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CHARTER

OF THE NEMO AMUSEMENT COMPANY.

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

Be it known, that on this 21st day of the month of March, in the year of our Lord, one thousand nine hundred and twelve and of the independence of the United States of America, the one hundred and thirty-sixth, before me, Martin S. Mahoney, a Notary Public, duly commissioned and qualified, in and for this city and the Parish of Orleans, therein residing and in the presence of the witnesses heerinafter named and undersigned, personally came and appeared: The persons, whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of the State of Louisiana relative to the formation of corporations, especially of the provisions of Act 78 of 1904, they have covenanted and agreed, and do, by these presents, covenant, agree and bind themselves, as well as such other persons as may hereafter become associated with them, into a corporation and body politic in law for the objects and purposes and under the agreements and stipulations following to-wit:

ARTICLE I.

The name, style and title of this corporation shall be the "Nemo Amusement Company," and under that name, it shall have and enjoy all the rights and privileges granted by law to corporations; it shall exist for a period of ninety-nine years, unless sooner dissolved, by mutual consent; it shall have power to sue and be sued, in its corporate name; to make and use a corporate seal, and the same to break or alter at pleasure; to hold, receive, purchase, sell convey, mortgage, hypothecate and pledge property, both real and personal; to issue notes, bonds and other evidences of indebtedness; to have and to employ such managers, directors, officers, agents and employees as the interest of the corporation may require; to make such by-laws, rules and regulations for the management of the affairs of the corporation as may be deemed necessary and proper.

ARTICLE II.

The domicile of this corporation shall be in the City of New Orleans, State of Louisiana; and all citation or other legal process shall be served upon the President, and in his absence, upon the Vice-President; and in the absence or disability of both, then upon the Secretary-Treasurer of the corporation.

ARTICLE III.

The objects and purposes for which this corporation is organized, and the nature of the business to be conducted by it shall be: To lease, buy, erect, construct, operate and maintain theaters, halls, show-houses or other places of amusement, wherein operatic, dramatic, vaudeville, moving-pictures or other forms of amusement or entertainment can be given.

ARTICLE IV.

The capital stock of this corporation shall be ten thousand dollars, divided into and represented by two hundred shares of the par value of fifty dollars each, payable in cash at such time and in such manner as the board of directors may determine, or may be issued for work actually done or services rendered.

No transfer of stock shall be binding upon the corporation unless and until made upon the books of the corporation; and said stock shall be represented by certificates issued and signed by the president and the secretary-treasurer of the corporation.

Before any stockholder shall sell or otherwise dispose of his stock, it shall be first offered to the board of directors, whose duties it shall be to notify each stockholder in writing of said offer; and each stockholder shall have thirty days, within which to accept and purchase said stock at its book value, provided, however, this article is not to be construed so as to prevent a stockholder from selling his stock upon the open market should the other stockholders or the Board of Directors decline to buy.

This corporation shall begin business and become a going concern, as soon as three thousand dollars of its capital stock shall have been subscribed.

ARTICLE V.

All the corporate powers of this corporation shall be vested in and exercised by a board of directors, composed of three stockholders, a majority of which shall constitute a quorum for the transaction of all business; which said board of directors shall be elected at a general meeting of the stockholders of this corporation, to be held on the third Thursday of March of each year, beginning with the year 1913.

Immediately after their election, said directors shall elect from their number a president, a vice-president, and a secretary-treasurer; and the vice-president shall be general manager; and until the regular election aforesaid the following shall compose the Board of Directors and officers, namely: Julius Bodenger, Reuben A. Tansey, and Edward W. Burgis, with Julius Bodenger as president; Reuben A. Tansey, as vice-president and general manager and Edward W. Burgis as secretary-treasurer, who shall hold office until their successors are elected and inducted into office; but provided that any failure to hold the election on the day fixed in this charter shall not cause a dissolution of this corporation, and the said election shall be held as early as possible thereafter.

At all meetings and at all elections, each share of stock shall be entitled to one vote to be cast by the holder and owner in person or by written proxy; and all elections shall be under such rules and regulations as may be made by the board of directors; and the person receiving a majority of the votes cast shall be declared elected.

Due notice of all elections shall be sent by mail to each stockholder, directed to his last known place of residence, at least ten days prior to said election.

The board of directors shall have the power to borrow money; execute mortgages; issue notes, bonds and other evidences of indebtedness, as they may consider necessary or advisable; and generally to do and perform all things necessary and proper for the successful operation of the business of the corporation; and provided that said board shall by porper resolution authorize the president and the secretary-treasurer to sign all deeds and documents, in the exercise of said powers.

The board of directors shall make all rules, by-laws and regulations for the government of the affairs of the corporation, and alter or amend the same, as conditions may render necessary; but no contract shall be entered into or signed without a resolution of the said board.

ARTICLE VI.

No stockholder shall ever be held liable for the contracts or faults or debts of this corporation; 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 balance due on shares of stock subscribed by him.

ARTICLE VII.

This act of incorporation may be changed, altered or amended, or said corporation dissolved with the assent and votes of three-fourths of the members present or represented by written proxies, at a general meeting convened for the purpose, after ten days previous notice of said meeting shall have been given, in writing and mailed to the last known place of residence of each stockholder; and at such meetings each share of stock shall be entitled to one vote, to be cast by the owner, in person, or by written proxy.

In the event of dissolution, by limitation or otherwise, of this corporation, the stockholders shall elect, from among their number, two commissioners, to liquidate and settle the affairs of the corporation; and, in case of death or disability of either of said commissioners, the other shall appoint a successor to him.

Thus done and passed, in my office, at the City of New Orleans, State of Louisiana, on the day, month and year herein first above written in the presence of Messieurs Max Bodenger and Morris Bodenger, competent witnesses of lawful age, who hereunto signed their names, with said appearers and me, notary, after reading of the whole.

(Original signed)

NAMES OF SUBSCRIBERS

Witnesses:

MAX BODENGER.

MORRIS BODENGER.

M. S. MAHONEY,
Notary Public.

I, the undersigned Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do, hereby certify that the above and foregoing act of incorporation of the Nemo Amusement Company was this day duly recorded in my office, in Book 1051, Fello.....

(Signed)
EMILE LEONARD, D. R.

New Orleans, La., March 21st, A. D., 1912

A true copy of the act of incorporation of the "Nemo Amusement Company, on file and of record in my Notorial Office.

New Orleans, La., March 21, A. D. 1912.

M. S. MAHONEY,
Notary Public.

Mar. 28, Apr. 11, 18, 25, May 2,1912.

CHARTER

GLENMORA NAVAL STORES COMPANY.

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

Be it known, that on this third day of April in the year of our Lord, one thousand nine hundred and twelve, 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 Orleans 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 GLENMORA NAVAL STORES COMPANY, and its domicile shall be in New Orleans, parish of Orleans, Louisiana. It shall exist for the term of ninety-nine years from date hereof, and by name shall 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 produce of all kinds; to operate saw mills and to sell the produce 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 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 two hundred and fifty thousand dollars ($250,000.00), divided into twenty-five hundred (2,500) 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 one hundred thousand dollars ($100,000.00) 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 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 December in each year, commencing 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(G. F. Mason, E. Wood, and E. M. Pringle, of whom G. F. Mason shall be president, E. M. Pringle shall be vice-president, and E. Wood 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 the 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, parish of Orleans, Louisiana, on the day and year first above written, in the presence of E. H. Boehler and E. C. Ballintine competent witnesses, residing in said parish, who have signed their names, together with said appearers and me, notary, after due reading of the whole.

(Signed): E. M. Pringle, subscribed to 250 shares; G. F. Mason, subscribed to 500 shares; E. Wood, subscribed to 250 shares.

(Witnesses): E. H. Boehler, E. C. Ballintine.

(Signed) A. G. LaPice,
Notary Public.

I, the undersigned, recorder of mortgages in and for the parish of Orleans, state of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Glenmora Naval Stores Company was this day duly recorded in my office in book 1051, folio 794.

New Orleans, La., April 4th, 1912.

(Signed) Emile Leonard, D. R.

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 Glenmora Naval Stores Company, passed before me on the third day of April, A. D. 1912, together with the certificate of the recorder of mortgages for the parish of Orleans, Louisiana, 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 11th day of April, A. D. 1912.

(Seal) A. G. LaPice,
Notary Public.

apl 18 25 may 2 9 16 23 1912

CHARTER

OF "HEROWALL COMPANY."

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

Be it known, that on this tenth (10th) day of the month of April, in the year of our Lord one thousand nine hundred and twelve, before me, Charles Schneidau, 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 the parties whose names are hereunto subscribed, who severally declared, that, availing themselves of the provisions of the laws of this state relative to corporations, and especially of the provisions of Act No. 78 of 1904 of the General Assembly of Louisiana, they have covenanted and agreed and by these presents do covenant, 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 corporation shall be "HEROWALL COMPANY," and it shall exist and continue for a term of fifteen (15) years from the date hereof. It shall have its domicile at New Orleans, in the parish of Orleans, state of Louisiana. The president of said corporation, or, in his absence, the secretary-treasurer thereof, shall be the proper officer upon whom all citations and all 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 hereby declared to be: To purchase, acquire, hold, receive, sell, convey, alienate, mortgage, hypothecate, improve and develop real estate and the buildings and improvements thereon.

ARTICLE III.

This corporation shall have power and authority, under its said corporate name, to contract ,to sue and be sued; to make and use a corporate seal, and the same to break or alter at pleasure; to acquire, receive, accept, purchase, buy, lease, hold, improve, cultivate, mortgage, hypothecate, sell, pledge, exchange, convey, possess, use, enjoy, sell, alienate and otherwise dispose of property, both real and personal; to borrow and loan money; to give and receive securities therefor; to build and operate and subsidize railroads and tramways to be operated by horse, electric, steam, or other motive power; to dig canals; to install and operate pumping stations and other works for drainage purposes; to pave streets; to operate electric and other light and power plants; all within the limitations as imposed by Article II of this charter; to name and appoint such managers, officers, directors or agents as the necessities and conveniences of this corporation may require; to make and establish such by-laws for the proper management and regulation of the affairs of the said corporation as may be proper, and the same to alter and amend at pleasure.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at fifty thousand dollars ($50,000.00), divided into and represented by five hundred shares of the par value of one hundred dollars ($100.00) each. Payments for said stock shall be made in cash, or its equivalent, at such times, in such amounts, and upon such notice as may be prescribed by the board of directors, and such corporation is authorized to begin business as soon as fifteen thousand dollars ($15,000.00) of said capital stock is subscribed for. The stock of said corporation may be transferred, provided such transfer be made on the books of the corporation, at its office at New Orleans, Louisiana, and on the surrender of the stock certificate. No transfer of any fractional part of a share shall be made.

ARTICLE V.

All the corporate powers of this corporation are hereby vested in a board of three directors. Two members of said board shall constitute a quorum for the transaction of business, and their acts shall constitute corporate acts. The board of directors hereinafter named, together with the officers elected by them, shall continue in office during the life of this corporation, or until their successors shall have been elected and inducted into office. The election shall be either by ballot or *viva voce*. A majority of the votes cast shall elect and one vote shall be allowed for each share of stock to the owner thereof appearing upon the stock book of this corporation, in person, or by written proxy. Any vacancy or vacancies occuring in said board from any cause shall be filled for the unexpired term by the remaining director or directors. A director may, by written proxy, designate any other director to represent him at any or all meetings of the board of directors and such proxy shall have authority to do and perform all acts and things at such meetings as could be done by his principal, were such principal personally present.

ARTICLE VI.

The first board of directors of this corporation shall be composed of George Alfred Hero, Wm. Winans Wall and Alfred O. Hero, with George Alfred Hero as president, Wm. Winans Wall as vice-president, and Alfred O. Hero as secretary-treasurer. If, for any reason such president, or vice-president, should cease to be a director, or stockholder, of this corporation, then, and in that event, his office shall *ipso facto* become and remain vacant unti ihis successor shall have been elected and inducted into office. The board of directors may be called to meet at any time, after one day's notice, at the call of the president, or in his default, of the vice-president, or in default of both, at the call of a majority of the board of directors. No director or other officer of this corporation shall receive a salary for services rendered as such.

ARTICLE VII.

Whenever this corporation is dissolved, either by limitation, or from any other cause, its affairs shall be liquidated under the superintendence of three liquidators or commissioners, to be appointed for that purpose from among the stockholders of the corporation, at a general meeting of the stockholders, convened for that purpose after five days' prior notice directed to the postoffice address of each stockholder, as the same appears on the stock book of this corporation, and on the assent of the majority in amount of the capital stock. The said liquidators or commissioners shall remain in office until the affairs of the corporation shall have been fully liquidated. Any vacancy occurring among them, from any cause whatever, shall be filled by the remaining commissioners or liquidators, who shall moreover continue to act during such vacancy; and when such liquidation shall have been completed, said liquidators shall present a full report and account thereof to a meeting of the stockholders called for that purpose, after five days' notice as aforesaid, and they shall, five days prior to such meeting, also mail a copy of said report and account to each stockholder at his usual postoffice address, and in default of so doing, they shall forfeit all compensation for their services as liquidators.

ARTICLE VIII.

This charter may be amended, altered, or changed by a vote of five-sixths, in amount, of the capital stock, or this corporation may be dissolved by a vote of seven-eighths, in amount of the capital stock, at a meeting of the stockholders, convened for such purpose, after five days' previous notice of the meeting shall have been given in the manner hereinabove provided.

ARTICLE IX.

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 on the shares of stock subscribed for or owned by him; nor shall any informality of organization have the effect of rendering this charter null or subjecting any stockholder to any liability beyond the amount of his unpaid subscription to the stock.

Thus done, read and passed, at my office in the city of New Orleans, state of Louisiana, on the day, month and year herein first above written, in the presence of Arthur J. Schneidau and Roger Holmes, competent subscribing witnesses, of full age of majority, residing in said parish, who hereunto sign their names with appearers and me, notary, each of said appearers having set opposite his signature, the number of shares of stock subscribed by him hereby constituting the signatures hereto the list of original subscriptions made for the purpose of organizing this corporation.

(Original signed): Geo. A. Hero, 112 shares; Wm. Winans Wall, 112 shares; A. O. Hero, 26 shares. (Witnesses): Roger Holmes, Arthur J. Schneidau.

Charles Schneidau,
(Seal) *Notary Public.*

I, the undersigned, recorder of mortgages, in and for the parish of Orleans, state of Louisiana, do hereby certify that the above and foregoing act of incorporation of the "Hero-Wall Company" was this day duly recorded in my office in book 1055, folio —.

New Orleans, La., April tenth, 1912.

(Seal) (Signed) Emile Leonard,
D. R.

A true copy.

Charles Schneidau,
(Seal) *Notary Public.*

apl 11 18 25 may 2 9 16 1912

CHARTER

RICE BELT MILLING COMPANY.

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

BE IT KNOWN, that on this 21st day of March, in the year of our Lord Nineteen Hundred and Twelve, and of the Independence of the United States of America, the one hundredand thirty sixth, before me, ALEXIS BRIAN, a notary public in and for the Parish of Orleans, aforesaid, duly commissioned and qualified, and in presence of of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunder subscribed, who declared to me, notary, in the presence of the undersigned witnesses, that availing themselves of the privileges of the laws of the State of Louisiana, respecting the organization of corporations, they have mutually agreed and contracted, and by these presents do agree and contract and bind and obligate themselves, their heirs and assigns, and all persons who may hereafter become associated with them herein, to form a corporation and do hereby form and organize a corporation under the name and for the objects and purposes and under the terms, stipulations and provisions contained in the following articles, to-wit:

ARTICLE I.

The name and title of this corporation is hereby declared to be "RICE BELT MILLING COMPANY," and under its said corporate name it shall have and enjoy corporate existence and seccession for the full term and period of ninety-nine years from and after the date hereof, unless sooner dissolved by the action of the stockholders in the manner provided by law; and by and under that name it shall have, enjoy and exercise all rights, powers and privileges hereinafter set forth, as well as those granted, or that may hereafter be granted by law to ocrporations of this character, with full authority to contract, sue and be sued, plead and be impleaded, appear, answer and prosecute in any and all courts of justice and elsewhere; to make and use a corporate seal and the same to alter and break at at pleasure; to acquire, receive and own, by purchase, lease, donation, exchange or otherwise, and to hold, use and operate, and to convey, sell, lease, mortage, pledge, hypothecate and otherwise dispose of property, real, personal and mixed, corporeal or incorporeal; to borrow money and to issue in evidence thereof notes, bonds, debentures or other securities, and to secure same by mortgage, pledge or other hypothecation of property, real, personal and mixed; to accept mortgages, pledges or other forms of security for money loaned or other debts; to name, select and appoint such directors, officers, managers, attorneys, clerks and employees as its business, interests and convenience may require; and to make and adopt, and at its pleasure amend or abrogate, such rules, regulations and by-laws for the proper government of the affairs of the corporation as may be necessary, proper or convenient.

ARTICLE II.

The domicile of this corporation is hereby declared to be in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon its president; or, in the event of his death, absence or inability to act, upon its vice-president, or in the absence of both president and vice-president, upon the 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 hereby declared to be: to acquire by purchase, lease, donation, exchange or otherwise, and to sell or alienate real and personal property of every description and kind and particularly rice mills, irrigation plants, canals, pumping stations, lands, warehouses, or such other plants and machinery as may be operated for the manufacture and preparation for the market of rice or rice-products or by-products of any kind, and the appurtenances thereof, and articles made or developed from the rice plant or any part thereof; to buy, sell, store, ship, forward, receive or consignment, make advances on and handle rice, rice-products and by-products of all kinds and articles made or developed from the rice plant or any part thereof, to own and operate rice mills, irrigation plants, pumping stations, canals, rice plantations, warehouses, bonded or not bonded, public or private; to loan money upon real or personal property and to take mortgages or assignments of mortgages or other security on the same, and to buy, sell and deal in bonds and loans secured by mortgages and other liens on real property; to exchange its entire assets in business in whole or in part, for money or stocks or bonds or other obligations of other companies and in general to engage in any and all business of any nature whatsoever not prohibited by law.

ARTICLE IV.

The capital stock of said corporation is hereby fixed at $3,000, divided into 30 shares of par value of $100 each.

ARTICLE V.

All the corporate powers now or hereafter by law vested in this corporation shall be vested in and exercised by a Board of Directors composed of not less than three nor more than seven stockholders, who shall be elected at a meeting of the corporation to be held on the first Wednesday of April in each year. A majority of the directors shall constitute a quorum.

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

The Board of Directors shall elect from among their number immediately after the election of the Board or as soon thereafter as may be possible a President, one or more Vice-presidents and a Treasurer. Any two of such officers may be held by the same person. The Board of Directors shall appoint a Secretary and may also appoint one or more Assistant Treasurers and one or more Assistant Secretaries.

For the time being and until the stockholders of this corporation shall convene in general meeting on the first Wednesday of April, 1913, the Board of Directors shall consist of L. Carroll Root, S. Emanuel and M. Lewis, with L. Carroll Root as President, S. Emanuel as Vice-President and Treasurer.

An increase or decrease in the number of Directors herein appointed or hereafter elected shall be in the discretion of the Board of Directors within the limit herein fixed.

ARTICLE VI.

Section 1. All elections of Directors by the stockholders shall be by ballot and shall be conducted under the supervision of three commissioners elected by the Board of Directors for that purpose, who shall receive all votes of stockholders authorized to vote in person or by written proxy at such meeting, and shall forthwith certify the result of such election to the Board of Directors. The Board of Directors shall fix the hour, place and manner of conducting such election.

Section 2. Notice of such election, as also notices of general meetings of the stockholders for any purpose (except as otherwise provided by law, and then in accordance with law) shall be given by the Secretary of the Company by mailing to each stockholder of record, at his last known post office address, a notice in writing at least ten days prior to the date fixed for such meeting.

Section 3. At all such elections and at all general meetings of the stockholders, every stockholder of record shall be entitled to one vote for each share of stock standing in his name on the books of the company, to be sent cast in person or by his written proxy, and, except as otherwise provided by law, and then in accordance with law, a majority of the votes cast shall elect or decide.

ARTICLE VII.

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

ARTICLE VIII.

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

ARTICLE IX.

Whenever this corporation is dissolved, either by limitation or from any other cause, its affairs shall be liquidated by one or more commissioners to be appointed from amongst the stockholders at the same meeting, or at any adjournment thereof, at which such dissolution may be decided upon, or at a meeting called for that purpose, of which meeting notice shall be given as required by Article VI, Section 2 hereof, and a majority in amount of the capital stock of the corporation represented and voting at such meeting shall be requisite to elect such commissioners The majority of the stock represented and voting at said meeting shall have the right to fix and define the powers, duties and compensation of said commissioners and the security, if any, to be furnished by them. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated and its assets distributed In case of the death, resignation, refusal or inability to act of one or more of said commissioners, the survivors or survivor shall continue to act with the same powers and shall be authorized to continue and complete the liquidation.

ARTICLE X.

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

THUS DONE AND PASSED in my notarial office in the City of New Orleans, Parish of Orleans, State of Louisiana, in the presence of E. L. Szabary, and G. W. Schweitzer, competent witnesses of lawful age, both residing in said City of New Orleans and State of Louisiana, who have hereunto signed their names, together with the said appearers and me, notary, on the day, month and year aforesaid, after due reading of the whole.

(Original Signed)

L. CARROLL ROOT, 28 Shares.

S. EMANUEL, 1 Share.

M. LEWIS, 1 Share.

E. L. SZABARY.

GEO. W. SCHWEITZER.

ALEXIS BRIAN,
Notary Public.

I, Emile Leonard, Deputy Recorder of Mortgages, in and for the Parish of Orleans, hereby certify that the foregoing charter of the RICE BELT MILLING COMPANY was this day duly recorded in my office in Mortgage Book 1051, Folio.....

(Signed)
EMILE LEONARD,
Deputy Recorder of Mortgages.

New Orleans, March 22, 1912.

I hereby certify the above to be a true copy of the original act and the certificate of the Deputy Recorder thereto attached, on file in my office.

ALEXIS BRIAN,
Notary Public.

New Orleans, March 22, 1912.

Mch. 28, Apr. 4, 11, 18, 25, May 2, 1912.

CHARTER

OF

MARCO REALTY COMPANY, LIMITED.

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

BE IT KNOWN, That on this twenty-third day of the month of February, A. D., 1912, and of the Independence of the United States of America, the one hundred and thirty sixth, before me, ALPHONSE JOSEPH CUNEO, 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 persons whose names are hereunto subscribed, who severally declared, that, they have covenanted and agreed to form a body corporate in law, for the objects following, to-wit: The name of the corporation shall be the "Marco Realty Company, Limited," it shall exist for ninety-nine (99) years with its domicile in the City of New Orleans, State of Louisiana. All legal process shall be served on its president; in his absence on its vice-president. Its object shall be to buy and sell real estate, build thereon for itself or others upon contract, and represent others as agent or broker in every character of real estate transactions It shall have power to sue and be sued, buy, sell and receive, mortgage, pledge, lease and sub-lease real and personal property, borrow and lend money; contract, make and use a corporate seal; appoint managers and agents; make by-laws and regulations, and possess all the rights, powers and privileges to which such corporations are entitled by the laws of this state The capital stock of this corporation shall be fifty thousand ($50,000) dollars, divided into five hundred shares of one hundred ($100.00) each, the corporation not to begin business until three thousand ($3,000.00) dollars of said stock shall be subscribed. The profits shall be distributed in such manner as the Board of Directors shall determine. Shares of stock shall be transferable on the books of the company, in such manner as the by-laws may provide. The powers of this corporation shall be vested in a board of three members, each of whom shall be a stockholder herein. Said board shall be elected every two years on the fourth Monday in March, after previous notice of said election in one daily newspaper of New Orleans, ten days prior thereto, each stockholder shall be entitled to one vote. Until the fourth Monday in March, 1914, when the first election hereunder shall be held, the board shall consist of Thomas D. Flynn, W. B. Bentz, and Alphonse Gordon. The board may provide for such other officers as it may see fit and may fill all vacancies occurring on the board between elections.

No shareholder shall be liable for the obligations of this company in any further sum than the amount of his indebtedness to the company, nor shall any mere informality in organization have the effect of rendering this act null. The act of incorporation may be amended or this corporation dissolved by a vote of three-fourths of the permanent stock subscribed and paid up to the date of the meeting called for that purpose after ten days notice in any daily newspaper published in this City of New Orleans. Whenever this corporation is dissolved its affairs shall be liquidated by three commissioners elected at the aforesaid general meeting.

Thus done and passed in my notarial office on the day and in the year first hereinabove written, in the presence of the undersigned competent witnesses, who have signed these presents, together with the appearers and me, notary, after due reading of the whole.

Original Signed: Thomas D. Flynn(Thomas D. Flynn, Trustee, W. B. Bentz, Alphonse Gordon, W. G. Taylor, J. B. Rosser, Jr., Alphonse J. Cuneo, Not. Pub.

I, the undersigned Recorder of Mortgages, for the parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Marco Realty Company, Limited, was this day duly recorded in my office, book 1051, folio —.

New Orleans, March —, A. D. 1912.

(Signed) EMILE LEONARD, D. R.

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

I hereby certify the above and foregoing is a true and correct copy of the original act of incorporation of the "Marco Realty Company, Limited," together with the certificate of the Recorder of Mortgages affixed thereto, the whole as on file in my notarial records. Witness my hand and seal of office, this 5th day of March, A. D. 1912.

ALPHONSE J. CUNEO, Not. Pub.

mch 28 apr 4 11 18 25 may 2, 1912

CHARTER

OF ANGELL COUGH SYRUP COMPANY.

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

Be it known, that on this twenty-third day of the month of March, in the year of our Lord, one thousand nine hundred and twelve, and of the independence of the United States of America, the 136th, before me, William F. Brewer, a Notary Public, duly commissioned and qualified, in and for this city and the Parish of Orleans, aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: the several persons whose names are hereunto subscribed, who declared, that availing themselves of the provisions of the laws of this state, relative to the formation of corporations, they have covenanted and agreed, and, by these presents, do covenant and agree and bind and obligate themselves, as well as all such other persons who may hereafter become associated with them, to form and constitute, and do, by these presents, 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 of this corporation shall be the Angell Cough Syrup Company; and it shall have existence for a period of ninety-nine years from the date hereof.

ARTICLE II.

The domicile of this corporation shall be in the city of New Orleans, Louisiana; and all citations or other legal process shall be served upon the president, or, during his absence or inability to act, from any cause, upon the vice-president or secretary.

This corporation shall have power to contract, sue and be sued, under its corporate name; to have and use a corporate seal; to hold, receive, rent, sell and purchase, as well as mortgage and hypothecate, property, both real and personal; to borrow and lend money, for the purposes of its business; to appoint such directors and employees as its interests may require; to make and establish such by-laws, rules and regulations, for the proper management and control of the said corporation as may be necessary; and, generally, to do everything needed to carry out the objects and purposes of this corporation.

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 declared to be: to manufacture and sell cough syrup and such other drugs and medicines as it may think desirable.

ARTICLE IV.

The capital stock of this corporation shall be the sum of ten thousand dollars, divided into one hundred shares, of the par value of one hundred dollars per share, payable in cash or whenever called for by the Board of Directors; and stock may be issued for the purchase of property or for services actually rendered. No transfer of stock shall be recognized unless made upon the books of this corporation.

In the event the capital stock of this corporation is increased, the then stockholders shall have the right to purchase such stock in proportion to the amount of stock held by them.

ARTICLE V.

All the corporate powers of this corporation and the entire management and control of its business shall be vested in and exercised by a Board of Directors, to be composed of not less than three nor more than ten stockholders, a majority of whom shall constitute a quorum for the transaction of business, and who may be present in person or by proxy.

The directors of this corporation shall be elected annually, on the first Wednesday in March, at a meeting, to be held at the office of this corporation, after five days' written notice thereof shall have been given by the secretary, by mail, to each stockholder, addressed to his then known residence. Said election shall be by ballot, and each share of stock shall be entitled to one vote. A majority of the votes cast shall elect. The election of directors shall be under the supervision of two commissioners, to be appointed by the president, under such rules as the Board of Directors shall provide.

All vacancies on the board shall be filled by the remaining directors, until the next election.

The Board of Directors shall elect from among its members a president, vice-president and secretary. The first Board of Directors shall be Dr. Richard Angell, Charles H. Russell and James A. Angell, with Dr. Richard Angell as president, Charles H. Russell as vice-president, and James A. Angell as secretary, all of whom shall hold office until the first Wednesday in March, 1915, or until their successors have been elected and qualified.

ARTICLE VI.

This act of incorporation may be changed or amended, or this corporation may be dissolved, with the assent of three-fourths of the stock present or represented, at a general meeting of the stockholders, called for that purpose, after publication of notice once a week for thirty days, in a daily newspaper published in New Orleans, and notice, in writing, addressed to each stockholder, mailed to him by the secretary not less than five days previous to such meeting.

ARTICLE VII.

Whenever this corporation is dissolved, whether by limitation or from any other cause, its affairs shall be liquidated by two commissioners, to be selected by a majority vote of the stockholders present or represented.

Should any commissioner fail or refuse to act, from any cause, the other shall have full power to act alone; and on the failure or refusal of both commissioners to act, the stockholders may elect other commissioners, in the manner above provided, after five days' notice, by mail, given to each stockholder.

ARTICLE VIII.

No stockholder shall be liable or responsible for the contracts, debts or faults of this corporation in any further sum than the unpaid balance due on shares of stock subscribed for 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 due by him for unpaid stock.

Thus done and passed, in my office, in the