lots Six (6), Seven (7), Eight (8), Fifteen (15), and Eighteen (18), Block Three (3), Portland Division, Duluth, St. Louis County,

Minnesota, lying north of the northerly line of the right-of-way of the Company, according to the recorded plat thereof; and

WHEREAS the said lands and property are unnecessary for use in connection with the lines of railroad of the Company, and are not now and never have been occupied by tracks, buildings or other structures of the Company; and

WHEREAS the Company is desirous of selling and conveying the said lands and property to Mr. Leon E. Lum of Duluth, Minnesota, and of having the same released and discharged from the lien of certain mortgages thereon:

THEREFORE RESOLVED (1) that said lands and property are unnecessary for use in connection with the lines of railroad of the Company, and the Company hereby requests the Central Trust Company of New York to convey by way of release and discharge to Mr. Leon E. Lum the said lands and property from the lien of that certain mortgage made by the Company to the Central Trust Company of New York, dated the 17th day of December, 1895, and recorded in the office of the Register of Deeds of St. Louis County, Minnesota, on December 27th, 1895, at 9:30 o'clock A.M., in Book 149 of Mortgages, at Pages 36 et seq.

THEREFORE RESOLVED (2) that said lands and property are unnecessary for use in connection with the lines of railroad of the Company, and the Company hereby requests the Metropolitan Trust Company of the City of New York to convey by way of release and discharge to Mr. Leon E. Lum the said lands and property from the lien of that certain first mortgage made by the Company to the Metropolitan Trust Company of the City of New York, dated the 20th day of September, 1887, and recorded in the office of the Register of Deeds of St. Louis County, Minnesota, on September 29th, 1887, at 11 o'clock A.M., in Book 19 of Mortgages at Pages 339 et seq.

Which resolutions, being put to vote, were unanimously adopted.

Upon motion duly made and seconded, the following resolutions were unanimously adopted, to-wit:

RESOLVED by the Board of Directors of The Duluth & Iron Range Rail Road Company, that ARTICLE SIXTH of the original Articles of Incorporation of this corporation, as amended by the stockholders and directors at a meeting thereof held on the 18th day of October, 1887, be, and the same is hereby, amended, modified, altered and changed, pursuant to a resolution of the stockholders of said corporation, authorizing and directing such amendment, adopted at a meeting of said stockholders heretofore duly held on the 4th day of June, 1909, so as to read as follows:

ARTICLE SIXTH.

The names of the first Board of Directors are as follows: William W. Spalding, Peter Mitchell, Lewis M. Dickens, Joshua B. Culver, John C. Hunter, George C. Stone, Clinton Markell, Calvin P. Bailey and Josiah D. Ensign.

The government of said corporation and the management of its affairs shall be vested in a board of seven directors, who shall be elected annually on the first Monday after the first Wednesday of June in each year; provided, that the stockholders or the Board of Directors may by resolution classify the directors into three classes, in accordance with the Statutes of Minnesota authorizing the same, and thereafter the directors shall be elected as provided in such statutes.

The Board of Directors shall elect a President, who shall be a Director; and may elect one or more Vice Presidents and may elect an Executive Committee of five members, of which the President shall be a member, with such powers and duties as may from time to time be prescribed by the By-Laws, and shall appoint a Secretary and Treasurer, and such other officers and agents as they may deem expedient or necessary.

The Board of Directors shall have the power to fill any vacancy that may occur in their number.

RESOLVED FURTHER that the aforesaid Article so amended be, and the same is hereby, adopted as a new and amended article of the Articles of Incorporation of this corporation, and that the President, or one of the Vice Presidents, and the Secretary be, and they are hereby, authorized and directed to cause the same to be duly certified to by them under the seal of the corporation, and to be filed, recorded and published as required by the Statutes of Minnesota in such case made and provided.

The Board discussed the advisability of declaring a dividend on the Capital Stock of the Company; and, after due consideration, Mr. J. H. McLean offered, and Mr. F. H. White seconded, the following resolution, to-wit:

RESOLVED by the Board of Directors of The Duluth & Iron Range Rail Road Company, that a dividend (No.12) of thirty-five per cent. (35%) or thirty-five dollars (\$35) per share be, and the same is hereby, declared upon each and every share of the capital stock of the Company outstanding, payable by the Treasurer of the Company at the office of the Company in the City of Duluth, Minnesota, forthwith, to stockholders of record at the close of business this day.

Which resolution, being put to vote, was unanimously adopted.

There being no further business presented, on motion the meeting was duly adjourned, sine die.

Secretary.

The Duluth & Iron Range Rail Road Co.

N.C.

OFFICE OF SECRETARY.

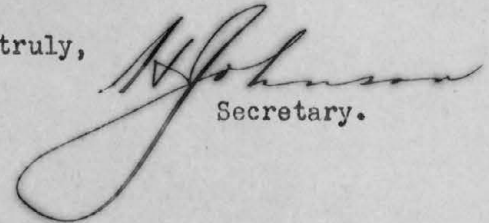
H. JOHNSON,
SECRETARY.

Duluth, Minn., May 20, 1909.

Dear Sir:

The annual meeting of the Board of Directors of The Duluth & Iron Range Rail Road Company, for the election of officers and the transaction of such other business as may come before the meeting, will be held at the office of the President, Room 502 Wolvin Building, Duluth, Minnesota, immediately after the adjournment of the annual stockholders' meeting to be held at 2 o'clock P.M., Friday, June 4th, 1909.

Yours truly,


Secretary.

Sent to: E. H. Gary,
Thomas Owens, ✓
F. H. White, ✓
W. E. Corey,
Wm. Edenborn,
F. E. House, ✓
F. C. Marshall, ✓
Thomas Murray,
Geo. L. Reis,
J. H. McLean. ✓

H. Johnson ✓

The Duluth & Iron Range Rail Road Co.

N.C.

OFFICE OF THE SECRETARY.

H. JOHNSON,
SECRETARY.

Duluth, Minn., August 3rd, 1909.

Dear Sir:

The adjourned meeting of the Board of Directors of The Duluth and Iron Range Rail Road Company, for the election of officers and the transaction of such other business as may properly come before the meeting, will be held at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Monday, August 9th, 1909, at 2 o'clock P.M.

Yours truly,

Secretary.

To Messrs. W. E. Corey,
E. H. Gary,
Thomas Murray,
F. E. House,
Geo. L. Reis,
J. H. McLean.

Entered
Copy to
Shor Murray

THE DULUTH AND IRON RANGE RAIL ROAD COMPANY

SPECIAL DIRECTORS' MEETING.

Duluth, Minnesota, July 12, 1909.

Pursuant to notice duly given, the Board of Directors of The Duluth and Iron Range Rail Road Company met at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Monday, July 12th, 1909, at 2;15 o'clock P.M.

There were present: F. E. House, J. H. McLean and H. Johnson.

No quorum being present, no business was transacted and the meeting was adjourned until Thursday, July 15th, 1909, 2 o'clock P.M., at the same place.

H. Johnson
Secretary.

Advised

THE DULUTH AND IRON RANGE RAIL ROAD COMPANY

ADJOURNED DIRECTORS' MEETING.

Duluth, Minnesota, July 15, 1909.

On July 15th, 1909, at 2 o'clock P.M., pursuant to adjournment, H. Johnson, a member of the Board of Directors of The Duluth and Iron Range Rail Road Company, was present at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, and, no quorum of the Board appearing, he adjourned said meeting until Monday, August 2nd, 1909, 2 o'clock P.M., at the same place.

H. Johnson
Secretary.

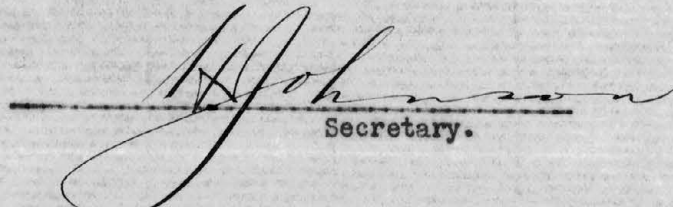
Advised

THE DULUTH AND IRON RANGE RAIL ROAD COMPANY

ADJOURNED DIRECTORS' MEETING.

Duluth, Minnesota, August 2, 1909.

On August 2nd, 1909, at 2 o'clock P.M., pursuant to adjournment, H. Johnson, a member of the Board of Directors of The Duluth and Iron Range Rail Road Company, was present at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, and, no quorum of the Board appearing, he adjourned said meeting until Monday, August 9th, 1909, 2 o'clock P.M., at the same place.


Secretary.

*Answers
copy to
H. J. Reis
8/20/09*

THE DULUTH AND IRON RANGE RAIL ROAD COMPANY

ADJOURNED DIRECTORS' MEETING.

Duluth, Minnesota, August 9, 1909.

Pursuant to adjournment, the Board of Directors of The Duluth and Iron Range Rail Road Company met at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Monday, August 9th, 1909, at 2 o'clock in the afternoon.

The following named directors, constituting a quorum of the Board, were present and participated in the meeting, to-wit:

F. E. House, President,
J. H. McLean,
Geo. L. Reis,
H. Johnson, Secretary.

Mr. F. E. House, President, called the meeting to order and presided, and the Secretary, Mr. H. Johnson, was present and kept the minutes.

Mr. F. D. Adams, Assistant General Solicitor, was present by request.

The minutes of the last meeting of the Board, held on Wednesday, June 9th, 1909, were read and on motion in all things approved.

The Secretary presented to the Board a copy of the revised code of By-Laws of the Company as adopted by the stockholders at their meeting held at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, at 2 o'clock P.M., Friday, June 4th, 1909, and upon being read to the meeting the following resolution, offered by Mr. Geo. L. Reis and seconded by Mr. J. H. McLean, was, after due consideration, unanimously adopted, to-wit:

RESOLVED that the Board of Directors of The Duluth and Iron Range Rail Road Company do now adopt the code of By-Laws adopted by the stockholders of the Company at their meeting held at Duluth, Minnesota, on Friday, June 4th, 1909, and as now read to this meeting, and that the same be, and are hereby, declared the By-Laws of the Company from and after this date.

Mr. J. H. McLean then offered, and Mr. H. Johnson seconded, the following resolution:

RESOLVED that this Board do now proceed to the election of officers and Executive Committee for the ensuing year, and that the Secretary act as teller to receive and count the votes and report the result.

Which resolution, being put to vote, was unanimously adopted.

Ballots for officers and Executive Committee were prepared, voted and canvassed by the teller, who reported the unanimous vote of the Directors present had been cast as follows: For President, F. E. House; First Vice President, J. H. McLean; Second Vice President, J. H. Hearding; Secretary, H. Johnson; Treasurer, F. C. Marshall; Assistant Secretary and Assistant Treasurer, Thomas Murray. For Executive Committee, F. E. House, J. H. McLean, E. H. Gary, W. E. Corey and H. Johnson.

Whereupon, on motion duly made and seconded, it was unanimously

RESOLVED that the report of the teller be accepted and that the gentlemen so elected be, and are hereby declared to be, the officers and Executive Committee of the Company, to hold their respective offices during the pleasure of this Board.

The President then presented to the meeting a memorandum of certain expenditures which in his judgment were or are necessary, to-wit:

<u>D&IR</u>	<u>USS</u>	<u>Description:</u>	<u>Amount:</u>
<u>No.</u>	<u>No.</u>		
286	259	Track to Perkins Mine,	\$26,240.00
287	260	Right of Way at Embarrass,	\$152.00
		Over-run on engine house at Tower	
		Junction (See USS 223),	<u>741.13</u>
		Total,	<u>\$27,133.13</u>

Whereupon the following resolution, offered by Mr. H. Johnson and seconded by Mr. Geo. L. Reis, was unanimously adopted, to-wit:

RESOLVED that the foregoing expenditures for and on behalf of this Company, made or to be made, be, and the same are hereby, authorized, approved, ratified and confirmed.

Mr. Geo. L. Reis then offered, and Mr. J. H. McLean seconded, the following preamble and resolutions:

WHEREAS it has pleased Divine Providence to take from us Mr. Benjamin P. Crane, for twenty-two years the Land Commissioner of this Company;

RESOLVED that it is the heartfelt desire of this Board, and of each of its members, to pay the highest tribute to the memory of Mr. Crane, to accord to him the fullest meed of praise and to express the great esteem in which he was held by all his friends and associates, all of whom bear witness to his unfaltering faithfulness in every duty and relationship of life, and that in the loss of Mr. Crane this Company is deprived of the services of a most honorable, capable and conscientious officer, whose devotion to his official duty and assiduous co-operation with the other officers

of the Company have made his loss irreparable and most keenly felt;

RESOLVED that we tender our sincere sympathy to the family of the deceased in their great bereavement and that a copy of these resolutions be sent to Mr. Harold O. Crane.

The President reported to the Board that he had appointed Mr. L. B. Arnold Land Commissioner of the Company to succeed Mr. B. P. Crane, deceased.

Whereupon the following resolutions, offered by Mr. Geo. L. Reis and seconded by Mr. J. H. McLean, were unanimously adopted, to-wit:

RESOLVED (1) that the action of the President in appointing Mr. L. B. Arnold Land Commissioner of the Company be approved, ratified and confirmed;

RESOLVED (2) that the salary of the Land Commissioner be fixed from time to time by the President as his judgment shall dictate; that he shall report to the President of the Company and carry out his instructions and shall hold his office subject to removal by the President or by this Board;

RESOLVED (3) that the Land Commissioner or the President of this Company be, and they are hereby, authorized and empowered, from time to time, to select and to designate in the name of the Company, and to certify to such selection and designation, the whole or any portion of the swamp lands granted The Duluth and Iron Range Rail Road Company by the State of Minnesota under the provisions of an act of the Legislature of said State entitled "An Act granting certain Swamp Lands to The Duluth and Iron Range Rail Road Company", approved March 9th, 1875, and the Acts amendatory thereof and supplementary thereto, and to make out and file with the Auditor of said State of Minnesota proper lists of the same, duly certified, and any selection and certification so made and certified to by either one of the above ^{named} officers of this Company shall be valid and binding upon the Company;

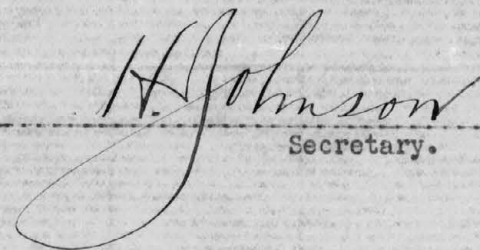
RESOLVED (4) that all selections and certifications of such swamp lands heretofore made by said Land Commissioner or President of the Company, or that may hereafter be made by them or either of them are hereby declared to be valid and binding upon the Company;

RESOLVED (5) that the President or a Vice President of this Company be, and they are hereby authorized to sell and dispose of the whole or any part of the land grant lands of this Company, and all or any portion of the timber thereon, for such consideration

and upon such terms and conditions as they shall see fit, and to execute in the name of the Company all contracts, deeds and other instruments necessary to carry out a sale of such lands or timber made by them, or either of them, all deeds and contracts to contain a clause reserving all ores and minerals in and upon such lands as may be designated by the President;

RESOLVED (6) that the Land Commissioner be, and he is hereby, authorized to approve on behalf of the Company, when in his judgment the same is necessary and proper, assignments of contracts and other instruments entered into by the Company for the sale of all or any portion of the land grant lands of this Company and all or any portion of the timber thereon and that such approval by the Land Commissioner shall be binding upon the Company.

There being no further business presented, on motion the meeting was duly adjourned, sine die.


Secretary.

The Duluth & Iron Range Rail Road Co.

N.C.

OFFICE OF THE SECRETARY,

H. JOHNSON,
SECRETARY.

Duluth, Minn., November 23d, 1909.

Dear Sir:

A special meeting of the Board of Directors of The Duluth and Iron Range Rail Road Company will be held at the office of the President, Room 502 Wolvin Building, Duluth, Minnesota, on Monday, November 29th, 1909, at 11 o'clock A.M.

The purpose of the meeting will be to approve the relocation of the main line of this Company between McKinley, Minnesota, and Sparta, Minnesota, and to transact such other business as may properly come before the meeting.

Yours truly,

Secretary.

Sent to: Thomas Murray,
J. H. McLean,
Geo. L. Reis,
W. E. Corey,
W. H. Gary,
F. E. House.

The Duluth & Iron Range Railroad Co.

F. C. House,
President.

Office of the President

Duluth, Minn. Nov. 22, 1909.

Mr. H. Johnson,
Secretary,

Dear Sir:-

Please call a special meeting of the Board of Directors of the Duluth & Iron Range R.R.Co., to be held in my office at 11 A.M. Monday, November 29th. I will write a personal note to Mr. Thomas Murray in New York and have him here at that time. You know that it is necessary to have five members here to pass on the change in main line at Gilbert.

Very truly yours,

F. C. House
President.

Notice

Director _____ offered, and Director _____ seconded,
the following resolutions:

RESOLVED (1), That the certain map numbered nineteen (19), now presented to this Board, showing the survey and location of the line or route of the certain line of that portion of the railroad of the Company known and designated as the "Spur to Town of Gilbert", extending from a point in the Southwest quarter of the Northwest quarter of Section Twenty-four (24), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth Principal Meridian in St. Louis County, Minnesota, on the center line of (said) Western Mesaba Branch, as of record in the office of the Secretary of State of Minnesota, and marked Station 1080 00 to a point in the Northwest quarter of the Southeast quarter of Section Twenty-three (23), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth Principal Meridian in St. Louis County, Minnesota, and marked Station 1106 00, a distance of forty-nine one-hundredths (49/100) miles, all in St. Louis County, State of Minnesota, and the said Spur to Town of Gilbert, as the same has been surveyed, revised, corrected and definitely located upon the ground, be, and the same hereby ^{is} ~~are~~, in all respects, approved, ratified and confirmed as and for the definite location of that part of the railroad of this Company;

RESOLVED (2) That the Chief Engineer of this Company in its behalf file in the office of the Secretary of State of Minnesota and in the office of the Railroad & Warehouse Commission of the State of Minnesota duplicate originals of said map numbered nineteen (19), together with a certified copy of these resolutions;

RESOLVED (3) That all and singular the acts of the President, First Vice President and Chief Engineer of this Company in surveying and locating the line of route of the certain line of that portion of the railroad of the Company known and designated as the "Spur to Town of Gilbert" and more particularly described above, and in the making and executing of said map numbered nineteen (19), be, and the same hereby severally are, in all respects, approved, ratified and confirmed.

SHREWSBURY BOND

Which resolutions, being put to vote, were unanimously adopted by all Directors present, the same being by a more than two-thirds vote of all the Directors of this Company.

SHREWSBURY BOND

THE DULUTH AND IRON RANGE RAIL ROAD COMPANY
SPECIAL DIRECTORS' MEETING.

*Entered
Copy to file
W.M.H. 11/29/09*

Duluth, Minnesota, November 29th, 1909.

Pursuant to notice duly given, a special meeting of the Board of Directors of The Duluth and Iron Range Rail Road Company was held at the office of the Company, Room 502 Wolvin Building, Duluth, Minnesota, on Monday, November 29th, 1909, at 11 o'clock in the forenoon thereof.

The following named directors, constituting a quorum of the Board, were present and participated in the meeting, to-wit:

F. E. House,
J. H. McLean,
Geo. L. Reis,
Thomas Murray,
H. Johnson.

President F. E. House called the meeting to order and presided, and the Secretary, Mr. H. Johnson, was present and kept the minutes.

Mr. F. D. Adams, General Solicitor, was present by request.

The minutes of the last meeting of the Board, held on August 9th, 1909, were read and, on motion, in all things approved.

The President presented to the meeting a map, numbered eighteen (18), made under the direction of Wayne A. Clark, Chief Engineer, and duly certified and acknowledged by him, showing the survey and location of the line of route of the center line of that portion of the railroad of the Company known and designated as the "Relocation between McKinley and Mile Post 2-6 of the Extension of the Auburn Branch of the Extension of the Western Mesaba Branch, commonly known as the Main Line to Eveleth", extending from a point in the Southwest Quarter of the Northwest Quarter of Section Seventeen (17), Township Fifty-eight (58) North, of Range Sixteen (16) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, on the center line of the main line of the railroad to Eveleth, as of record in the office of the Secretary of State of Minnesota, and marked S tation 959 35.1 ft. to a point in Government Lot No. 1 of Section Four (4), Township Fifty-seven (57) North, of Range Seventeen (17) West of the (4th) Fourth Principal Meridian, in St. Louis County, Minnesota, on the center line of the main line to Eveleth, marked Station 306 13.2 ft., a distance of five and eighty-four one-hundredths (5.84) miles, all in St. Louis County, State of

Minnesota, as the same has been surveyed, revised and definitely located upon the ground.

Thereupon Director McLean offered, and Director Murray seconded, the following resolutions:

RESOLVED (1) That the certain Map numbered eighteen (18), now presented to this Board, showing the survey and location of the line of route of the center line of that portion of the railroad of the Company known and designated as the "Relocation between McKinley and Mile Z-6 of the Extension of the Auburn Branch of the Extension of the Western Mesaba Branch, commonly known as the Main Line to Eveleth", extending from a point in the Southwest Quarter of the Northwest Quarter of Section Seventeen (17), Township Fifty-eight (58) North, of Range Sixteen (16) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, on the center line of the Main Line of said railroad to Eveleth, as of record in the office of the Secretary of State of Minnesota, and marked Station 959 35.1 ft., to a point in Government Lot No. 1 of Section Four (4), Township Fifty-seven (57) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, on the center line of the said Main Line to Eveleth, marked Station 306 13.2 ft., a distance of five and eighty-four one-hundredths (5.84) miles, all in St. Louis County, State of Minnesota, and the said Relocation between McKinley and Mile Post Z-6 of the Main Line to Eveleth, as the same has been surveyed, revised, corrected and definitely located upon the ground, be, and the same hereby are, in all respects, approved, ratified and confirmed as and for the definite location of that part of the railroad of this Company;

RESOLVED (2) That the Chief Engineer of this Company in its behalf file in the office of the Secretary of State of Minnesota and in the office of the Railroad and Warehouse Commission of the State of Minnesota duplicate originals of said map numbered eighteen (18), together with a certified copy of these resolutions;

RESOLVED (3) That all and singular the acts of the President, First Vice President and Chief Engineer of this Company in surveying said relocation of said Main Line of said Eveleth Branch of said railroad from Station 959 35.1 ft. to Station 306 13.2 ft., and in the making and executing of said map numbered eighteen (18), and in preparing to construct and in constructing

said track, be, and the same hereby severally are, in all respects, approved, ratified and confirmed.

Which resolutions, being put to vote, were unanimously adopted by all Directors present, the same being by a more than two-thirds vote of all the directors of this Company.

The President then presented to the meeting a map, numbered nineteen (19), made under the direction of Wayne A. Clark, Chief Engineer, and duly certified and acknowledged by him, showing the survey and location of the line of route of the center line of that portion of the railroad of the Company known and designated as the "Spur to the Town of Gilbert", extending from a point in the Southwest Quarter of the Northwest Quarter of Section Twenty-four (24), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, on the center line of the Extension of the Western Mesaba Branch of the Duluth & Iron Range Rail Road, as of record in the office of the Secretary of State of Minnesota, and marked Station 1080 00, to a point in the Northwest Quarter of the Southeast Quarter of Section Twenty-three (23), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, and marked Station 1106 00, a distance of forty-nine one-hundredths (49/100ths) miles, all in St. Louis County, Minnesota, as the same has been surveyed, revised, corrected and definitely located upon the ground.

Thereupon Director Reis offered, and Director Murray seconded, the following resolutions:

RESOLVED (1) That the certain map numbered nineteen (19), now presented to this Board, showing the survey and location of the line or route of the center line of that portion of the railroad of the Company known and designated as the "Spur to the Town of Gilbert", extending from a point in the Southwest Quarter of the Northwest Quarter of Section Twenty-four (24), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, on the center line of the Extension of the Western Mesaba Branch of the Duluth & Iron Range Rail Road, as of record in the office of the Secretary of State of Minnesota, and marked Station 1080 00, to a point in the Northwest Quarter of the Southeast Quarter of Section Twenty-three (23), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, and marked

Station 1106 00, a distance of forty-nine one-hundredths ($\frac{49}{100}$ ths) miles, all in St. Louis County, State of Minnesota, and said Spur to the Town of Gilbert, as the same has been surveyed, revised, corrected and definitely located upon the ground, be, and the same hereby is, in all respects, approved, ratified and confirmed as and for the definite location of that part of the railroad of this Company;

RESOLVED (2) That the Chief Engineer of this Company in its behalf file in the office of the Secretary of State of Minnesota and in the office of the Railroad & Warehouse Commission of the State of Minnesota duplicate originals of said map numbered nineteen (19), together with a certified copy of these resolutions;

RESOLVED (3) That all and singular the acts of the President, First Vice President and Chief Engineer of this Company in surveying and locating the line of route of the center line of that portion of the railroad of the Company known and designated as the "Spur to the Town of Gilbert" and more particularly described above, and in the making and executing of said map numbered nineteen (19), be, and the same hereby severally are, in all respects, approved, ratified and confirmed.

Which resolutions, being put to vote, were unanimously adopted by all Directors present, the same being by a more than two-thirds vote of all the directors of this Company.

The President presented to the meeting a memorandum of certain expenditures, which, in his judgment, were or are necessary, to-wit:

<u>D&IR</u> <u>No.</u>	<u>Description:</u>	<u>Amount:</u>
288	Spur track to Town of Gilbert,	\$ 10,420.00
289	Spur to Adriatic Mine Shaft #2 and coal spur to Shaft #1,	10,460.00
291	1000 steel ore cars and 12 freight locomotives,	<u>1,292,480.00</u>
	Total,	\$1,313,360.00

Whereupon the following resolution, offered by Director Murray, and seconded by Director McLean, was unanimously adopted, to-wit:

RESOLVED that the foregoing expenditures for or on behalf of this Company, made or to be made, be, and the same are hereby, authorized, approved, ratified and confirmed.

There being no further business presented, on motion the meeting was

duly adjourned, sine die.

Secretary.

State of Minnesota)
(ss.
County of St. Louis)

H. Johnson, of said County, being first duly sworn on oath, deposes and says as follows:

I am the Secretary of The Duluth and Iron Range Rail Road Company, a Minnesota corporation, and as such have the custody of the records and minutes of the meetings of the Board of Directors and of the Stockholders of that Company. I was such Secretary on the 29th day of November, 1909. At a special meeting of the Board of Directors of the Company, duly held at its office in the City of Duluth, Minnesota, on the day last aforesaid, a quorum of said Board being present and participating in said meeting, the following resolutions were duly and unanimously adopted and are now in full force and effect, that is to say:

"RESOLVED (1) That the certain map numbered nineteen (19) now presented to this Board, showing the survey and location of the line or route of the center line of that portion of the railroad of the Company known and designated as the "Spur to the Town of Gilbert", extending from a point in the Southwest Quarter of the Northwest Quarter of Section Twenty-four (24), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, on the center line of the Extension of the Western Mesaba Branch of the Duluth & Iron Range Rail Road, as of record in the office of the Secretary of State of Minnesota, and marked Station 1080 00, to a point in the Northwest Quarter of the Southeast Quarter of Section Twenty-three (23), Township Fifty-eight (58) North, of Range Seventeen (17) West of the Fourth (4th) Principal Meridian, in St. Louis County, Minnesota, and marked Station 1106 00, a distance of forty-nine one-hundredths (49/100ths) miles, all in St. Louis County, State of Minnesota, and the said Spur to the Town of Gilbert, as the same has been surveyed, revised, corrected and definitely located upon the ground, be, and the same hereby is, in all respects, approved, ratified and confirmed as and for the definite location of that part of the railroad of this Company;

RESOLVED (2) That the Chief Engineer of this Company in its behalf file in the office of the Secretary of State of Minnesota and in the office of the Railroad & Warehouse Commission of the State of Minnesota duplicate originals of said map numbered nineteen (19), together with a certified copy of these resolutions;

RESOLVED (3) That all and singular the acts of the President, First Vice President and Chief Engineer of this Company in surveying and locating the line of route of the center line of that portion of the railroad of the Company known and designated as the "Spur to the Town of Gilbert" and more particularly described above, and in the making and executing said map numbered nineteen (19), be, and the same hereby severally are, in all respects, approved, ratified and confirmed.

Which resolutions, being put to vote, were unanimously adopted by all Directors present, the same being by a more than two-thirds vote of all the Directors of this Company.

I hereby certify that said resolutions are in all things correct, and that the seal affixed to this affidavit is the corporate seal of said Company.

Subscribed and sworn to before me, a Notary Public
within and for said County and State, this
13th day of December, 1909.

Notary Public,
St. Louis County, Minnesota.
My Commission expires _____.

Directors' Meeting - Nov.29,1909.

APPROPRIATIONS TO BE APPROVED BY BOARD OF DIRECTORS.

D&IR No.	USS No.	Description.	Amount.
288	261	Spur track to Town of Gilbert,	\$ 10,420.00
289	262	Spur to Adriatic Mine Shaft #2 and coal spur to Shaft #1,	10,460.00
291	264	1000 steel ore cars and 12 freight locomotives,	1,292,480.00

			\$1,313,360.00

R.C.

December 13, 1909.

Mr. Ira B. Mills, Chairman,

Board of Railroad & Warehouse Commissioners,

St. Paul, Minn.

Dear Sir:

With reference to the enclosed copy of resolutions ^{and maps} showing the relocation of a part of the Extension of the Auburn Branch of the Extension of the Western Mesaba Branch of the Duluth & Iron Range Rail Road, and the location of a spur to the Town of Gilbert leading from the Extension of the Western Mesaba Branch between McKinley and Virginia:

The spur to the Town of Gilbert is now ready for operation and the work is progressing very rapidly on the construction of the relocated line between McKinley and Mile Post 2-8. The completion of the relocated line involves the abandonment of the original track between McKinley and Mile Post 2-6, and the Railroad Company desires to make application to the Commission to fix the time and place for a hearing preliminary to authorization of the proposed abandonment of the line and the adoption of the new line.

If you will kindly fix such time, date and place, advising me, I shall be pleased to make the necessary arrangements incidental thereto.

Yours truly,

Secretary.

Enclosures.

The Duluth & Iron Range Rail Road Co.

OFFICE OF THE SECRETARY.

H. JOHNSON,
SECRETARY.

Duluth, Minn., December 11th, 1909.

Dear Sir:

A special meeting of the board of directors of the Duluth & Iron Range Rail Road Company will be held at the office of the President, Room 502 Wolvin Building, Duluth, Minnesota, on Monday December 13th, 1909, at eleven o'clock A.M.

The business to be transacted at this meeting is the declaring of a dividend on the capital stock of the company outstanding.

Yours truly,

Secretary.

Mr. F. E. House,
J. H. McLean,
Geo. L. Reis,
Thos. Murray,
W. E. Corey,
E. H. Gary,
H. Johnson.

Call and Waiver of notice of Special Meeting of Directors of
The Duluth & Iron Range Rail Road Company.

We, the undersigned, being all of the Directors of The Duluth & Iron Range Rail Road Company, do hereby call a special meeting of the Directors of said Company to be held in the office of the President of said Company, in the Wolvin Building, Duluth, Minnesota, on the 13th day of December, A.D. 1909, at 11 o'clock A.M. of said day, for the purpose, among other things, of declaring a dividend on the common stock of the said Company outstanding, and for the transaction of any business pertaining to the affairs of the said Company which may come before the said meeting. And we hereby expressly waive all statutory, By-laws and other requirements, as to notice, time, place and objects of said meeting, and consent to the transaction there at of any and all business pertaining to the affairs of the Company.

J. Johnson

Geo. L. Reis

John H. M. Lean

H. Johnson

E. W. Barry

W. C. Carr

Thomas Murray
