

# ATTACHMENT 4

## NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

### ARTICLES OF INCORPORATION

**ARTICLES OF INCORPORATION  
OF  
NORTHWEST COMMUNICATIONS COOPERATIVE**

1. The name of the Cooperative is NORTHWEST COMMUNICATIONS COOPERATIVE, a Cooperative Association.
2. This corporation was originally incorporated under the Mutual Aid Laws of the State of North Dakota and is now subject to the Cooperative Association Provisions of Title 10, Chapter 15 of the North Dakota Century Code. It shall have perpetual existence.
3. The purpose for which the Cooperative is organized is to furnish, improve and expand communication services and to engage in any other activity within the purpose for which Cooperatives may be organized.
4. The principal office and place where the principal business of the Cooperative will be transacted is Ray, North Dakota.
5. The Cooperative is organized without capital stock, and the property rights and the interests of the members shall be equal. The general rule applicable to members by which the property rights and interest respectively of each member shall be determined and fixed are as follows: Upon dissolution, after (a) all debts and liabilities of the Cooperative shall have been paid; (b) all capital furnished by members through patronage shall have been retired as provided in the By-Laws; and (c) the property assets of the Cooperative shall be distributed among the members and former members in proportion to the ratio that the unretired capital credits of each bear to the total unretired capital credits of all such members and former members.
6. The members authorize the borrowing of amounts from time to time by the Cooperative from any lender and the United States of America pursuant to the Rural Electrification Act of 1936, as from time to time amended, upon such terms as the Board of Directors shall deem advisable, to finance the construction, acquisition and operation of such communication systems, exchanges, subscribers' stations, and other plant and equipment and facilities necessary or appropriate for a telephone or communication system, as the Board of Directors shall, from time to time, determine upon, as the Board of Directors is further authorized to cause the proper officers from time to time to execute, seal and deliver, on behalf of the Cooperative, notes, bonds or other evidences of indebtedness to evidence indebtedness incurred pursuant to the authorization herein contained, all upon such terms as the Board of Directors shall determine.  

The members authorize the mortgaging of all the property of the Cooperative, now owned or hereafter acquired, to secure such loans as may be made at any time or times by any lender and by the United States of America to the Cooperative, pursuant to the Rural Electrification Act of 1936, as from time to time amended, and to secure all notes, bonds or other evidence of indebtedness evidencing the indebtedness created by such loans, all upon such terms as the Board of Directors shall determine.

Without limiting the generality of the foregoing, the Board of Directors is authorized to cause the proper officers on behalf of the Cooperative to execute and deliver as many counter parts as shall be deemed necessary.
7. The Board of Directors shall adopt By-Laws for the Cooperative which may be amended from time to time by the Board. Copies of the By-Laws and any amendments thereto shall be furnished to each member, and any amendments to the By-Laws shall be reported to the members at the next regular meeting of the members.

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The original Articles of Incorporation were subscribed to on the 3rd day of October, 1951, by J. AGNES LUCY, GEORGE BOURDEAU, ARTHUR S. JOHNSON, OLAF OPEDAHL, HARVEY P. JACOBSON, EDWIN DORDAHL and ALVIN ANDERSON and were amended on November 15, 1952; July 11, 1958; May 4, 1964; April 17, 1970; February 27, 1979; April 5, 1986; and June 16, 2015.#

ATTACHMENT 5

NORTHWEST COMMUNICATIONS  
COOPERATIVE, INC.

CERTIFICATE OF GOOD STANDING

# *State of North Dakota*

## SECRETARY OF STATE



### Certificate of Good Standing of NORTHWEST COMMUNICATIONS COOPERATIVE, A COOPERATIVE ASSOCIATION

SOS Control ID#: 0000018809

Certificate #: 022447326-1

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

NORTHWEST COMMUNICATIONS COOPERATIVE, A COOPERATIVE ASSOCIATION

a Cooperative Association - Domestic was formed under the laws of NORTH DAKOTA and filed with this office effective October 19, 1951. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

**ACCORDINGLY**, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing.

**DATE:** October 10, 2022

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State