

PROXY

Know all men by these presents that I P. Jacob Gauff  
of the city of Cheyenne State of Wyoming

do hereby constitute, make and appoint F. H. BRINKERHOFF, of the city  
of Clinton, State of Iowa, as my attorney with full power of substi-  
tution and revocation to represent me as a stockholder of the

NEBRASKA-IOWA STAMP VENDING COMPANY

and hereby fully authorize and empower my said attorney to  
attend any and all meetings of the stockholders of said Company and  
to vote thereat for me and on my behalf on the amendment to the by-  
laws as to manner of selling Treasury stock and on amended contract  
between F. H. Brinkerhoff and the Company, and election of Directors  
and in the transaction of such other business as may be brought  
before any of said meetings until this power is revoked, hereby  
ratifying and confirming all my said attorney or his substitute may  
or shall lawfully do in the premises.

Witness my hand and seal hereunto affixed this 31<sup>st</sup>  
day of December, 1909.

In the presence of \_\_\_\_\_ (Seal)



# THE BRINKERHOFF STAMP SELLER AND MONEY CHANGER

AN AUTOMATIC CLERK WHICH SELLS POSTAGE STAMPS AND MAKES ACCURATE CHANGE

OFFICES  
DENVER, COLO.  
OMAHA, NEB.  
SEDALIA, MO.  
SPRINGFIELD, MO.

F. H. BRINKERHOFF, INVENTOR

SUITE 331-332-333-334 MAJESTIC BUILDING

XXXXXXXXXX  
DENVER, COLO.

Clinton, Iowa, Jan. 28, 1910.

XXXXXXXXXXXXXXXXXXXXXXXXXXXX  
W. J. STEVENSON, FISCAL AGENT TO INVENTOR

To The Stockholders of the  
Nebraska-Iowa Stamp Vending Co.,  
Of record previous to July 1st, 1909:

We mailed you a copy of the Clinton Herald under date of December 18, 1909 giving writeup of the factory moving from Sedalia, Missouri to this City.

Up until a short time ago our work was along an experimental line, that is to say, we were improving the machine and simplifying the mechanism and changing the machine to sell both one and two cent stamps. The experimental work is now finished and we have at the present time a machine almost completed that sells both kind of stamps, works automatically and, counting every screw has about fifteen hundred parts, or one third of the number that were in the number Four Model.

This work has taken a long time, but many stockholders who have visited the factory at Sedalia were well satisfied with the advancement and appreciated that the time spent in improving machines, meant thousands of dollars more to the stockholders later on.

The money received from the sale of stock has been used for this work and expect to be able to continue to keep up the pay roll and other expenses from this source which at the present time is eight hundred to one thousand dollars per week, but right now more money is needed for the purchase of machinery.

As you are aware, that to assist in the raising of the one hundred thousand dollars or more that will be required for special tools and machinery to equip the factory for turning out these machines QUICKLY it is intended to reorganize the Missouri-Kansas Postal Vending Company into the Mississippi Valley Stamp Vending Company with a capital stock Five Hundred Thousand Dollars of the par value of \$10.00 per share to operate the machines in the states of Missouri, Kansas, Oklahoma, Louisiana and Texas. This will give me considerable more stock that I can sell to raise money for the factory. This stock we are expecting to offer to the public when the company is organized at \$12.50 per share. But in order to secure the funds for the immediate purchase of very necessary machinery we have decided to offer one thousand shares of this stock to the present stockholders at \$7.50 per share, including special option on future stock. As there will be no commission or expense in making these sales, we are giving the benefit direct to those who have already assisted in developing this enterprise.

who have already benefited in developing this enterprise.  
In making these sales, we are obtaining the benefit thereof to those  
obtain on future stock. As there will be no compensation or exchange  
to the present stockholders at \$1.00 per share, including special  
privileges we have decided to offer one thousand shares of this stock  
order to secure the funds for the immediate business of which necessarily  
before we can the company is organized at \$1.00 per share. But in  
money for the factory. This stock we are expecting to offer to the  
in the states of Missouri, Kansas, Oklahoma, Louisiana and Texas.  
Dollars of the per share of \$10.00 per share to operate the machine  
and building company with a capital stock five hundred thousand  
Missouri-Kansas Louisiana Building Company into the Missouri-Louisiana  
and these machines quickly it is intended to reorganize the  
for special projects and necessarily to build the factory for turning  
the one hundred thousand dollars of more that will be required  
As you are aware, that to assist in the raising of

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used on  
machines, about thousands of dollars more to the stockholders  
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who have started the factory at Seattle were well satisfied with  
This work has taken a long time, but many stockholders

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both one and two cent shares. The experimental work is now in-  
and simplifying the mechanism and changing the machine to sell  
experimental line, that is to say, we were improving the machine  
Up until a short time ago our work was along an

from Seattle, Missouri to this city.  
date of December 18, 1908 giving witness of the factory working  
We mailed you a copy of the Clinton Herald under

of record relations to July 1st, 1908:  
Hertsack-Towne Steam Lending Co.,  
to the stockholders of the

XXXXXXXXXXXXXXXXXXXXXXXXXXXX

XXXXXXXXXXXX

Clinton, Iowa, Jan. 28, 1910.

THE BRINKERHOFF STEAM SETTER AND MONEY CHANGER

## FORM 1.

Whenever it becomes necessary to sell stock from the treasury of the company to obtain any of the machines or pay any of the expenses of the corporation or for any other purpose, the Executive Committee of the Board of Directors shall sell said stock only as fast as the money will be needed for estimated quarterly expenses and then only to the highest bidder in the following manner, namely, by sealed bids after giving notice of the amount of stock for sale and the terms of sale to each stockholder of the corporation by mail to their last known address not less than twenty days before said bids are opened, and such notice to the public as they deem advisable and accept bids from any one at the highest price offered for any number of shares not less than ten. Notice to the stockholders shall include prices of stock sold at the previous sale. If the stock is over subscribed, same shall be allotted pro rata among the highest bidders so as to secure for the company the largest possible returns.

## FORM 2.

Whenever it becomes necessary to sell stock from the treasury of the company to obtain any of the machines or to pay any of the expenses of the corporation or for any other purpose, the Executive Committee of the Board of Directors shall sell said stock only as fast as the money is needed for the estimated quarterly expenses and shall sell it only in the following manner, namely, they shall send written notice to each stockholder of the corporation by mail to their last known postoffice address not less than twenty days before the allotment of the stock shall be made. Such notice shall show the number of shares of stock that are offered for sale and the price set by the executive committee on the stock and the terms of sale. In case there is an over subscription of the allotment, the stock shall be pro rated according to the holdings of the subscribers at the time the call for subscriptions were sent out. If any of the allotment of stock remains unsold the executive committee shall then sell the balance of the allotment of stock in the following manner, namely, by sealed bids after giving notice of the amount of stock offered for sale and terms of sale to each stockholder of the corporation by mail to their last known address not less than twenty days before said bids are opened, and such notice to the public as they deem advisable and accept bids from any one at the highest price offered for any number of shares not less than ten. The notice to stockholders shall include prices received for stock sold at the previous sale sold in this manner. If the stock is over-subscribed same shall be allotted pro rata among the highest bidders so as to secure for the company the largest possible returns.

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# THE BRINKERHOFF STAMP SELLER AND MONEY CHANGER

AN AUTOMATIC CLERK WHICH SELLS POSTAGE STAMPS AND MAKES ACCURATE CHANGE

OFFICES  
DENVER, COLO.  
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SUITE 331-332-333-334 MAJESTIC BUILDING

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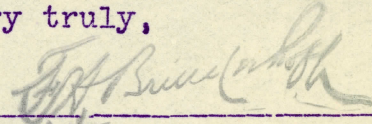
-2-

Enclosed blank is to be used. Subscriptions must be made on or before February 15th, 1910 and are payable one half cash with the application and the balance in thirty days. In case the above amount is over subscribed the applications will be pro rated according to the amount of stock now held by the applicant.

As it may be some little time before the Mississippi Valley Stamp Vending Company is ready for regular organization a contract for stock will be issued To subscribers and the regular certificate of stock issued after the company is organized.

Trusting to hear from you with an application, I remain,

Yours very truly,



APPLICATION BLANK.

\_\_\_\_\_1910.

Mr. F.H. Brinkerhoff,  
507-508 Weston Bldg.,  
Clinton, Iowa.

Dear Sir:-

I hereby purchase \_\_\_\_\_ shares of your stock of the Mississippi Valley Stamp Vending Company, of the par value of Ten Dollars per share and which is fully paid and non-assessable at \$7.50 per share as offered in your special letter of Jan. 28, 1910.

Enclosed find (check, draft or money order) for \$\_\_\_\_\_ in full payment for same: or \$\_\_\_\_\_ as half payment and further agree to remit balance of \$\_\_\_\_\_ within thirty days from above date.

I further agree to accept a less number of shares in case there is an over-subscription and the allotment is pro-rated.

Issue certificate in name of.....  
of.....street address -----

=====  
Sign here.

F. H. BRINKERHOFF,  
INVENTOR

## *Brinkerhoff Stamp Vender and Money Changer*

AN AUTOMATIC CLERK WHICH SELLS POSTAGE STAMPS  
AND MAKES ACCURATE CHANGE

507 AND 508 WESTON BLOCK

CLINTON, IOWA

OFFICES  
OMAHA, NEB.  
SPRINGFIELD, MO.  
DETROIT, MICH.

OFFICES  
KANSAS CITY, MO.  
SPOKANE, WASH.  
HOUSTON, TEXAS

To The Stockholders of the  
Nebraska-Iowa Stamp Vending Company:

January 28th 1910.

The Annual Meeting of the Company was called to order at 10:00 A.M. on Monday January 17th, 1910 at the office of the Company 338 Bee Building, Omaha, Nebraska, by Mr. W.S. Hazard Jr., who was elected temporary chairman of the meeting in the absence of the president and vice president. The Stockholders present were:

Mr. Thomas Sutton, Russell, Kansas.  
Mr. M. Brugger, Columbus, Neb.  
Mr. T. W. Agnew, Keokuk, Iowa.  
Mr. W. S. Hazard Jr., Des Moines, Iowa.  
Judge H. E. Howell, Springfield, Mo.  
Mr. H. P. H. Oehlrich, Columbus, Neb.  
Mr. C. L. Dundey, Omaha, Neb.  
Mr. D. D. Hall, Omaha, Neb.  
Mrs. Laura Farquharson, Des Moines, Iowa.  
Mr. F. L. Woodward, Denver, Colorado.  
Mr. W. D. Trueblood, St. Louis, Mo.  
Mr. F. H. Brinkerhoff, Clinton, Iowa.  
Dr. George Haslam, Fremont, Neb.

The Chairman appointed Messrs. Brugger and Agnew as committee to examine the books and report as to the total number of shares that were entitled to vote and also report what votes were represented at the meeting and by whom. Their report showing that according to the books there were 15,044 shares of stock that had been issued and were entitled to vote and that they found that there were 12,445 shares represented at the meeting either in person or by proxy. This large representation of stock was very gratifying indeed, but it would have been still larger had it not been that a number of proxies were received too late for the meeting.

After consultation with a number of the stockholders that were present I decided not to introduce the resolution to change the by-law in regard to the sale of treasury stock, as several seemed to think it would be a good idea to give the stockholders preference in the sale of this treasury stock. I was very favorably impressed with the idea myself, and too, as the matter of handling this treasury stock in the future becomes quite an important one, decided to get up two or three forms of the proposed change of this by-law and submit it to the stockholders and get their views as to which one they would prefer. In this way we can come nearer to arriving at the desire of the majority of the stockholders. Herewith find the two forms that are suggested, and should be pleased to hear from every stockholder as to which form they prefer. No. 2 you will notice only offers it to the public after the stockholders have had the opportunity to buy it at the fixed price.

The amendment to the contract as to how the factory cost of the machines is to be determined was adopted unanimously. No change being made in the clause guaranteeing that first fifty machines should not cost in excess of \$250. each.

The following directors were elected for the ensuing year:

Gov. John E. Osborne, Rawlins, Wyo.  
Judge H. E. Howell, Springfield, Mo.  
W. S. Hazard Jr., Des Moines, Iowa.  
Dr. George Haslam, Fremont, Neb.  
F. L. Woodward, Denver, Col.  
M. Brugger, Columbus, Neb.  
Thomas Sutton, Russell, Kan,  
T. W. Agnew, Keokuk, Iowa.  
H. P. H. Oehlrich, Columbus, Neb.  
F. H. Brinkerhoff, Clinton, Iowa.  
F. F. Roose, Denver, Col.  
W. H. Ostenberg, Omaha, Neb.  
J. F. T. Stamm, Clinton, Iowa.

Messrs. W. D. Trueblood of St. Louis, D. D. Hall and C. L. Dundey of Omaha were elected as temporary directors and acted in that capacity until the business of the Directors meeting had been transacted.

All of the stockholders present seemed well pleased with the report in regard to the progress that was being made in the perfection of the latest machine and moving of the factory to Clinton, Iowa and getting ready to go at the business on a much larger scale.

At the directors meeting the following officers were elected for the ensuing year:

Gov. John E. Osborne of Rawlins, Wyo., President,  
Dr. George Haslam of Fremont, Nebraska, Secretary,  
Thomas Sutton of Russell, Kans., Vice President,  
F.E. Willits of Kansas City, Mo., Treasurer,  
Judge H. E. Howell of Springfield, Mo., General Counsel,  
W. H. Ostenberg of Omaha, Neb. General Manager.

Messrs. W. H. Ostenberg, W. S. Hazard Jr., and F. H. Brinkerhoff were elected members of the executive committee to cooperate with the president and secretary.

Hoping for a reply from you as to your view in regard to the by-law regulating the sale of treasury stock, I am,

Yours very truly,

