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BEER, LIQUORS and DELICATESSEN **Just at Ferry Landing**

Our Customers

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Collars, Cuffs and Shirts in a way that insures your satisfaction and delight.

American Laundry, *Julia and Magazine.*

B. J. NORTH, - - Agent.

CHARTER

OF THE SEMINOLE MANUFACTURING COMPANY OF NEW ORLEANS.

Be it known, that on this sixteenth 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, Lawrence M. Janin, a notary public, duly commissioned, qualified and sworn, in and for said parish of Orleans, city of New Orleans, therein residing, personally came and appeared, the several persons whose names are hereunto subscribed, who declared that availing themselves of the laws of this state relative to the organization of corporations, they have covenanted and agreed, and by these presents do covenant and agree, bind, form and constitute themselves, as well as such person or 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 and style of said corporation shall be "Seminole Manufacturing Company," and by that corporate name said corporation shall have power and authority to have and enjoy succession for the full term and period of ninety-nine years from this date: To contract, sue and be sued in its corporate name; to make and use a corporate seal; to hold, receive, purchase, sell, convey, mortgage, hypothecate or pledge property, both real and personal; to name and employ such managers, directors, officers, agents, or other employees as the interest and convenience of said corporation may require, and to make and establish such laws, rules and regulations for the proper management of the affairs of said corporation, as may be deemed necessary or proper.

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 of said corporation and in his absence, upon the secretary.

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, manufacture, compound and sell articles; to refine or otherwise treat the same by manufacturing processes; to acquire all patents, apparatus and rights necessary, proper and useful in its business; to buy, lease, own, hold or operate, in this state or elsewhere, manufacturing plants for the purpose aforesaid; and generally to perform and do everything which may be necessary or which is incidental to the objects and purposes of its business.

Article IV.—The capital stock of this corporation is fixed at the sum of fifteen thousand ($15,000.00) dollars, represented by one hundred and fifty shares of a par value of one hundred dollars ($100.00) each; which capital stock may be increased or decreased, as permitted, and provided by the statutes of this state; said capital stock may be issued for cash or for property received, or for services rendered.

Article V.—All of the corporate powers of said corporation and the control and management of its business shall be vested in and exercised by a board of directors composed of five (5) stockholders, and three (3) of whom shall constitute a quorum for business. The directors shall be elected annually by ballot by the stockholders at the office of the corporation, on the first Monday of April of each year, the first election to take place in April, 1914.

Until the election for directors to be held on the first Monday in April, 1914, the following stockholders shall constitute the board of directors of this corporation, namely: Needham M. Powell, Burgess G. Adams, Willie P. Legendre, Richard Dozier and Joseph Bayle. Each stockholder shall be entitled in person or by proxy to one vote on every share of stock owned by him.

The directors elected shall continue in office for one year, and until their successors are elected and qualified, and no failure to elect shall be regarded as a forfeiture of this charter. Any vacancy occurring on said board of directors shall be filled by the remaining directors. The board of directors at their first meeting after their election shall elect out of their number a president, vice-president and a secretary-treasurer, the latter of whom may or may not be a member of the board of directors, and this office may be separated and held by two persons, as the board of directors may decide, and the board of directors shall from time to time appoint such officers, clerks, agents and other employees as may be deemed necessary for the business purpose of said corporation and dismiss them or any of them at pleasure; also establish and make, alter and amend from time to time any and all by-laws and regulations deemed necessary by them for the conduct and management of the business, affairs and interest of said corporation, and not in conflict with this charter.

No transfer of stock by a stockholder shall be binding on this corporation unless the same appear on the books thereof, and unless said stock shall have been first offered for sale to the board of directors of this corporation, and they shall have refused within ten days from said offer to purchase said stock at its market value.

Article VI.—This act of incorporation may be changed, modified, altered or amended and said corporation may be dissolved with the assent of three-fourths of the stock represented at the general meeting of the stockholders convened for such purpose, after at least ten days previous notice of such meeting shall have been given by notice sent by mail to the place of business or residence of such stockholder, if the same has been left with the corporation; otherwise by following the city directory. This form of notice shall apply to all stockholders meetings for any purpose.

Article VII.—No stockholder shall ever be held liable or responsible for the contracts, faults, or debts of said 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 owned by him.

Article VIII.—Whenever this corporation is dissolved either by limitation or otherwise, its affairs shall be liquidated under the superintendence of three commissioners from amongst the stockholders to be elected by ballot for that purpose, at a general meeting of stockholders convened after notice at least ten days prior to said election, to be given as aforesaid. Said commissoners shall relmain in office until the affairs of said corporation shall have been fully liquidated, and, in case of the death or disability of one or more of said commissioners, the survivor or survivors shall appoint a successor or successors to said commissioner or commissioners.

Article IX.—This corporation shall be authorized to begin operations under this charter as soon as fifty shares of the capital stock of said corporation shall have been subscribed. Thus done and passed in my office on the day, month and year first above written, in the presence of Nicholas K. Edrington and Prentice E. Edrington, Jr., competent witnesses who have signed hereto with the parties and me, notary, after reading the whole.

Original signed: N. M. Powell, 50 shares; Burgess G. Adams, 10 shares, per pro N. M. Powell; W. P. Legendre, 15 shares; Richard Dozier, 10 shares; Jos. Bayle, 10 shares. Prentice E. Edrington, Jr., N. K. Edrington.

LAWRENCE M. JANIN, 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 "Seminole Manufacturing Company" was this day duly recorded in my office, in book 1088, folio —. New Orleans, La., April 16, 1913.

EMILE LEONARD, Dy. R.

I hereby certify the above and foregoing to be a correct copy of the act of incorporation of the "Seminole Manufacturing Company" together with the certificate of the recorder of mortgages thereto affixed.

LAWRENCE M. JANIN, Notary Public.
905 Canal-Louisiana Bank Bldg.
apr 24 may 1 8 15 22 29

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.

On the Other Foot.

"John, how much money have we in bank?"

"We? I have a few hundred dollars, Maria. Why?"

"Nothing, only I just got a letter today from the lawyer who settled up my father's estate. There was more property than anybody anticipated, a good deal more."

"That's fine. How much do we get out of it, Maria?"

"We? I get a few thousand dollars, John. Why?"—Chicago Tribune.

A Memorial Day Story

By ANDREW C. EWING

"Memorial day has come around again," said an old fellow to another at the soldiers' home, "or Decoration day, as we used to call it when we first started putting flowers on the graves of our dead comrades. It was a solemn day then, but now that nearly two generations have grown up since the war and that struggle has passed into history the day has become a regular holiday."

"That's right," said the other old chap, grinding on a quid of tobacco. "You don't expect every generation that comes on is going to mourn for men who died long before the newcomers were born, do you?"

"No, I don't, but somehow Memorial day brings it all back as fresh as if it were yesterday. I can see my Nanny now just as she looked the day I come out of that wood the day after the battle of Seven Pines and she caught sight of me, the raggedest, dirtiest, hungriest, bloodiest, ghostliest young ragamuffin you ever saw."

"By the bye," interrupted the other vet, "I went down into Virginia last summer and all over Seven Pines. It was a cornfield when we fought there. Now it's overgrown with a forest of trees. It reminded me of the generations that have grown up since the war."

"Just so. That day, when I saw Nan standing by the well, I was about as near gone up as I ever was in my life. I'd been taken prisoner by the Johnnies, but before they could get us where they could corral us I'd managed to slip away. I knew if I didn't get some help and some sustenance I'd die right there in the wood, for in addition to having nothing to eat I'd got a bullet in my leg, and I couldn't get any help or food unless I trusted to the girl. If I trusted her the chances were she'd give me away to the Confederates and I'd get back into Libby, where I'd been once before, and I'd rather die than do that.

"Well, there was nothing to do but risk it. So I stepped out before her. You'd ought to seen her look. It was like suddenly coming on to a scarecrow. At first she was frightened; then she laughed. When she laughed at me I was all broken up, and a worse expression than before came over my face that made her laugh again. Then all of a sudden she began to pity me, and, sobering down, she asked:

"'Are you Yank or Johnnie? You're so ragged and dirty and bloody I don't know which you are.'

"'I'm Yank,' I admitted. 'I suppose you'll give me away.'

"'Give you away! Who would want such a looking thing as you?'

"'There's lots like me in Libby prison.'

"'What's the matter with you?'

"'Oh, nothing, only sick and tired and hungry and wounded.'

"'Is that all?'

"The humor of it struggled with her sympathy. She told me that her folks were strong Confederates and she dare not take me into the house, but the hayloft would make a good hospital, and she put her arm under mine and helped me around, skirting the wood so that one could get into the barn without being seen, and she almost had to carry me up the steps to the hayloft.

"You'd better believe that hay was soft. I've slept on hair matresses since, but none of 'em ever gave way under me like that hay. But I had to wait a long while for a breakfast. You see, Nan had to wait till she could steal out of the house with the provender. And when she did she couldn't bring anything hot. I'd have given my wounded leg for a cup of our United States coffee.

"Well, Nan nursed me in that loft for a week or more. I couldn't tell how long it was, since I didn't take any account of time. She stole some old clothes her brothers had worn out and brought 'em to me and kept my leg bandaged and did a lot of things for me. I suppose it was taking care of me that way that got her used to having me round, for when there was no more excuse for my staying and I thought I'd better light out she cried.

"And Memorial day's come again! I must be off to put these flowers on Nan's grave. I've been putting 'em on for ten years now, and it won't be long before the few boys that are left will be putting 'em on mine. I'd like to live till Memorial day in '15. It will then be fifty years since I was discharged and went to that farm in Virginia and we were married. We went out to the barn where she had nursed me, and I lay on the hay just to see if it was as soft as when I sank down on it that day I first saw Nan. She told her folks how I looked when she brought me in there and how she'd stolen things to take out to me, and they couldn't understand how she could have managed it without getting caught. Truth is, those times in the south made everybody rely on their wits, and there was more deceiving done in those four years than in a whole century of peaceful times.

"I brought Nan back north with me, and a mighty good wife she made for a matter of nearly forty years, and the rest of it since she left me I don't count for anything.

"Well, so long. As I was saying, I must take these flowers and put them on her grave. You fellows can take care of the boys in the cemetery back of the house. So long. Don't forget the flags."

New Orleans, La., April 21, 1913.

AMENDMENT TO CHARTER

OF L. SIDNEY BELL, INC.

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 April, in the year of our Lord, nineteen hundred and thirteen, and of the independence of the United States of America, the one hundred and thirty-seventh, before me, Lawrence M. Janin, a notary public, duly commissioned and qualified, in and for the above city, parish and state therein residing, and in the presence of witnesses hereinafter named and undersigned, personally came and appeared: William G. Soria and Joseph Schwartz, both of the 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 L. Sidney Bell, Inc., a Louisiana corporation, domiciled in the city of New Orleans, Louisiana, organized by act before Lawrence M. Janin, the undersigned notary public, on 20th day of the month of May, in the year nineteen hundred and twelve, and recorded in the mortgage office of the parish of Orleans, in book 1055, folio 167, who declared that pursuant to a resolution adopted by all of the stockholders, passed at a stockholders' meeting hereinafter mentioned, a duly certified copy of the minutes of which meeting are hereto annexed as part hereof, said meeting being held on April 21, 1913, which had been convened for the special purpose in accordance with the law, and pursuance to due public and written notice as required by the charter, the following amendment to the charter of said corporation was adopted by the unanimous vote of all of the stockholders, who were present in person at said meeting, to-wit:

Article I of the charter to read and be as follows:

I. "The name and style of this corporation shall be 'Soria & Schopp Insurance Agency,' and by said corporate name it shall have succession and enjoy existence for a period of ninety-nine years from the date hereof, unless sooner dissolved in the manner provided by law, and under the articles of this charter; it shall have power and authority under its corporate name to contract, sue and be sued, to make and use a corporate seal, and the same to alter or break at pleasure, to make all necessary rules and regulations for its corporate management and control, and shall have and enjoy all the rights, privileges and immunities which are now conferred upon, or may hereafter be granted to corporations of the same kind and character."

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 officers having requested me, notary, to put the said amendment in authentic form, I do by these presents receive said amendment and change in the form of this public act to the end that the said amendment and changes may be promulgated and recorded and thus be read into the original charter, passed before me, Lawrence M. Janin, notary public, on the 20th day of the month of May, 1912, which said charter is recorded in the mortgage office of this parish in book 1055, folio 167.

Thus done and passed in 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 Charles E. Jones and Gustave A. Modinger, competent legal witnesses, who hereunto sign their names with the said appearers and me, notary, after reading of the whole.

Original signed: W. C. Soria, president; Joseph Schwartz, Secty.-Treas. Witnesses: C. E. Jones, G. A. Modinger.

LAWRENCE M. JANIN, 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 amendment of incorporation of the L. Sidney Bell, Inc., was this day duly recorded in my office, in book 1088, folio —, New Orleans, April 23, 1913.

(Signed) EMILE LEONARD, Dy. R.

A true copy.

LAWRENCE M. JANIN, Notary Public.
may 1 8 15 22 29 june 5

Tightwads.

"I understand Anybody's is paying Scribbler a dollar a word for his stories." "They were, but he broke the contract because they refused to count the punctuation marks as words."

Alfalfa Reduces Temperature.

It has been learned by actual experience that alfalfa planted on the south and southwest of the homes of those western farmers will reduce the temperature from six to fifteen degrees on on of those hot, sultry days. There is a cool breath from the alfalfa field all the time. The difference in temperature from the south to the north side of a large field of alfalfa is shown by actual tests.

Encourage Kindness in Children.

Kindness is one of the habits that is latent in every normal child. It must be encouraged, and you may be sure that the child that is kind to animals and birds will be considerate in his treatment of persons. There is always something interesting in animals. Children love anything with life, and if taught to care for birds, fish or animals there will be a certain strength of responsibility that makes for good character.

Problems That Settle Themselves.

Subordinates are often impatient of delays "higher up." They make a suggestion or a request which no doubt to them has the appearance of urgency, and if the response is not immediate they shake their heads over official incapacity and waste their time complaining of the procrastination of others. It may be that nothing is done at all and in the end they are surprised to find that nothing was necessary. An extraordinary number of problems settle themselves.—Exchange.

CHARTER

OF "ASSOCIATED REALTY 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 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, Frederic Charles Marx, a notary public, duly commissioned and qualified in and for the city of New Orleans, state of Louisiana, 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, they have covenanted and do by these presents covenant, agree and bind themselves, as well as such 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 terms and conditions following, to-wit:

Article I.—This corporation shall be known as the Associated Realty Company, and as such shall have continuous succession for ninety-nine years, unless sooner dissolved; and shall have power to sue and be sued; to acquire and hold, by purchase, lease or otherwise, property, real or personal, and the same to sell, lease, mortgage, pledge, hypothecate, or otherwise dispose of; to draw, make and endorse bill of exchange and promissory notes, and to issue bonds; to elect and appoint such officers directors and agents as the interest of the corporation shall require; and to make all necessary by-laws and regulations for the proper management of its affairs; and the same to alter, amend or repeal at pleasure; and, generally, to exercise all the powers that are conferred on corporations organized for the purposes hereinafter stated.

Article II.—The domicile of this corporation shall be at New Orleans, parish of Orleans, state of Louisiana; and all citation or other legal process shall be served on the president of this corporation, or in the event of his absence, upon the vice-president, or the secretary or treasurer, at the office of the corporataion.

Article III.—The purpose for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be as follows:

To buy, sell, hold and lease movable and immovable property, for any and all purposes whatsoever; to improve the same, and to erect buildings and structures of all descriptions; to borrow money and secure the same by mortgage, hypothecation or pledge; to lend money and secure the same by mortgage, hypothecation and pledge and to issue bonds; and, generally, to carry on any business or enterprise not inconsistent with the constitution and laws of this state and of the United States.

Article IV.—The capital stock of this corporation is hereby fixed at forty-five thousand dollars ($45,000.00), to be divided into four hundred and fifty (450) shares, of one hundred dollars ($100.00) each; all subscriptions shall be paid for in cash or property, at such time as the board of directors shall require. This corporation shall begin business when forty-two thousand dollars of the capital stock is subscribed for; and the remainder of the stock shall be issued at such times and on such terms and conditions as the board of directors of this corporation shall see fit.

All transfers of stock shall be made only on the books of the company, and no transfer of stock shall be in any way binding on the company unless and until it is made in the above manner.

Each share of stock shall entitle the owner thereof, either in person or by proxy, to cast one vote at all general meetings.

Article V.—The officers of this corporation shall be a president, a vice-president and a secretary and treasurer, all of whom shall be elected by the board of directors at its first meeting after its own election. The secretary need not be a shareholder or director.

The power of this corporation shall be vested in and exercised by a board of directors composed of six (6) stockholders, and a majority of said board shall constitute a quorum for the transaction of any and all business of the corporation.

The board of directors hereinabove provided for shall be elected annually at a general meeting of the shareholders to be held on the third Monday of March of each year, beginning with the year 1914 and each and every succeeding year, after ten days notice in writing shall have been mailed to each shareholder's last known address. Said board of directors shall serve until their successors are duly elected and have qualified. Special meetings may be held at the request of four shareholders, after ten days notice in writing as above provided, stating the objects of such special meeting.

Any vacancy, occurring in the board of directors, from any cause whatever, shall be filled for the unexpired time by the remaining directors; and any director who may be absent from the city of New Orleans shall have the right to appoint any shareholder of the company to act for and vote for him at any meeting of the board; and such proxy shall have and exercise all the powers of such director appointing him.

The board of directors shall have power, without reference to the shareholders of the company, to buy, sell and lease; to mortgage, hypothecate and pledge, all kinds of property and rights, whether movable or immovable and generally to exercise all the power conferred on this company by these articles of incorporation.

Article VI.—This act of incorporation may be changed, altered or amended or this corporation may be dissolved by a vote of three-fourths of the capital stock present or represented at a general meeting convened for that purpose, after thirty days (30) notice in writing, mailed to each shareholder's last known address, and after ten days (10) publication in one of the daily newspapers of the city of New Orleans and as prescribed by law.

All changes in the amount of the capital stock shall be made in accordance with the provisions of the laws of the state of Louisiana, relative to the increasing or diminishing the capital stock of corporations.

Article VII.—Whenever this corporation is dissolved, by limitation or otherwise, its affairs shall be liquidated under the supervision of three commissioners, to be elected at a general meeting convened for that purpose, after the notice specified in Article VI of this charter. In case of the death or inability to act, of any one or more of such commissioners, the remaining commissioners or commissoner shall elect a successor or successors from among the stockholders.

Article VIII.—No shareholder shall ever be held 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 owned by him nor shall any mere informality in organization have the effect of rendering this charter null, or of exposing any shareholder to any liability beyond the unpaid amount due on his stock; nor shall any informality or irregularity in organization have the effect of rendering any shareholder liable as partner.

Article IX.—Within ten days after the signing of this charter the subscribers thereto shall meet and elect the first board of directors, who shall hold office until the third Monday in March 1914 ,and until their successors are duly elected and qualified.

In order that this charter may also serve as the original subscription list required by law, the subscribers to this act of incorporation have also respectively written opposite their names the amount of the capital stock in the incorporation subscribed for by each of them.

Thus done and passed, in my office in the parish of Orleans, state of Louisiana, on the day, month and year hereinabove first written in the presence of Louis R. Hoover and Miss M. H. Gremillion, competent witnesses, who hereunto sign their names with the said appearers and me, notary, after due reading of the whole. One word interlined page two approved before signing. (Names of Signers) Witnesses: L. R. Hoover, M. H. Gremillion.

(Signed) FRED C. MARX, Notary Public.

State of Louisiana, Parish of Orleans. I, the undersigned, recorder of mortgages in and for the parish of Orleans, state of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Associated Realty Company was this day duly recorded in my office in book 1088, folio —. New Orleans, La., April 22, 1913.

(Signed) EMILE LEONARD, Deputy Recorder.

I hereby certify that the above and foregoing is a true and correct copy of the original on file and of record in my office, except that the names of the subscribers and the number of shares subscribed for by each of them have been omitted.

In testimony whereof I have hereunto affixed my signature and seal of office, at New Orleans, La., this 22nd day of April, 1913.

(Signed) FRED C. MARX, Notary Public.
apr 24 to may 29 1913

ACT OF INCORPORATION

OF TROXLER BROTHERS AND MERCER, INC.

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

Be it known, that on this seventeenth 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, Arthur John Peters, a notary public, duly commissioned and qualified, in and for the city of New Orleans, in the parish of Orleans, and state of Louisiana, domiciliated in the said city and parish, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: the persons whose names are hereunto subscribed, all above the age of majority, and residents of this city, parish and state, who severally declared that availing themselves of the provisions of the laws of this state, relative to the organization of corporations in general, and especially of the provisions of Act No. 78, of 1904, of the General Assembly of the state of Louisiana, they have covenanted and agreed, and by these presents do 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 title of this corporation shall be "Troxler Brothers and Mercer, Inc." and its domicile shall be in the city of New Orleans, parish of Orleans, and state of Louisiana. Under its corporate name the said corporation shall have the power and authority to exist and to enjoy succession for the full term of ninety-nine years from the date hereof, unless sooner dissolved; to contract, sue and be sued; to make and use a corporate seal, and to break, alter and change the same at pleasure; to have, hold, use, purchase, own, receive, lease, sell, convey, mortgage and hypothecate or pledge property real, personal and mixed; to borrow money and to lend any portion of its income, proceeding from its capital stock or otherwise, and to give and receive securities therefor; to make advances on real and personal securities; to elect and appoint such officers, directors, managers, agents and employees as the interest and convenience of the corporation may require; to make and establish such by-laws, rules and regulations for the proper management of the affairs of the corporation as may be necessary and proper, and the same to change, alter, amend or abrogate at pleasure; and generally to do and perform all acts, matters and things as may be incidental to the corporation or requisite and necessary to carry out the objects and purposes of the

Article II.—All citations or other legal same.

process shall be served upon the President-Treasurer of this corporation, or in case of his absence or inability to act, upon the vice-president, or in the event of the absence or inability to act of both the president and vice-president, upon the secretary thereof.

Article III.—The objects and purposes for which this corporation is organized, and the business to be carred on by it, are hereby declared to be: to conduct theatres and motion picture theatres; control theatrical, operatic, circuses, burlesque and vaudeville attractions; to conduct and control tented road amusement enterprises; and to engage generally in the theatrical and amusement business.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of ten thousand dollars ($10,000.00), to be divided into and represented by two hundred shares of the par value of fifty dollars ($50.00) each. All stock shall be paid for in cash, as called for by the board of directors, or may be issued as full paid stock in payment or exchange for property or rights actually received or purchased by the corporation, and in payment of services rendered; and all stock shall be full paid and non-assessable.

No shares of stock shall be transferred except on the books of the corporation, and not until the certificate or certificates evidencing the same, properly endorsed, shall have been delivered to the corporation and duly cancelled; and the corporation shall have the right to refuse to make such transfer upon its books as long as the owner of the stock is indebted in any way to the corporation.

The board of directors shall have the right to call in and purchase at their book value, as shown by the inventory last made, such share or shares of stock as may be inherited from any of the stockholders who may die. All retired shares of stock may be reissued by said board of directors, at not less than their book value.

No stockholder shall have the right to sell or dispose of his stock without first offering it in writing, for ten days, through the board of directors, to the other stockholders, in proportion to their respective holdings, at a price not in excess of the book value as of the date of such offer, and if any stockholder refuses to purchase, the others shall have the right to buy the same in proportion to their respective holdings; if all the stockholders refuse to buy then said stock may be sold to any one.

This corporation shall begin business as soon as three thousand dollars ($3,000.00) of the capital stock is subscribed for, which amount is hereby declared to be subscribed.

Article V.—All the corporate powers of this corporation and the management and control of its business shall be vested in and exercised by a board of directors, to be composed of three members, a majority of whom shall constitute a quorum for the transaction of all business, and their decision shall be valid corporate acts. A majority vote of the directors present shall decide all questions voted upon. The board of directors shall elect from among its members its own officers, as follows: A president, who shall also be the treasurer, a vice-president and a secretary. The board of directors shall have the power to determine the manner and the cause for which vacancies may be declared on said board. No person shall be eligible as a member of the board of directors unless a stockholder of this corporation. The following persons shall constitute the first board of directors, viz: Joseph A. Troxler, Louis A. Troxler and Lawrence G. Mercer, with the said Joseph A. Troxler as president-treasurer, Lawrence G. Mercer as vice-president and Louis A. Troxler, as secretary. Said board of directors shall continue in office until the second Friday in January, 1914, on which day and annually thereafter, a board of directors shall be elected by ballot for the term of one year. Such election shall be held under such rules and regulations as may be provided by the board of directors. Any failure, from any cause whatever, to elect a board of directors on the day named, shall not dissolve the corporation, but the board of directors then in office shall hold over until their successors are chosen. At every election and meeting of the stockholders the vote shall be by ballot, and each share of stock shall be entitled to one vote, to be cast by the owner in person or by written proxy. The stockholders receiving a majority of the votes cast shall be declared elected as the board of directors. Any vacancy occurring on said board shall be filled by the remaining directors by the appointment of some qualified stockholder, who shall serve until his successor is elected at the annual election. The board of directors shall have the right to appoint and discharge such managers, clerks, agents and other employees as may be deemed necessary or expedient; and to make, change and amend all by-laws, rules and regulations for the proper conduct and management of the affairs, business and concerns of said corporation, not in conflict with this charter or the laws of this state; provided, that the president may suspend any employee, in his discretion, pending the action of the board of directors.

All warrants, checks, drafts or other obligations of this corporation shall be signed by the president-treasurer.

Any officer or director may be removed by a majority vote of the stockholders.

When all the directors consent thereto, the notices otherwise required for holding meetings may be dispensed with.

Article VI.—Meetings may be called at the pleasure of the president, or upon the written consent of a majority of the stockholders. Except as otherwise provided in this act, or by law, all questions submitted at any stockholders' meeting shall be decided by a majority of the stock voted at said meeting.

All meetings of the stockholders, whether general or special, shall be held only after ten days' written notice to each stockholder. Such notice shall be signed by the president or secretary, and shall be sent to each stockholder by mail, directed to him at his last known place of residence. The said notice may be waived by the unanimous consent of all the stockholders.

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

Article VIII.—This act of incorporation may be amended, altered, changed or modified, or said corporation may be dissolved by a three-fourths vote of the capital stock represented at a general meeting of the stockholders convened for that purpose, after ten days' notice, as prescribed in Article VI of this charter. Any change made or proposed with reference to the capital stock shall be made in accordance with the laws of this state, on the subject of altering the capital stock of corporations.

Article IX.—Whenever this corporation is dissolved, either by limitation or otherwise, its affairs shall be liquidated under the supervision of three liquidators to be appointed from amongst the stockholders, at a general meeting of the stockholders convened after due notice, as required by Article VI of this charter. Said liquidators shall remain in office until the affairs of said corporation shall have been fully liquidated, and any vacancy occurring in their number shall be filled by the remaining liquidators.

The subscribers hereto have respectively written opposite their names the amount of stock owned by them in this corporation, so that the act of incorporation may also serve as the original subscription list of the corporation.

Thus done and passed, in my office, at New Orleans, aforesaid, in the presence of Alphonse J. Plicque and Thomas J. Woods, witnesses both of lawful age, and domiciliated in this city, who sign these presents together with the parties and me, notary, the day and date first aforesaid.

Original signed: Names of subscribers omitted. Witnesses: A. J. Plicque, T. J. Woods.

A. J. PETERS, 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 Troxler Brothers and Mercer, Inc., was this day duly recorded in my office, in book 1088, folio 370, New Orleans, April 22, 1913.

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

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

New Orleans, La., April 26, 1913.

A. J. PETERS, Notary Public.
may 15 22 29 june 5 12 19

CHARTER

OF HENRY LAZARUS COMPANY.

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

Be it known, that on this twenty-first day of the month of April, in the year one thousand, nine hundred and thirteen, before me, Felix J. Dreyfous, a notary public, duly commissioned and sworn in and for the parish of Orleans and city of New Orleans therein residing, personally appeared, the persons whose names are hereunto subscribed, who declared that availing themselves of the provisions of the general laws of this state relative to the organization of corporations, they have covenanted and agreed and do, by these presents, covenant, agree, bind, form and constitute themselves as well as such 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 "Henry Lazarus Company," and by that corporate name the said company shall have power and authority to enjoy and have succession for the period of ninety-nine years; to contract, sue and be sued in its corporate name; to make and use a corporate seal; to have, hold, receive, 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 employes as the interest and convenience of said corporation may require, and to make and establish such by-laws, rules and regulations for the corporate management and control of the affairs of the corporataion 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 on the vice-president.

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 and sell china, glass ware and house furnishings; to purchase, sell, deal in and lease real estate; to operate or lease moving picture machines, and conduct moving picture shows; and to engage in any other business or enterprise as may be incidental to or be connected with the aforesaid purposes.

Article IV.—The capital stock of this corporation is fixed at the sum of ten thousand ($10,000.00) dollars, divided into one hundred shares of the par value of one hundred dollars each, which shall be paid for in cash, or in the purchase of property. No transfer of stock shall be binding upon the corporation unless made upon its books, 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 corporation and the management and control of its affairs shall be vested in and exercised by a board of directors composed of three stockholders, a majority of whom shall constitute a quorum for the transaction of all business. The directors shall be elected annually by the stockholders, at a meeting to be held on the last Thursday in April of each year. Each stockholder 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 shall have been elected and have 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-treasurer and a secretary. Said board shall have the right to segregate the position of vice-president-treasurer and may elect a secretary who need not be either a director or a stockholder; and it shall employ and dismiss such clerks, managers and other employes of the corporation as the interest and business of the same may justify. Any of the directors shall have the right to appoint, by written instrument, another director or stockholder to act as his proxy and in his stead at any and all meetings 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 void, or of exposing a stockholder to any liability beyond the unpaid balance due on the shares owned by him.

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 three-fourths of the stock of the corporation present or represented at a general meeting convened for that purpose, and after at least ten days' written notice shall have been given through mail 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 from among their number to settle the business and affairs of this company. In case of the death or disability of any one of said commissioners or liquidators, the survivors shall appoint a successor to him.

Article VIII.—Immediately after the signing of this charter the stockholders shall meet and elect three directors who shall serve until the election to be held in April, 1914.

Thus done and passed in my office on the day, month and year first above written, in the presence of Frank B. Twomey and Joseph L. Weiss, competent witnesses, who have signed with the appearers and me, the notary, after reading the whole.

Original signed: Names of subscribers and number of shares subscribed to, omitted.

F. B. Twomey, J. L. Weiss.

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 "Henry Lazarus Company," was this day duly recorded in my office in book 1088, folio 367.