CHARTER

OF THE "GREAT RIVER BARGE LINE."
UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.

Be it known, that on this 31st 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, 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.

The name and style of this corporation shall be the "Great River Barge Line," and under this name, it shall have and enjoy all the rights, privileges granted by law to corporations; it shall have corporate existence for a period of twenty-five years (25) from this date; it shall have power to contract, sue and be sued in its corporation name; to make and use a corporate seal, and the same to break at pleasure; to hold, have, purchase, convey, sell lease, mortgage, hypothecate or pledge property, real, personal or mixed; to have and employ such officers, directors, managers, agents and all other employees as the interest and convenience of the said corporation may require; to make and establish such by-laws, rules and regulations for the proper management and control of its affairs as may be necessary and expedient; and generally for the purpose and objects of its business; to exercise all the rights and powers granted by law to corporations.

ARTICLE II.

The domicile of this corporation shall be in the city of New Orleans, La., 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 of both, upon the secretary of this corporation.

ARTICLE III.

The objects and purposes for which this corporation is organized, and the nature of business to be carried on by it are hereby declared to be: to transport, import, buy and sell bananas and other tropical fruits and produce anywhere in the world; to operate steamships, steamboats, towboats and other means of transportation; to own, lease, purchase and use any and all kinds of property, real, personal and mixed.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of forty-five thousand dollars ($45,000.00), to be represented by nine hundred (900) shares of the par value of $50.00 each. 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.

All shares of stock shall be non-assessable and no transfer of stock shall be binding upon this corporation unless made and recorded upon its books.

This corporation may become a going concern and authorized to do business under this charter as soon as the sum of three thousand dollars ($3,000.00) of its capital stock shall have been subscribed for.

ARTICLE V.

The corporate powers of this corporation shall be vested in and exercised by a board of directors, composed of four (4) directors, a majority of whom shall constitute a quorum for the transaction of business, which said directors shall be elected at a general meeting of the stockholders of this corporation to be held on the second Tuesday in January in each year, and notice of such election shall be given by the secretary in writing to each stockholder by mailing the said notice in regular manner in a sealed envelope addressed to such stockholder at his last known address as may appear on the stock book of this corporation.

After said board of directors shall have been elected, they shall at their first meeting elect from their own number a president, and a vice-president. They shall also elect a secretary and a treasurer, or one person to fill both offices of secretary and treasurer, either of whom may or may not be a member of the board of directors, or a stockholder in this corporation.

Immediately upon the signing of this charter, the stockholders shall elect the first board of directors of this corporation, to serve this corporation under this charter until the second Tuesday in January, 1914.

The election for directors shall be by ballot, and the majority in amount of stockholders voting, whether 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. Any failure from any cause whatsoever to elect directors on the day named for that purpose shall not dissolve this corporation, but the directors and officers 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 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.

The board of directors shall have full control of the property of this corporation, and shall so conduct, manage and use the same as in its discretion it may deem fit and consistent with the objects of this corporation and its welfare.

The board of directors may, from time to time, name and appoint all such officers, agents and employees as may be necessary for the proper management of the business and affairs of this corporation; it shall have power to fix and define the duties of all such officers and employees, and all such officers and employees shall hold office at the pleasure of said board.

ARTICLE VI.

This act of incorporation may be changed, modified or amended, or this corporation may be dissolved with the consent of three fourths (3-4) of the capital stock represented at a general meeting of the stockholders called for that purpose after ten days' notice as provided in Article V.

Any change proposed or made with reference to the increase or decrease of the capital stock shall be in accordance with the laws of the state of Louisiana, with reference to the alteration of the capital stock of corporations.

In case of the dissolution or termination of this corporation, either by limitation of its charter or for any other cause, its affairs shall be liquidated by three commissioners, selected by the stockholders at a general meeting called for that purpose as hereinabove set forth, which said commissioners shall remain in office until the affairs of this corporation shall have been fully liquidated. In case of the death or resignation, or incapacity of one or more of the commissioners, the survivors or survivor shall continue to act.

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, through the board of directors, and the other stockholders shall have the preferred right for thirty 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.

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.

The subscribers hereto have written opposite their respective names the amount of stock in this corporation subscribed for by each of them, and this act of incorporation shall serve as the original subscription list of this corporation.

Thus done and passed in my office, on the day and date first above written in the presence of Messrs. T. A. Schuber and Wm. 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.

Original signed: Subscribers' names and subscriptions. Witnesses: T. A. Schuber, Wm. 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 "Great River Barge Line" was this day recorded in my office in book No. 1088, folio ---.

Witness my hand and official seal this day of April, 1913.

(Signed) EMILE LEONARD, Dy. R.

I, the undersigned, do hereby certify that the foregoing is a true and correct copy of the act of incorporation and certificate of the recorder of mortgages, thereto attached, of the "Great River Barge Line," with the exception of the subscribers whose names and subscriptions are omitted.

New Orleans, La., April 1, 1913.

EDGAR M. CAHN,
(Seal) Not. Pub.

apr 3 10 17 24 may 1 8, 1913

AMENDMENT TO CHARTER

OF JOHN F. RODGERS COMPANY, LIMITED.
UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.

Be it known, that on this first day of the month of April, 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, Lyle Saxon, a notary public, duly commissioned and qualified in and for the above city, parish and state, therein residing in the presence of the witnesses hereinafter named and undersigned, personally came and appeared John F. Rodgers and Miss Catherine Rodgers, both of full age of majority and residents of the city of New Orleans, state of Louisiana, herein appearing and acting in their respective capacities as president and secretary-treasurer of the John F. Rodgers Company, Limited, a Louisiana corporation, domiciled in the city of New Orleans, Louisiana, organized by an act before Lyle Saxon, the undersigned notary public on the 3rd day of the month of August, in the year 1911, and recorded in the mortgage office of the parish of Orleans in book 1051, folio 87,

Who declared that pursuant to a resolution adopted by stockholders representing 50 shares of stock, being all of the stock issued, passed at a stockholders' meeting hereinafter mentioned, certified copies of the minutes of which meeting are hereto annexed as part hereof, said meeting having been held on March 31, 1913, which had been convened for the special purpose in accordance with the law, the following amendment to the charter of the said corporation was adopted by the unanimous vote of the 50 shares of stock present in person at said meeting, to-wit:

Article IV of the Charter to read as follows:

IV.

"The capital stock of this corporation is hereby fixed at the sum of twenty-five thousand dollars ($25,000) to be represented by two hundred and fifty shares (250) at the par value of one hundred dollars ($100) each; and three thousand dollars ($3,000) of the said capital stock must be subscribed and paid in cash before the company can organize and become a going concern. The remaining shares of the said stock shall be issued by the board of directors as they shall deem fit and proper.

All shares of stock shall be paid for in cash, property received, or labor performed, and must be fully paid before the issuance of certificate therefor, and shall be non-assessable.

Said stock shall be represented by stock certificates, transferable only on the books of the company, or on the surrender of the outstanding certificate, or due proof of loss.

Before any stock can be transferred it must be first offered in writing and at its book value, to the board of directors of the company, who shall have the option of purchasing the same at its book value, at the time the said stock is offered; and should the directors fail to make the purchase of the said stock within sixty days from the time of offer, then the holder and owner of the stock may dispose of it in the open market.

The said capital stock may be increased or diminished by proper proceedings taken in accordance with the laws of the state of Louisiana."

The whole of the above to be more fully shown by the annexed certified copy of the minutes of the said meeting of stockholders, which is made part hereof.

And the said appearers having requested me, notary, to put the said amendment in authentic form, I do by these presents receive said amendment in the form of this public act to the end that the said amendment may be promulgated and recorded, and thus be read into the original charter, passed before me, Lyle Saxon, notary public, on the 3rd day of the month of August, in the year of our Lord, 1913.

Thus done and signed in my office in the city of New Orleans, Louisiana, on the day, month and year herein first above written, in the presence of R. T. Scott and Justin Green, competent legal witnesses, who hereunto sign their names with the said appearers and me, notary, after due reading of the whole.

Originally signed: John F. Rodgers, president; Catherine Rodgers, secretary-treasurer. Witnesses: R. T. Scott, Justin Green.

LYLE SAXON, Notary Public.

I, the undersigned deputy recorder of mortgages for the parish of Orleans, do hereby certify that the foregoing act amending the charter of the John F. Rodgers Co., Ltd., was this day duly recorded in book 1088, folio —.

New Orleans, La., April 2, 1913.

EMILE LEONARD Deputy Recorder.

I hereby certify that the above and foregoing is a true and correct copy of the original amendment to the charter of the John F. Rodgers Co., Ltd., and the certificate of the recorder of mortgages as per the original on file in my office.

New Orleans, La., April 1, 1913.

LYLE SAXON, Notary Public.

apr 3 10 17 24 may 1 8, 1913

CHARTER

OF LACOMBE LUMBER COMPANY.
UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ST. TAMMANY.

Be it known that on this, the 26th day of March, in the year of our Lord one thousand nine hundred and thirteen, before me, Thomas M. Burns, a notary public, duly commissioned and sworn in and for the parish of St. Tammany, state of Louisiana, therein residing, personally came and appeared the persons whose names are hereunto subscribed who declared that, availing themselves of the laws of the state of Louisiana, relative to the organization of corporations they have covenanted and agreed, and do by these presents do covenant and agree, bind, form and constitute themselves as well as such persons who 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 "Lacombe Lumber Company," and under that name it shall have and enjoy all rights and privileges granted by law to corporations; it shall exist for the 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 alter at pleasure; to hold, receive, purchase, convey, mortgage, hypothecate or pledge property, both real and personal; to issue bonds notes and other obligations; to have and employ such managers, directors, officers, agents and other employees as the interest and convenience of said corporation may require; and to make and establish such by-laws, rules and regulations for the proper management and control of the affairs of the corporation as may be necessary and expedient.

ARTICLE II.

The domicile of said corporation shall be in the city of New Orleans, in this state, and all citations and other legal process shall be served on the president, in his absence, the vice-president, and in the absence of both on the secretary and treasurer of said corporation.

ARTICLE III.

The purposes for which this corporation is established and the nature of the business to be carried on by it are declared to be: to construct, work and maintain railroads, canals, roads, bridges, ferries, telegraph and telephone lines and other works of improvement; to construct, own, lease, hire, purchase and operate schooners, steamboats, steamships, tow boats, barges and other water crafts for the transportation of freight and passengers; to purchase, lease and sell lands; to engage in agriculture; to acquire, construct, own, lease and operate planing mills, saw mills, sash, door and blind factories and turpentine still and retorts, etc.; to construct and to contract to construct buildings of every kind and description; to manufacture bricks, tiles and other earthenware; to buy, sell and deal for its own account or on commission in logs, lumber and other building materials and in all sorts of merchandise, and generally to do and perform any and every act and thing pertaining to the business above enumerated, connected therewith or arising therefrom, in this state and elsewhere.

ARTICLE IV.

The capital stock of this corporation is hereby fixed at the sum of twenty-five thousand ($25,000.00) dollars, divided into and represented by two hundred and fifty (250) shares of the par value of one hundred ($100.00) dollars each, which shall be paid for in cash when subscribed for or in such manner as the board of directors shall designate, or shall be issued for labor performed, services rendered or for the purchase of property as said board may elect. All shares of stock shall be full paid and non-assessable. Which capital stock may be increased to a sum not exceeding one hundred thousand ($100,000.00) dollars, in which event during the period between the call for the meeting for such increase and the meeting, the persons holding stock at the time shall have the right to take shares of the additional or increased stock proportionate to the number of shares owned by them, and any shares not taken at the expiration of said period may be disposed of by the board of directors for the benefit of the corporation at not less than their par value. No transfer of stock shall be binding upon the corporation unless recorded upon its books.

ARTICLE V.

All the corporate powers of this corporation and the management and control of its affairs shall be vested in and exercised by a board of directors composed of three (3) stockholders, a majority of whom shall constitute a quorum for the transaction of all business. The directors shall be elected annually by ballot by the stockholders, on the second Tuesday in January of each year. Each person shall be entitled in person or by proxy to a vote for every share owned by him, and all elections shall be held under such rules and regulations as may be determined by the board of directors. The directors thus elected shall continue in office for one year, or until their successors have been duly elected and qualified. No failure to elect shall be regarded as a forfeiture of this charter. Any vacancy occurring on said board shall be filled by the remaining directors for the unexpired term. The board of directors shall at its first meeting after its election nominate out of its number a president, a vice-president and a secretary and treasurer; said board shall have the right to divide the office of the secretary and treasurer and may elect a secretary who need not be a stockholder, but whose tenure of office shall be during the pleasure of the board. And said board shall have the right to appoint and dismiss the clerks, managers, secretary and other employees of the corporation, as the interests and business of the same may require. Any of the directors shall have the right to appoint by written instrument another director as his proxy, to act in his stead at any and all meetings of the board of directors.

ARTICLE VI.

Until the election to be held on the second Tuesday in January, 1914, the following named persons shall constitute the first board of directors, viz: Walter W. Carre, D. Beach Carre and Tudor B. Carre, with said Walter W. Carre as president, said D. Beach Carre as vice-president and said Tudor B. Carre as secretary and treasurer.

ARTICLE VII.

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

ARTICLE VIII.

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 the stock of the corporation, at a general meeting convened for that purpose and after at least ten days written notice of this meeting has been given through mail addressed to each shareholder at his last known place of residence.

In case of 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 death or disability of any one of said commissioners or liquidators, the survivors or the remaining liquidators shall appoint a successor to him.

Thus done and passed in my office on the day, month and year first above written, in the presence of John A. Todd and Henry Keller, competent witnesses, who have signed with the appearers and me, the notary, after reading the whole.

Signed: W. W. Carre, 50 shares; D. Beach Carre, 50 shares; Tudor B. Carre, 50 shares, per W. W. Carre.

Witnesses: John A. Todd, Henry Keller.

THOS. M. BURNS, 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 "Lacombe Lumber Company" was this day duly recorded in my office in book 1088, folio 308.

EMILE LEONARD, Dy. R.

New Orleans, La., April 2, 1913.

Covington, La., this 26th day of March, A. D., 1913.

A true copy.

THOS. M. BURNS, Notary Public.

apr 3 10 17 24 may 1 8, 1913

SOCIETIES.

Where and When They Meet and Addresses of Their Officers.

Masonic.

Sts. John Lodge No. 153

St. John Lodge, No. 153, F. and A. M., meets every Tuesday evening in Masonic Hall, corner Olivier street and Pelican avenue at 7:30 o'clock.

Louis Acker, W. M., 721 Patterson; Edward Dosier, S. W.; H. S. Manson, J. W.; George Hebert, Jr., treasurer; L. J. Peterson, secretary, 518 Venet street; W. Senat, tyler; Thomas H. Regan, S. D.; Selig Davis, J. D.; W. H. Lahusen M. of C.; C. A. Sutherland, chaplain; J. M. Couget and B. H. Borne, stewards; George Herbert, Jr., organist.

Pythian.

Crescent Lodge No. 3.

Crescent Lodge No. 3, K. of P., meets every Friday night in Pythian Hall at 7:30 o'clock.

R. Chestnut, chancellor commander; H. L. Kirkpatric, vice-chancellor; J. B. Babin, prelate; A. S. Covell, master of work; A. C. Heron, master-at-arms; E. E. Babin, keeper of records and seal; George Lecourt, master of finance; L. J. Peterson, master of exchequer; C. Miller, inner guard; Louis Martin, outer guard; J. B. Babin, grand representative; Geo. W. Pollock, alternate; C. Miller, janitor; E. E. Babin, organist; E. J. Mothe and J. B. Babin, general relief committee; R. Chestnut, J. B. Babin and A. C. Heron, committee of line; Louis Peterson, Dr. C. V. Kraft, and L. J. Burton, trustees; Dr. J. E. Pollock and Dr. Chas. Gelbke, physicians; E. J. Mothe, undertaker; L. J. Peterson, delegate to Anti-Tuberculosis League.

Virginia Lodge No. 136.

Virginia Lodge No. 136, K. of P., meets on the second and fourth Mondays of each month in Pythian Hall at 7:30 p. m.

A. Stecklin, chancellor commander; Louis Fist, vice chancellor; Walter Wright, prelate; Jno. Pendas, master of work; Wm. Owens, master-at-arms; C. Krogh, master of finance; A. F. Kaufman, master of exchequer; L. F. Gisch, keeper of records and seals; Walter Goodwin, inner guard; J. E. Thorning, outer guard; S. G. Smith, Grand Lodge representative; Wm. B. Owens, alternate; S. G. Smith and L. F. Gisch, general relief committee; S. G. Smith and Wm. Owens, trustees; Jno. A. Barrett, undertaker; Dr. J. E. Pollock, physician.

Order of Eastern Star—St. John Chapter No. 35.

St. John Chapter No. 35—Meets on the second and fourth Mondays of each month in Masonic Hall, at 7:30 o'clock.

Mrs. N. Reynolds, worthy matron; E. W. Burgis, worthy patron; Mrs. E. W. Burgis, secretary; Mrs. C. A. Sutherland, treasurer; Mrs. A. J. Amuedo, associate matron; Mrs. L. Goodlet, conductress; Miss Olga Nelson, associate conductress; Mrs. S. G. Smith, Ada; Mrs. Bialas, Ruth; Miss Maude Tufts, Esther; Mrs. G. W. Pollock, Martha; Mrs. C. Nelson, Electa; Mrs. G. Frisch, warden; Wm. Lucas, sentinel; Mrs. C. A. Borden, chaplain; Mrs. A. Vanderlinden, marshal, and Mrs. C. Corbett, organist.

Woodmen Circle.

Orange Grove No. 9.

Orange Grove No. 9—Meets on the first and third Thursday of each month in Pythian Hall, 7:30 p. m.

Amelia Smith, guardian, 625 Belleville street; Lizzie Borden, clerk, 549 Vallette street; M. Stalcup, assistant clerk; Anna Vanderlinden, past guardian; Mary Jacobs, advisor; Hattie Tufts, banker; Shade G. Smith, attendant; Julia Erickson, chaplain; Dr. J. Ernest Pollock, physician; Josephine Mock, inner sentinel; Mrs. J. Matchett, outer sentinel; Grace Pruitt, Emma Short and Ida Hymel, managers; Gertrude Back, organist; Jno. A. Barrett; E. J. Mothe, undertaker.

CHARTER

OF THE CEDAR PULP COMPANY.
UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.

Be it known, that on this the fourth (4th) day of the month of April, in the year nineteen hundred and thirteen (1913), before me, Bertrand I. Cahn, a notary public, in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who severally declared that availing themselves of the laws of this State in such cases made and provided, and particularly of the provisions of an act of the Legislature of this State, known as act No. 78 of the session of 1904, they do by these presents, covenant, agree and bind themselves as well as such other persons who 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 stipulations following, to-wit:

ARTICLE I.

The name and title of this corporation shall be the Cedar Pulp Company, its domicile shall be in the city of New Orleans, and it shall have and enjoy succession under its corporate name for a period of ninety-nine years from and after the date hereof, and shall have and enjoy all the rights and privileges granted by law to corporations.

ARTICLE II.

It shall begin business at once; 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 alter at pleasure; to hold, receive, purchase, convey, mortgage, hypothecate or pledge property, both real and personal; issue bonds, notes and other obligations; to have and employ such managers, directors, officers, agents, clerks and other employes as the interests and convenience of said corporation may require; and to make and establish such by-laws, rules and regulations for the proper management and control of the affairs of said corporation, as may be necessary and expedient.

ARTICLE III.

The president, or in the event of his death, absence or inability to act for any cause, the secretary and treasurer is hereby designated as the person upon whom all citations or other legal process shall be served.

ARTICLE IV.

The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it in the State of Louisiana and in other states of the United States and in foreign countries, at the pleasure of the board of directors, are hereby declared to be the following, to-wit: To manufacture and sell all kinds of sweeping compounds for use on floors, sidewalks, streets, etc., to manufacture and sell disinfectants, deodorizers and similar compounds, mixtures or preparations, to manufacture and to sell, as principal, agent or on commission, all character of merchandise similar to that herein specially mentioned or such other merchandise, whether incidental or related to that herein named or not, provided such business be not specially prohibited by law; and otherwise to engage in such business as may be deemed proper, necessary, expedient or advisable by the board of directors.

ARTICLE V.

The capital stock of this corporation is hereby fixed at the sum of twenty-five thousand ($25,000.00) dollars, divided into five hundred shares (500) of fifty ($50.00) dollars each, payable in cash, or its equivalent, as the board of directors may direct, and the corporation is to begin business as soon as three thousand ($3,000.00) dollars of the capital stock has been subscribed and paid for. All shares of stock shall be full paid and non-assessable. No transfer of stock shall be binding on the company unless recorded upon its books and made in pursuance of its charter and by-laws. No transfer or sale of stock shall be made to any person without previously offering the same at the same price to the stockholders of this corporation; said offer to be submitted in writing to the board of directors, stating the number of shares offered for sale, the price bona fidely offered for the same, and the name of the person making the offer; such option shall be granted for a period of not less than twenty days, unless the board of directors unanimously waive this delay, in writing.

ARTICLE VI.

All the corporate powers of this company and the management and control of its business shall be vested in and exercised by a board of directors composed of three stockholders. A majority of the directors shall constitute a quorum for the transaction of all business. The directors shall be elected annually by the stockholders on the second Monday of January of each year. Each stockholder shall be entitled in person or by proxy, to a vote for every share of stock owned by him, and all elections shall be held under such rules and regulations as may be determined by the board of directors.

The board of directors thus elected shall continue in office for one year and until their successors have been duly elected and qualified. Any vacancy occurring on said board shall be filled by the remaining directors for the unexpired term. The board of directors shall at its first meeting after its election nominate out of its number a president, a vice president and a secretary-treasurer, and these officers shall have such powers as may be conferred upon them by the board of directors. The board of directors shall have the right and power, and shall, from time to time, appoint or discharge such clerks and other employes as may be deemed necessary, expedient and proper by them for the proper conduct and management of the affairs, business and interests of said corporation. Any of the directors shall have the right to appoint by written instrument another director as his proxy to act in his stead at any and all meetings of the board of directors.

ARTICLE VII.

Until the election to be held in January, 1914, the following named persons shall constitute the first board of directors: Thomas Goldman, S. Mussman and Albert Coguenhem, with Thomas Goldman as president; S. Mussman, vice president, and Albert Coguenhem, secretary-treasurer.

ARTICLE VIII.

This act of incorporation may be changed, modified or altered, or this corporation may be dissolved with the assent of the shareholders owning three-fourths of the stock represented at a general meeting convened for that purpose, and after at least ten days' written notice of this meeting has been given through the mail addressed to each stockholder at his last known place of residence. In case of dissolution by the expiration of this charter, or otherwise, the stockholders shall elect three liquidators, to serve without compensation, and to whom one year shall be granted for the liquidation of the affairs of the corporation. In case of the death or disability of any one of said commissioners the survivors of the remaining commissioners shall appoint a successor to him.

ARTICLE IX.

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

ARTICLE X.

Failure to hold the meeting or meetings provided for in the foregoing articles for the election of directors and officers at the time specified shall not work a forfeiture of this charter, and the officers and directors shall hold their places until their successors are elected.

Thus done and passed in my office, in the city of New Orleans, on the day, month and year first above written in the presence of A. E. Carey and Peter R. Ferrera, competent witnesses, residing in this city, who have signed their names hereto with said parties and me, notary, after due reading of the whole. Names of Signers.

Witnesses: A. E. Carey, Peter R. Ferrera.

(Signed) BERTRAND I. CAHN,
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 Cedar Pulp Company was this day duly recorded in my office, in Book 1088, Folio —, New Orleans, April 13, 1913.

EMILE LEONARD, Deputy Recorder.

I hereby certify that the foregoing is a true and correct copy of the original charter of the Cedar Pulp Company, with the names of the original signers omitted, together with the certificate of the recorder of mortgages of this parish, on file and of record in my office.

BERTRAND I. CAHN, Notary Public.

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