THE HERALD

PUBLISHED EVERY THURSDAY.

Entered at the Postoffice at New Orleans as Second-Class Mail Matter

TERMS OF SUBSCRIPTION.
One Copy, One Month, in advance.... 10
One Copy, One Year, in advance....$1 00

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NEW ORLEANS, JANUARY 26, 1911.

THE HERALD may be found at the following places:
THE HERALD (Algiers Office) 500 Verret Street.
THE HERALD (City Office) 823 Perdido Street.
SCHROADER,S BOOK STORE, Patterson Street.
GEO. E. BEYES, Opelousas and Nunez Streets.

Subscribers failing to get THE HERALD regularly, will please notify the business Manager, No. 500 Verret Street.

Please send communications for publications as early as possible, nd not later than Tuesday night.

All communications, such as letters from the people and news notes of balls, lawn parties, dances and personal mentions will be inserted in THE HERALD free of charge. No communications will be received unless signed by the sender. We do not published your name in connection with the communication unless you so state but we must insise upon having your name as a guarantee of good faith.

New Orleans exempts Factories from Taxation until 1910. Algiers, the Fifth District of New Orleans, has several desirable sites for factories. Capitalists will find it to their advantage to investigate.

ALLIED PRINTING TRADES UNION LABEL COUNCIL NEW ORLEANS 9

Railroad Schedules.

Illinois Central.

Depart.		Arrive.
9:15 a. m.	"The Limited," Chicago, St. Louis, Louisville and Cincinnati	8:15 p. m.
7:10 p. m.	Fast Mail, Chicago, St. Louis, Louisville and Cincinnati	10:55 a. m.
:30 a. m.	Local Mail	4:00 p. m.
4:30 p. m.	Northern Express	8:50 a. m.
4:50 p. m.	McComb Accom.	9:50 a. m.
7:30 a. m.	Sunday Excur.	8:40 p. m.

"THE MERRY WIDOW."

Northbound.		
Lv.	New Orleans	3:00 a. m.
Lv.	Hammond	4:20 a. m.
Lv.	Amite	4:45 a. m.
Lv.	Magnolia	5:35 a. m.
Ar.	McComb	5:50 a. m.
Southbound.		
Lv.	McComb	4:40 p. m.
Ar.	Hammond	6:30 p. m.
Lv.	Hammond	6:50 p. m.
Ar.	New Orleans	8:40 p. m.

Southbound, the "Merry Widow" stops at all stations between McComb City and New Orleans.

Yazoo and Mississippi Valley.

Depart.		Arrive.
7:00 a. m.	Vicksburg Express	5:30 p. m.
3:15 p.m.	Memphis Express	8:10 a. m.
4:15 p. m.	Baton Rouge and Woodville Accommodation	9:40 a. m.

Louisville and Nashville.

Depart.		Arrive.
8:00 p. m.	N. Y. and N. O. Lim.	7:50 a. m.
9:00 p. m.	Cin. & Florida Exp.	7:05 a. m.
8:30 a. m.	Cincinnati, Chicago and New York Express	8:30 p. m.
6:00 a. m.	Montgomery Accom.	6:45 p. m.
	Gulf Coast Limited.	
3:25 p m.	Daily, except Sunday.	8:50 a. m.
5:15 p. m.	N. O. Mobile Accom.	11:55 a. m.
7:30 a. m.	Sunday Excursion.	8:40 p. m.

Queen and Crescent.

Terminal Station, Canal Street.

7:30 p. m.	Cin. and New York.	9:05 a. m.
7:30 a. m.	Cincinnati	9:05 p. m.
7:30 p. m.	St. Louis	8:35 p. m.
6:00 a. m.	Merid. & In. Pts. Daily	4:30 p m.
4:50 p. m.	Merid. Local, Daily.—Hattiesburg Local, Daily.	8:20 a. m.
	Sunday Excursion.	
7:25 a. m.	Lumberton & In. Pts	7:30 p. m.

Southern Pacific.

6:50 a. m.	Houston Local	5:25 p. m.
11:55 a. m.	Sunset Exp. for La., Texas & California	6:45 p. m.

Texas and Pacific.

3:00 p. m.	Lafayette Local	11:40 a. m.
9:00 p. m.	Texas Express	7:25 a. m.
6:30 a. m.	Boyce Local	3:35 p. m.
9:00 a. m.	El Paso and Cal. Ex.	7:50 p. m.
4:25 p. m.	New Roads Local	11:45 a. m.
7:30 p. m.	Ft. Worth & Hot Epgs	8:55 a. m.

Louisiana Southern.

5:30 p. m.	Daily Ex. Sunday	8:50 a. m.
3:45 a. m.	Sunday	8:00 a. m.
7:00 p. m.	Sunday	6:00 p. m.
9:30 a. m.	Saturday	4:30 p.m.

Louisiana Railway and Navigation Company.

Terminal Station, Canal & Basin Streets.

Leave.		Arrive.
6:50 a. m.	Baton Rouge, Bayou Sara, Angola	8:45 p. m.
6:20 p. m.	Baton Rouge, Bayou Sara, Alexandria, Shreveport.	8:30 a. m.

New Orleans Southern Railway Co.

(Formerly N. O., Ft. Jackson & G. I. R. R.)

8:05 a. m.	Sunday Only	7:25 p. m.
8:05 a. m.	Daily, Except Sun.	6:40 p. m.
4:00 p. m.	Daily, Ex. Sat. & Sun.	9:45 a. m.
8:20 p. m.	Saturday & Sunday	9:45 a. m.

GULF AND SHIP ISLAND RAILROAD CO.
General Passenger Department.
PASSENGER SERVICE.
Main Line—South Bound.

		No. 5	No. 3.
Lv.	Jackson	6:00 a. m.	3:30 p. m.
Lv.	Hattiesburg	10:35 a. m.	7:13 p. m.
Ar.	Gulfport	1:21 p. m.	10:00 p. m.

Columbia Division—South Bound.

		No. 101
Lv.	Mendenhall	7:10 a. m.
Ar.	Maxie	11:39 a. m.
Ar.	Gulfport (No. 5)	1:21 p. m.

		No. 109
Lv.	Jackson	2:30 p. m.
Ar.	Columbia	6:00 p. m.

Main Line—North Bound.

		No. 4	No. 6
Lv.	Gulfport	7:25 a. m.	2:00 p. m
Lv.	Hattiesburg	10:30 a. m.	5:43 p. m.
Ar.	Jackson	1:55 p. m.	9:40 p. m.

Columbia Division—North Bound.

		No. 102
Ar.	Mendenhall	8:23 p. m.
Lv.	Maxie	3:55 p. m.
Lv.	Gulfport	2:00 p. m.

		No. 110
	Jackson	10:02 a. m.
	Columbia	6:25 a. m.

Laurel Branch—North and South Bound.

		No. 202
Lv.	Laurel	3:00 p. m.
Ar.	Saratoga	5:00 p. m.
Ar.	Jackson (No. 6)	9:40 p. m.
Ar.	Gulfport (No. 3)	10:00 p. m.

		No. 201
Lv.	Jackson (No. 5)	6:00 a. m.
Lv.	Saratoga (No. 201)	8:00 a. m.
Ar.	Laurel	10:00 a. m.

Pontchartrain Railroad.

Week-Day Schedule.

In effect Wednesday, October 19, 1910, at 5:50 a. m.

Leave Milneburg—5:50 a. m., 7:00 a. m., 9:30 a. m., 12:10 p. m., 2:30 p. m., 5:30 p. m.

Leave Pontchartrain Junction—6:30 a. m., 8:30 a. m., 11:00 0a. m., 2:00 p. m., 4:00 p. m., 6:15 p. m.

SUNDAY SCHEDULE.

In effect Sunday, October 23, 1910.

Leave Milneburg—6:00 a. m., 7:10 a. m., 8:40 a. m., 10:00 a. m., 11:30 a. m., 12:30 p. m., 2:30 p. m., 3:30 p. m., 5:00 p. m., 6:00 p. m., 7:00 p. m., 8:10 p. m.

Leave Pontchartrain Junction—5:30 a. m., 6:30 a. m., 8:10 a m, 9:10 a m, 11:00 a m, 12:01 p m, 2:00 p m, 3:00 p m, 4:00 p m, 5:30 p m, 6:30 p m, 7:40 p.m.

ELECTRIC CAR SCHEDULE.

GRETNA CAR—Leaves Ferry Landing beginning at 5:30 a. m.; at 10 and 30 minutes after the hour and 10 minutes to the hour. Last car leaves Ferry Landing for Gretna at 12:10 a. m.

GRETNA CAR—Leaves Gretna beginning at 5:28 a. m.; at 8 and 28 minutes after the hour and 12 minutes to the hour. Last car leaves Gretna at 12:30 p. m.

PACIFIC AVE. LINE—Leaves Ferry Landing beginning at 5:40 a. m.; on the hour 20 minutes after and 20 minutes to the hour. Last car leaves Ferry at 12:35 p. m.

PACIFIC AVE. LINE—Leaves Car Barn beginning at 5:25 a. m.; at 8 and 28 minutes after the hour, and 12 minutes to the hour.

NAVAL STATION—Leaves Lower Coast for Newton and Teche 5:16 a. m. Connects at Newton and Teche with Gretna car for Ferry every twenty minutes. Last car leaves Lower Coast at 11:53 p. m.

NAVAL STATION—Leaves barn 5:08 a. m. for Lower Coast. Connects with Pacific Ave. line from Ferry at Newton and Teche Sts. every twenty minutes, beginning at 5:40 a. m. Last car leaves Newton and Teche at 12:30 p. m.

TRANSFERS on all lines are good only at NEWTON and TECHE Streets,' when presented at time they are punched for.

MARDI GRAS IN ALGIERS

Beginning with our next issue, we will publish a list of the prizes we have received for the Mardi Gras maskers, together with the conditions and rules that will govern the distribution of the prizes, and it will be the effort of the Herald to improve as much as possible the arrangements of last year. This having been the first attempt, and not anticipating the great crowd, better preparations were not made. It is our derise, now that we are assured of the co-operation of our citizens and merchants, to make this year's Mardi Gras Day in Algiers a big success and to bring back again the old custom of promiscuous masking. It has been suggested that we offer prizes for the best marching club. This will only be considered when we are advised of two or more contestants for such a prize, and should more than two organizations guarantee The Herald that their organizations will contest for the prize, a suitable one will be furnished for this special feature. We wish to have it fully understood this year, as it was last, that prizes will be awarded only to those having residence in the Fifteenth Ward. We desire that our merchants send in their prizes, or an order for same, as soon as possible, so that the full list of prizes may be published in our next edition.

WORK APPRECIATED.

Now that we are in doubt as to whether we are to have the Exposition, and being at a time when all are anxious to hear a few words of encouragement from Washington, we naturally look to our Mayor with the same kind of confidence that we have always had in his ability to do, if possible things that will benefit New Orleans, and whether or not we will be successful in securing this great prize, the same amount of credit will be due Martin Behrman for the days and nights of hard work that he has put in at Washington. This work that we refer to does not consist only of hustling around from one member to the other and asking for the support, but it goes much further. It is to put before those who are to vote upon this important subject the actual facts as they exist, and to be ready to combat some of the falsehoods and misrepresentations that have been brought before the committee by the Western delegations. This is not an easy task. It requires not only influence with the great men in Washington, but it must come from one whose countenance, as well as reputation, is a mark of sincerity. We, no doubt, have these qualifications in our Mayor, and he is justly entitled, on his return to New Orleans, to the same consideration, whether or not the goal has been allotted to the Crescent City.

New Orleans Wins First Round.

The standing committee of the House having reported in favor of this city, must be taken as an index of what the Congress will decide when the time comes to make a choice between New Orleans and San Francisco as being the safe and sane place to hold the great Panama celebration. No matter how much the Republican party, or even President Taft, who is said to be assisting 'Frisco, would like to give this big fair to their political friends, they will hesitate before assuming the responsibilty of endangerng the peace of the country by bringing large numbers of Asiatics into direct personal contact with the people of this one American city who cannot and will not repress the racial antipathy they are daily manifesting towards these particular aliens. The Japanese would not want any better excuse for the taking over of the Philippines than an insult to their flag by their enemies, the Friscoites, and we are of the opinion that President Taft and his cabinet, who have the destinies of the United States and the Philippines in their hands to-day, will hardly risk giving them this opportunity, particularly when there is no necessity for doing so. Then, as we suggested in our last issue, there is the possibility of another earthquake, which might destroy the rare and priceless exhibits, to say nothing of the lives, not only of our own people, but those of our guests as well. Party fealty, which is the only reason the administration could give for selecting 'Frisco, would hardly justify the tak- of such chances. In fact, there is grave doubt that foreign governments would agree to send their exhibits to such a locality and so far away, even should Congress make such a selection. It would be like coming to New Orleans, during the old regime, when yellow jack was laying for the unwary European. It is more than probable that while the administration may be ostensibly helping the Californianas, when the time comes for a show down there will be "just enough insurgent Republicans to thwart its plans." It will be either this or no exposition at all. The magnificent fight New Orleans has put up should, however, give us the great prize. Nothing that could have been done has been left undone by those in charge of the matter, and the whole country to-day knows that New Orleans is the only proper place to celebrate this greatest engineering feat of history.

Results of Spelling Contest.

The following pupils from our district had perfect papers in the spelling contest held last Monday:

Eighth Grade A.—Belleville, Emma Sutherland, Marion Morse.

Eighth Grade B—Belleville, Louise Cauvin.

Seventh Grage A—Belleville, Clair Keenan, Clare Finley.

Seventh Grade B.—Belleville, Naomi Senat.

Sixth Grade A—Belleville, Annie Davis, Lillian Schroder, Jeannette Courteny.

Sixth Grade B—Belleville, Bernice Hornosky, Carrie Brauninger.

Fifth Grade B—Belleville, Sarah Davis.

Fourth Grade A—Belleville, Blanche Ramos.

The following are the number of words wissed:

	8B	8B	7A	7B	6A	6B	5A	5B	4A	4B
McDonough No. 4	30	35	88	55	4	28	68	22	11	18
Belleville	8	4	4	8	..	2	6	4	7	6
McDonogh No. 5	..	..	..	..	..	..	..	..	6	14

Presentation.

At a meeting of Algiers Local No. 55, Brotherhood of Railway Clerks, held last week, Mr. Peter E. Muntz was presented with a pair of handsome diamond cuff buttons in honor of the esteem with which he is held by the members. Mr. Muntz is just entering on his fifth term as president of the organization.

The lodge is composed of employees of the M., L. and T. Railroad in our district and in the city. President Muntz was completely surprised when E. W. Booth stepped up and after a short complimentary address handed the token to the popular officer, but he recovered and fittingly replied by expressing his appreciation of the remembrance.

Reception.

A reception was given at the home of Mr. and Mrs. P. Haag, last week. At midnight supper was served. Those who attended were: Mrs. A. Marie N. Crane, Edna Vergez, C. Rosenmeier, Alma Coulonge, F. Deufreshin, Kate Lex, Mrs. T. Dillon, Mrs. P. Haag, Mrs. A. Boulas and Mrs. F. Marie; Messrs. P. Haag, A. Boulas, E. Boulas, Fred Marie, Frank Marie, W. Durand, Al. J. Rosenmeier, H. Marie, E. Rosenmeier, A. Coulonge, Herbert Rosenmeier, W. Betz, W. Laughlin, V. Lauman, W. Rosenmeier, E. Timlin, B. Lockhardt, W. McCormick, Mr. and Mrs. J. Kahn.

Pressing Shop Robbed.

John Pope, aged 23 years, an Algerine, is being looked for by the police on complaint of Martin Koenig, of No. 402 Olivier street, who accuses him of the theft of a suit of clothes, a pair of shoes, a razor and a revolver, all valued at $29. Koenig runs a pressing shop at the above address, but makes his home elsewhere in the district. Saturday night he left Pope in charge of the shop, but when he returned on Sunday he found the place open and deserted. A search revealed the fact of the theft, and Koenig proceeded to the police station and entered a complaint.

Hammond Dairy Milk

We are the Agents for Ice Cold Milk, Buttermilk, Fresh Butter and Cream Cheese; put up by the HAMMOND DAIRY....

MRS. W. J. DALY
641 BOUNY STREET

Election of Officers.

The Young Men's Social and Benevolent Junior Association, at a regular meeting on Sunday, elected the following officers for the ensuing term, viz.: James Owens, president; John Zatarain, vice president; John Porter, recording secretary; Louis Bergeron, financial secretary; E. Munstermann, treasurer; W. Duran, grand marshal; W. L. McCarey, guardian; Dr. A. J. Babin, physician; John A. Barrett, undertaker. The organization is under the control of the board of directors of the senior organization and it is in splendid shape.

CHARTER

OF SOUTHERN SEATING COMPANY.

January 4, 1911.

UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.

Be it known, that on this fourth day of January, in the year of our Lord one thousand nine hundred and eleven, and of the independence of the United States of America, the one hundred and thirty-fifth, before me, James Zacharie Spearing, 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 severally declared that, availing themselves of the provisions of the laws of this state relative to the organization of corporations and especially of Act No. 78 of the Legislative Acts of the General Assembly of the State of Louisiana for the year nineteen hundred and four, approved July 4, 1904, and of the other laws of this state relative to corporations and the organization and formation thereof, they have covenanted and agreed, and do by these presents covenant, agree and bind themselves, as well as such other persons who may hereafter become associated with them or their successors, to form and constitute a corporation or body politic in law, for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.

The name and style of this corporation shall be: SOUTHERN SEATING COMPANY, and by that name it shall have power and authority to exist and enjoy succession for the full term and period of ninety-nine years, commencing on and to be computed from and after the date and day hereof.

ARTICLE II.

The domicile of this corporation shall be in the City of New Orleans, State of Louisiana. All citations and other legal process shall be served upon the President of said corporation; or, in case of his absence or inability to act, upon the Vice-President; or, in the absence or inability of both the President and Vice-President to act, upon the Secretary of this company. The President shall be the executive officer of this corporation; he shall preside at meetings of the Board of Directors and stockholders.

ARTICLE III.

The objects and purposes for which this corporation is established and the nature of the business to be carried on by it are hereby declared to be as follows, to-wit: To make and manufacture, purchase and sell, and to generally deal in school books, furniture and supplies of every character and also furnishings, fittings, stationery and supplies of all kinds for offices and for public and private buildings or individuals; to do printing of all kinds or cause the same to be done; to act as the agent or representative of manufacturers, or dealers for the sale of any or all of the articles above mentioned or of any article or articles within the scope of the business of this corporation and generally to do all things necessary or convenient to properly conduct the business of this corporation.

ARTICLE IV.

This corporation may sue and be sued in its corporate name; hold, have, receive, purchase, convey, sell, mortgage, hypothecate, pledge, lease and sub-lease, and enjoy real, personal and mixed property; also borrow money make and issue notes and bonds; make contracts; receive grants of land, or of personal property and make and use a corporate seal, the same to alter or break at pleasure, but the failure to have a seal shall not invalidate any of the acts or proceedings of this corporation; name and appoint such managers, directors, officers, clerks and agents as the interest and convenience of said corporation may require; and through its Board of Directors make and establish such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary, and the same to alter and change at pleasure, and shall possess all the rights, powers and privileges to which corporations are or may be by any general law or laws of this state authorized and entitled to possess. Said corporation may exercise its corporate powers within any other state or territory in the United States, or foreign country that shall permit the same.

ARTICLE V.

The capital stck of this corporation is hereby fixed at the sum of twenty-five thousand and 00-100 ($25,000.00) dollars, represented by two hundred and fifty shares of one hundred and 00-100 ($100.00) each.

The company shall begin operation as soon as seventy-five shares of the capital stock are subscribed for or disposed of.

All stock subscribed for shall be payable at such times and on such terms and conditions as the Board of Directors may from time to time fix and determine in each particular case, or the Board of Directors may issue certificates of paid-up stock in payment of property or goods actually delivered to this corporation or for services actually rendered to it, or for rights, privileges or franchises transferred to it, the valuation in each instance to be agreed to by the Board of Directors, which shall have full and final power to do so. Dividends shall be declared on the amount actually credited on the capital stock without regard to the amount subscribed for. Said capital stock may be increased in the manner provided for by the laws of this State. Whenever an increase of said capital stock shall have been authorized or additional stock issued, fifteen days' written or printed notice shall be given to each stockholder, within which time persons holding stock in this corporation shall have the right to subscribe for said increase stock or additional issue of stock in proportion to the number of shares of stock then held by them, and which additional shares shall be paid for as the Board of Directors may direct. After the expiration of said time the Board of Directors may dispose of the shares not taken, for the benefit of the company in such manner and on such terms and conditions as they may think proper. All transfers of stock shall be made on the books of the corporation and shall be signed by the stockholder or by his attorney. At all elections by or meetings of the stockholders, each share of stock, whether paid for in full or not, shall be entitled to one vote, to be cast either by the person in whose name the stock appears on the books of this corporation at the time of the voting, or by his agent or proxy, duly authorized in writing to that effect.

ARTICLE VI.

The business and affairs and corporate powers of this corporation shall be transacted by a board of three directors, to be composed of stockholders thereof, and they and each of them shall be elected by a majority of all the votes cast at a meeting to be held for that purpose.

As soon after the execution of this charter as practicable, the subscribers hereto shall hold a meeting and select those to compose the first Board of Directors of this corporation and they shall hold office until the third Monday in January, 1912, or until their successors are elected and qualified; each subsequent board shall take their seats immediately following their election, or as soon thereafter as practicable, and shall hold their office until their successors shall have been elected and qualified.

On the third Monday in January, 1912, and annually thereafter, an election for directors by the stockholders shall be held at the office of the company, after ten days previous notice of such meeting shall have been given by advertisement appearing three times in ten days in one of the daily English newspapers published in the City of New Orleans, the first advertisement appearing not less than ten days prior to the meeting and the last advertisement appearing on the day of the meeting.

Every Board of Directors shall at its first meeting after its election, or as soon thereafter as practicable, elect a President, a Vice-President and a Secretary from their own number.

A failure to elect directors on the date above specified shall not dissolve the corporation, but the then existing Board of Directors shall continue to hold their offices, and another election shall be held as soon thereafter as practicable at a time to be fixed by the Board of Directors then in office, whereof five days prior notice shall be given in the manner above provided, which said notices shall be full and complete notice to all stockholders of such meeting.

In the event no election takes place at the second meeting, the board then in office shall hold over until the next annual meeting or until their successors are duly elected and qualified.

A majority of said Board of Directors shall constitute a quorum for the transaction and management of all business of said corporation.

Any director may at any time give his proxy or power of attorney in writing to any other stockholder, or any other members of the Board of Directors, to represent him at any or all meetings of the Board of Directors, and in such cases the proxy, whether held by another stockholder or another director, shall in every respect count for all purposes as if said director were personally present.

Any vacancy occurring in said Board of Directors, from any cause, shall be filled by the remaining directors.

The Board of Directors may make such by-laws, rules and regulations as they may think proper for the transaction of the business and affairs of said corporation, and change, alter and amend the same at pleasure, and shall exercise all the powers of this corporation or may delegate the same to one or more officers at its pleasure, appoint and fix the salaries of all officers, clerks and employees, not herein mentioned, the same to change or dismiss at pleasure; fix the salaries of the officers provided for herein; sell, convey, mortgage, pledge, lease and purchase rights, privileges, franchises, property movable immovable and personal; borrow money, issue notes and bonds; make contracts and sign or cause to be signed by officers or directors specially or generally authorized by the Board of Directors all necessary acts, deeds, etc., and adopt a corporate seal, the same to change or alter or dispense with at pleasure; and to do all things which may be necessary to be done in the management of said business and permitted by the laws applicable to corporations.

ARTICLE VII.

No stockholder shall be allowed to dispose, directly or indirectly, in whole or in part, of the shares of stock held or owned by him without first giving written notice to the secretary of this corporation of the intention of such stockholder to dispose of his shares of stock in whole or in part, which notice shall state the number of shares proposed to be sold and the price at which such stockholder proposes to sell and whether or not he has received a bona fide offer for any portion of the shares of stock proposed to be sold. If such bona fide offer has been made, the notice shall state the highest price offered for said stock and the name of the person offering the same. If the offer be in writing, it must accompany the notice.

The Secrefary shall thereupon transmit to each stockholder a copy of such notice, certified by him to be correct. During the fifteen days subsequent to the said notice by the said stockholder to the secretary, the other stockholders of this corporation shall have the privilege and option of purchasing the shares of stock proposed to be sold at the price named in such notice, or at the highest price offered by any bona fide purchaser. If, however, the prices above mentioned exceed the value of such stock as shown by the books of this corporation at the end of the fiscal year immediately preceding the notice, then and in that event the stockholders shall have the privilege and option of purchasing the shares of stock proposed to be sold at their book value as herein stated. Should more than one stockholder desire to purchase said stock, the shares of stock proposed to be sold shall be proportionately divided among such stockholders as desire to purchase the same and give notice to the Secretary to that effect prior to the expiration of fifteen days above provided for. If none of the stockholders elect to purchase the said stock within the time above provided, the stockholder proposing to sell shall have the privilege and is authorized to sell the stock about which he has given notice, in accordance with the terms and conditions of the notice given by him, and not otherwise.

The officers of this corporation are hereby prohibited from issuing certificates for stock sold contrary to or in conflict with the provision of this charter.

ARTICLE VIII.

This charter may be changed, modied or altered, or said corporation may be dissolved, with the assent of three-fourths of the amount of stock present or represented at any general meeting of said corporation, convened for such purpose, after ten days' previous notice shall have been given in the manner provided in Article VI of this charter.

But any and all meetings of stockholders, whether for purposes of liquidation or for any other purpose, may be held at any time without notice by unanimous consent, of all stockholders, in writing, filed with the Secretary.

ARTICLE IX.

Whenever this corporation is dissolved, either by limitation or from other cause, its aairs shall be liquidated under the superintendence of two stockholders to be chosen for that purpose by a majority in amount of the stockholders present or represented at a general meeting of the stockholders at which the election is held. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of the death of one of said commissioners or of the refusal or inability of one of them to act, the survivors shall continue to act and shall select another stockholder in the place and stead of the commissioner who shall have ceased to act.

ARTICLE X.

The President may, in his discretion, and shall, upon the written request of two stockholders call a special meeting of the stockholders of this corporation.

ARTICLE XI.

No stockholder shall ever be liable or responsible for the contracts or faults of this corporation in any further sum than the unpaid balance due to the company on the shares owned by or subscribed for by him; nor shall any informality in organization have the effect of rendering this charter null or void, or of exposing the stockholders to any liability.

Thus done and passed at my office, in the City of New Orleans, on the day, month, and year first above written, in the presence of Messrs. Byron L. Pond and Alexander Bugdahl, Jr., competent witnesses, residing in this city, who have hereunto signed their names with the appearers and me, Notary, after due reading of the whole.

Signatures of Subscribers and Witnesses.
J. ZACH SPEARING, Not. Pub.

I, the undersigned, Deputy Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Southern Seating Company was this day duly recorded in the Mortgage Office, Parish of Orleans, in book 1018, folio 250.

New Orleans, La., January 6, 1911.
EMILE LEONARD,
Deputy Recorder of Martgages.

I, the undersigned Notary Public, in and for the Parish of Orleans, do hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of the Southern Seating Company, and of the certificate of the Recorder of Mortgages for this parish, thereunto appended and of record in my office.

In faith whereof, I have hereunto set my hand and official seal on this the 6th day of January, 1911.

J. ZACH SPEARING,
Notary Public.

Jan 12 19 26 feb 2 9 1911

CHARTER

"GEORGE ADVERTISING SIMMS COMPANY, INC."

UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS.

Be it known, that on this twenty-seventh day of December, in the year of our Lord one thousand nine hundred and ten, before me, Alexis Brian, a Notary Public, in and for the Parish of Orleans aforesaid, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who declared to me, Notary, in the presence of the undersigned witnesses, that, availing themselves of the provisions of the laws of the State of Louisiana respecting the organization of corporations, they have mutually agreed and contracted, and by these presents do agree and contract and bind and obligate themselves, their heirs and assigns and all persons who may hereafter become associated with them herein, to form a corporation, and do hereby form and organize a corporation under the name and for the objects and purposes and under the terms, stipulations and provisions contained in the following articles, to-wit:

ARTICLE I.

The name and title of this corpo ation is hereby declared to be "George Advertising Simms Company, Inc.," and under its said corporate name it shall have and enjoy corporate existence and succession for fifty (50) years from and after the date hereof, unless sooner dissolved by the action of the stockholders in the manner provided by law; and by and under that name it shall have, enjoy and exercise all rights, powers and privileges hereinafter set forth, as well as those granted, or that may hereinafter be granted by law to corporations of this character, with full authority to contract, sue and be sued, plead and be impleaded, appear, answer, and prosecute in any and all courts of justice and elsewhere; to make and use a corporate seal and the same to alter and break at pleasure; to name, elect and appoint such directors, officers, managers, attorneys, clerks and employees as its business, interests and convenience may require; and to make and adopt, and at its pleasure amend or abrogate, such rules, regulations and by-laws for the proper government of the affairs of the corporation as may be necessary, proper or convenient.

ARTICLE II.

The domicile of this corporation is hereby declared to be in the City of New Orleans, State of Louisiana, and all citations or other legal processes shall be served upon its president; or, in the event of his death, absence or inability to act, upon its vice-president; or, in the absence of both president and vice-president, upon the secretary; or, in the absence of all of the officers of the corporation, upon such person as the Board of Directors may designate as the person to receive service of process.

ARTICLE III.

The object and purpose for which this corporation is formed, and the nature of the business to be carried on by it, to-wit:

To write, design and prepare, and place advertising. To contract for or do printing or engraving and preparing of advertising matter.

To act as advertising experts, and to engage in a general advertising business and to take over or acquire the stock in trade and good will, the contracts of George Advertising Simms, and to carry on the business lately carried on in this city by the said George Advertising Simms, and generally to do all acts and things and enter into all contracts that may be necessary or proper or convenient for the accomplishment of any or all of the aforesaid purposes.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of ten thousand dollars ($10,000), divided into one hundred (100) shares of the par value of one hundred dollars ($100) each. Said stock shall be paid for in cash or its equivalent, in such amounts, at such times and after such notice as may be prescribed and determined by the Board of Directors, or said Board of Directors shall have power to issue said stock at not less than par in payment for labor done for, or services rendered to, or property actually received or purchased by said corporation, and when issued for labor done, services rendered or property received or purchased, the valuation of such labor or services or such property shall be fixed by the Board of Directors, and such valuation when so fixed by resolution of the Board of Directors shall be conclusive upon all stockholders and persons dealing with said corporation as to the value of such services or property.

All transfers of shares of capital stock of this corporation shall be entered on the stock book, and no transfer of stock shall be binding, in any manner, on this corporation unless and until so registered in said stock book.

This corporation shall have the right to commence business and be a going concern when this act of incorporation shall have been signed, and when the sum of one thousand dollars ($1,000) of the capital stock shall have been actually subscribed for.

If at any time the Board of Directors shall decide to dispose of the remainder of the capital stock or any additional capital stock which may be issued, each stockholder shall have and enjoy a preferential right to subscribe pro rata to the extent of their respective holdings thereto. Any shares of stock so offered for subscription which may not be subscribed for under the rights hereby conferred, shall be disposed of by the Board of Directors in their discretion for the benefit of the corporation at not less than par.

ARTICLE V.

Section 1. All of the corporate powers now or hereafter by law vested in this corporation shall be vested in and exercised by a Board of Directors composed of three (3) stockholders, who shall be elected annually at a meeting of the corporation to be held on the first Wednesday of January in each year. If the date fixed for the election of said board shall fall on a legal holiday, the election shall be held on the first day thereafter not a legal holiday, and the Board of Directors elected at any such annual meeting shall hold and exercise their offices until their successors be duly elected and qualified.

Section 2. In furtherance, and not in limitation of, any of the powers hereby, or by statute conferred, the Board of Directors is expressly authorized:

a. To make, alter, amend and rescind any by-laws of the company; to fix and determine and to vary the amount to be reserved as working capital of the company; to determine whether any, and if any, what part of any accumulated profits shall be declared in dividends and paid to the stockholders.

b. To fill any vacancy among their number or in any other office arising through death, resignation, disqualification or other cause for the unexpired term thereof, the remaining directors being hereby vested with power to fill such vacancies by an affirmative vote of a majority of the remaining directors.

c. To elect from among their number, immediately after the election of the board or as soon thereafter as may be, a president, a vice-president and a secretary and treasurer. Any two of such offices may be held by the same person, except that the president shall hold no other office. The Board of Directors shall have power to designate and define the duties and compensation of all directors, officers, agents and employees of this corporation.

d. To borrow money from time to time and in such amounts and upon such terms and conditions as they may deem proper for the corporate purposes of this corporation, and may in evidence thereof issue, or cause to be issued, the notes, bonds, debentures, or other obligations of the company therefor, and may secure the same by mortgage, pledge or hypothecation of the whole or any part of the assets and property of this corporation.

Section 3. For the time being and until the stockholders of this company can be convened in general meeting to elect directors, the Board of Directors shall consist of George A. Simms, Edwin F. Worms and Charles N. Worms, with George A. Simms as president, Edwin F. Worms as vice-president and treasurer, and Charles N. Worms as secretary.

The directors elected at said election shall serve until the first Wednesday in January, 1911, or until their successors are elected.

ARTICLE VI.

The capital stock of this corporation may be increased or reduced, and this charter may be amended, altered, or modified at any time in accordance with the laws of the State of Louisiana at that time being in force, and this corporation may be dissolved by a vote of two-thirds of the whole capital stock, at a meeting called for that purpose.

ARTICLE VII.

No stockholder of this corporation shall ever be held liable for any of the debts, contracts, defaults or obligations of this corporation in any further sum than the unpaid balance, if any, due to the corporation on the shares of stock owned by him; nor shall any informality in the organization of this company render this charter void or expose any stockholder to any liability whatever beyond the unpaid amount remaining due on his stock. Nor shall a failure at any time to hold meetings or elect directors or officers as herein provided for work the forfeiture of this charter or dissolve the corporation, but the existing Board of Directors and officers shall continue in office until their successors shall be elected and qualified.

ARTICLE VIII.

Whenever this corporation is dissolved, either by limitation or from any other cause, its affairs shall be liquidated by one or more commissioners to be appointed from amongst the stockholders at the same meeting, or at any adjournment thereof, at which such dissolution may be decided upon, or at a meeting called for that purpose, on ten days notice, and a majority in amount of the capital stock of the corporation represented and voting at such meeting shall be requisite to elect such commissioners. The majority of the stock represented and voting at said meeting shall have the right to fix and define the powers, duties and compensation of said commissioners and the security, if any, to be furnished by them. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated and its assets distributed. In case of the death, resignation or inability to act of one or more of said commissioners, the survivors or survivor shall continue to act with the same powers and shall be authorized to continue and complete the liquidation.

ARTICLE IX.

The persons whose names are hereunto subscribed are hereby declared to be the incorporators of this corporation, and have respectively written opposite their names the amount of stock subscribed to by each of them, so that this act of incorporation may also serve as the original subscription list to the capital stock of this corporation.

Thus done and passed in my notarial office in the City of New Orleans, Parish of Orleans, State of Louisiana, in the presence of E. L. Szabary and Nelson S. Wooddy, competent witnesses of lawful age, both residing in said City of New Orleans and State of Louisiana, who have hereunto signed their names, together with the said appearers and me, Notary, on the day, month and year aforesaid, after due reading of the whole.

Original signed: Geo. A. Simms, 5 shares; Edwin F. Worms, 4 shares; Chas. N. Worms, 1 share. Witnesses: E. L. Szabary and Nelson S. Wooddy.

ALEXIS BRIAN, Notary Public.

I, the undersigned Recorder of