CORPORATIONS.

CHARTER.....CHARTER.

STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.

Be it known that on this eighth day of June, in the year of our Lord one thousand eight hundred and seventy-one, and of the independence of the United States of America the ninety-fifth, before me, William Joseph Castell, a notary public in and for the parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the parties whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of this State relative to the organization of corporations in this State for works of public improvement and other purposes, they have covenanted and agreed, and do by these presents covenant and agree, and bind themselves and those whom they represent, to form and establish, and do hereby establish a corporation or body corporate, for the objects and purposes, and under the title, obligations, stipulations and regulations following, to wit:

ARTICLE I.

The name and title of the company shall be THE HIBERNIA INSURANCE COMPANY OF NEW ORLEANS, and its domicile is hereby established in the city of New Orleans. It shall continue and exist for twenty-five years from the date of organization. It shall commence operations immediately on organization. It shall have a corporate seal having for a device an Irish harp encircled by a shamrock and the name of this company and the date of this act.

ARTICLE II.

SECTION 1. The objects and purposes of the company are hereby declared to be—

SECTION 1. To make insurances upon dwelling houses, stores, cotton presses and every other description of buildings, household furniture, goods, wares, merchandise, machinery, and other property against loss or damage by fire.

SEC. 2. To make insurance upon ships and seagoing vessels, steamboats, and all other vessels, freights, goods, bills of exchange and other evidences of debt, commissions, profits, bottomry or money, and against all maritime and inland transportation risks, bottomry and respondentia interests; in other words, to effect fire, marine, river and inland insurance of any kind whatsoever, with privilege of exercising all or either of said purposes.

The company may cause itself to be reinsured against any risk upon which it shall have made insurances.

SEC. 2. The company shall sue and be sued in its corporate name, and all citations and other legal process shall be served on the president of the company.

SEC. 3. The Board of Directors shall have power to invest from time to time the money and capital of the company in bonds and mortgages on unincumbered and improved real estate, which, in every case, shall be deemed worth at least double the amount loaned thereon.

They may also invest the profits of the company in any bonds or stocks created by or under the laws of the United States, or of this State, or of the corporations of this State or city, or make any loans on pledge of any of the aforesaid securities, bonds or stocks, or any collateral or bill of lading; provided, this investment shall not interfere with the prompt distribution of net earned premiums for the current year.

They shall have power to dispose of mortgages obtained by way of security, or of stocks pledged for security, or of property conveyed to them in satisfaction of debts previously contracted, or purchased at public sale upon judgments or orders of seizure obtained by said company, or of any property movable or immovable, which may have been pledged or abandoned to said company for or concerning the operations of its business; but nothing herein contained shall be construed as to authorize the said company to discount negotiable paper, or do any banking business, nor, either directly or indirectly, deal or trade in buying or selling movable or immovable property, goods, wares or merchandise; provided, also, that the company shall have the right to purchase a proper-tr or building, for the purpose of establishing an office therein.

They shall fix the compensation of the officers, clerks and employes elected or employed by them in the service of the company, and shall also have power to fill any vacancies which may occur in their number or in the presidency.

They shall have power to adopt such rules, regulations and by-laws as to them shall seem best for the transaction of the business of the company; provided the same shall not conflict with the true intent and meaning of this act.

ARTICLE III.

SECTION 1. All the corporate powers of the company shall be exercised by the board of thirty-one directors, to be elected from among the stockholders; provided that after the election of directors for organization, no stockholder shall be eligible who does not hold in his name, or that of his firm, at least twenty-five shares, which stock shall have stood in his name, or that of his firm, on the books of the company for at least three months prior to the election.

No one shall be eligible for the position of director of this company who is a director of any other fire, marine or river insurance company.

Nine directors present at any meeting shall constitute a quorum for business.

ARTICLE IV.

SECTION 1. The capital stock of this company is hereby fixed at five hundred thousand dollars, divided into five thousand shares of one hundred dollars each, subject to be increased to one million of dollars under article twelve of this charter, and it is hereby authorized to commence business as soon as the capital shall be subscribed. The stock to be paid as follows: Ten per cent of the subscribed stock shall be paid in cash; for the remainder of ninety per cent the subscriber shall furnish his note payable on demand, subject, however, to calls whenever, in the opinion of the Board of Directors, the necessities of the company shall require it. In such cases calls shall be payable within ten days after thirty days notice, published in two of the city newspapers. Subscribers may at any time pay in cash up to the full amount of their subscription, but no dividend shall attach to such payments unless paid during the first three months of the current fiscal year.

SEC. 2. Upon the failure of any stockholder to pay the amount due on such call, so made, the stock owned by him, with dividends or increase, shall be liable to forfeiture to the company by a vote of the directors, or the company may enforce the payment of the stock, at its option.

SEC. 3. No stockholder shall ever be held liable or responsible for the contracts or faults of said company in any further sum than the unpaid balance due to the company on the shares owned by him, and his indebtedness to the company.

SEC. 4. All transfers of stock, to be valid, shall be made on the books of the company. No stockholder shall have the right to transfer his stock until his matured obligations to the company are fully paid. Should any stockholder desire to transfer his stock previous to the full payment of the same having been made, he shall be permitted to do so by a substitute of the obligations of the party purchasing, provided the substituted obligations are satisfactory to the Board of Directors.

ARTICLE V.

SECTION 1. The election for directors shall be held on the first Monday of May of each year at the office of the company. Notices of such elections shall be given for at least ten consecutive days, immediately preceding the election, in at least two of the city papers.

SEC. 2. The board shall appoint three stockholders inspectors to preside at such elections, and if any of said inspectors decline or fail to attend, the president shall appoint others to act in their stead.

ARTICLE VI.

The first Board of Directors shall consist of the following stockholders, to wit:

Hugh McCloskey,	John T. Moore, Jr.,
John Henderson,	R. M. O'Brien,
Patrick Irwin,	Thomas Fitzwilliam,
Thomas Gilmore,	Michael McQuaid,
Robert Carew,	Edward Burke,
Thomas C. Walsh,	Dav d Jackson,
Edward Conery,	James D. Martin,
John McCaffrey,	Thomas Dunne,
John T. Gibbons,	John Henderson, Jr.,
John Farrell,	Edward Sweeney,
William Conway,	K. Briggs,
Thomas McKenna,	William Hart,
Thomas Markey,	Patrick Dwyer,
Nicholas Burke,	John M. Lockhart,
Thomas King,	John G. Ryan,
	Michael Duffy.

SEC. 2. They shall continue in office until the second Monday of May, 1872, or until their successors shall have been duly elected and qualified; and the directors elect shall take their seats on the second Monday in May of each year, or in the event of a failure to elect, on the first Monday after due election.

ARTICLE VII.

SECTION 1. In all elections the vote shall be by ballot, and those stockholders receiving a plurality of the votes of the stock represented shall be considered duly elected; and in the event of no election taking place on the day aforesaid, the President shall order an election to take place within ten days thereafter, and give notice of the same as aforesaid.

SEC. 2. Each stockholder shall be entitled, either in person or by proxy, to one vote for each and every share which he or they may respectively hold; Provided that no individual or firm shall be allowed to vote more than one hundred shares in his own name or that of his firm, at an election for directors of the company.

ARTICLE VIII.

SECTION 1. The officers of the company shall consist of a president, vice president and such other officers as the Board of Directors may deem necessary.

Until the first election, in May, 1872, and until their successors are duly qualified, Hugh McCloskey shall be president and John Henderson vice president.

The Board of Directors shall have the power to employ such clerks and employes as are necessary to conduct the business of the company.

SEC. 2. The Board of Directors shall, at their first meeting in every year, elect from among themselves a president and a vice president, who shall hold their offices until their successors in office are elected and qualified. Other officers, determined upon according to the by-laws, to be elected at the same time. All employes of the company shall hold their offices at the will of the Board of Directors, and shall only receive salary for the time they render service.

ARTICLE IX.

SECTION 1. The president of the company shall sign all policies and preside at all meetings of the board; he shall conduct and manage its business generally, under the supervision of the Board of Directors; in case of his absence the vice president shall act in his stead.

ARTICLE X.

SECTION 1. It shall be the duty of the president and Board of Directors, within the month of June of each year, to cause to be published for the term of at least one month, a full statement under oath of the business of the company, which shall contain:

1. The amount of premiums received during the year, specifying what was received for fire, maritime and river policies.

2. The amount of losses incurred during the year, specifying what amount of losses have been incurred under each of the different kinds of policies.

3. The amount of capital, stating the portion of the same invested in securities and the nature thereof.

4. The amount of expenses and net earnings of the company, and in what those earnings and expenses consist.

ARTICLE XI.

SECTION 1. The company shall make to the assured such return premiums in cash as the president and Board of Directors may deem expedient.

SEC. 2. Out of the net profits of the company, an interest of ten per cent on the paid in stock shall first be taken, the balance then remaining shall be divided among the stockholders, as follows:

Three-fourths of the same to be divided among them pro rata of the amount of earned premiums paid by each of them within the year, and one-fourth of the said balance to be divided among the stockholders pro rata of their paid in capital. It is, however, provided that no dividend of less than five dollars shall be declared, nor shall any dividend declared contain any fractional part of the said unit of five dollars, and that all such fractional sums shall be carried to the credit of contingent accounts. The interest of ten per cent on paid in capital shall be payable in cash, but the amount of the two dividends declared shall be placed to the credit of the stock notes until the latter are paid up. The balance due on stock notes not extinguished by dividends within five years shall be paid in cash after the expiration of said time.

SEC. 3. When the notes of the stockholders shall have been fully paid, there shall be issued to each stockholder a certificate of stock for the amount of his or her subscription.

No dividend shall be paid to any stockholder while there exists in favor of the company any matured indebtedness of any kind against him, but the same shall be passed to the credit of such indebtedness.

SEC. 4. No dividend declared shall bear interest, and any dividend unclaimed for three years shall be forfeited to the company, and passed to the credit of profit and loss account, after the publication of the same once a week for four weeks.

Whenever a dividend is called for after being advertised, the party entitled to it shall pay cost of advertising.

ARTICLE XII.

This act of incorporation may be modified, altered or amended, or the said company dissolved at a general meeting of the stockholders to be convened for that purpose, after thirty days notice and with the assent of three-fourths of the stock represented at such meeting, and any and all such modifications, alterations, amendments or dissolutions shall be recorded and published according to law.

ARTICLE XIII.

At the expiration of this charter, or sooner if ordered by a vote of stockholders representing two-thirds of the capital stock, the affairs of this company shall be liquidated, its debts paid and the balance divided among the stockholders, pro rata on the amount held by each of paid up stock under the charge and superintendence of three commissioners appointed by the Board of Directors for that purpose.

ARTICLE XIV.

The names and respective interests of the subscribers to this act are hereby declared to be as follows, to wit:

United States internal revenue stamps, amounting to twenty-five cents, are affixed hereto, duly canceled at the execution hereof.

Thus done and passed in my office, at New Orleans aforesaid, the day, month and year first above written, in the presence of Messrs. Lawrence McCormack and Harris Murphy, competent witnesses, residing in this city, who hereunto sign their names with said parties and me, said notary, after due reading of the whole.

	Shares.		Shares.
Patrick Irwin	50	John T. Moore	50
R. Camp	50	John Henderson	50
Nicholas Burke	50	James D. Martin	25
Smith & McKenna	50	Thomas King	25
Michael McQuade	50	R. M. O'Brien	50
John Douglas	40	William Hart	50
Thomas Fitzwilliam	50	J. J. Irby & Co.	25
James J. Tarleton	25	Hugh McCloskey	50
Edward Burke	25	Thomas Dunn	25
K. B. Briggs	50	P. Dwyer	25
John Farrell	25	William Dillon	25
John T. Gibbons & Co.	50	Edward Sweeny	50
John & J. Lockhart	50	William Conway	25
Louise Castell	15	C. E. Girardey & Co.	25
E. Conery	50	Michael Egan	50
Richard McCloskey	10	James Beaver	15
Thomas Markey	25	James M. Walsh	5
Thomas Setton	10	Mrs. P. Gardner, per M. D. Gardner	10
John Tracy, per M. D. Gardner	5	M. E. Garvey	25
Mrs. M. E. Garvey	25	Theodore T. Osborne	25
Thomas Keeffee	25	Mrs. Thomas Keeffee	25
Small & Co.	50	David Jackson	25
Hugh McManus	10	Michael Hackett	5
George McCloskey	25	Christopher Crawley	5
Joseph B. Garvey	25	Martin McCormack	25
Joseph C. Gilmore	5	John A. Gilmore	5
John H. Hannon	50	John Burke	5
W. Van Benthuysen	25	Wackerbarth & Joseph	25
John Hennessy	25	A. J. Fitzpatrick	25
James Timony	10	D. P. Scanlan	5
Thomas Green	20	James Buckley	25
Richard A. Fahy	20	John J. Sawyer	5
C. B. Block & Co.	25	E. M. Bermingham	10
M. R. Hallagan	10	D. J. Dunn	10
Edward Flynn	20	Hugh Flynn	25
Thomas Owen	3	Thomas L. Mawell	5
John L. Lavelle	3	John Barkley	20
Daniel Moriarty	25	D. Galbreath	25
P. J. Cull	25	M. Wheelahan	10
J. A. Fitzpatrick	35	Edward Prophet	10
C. Stott	40	Mrs. Ann Canby, per K. Sweeney	20
Mrs. Sarah O'Neil, per K. Sweeney	5	John J. Clark	25
William Gannon	5	Anthony Vizard	20
Daniel Malone	5	James Grennon	25
Amedee Couturie	50	Michael Hahn	25
Joseph Raymond	10	Patrick Johnson	15
M. Duffy	50	Hugh Murphy	25
Jacob Hawkins	25	Mrs. P. F. Gogarty	10
P. Barron	10	Peter Cooley	10
W. R. Fish	25	Robert J. Clohecy	20
M. McAuley	25	Mrs. M. McAuley	25
Charles Donnelley	10	P. P. Walsh, corner Poydras and Franklin streets	20
Francis Johnson	25	F. W. Loewen	25
George Rice	25	Edward Connell	10
Daniel Crowley	25	Thomas Mangan	20
Samuel A. Shumway	50	Thomas Edw. Wilson	25
M. Dowling & Co.	10	Finney & Byrnes	25
Martin Glynn	25	J. H. Ready	10
James Leonard	25	Mrs. Mary Foucher, per N. Burke	50
Mrs. N. Gauche, per Joseph A. Gauche	5	J. M. Brabazon	10
Mrs. Sarah A. Kelly	3	E. W. Bawlfe	10
Owen Cahill	10	William J. Kelly	10
P. B. O'Brien, per R. M. O'Brien	25	P. Comisky	10
W. Y. James	25	F. X. Zaeringer	10
John Curran	10	E. M. Houghton	20
P. Gannon	10	O'Neill & Gleason	25
Mrs. J. Connor	20	Patrick M. Joy	25
Thomas O'Neill	25	his Patrick X Kelly mark	10
John O'Neil	10	C. Taylor Gauche	5
J. J. Healy	5	Mrs. J. L. Brand	25
John Daly	10	Robert Jackson	25
John McPhelin	5	John Ford, per McCaffrey	25
John Fitzpatrick	10	James McKeon, per McCaffrey	10
J. P. Garvey, per Lynch	25	M. L. Feehan	10
J. McCaffrey & Co.	25	H. Wenger	25
Patrick Walsh, per McCaffrey	10	Patrick Quinn	20
John Reilley	25	John G. Ryan	25
D. Urbain	20	S. A. Houghton	25
P. Curtis	10	C. Doyle	25
John Hussey	10	E. Conery, Son & Co.	25
John Henderson, Jr.	25	Thomas Lynch	10
John B. James	25	D. Brady	10
Thomas C. Walsh	25	Luke Dillon	10
B. J. Henderson	25	James Nelson	10
W. H. Bertholet	25	John Conroy	3
Thomas Healy	5	Dominick Madden	25
T. P. McDavitt	20	Laurence Hart	20
Martin Finnerty	25	Edward A. Yorke & Co.	25
Maristany & Doll	50	James B. Sinnot	25
Jacques Levy	20	Mrs. Catherine Bourke	10
John J. Madden	25	J. J. McGinnis	25
Mary A. Mehle	50	A. B. J. Dureau	20
Sarah Jane Conroy	3	Charles Plessants	10
Mrs. William O'Neill	5	C. Reilly	20
James P. O'Brien	10	Joseph Cooper, per H. T. Vennard	25
Mrs. Kate Kelly	10	W. J. J. Armstrong	20
Thomas O'Neill	25	James Cooke	10
Julia A. Rawson	10	P. S. Armitage	20
Michael Lyons	5	M. McManigle	10
T. Gilmore	25	Joseph Garidel his mark	2
H. T. Vennard	10	Daniel X Landregan his mark	5
C. N. Welshans	10	Hugh Cassidy	20
Tom J. Burke	10	Rev. J. Moynihan	10
M. F. Dunn	20	Ann J. Burns	25
James J. Jones	5	Thomas Sheehan	20
M. O. Tracy	25	John A. O'Brien	25
Rev. P. F. Allen	5	James Hagan	25
A. M. Levy	5	Isaacson, Seixas & Co.	25
Mrs. Mary L. Steele	10	Patrick Hooley	5
John P. Lyons	10	William Wood	5
J. Rucelin	50	John McWhirter	5
St. Mar's Dominican Nuns, per Rev. J. Moynihan	10	M. Schuppert, M. D. his mark	50
Christian Mehle	50	William X Cooney his mark	5
James P. Hogan	25	William Clark	10
W. T. Bell	5	P. E Hatert	5
Timothy Dunne	5	J. M. Bach	10
John S. Twomey	5	J. B. Henderson	25
Horace E. Upton his mark	10		
James X O'Hara his mark	5		
Thomas Reynolds	1		
J. M. Burchardt	25		
C. Connell	20		
J. E. Quinn	10		
Thomas T. Bragg	2		

LAURENCE McCORMACK,
HARRIS MURPHY,
W. J. CASTELL, Notary Public.

I, the undersigned, Recorder of Mortgages in and for this city and parish of Orleans, do hereby certify that the within act of incorporation has been this day duly recorded in my office, in Book Society No. 8, folios 542, 543, 544, 545, 546, 547, 548, 549 and 550, as required by law.

C. DARCANTEL, Deputy.

New Orleans, June 29, 1871.

I certify the above and foregoing to be a true copy of the original act extant in my current register.

In faith whereof I grant these presents under my signature and the impress of my seal of office, at New Orleans, Louisiana, this twenty-ninth day of June, 1871.

W. J. CASTELL, Notary Public.

jy2 7 14 21 30

CHARTER.....CHARTER.

STATE OF LOUISIANA—CITY OF NEW ORLEANS.

Be it known that on this twenty-first day of June, in the year of our Lord one thousand eight hundred and seventy-one, before me, Robert Joseph Ker, a notary public in and for the city of New Orleans, parish of Orleans, State of Louisiana, duly commissioned and qualified, and in presence of the witnesses hereinafter named and undersigned, personally came and appeared James M. Wagener, Esq., President of the New Orleans Hydro Carbon Gaslight Company, who declared that, whereas, at a meeting of the stockholders of said company, held pursuant to previous public notice, as required by the charter of said company, the following amendment to article three of said charter was adopted, by a vote of eight hundred and thirty shares in the affirmative, and no shares voted in the negative, to wit:

Resolved, That article three of the charter of incorporation of the New Orleans Hydro Carbon Gaslight Company be amended by substituting the following article in lieu and stead thereof, to wit:

ARTICLE III.

The capital stock of this corporation shall be fixed at the sum of three hundred thousand dollars, divided into three thousand shares of one hundred dollars each, of which capital two hundred thousand dollars shall be applied to take up the stock issued to the Texas Hydro Carbon Gaslight Company and the Alabama Hydro Carbon Gaslight Company, which companies shall be consolidated with and merged into the New Orleans Hydro Carbon Gaslight Company, upon the surrender of the issue of the stock certificates of said companies and upon the acceptance of the certificates issued to replace them; and the stock of said companies, upon which twenty per centum shall be paid, shall be considered fully paid, and any provisions in this charter inconsistent with the foregoing article is hereby annulled.

Now, in pursuance of the said action of the stockholders of said company, and in conformity with the provisions of the charter of the New Orleans Hydro Carbon Gaslight Company, the article three, as above adopted by the stockholders, is declard to be in lieu and stead of said original article three of the charter of the said New Orleans Hydro Carbon Gaslight Company.

Thus done and passed in my office, at New Orleans, on the day and date aforesaid, in presence of Messrs. Alcee J. Ker and Frank D. Seghers, competent witnesses, who hereto sign their names, together with said appearer and me, notary.

Original signed:

J. M. WAGENER, President.

ALCEE J. KER,
F. D. SEGHERS.

ROBERT J. KER,
Notary Public.

A true copy:
ROBERT J. KER,
Notary Public.

I, the undersigned, Recorder of Mortgages in and for this city and parish of Orleans, do hereby certify that the foregoing act of amendment has this day been duly recorded in my office, in the margin of the original act of incorporation of the New Orleans Hydro Carbon Gaslight Company, which act is recorded in book society No. 3, folio 234.

C. DARCANTEL, Deputy.

New Orleans, July 1, 1871. jy2 11 20 31

CHARTER.....CHARTER.

STATE OF LOUISIANA, PARISH OF ORLEANS AND CITY OF NEW ORLEANS.

Be it known, that on this twenty-fourth day of June, in the year of our Lord one thousand eight hundred and seventy-one, and of the independence of the United States of America the ninety-fifth, before me, Andrew Hero, Jr., a notary public in and for the parish of Orleans and city of New Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several parties whose names are hereunto subscribed, who severally declared that, availing themselves of the laws of the State of Louisiana relative to the organization of corporations for works of public improvement and for other purposes, they have covenanted and agreed, and do by these presents covenant and agree and bind themselves, as well as such other persons as may hereafter become associated with them, to form and constitute a corporation and body politic in law under the following stipulations and agreements, viz:

ARTICLE I.

The name and title of this corporation shall be THE NEW ORLEANS WATERWORKS COMPANY, and its domicile shall be the city of New Orleans, in the State of Louisiana. By said corporate name the said company shall have and enjoy succession for the full term and period of twenty-five years from and after the date of these presents, and shall have power and authority to contract, sue and be sued, to make and use a corporate seal; to hold, receive, purchase, lease, mortgage, hypothecate, and alienate or convey, under its corporate name, property, both real and personal, of every description, including rights and credits; to name and appoint such managers, directors, officers and employes as its interest and convenience may require; and to make and establish, as well as alter and amend, such rules and by-laws for the proper management and regulation of the affairs of said corporation as may be deemed necessary and proper.

ARTICLE II.

The purposes for which this corporation is established, and the nature of the business to be carried on by it, are declared to be to acquire, purchase or lease and construct, maintain and carry on works to supply the city of New Orleans, and other cities and towns within the parishes of Orleans and Jefferson, with water.

ARTICLE III.

All citations or other process of law shall be served upon the President of said corporation.

ARTICLE IV.

The capital stock of this company shall be three million dollars, and be represented by thirty thousand shares, of the sum of one hundred dollars each. Books of subscription to the capital stock of said company shall be opened by the Board of Directors, and the said stock shall be paid in installments not exceeding ten per cent, at such times as the Board of Directors may determine. Said company shall do no act under the provisions of this charter until fifty thousand dollars of the said capital stock shall have been subscribed for. At least ten days' notice shall be given by the Board of Directors, by advertisement in two newspapers published in the city of New Orleans, of the time and place of payment of installments upon the capital stock of said company, as well as of the amount of such installments; and any and all subscribers to the capital stock of said company who shall fail or refuse to pay such installments thereon after the expiration of said term of ten days, shall forfeit unto the company all stock which he or they may have or own, together with all installments paid thereon, and such stock shall be reissued and sold by the company, for its own benefit, as well as all stock of the company, upon such terms as the Board of Directors may deem for the best interest of the company. Each share of stock shall entitle the owner thereof to one vote on all questions and cases or elections, either in person or by proxy.

ARTICLE V.

The affairs of said company shall be under the direction and management of a Board of Directors, to be composed of five stockholders, each of whom shall own at least fifty shares of the capital stock of said company in his own name, and they shall be elected at such time and place as shall be named in the by-laws to be adopted by said company. A majority of the whole stock of said company shall be requisite to elect, and public notice shall be given of the time and place of said election by advertisement during ten days in two newspapers published in New Orleans. Said Board of Directors shall transact the business of said company, and hold regular meetings at such times as they shall fix upon. A majority of said board shall constitute a quorum for the transaction of any business; and they shall have full power to make and establish, as well as alter, amend or repeal such by-laws, rules and regulations as may be deemed necessary for the regulation and management of the business and affairs of said company. Said Board of Directors shall also have full powers to buy and sell, lease and hire, and mortgage or pledge all such real and personal property as they may deem necessary for the uses and purposes of said company; and, moreover, to borrow money by an issue of the bonds of the company or otherwise, to an amount not exceeding the capital stock of said company. They shall have authority to carry into execution all the objects and purposes of this corporation; nominate and appoint all officers, agents or employes, fix their salaries, and dismiss them at pleasure; and shall have and exercise such other and further powers as may be conferred upon them at any regular or special meeting of the stockholders. At their first meeting they shall elect one of their own number as president of the corporation, who shall preside at all meetings of said Board of Directors. Any vacancies occurring in their number by death, resignation or otherwise, shall be filled by election by the board for the period intervening between the occurrence of such vacancy and the next general election. The first Board of Directors to serve until their successors shall be duly elected under the provisions of this charter, shall consist of the following named persons, in whom and their successors all corporate powers of this corporation shall be vested, viz: Joseph Hernandez, Charles T. Howard, John Lockwood, Joseph R. West and H. V. Batringer.

ARTICLE VI.

If at or before the expiration of the term of twenty-five years herein fixed for the duration of said company, six or more of the stockholders holding a majority in amount of the capital stock of this corporation shall desire to renew the charter of this corporation for a further term, and any stockholders should be unwilling to renew the same, those stockholders that may be unwilling to renew the same shall be bound to transfer the shares of stock held by them to those desiring a renewal or extension of this charter, at the then market value of the said stock; or if the said stock should not have a known market value at that period, the value thereof shall be fixed by two appraisers, one to be chosen by the stockholders desiring to renew the charter of this company, and the other to be chosen by the stockholders who may be unwilling to renew the same; and in the event of a disagreement between the two appraisers so chosen, said appraisers shall choose an umpire, whose decision shall be final. Should this charter not be renewed as above provided, then and in that event, on the fourth Monday before the expiration of said term of twenty-five years, or if sooner determined upon, a general meeting of the stockholders of this company shall be convened, after thirty days' notice having been given in two newspapers published in New Orleans, at which meeting three stockholders owning each at least fifty shares of stock in said company, shall be elected by a majority of the stockholders present and represented, whose duty it shall be, and they are hereby specially authorized and empowered to enter into and take possession of all the property and effects of said company, and to liquidate and fully settle the affairs of the said corporation in the manner prescribed by the existing laws of this State.

Thus done and passed, in my office, at New Orleans aforesaid, in the presence of George Cenas and Paul A. Conand, witnesses, both of this city, who hereunto sign their names with the parties and me, the said notary, the day and the date aforesaid.

Original signed:

CHARLES T. HOWARD,
JOHN LOCKWOOD,
J. R. WEST,
D. C. McCAN,
J. HERNANDEZ,
And others.

P. A. CONAND,
GEORGE CENAS.

ANDREW HERO, JR.,
Notary Public.

I certify that the above and foregoing is a true copy of the original act extant in my notarial records, which original act is duly stamped and has been recorded in the mortgage office of this parish, in Society Book No. 3, folio 433.

ANDREW HERO, JR.,
Notary Public.

New Orleans, June 24, 1871. je25 law 4w

DANIEL CUMMINGS & CO.,
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CHARTER.....CHARTER.

CITY OF NEW ORLEANS, STATE OF LOUISIANA.

Be it known that on the fifteenth day of May, in the year of our Lord one thousand eight hundred and seventy-one, before me, Edward Barnett, a notary public in and for the parish of Orleans, city of New Orleans and State of Louisiana aforesaid, duly commissioned and sworn, personally came and appeared the parties whose names are hereunto subscribed, stipulating for themselves and those whom they represent, who declared that availing themselves of the rights and privileges granted by and contained in the provisions of the statutes of the State of Louisiana relative to the organization of corporations in this State, they have covenanted and agreed, and do by these presents covenant, agree and bind themselves, and those whom they represent, to form themselves into, constitute and establish a corporation or body politic, for the objects and purposes and under the stipulations, agreements and regulations hereinafter set forth, to wit:

ARTICLE I.

This corporation shall be known and designated as the "LOUISIANA JOCKEY CLUB," and its domicile shall be and is hereby fixed and established in the city of New Orleans. It shall exist for the term of twenty-five years from this date, unless sooner dissolved by a vote of three-fourths of the stockholders thereof.

ARTICLE II.

The president, or, in his absence, the secretary of the company, shall be the proper person on whom to serve citations or all other legal documents or writs in all suits against the company.

ARTICLE III.

The objects and purposes of said association are hereby declared to be the establishment of a race course for the advancement of racing and the improvement of the breed of horses; the establishment of a clubhouse for the social enjoyment of its members, and such other purposes in connection therewith as may be designated by the Board of Directors.

ARTICLE IV.

The capital stock of the said association is fixed at the sum of one hundred thousand dollars, divided into shares of one hundred dollars each, which capital stock may be increased to an amount not to exceed two hundred and fifty thousand dollars, by a vote of two-thirds of the stockholders thereof. Payments on the capital stock of said company shall be made as follows, viz: ten per cent on subscription and the balance in such installments as the directors, from time to time, may call in, giving at least fifteen days' notice thereof in two newspapers published in the city of New Orleans, and on the failure of any subscriber to pay the sum within fifteen days after becoming due, as aforesaid, the stock and any payments made thereon may be declared forfeited by a vote of the Board of Directors.

ARTICLE V.

The association may go into operation as soon as fifty thousand dollars of the stock shall have been subscribed.

ARTICLE VI.

For the purpose of carrying out its objects, the association shall have the right to purchase or lease whatever grounds and buildings may be deemed necessary.

ARTICLE VII.

There shall be elected annually, on the second Monday of May, a Board of Directors, consisting of twenty-one members, who shall be chosen by the stockholders from their number, at such place in the city of New Orleans as may be selected, after ten days' advertisement in two of the newspapers published in this city, and shall hold office until their successors are elected and qualified. The board thus elected shall, at their first meeting, elect such officers as they may think proper, and shall make such by-laws, rules and regulations for the government of the association and the election of members as they may deem necessary. It shall require a majority of the stock voting to constitute an election of the board, each share being entitled to one vote.

ARTICLE VIII.

The stockholders shall not be responsible for losses or damage incurred by said association beyond the amount of capital stock held and owned by him or them respectively.

ARTICLE IX.

All the powers of the said association shall be vested in the Board of Directors thereof, who shall have power to supply any vacancy that may occur in the board or otherwise. The said board shall be authorized to receive further subscriptions until the amount subscribed shall have reached the aforesaid sum of One Hundred Thousand Dollars.

ARTICLE X.

The following named stockholders, elected on the eighth instant, are hereby constituted the first Board of Directors, and invested with all the rights and powers herein specified, viz:

G. A Breaux,	J. O. Nixon.
C. H. Slocomb,	R. M. Montgomery,
C. T. Howard,	E. Salomon,
L. E. Lemarie,	H. B. Foley,
S. L. James,	John A. Morris,
C. A. Weed,	I. E. Gienny,
Robert W. Simmons,	T. Hellman,
E. A. Yorke,	Edward Barnett,
D. Wallace,	G. G. Garner,
P. O. Hebert,	James T. Pace,

ARTICLE XI.

The failure for any cause to elect directors on the day when such election should have been held, shall not dissolve the association, but the directors then in office shall hold over until their successors are elected and qualified.

ARTICLE XII.

This corporation shall be capable in law to buy, sell, mortgage, take, receive, hold and in any manner acquire real and personal property; it shall be capable to cite and be cited, to sue and be sued; it shall be and is hereby empowered and authorized to make rules, by-laws, ordinances, and to do and perform any and everything needed for its government and support not repugnant to the constitution and laws of the United States, and of the State of Louisiana, and of this act of incorporation.

ARTICLE XIII.

The said association shall have a seal with such device upon the same as the Board of Directors may adopt, and the name of the association encircling the same.

ARTICLE XIV.

The affairs of the association shall be liquidated by three commissioners, appointed by the stockholders from among themselves, at a general meeting convened for that purpose, after the delay and in the manner pointed out for the election of directors; all necessary powers shall be conferred on them, their compensation and term of office shall be fixed, their duties defined, and the manner in which they may be removed or their term of office renewed.

ARTICLE XV.

The stockholders of the company, at a general meeting to be convened for the purpose, after ten days' notice in two of the newspapers published in the city, shall have the power to make any changes, additions or modifications in this act of incorporation, provided that three-fourths of the stock represented at such meeting shall vote in favor of such proposed measures, and any of such change, addition or modification shall be recorded as required by law.

Thus done and passed in my office, at the city of New Orleans aforesaid, on the day, month and year first above written, and in presence of Messrs. Marcel T. Burros and Joseph W. Jones, competent witnesses, who hereunto sign their names with said parties and me, notary.

Original signed:

C. H. SLOCOMB,
GUS. A. BREAUX, and others,
M. T. DUCROS,
J. W. JONES,
EDWARD BARNETT, Notary Public.

I certify the foregoing to be a true copy of the original act extant in my current records.

In faith whereof I grant these presents under my signature and the impress of my seal of office, at the city of New Orleans, on the fifth day of June, eighteen hundred and seventy-one.

EDWARD BARNETT, Notary Public.

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2. COLLEGIATE.
3. NORMAL, arranged with special reference to the education of teachers, and is aided by the "Peabody Fund."
4. MEDICAL. Charity Hospital is accessible to this department.
5. LAW.
6. THEOLOGICAL, which is open to all denominations.

Further information may be obtained upon application to any of the following members of the faculty:

REV. J. W. HEALY, LL. D.,
President and Instructor in Sacred Theology.
REV. C. H. THOMPSON, D. D.,
Professor of Pastoral Theology and University Preacher.
HON. RUFUS WAPLES, LL. B.,
Professor of International Law and Dean of the Law Faculty.
E. B. WHITE, M. D.,
Professor of Theory and Practice of Medicine, and Dean of the Medical Faculty.
J. F. FULLER, A. M.,
Professor of Mathematics and Principal of the Academical Department.
P. M. WILLIAMS, A. M.,
Professor of English Literature and Principal of Normal Department. ap2

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