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NEW ORLEANS, U.S.A.

CHARTER

GORE-SEWELL COMPANY, INC.

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

Be it known that on this 30th day of the month of June, 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, Ethelred Macaulay Stafford, a notary public, duly commissioned, sworn and qualified, in and for the said city and the parish of Orleans, state of Louisiana, 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 this state, relative to corporations, and especially of Act 78 of 1904 of the general assembly of Louisiana, and all other laws in connection therewith, 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 this said corporation shall be the GORE-SEWELL COMPANY, INC., and its domicile is hereby established in the city of New Orleans, state of Louisiana, and under its 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, purchase, have, improve, alienate, convey, sell, borrow, pledge, mortgage, hypothecate, under its said corporate name, property real, personal and mixed; to name and appoint such officers, directors, agents and managers, and employes, as the interest or convenience of said corporation may require; 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 and may be necessary and proper to carry out the objects and purposes of said corporation. The said corporation, unless sooner dissolved, in accordance with its charter, shall exist and continue for the period of ninety-nine years from and after the date hereof. The president or in his absence the secretary-treasurer, 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:

To buy, sell, import, export and manufacture automobiles, both pleasure and commercial, engineering specialties, machinery, mechanical products and general merchandise; to buy, sell and mortgage real estate and movable property of any description whatsoever; to buy, sell, manage or carry on any other business of any nature connected with the business herein before set forth; to operate a garage and to repair automobiles, etc., to store automobiles and generally to do and perform everything appertaining to the automobile business.

ARTICLE III.

The capital stock of this corporation shall be twenty-five thousand dollars, ($25,000) divided into and represented by two hundred and fifty shares (250) of the par value of one hundred dollars each ($100.00); said stock to be paid for in cash at the time of subscription, or at such time as the board of managers shall stipulate; said stock may be issued at not less than par for the following consideration; in payment or in exchange for property or rights actually received or purchased by said corporation, or for money advanced or such other valuable consideration or services as the board of managers of said corporation may determine; provided no stock shall be issued until the consideration therefor has been received by the said corporation.

No transfer of stock shall be effective as to the liabilities of the corporation or participation in the dividends, until so recorded on the books of the corporation.

This corporation shall be a going concern as soon as three thousand dollars of its capital stock shall have been subscribed for.

ARTICLE IV.

All the corporate powers of this company shall be vested in and exercised by a board of managers consisting of the president and secretary-treasurer.

The following persons are hereby named as president and secretary-treasurer and to constitute the first board of managers: [illegible] Sewell, as president; J. M. Gore, as secretary-treasurer.

The president and secretary-treasurer and the board of managers shall continue in office until the first day of July, 1912, at which date and thereafter, annually, the board of managers shall be elected by the stockholders.

The board of managers may be increased at any time by a vote of the majority of the stockholders.

A failure from any cause whatsoever to elect managers on the day named for the election 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 E. T. BEL RICE COMPANY.

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

Be it known, that on this 25th day of July, 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-sixth, before me, James Zacharie Spearing, a notary public, in and for the parish of Orleans, state of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the parties whose names are hereunto subscribed, who severally declared that, availing themselves of the provisions of the laws of this state relative to the organization of corporations and especially of Act No. 78 of the legislative acts of the General Assembly of the state of Louisiana for the year nineteen hundred and four, approved July 4th, 1904, and of the other laws of this state relative to corporations and the organization and formation thereof, they have covenanted and agreed, and do by these presents covenant, agree and bind themselves, as well as such other persons who may hereafter become associated with them or their successors, to form and constitute a corporation or body politic in law, for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.

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

ARTICLE II.

The domicile of this corporation shall be in the city of New Orleans, state of Louisiana. All citations and other legal process shall be served upon the president of said corporation; or, in case of his absence or inability to act, upon the vice-president; or in the absence or inability of both the president and vice-president to act, then upon the secretary of this company.

The president shall be the executive officer of this corporation; he shall preside at meetings of the board of directors and stockholders.

ARTICLE III.

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

To carry on a general business as a dealer in rice, its by-products and in all the agricultural products and by-products of this state, and to these ends, to purchase, use, lease, rent, mortgage, pledge, buy, or sell, or otherwise acquire any and all interests and rights, in and to any property, real or personal, which may be necessary, in the opinion of the board of directors, to the carrying on and success of the business, including the milling of rice.

And generally to do all things necessary or convenient to properly conduct the business of this corporation.

ARTICLE IV.

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

ARTICLE V.

The capital stock of this corporation is hereby fixed at the sum of twenty thousand ($20,000.00) dollars, represented by two hundred shares of one hundred ($100.00) dollars each.

All stock subscribed for shall be payable at such times and on such terms and conditions as the board of directors may from time to time fix and determine in each particular case, or by general resolution.

The board of directors may issue certificates of paid-up stock in payment of property or goods actually delivered to this corporation or for services actually rendered to it, or for rights, privileges or franchises transferred to it, the valuation in each instance to be agreed to by the board of directors, which shall have full and final power to do so.

All transfers of stock shall be made on the books of the corporation and shall be signed by the stockholder or by his attorney.

At all elections by or meetings of the stockholders each share of stock, whether paid for in full or not, shall be entitled to one vote, to be cast either by the person in whose name the stock appears on the books of this corporation at the time of the voting, or by his agent or proxy, duly authorized in writing to that effect.

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

Dividends shall be declared on the amount actually credited on the capital stock without regard to the amount subscribed for.

Said capital stock may be increased in the manner provided for by the laws of this state. Whenever an increase of said capital stock shall have been authorized or additional stock issued, fifteen days' written or printed notice shall be given to each stockholder, within which time persons holding stock in this corporation shall have the right to subscribe for said increase stock or additional issue of stock in proportion to the number of shares of stock then held by them, and which additional shares shall be paid for as the board of directors may direct. After the expiration of said time the board of directors may dispose of the shares not taken, for the benefit of the company in such manner and on such terms and conditions as they may think proper.

ARTICLE VI.

The business and affairs and corporate powers of this corporation shall be transacted by a board of directors composed of not less than three directors nor more than five directors to be composed of stockholders of this corporation. The stockholders may at any annual meeting elect less than five directors and the directors thus elected at any annual meeting may, prior to the next annual meeting, elect one or more additional members of the board of directors so as to make the board of directors not more than five. The directors, whether elected by the stockholders or by the board of directors, shall be elected by a majority of the votes at a meeting of the stockholders or of the directors, as the case may be.

Whenever the board of directors consists of five members, the quorum thereof shall be three members, but whenever the board of directors consists of less than five members the quorum thereof shall be two members.

E. T. Bel, as president; J. L. Many, as vice-president, and W. T. Hall, as secretary-treasurer, shall constitute the first board of directors, and they shall hold office until the second Monday in August, 1912, or until their successors are elected and qualified; each subsequent board shall take their seats immediately, or as soon after as practicable, and shall hold their offices until their successors shall have been elected and qualified.

On the second Monday in August, 1912, and annually thereafter an election for directors by the stockholders shall be held at the office of the company after ten days' written notice or printed notice shall have been mailed to each stockholder or subscriber to stock at their respective addresses appearing on the books of the company. Every board of directors shall at its first meeting after its election, or as soon thereafter as practicable, elect a president, a vice-president and a secretary-treasurer from their own number.

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

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

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

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

ARTICLE VII.

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

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

ARTICLE VIII.

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

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

ARTICLE IX.

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

ARTICLE X.

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

ARTICLE XI.

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

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

(Original signed): E. T. Bel, and others. (Witnesses): Chester M. Schneidau, Alex. Bugdahl, Jr.

J. ZACH. SPEARING, *Not. Pub.*

I, the undersigned, deputy recorder of mortgages, in and for the parish of Orleans, state of Louisiana, do hereby certify that the above and foregoing act of incorporation of the E. T. Bel Rice Company, was this day duly recorded in the mortgage office, parish of Orleans, in book 1051, folio —.

New Orleans, La., July 26th, 1911.

(Signed) EMILE LEONARD, *Deputy Recorder of Mortgages.*

I, the undersigned, notary public, in and for the parish of Orleans, do hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of E. T. Bel Rice Company and of the certificate of the recorder of mortgages for this parish, thereto appended and of record in my office.

In faith whereof I have hereunto set my hand and official seal on this 26th day of July, 1911.

J. ZACH. SPEARING, *Not. Pub.*

aug 3 10 17 24 31 sep 7 1911

CHARTER

OF THE LAKE VIEW IMPROVEMENT ASSOCIATION.

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

Be It Known that on this eighteenth day of July, 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-sixth, before me, Gabriel Fernandez, Jr., 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 persons whose names are hereunto subscribed, who declare that availing themselves of the provisions of the laws relative to the organization of corporations they do hereby form themselves into and constitute a corporation for the objects and purposes and under the stipulations and agreements hereinafter set forth, which they adopt as their charter, to wit:

ARTICLE I.

The name and title of the corporation shall be "Lake View Improvement Association," and under its said corporate name it shall have power and authority to have and enjoy succession for a period of ninety-nine years from and after the date hereof; to contract, sue and be sued; to make and use a corporate seal ;to hold, receive, lease, purchase, convey, mortgage and pledge property, both real and personal; to name and appoint such managers, directors, officers and agents as the interests and convenience of said corporation may require, and to make and establish such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary and proper.

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 case of his absence, upon the vice president.

ARTICLE III.

The objects for which this corporation is created are declared to be as follows:

An association for the purpose of hearing addresses, discussing, debating and acting upon all questions relating to municipal progress, sanitation, also to promote and foster the material welfare and advancement of the property holders and residents and those interested in that section of the City of New Orleans known as "Lake View," as far as the same may relate particularly to education, scientific and material educational facilities, establishment of seminaries, schools and colleges, and other means tending to promote, foster and encourage a high standard of education in the inhabitants of said "Lake View," and to that end to encourage the pavement of streets and sidewalks, sewerage and drainage, lighting, bridges, police and fire protection, collection of garbage, water and gas supply, street car service, protection of water front and proper maintenance of waterways, as well as any other necessity of vital importance to those interested. It shall further be the purpose of the corporation to collect and disseminate information as to the advantage of said section, developed and undeveloped, encourage the investment of capital in its midst, and, in general, to do and perform all acts and use all means to promote the happiness and prosperity of the people generally of said section.

ARTICLE IV.

All the corporate powers of this corporation shall be vested in and exercised by the members at a regular or special meeting had or called in a manner provided by its by-laws.

Said corporation shall have the power and right to provide for the officers, directors and committees, their election, duties, and powers; to fix the quorum necessary for the transaction of business at its meetings; to fix membership dues, fines, etc., and generally to carry out the objects and purposes of this corporation.

ARTICLE V.

This act of incorporation, or any article in this charter, may be changed, altered or amended, or the corporation may be dissolved, at a general meeting of the members convened for such purpose, after fifteen days' notice, inserted at least three times in a daily newspaper published in the City of New Orleans, provided three-fourths of the membership represented at such meeting shall vote in favor of such change, alteration, amendment or dissolution.

Whenever this corporation shall be dissolved, whether by limitation or from any other cause, its affairs shall be liquidated by a commissioner to be appointed by it.

ARTICLE VI.

No member shall ever be held liable or responsible for the contracts or faults of this corporation in any further sum than the unpaid balance of his annual dues; nor shall any mere informality in its organization have the effect of rendering this charter null or of exposing a member to any liability beyond the amount of his unpaid dues.

Thus done and passed in my office, in the City of New Orleans aforesaid, the day, month and year first aforesaid, in the presence of Messrs. Arthur Ginart and Byron C. Taylor, witnesses, of lawful age, residing in this parish, who have signed their names with the said appearers and me, notary, after due reading of the whole.

(Original signed)

C. J. Derbes, Garland H. Veal, Owen Calvert, Louis J. Derbes, W. C. Lovejoy, T. W. Lunt, D. P. Nicoll, Ed. H. Pedeaux, F. A. Fitch, H. Romanski, H. W. Sievers, J. W. Stewart, Edwin Belknap, Jr., D. B. Gore, C. D. Shaw, Walter A. Hudnall, H. F. Mulliken, E. Pilsbury, J. G. Middleton, C. J. Gambel, W. M. Masury, J. M. Hicks, C. P. Gable, F. C. Dahlgren, J. J. Levins.

Witnesses: A. Ginart, Byron C. Taylor.

GABRIEL FERNANDEZ, JR., Notary Public.

INDORSEMENT.

The foregoing act of incorporation of the "Lake View Improvement Association," having been submitted to me for examination of its legality, I am of the opinion that the objects and purposes of the said incorporation as specified in said act are legal, and that none of the provisions therein contained are contrary to law.

New Orleans, La., July 18, 1911.

(Original signed)

ST. CLAIR ADAMS,
District Attorney for the Parish of Orleans.

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 "Lake View Improvement Association" was this day duly recorded in my office, in Book No. 1051, folio 37.

New Orleans, La., July 19, 1911.

(Original signed)

EMILE LEONARD,
Dy. Recorder of Mortgages for the Parish of Orleans.

A true copy.

(Seal) GABRIEL FERNANDEZ, JR., Notary Public.

July 27, Aug. 3, 10, 17, 24, 31, 1911.

JOHN P. VEZIEN, Pres.

Carstens & Vezien Co., Ltd.

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DEALER IN

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CHARTER

OF THE RIGGS-TERRELL LUMBER COMPANY.

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

Be it known, that on this 27th day of July, 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, John R. Upton, a notary public in and for the parish of Orleans, state of Louisiana, aforesaid, therein residing, 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, they have contracted 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, to-wit:

ARTICLE I.

The name of this corporation shall be RIGGS-TERRELL LUMBER COMPANY, and under its said corporate name it shall have the power and the authority to have and enjoy corporate existence and succession for the full term and period of ninety-nine years from and after the date hereof: to contract, sue and be sued; to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase, and convey, as well as to mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, agents, directors and officers as its business interests and convenience may require, and to make and establish as well as alter and amend from time to time by-laws, rules and regulations for the proper government of the affairs of said corporation as may be necessary and proper.

ARTICLE II.

The domicile of said corporation shall be in the city of New Orleans, state of Louisiana, and all citations or other legal process shall be served upon the president of said corporation, or in the event of his absence, upon the vice-president thereof, acting as president, and in the absence of both of said officers, upon the secretary of said corporation.

ARTICLE III.

The objects and purposes of this corporation are hereby declared to be:

First—To engage in the general business of buying and selling lumber, logs, and by-products of the lumber manufacturing industry, for its own account, or for other corporations, co-partnerships or individuals.

Second—To buy and sell timber lands and timber; to build, lease or purchase and operate saw mills or other woodworking plants; to build, lease or purchase and operate logging outfits, railroads, steamboats or barge lines in connection with same.

Third—To own lumber yards, storage sheds or warehouses, switch tracks, locomotives, cars, cranes, drays, trucks, wagons and all other adjuncts, paraphernalia, means and appliances, incidental, convenient or necessary to the conduct of its main business and purposes.

Fourth—To exercise all powers incidental and appropriate to the full and complete carrying out of the business and purposes of the corporation.

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 thousand shares of stock of the sum of one hundred dollars ($100.00) each. Said stock shall be paid for in cash or its equivalent at such time and in such amounts and after such notice to the subscriber as shall be fixed by the board of directors.

The corporation shall become a going concern and authorized to do business as soon as ten thousand dollars ($10,000.00) of the capital stock shall have been subscribed and paid for.

ARTICLE V.

All of the corporate powers of said corporation shall be vested in a board of directors, to be composed of not less than three nor more than seven stockholders, each of which shall own not less than ten shares of the capital stock of the company. This board shall be elected annually on the second Tuesday of July of each year.

All such elections shall be held at the office of the corporation under such regulations as may be established by the board of directors. Notice of such elections shall be given by the secretary of the company by written or printed notice directed to each stockholder of record mailed at least ten days prior to such election.

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 the majority of the vote cast shall elect.

Any vacancies occurring 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 or impair the corporate management, but the directors then in office shall remain in office until their successors are elected and qualified.

The board of directors shall annually elect from their own number a president, a vice-president, a secretary and a treasurer, or they may combine the offices of secretary and treasurer.

The board of directors may appoint a general manager and authorize him to employ such subordinate officers and agents as the business interests or convenience of this corporation may require. They may further authorize said general manager to discharge any or all employes at his discretion.

All officers shall hold office at the pleasure of the board of directors and they shall have power to define the duties of said officers and to fix their compensation.

The board of directors shall have the power and the right to borrow and lend money when necessary or to its advantage in conducting its business, but only in matters connected with the objects of this corporation; to acquire by purchase, lease or exchange any real, personal, mixed, corporeal or incorporeal property necessary or convenient to carry out the objects of this corporation, and the same to be disposed of by sale, exchange or in any usual or customary manner, and to lease, mortgage or pledge any of the assets of the company.

The board of directors shall make all rules and regulations as are in its judgment proper.

ARTICLE VI.

Whenever this corporation may be dissolved either by limitation or otherwise its affairs shall be liquidated by three commissioners, to be elected from among the stockholders at a general meeting of the stockholders convened for such purpose, of which meeting notice shall be given in time and manner provided for stockholders' meetings in the succeeding article of this charter, and a majority in the amount of capital stock of said corporation represented at such meeting shall be required to elect. Said commissioners shall remain in office until the affairs of this corporation shall have been fully liquidated. In the case of the inability of any commissioner to continue by reason of death, resignation or otherwise, the vacancy shall be filled 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 purposes, 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 mailed to each stockholder thirty days prior to the date of the meeting at the post office address designated by him in writing.

Any changes 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 held 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 organizing 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.

The first board of directors of this corporation shall consist of: A. W. Berdon, R. Lee Riggs, W. L. Terrell; and they shall hold office until the second Tuesday of July, 1912, or until their successors are elected.

Thus done and passed at my office, in the city of New Orleans, Louisiana, in the presence of John M. Copponex and Joseph L. Ford, competent witnesses, of lawful age, both of this city, who hereunto sign their names with the said appearers and me, notary, on the day and date aforesaid, after due reading of the whole.

(Original signed): R. Lee Riggs, W. R. Terrell, A. W. Berdon. (Witnesses): J. M. Copponex, J. L. Ford.

JOHN R. UPTON, *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 article of incorporation of Riggs-Terrell Lumber Company was this day duly recorded in my office, in book 1051, folio —.

New Orleans, July 29th, 1911.

EMILE LEONARD, D. R.

State of Louisiana, Parish of Orleans, City of New Orleans:

I, John R. Upton, the undersigned notary public, do hereby certify that the above and foregoing is a true and correct copy of the original act of incorporation of Riggs-Terrell Lumber Company, with the names of the subscribers omitted, of record and on file in my notarial office.

In faith whereof, I have hereunto set my hand and seal on this twenty-ninth day of July, 1911.

(Seal) JOHN R. UPTON, *Not. Pub.*

aug 3 10 17 24 31 sep 7 1911

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Genesis of the Playhouse.

Thespis in 536 B. C. acted his plays in a wagon. In 499 B. C., during the time of Aeschylus, creator of drama, the performances took place upon temporary wooden scaffolds, one of which, having collapsed during a representation, the Athenians were induced to build the great theater of Dionysius, calling it the Lenaion, which was the first permanent stone structure of its kind. It required 160 years to erect it. There was no scenery, but he scene was decorated so as to represent the locality in which the action was going on. Roofless was his structure, but around the building were porticoes, to which the people retreated during rainstorms. Sometimes awnings were used to ward off the sun's heat. Invariably the actors were males, who wore masks with mouthpieces, answering the purpose of speaking trumpets. Owing to the vastness of the theater metal vases were placed under the seats to serve as reflectors of sound. Performances began in the morning and usually lasted twelve hours.—New York Telegram.