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CHARTER

GORE-SEWELL COMPANY, INC.

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

e it known that on this 30th day of the ch of June, in the year of our Lord, thousand, nine hundred and eleven, of the independence of the United States merica, the one hundred and thirty- before me, Ethelred Macaulay Staff- a notary public, duly commissioned, and qualified, in and for the said city the parish of Orleans, state of Louis- personally came and appeared the whose names are hereunto subscrib- all of full age, who declared that, avail- themselves of the provisions of the laws this state, relative to corporations, and ially of Act 78 of 1904 of the gen- assembly of Louisiana, and all other in connection therewith, they have nted and agreed, and by these pres- covenant and agree and bind themselves, well as such other persons as may here- become associated with them, to form constitute a corporation and body poli- law, for the purposes and objects, and the stipulations, articles and condi- following to-wit:

ARTICLE I.

name and title of this said corporation be the GORE-SEWELL COMPANY, and its domicile is hereby established the city of New Orleans, state of Louis- and under its corporate name, said oration shall have power and authority contract, sue and be sued; to make and a corporate seal, and the same to break alter at pleasure; to hold, receive, pur- e, lease, improve, alienate, convey, sell, pledge, mortgage, hypothecate, un- its said corporate name, property real, nal and mixed; to name and appoint officers, directors, agents and managers, ployes, as the interest or convenience said corporation may require; make and ish by-laws, rules and regulations for proper management and regulation of its as may be deemed necessary and , and the same to change and alter at pleasure, and to do all other acts and permitted by law, or as shall and may essary and proper to carry out the and purposes of said corporation. said corporation, unless sooner dis- in accordance with its charter, shall and continue for the period of ninety- years from and after the date hereof. president or in his absence the sec- -treasurer, shall be the proper person whom citation or other legal process be served.

ARTICLE II.

objects and purposes for which this ration is organized, and the nature of business to be carried on by it, are de- to be the following, to-wit:

To buy, sell, import, export and manu- automobiles, both pleasure and com- engineering specialties, machinery, products and general merchan- to buy, sell and mortgage real estate movable property of any description ever; to buy, sell, manage or carry other business of any nature con- with the business herein before set to operate a garage and to repair ities, etc., to store automobiles and to do and perform everything ap- to the automobile business.

ARTICLE III.

capital stock of this corporation twenty-five thousand dollars, ($25,- divided into and represented by hundred and fifty shares (250) of the one hundred dollars each ($100.00); to be paid for in cash at the time ription, or at such time as the of managers shall stipulate; said may be issued at not less than par following consideration; in payment for property or rights actually or purchased by said corporation, advanced or such other valuable tion or services as the board of said corporation may deter- provided no stock shall be issued un- consideration therefor has been re- by the said corporation.

transfer of stock shall be effective as bilities of the corporation or par- in the dividends, until so recorded books of the corporation. corporation shall be a going concern three thousand dollars of its cap- shall have been subscribed for.

ARTICLE IV.

powers of this company shall in and exercised by a board of consisting of the president and -treasurer. following persons are hereby named nt and secretary-treasurer and to the first board of managers: Sewell, as president; J. M. Gore, secretary-treasurer. president and secretary-treasurer the board of managers shall con- office until the first day of July, which date and thereafter, annual- of managers shall be elected by board of managers may be increased time by a vote of the majority of

failure from any cause whatsoever managers on the day named for shall not dissolve the corporation, but the managers then in office as well as the officers of said corporation shall hold over until their successors are chosen. At every election and metting, each stockholder shall be entitled to vote for each share of stock registered in his name, and may vote by proxy.

ARTICLE V.

The board of managers shall have power to fill vacancies in their number, caused by death, resignation or otherwise from among the stockholders in their number of the corporation.

The said board shall have full control of the property of this company, and shall so conduct, manage and use the same as in their discretion they deem fit, and that is consistent with the objects of this company, or the welfare of the same.

Said board is further authorized to frame and adopt such by-laws, rules and regulations as the affairs and business of the corporation may require, and as it may deem necessary for the conducting and management thereof; provided the same shall not conflict with this charter, laws of this state, or in the United States.

Said board shall elect such officers, agents, employes, servants and clerks as it may deem necessary for the conducting of the business of the corporation; fix their compensation and term of service, with the right to dismiss them at said board's pleasure; and said board shall have the right to fix and determine the salaries of the several officers herein provided for.

ARTICLE VI.

This charter may be changed, modified and amended, capital stock increased or decreased, or this corporation may be dissolved at a general meeting of its stockholders called for the purpose, with the assent of three-fourths of the entire capital stock, whether present or represented at such meeting; ten days' prior notice shall be given in any daily newspaper published in the city.

In case of dissolution or termination of this corporation, either by limitation of its charter or from any cause, the liquidation of its affairs shall be conducted by three commissioners selected from the stockholders, with like assent, at a meeting called for that purpose as above set forth in this article.

Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of death of one or more of said commissioners, the survivors or survivor shall continue to act.

ARTICLE VII.

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

Thus done and passed at my notorial office, the day, month and year herein first above written, in the presence of Nathan H. Feitel and Arthur Miller, witnesses of lawful aged, and residents of this city, who have hereunto signed their names, together with said parties and me, notary, after reading of the whole.

Signed by subscribers and Nathan H. Feitel and Arthur Miller, witnesses.

(Signed) ETHELRED M. STAFFORD, Notary Public.

I, the undersigned, recorder or mortgages, in and for the parish of Orleans, state of Louisiana, do hereby certify that the above and foregoing act of incorporation, of the Gore-Sewell Company, Inc., was this day duly recorded in my office, in Book 1018, folio—.

New Orleans, July 1st, 1911.

(Signed) EMILE LEONARD, Dy. Rec.

A true copy.

(Signed) ETHELRED M. STAFFORD, Notary Public.

july 13, 20, 27 aug 3, 10, 17

CHARTER

OF POOLS BLUFF TURPENTINE COMPANY.

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

Be it known, that on this 27th day of June, in the year of our Lord, one thousand nine hundred and eleven, before me, Ambrose G. LaPice, a notary public, duly appointed and qualified, in and for the parish of Orleans, state of Louisiana, and in the presence of the undersigned witnesses, personally came and appeared the several persons whose names are hereunto subscribed, residents of the parish of Washington and of the city of New Orleans, who severally declared that, availing themselves of the laws of this state in such cases made and provided, they have formed and organized, and by these presents do organize themselves into a corporation and body corporate, for the objects and purposes, and under the stipulations following, to-wit:

ARTICLE I.

The name and title of this corporation shall be, POOLS BLUFF TURPENTINE COMPANY, and its domicile shall be in the city of New Orleans, parish of Orleans, Louisiana. It shall exist for the term of ninety-nine years from date hereof, and by that name sue and be sued, and contract and enjoy any and all rights, privileges and powers under the laws of the state of Louisiana.

ARTICLE II.

The objects and purposes for which this corporation is established, and the nature of the business to be carried on by it, are, to produce, manufacture, buy and sell turpentine, rosin, naval stores, and wood derivatives and products of all kinds to operate saw mills and to sell the products and residue or waste thereof or to further use and manufacture the same, and to pull stumps and clear land, whether in connection with such business or apart from it; to buy, sell and lease real estate, to operate tram roads and barge lines of barges or other vessels, in connection with the carrying on of its business, to conduct a general merchandise business in connection with said business, and generally to engage in any business incident to or conveniently necessary to or connected with the operation of the business above mentioned.

ARTICLE III.

The president, or in his absence or inability to act, the vice-president, or in case of his absence or inability, the secretary shall be the proper person upon whom all citations or legal process shall be served.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of fifty thousand ($50,000.00) dollars, divided into five hundred shares of the par value of one hundred ($100.00) dollars each. Said shares of stock shall be paid for by the subscribers thereto as shall be required by the board of directors, and the stock may be issued in payment of property acquired by the corporation or in compensation for services rendered. This corporation shall be authorized to begin business as soon as five thousand ($5,000.00) dollars or more of the capital stock shall have been subscribed for. Any stockholder may sell, assign or transfer his stock in this corporation, provided thirty (30) days' prior written notice of such intention to sell, assign or transfer the same be given the company, and the other stockholders thereof shall have the first privilege of purchasing the same; after which notice the said stock may be sold in open market. A prior lien on all shares of stock shall be retained by the company on the stock of any shareholder for any indebtedness secured or unsecured, however evidenced or created, due at any time to the company by the holder of such stock. And all transfers of stock shall be transferred subject to this clause.

ARTICLE V.

All powers of this corporation shall be vested in a board of directors composed of not less than three (3) stockholders. They shall be elected on the first Monday of July in each year, commencing July 1912, at a general meeting convened for that purpose, after ten days' previous notice in writing to each stockholder owning stock standing in his name on the books of the corporation, and until such time the following named stockholders are hereby named as the first board of directors, and who shall hold their office and exercise their functions until their successors are elected, viz: George F. Mason, James I. Waller and John C. Allen, of whom G. F. Mason shall be president, J. I. Waller shall be vice-president, and John C. Allen shall be secretary and treasurer. The same person may hold the offices of secretary and treasurer or each of such offices may be held by a different person.

The election of the board of directors shall be by ballot, and each stockholder shall be entitled to one vote, either in person or by proxy, for each share of stock owned by him, and a majority of the votes cast shall elect. The board of directors shall, immediately after their election, elect from their number a president, a vice-president, a secretary and a treasurer.

The said board of directors shall elect and employ any and all employees, managers and clerks of the corporation they may deem necessary for the proper conduct of its business, and may fix their compensation, and remove or dismiss them at pleasure.

ARTICLE VI.

This charter may be amended or altered by the stockholders at a general meeting convened for that purpose, after ten days' written notice to each stockholder; or this corporation may be dissolved with the assent of two-thirds of the capital stock represented at such a meeting. In case of dissolution, the affairs of the corporation shall be closed and liquidated, as rapidly as possible, by two or three liquidators, appointed or elected by the stockholders at such meeting. The capital stock of this corporation may be increased or diminished in accordance with the laws of the state of Louisiana on the subject of altering the capital stock of corporations.

ARTICLE VII.

The subscribers hereto have respectively stated opposite their signatures hereto, the number of shares of the capital stock subscribed to by them respectively, constituting the same the subscriptions made by the incorporators for the purpose of organizing this corporation.

ARTICLE VIII.

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

Thus done and passed, at my office, in New Orleans, Orleans parish, Louisiana, on the day and year first above written, in the presence of E. C. Ballintine and R. Van Note, competent witnesses, residing in said parish, who have signed their names, together with said appearers, and me, notary, after due reading of the whole.

(Original signed): J. I. Waller, subscribed to one hundred shares; J. C. Allen subscribed to one hundred shares; G. F. Mason, subscribed to one hundred shares. (Witnesses): L. Van Note, E. C. Ballintine.

A. G. LaPICE, *Notary Public.*

George F. Mason and James I. Waller, two of the incorporators herein, declare under oath that they are married men, have been married but once, their wives are now living and residing with them.

J. C. Allen, the other incorporator herein, declares under oath that he is a single man, never having been married.

(Original signed): G. F. Mason, J. I. Waller, J. C. Allen. (Witnesses): N. J. Barrios, E. C. Ballintine.

Sworn and subscribed before me this 27th day of June, 1911.

(Seal) A. G. LaPICE, *Notary Public.*

I, the undersigned notary, do hereby certify the above and foregoing to be a true and correct copy of the act of incorporation of the Pools Bluff Turpentine Co., passed before me on the 27th day of June, 1911, together with the certificate of the recorder of mortgages for the parish of Orleans thereto annexed showing its recordation in his office, the original of which is of record in my current notarial register.

Given under my hand and impress of my official seal this 8th day of July, A. D. 1911.

A. G. LaPICE, *Notary Public.*

(Seal)

Original recorded in book 1051, folio 1, in the office of the recorder of mortgages for the parish of Orleans, state of Louisiana.

july 13 20 27 aug 3 10 17 1911

CHARTER

OF SUWANEE LUMBER COMPANY.

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

Be it known, that on this sixteenth (16th) day of the month of June, in the year of our Lord one thousand nine hundred and eleven (1911), and of the independence of the United States of America, the one hundred and thirty-fifth (135th), before me, Henry Leon Sarpy, a Notary Public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared:

JOHN H. HINTON, the husband of EMMETT WHITE with whom he is now living in this city;

MRS. EMMETT WHITE, the wife of JOHN H. HINTON, and the said JOHN H. HINTON, to authorize and assist his wife herein, and the said Mrs. John H. Hinton being here represented by her said husband, John H. Hinton;

ALEXANDER S. HINTON, the husband of MOLLIE LOUISE MARSHALL, with whom he is living at Lumberton, State of Mississippi;

SIDNEY J. FERGUSON, the husband of ISABEL BRADFORD, with whom he is living at Meridian, State of Mississippi;

J. NUMA JORDY, the husband of MARY E. RIDDICK, with whom he is living in the City of New Orleans, State of Louisiana; and

JAMES WALTON WILLIAMS, the husband of JENNIE WELLS, widow of D. D. Dorsey, who died about 1903; the said appearer being a resident of Lumberton, Mississippi, and is herein represented by John H. Hinton,

Who declared, that, availing themselves of the provisions of the general laws of the State of Louisiana relative to the formation of corporations, they have covenanted and agreed, and they do by these presents covenant, agree, bind and obligate themselves as well as such other persons as may hereafter become associated with them to constitute and form themselves into a corporation and body politic in law for the purpose and objects and under the articles and stipulations following, to-wit:

ARTICLE I.

The name and title of this corporation shall be "SUWANEE LUMBER COMPANY," and by that name it shall have and enjoy succession for a period of ninety-nine (99) years; it shall have power to receive, accept, hold, purchase, acquire possession, lease, improve, cultivate, convey, mortgage and hypothecate under its corporate name, property, both real and personal; to borrow and lend money and to give and receive securities therefor; to issue bonds or other evidences of debt; to name and appoint such managers, directors and officers as its interests and conveniences may require; to name and establish such by-laws as may be necessary and proper, and to do all other things needful to its purposes, and to have and enjoy all other power and authority vested in, or granted by, law, to such corporations.

ARTICLE II.

The domicile of this corporation shall be in the City of New Orleans, State of Louisiana; and all citations or other legal process shall be served on the president, or in his absence, on the first vice-president, or in his absence, on the second vice-president, or in his absence, on the secretary-treasurer.

ARTICLE III.

The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it, are to establish, maintain and conduct, in the State of Louisiana and elsewhere, a general timber, lumber and manufacturing business, including the authority to manufacture, purchase, sell, export and import luumber of every kind and description, and to purchase, lease and sell tiuber and timber lands, and for that purpose to acquire, build, purchase, lease, own and operate sawmills, planing mills, railroads, tramways, skidders commissaries and logging camps; also to acquire, purchase, lease and sell logs, timber and timber lands; and to acquire, build, purchase, lease, own and operate electric railways, power and light plants, and to furnish and sell electric current for power or light for public or private use; and to do all things that may be necessary to the proper conduct of said business.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at one hundred thousand dollars ($100,000.00), divided into one thousand (1,000) shares of the par value of one hundred dollars ($100.00) each, which shall be paid for in cash, labor done, or property actually received, in such manner and at such times as the Board of Directors may elect.

The capital stock may be increased and diminished in the manner now provided by law.

All certificates of stock shall be signed by the president, or in his absence, by the first vice-president, or in his absence, by the second vice-president, or in his absence, by the secretary-treasurer.

The secretary-treasurer shall keep a stock transfer book upon which a record of all transfers of stock shall be kept, and no transfer shall have effect against the corporation until the same shall have been recorded in said stock transfer book.

No stockholder shall have the right to sell his stock without first offering the same to the other stockholders, in writing, who shall have the first right, for five days after the receipt of such notice, to purchase same, at its then book value.

This corporation shall commence doing business and become a going concern as soon as sixty-five thousand dollars ($65,000.00) of the capital stock shall have been subscribed for; and when the Board of Directors shall determine to sell any stock not presently subscribed for, it shall cause the stockholders of record to be notified in writing of such intention, and such stockholders shall have the right, for ten days thereafter, to subscribe, pro rata, to such stock; after the expiration of said ten days the board may offer the subscription to persons other than said stockholders.

At all meetings each share of stock shall be entitled to one vote, in person or by written proxy.

ARTICLE V.

All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors, to be composed of four stockholders who shall be elected by ballot on the third Monday in June of each year beginning with the year 1912, after fifteen days written notice shall have been mailed to each stockholder at his last address. The election of directors shall be held at the office of the corporation under the supervision of two commissioners appointed by the Board of Directors; a majority of votes present or represented at said meeting shall elect. Any vacancy on the Board of Directors created for any cause shall be filled for the unexpired term, by the remaining directors. And the directors may vote in person or by written proxy.

The Board of Directors shall, at its first meeting, elect from its members a president, a first vice-president, a second vice-president; it shall also elect a secretary-treasurer who need not be a stockholder. The Board of Directors shall have authority, when necessary, to elect an acting secretary-treasurer, who shall have the same power and authority as the secretary-treasurer, and he need not be a stockholder.

A failure to elect shall not vacate any office and all officers shall continue to serve, as such, until their successors shall have been elected and qualified.

The Board of Directors may make and establish, as well as alter and amend, by-laws, rules and regulations for the government of said corporation; and authority is given the said board to do and perform, and to embody in such by-laws, rules and regulations, all the rights and powers granted to such corporations by the laws of this state.

The first Board of Directors shall be composed of John H. Hinton, Alexander S. Hinton, Sidney J. Ferguson and J. Numa Jordy, with the said John H. Hinton as president, Alexander S. Hinton as first vice-president, Sidney J. Ferguson as second vice-president, and J. Numa Jordy, as secretary-treasurer, who shall hold office until the third Monday in June, 1912, or until their successors are elected and qualified.

ARTICLE VI

This charter may be amended, modified, changed or altered, or said corporation may be dissolved with the assent of two-thirds (2-3rds) of the stock represented at a general meeting of the stockholders called for that purpose after thirty days previous notice thereof shall have been mailed to each stockholder at his last known address.

The stockholders shall elect two liquidators to liquidate the affairs of the company, who shall remain in office until the affairs of the corporation shall have been fully liquidated. In the event of a vacancy the remaining liquidator will appoint another.

ARTICLE VII.

No stockholder shall ever be held liable or responsible for the contracts or faults of such corporation in any further sum than the unpaid balance due to the company on the shares 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 amount of his subscription to stock.

The appearers herein 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 this city, the day, month and year first above written, in the presence of Messieurs William Morgan Hannon and Louis A. Ducros, competent witnesses, residing in this city, who have hereunto signed their names with with appearers and me, notary, after due reading of the whole.

Original Signed: J. H. Hinton, one share; Mrs. J. H. Hinton, by J. H. Hinton, 164 shares; A. S. Hinton, 165 shares; S. J. Ferguson, 165 shares; J Numa Jordy, 165 shares; J. W. Williams, by J. H. Hinton, one share.

Witnesses: L. A. Ducros, W. M. Hannon.

HENRY L. SARPY, 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 Suwanee Lumber Company has been this day duly recorded in my office in book 1018, folio —. New Orleans, La., June 17, 1911.

(Signed) EMILE LEONARD, D. R.

I, the undersigned notary, do hereby certify that the above and foregoing is a true and correct copy of the original act of incorporation of the Suwanee Lumber Company of record in my office.

In faith whereof, I have hereunto set my hand and the impress of my official seal, on this 17th day of June, A. D. 1911.

HENRY L. SARPY, Not. Pub.

June 22 29 July 6 13 20 27 11

CHARTER

OF VICTOR HUBER COMPANY.

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 May, in the year of our Lord one thousand nine hundred eleven, and of the independence of the United States of America, the one hundred thirty-fifth, before me, Lewis Rossner Graham, a Notary Public, in and for the Parish of Orleans, State of Louisiana, therein residing and therefor 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, all of full age, who declared that, availing themselves of the provisions of the laws of the state, relative to corporations, and especially of Act 78 of 1904, of the General Assembly of Louisiana, they have covenanted and agreed, and 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, for the purposes and objects, and under the stipulations, articles and conditions following, to-wit:

ARTICLE I.

The name and title of the said corporation shall be "Victor Huber Marble and Granite Company," and its domicile is hereby established in the City of New Orleans, State of Louisiana; and under its said corporate name, said corporation shall have power and authority to contract, sue and be sued; to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, have, purchase, improve, alienate, convey, sell, borrow pledge, mortgage and hypothecate, under its said corporate name ,property, real, personal and mixed; to name and appoint such officers directors, agents and managers, or employees, as the interest or convenience of said corporation may require; to make and establish by-laws, rules and regulations for the proper management and regulations of its affairs, as may be deemed necessary and proper, and the same to change and alter at pleasure; and to do all other acts and things permitted by law, or as shall or may be necessary and proper to carry out the objects and purposes of said corporation.

Said corporation, unless sooner dissolved, in accordance with its charter, shall exist and continue for the period of ninety-nine (99) years from and after the date hereof.

The president, or in his absence the vice-president, shall be the proper person upon whom citation or other legal process shall be served.

ARTICLE II.

The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it are declared to be the following, to-wit:

The operation and conducting of a general marble, granite, stone cutting and manufacturing business, the buying, selling and manufacturing of all kinds of marble, granite, stone and other building materials and cemetery work; the construction of buildings and other works in whole or in part in Louisiana and in foreign states; the storage of stones of all kinds; to purchase and acquire the marble and granite business now owned and conducted by Victor Huber; and generally the doing and performing of all acts incidental or necessary to any and all of the objects herein expressed.

ARTICLE III.

The capital stock of said corporation shall be thirty thousand ($30,000.00) dollars, divided into and represented by three hundred (300) shares of the sum of one hundred ($100.00) dollars each, which said stock shall be paid for in cash at the time of subscription, or the same may be issued, at not less than par, in payment or exchange for property or rights actually received or purchased by said corporation, or the same may be issued, full paid, for money advanced, and for such other valuable considerations or services as the board of directors of said corporation may determine; provided, that no stock shall be issued until the consideration therefor has been received by the said corporation.

Any stockholder may sell, assign or transfer his stock in this corporation, provided thirty (30) days' prior notice of such intention to sell, assign or transfer the same be given the company, and the other stockholders thereof shall have the first privilege of purchasing same, after which thirty (30) days' notice the said stock may be sold in open market.

The stock of said corporation may be transferred under the above conditions, provided such transfer thereof be made on the books of said company, at its office in New Orleans and on surrender of the certificate therefor. No transfer of any fractional part of a share shall be made.

This corporation shall commence doing business as soon as ten thousand ($10,000.00) dollars of the capital stock shall have been subscribed for.

The board of directors shall have the right to determine how much stock shall be issued.

ARTICLE IV.

The corporate powers of this company shall be vested in and exercised by a board of five (5) directors, consisting of the president, vice-president, and three (3) stockholders. Three of said board shall constitute a quorum for the transaction of business, and their decisions shall be valid corporate acts.

The following persons shall constitute the first board of directors: Victor Huber, A. J. Derbes, Roger de Roode, Emile S. Reisig, John F. Popp.

No person shall be eligible as director or an officer who is not a stockholder of this company.

During the absence of the president the vice-president shall act and preside.

Said board shall continue in office until the second Monday in January, 1912, and on which date and thereafter, annually, a board of directors shall be elected on the second Monday in January, of each year, unless the same should be a holiday, when the election shall be held on the next legal day thereafter.

Notice of such election shall be given by at least ten (10) days' continuous publication immediately preceding each election, in one of the daily English newspapers of this city; and the board of directors shall appoint one or more stockholders to preside at such election as commissioners. In the event of the failure of any commissioner or by appointment, fill the vacancy. Any failure from any cause whatever to elect directors the day named for that purpose shall not dissolve the corporation, but the directors then in office, as well as the officers of said company, shall hold over until their successors are chosen.

In such event the president shall cause another election to be held within thirty days, and shall give notice thereof as herein before provided.

At every election and meeting each stockholder shall be entitled to vote for each share of stock registered in his name, and may vote by proxy.

The election of directors shall be by ballot, and the majority in amount of votes cast, each share of stock voted upon to be counted for one vote, shall elect the person or persons for whom they have been cast.

After each election the board of directors shall elect from their own number the officers of said company.

ARTICLE V.

The board of directors shall have full power to fill vacancies in their number caused by death, resignation, or otherwise, from among the stockholders of the corporation.

The said board shall have full control of the property of this company, and shall so conduct, manage and use the same as in their discretion they deem fit, and that is consistent with the objects of this company, or the welfare of the same.

The said board is further authorized to frame and adopt such by-laws, rules and regulations as the affairs and business of the corporation may require, and as it may deem necessary for the conducting and management thereof; provided the same shall not conflict with this charter, or with the laws of the state, or of the United States.

The said board shall elect or appoint a secretary and such other officers, agents, employees, servants and clerks as it may deem necessary for the conducting of the business of the corporation; fix their compensation, term of service, with the right to dismiss them at said board's pleasure; and said board shall have the right to fix and determine the salaries of the several officers herein provided for.

ARTICLE VI.

This charter may be changed, modified or amended, the capital stock increased or decreased, or this corporation may be dissolved, at a general meeting of the stockholders convened for the purpose, with the assent of three-fourths of the entire capital stock, whether present or represented at such meeting.

Ten days' prior notice of such meeting shall be given in any daily English newspaper published in the city.

In case of dissolution or termination of this corporation, either by limitation of its charter or from any cause, the liquidation of its affairs shall be conducted by three commissioners, selected from the stockholders, with like assent, and at a meeting called for that purpose, as above set forth in this article.

Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of the death of one or more of said commissioners, the survivors or survivor shall continue to act.

ARTICLE VII.

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

Thus done and passed at my notarial office, in the City of New Orleans, on the day, month, year herein first above written, in the presence of D. V. Doussan and D. E. Pope, competent witnesses, of lawful age, and residents of this city, who hereunto sign their names, together with said parties, and me, notary, after reading the whole.

Signed: Victor Huber, 95 shares; Albert J. Derbes, 2 shares; Emile C. Reisig, 5 shares; John F. Popp, per Victor Huber, 10 shares; R. De Roode, per Victor Huber, 5 shares.

Witnesses: D. V. Doussan, D. E. Pope.

LEWIS R. GRAHAM, Not. Pub.

I, the undersigned notary, hereby certify that the above and foregoing is a true and correct copy of the original act of incorporation on file in my notarial office.

LEWIS R. GRAHAM, Not. Pub.

JOHN P. VEZIEN, Pres.

Carstens & Vezien Co., Ltd.

Ship Chandlers and Grocers

Special Attention to Railroad Orders. Prompt Delivery.

314-316 MORGAN STREET. PHONE, ALGIERS 211.

Hay, Corn, Oats, Bran, Hardware, Groceries, Etc. Wines, Liquors.

John Kleinkemper,

DEALER IN

Groceries, Wines and Liquors, Wood, Coal, Hay, Corn, Oats, Bran, Etc.

Goods Delivered Free of Charge. Corner Alix and Verret Streets.

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 Victor Huber Marble and Granite Co. was this day duly recorded in my office, in book 1018, folio 713. New Orleans, June 13, 1911

(Signed) EMILE LEONARD, D. R.

June 22 29 July 6 13 20 27 11

CHARTER

OF THE "LOUISIANA ORANGE GROVES COMPANY."

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

Be it known, that on this twenty-fourth 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, William J. Formento, 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 several parties whose names are hereto subscribed, all of the full age of majority and residents of this city, who severally declared that availing themselves of the laws of this state, made and provided for the organization of corporations, they have formed and organized, and by these presents do form and organize themselves into a corporation for the objects and purposes and under the stipulations and agreements hereinafter set forth and expressed, which they hereby accept and adopt as their charter, to-wit:

ARTICLE I.

The name and title of the corporation hereby formed is declared to be: "LOUISIANA ORANGE GROVES COMPANY." Its domicile shall be in the City of New Orleans, State of Louisiana, and it shall have and enjoy succession by its corporate name for a period of ninety-nine years from the date hereof.

All citation, or other legal process, shall be served upon the president, and in case of his absence or inability to act, upon the vice-president or secretary-treasurer.

ARTICLE II.

The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are declared to be:

To engage in the planting, cultivating and marketing of citrus and other fruits, pecan nuts, agricultural and horticultural products; to raise poultry, hogs and other live stock, and to market same; to purchase, lease or otherwise acquire real, personal or mixed property, and to sell and dispose of same; to develop, drain and reclaim submerged lands; and generally to do any and all things incidental to and necessary in the premises.

ARTICLE III.

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 (500) shares of the par value of one hundred dollars ($100) each, which shall be paid for at such time, in such amounts and manner as the Board of Directors may determine. Said shares of stock shall be issued full paid and non-assessable for cash or in payment for property, or rights, actually received by the corporation. All transfer of stock shall be inscribed on the books of the corporation.

This corporation shall commence business as soon as three thousand dollars ($3,000) of its stock shall have been subscribed; said amount of stock having been subscribed by the undersigned for the respective shares set opposite their names; this company shall immediately go into operation.

ARTICLE IV.

All corporate powers of this corporation shall be vested in and exercised by a Board of Directors, composed of three (3) stockholders, two (2) of whom shall constitute a quorum for the transaction of all business.

Through said Board of Directors, this corporation shall have power and authority to contract, sue and be sued, in its corporate name; to make and use a corporate seal and change or alter same at pleasure; to hold and receive, have, purchase, improve, alienate, convey, sell, borrow, pledge, mortgage and hypothecate, under its said corporate name, property, real, personal and mixed; to name and appoint such officers, directors, agents and managers, or employees, as the interest or convenience of said corporation may require; to make and establish by-laws, rules and regulations for the proper management and regulation of its affairs, as may be deemed necessary and proper, and the same to change and alter at pleasure; and to do all other acts and things permitted by law or as shall or may be necessary and proper to carry out the objects and purposes of said corporation.

ARTICLE V.

The first Board of Directors shall be elected at the first meeting of the stockholders, to be convened for that purpose, and the members of said Board of Directors shall at once select from their number a president, a vice-president and a secretary-treasurer, who shall hold office as such until the first Monday in January, 1913, or until their successors shall have been duly elected and qualified.

On the first Monday in January, 1913, unless said day be a Dies Non, then, in such case, on the first succeeding judicial day and annually thereafter, an election for directors shall be held at the office of the corporation, under the supervision of three (3) commissioners to be appointed by the stockholders; the directors so elected shall immediately take their seats and hold office until their successors shall have been duly elected and qualified. All vacancies in said board shall be filled by the remaining directors.

Notice of election shall be given by the secretary-treasurer to each stockholder ten days previous to election, by written notice mailed to his last known address, and by publication in one of the local newspapers, three times in ten days.

All corporate elections shall be by ballot, and a majority of the stock present, or represented, shall elect, and each share of stock shall be entitled to one vote, either in person or by proxy, at any meeting of the stockholders.

ARTICLE VI.

Whenever this corporation is dissolved, either by limitation of its charter, or for any other cause, its affairs shall be liquidated by three (3) commissioners, to be elected from among the stockholders, convened for that purpose, after thirty days' prior written notice of such meeting shall have been given each stockholder by the secretary-treasurer, mailed to his last known address, and by publication in one of the local newspapers, three times in ten days. Said commissioners shall remain in office until the affairs of the corporation shall have been liquidated. In case of death of either, or two of said commissioners, the survivor or survivors shall continue to act.

ARTICLE VII.

This act of incorporation may be changed, modified or altered, or this corporation may be dissolved, with the assent of three-fourths (3-4) of the whole capital stock, present or represented, at any general meeting of the stockholders, convened for that purpose, after thirty days' prior written notice of such meeting shall have been given each stockholder by the secretary-treasurer, mailed to his last known address, and by publication in one of the newspapers published in the City of New Orleans, five times during thirty days.

ARTICLE VIII.

No stockholder of this corporation shall ever be held liable or responsible for the contracts, or faults, thereon, in any further sum than the unpaid balance due to the corporation on the shares 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 of his stock.

Thus done and passed in my notarial office, at the City of New Orleans, in the presence of Messieurs Samuel Hirsch and Fernan F. Teissier, competent witnesses of lawful age and residents of this city, who hereunto subscribe their names, together with the said appearers and me, notary, after due reading of the whole.

(Signatures)

Witnesses: Samuel Hirsch, F. F. Teissier.

WM. J. FORMENTO, 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 "Louisiana Orange Groves Company" was this day duly recorded in my office, in book 1018, folio 696. New Orleans, June 6, 1911.

(Signed) EMILE LEONARD, D. R.

A true copy from the original.

WM. J. FORMENTO, Not. Pub.

June 22 29 July 6 13 20 27 11

Broadway and the Strand.

Broadway, New York, is the more or less exact counterpart of the London Strand. It is actually broader, but it appears more narrow because the houses are so much higher, and it is a little straighter because it is a made road, not a road evolved from what was once a path along river mud. The general effect is identical. There are the same kinds of shops and a crowd of the same type passing to or from the business quarter of the city. But, as I have said, one rubs one's eyes looking out at the crowd upon the sidewalk. It is the Strand crowd—cosmopolitan, varied, people touching one another so closely that the tops of their heads appear to form another tier on the street, a tier paved with hats instead of wood blocks or granite sets. There it is, the crowd. But it appears to stop still. In one's first astonishment one thinks that all these people are waiting for a procession to pass. One cannot believe that they are the procession. Nevertheless as the slow trolley passes onward one realizes that the crowd is actually in motion—that it is the thing itself, not the procession. It is an extraordinary shock, this first impression of the land of hurry.—Ford Madox Hueffer in Atlantic.

Victor Hugo's Golden Gift.

A Paris chiffonnier makes a living of a sort, and he sometimes in overhauling the dust bins comes across a find. In this respect a Paris contemporary relates a capital story of Victor Hugo. A little silver gilt souvenir spoon which the poet valued very much disappeared. Through the carelessness of the maidservant it had found its way into the ash bucket and