Algerines at Law.

SUPREME COURT.

Southern Bitulithic Co. vs. Algiers Ry. & L. Co., appeal from Civil District Court, Division E.—Carroll, Henderson & Carroll, defendant and appellant.

CIVIL DISTRICT COURT.

C. Doyle & Co., Ltd. etc. vs. John Kleinkemper; judgment for defendant.

Mrs. Amanda Reese vs. Thos. Hadley; divorce.—Woodville & Woodville, attorneys.

Mrs. Amanda Reese, wife of Thomas Hadley, who recently brought suit for separation from bed and board from her husband and for a division of the community of acquets and gains, on Thursday filed in the Civil Court a petition to annul an alleged sale of certain property made by her husband to Sara Wesley.

Mrs. Hadley alleges that during the existence of the community her husband purchased a piece of improved real estate in Algiers and on July 31, 1900, pretended to sell it to Sara Wesley, with whom he is alleged to be intimate, and that Sara Wesley pretended to transfer by gift one-half of the property to Bertha Hadley, the daughter of petitioner and Hadley.

It is charged that the two acts of sale were simulated, no consideration passing, and that the whole was done in fraud of Mrs. Hadley's rights and to deprive her of her interest in and to the property.

M. Abascal & Bros., Ltd. vs. R. G. Donner; judgment for plaintiff, $123.05.

Writs Issued.

Mrs. Sadie E. Maguire vs. Blanche Ophelia Finegan, administratrix; seizure and sale of lot, Patterson, Lavergne, Verret and Delaronde, $1,200.

Same vs. same, seizure and sale of portion, Brooklyn, Opelousas, River and Slidell, $1,600.

REAL ESTATE TRANSFERS.

Land Development Co., Ltd., to Titus Johnson, 1-4 lot, Belleville, Slidell, Vallette and Homer, $34.32 cash.—Cotonio, notary.

Anthony Cordonia to Mrs. Joseph Lamana, lot, Nelson, Socrates, Lawrence and line of Olivier property, $65 cash.—Gautier, notary.

Rufus Farmer to Miss Josephine C. Field, 1-2 lot, Homer, Brooklyn, Slidell and River, $500 cash.—Mahoney, notary.

Mrs. Gorham Marshall to Geo. Loeffel, Paul and Rene Brunet, 4 lots, Farragut, DeArmas, Socrates and property of G. Kohn, $500 cash.—Denechaud, notary.

City of New Orleans (A. W. Weber) to A. W. Weber, same property (redemption), $17.34 cash.—Treasurer.

Geo. Koppell to Michael J. Rooney, lot, Alix, Seguin, Eliza and Bermuda, $3,325 terms.—Legier, notary.

Robert H. Wetmore to Eureka Homestead Society, lot, Opelousas, Brooklyn, Slidell and Teche, $1,450 cash.

Purchaser to Wid. Jos. A. Beckett, same property, $1,700 terms.—Benedict, notary.

MORTGAGES RECORDED.

L. D. Sokolsky and Harry Singer to Frank B. Twomey, $600, 1 note, 90 days, 7 per cent., 3 lots, Lamarque, Belleville, DeArmas and Elmira.—Dreyfous, notary.

John Henry Williams to Interstate Trust & Banking Co., $150, 1 note, 1 year, 8 per cent., lot, Webster, Wagner, Diana and DeArmas.—O'Connor, notary.

Mrs. Ellen McGraw, wife of August N. Bloom, to Interstate Trust & Banking Co., $900, 1 note, 1 year, 8 per cent., lot, Alix, Bouny, Eliza and Powder.—Mahoney, notary.

BUILDING PERMITS.

Mrs. E. Dupier, owner and builder, general repairs, 604-06 Verret, $75.

Jno. H. Williams, owner and builder, repairs, Webster avenue and DeArmas, $100.

FUND FOR NEW CHURCH.

The Algiers Presbyterian Mission Sunday School will give a grand lawn party and entertainment at Pythian Hall on May 26th for the benefit of their building fund, which is to be used in erecting a church and Sunday school building on this side of the river for their use. The fund will be in charge and under control of Dr. J. C. Barr, of Lafayette Presbyterian Church, who very often comes to Algiers and preaches at Pythian Hall on Sunday afternoons. The Ladies' Aid of the Presbyterian Mission Sunday School, under whose auspices the lawn party and entertainment is to be given, is working hard to make a success of the affair, and they should be encouraged in this work. There are a great many Presbyterians here, and it is always a credit to a town to have every creed represented by a substantial structure in which they may worship God.

Mrs. J. L. Higgins, of 117 Vallette street, who is chairlady of the entertainment committee, is also working very hard to make the affair a success.

UNCLAIMED LETTERS

Remaining at postoffice Station A, New Orleans, La., week ending May 18, 1911:

Gents—Sam Carter, Vincenzo Madri, Maddan Ponstrout.

Ladies—Eliza Banil, Julia Colman, Mary Jones, Nelie Smith.

W. J. Behan, P. M.
J. W. Daniels, Supt. Sta. A.

CHARTER

OF THE "ORIENT COMPANY, LIMITED."

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

Be it known, that on this tenth day of the month of April, in the year one thousand nine hundred and eleven (1911) A. D., before me, John G. Eustis, a Notary Public, duly commissioned, sworn and qualified in and for the Parish of Orleans, State of Louisiana, and in the presence of the competent resident witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereto subscribed, who severally declared that availing themselves of the provisions of an act of the Legislature of this state, known as Act No. Thirty-six (36) of the Session of 1888, as well as those of other acts and general laws of this state relative to the organization of corporations, they have formed and organized themselves, and other persons who may hereafter become interested and associated with them, into a corporation for the objects, purposes, stipulations, agreements, etc., hereinafter set forth and expressed, which they adopt as their charter, to-wit:

ARTICLE I.

Name and Title of Corporation and Place of Domicile.

The name and title of said corporation shall be the "Orient Company, Limited," and under this corporate name it shall have power and authority to have and enjoy succession for the term of ninety-nine (99) years from the date hereof. The domicile and principal office of said corporation for the transaction of business shall be in the City of New Orleans, State of Louisiana.

ARTICLE II.

Description of the Purposes for Which the Corporation is Established, the Nature of the Business to be carried on and the Designation of the Officer on whom Citation may be Served.

Under its corporate name it shall have power and authority to contract, sue and be sued, to make and use a corporate seal, the same to break and alter at will and pleasure, to do a general real estate, land, timber, farming, immigration, mineral, mining, contracting, commission, merchandising, printing, and manufacturing businesses in any state in the United States of America, said businesses more specifically identified and described as follows:

To buy, sell, lease, release, mortgage and hypothecate real estate, lands, minerals, mines, timber, lumber, logs, machinery and buildings.

To cut timber, remove logs, clear lands, reforest lands, farm lands, and mine minerals.

To plan, have surveyed, lay out, improve, embellish, grade and upbuild village sites, town sites, manufacturing sites, suburban additions, business lots, residence lots, parks and places, rural settlements, farms and land tracts, and to promote immigration, settling, building and inhabiting the same.

To build and operate mills, factories, etc., for the manufacturing, making and use of timber, lumber, logs, farm products, printing, concrete materials, brick materials, stone quarries, mineral products and to build, maintain and operate all things necessary and proper to conduct and carry on such businesses.

To build and operate stores for the sale of merchandise, furniture, machinery, hardware, groceries, boots, shoes, notions, dry goods, farm products, mineral products, harness, wagons, carriages, and all other articles and things necessary to a general store.

To build and construct buildings and residence structures for sale or lease.

The President or in his absence the Vice-President shall be the officer upon whom citation and judicial process shall be served.

ARTICLE III.

Amount of Capital Stock, Number of Shares, Amount of Each Share, and Time When and Manner in Which Payment on Stock Subscriptions Shall Be Made.

The capital stock of this corporation is hereby fixed at the sum of One Hundred Thousand ($100,000) dollars, divided into one thousand (1000) shares at one hundred ($100) dollars per share, and shall be paid for in cash, property or its equivalent at such times and in such amounts and manner as the Board of Directors may determine and direct. This corporation shall begin business whenever fifty-one (51) shares of the capital stock shall have been subscribed for. This corporation shall have the privilege to increase its capital stock according to the terms and conditions of an act of the legislature of this state numbered twenty-six (26) of the Session of 1882, and other acts of the legislature, and general laws of this state. No stockholder shall ever be liable, responsible, or held so, for the contracts, faults, or debts of this corporation in any further sum than the unpaid balance due the corporation on the shares owned by him, nor shall any informality in organization or operation have the effect of rendering this charter null and void or of exposing a stockholder to any liability beyond the amount of his stock.

ARTICLE IV.

The Mode in Which the Elections of Directors or Managers Shall Be Conducted.

All the affairs power property and business of this corporation shall be exercised and governed and managed by a Board of Directors composed of at leas,t three (3) stockholders owning at least one (1) share of stock of this corporation. The directors shall elect from their number a President, a vice-president and a secretary-treasurer. The following named persons shall constitute the first (1st) Board of Directors: Harley A. W. Howcott, Joseph R Bres, August Seim, with Harley A. W. Howcott as president, Jos. R. Bres as vice-president, and August Seim as secretary-treasurer. They shall hold their offices until the first (1st) Monday in January one thousand nine hundred and twelve (1912) A. D., or until their successors are elected and qualified. Thereafter said directors to be elected by ballot at a general meeting convened for that purpose on the first (1st) Monday of January, one thousand nine hundred and twelve (1912) A. D., and on the first (1st) Monday of January of each succeeding year. Each share of stock represented at such meetings shall be entitled to one (1) vote, notice of such meeting shall be mailed or left personally by the secretary-treasurer to each stockholder ten (10) days preceding said election. Such election shall be held at the office and domicile of said corporation under the supervision of the then present Board of Directors. The stockholders receiving a majority of the votes shall be declared elected. Failure to hold an election on the day specified shall not dissolve the corporation, the directors in office holding over until an election can be held after ten (10) days notice of the time and place thereof. A majority of the Board of Directors shall constitute a quorum for the transaction of business. Vacancies occurring in the Board of Directors shall be filled from the stockholders by the remaining members of the board, whether a quorum remain or not. The Board of Directors shall appoint or elect all other officers, agents, clerks, or employees as they deem proper and necessary and the salaries of such shall be fixed by the board with full power to increase, diminish or cancel at its will and pleasure. The Board of Directors shall meet for the transaction of business whenever called upon by the secretary-treasurer, upon instructions by any member of the board. The Board of Directors shall make all rules and regulations as they deem proper and necessary for the transaction of business.

ARTICLE V.

Amendment and Mode of Liquidation at Termination of Charter.

The stockholders of this corporation at a general meeting convened for that purpose shall make any modifications, additions, or changes in this act of incorporation or to dissolve it upon the assent of three-fourths (3-4) of the stock represented or present at such meeting duly called for that purpose after publication in a newspaper at its domicile and a written or personal notice to each stockholder for ten (10) days prior to such meeting. At the expiration of this charter or if sooner dissolved its affairs shall be liquidated by three (3) commissioners elected by the Board of Direcotrs. Said commissioners shall be vested with full power and authority to sell any and all the assets and property, both real and personal, movable and immovable, of the corporation and sell, transfer and deliver full and complete title thereto and shall have full power and authority to do and perform all acts necessary, useful and proper to fully and completely liquidate and dissolve its affairs and distribute the proceeds if any among the stockholders.

This done and passed in my office, Room 707 Hennen Building, in the City of New Orleans, Parish of Orleans, State of Louisiana in the presence of Benj. Crump, Jr., and Albert M. Andrews, competent resident witnesses, who have subscribed their names, together with said appearers and me Notary Public, on the day, month and year first hereinabove written.

JOSEPH R. BRES,
17 shares at $100 each....$1700
AUGUST SEIM,
17 shares at $100 each....$1700
S. S. LABOUISSE,
16 shares at $100 each....$1600
HARLEY A. W. HOWCOTT,
1 share at $100 each.... $100

Witnesses: Benj. Crump, Jr., Albert M. Andrews.

JOHN G. EUSTIS, Notary Public.

I, the undersigned 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 Orient Company, Ltd., was this day duly recorded in my office in book 1018, folio 530. New Orleans, April 20, 1911.

(Signed) EMILE LEONARD, D. R.

A true copy.

J. G. EUSTIS, Not. Pub.

May 4 11 18 25 june 1 8 1911

CHARTER

OF CENTRAL HARDWOOD LUMBER COMPANY.

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

Be it known and remembered, that on this ninth day of the month of May, 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, Gustaf R. Westfeldt, Jr., a Notary Public, in and for the Parish of Orleans, State of Louisiana, aforesaid, duly commissioned, sworn 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 severally declared that availing themselves of the laws of the State of Louisiana, in such cases made and provided, and particularly of the provisions of Act No. 78 of the acts of the Legislature of the State of Louisiana, for the year 1904, approved July 4, 1904, they have covenanted and agreed, and do by these presents covenant and agree and bind themselves as well as all such persons as may hereafter become associated with them, to form a corporation for the objects and purposes and under the articles and stipulations following, to-wit:

ARTICLE I.

The name and title of this corporation shall be "CENTRAL HARDWOOD LUMBER CO.," and under its corporate name it shall have power and authority to contract, sue and be sued; to make, have and use a corporate seal, and the same to break, alter and amend at pleasure; to hold, receive, lease, purchase, convey, pledge and hypothecate, under its corporate name, property, both real and personal; to borrow money and to lend money on security; to buy and own stock in other corporations and vote the same; to name and appoint such officers, directors and agents as the interests and convenience of said corporation may require; to make and establish such by-laws, rules and regulations for the management of the affairs as may be necessary or proper to carry out the objects and purposes of said corporation; and to likewise do and perform any and all acts necessary to carry on the business of said corporation, as, in the judgment of its Board of Directors may seem proper. And said corporation, unless sooner dissolved under the terms of its charter, shall exist and continue for a period of ninety-nine (99) years.

ARTICLE II.

The domicile of said corporation shall be in the City of New Orleans, Parish and State aforesaid, and the president shall be the proper officer upon whom all citations and other legal process shall be served; and, in his absence, the vice-president; and in the absence of both, the secretary.

ARTICLE III.

The objects and purposes for which this corporation is organized and established, and the nature of the business to be transacted under said charter hereby adopted are declared to be as follows:

To buy, construct, lease and operate saw mills, planing mills, lath mills and shingle mills; to construct, acquire, lease and use railways, tramways, canals and rights of way for the transportation of timber and lumber and other products, for the use of its mills, and for other purposes; to buy, sell, and lease timber lands, and to acquire, lease and hold other lands for the use of saw mills, planing mills, shingle mills and lath mills, lumber yards and timber yards; and for other purposes; to buy and sell timber rights on lands; to buy and sell timber logs, lumber, shingles and other timber products, either for domestic sale or export to foreign countries, or other states in the United States; to acquire, lease, charter and operate barges, steamboats, and other water craft for the transportation of logs, lumber, shingles and other timber products; to execute bond in the fulfilment of contracts or in the performance of their business; and to do and perform any and all acts incident to and growing out of the carrying out of any and all of the objects hereinabove enumerated.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of one hundred thousand dollars ($100,000.00), divided into and represented by one thouand shares (1,000) of stock of the par value of one hundred dollars ($100.00) each. The said stock may be paid for at such times and in such amounts, and after such notice to the subscribers, as may be fixed by the Board of Directors; the said stock may be issued for cash at not less than par, or for labor done, or property actually received by said corporation.

The corporation shall become a going concern and be authorized to do business as soon as one hundred (100) shares of the capital stock shall have been subscribed for.

ARTICLE V.

All the corporate powers of said corporation shall be vested in and exercised by a Board of Directors to be composed of five (5) persons to be elected annually on the second Monday of March in each year, except the first Board of Directors named in this charter. This first Board of Directors shall hold their office until the second Monday of March, 1912, or until their successors have been duly elected and qualified.

All such elections shall be held by ballot and conducted at the office of said corporation, under the supervision of three (3) commissioners, to be appointed by the board of directors.

Notice of such election shall be given by the secretary of the company by publication for not less than ten (10) days prior thereto in a newspaper published in the Parish of Orleans, State of Louisiana.

At all such elections and at all corporate meetings, every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the company, to be cast in person or by his written proxy, and three-fourths of the votes cast shall elect.

Any vacancy among the directors by death, resignation or otherwise, shall be filled by election for the remainder of the term by the remaining directors.

A failure to elect directors on the date above specified shall not dissolve the corporation, nor impair its corporate management, but the directors then in office shall remain in office until their successors are elected and qualified.

The Board of Directors shall elect from their own number a president, a vice-president, and a secretary-treasurer. The secretary-treasurer may or may not be a member of the board, and the Board of Directors shall have the power to divide the office of secretary-treasurer into two (2) offices and create the office of secretary and the office of treasurer. They may from time to time name and appoint all such officers and agents as it may deem necessary for the purposes and business of the corporation. They shall have power to fix and define the duties of every officer and employee, and all officers and employees shall hold office and employment at the pleasure of the board. The board may make and establish as well as alter and amend, any and all by-laws, rules and regulations necessary and proper in its judgment for the conduct, support and management of the business and affairs of said corporation.

The board shall have full power and authority to borrow money, to execute mortgages and to create liens; to issue bonds, notes and other obligations, and generally to do all things reasonable, convenient and necessary for the proper carrying on of the business of the corporation.

The board may issue full paid shares of stock for cash, or in payment of labor done, or property actually received by said corporation.

Every member of the Board of Directors, in case of his absence from the domicile of the company, at any time shall have the right to name and appoint, in writing, a proxy who must be a stockholder, to represent him and to sit and vote in his place and name at all meetings of the Board of Directors which may take place during his absence from the domicile of the company.

ARTICLE VI.

Whenever this corporation may be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three (3) commissioners, to be appointed from amongst the stockholders at a general meeting of the stockholders convened for such purpose, of which meeting notice shall be given in the manner and time provided for stockholders' meetings by Article VII of this charter, and three-fourths in amount of the capital stock of said company represented at such meeting shall be requisite to elect. Said commissioners shall remain in office until the affairs of said corporation shall be fully liquidated. In case of the death of one or more of said commissioners, the vacancy shall be filled by election by the surviving commissioners.

ARTICLE VII.

This act of incorporation may be modified, changed, or altered, or said corporation may be dissolved with the assent of three-fourths of the capital stock represented at a general meeting of the stockholders convened for such purpose, and after notice shall have been given in one or more newspapers published in the City of New Orleans, once a week for four weeks preceding the meeting and by a written notice to each stockholder mailed to him thirty days prior to the date of the meeting, at the post office address designated by him in writing.

Any change proposed or made in reference to the capital stock shall be made in accordance with the laws of the State of Louisiana, on the subject of altering the capital stock of corporations.

ARTICLE VIII.

No stockholder shall ever be liable for the contracts or faults of said corporation in any further sum than the unpaid balance due the corporation on the shares of stock owned by him, nor shall any mere informality in organization have the effect of rendering this charter null, or of exposing a stockholder to any liability beyond the unpaid amount remaining due on his stock.

ARTICLE IX.

A. V. Fournet, Martin J. Voorhies, F. Rouge, John F. Clark and J. Edward Crusel have been chosen and selected as the first Board of Directors of this corporation, with J. Edward Crusel as president, Martin J. Voorhies as vice-president, and C. F. Swan, as secretary-treasurer, to hold office until the second Monday in March, 1912, and until their successors have been elected and qualified.

The subscribers hereto have respectively written opposite their names the amount of stock in this corporation subscribed for by each of them, so that this act of incorporation may also serve as the original subscription list of said corporation.

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 Frank W. Hart and John Dahmen, Jr., competent witnesses, who have hereunto signed their names, together with the said appearers and me, Notary, after due reading of the whole.

Original Signed: J. Edward Crusel, 34 shares, $3,400; Martin J. Voorhies, 33 shares, $3,300; A. V. Fournet, 33 shares, $3,300; C. W. McBride, 25 shares, $2,500; Fr. Rouge, 10 shares, $1,000; John F. Clark, 10 shares, $1,000.

Witnesses: Frank Wm. Hart, John Dahmen, Jr.

GUSTAF R. WESTFELDT, JR., Notary. Public.

I, the undersigned 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 Central Hardwood Lumber Company was this day duly recorded in my office in book 1018, folio —. New Orleans, May 10, 1911.

(Signed) EMILE LEONARD, D. R.

A true copy.

GUSTAF R. WESTFELDT, JR., Notary Public.

May 11 18 25 june 1 8 15 1911

CHARTER

NEZPIQUE OIL COMPANY.

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

Be it known, that on this day, the twelfth of the month of April, 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, Bussiere Rouen, a notary public in and for the parish of Orleans, state of Louisiana, duly commissioned, sworn and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Dr. Joseph Numa Roussel, of age and of this city herein acting in his own name and behalf and also in his capacity as the duly authorized agent and attorney in fact of Mrs. Mary Amelia Roussel, widow of the late William Devlin, a femme sole of age and of this city; Mr. Daniel J. Devlin, of age and of this city; Mr. James J. McLoughlin, of age and of this city; Mr. Henry Waller Fowler, of age and of this city; Mr. Bernard P. Boswell, of age and of this city; Mr. Samuel E. Worms, of age and of this city; who declared unto me, notary, in the presence of the hereinafter named and undersigned competent witnesses, that, availing themselves of the provisions of the laws of the state of Louisiana, relative to the organization and formation of corporations, they do hereby organize themselves into and create a body corporate in law ,and adopt the following articles as the charter of said corporation to govern themselves and such others as may hereafter become associated with or succeed them.

ARTICLE I.

The name and title of this corporation shall be: "NEZPIQUE OIL COMPANY," and under such corporate name it shall have and enjoy corporate existence and succession of property for a period of ninety-nine years from the date hereof, unless sooner dissolved; shall have power to contract, sue and be sued, to make and use a corporate seal, and the same to alter or break at pleasure; to hold, receive, convey, purchase, hypothecate, pledge, lease or otherwise acquire and dispose of property, both real and personal; to borrow money, issue notes, bonds and other evidences of debts; to have, employ, discharge and compensate such managers, directors, officers, agents, clerks and other employes as the interest, convenience or advantage of the corporation shall require; to establish by-laws, rules and regulations for the proper conduct and operation of its business, and the same to alter and abolish as it may see fit and proper, and generally to have and enjoy and exercise all other powers and privileges and immunities granted by law to corporations or which are or may be necessary, useful or advantageous in the conduct and operation of its business and affairs.

ARTICLE II.

The domicile of this corporation is declared to be in the city of New Orleans, parish of Orleans, state of Louisiana.

All citations and other legal process shall be served upon its president, or in his absence upon the vice-president, or in the absence of both upon the secretary.

ARTICLE III.

The objects and purposes of this corporation, and the nature of the business to be carried on by it, are hereby declared to be: to purchase, acquire by lease or otherwise mines, mineral rights or privileges, or lands in the state of Louisiana, or elsewhere, for the development of natural gas, oil, petroleum, coal, asphaltum, salt, sulphur, ore, metal and natural substances or any interest therein, and to explore, open, work, or in any way turn to advantage the same; to bore, drill, open, quarry, smelt, refine, dress, amalgamate and prepare petroleum, oils, sulphur, asphaltum, ore and mineral substances of all kinds; to buy, sell and deal in oils, minerals, plants and machinery, implements, conveniences, provisions and all things capable of being used in mining operations, or required by workmen or others employed by this corporation, to construct, carry out, maintain, improve, manage, work, control and superintend any roadway, tramway, pipe line, tanks, reservoirs, warehouses, waterworks, electric works, crushing works, hydraulic works or any other works and conveniences that may be directly or indirectly conducive to any of the objects and purposes of this corporation; to purchase, acquire, hold, lease, control and operate, and sell, lease and dispose of to such person or persons, corporation or corporations, and at such price or prices and on such terms and conditions as to this corporation may seem proper, water rights, improvements and buildings, for mining and for the use and purposes incident thereto; to purchase, lease or otherwise acquire all or any part of the business or liabilities of any person, firm, corporation or association engaged therein or holding any part in similar objects and purposes; to do all or anything suitable, necessary, convenient and proper for the accomplishment of any purposes or the attainment of any one or more of the objects and purposes herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive to, or expedient for the business of this corporation.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of fifty thousand dollars ($50,000.00), divided into and represented by five hundred shares (500) of the par value of one hundred dollars ($100) each.

Subscriptions to stock shall be payable in cash, or its equivalent, within ninety (90) days after subscription. No transfer of stock shall be binding upon the corporation unless entered upon its books.

This corporation shall be and is hereby authorized to commence business as a going concern and to exercise and enjoy all of the privileges of a corporation, as soon as fifty shares of its capital stock shall have been subscribed for.

All certificates of stock shall be signed by the president and countersigned by the secretary.

ARTICLE V.

All the corporate powers of this corporation shall be vested in, and exercised by a board of directors composed of seven (7) stockholders, who shall be elected annually on the second Monday in July, beginning with the year 1912; a majority of said board shall constitute a quorum for the transaction of any and all business.

At all elections each stockholder shall be entitled to one vote for each share of stock held by him, and a majority of votes cast shall elect. Stockholders may vote either in person or by written proxy. A failure to elect directors at a regular meeting shall not dissolve the corporation, but the directors then in office will continue to act until their successors are elected and qualified, and in that event another meeting or other meetings shall be called until an election is effected. Notice of the time of holding any and all meetings shall be given by the secretary to each stockholder, such notice to be sent by mail, ten days before such meeting, and directed to each stockholder at his last known address.

Immediately upon being elected, the directors shall elect from among their own number a president, a vice-president, a secretary and a treasurer.

ARTICLE VI.

This act of incorporation may be altered and amended, or this corporation may be dissolved by the assent of three-fourths of the stock represented at a meeting called for such purpose, upon notice being given in a newspaper published in the city of New Orleans for more than thirty days, and written or printed notices sent to each stockholder of this corporation directed to his last known address.

Whenever the corporation is dissolved, or expires by limitation, the stockholders shall elect three liquidating commissioners, who shall have power to wind up the affairs of the corporation, dispose of all its property, both real and personal, pay its debts, and distribute the remainder of the assets, if any, to the stockholders. In the event of any of the said commissioners or liquidators should die or be unable to act, the said liquidation shall be continued by the survivors.

ARTICLE VII.

The capital stock of this corporation may be increased or decreased by observing the formalities prescribed by law.

ARTICLE VIII.

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

Vacancies in the board of directors resulting from death, resignation, or otherwise, shall be filled by the remaining members of the board of directors.

ARTICLE X.

Until the first election on the second Monday in July 1912, the following shall constitute the first board of directors, viz: Dr. Joseph Numa Roussel, Daniel J. Devlin, Henry Waller Fowler, Mrs. Mary Amelia Devlin, James J. McLoughlin, Bernard P. Boswell and Samuel E. Worms; with the said Dr. Joseph Numa Roussel as president; Daniel J. Devlin as vice-president, James J. McLoughlin as secretary and Samuel E. Worms as treasurer.

Thus done and passed in my office in the city of New Orleans, aforesaid, the day, month and year first above written, in the presence of Messieurs Eugene Stanley and Samuel Manfre, both witnesses of lawful age and residing in this city, who hereunto sign their names together with said parties and me, the said notary, after due reading of these presents.

(Original sigend): J. N. Roussel, Mrs. Mary A. Devlin, per pro J. N. Roussel; D. J. Devlin, James J. McLoughlin, H. W. Fowler, B. P. Boswell, S. E. Worms.

Eugene Stanley, Samuel Manfre, witnesses

BUS. ROUEN, Not. Pub.

I, the undersigned, 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 Nezpique Oil Company, was this day duly recorded in my office, in book 1018, folio 504. New Orleans, April 12th, 1911.

(Seal) (Signed) EMILE LEONARD, D. R.

I, Bussiere Rouen, a notary public for the parish of Orleans, do hereby certify the above and foregoing to be a true copy of the original act of incorporation of the "Nezpique Oil Company," and of the certificate of the recorder of mortgages for the parish of Orleans thereto attached; the whole extant in my Current Notarial Register.

In faith whereof I grant these presents under my signature and the impress of my seal of office.

New Orleans, Louisiana, April the 17th, A. D. 1911. BUS. ROUEN.

(Seal) Notary Public.

apl 20-27 may 4-11-18-25-1911

CHARTER

OF THE RITA OIL & DEVELOPMENT COMPANY.

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

Be it known, that on this ninth day of November, in the year of our Lord one thousand nine hundred and ten, before me, Gustaf R. Westfeldt, Jr., a Notary Public, duly commissioned and qualified in and for the Parish of Orleans, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons 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, they have contracted and agreed, and do by these presents contract, agree and bind and obligate themselves, as well as all such other persons as may become associated with them, to form themselves into and constitute a corporation and body politic in law, for the objects and purposes and under the conditions and stipulations of the articles following, to-wit:

ARTICLE I.

The name and title of said corporation shall be THE RITA OIL & DEVELOPMENT COMPANY, and under its said corporate name it shall have power and authority and shall enjoy succession for the full term and period of ninety-nine years from and after date hereof; to contract, sue and be sued, to make and use a corporate seal, and same to break and alter at pleasure; to purchase, receive, lease, hold and convey, as well as mortgage and hypothecate under its corporate name, property both real and personal; to name and appoint such managers and directors, officers and agents as the interest and convenience of said corporation may require, and to make and establish, as well as alter and amend at pleasure, such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary and proper.

ARTICLE II.

The domicile of said corporation shall be at New Orleans, Parish of Orleans, State of Louisiana, and all citations or other legal process shall be served upon the president of said corporation, or in case of his absence, upon the vice-president, or in the absence of both of those officers, upon the secretary of the corporation.

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 declared and specified to be to purchase, own, hold, sell, mortgage, lease, alienate, receive and otherwise acquire and dispose of real estate, oil and mineral land, and oil and mineral rights and any other interest in lands, both in Louisiana and elsewhere; to buy, sell, own, lease, or otherwise acquire, and to operate and maintain as principal or as agent, in this state or elsewhere, drilling outfits, machinery, appliances, apparatus and buildings of every description, used or suitable for use in the extraction of oil or any other minerals from the earth, and for the housing, preservation, handling, refining and transportation of same when so extracted, and particularly storage tanks and pipe lines, all solely for the uses of its own business and without power of eminent domain; to buy, sell, or otherwise acquire and alienate, and to establish, export or import oil, minerals or mineral products of all kinds and in connection with said objects to lease, buy, sell, build, or otherwise to acquire, and to locate and maintain warehouses, sheds, storage tanks, tank cars, dwellings, storehouses and repair shops; to sell merchandise and carry on a general store and commissary and to conduct hotels, boarding houses and lodging houses for its agents and employees, and generally to hold and exercise all such incidental powers and privileges not expressly excluded, as relate to the objects hereinbefore set forth.

ARTICLE IV.

The capital stock of said corporation is hereby fixed at forty-five thousand dollars ($45,000.00), divided into and represented by nine hundred (900) shares at fifty dollars ($50.00) each. The whole of said stock or any part thereof may be issued and delivered to any person, firm or corporation for the acquirement of the rights, privileges, franchises and property, or any part thereof, now owned or controlled by the Rita Oil & Development Company (unincorporated), or to any other person or corporation for property, rights, franchises, etc., purchased and acquired by this corporation; also in payment, settlement and adjustment of the costs, fees, charges and expenses and commissions incurred for services rendered in the formation and organization of this corporation, and in acquiring and bringing about the purchase of the property, rights and franchises aforesaid; also for cash or in installments of such amounts as the board of directors may determine; also for merchandise received or services actually rendered to this company. The board of directors hereinafter created is especially authorized to dispose of the stock of this company in whole or in part, for any and all of the purposes above stated, as in its judgment may seem fair and proper.

ARTICLE V.

All the powers of this corporation shall be vested in and exercised by a board of five (5) directors, each of whom shall hold in his own name at least two shares of stock. Said board of directors shall be elected annually on the first legal day of October of each year, the first election to be held in the year 1911. All such elections shall be by ballot, at the office of the corporation, under the supervision of three commissioners to be appointed by the board of directors, and in the absence of any commissioner the president shall have power to fill the place by appointment, and of all such elections, as well as of all meetings of stockholders, except for the purpose of liquidation or dissolution, or as otherwise required by law, ten days notice shall be given by mailing to each stockholder who appears as such on the books of this company, at his last designated address, or at the general delivery at New Orleans, if he has not designated an address, an announcement stating the time and the place of the meeting. Each shareholder shall be entitled to one vote for each share of stock standing in his name on the books of the company, cast in person or by proxy, and the majority of the votes cast shall elect. The board of directors shall have power to fill all vacancies that may occur on the board. Failure to elect directors on the day above specified shall not dissolve the corporation, but the directors then in office shall remain in office until their successors are elected. Due notice of another election shall forthwith be given, as above provided. Such notice of election shall be continued to be given until an election is held. A majority of the directors shall constitute a quorum for the transaction of any business and the board of directors at their first meeting following each annual election shall elect from their number a president, a vice-president, general manager and from the stockholders a secretary-treasurer and such other officers as the board shall deem necessary. The board shall have the power in its discretion to unite two or more of the above or other offices, and the same to confer upon one person, and shall have the power to fix the salaries of all officers and of such other officer as they deem necessary. The board of directors shall have power to make and establish, as well as alter and amend, all by-laws, rules and regulations necessary and proper for the support and management of the business and affairs of said corporation, not inconsistent with its charter. Said board shall also have full power and authority to borrow money through the president or some other duly authorized agent or agents, to execute mortgages, issue notes, bonds or other obligations, in such amounts and on such terms as in their judgment may be advantageous, and generally to do all things reasonably necessary for the proper carrying on of the business of said corporation, as also to issue and deliver full paid shares of stock and bonds or obligations of said corporation in payment of the money borrowed or money, labor, services, property or rights actually received by said corporation, as heretofore set forth.

And the board of directors shall have the power to purchase for stock in this company or for cash or on credit, property of any kind required for any of the purposes of the corporation, without the authority of the shareholders.

Until the next meeting to be held under the charter on the first legal day of October, 1911, or until their duly qualified successors are elected and installed, the board of directors shall be composed of James W. Porch, George H. Smith, W. J. Kelleher, E. A. Kelley and A. F. Barclay; with James W. Porch as president and general manager, George H. Smith as vice-president, and W. D. Widener as secretary-treasurer. The board may elect such other officers or agents as it deems advisable.

ARTICLE VI.

Whenever this corporation shall be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three stockholders to be appointed at a general meeting of stockholders convened for the purpose of liquidation, as hereinafter provided, each share being entitled to one vote, to be cast by the holder, either in person or by proxy. Said commissioners shall remain in office until the affairs of said corporation shall have been fully settled and liquidated, and they shall have full authority and power to transfer and give title to all the assets and property of the corporation and to distribute the proceeds. In case of death or disability or resignation of one of these commissioners, the vacancy shall be filled by the surviving commissioner or commissioners.

ARTICLE VII.

This act of incorporation may be modified, changed, or altered, or said corporation may be dissolved with the assent of three-fourths of the capital stock represented at any general meeting of stockholders convened for such purpose, after previous notice shall have been given in one or more daily newspapers published in the Parish of Orleans, State of Louisiana, once a week during the thirty days next preceding such meeting and upon the date of such meeting, and by notice mailed at least forty days prior to such meeting, to each stockholder who appears as such on the books of the company, to the postoffice address designated by him; and in case of failure to designate an address, to the General Delivery, New Orleans. Any change which may be proposed or made with reference to the capital stock of said corporation shall be made in accordance with the laws of the State of Louisiana on the subject of altering the amount of capital stock of corporations, and it may be increased or diminished upon a compliance therewith, upon the affirmative vote of two-thirds of the stock of the corporation. No stockholder shall ever be held liable or responsible for the contracts or faults of said corporation in any further sum than the unpaid balance due on the shares of stock owned by him; nor shall any mere informality in organization have the effect of rendering this charter null, or of exposing any stockholder to any liability beyond the amount due on his stock. Said corporation shall commence business or operations as soon as five thousand dollars of its capital stock shall have been subscribed for, and in order that this charter may also serve as the original subsc