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CHARTER

OF THE STANDARD REMEDY COMPANY, INCORPORATED.

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

Be it known, that on this eighteenth day of the month of March, in the year one thousand nine hundred and thirteen, before me, Robert Legier, a notary public, duly commissioned and qualified in and for the parish of Orleans, state of Louisiana, aforesaid, therein residing, and in the presence of the witnesses hereinafter 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 this state, relative to the organization of corporations, they have covenanted and agreed and do, by these presents, covenant and agree, bind, form and constitute themselves, as well as such other persons as may hereafter join, or 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 and style of this corporation shall be the STANDARD REMEDY COMPANY, INCORPORATED, and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations; it shall exist for a period of ninety-nine years from this day; it shall have power to contract, 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, convey, mortgage and hypothecate property, real, personal or mixed; to issue bonds, notes and other obligations; to have and employ such managers, officers, directors, agents and other employees as the interest and convenience of said corporation may require or demand; to make and establish such by-laws, rules and regulations for the corporate management and control of the affairs of said corporation as may be deemed necessary or expedient.

ARTICLE II.

The domicile of said corporation shall be in the city of New Orleans, state of Louisiana, and all citations and other legal process shall be served on the president, and in his absence or inability to act on the vice-president or general manager.

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 buy, sell, manufacture or deal in for its own account or for the account of others, all kinds of drugs, chemicals and medicines, whether patent, proprietary or otherwise; to act as agent, broker or distributor or drugs, medicines or chemicals, whether in the original or manufactured state; to purchase, establish, erect, buy, sell, lease, rent or hire for its own account or for the account of others, a store or stores for the sale at wholesale or retail of said drugs, medicines or chemicals, and generally to do and perform or engage in any other business, undertaking or enterprise connected with, growing out of, germane or incidental to any of the objects and purposes hereinabove set forth or contemplated by this charter.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of three thousand ($3,000.00) dollars, divided into thirty (30) shares of the par value of one hundred ($100.00) dollars, each, which shall be paid for in cash, or may be issued at not less than par for services rendered to or property actually purchased by this corporation.

All shares of stock shall be full paid and non-assessable. No transfer of stock shall be binding upon the corporation unless made upon its book, and all certificates of stock shall be signed by such officers as may be designated by the board of directors.

ARTICLE V.

All the corporate powers of this company shall be vested in, and the management and control of its business and affairs shall be exercised by a board of directors to be composed of five stockholders, a majority of whom shall constitute a quorum for the transaction of all business. The directors shall be elected annually, by ballot of the stockholders, on the second Tuesday in March of each year. Each stockholder shall be entitled in person or by written proxy to one vote on each share of stock owned by him and standing in his name on the books of the corporation and a majority of the votes cast shall elect. All elections shall be held under such rules and regulations as may be determined by the board of directors, but, after at least ten days' notice shall have been given to each stockholder by mail sent to his last known address. The directors thus elected shall continue in office for one year or until their successors shall have been duly elected and qualified. No failure to elect shall be considered as a forfeiture of this charter. Any vacancy occurring on said board of directors shall be filled by the remaining directors for the unexpired term. Said board of directors shall, at its first meeting after its election, elect from among its number a president, vice-president, secretary and treasurer. It may combine the two last mentioned offices into one, and may even elect a secretary who need not be a stockholder. Said board of directors shall also have the right and power to combine the office of the president and secretary-treasurer. Said board of directors shall have the right to appoint and dismiss such clerks, managers and other employees of the corporation, including the secretary who is not a stockholder, as conditions may justify, or the business of the corporation may require. The tenure of office of all the employees of the corporation shall be during the pleasure of the board of directors.

ARTICLE VI.

No stockholder shall ever be held liable or responsible for the contracts, faults or debts of this corporation, nor shall any mere informality in its organization have the effect of rendering this charter null or of exposing a stockholder to any liability beyond the unpaid balance due on the shares of stock owned by hm.

ARTICLE VII.

This act of incorporation may be changed, modified or altered, or this corporation may be dissolved with the assent of the stockholders owning a majority of all of the stock of the corporation, at a general meeting convened for that purpose after notice shall have been given to each stockholder as provided for in Article V of this act of incorporation. In case of the dissolution by the expiration of this charter or otherwise, the stockholders shall elect three liquidators from among their number, to liquidate and settle the business and affairs of the company. In case of the death or inability of any of said commissioners, the survivor or survivors shall appoint a successor to him.

ARTICLE VIII.

Until the election to be held in March, 1914, the following stockholders shall constitute the first board of directors, viz: Paul Conrad, R. E. de los Reyes, M. Paul Julian, Frederick Burt and Charles Carmouche, with the said Paul Conrad as president and secretary-treasurer, and the said Frederick Burt as vice-president and general manager.

Thus done and passed at my office in the city of New Orleans, on the day, month and year, herein first above written, in the presence of Theodore A. Beck and John P. Cazale, both of this city, competent witnesses, who have hereunto signed their names with the said appearers and me, notary, after due reading of the whole.

(Original signed): Paul Conrad, 6 shares; Frederic Burt, 6 shares; Chas. Carmouche, 6 shares; M. P. Julian, 6 shares; R. E. de los Reyes, 6 shares. T. A. Beck, John P. Cazale. ROBERT LEGIER, *Not. Pub.*

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

New Orleans, La., March 19th, 1913.

(Signed) EMILE LEONARD, D. R.

A true copy from the original act.

ROBERT LEGIER, *Not. Pub.*

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OFFICIAL NOTICE.

EXECUTIVE DEPARTMENT, STATE OF LOUISIANA.

Whereas, application has been made to me for the cancellation of three bonds, drawn and subscribed by Mr. Henry Pohlman as principal, viz: 1st, One bond, July 5, 1905, with Jacob Nienaber as surety, in the sum of five thousand dollars ($5,000.00); 2nd, One bond, July 18, 1906, with Jacob Nienaber and M. DeLucas as sureties in the sum of twenty-five hundred dollars ($2,500.00); 3rd, One Bond, Dec. 29, 1908, with M. Ferran as surety in the sum of five thousand dollars ($5,000.00), and conditioned for the faithful performance and discharge by said Henry Pohlman of his duties as Assessor, Seventh Municipal District of New Orleans.

Now, therefore, Luther Egbert Hall, Governor of the State of Louisiana, have thought proper to issue this my proclamation with the view of giving public notice to all persons herein interested and concerned to show cause in writing, at the office of the Secretary of State, at the City of Baton Rouge, La., within ninety days from and after the last publication hereof why said Bond and the mortgage resulting therefrom should not be cancelled and annulled and the above named securities discharged from any further liabilities in the premises.

Given under my signature and the Seal of the State of Louisiana, at the City of Baton Rouge, this sixth day of January, A. D. 1913. L. E. HALL.

By the Governor:

ALVIN E. HEBERT,

Secretary of State.

ADAMS' HATS.

CHARTER

OF GUARANTEE REALTY AND INVESTMENT COMPANY, LIMITED.

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

Be it known, that on this 15th day of the month of February, in the year 1913, before me, Edward Alexander Parsons, 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 hereafter signed, all of lawful age and residents of this parish, who declared that availing themselves of the privileges and advantages of the laws of the state of Louisiana, they do hereby covenant and agree for themselves and for those who may hereinafter become associated with them to form themselves into a corporation for the purposes and objects hereinafter more specifically set forth to-wit:

ARTICLE I.

The name and style of this corporation shall be The Guarantee Realty & Investment Company, Limited.

ARTICLE II.

The domicile of this corporation is hereby fixed and established in the city of New Orleans, parish of Orleans, state of Louisiana.

ARTICLE III.

The capital stock of this corporation is hereby declared to be one hundred thousand dollars ($100,000.00), divided into ten thousand shares of one hundred dollars ($100) each par value. This stock may be subscribed to and paid for in cash or its equivalent in any tangible property or asset of the subscribers thereto of a like value and may also be issued in payment of services actually performed by any individual in the actual promotion and organization of this corporation.

ARTICLE IV.

The objects and purposes for which this corporation is organized are declared to be as follows, to-wit:

To purchase, sell, lease, mortgage and hypothecate, exchange and deal in, in any manner and form sanctioned by the laws and general usages, real estate, improved and unimproved, of every kind and character, urban, suburban and country property, swamps and timber lands wherever situate, either in the state of Louisiana and elsewhere.

To subdivide, ditch, drain, build upon, reclaim and improve in any lawful manner any real estate owned or leased by the said company.

To borrow and lend money; to execute and accept mortgages and pledges of every kind and character provided for by law, to issue notes, bonds and other obligations, secured or unsecured, and to pledge, hypothecate or mortgage as security for its obligations the property of the company, movable and immovable in all its forms, including its rights corporeal or incorporeal.

To acquire and hold, in full ownership as pledge, or security, the stocks and bonds and other securities and collateral of other corporations or individuals, and more particularly to do and perform any and all acts, make contracts and create obligations of any kind or character necessary to carry out and consummate the purposes and objects as above set forth.

ARTICLE V.

The officers of this corporation shall consist of two boards of directors, one active and one advisory; a president, vice-president, secretary and treasurer. The active board of directors shall be charged with the actual management, conduct and direction of the affairs of the corporation, with power to delegate its power or parts thereof to any officer or officers elected by it as hereinafter provided. The members of the advisory board of directors shall have power to sit and be present at all meetings of the active board of directors in an advisory capacity, with full power and right to participate in debate upon all questions before the said board without the right to vote upon any matter called up for decision before the said board, which right to vote vested exclusively in the members of the active board of directors.

The active board of directors shall consist of not less than four persons and not more than seven persons and shall be elected from among the stockholders of record at that date and for one month prior thereto at an annual election of the stockholders of the said corporation to be held at the offices of the said corporation in the city of New Orleans on the fourth Tuesday of the month of January beginning with the year 1914, at which said election the said stockholders shall determine the said number of the active board of directors to serve for the ensuing year.

A quorum of this board shall consist of four members, who shall be empowered to act as an entire board if present at any meeting regularly called for a fixed day and hour, notices of which have been regularly forwarded by the president to each and every member of the said board, giving three days notice of the calling of the said meeting of the said board.

The advisory board shall consist of not less than three and not more than twenty-five persons, the number and personal of which to be determined and selected by the active board of directors at its first meeting held after its annual election by the stockholders.

The active board of directors to serve for the coming year and until the first annual meeting of the stockholders to be held on the fourth Tuesday in January, 1914, shall consist of the following named persons: John Alonzo Woodville, Jacob Israel, Arthur B. Leopold and J. L. Warren Woodville.

The advisory board of directors to serve for the coming year or until the first annual meeting of the stockholders and the meeting of the active board of directors subsequent thereto shall be selected by the active board of directors herein named from time to time, throughout the year at any of the meetings held by the said board at any one of which meetings, one or more persons may be added by the said active board to the said advisory board.

The officers of this corporation to serve until the annual election by the board of directors in the fourth Tuesday of January, 1914, shall consist of the following named persons to hold the office after their names: John Alonzo Woodville, president; Jacob Israel, vice-president; Arthur B. Leopold, secretary; J. L. Warren Woodville, treasurer.

ARTICLE VI.

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

ARTICLE VII.

This corporation shall exist and enjoy all the rights and privileges incident to its corporate existence for a period of ninety-nine years from the date hereof, unless sooner dissolved as hereinafter provided.

ARTICLE VIII.

This corporation may be dissolved at any time before the expiration of the present charter by a vote of three-fourths of the capital stock of the said corporation present or represented at a meeting of the stockholders called for that purpose, notices of which meeting shall be sent by registered mail to the last known address or post office of each and every stockholder of record in the said corporation, the said notices to contain a statement of the purposes for which the meeting is called. Should the said stockholders by a vote of three-fourths of the capital stock present or represented decide to liquidate and wind up the affairs of the said corporation, shall at the same meeting proceed to elect three liquidators for that purpose, who shall be charged with the powers and duties of liquidating the affairs of the said corporation, disposing of its property, and distributing the proceeds thereof among the creditors and stockholders.

ARTICLE IX.

This charter may be amended or the capital stock of this corporation may be increased by a majority vote of two-thirds of the stockholders at a meeting called for the purpose of considering the advisability theerof, notitces of which said meeting shall be given as provided for in the preceding article.

ARTICLE X.

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

Thus done and passed in my office at the city of New Orleans on the day, month and year herein first above written in the presence of Messrs. T. Walton Curry and Lawrence Berrill, competent witnesses who hereunto sign their names with the said appearers and me, notary, after due reading of the whole.

Original signed: J. L. Warren Woodville, 25 shares; J. A. Woodville, 120 shares; Jacob Israel, 120 shares; A. B. Leopold, per pro J. Israel, 25 shares.

Witnesses: L. M. Berrill, T. W. Curry.

E. A. PARSONS, Not. Pub.

I, the undersigned recorder of mortgages in and for the parish of Orleans, state of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Guarantee Realty & Investment Co. Ltd., was this day duly recorded in my office in book 1088, folio 150. New Orleans, February 25, 1913.

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

A true copy of the original, on file and of record in my office.

E. A. PARSONS, Not. Pub.

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CHARTER

OF THE DOBARD WINE AND LIQUOR COMPANY, LTD.

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

Be it known, that on this 28th day of the month of February, in the year of our Lord, one thousand nine hundred and thirteen, and of the independence of the United States of America, the one hundred and thirty-seventh, before me, Edgar Mayer Cahn, a notary public, duly commissioned and qualified, in and for the city of New Orleans, parish of Orleans, state of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned: Personally came and appeared the parties whose names are hereunto subscribed who declared, that availing themselves of the provisions of the laws of this state, relative to corporations, they have covenanted and agreed, and by these presents 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 and articles and conditions, following, to-wit:

ARTICLE I.

This corporation shall be known as the "Dobard Wine & Liquor Co., Ltd.," and its domicile shall be in the city of New Orleans, State of Louisiana. The president of the board of directors thereof, or in his absence the vice-president shall be the proper person on whom citation or other legal process shall be served, and said corporation shall exist, and have and enjoy succession under its aforesaid corporate name for the full term and period of ninety-nine years from and after the date hereof, and shall have power and authority to contract, sue and be sued in its corporate name, to make and use a corporate seal with such device as may be hereafter determined upon; the same to break, alter and amend as might be deemed proper; 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, and the same to change, alter and amend at pleasure; to borrow money, make notes, bonds or obligations, and to pledge its capital stock; to hold, lease, receive, purchase and convey as well as to mortgage and hypothecate, under its corporate name, property, both real and personal.

ARTICLE II.

The objects and purposes for which this corporation is formed, are declared to be as follows:

To transact and conduct a general business at wholesale and retail in wines, and liquors, and similar articles, and all other articles of food and beverages intended for household use, and such other business as may be connected therewith or incidental thereto.

ARTICLE III.

The capital stock of this corporation is hereby fixed at the sum of thirty thousand dollars ($30,000.00), to be represented by three hundred shares of the par value of $100.00 each, payable in cash, merchandise, or its equivalent. The board of directors shall have the right to issue shares of stock only for cash, services rendered, merchandise, property, or other valuable considerations, as they may see fit.

ARTICLE IV.

The corporate powers of this corporation shall be vested in and exercised by a board of directors, three in number, selected from the stockholders of this corporation, and consisting of a president, vice-president and secretary-treasurer, any two of whom will constitute a quorum for the transaction of corporate business. The first board of directors of this corporation, and under this charter is as follows: Leon J. Dobard, president; Prosper Dobárd, vice-president and Weston Dobard, secretary-treasurer. Said board of directors and officers shall hold office for one year from the date of their election, or until their successors have been duly elected and qualified, which next election shall take place on the first Monday in March, 1914, and annually thereafter. The election for directors shall be by ballot, and the majority in amount of stockholders voting present or by proxy shall elect the persons for whom they are cast. Each share of stock voted upon to be counted for one vote. After said election of said board of directors, the directors shall elect from thier own number the officers of this corporation. The first officers of this corporation, under this charter, are: Leon J. Dobard, president; Prosper Dobard, vice-president, and Weston Dobard, secretary-treasurer.

The board of directors shall give at least ten days notice by mail of the election of directors, and shall appoint one or more stockholders to preside at such election. Any failure from any cause whatsoever to elect directors on the day named for that purpose shall not dissolve this corporation, but the directors then in office shall hold over until their successors are chosen and qualified.

The board of directors shall have full power and authority to fill vacancies in their number caused by death, resignation, or otherwise. The said board or directors is further authorized to frame and adopt such by-laws, rules and regulations as the affairs and business of the company may require, and it may deem necessary, for the conducting and management thereof, provided the same does not conflict with this charter, and the laws of the state of Louisiana, and those of the United States; to name and appoint a general manager, fix his compensation, and terms of employment, as well as such other agents employees as in its discretion may seem fit and proper.

The board of directors are specially vested with the power to acquire and purchase such property or business, or good will, or all of these from individuals or firms, or corporations, as said board of directors may deem advisable and proper, and at such price and on such terms as they think best, and to pay therefor in the full paid capital stock of the corporation. This power to purchase and acquire to be exercised by the said board without the necessity of referring to the shareholders for authorization.

ARTICLE V.

This charter may be amended, modified or altered, or this corporation dissolved, at a general meeting of the stockholders convened for that purpose, with the assent of the majority of the stock which may be issued, present or represented at such meeting. Thirty days notice by mail shall be given of such meeting; in case of dissolution or termination of this corporation, the liquidation of its affairs shall be conducted by three commissioners selected in a like manner and by like vote and assent at a meeting called as above for that purpose.

ARTICLE VI.

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

ARTICLE VII.

Should any stockholder or stock-owner desire to sell or dispose of all or any part of said stock or relinquish his interest in the corporation or desire to terminate or dissolve the same, he shall first tender such stock for purchase, to the other stockholders of this corporation, and the other stockholders shall have the preferred right, for sixty days to purchase the stock so tendered at the price shown by the books of the company. All stock issued, or to be issued shall be subject to the foregoing provision.

ARTICLE VIII.

The capital stock of this corporation may be increased or decreased on complying with the requirements of the law, and with such by-laws as may be consistent with the law, as may be hereafter adopted by the board of directors.

ARTICLE IX.

This corporation shall be a going concern as soon as ten thousand dollars ($10,000.00) is subscribed for.

Thus done and passed, in my office on the day and date first above written, in the presence of Messrs. T. A. Schuber and W. Conkerton, both competent witnesses, domiciliated in this city, who signed these presents together with the parties and me, notary, after a due reading of the whole, the parties hereto also affixing opposite their names their respective subscriptions to the capital stock of this corporation, which shall constitute the original subscription list of stock subscribed in this corporation.

Original signed: Leon P. Dobard, 100 shares, $10,000; Prosper (His Mark) Dobard, 100 shares $10,000; Weston Dobard, 5 shares, $500. Witnesses: T. A. Schuber, W. Conkerton.

EDGAR M. CAHN, Not. Pub.

State of Louisiana, Parish of Orleans.

I, the undersigned recorder of mortgages for the parish of Orleans aforesaid, do hereby certify that the above and foregoing act of incorporation of the "Dobard Wine & Liquor Co., Ltd.," was this day recorded in my office in book No. 1088, folio —.

Witness my hand and official seal this 28th day of February, 1913.

(Signed) EMILE LEONARD, Dy. R.

A true copy.

New Orleans, March 3, 1913.

EDGAR M. CAHN, Not. Pub.

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CHARTER

OF FITZPATRICK AND TILL, INCORPORATED.

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

Be it known that on this twenty-seventh day of the month of February, in the year of our Lord, one thousand nine hundred and thirteen, and of the independence of the United States of America the one hundred and thirty-eighth, before me, William Renaudin, 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 hereinafter named and undersigned, personally came and appeared the several parties whose names are hereinafter subscribed, who severally declared that, availing themselves of the provisions of Act 78 of 1904 as well as of those of the general laws of this state relative to the formation of corporations, they have covenanted and agreed, and do, 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 objects and purposes and under the clauses, stipulations and articles hereinafter set forth and expressed, which they hereby adopt as their charter, to-wit:

ARTICLE I.

The name and title of the corporation shall be Fitzpatrick and Till, Incorporated and it shall exist and continue for a term of ninety-nine years from the date hereof. It shall have its domicile in the city of New Orleans, parish of Orleans, state of Louisiana.

The president of this corporation, or, in his absence, the secretary, shall be the proper officer upon whom all citation and 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 carry on the business of jobbers, auctioneers and a wholesale and retail business in general merchandise goods, wares, clothes, wearing apparel, furniture and household effects of every sort and description, and to make, manufacture, store, buy, sell and deal in, at wholesale and retail at public auction or private sale or otherwise all and every character and kind of goods, wares, merchandise, clothes, wearing apparel, furniture and household effects of every kind and description and receive goods, wares, merchandise, clothes, wearing apparel, furniture and household effects of every kind and description on consignment and otherwise and to sell same on a commission basis and otherwise and to do all things connected with or necessary or requisite or in anywise appertaining to the business of this corporation.

ARTICLE III.

This corporation shall have power and authority, under its corporate name, to sue and be sued, contract, to make and use a corporate seal and the same to break or alter at pleasure; to receive, accept, purchase, lease, hold, mortgage and hypothecate, sell, pledge or otherwise acquire property, enjoy and dispose of and sell property, both real and personal, as the business of said corporation may require; to make and establish such by-laws and rules for the proper regulation and management of its business as may be proper; and to do all things necessary and proper for the conduct of its business.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of thirty thousand dollars ($30,000), divided into and represented by three hundred (300) shares of the par value of one hundred dollars ($100.00) per share.

This corporation shall be a going concern and shall be authorized to commence business when three thousand dollars ($3,000.00) of its capital stock shall have been subscribed for and paid in.

All transfers of stock shall be made on the books of the company, under such rules and regulations as the board of directors may prescribe.

ARTICLE V.

All powers of this corporation shall be vested in and be exercised by a board of directors, composed of three stockholders, three of whom shall constitute a quorum, who shall elect from their number a president, a vice-president, and a secretary-treasurer.

The following named persons shall constitute the first board of directors, William H. Fitzpatrick, Harry W. Fitzpatrick and Hugh S. Till, of whom William H. Fitzpatrick shall be president, Harry W. Fitzpatrick, vice-president, and Hugh S. Till, secretary-treasurer. The said board of directors and officers shall hold office until the first Monday in January, 1915, or until their successors are elected and qualified.

Any failure to hold annual election shall not effect a forfeiture of this charter, or this act of incorporation. Any vacancy occurring in said board shall be filled by the remaining directors.

The election of directors shall be held annually on the first Monday in January of each year, and the directors at their first meeting in each year shall elect out of their own number the officers. Ten days notice of such election shall be given to each stockholder by the secretary in writing, at his last known place of residence. The election of directors shall be held at the office of the corporation under the supervision of two commissioners appointed by the board of directors. All elections shall be by ballot and a majority of the votes cast shall elect; one vote to be allowed for each share of stock present, either in person or by proxy. Any vacancy occurring in said board shall be filled by the remaining directors for the unexpired term.

ARTICLE VI.

This act of incorporation may be changed, altered or amended, or this corporation may be dissolved by a vote of three-fourths in amount of the capital stock at a general meeting of the stockholders convened for that purpose, after thirty days previous notice of the meeting shall have been given in the manner hereinabove provided, in the election of directors.

In the event that this corporation is dissolved, its affairs shall be liquidated under the supervision of two liquidating commissioners, to be appointed for that purpose from among the stockholders of the corporation at the meeting at which the dissolution is voted, or at a special meeting convened for that purpose, after the same notice, given in the same manner as hereinabove provided. The said commissioners shall remain in office until the affairs of the corporation are fully liquidated. Any vacancy occurring among them, from any cause, shall be filled by the remaining commissioners.

ARTICLE VII.

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

Thus done and passed, in my office, at the city of New Orleans, on the day, month and year herein first above written, in the presence of Messieurs William A. Wenck and Collin E. McNeil, competent witnesses, who hereunto sign their names with the said appearers and me, notary, after reading of the whole.

Original signed: Hugh S. Till et als.

Witnesses: Wm. A. Wenck, Collin A. McNeil.

WM. RENAUDIN, Not. Pub.

I, the undersigned, recorder of mortgages, in and for the parish of Orleans, state of Louisiana, do hereby certify the above and foregoing act of incorporation of the Fitzpatrick and Till, Incorporated, was this day duly recorded in my office, in book 1088, folio —.

New Orleans, March 1, 1913.

(Signed) EMILE LEONARD, D. R.

I certify the foregoing and within to be a true and correct copy of the original act of incorporation of the Fitzpatrick and Till, Incorporated, together with the certificate of the recorder of mortgages thereto appended on file and of record in my office.

In faith whereof, I hereunto set my hand and seal this 1st day of March, A. D., 1913.

(Signed) WM. RENAUDIN,

(Seal) Not. Pub.

Mch 6 13 20 27 apr 3 10 1913

March 28, 1913.

CHARTER

OF THE ELECTRICAL SUPPLY COMPANY

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

Be it known, that on this 28th day of the month of March, in the year of our Lord one thousand nine hundred and thirteen and of the independence of the United States of America, the one hundred and thirty-seventh, before me, Arthur A. Moreno, 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 naemd and undersigned, personally came and appeared the following persons whose names are hereunto subscribed, together with the amounts of their respective subscriptions to the capital stock of the corporation to be formed, who severally declare that, availing themselves of the provisions of the general laws of the state of Louisiana relative to the organization of corporations, they have covenanted and agreed, and do by these presents covenant and agree, and bind and obligate themselves, as well as such other persons as may hereafter become associated with them, or their successors, to form and constitute themselves into a corporation and body politic in law, and for the objects and purposes and under agreements and stipulations following, to-wit:

ARTICLE I.

The name and title of this corporation shall be the Electrical Supply Company, and by that name said corporation shall have power and authority to have and enjoy succession for the full term of ninety-nine years from the date hereof; to contract, sue and be sued; to make and use a corporate seal; to purchase and receive, lease, hold, sell and convey, as well as mortgage and hypothecate, property, real, personal and mixed; to name and appoint such officers and agents as the interest of said corporation may require and to make and establish such by-laws and regulations for the proper management and regulation of its affairs as may be deemed necessary, and the same to change and alter at pleasure.

ARTICLE II.

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

ARTICLE III.

The objects and purpose for which this corporation is established and the nature of the business to be carried on by it are declared to be the purchase and sale of electrical appliances, tools, machines, sundries and objects of whatever nature and kind whatsoever used where electricity, steam or other motive power is employed; to do a general electrical and construction business, and to these ends to purchase, use, lease, mortgage, pledge or otherwise acquire or sell real or personal property; to operate and construct electrical, steam plants, or other plants, and generally to do all acts and to enter into all contracts that may be necessary, convenient or appropriate in the accomplishment of the aforesaid purposes; to represent others, as agents or otherwise, in the same or similar lines of business; to act as manufacturers' agents and to receive goods on consignment and dispose of same on commission or otherwise.

ARTICLE IV.

The capital stock of this corporation shall be fifty thousand ($50,000) dollars, divided into five hundred shares of the par value of one hundred dollars per share, payable when issued in cash, or other property, or for services rendered or actually performed as decided by the board of directors, and this corporation is to be a going concern when fifteen thousand dollars of said stock has been subscribed and paid for. Each share of stock shall be entitled to one vote at all general elections.

ARTICLE V.

No stockholder shall ever be liable or responsible for the indebtedness, faults or defaults of this corporation, nor shall any mere informality in the organization of the corporation have any effect of rendering the charter null or of exposing the stockholders to any liability beyond the unpaid balance, if any, on his stock subscription.

Should any stockholder desire to sell his stock he shall first offer the same to the stockholders of the company through its board of directors, and the stockholders who desire to purchase shall have the right to purchase the same, in proportion to their holdings of stock in the company. Should said stockholders in seventy-two hours after notice having been given, fail or refuse to purchase the stock offered for sale, such stock may be sold to any one.

No transfer of stock shall be made or held to be valid and binding unless made on the books of the company, and unless made in pursuance of the provisions of this charter.

ARTICLE VI.

This corporation shall have all powers granted to such corporations by law, and shall have the power to contract, sue and be sued in its corporate name, and to own, hold, receive, loan, lease purchase sell and convey or mortgage any or all of its effects, or to hypothecate its property, and to do any and all acts or things of any other kind, nature or description, as may be necessary to carry out the objects and purposes of said business as its interests and conveniences may require.

ARTICLE VII.

The business of said corporation shall be directed by and vested in a board of directors composed of five stockholders, a majority of whom shall constitute a quorum for the transaction of all business and the said directors as first constituted shall be Edward Jumonville, Leo L. Hirsch, and they shall hold office until the last Wednesday in March, 1914, and on that day and from each and every day thereafter elections shall be held annually for directors at the principal office of the corporation. Failure to hold an election on the day specified shall not dissolve the corporation, but the directors in office shall hold their respective office until an election shall be held after ten days notice of the time and place thereof given to each stockholder. The annual election shall be held on the last Wednesday of March, 1914, and thereafter on the last Wednesday of March and each succeeding year, and the directors shall be chosen by ballot, and the election shall be held between the hours of ten a. m. and four p. m. All vacancies on the board of directors for whatever cause shall be filled by the remaining directors. Edward Jumonville shall be the first president, Leo L. Hirsch shall be the first vice-president, Mr. Theo. Hirsch shall be the first secretary and James Jumonville shall be the first treasurer, and they shall hold office until the last Monday of March, 1914, and each succeeding board of directors thereafter shall elect its principal officers for the term of their election, and only stockholders shall be eligible for election as a member of the board of directors.

ARTICLE VIII.

Whenever this corporation is dissolved, either by limitation, or for any other cause, its affairs shall be liquidated by the board of directors, who are hereby vested with full power to sell any and all assets of the corporation, either separately or in a mass, and to convey full and complete title thereto, and shall have full power to do and perform all acts necessary and proper to fully and completely liquidate the affairs and distribute the proceeds, if any, among the stockholders of the said corporation to the amount of stock held by each.

ARTICLE IX.

This act of incorporation may be amended, altered or modified, or this corporation dissolved by a vote of three-fourths of the shares of the total amount of stock at a meeting convened for that purpose after ten days notice in writing mailed to the address of each stockholder.

Thus done and passed in my notarial office in the city of New Orleans, state of Louisiana, on the day, month and year first above written, in the presence of W. Catesby Jones and William S. Edwards, competent witnesses, who have hereunto signed these presents, together with the parties hereto and me, notary, after a reading of the whole.

Signed: Edward Jumonville, 90 shares; Theo. Hirsch, 5 shares; Leo Hirsh, 95 shares; James Jumonville, 5 shares; Lazard Levy, 5 shares.

Witnesses: W. Catesby Jones, Wm. S. Edwards.

A. A. MORENO, Notary Public.

I, the undersigned recorder of motrgages in and for the parish of Orleans, state of Louisiana, do hereby certify the above and foregoing act of incorporation of the Electrical Supply Company was this day duly recorded in my office in book 1088, folio —.

New Orleans, La., March 28, 1913.

EMILE LEONARD, Deputy Recorder.

I hereby certify the foregoing to be a true and correct copy of the charter of the Electrical Supply Company now on file in my office.

A. A. MORENO, Notary Public.

apr 3 10 17 24 may 1 8, 1913

AMENDED CHARTER

OF J. & M. SCHWABACHER, LIMITED.

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

Be it known, that on this 11th day of the month of March, in the year of our Lord one thousand nine hundred and thirteen and of the independence of the United States of America the one hundred and thirty-seventh, before me, Arthur A. Moreno, 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 hereinafter named and undersigned, personally came and appeared: Richard S. Harris and Andrew J. Libano, who declared that at a general meeting of the stockholders of J. & M. Schwabacher, Limited, a corporation organized by act passed before Frederick Zengel, notary public, on September 29th, 1890, recorded in the mortgage office of this parish in book 395, folio 728, and amended by act before Frederick Zengel, notary, November 16th, 1895, recorded in mortgage office book 565, folio, 75, and amended by act before Frederick Zengel notary, January 5th, 1906, recorded in mortgage office book 842, folio 305, held at the office of the said J. & M. Schwabacher, Limited, on the 10th day of March, 1913, they were elected respectively president and secretary of the said stockholders' meeting, as will appear by a certified copy of the minutes of the said meeting annexed hereto for greater reference, and that the said Richard S. Harris as president and Andrew Libano as secretary of the said stockholders' meeting, were authorized and empowered to appear before me for the purpose of amending the said charter of J. & M. Schwabacher, Limited.

And the said appearers, as president and as secretary respectively of the said stockholders' meeting and acting in said capacities and on behalf of said corporation by virtue of the authority conferred upon them at the general meeting of said stockholders, declared that the charter of the said J. & M. Schwabacher