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CHARTER.
OLLIE CYPRESS COMPANY.
UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.

Be it known, that on this 12th day of the month of September, 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, Philip Gensler, Jr., a notary public, duly commissioned and qualified in and for the parish of Orleans, state of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who severally declared that, availing themselves of the laws of the state of Louisiana, in such cases made and provided, and particularly of the provisions of Act No. 78 of the acts of the General Assembly of the state of Louisiana for the year 1904, they have covenanted and agreed, and do by these presents, covenant and agree and bind themselves, as well as all such persons as may hereafter becom eassociated with them, to form a corporation for the objects and purposes, and under the articles and stipulations following, to-wit:

ARTICLE I—The name of this corporation shall be the "OLLIE CYPRESS COMPANY," and under its said corporate name it shall have power and authority to have and enjoy corporate existence and succession for ninety-nine years from and after the date hereof; to contract, gue and be sued; to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase, own, and convey, as well as mortgage and nypothecate property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, agents, directors and officers as its business interest and convenience may require, and to make and establish, as well as to alter and amend, from time to time, such by-laws, rules and regulations for the proper management of its affairs as may be necessary and proper.

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

ARTICLE III—The objects and purposes for which this corporation is established, and the nature of the business to be carried on by it are hereby declared to be as follows: To buy, sell, and generally to deal in all kinds of timber, logs, lumber, ties and other merchandise accessory to or necessary in conjunction with the lumber business, either wholesale, retail, or both; to lease, own, purchase, acquire, hold, sell, assign, mortgage, and convey all forms of property, whether real, or personal, or mixed, within the state of Louisiana or elsewhere; to drain and reclaim lands; to operate saw mills and planing mills, or any other kind of woodworking plants for the manufacture of any and all kinds of wood into manufactured products, and for said purpose to construct tram roads, railroads and other means of transportation, to operate the same, and to do such other things as may be necessary for the conduct of a general milling and manufacturing business; and particularly for the manufacture of ties, piling, lumber, laths, shingles, staves, sash, doors, blinds, and other merchantable products; and for these purposes, to charter or acquire tugs, schooners, barges, dredges, pull-boats, skidders, and ships, and to operate same; to construct and operate booms; to establish and maintain camps; to operate commissary stores, and to do everything and act necessary to, convenient for, or appropriate to, the accomplishment of the aforesaid purposes. The corporation may conduct its said business in any or all of its branches, both in the state of Louisiana, or in any of the several states or territories of the United States of America, and to have power to hold, purchase, own, mortgage and convey both real and personal property in any of said states or territories.

ARTICLE IV—The capital stock of this corporation is hereby fixed at the sum of thirty thousand dollars ($30,000.00), divided into and represented by three hundred (300) shares of stock of the par value of one hundred dollars ($100.00) each, which said stock may be issued for cash, payable at such time, in such amounts, and after such notice to the subscribers as may be fixed by the board of directors, or it may be issued for labor done, or for property actually received by the corporation. This corporation shall become a going concern and be authorized to do business, as goon as thee thousand dollars ($3,000.00) of its capital stock shall have been subscribed for.

ARTICLE V—All the powers of this corporation shall be vested in and be exercised by a board of directors, to be composed of five stockholders, to be elected annually on the first Monday of May in each year.

All such elections shall be held by ballot, and conducted at the office of said corporation under the supervision of a commissioner, to be appointed by the board of directors.

Notice of such elections shall be given by the secretary of the corporation by publication in a newspaper published in the city of New Orleans; said publication shall appear at least three times, and said first publication shall be made at least ten days prior to the holding of said elections.

At all such elections and at all corporate meetings every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, to be cast in person or by his written proxy, and a majority of the votes cast shall elect.

Any vacancy occurring among the directors by death, resignation, or otherwise, shall be filled for the remainder of the term by the remaining directors.

A failure to elect directors on the date above specified shall not dissolve the corporation, nor impair its corporate management, but the directors then in office shall remain in office until their successors shall be elected and qualified.

The board of directors shall elect from among their number a president, who shall algo act as treasurer; a vice-president, and a secretary. They may, from time to time, name and appoint all such other officers and agents as they may deem necessary for the purposes and business of the corporation. They shall have power to fix and define the duties of every officer and employe, and all officers and employes shall hold office and employment at the pleasure of the board. The board of directors may make and establish, as well as alter and amend, any and all by-laws, rules and regulations necessary and proper in their judgment for the proper conduct, support and management of the business and affairs of the corporation.

The board of directors shall have full power and authority to borrow money, to execute mortgages, and create liens; to issue bonds, notes, and other obligations, and generally to do all things reasonable, convenient, and necessary for the proper conduct of the business of the corporation.

The board of directors may issue full paid shares of stock of the corporation for cash, or in payment of labor done, or property actually received by the corporation.

Every member of the board of directors, in case of his absence from the state of Louisiana, or the city of New Orleans, at any time, shall have the right to name and appoint, in writing, a proxy to represent him, and to sit and vote in his place and name at all meetings of the board, which may take place during his absence as aforesaid.

ARTICLE VI—Whenever this corporation shall be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three commissioners, to be appointed from among the stockholders at a meeting of the stockholders convened for such purpose, of which meeting notice shall be given for ten days, by written notice sent by registered mail to each stockholder at his last known address, and by publication in at least one newspaper in the city of New Orleans during such time, and a majority in amount of the capital stock of said corporation represented at such meeting, shall be requisite to elect. Said commissioners shall remain in office until the affairs of the corporation shall be fully liquidated. In case of the death of any commissioner, the surviving comimssioners shall fill the vacancy.

ARTICLE VII—This charter may be modified, changed or altered, or said corporation may be dissolved with the assent of three-fourths of the capital stock, represented at a general meeting of the stockholders convened for such purpose, and after notice shall have been given in one or more newspapers published in the city of New Orleans once a week for four weeks preceding the meeting, and by written or printed notice to each stockholder, mailed to him thirty days prior to the date of the meeting, at the post office address designated by him in writing. Any changes proposed or made in reference to the capital stock shall be made in accordance with the laws of the state of Louisiana on the subject of altering the capital stock of corporations.

ARTICLE VIII—No stockholders shall ever be held liable for the contracts or the faults of said corporation in any further sum than the unpaid balance due the corporation on the shares of stock owned by him, nor shall any mere informality in organization have the effect of rendering the charter null, or of exposing a stockholder to any liability beyond the unpaid balance which may be due on his subscription to stock.

ARTICLE IX—The following stockholders have been chosen and selected as the first board of directors of this corporation, to-wit: W. Stanley Bender, J. Toby Orillion, Thomas M. Cotten, Jas. A. Kathman, and Philip Gensler, Jr., who shall serve as such until the first Monday in May, 1914, or until their successors are elected and qualified; and said W. S. Bender shall act as president and treasurer; said J. T. Orillion as vice-president ,and said T. M. Cotten as secretary; and shall serve as such until their successors shall be chosen and qualified as hereinbefore specially provided.

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

Thus done and passed at my office in the city of New Orleans in the presence of A. Miles Coe and Paul Chasez, competent witnesses, who hereunto sign their names with the said appearers and subscribers, and me, notary, on the day, month and year first above written, after due reading of the whole.

(Original signed): Names of subscribers omitted. A. Miles Coe, Paul Chasez.

PHILIP GENSLER, JR.,
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 Ollie Cypress Company was this day duly recorded in my office, in book 1119, Folio —.

New Orleans, September 12th, 1913.

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

A true copy, except that names of subscribers and number of shares subscribed for by each are omitted.

PHILIP GENSLER, JR.,
(Seal) *Notary Public.*

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OF THE BURGLASS OIL & MINERAL COMPANY.
August 30th, 1913.

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

Be it known that on this thirtieth day of the month of August, in the year one thousand nine hundred and thirteen (1913), before me, Wynne Grey Rogers, a notary public in and for the parish of Orleans, state of Louisiana, duly commissioned and qualified, and 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 severally declared that availing themselves of the laws of the state of Louisiana in such cases made and provided they have agreed and by these presents agree and form themselves, as well as such other persons as may hereafter become associated with them, into a corporation for the objects and purposes and under the articles and terms following, to-wit:

Article I.—The name and title of this corporation shall be the Burglass Oil & Mineral Company, under which name it shall enjoy succession for ninety-nine years from the date hereof; to contract, sue and be sued; to make and use a corporate seal; to hold, receive, lease, purchase, sell, convey, mortgage, affect and hypothecate property, both real and personal, to make all necessary by-laws, rules and regulations for the proper management of its affairs, and the same to alter, amend or repeal at pleasure and in general to have all the powers that are conferred on corporations organized for the purposes of the present corporation, and to do and perform all acts and things requisite and necessary to carry out the purposes of said corporation.

Article II.—The domicile of this corporation shall be in the city of New Orleans, state of Louisiana, where citation and other legal process shall be served on the president, or in default of these on the secretary.

Article III.—The objects and purposes of this corporation and the nature of the business to be carried on by it are hereby declared to be as follows:

To own, acquire, buy, sell, exchange, lease, donate, mortgage, hypothecate, improve and develop real estate and the products of said real estate in the state of Louisiana, or elsewhere; to prospect, mine, drill and bore for oil, gas, sulphur, or other minerals; to operate on and gas wells or sulphur mines; to manufacture, refine, buy and sell petroleum and other oil products and by-products; to lease, maintain and operate warehouses, pipe lines, pumping plants, refineries, railroads; to acquire by purchase or otherwise personal property, and to sell, pledge and transfer the same; and generally to engage in or conduct any business or enterprise incident to or growing out of or tending to the advantage or fuller development of the aforesaid objects and purposes.

Article IV.—The capital stock of this corporation shall be fifteen thousand ($15,000) dollars, divided into three hundred shares (300) of the par value of fifty ($50.00) dollars each, which shall be paid for in cash or its equivalent, for property, for labor performed or services actually rendered.

This corporation shall be a going concern and authorized to begin business as soon as five thousand ($5,000.00) dollars of its capital stock shall have been subscribed for.

All transfers of stock shall be made by the owner or his agent duly authorized in writing upon the books of the company and upon the production and surrender of the certificate of stock.

No stockholder shall sell or dispose of his stock without having offered the same for sale in writing to the corporation, through its board of directors, who shall have the first opportunity to purchase same at the market value thereof, and should the said board of directors fail or refuse to purchase said stock within thirty (30) days from said notice, the stockholder offering said stock may sell or dispose of same to any person whatsoever.

Article V.—All the corporate powers of this corporation shall be vested in and exercised by a board of directors, consisting of five stockholders, who shall be elected by the annual meeting of the stockholders to be held on the third Monday of August of each year.

A majority of the board of directors shall constitute a quorum for the transaction of business.

The officers of this corporation shall be a president, first vice-president, second vice-president, secretary and the treasurer. They shall be elected annually by the board of directors, and shall, therefore, constitute the said board of directors as hereinabove provided.

All directors and officers shall be elected for the term of one year, but shall hold their respective offices until their successors are elected and qualified.

Any vacancy in the board of directors or officers from whatever cause shall be filled by the remaining members of the board.

The board of directors shall have power without reference to the stockholders to buy, sell, lease, mortgage, hypothecate and pledge all kinds of property on behalf of the corporation, and generally to exercise all power conferred on this board of directors by these articles of incorporation.

All elections shall be by ballot and the majority of votes cast shall elect.

At all meetings each stockholder shall be entitled to one vote either in person or by written proxy for each share of stock standing in his name on the books of the corporation; provided, that no stock shall be voted at any meeting which has been transferred on the books of the corporation within thirty days prior to said meeting.

Until the first annual election or until their successors are elected and qualified, the board of directors of this corporation shall consist of Abraham Burglass, Edward H. Walsdorf, W. P. Flower, F. H. Lande and F. W. Giles, with Abraham Burglass, president; E. H. Walsdorf, first vice-president; W. P. Flower, second vice-president; F. H. Lande, treasurer and R. W. Giles, secretary.

Article VI.—This act of incorporation may be changed, altered, or amended, or the corporation dissolved, by a vote of two-thirds of the stock present or represented at a general meeting of the stockholders called for that purpose, after ten (10) days' notice of said meeting shall have been given by advertisement in one of the daily newspapers published in the city of New Orleans.

Article VII.—No stockholder shall ever be held 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 or for which he has subscribed nor shall any informality in organization or the failure to hold meetings or to elect officers or directors, at any time, have the effect of rendering this charter null, or of exposing any stockholder to any liability beyond the unpaid balance due on his stock.

Article VIII.—At the expiration of this charter, or when this corporation is otherwise sooner dissolved, its affairs shall be liquidated by two liquidating commissioners to be elected by the stockholders at a meeting convened for that purpose, after notice of said meeting shall have been given as provided in Article VI. In the event of the death or disability, for any cause, of one of the liquidating commissioners, the remaining commissioner shall act as sole liquidating commissioner. In the event of the death or disability, by any cause, of both of said liquidating commissioners, their successors shall be elected by the stockholders at a general meeting to be convened as hereinabove provided.

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 Chas. Jumonville and P. R. Ferrera, competent witnesses, who have hereunto signed their names, together with said appearers, and me, notary, after reading of the whole, and who declare this to be their stock subscription list.

Original signed: Edw. H. Walsdorf, 20 shares; Frank H. Lande, 10 shares; A. Burglass, 50 shares; W. P. Flower, 35 shares, per Sam R. Ely; F. W. Giles, 50 shares.

Witnesses: P. R. Ferrera, Chas. Jumonville.

WYNNE G. ROGERS, 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 Burglass Oil and Mineral Co. was this day duly recorded in my office, in book 1119, folio 27. New Orleans, Sept. 2, 1913.

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

I, the undersigned notary public, do hereby certify that the above and foregoing is a true and correct copy of the original act of incorporation of the Burglass Oil & Mineral Co., and of the certificate of the recorder of mortgages thereto attached, of record and on file in my notarial office.

In faith whereof, I grant these presents under my signature and seal of office.

New Orleans, September 8, 1913.

WYNNE G. ROGERS, Not. Pub.

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CHARTER
OF OLYMPIA REALTY COMPANY.
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, before me, Sidney F. Gautier, 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 New Orleans, parish of Orleans, 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.

ARTICLE "I."—The name and title of this corporation shall be the OLYMPIA REALTY COMPANY, and in its name it shall have the right to contract, sue and be sued, to make and use a corporate seal and the same to be altered at pleasure. To hold, receive, purchase, lease and convey as well as mortgage and hypothecate and pledge under its aforesaid name, properly real, personal and mixed, together with any and all rights, privileges and franchises as said corporation may possess or acquire.

ARTICLE "II."—The domicile of this corporation is fixed and established in the city of New Orleans, state of Louisiana.

ARTICLE "III."—The capital stock of this corporation is hereby fixed and declared to be fifty thousand ($50,000.00) dollars, divided into five hundred (500) shares of the par value of one hundred ($100.00) dollars each. Said corporation to be a going concern when three thousand ($3,000.00) dollars shall have been subscribed and paid up. The stock of this corporation may be subscribed to and paid for in cash or its equivalent in any tangible property or asset that may be accepted by the said corporation.

ARTICLE "IV."—The objects and purposes of this corporation are declared to be to acquire, hold, maintain and operate real estate, vacant and improved, situated in the state of Louisiana and elsewhere, as well as to develop and improve real estate in this state and elsewhere.

ARTICLE "V."—The affairs of this corporation shall be administered by a board of directors composed of four members, who shall select from their number a president, a vice-president, a secretary, and a treasurer.

The first board of directors shall consist of Peter Ciaccio, Louis Pecoraro, N. J. Clesi, Francis A. Nassans, with Peter Ciaccio as president, Louis Pecoraro as vice-president, N. J. Clesi as treasurer, and F. A. Nassans as secretary; who shall hold office until the first day of April, 1914. The election of their successors shall take place under such conditions and at such time as may be decided in the by-laws to be adopted by the corporation.

ARTICLE "VI."—This corporation shall exist ninety-nine years. Upon the termination of the charter or if it is dissolved sooner, its affairs shall be liquidated by two liquidators elected by the board of directors, and this corporation may be dissolved at any time before the expiration of the present charter, by a three-fourths vote of the capital stock.

ARTICLE "VII."—No sotckholder shall be held liable or responsible for any obligation of this corporation in any further sum than the unpaid balance due the company on shares held by him nor shall any mere informality in the organization hereof have the effect of rendering this charter null and expose him to any liability.

Thus done and passed in my office in the city of New Orleans, on the day and month and year first above written in the presence of K. V. Richard and D. Dauner, competent witnesses, who hereto sign their names with the said appearers and me, notary, after reading of the whole.

(Original signed): Peter Ciaccio, eight shares; Louis Pecoraro, eight shares; N. J. Clesi, eight shares; F. A. Nassans, eight shares. (Witnesses): K. V. Richard, Dan. Dauner.

SIDNEY F. GAUTIER,
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 corporation of the Olympia Realty Company was this day duly recorded in my office in book 1088, folio 312.

New Orleans, April 2nd, 1913.

(Signed) EMILE J. LEONARD, Dep. Clk.

A true copy from the original charter in the records of my office.

New Orleans, La., April 10th, 1913.

SIDNEY F. GAUTIER,
(Seal) *Notary Public.*

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CHARTER
OF COLUMBIA LAND AND DEVELOPMENT COMPANY.
United States of America, State of Louisiana, Parish of Orleans, City of New Orleans.

Be it known, that on the thirtieth day of the month of August, in the year of our Lord, one thousand nine hundred and thirteen, before me, John R. Upton, 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, peronsally came and appeared the parties whose names are hereinafter signed, all of lawful age and residents of New Orleans, parish of Orleans, 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.

Article I.—The name and style of this corporation shall be: Columbia Land and Development Company, and under that name it shall have and enjoy all the rights and privileges granted by law to corporations; it shall exist for the period of ninety-nine years from this day; it shall have the power to contract, sue and be sued in its corporate name; to make and use a corporate seal; 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 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 proper management and control of the affairs of said corporation, through its board of directors, 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 and in his absence, on the vice-president of said corporation.

Article III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it are hereby declared to be: to buy, sell, hold and lease movable, immovable and mixed property, for any and all purposes whatsoever; to improve the same, and to erect structures of all descriptions; to borrow money and secure the same by mortgage, hypothecation and pledge; to issue bonds; and generally to carry on any business or enterprise that may be incidental to, or convenient in the proper and successful exercise of any of the powers conferred upon this company by these articles of incorporation.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of one hundred thousand dollars ($100,000.00), to be represented by one thousand (1,000) shares of the par value of one hundred dollars ($100.00) 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 the corporation, all in the manner and form directed or determined by the board of directors.

Article V.—All of the corporate powers of this company shall be vested in, and the management and control of its affairs shall be exercised by a board of directors, composed of five stockholders, who shall select from their number a president, vice-president and secretary-treasurer.

The first board of directors shall consist of: Peter Ciaccio, N. J. Clesi, F. A. Nassans, Theodore Ciaccio and John Lluzza, with Peter Ciaccio as president, N. J. Clesi as vice-president and F. A. Nassans as secretary-treasurer, who shall hold office until the first day of September, 1914; a majority of whom shall constitute a quorum for the transaction of all business. The directors shall be elected by ballot, by the stockholders, on the first day of September, of each year. The first election under this charter, to be on the first day of September, 1915. 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 and a secretary-treasurer.

Article VI.—No stockholder shall ever be held liable or responsible for the contracts, faults or debts of the 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 two-thirds 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 has 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 the 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.—This corporation shall be a going concern, as soon as twenty thousand ($20,000.00) dollars of the capital stock, shall have been subscribed and paid for.

Thus done and passed in my office, on the day, month and year, first above written, in the presence of Horace E. Upton and Edgar O. Raymond, competent witnesses, who have signed with the appearers, and me, notary, after reading the whole.

Original signed: Names of subscribers omitted. Witnesses: H. E. Upton, E. O. Raymond.

JOHN R. UPTON, Not. Pub.

I, the undersigned recorder of mortgages in and for the parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of the Columbia Land and Development Company was this day duly recorded in my office, in book 1119, folio —.

New Orleans, September 8, 1913.

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

A true copy.

New Orleans, La., Sept. 8, 1913.

JOHN R. UPTON, Not. Pub.

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CHARTER
OF MOTHE UNDERTAKING COMPANY.

On this 2nd day of September, 1913, came before me, Ethelred Macaulay Stafford, a notary public, duly commissioned, sworn and qualified in and for the parish of Orleans, state of Louisiana, the persons whose names are hereunto subscribed, all adult residents of this city, who declared that they do hereby organize under the laws of this state, a corporation to exist for ninety-nine years from date, and to be known as Mothe Undertaking Company, domiciled in this city of New Orleans, with capital stock of six thousand five hundred dollars, in sixty-five shares of one hundred dollars each, payable in cash, for the purpose of carrying on a general undertaking and livery business, together with livery things appertaining thereto, as also to buy, sell, rent and act as agents for automobiles and supplies thereof.

This company shall have a president, vice-president, secretary-treasurer, who shall form the board of directors, which shall have the usual governing powers. The first officers and board shall be: E. J. Mothe, president; E. M. Stafford, vice-president; W. S. Lampton, secretary-treasurer.

Future officers and boards shall be elected on the first Monday of September of each year, after seven days mail notice to each stockholder. A vote of two-thirds of the stockholders shall be required for amendments or liquidation, at a meeting of which ten days mailed notice shall be given. In case of liquidation, the board of directors shall be the liquidators. Citation shall be served upon the president of the corporation or in his absence any other officer.

Thus done and passed in my notarial office, at New Orleans, on the date above written in the presence of Messrs. Leonard C. Vacher and Henry W. Robinson, competent witnesses, who hereunto sign their names with said appearers and me, notary, after reading the whole.

Signed: E. J. Mothe, 63 shares; E. M. Stafford, 1 share. H. W. Robinson, L. C. Vacher.

ETHELRED M. STAFFORD, Notary Public.

I, the undesigned 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 Mothe Undertaking Company, was this day duly recorded in my office, in book 1119, folio —. New Orleans, Sept. 5, 1913.

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

A true copy.

ETHELRED M. STAFFORD, Notary Public.

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AMENDMENT TO
CHARTER
OF CONSOLIDATED REALTY AND MANUFACTURING COMPANY.

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

Be it known, that on this fifth day of September, nineteen hundred and thirteen (1913), before me, George Montgomery, a notary public, duly commissioned and qualified in and for the parish of Orleans, and city of New Orleans, therein residing, personally appeared: Mr. Philip Forschler and Mr. William Renaudin, both of the full age of majority and residents of this city, here in acting as president and secretary respectively of "The Consolidated Realty and Manufacturing Company, Limited," a corporation domiciled and doing business in this city, and organized under the laws of this state by act passed before William Renaudin, notary public, on December 3, 1912, recorded in mortgage office book 1055, folio 717, and by virtue of resolutions adopted by the stockholders of said corporation at a meeting held on September 3, 1913, a certified copy whereof is hereto annexed and made part hereof; which appearers, acting as aforesaid, declared that:

Whereas, at a meeting of the stockholders of said corporation held on September 3, 1913, at its office in this city, the necessary amount of stockholders being present or represented, amendments to the Preamble and to Articles I, II, III and V of the charter as below shown were adopted by the unanimous vote of all the stockholders present or represented at said meeting, and

Whereas, appearers were authorized by said resolutions to appear before the undersigned notary public and embody the desired amendments to said charter in a notarial act so as to conform to the law and to serve as in justice may appertain, or occasion may require;

Now therefore the said appearers, acting as aforesaid, have requested me, notary, to promulgate said amendments and make them part of the charter of said corporation to the end that said amendments shall henceforth have the same force and effect as if the original articles of incorporation had read as they will read as now amended;

I, said notary, have accordingly promulgated said amendments and do by these presents make them part of the original articles of incorporation to serve as in law and justice may appertain, or occasion may require to the end that said original articles of incorporation, as now amended, shall hereafter read as follows, to-wit:

PREAMBLE.

"Be it known that on this 3rd day of December in the year one thousand nine hundred and twelve, before me, William Renaudin, a notary public in and for the parish of Orleans, state of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereunto subscribed, all above the full age of majority and residents of this city; who severally declared that availing themselves of the provisions of an act of the legislature of this state known as act No. 78 of 1904, as well as of those of the general laws of this state relative to the organization of corporations, they have formed and organized, and do by these presents form themselves into and constitute a corporation for the objects and purposes and the stipulations and agreements hereinafter set forth and expressed which they hereby adopt as their charter, to-wit:

Article I.—The name and title of this corporation hereby formed is declared to be "The Consolidated Realty and Manufacturing Company." Its domicile shall be in the city of New Orleans, state of Louisiana, and it shall have and enjoy succession by its corporate name for a period of ninety-nine years from and after the date thereof.

All citations or other legal process shall be served upon the president and in the event of his absence or inability to act from any cause, the same shall be served upon either the vice-president or manager of the corporation.

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 the purchase and sale, either for cash or on terms, of improved and unimproved real estate in the city of New Orleans or elsewhere and the erection of buildings for dwellings, store or other purposes; the erection by general contract or otherwise of any and all kinds of buildings; to sell real and personal property for its own account or on commission and to borrow or lend money on real estate or other collateral; to manufacture, purchase and sell building materials of all kinds; to erect buildings, warehouses, etc., and install therein all necessary machinery necessary in the furtherance of its business and to own and operate vessels, motor boats, or other water craft for the transportation of its materials; to buy, sell, take, own, hold and deal in shares of stock of this and other corporations, bonds, mortgages, pledges, choses in action, judgments, etc., the same to sell or hypothecate at pleasure; to buy and otherwise acquire, to hold, own, manage, operate, improve, develop and sell timber lands and other real estate and to buy, build, construct, own, operate and lease sawmills and planing mills, and to manufacture and prepare for market, transport, import, export, deal in any article or product incident to the character of the above business, it being thereby intended to acquire by purchase or manufacture or otherwise all supplies and materials necessary or convenient for use in connection with and in accomplishing the objects above mentioned and every part thereof.

Article III.—The capital stock of this corporation is hereby fixed at the sum of two hundred thousand dollars ($200,000.00), represented by eight thousand shares (8,000) of the par value of twenty-five dollars ($25) each, which shall be paid for in cash in such amounts and manner and at such times as the board of directors may determine, or the same may be issued for property actually received by or services actually rendered to the corporation.

Of such total authorized capital stock two thousand shares amounting to fifty thousand dollars ($50,000.00) shall be preferred stock and six thousand shares amounting to one hundred and fifty thousand dollars ($150,000.00) shall be common stock.

The preferred stock shall be entitled out of any and all surplus net profits, whenever declared by the board of directors to cumulative dividends the right of, but not exceeding seven per cent per annum for the year beginning on the 1st day of September, 1913, and for each and every fiscal year beginning January 1st, 1914, thereafter payable in preference and priority to any payments of dividends on the common stock for such fiscal year.

The common stock shall be subject to the prior rights of the holders of the preferred stock as herein declared, except when the preferred stock shall be ineligible to representation on the board of directors or in the management of the corporation.

If after providing for the payment of full dividend for any fiscal year on the preferred stock there shall remain in surplus net profits for said fiscal year, then the same shall be applicable to dividends upon the common stock, when and as, from time to time, the same shall be declared by the board of directors but not until after the dividends have been paid on the preferred stock for said fiscal year.

Article V.—All the corporate powers of this corporation shall be vested in and exercised by a board of not less than seven nor more than nine directors, composed of stockholders, a majority of whom shall constitute a quorum for the transaction of all business.

Immediately upon the signing of this act of incorporation, the stockholders shall meet and elect directors who shall serve as such until the second Monday in January, 1914, or until their successors shall have been duly elected and qualified, and said board so elected shall convene at once and elect a president, vice-president and secretary-treasurer, who shall hold office during the term of said board.

On the second Monday in January, 1914, and annually thereafter an election of directors shall be held at the office of the corporation under the supervision of two commissioners to be appointed by the president and the directors then elected shall immediately take their seats and hold office until their successors are elected and qualified.

Notice of the election shall be given by the secretary-treasurer to each stockholder in writing by mail ten days prior to all elections, sent to his last known residence or place of business.

Each board shall elect its own officers who shall hold office during the tenure of the board.

All corporate elections shall be by ballot and a majority of the votes cast shall elect and each share of stock shall be entitled to one vote either in person or by proxy, at all meetings of the stockholders. Transfers of stock will not be recognized unless transferred on the book of the company by the owner or his duly authorized attorney.

All vacancies occurring in the board of directors from any cause shall be filled by the remaining directors.

All other articles in said original act of incorporation shall remain unchanged and unaltered.

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

Original signed: Philip Forschler, president; Wm. Renaudin, secretary. Henry Prince, Clarence Schroeder.

GEO. MONTGOMERY, 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 amendments to act of incorporation of The Consolidated Realty and Manufacturing Company, Limited, was this day duly recorded in my office, in book 1117, folio —. New Orleans, September 5, 1913.

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

I certify the above and foregoing to be a true and correct copy of an act embodying amendments to the act of incorporation of "The Consolidated Realty and Manufacturing Company, Limited," as well as of the certificate of the recorder of mortgages thereto appended, the whole on file and of record in my office.

In faith whereof I have hereunto set my hand and official seal, at New Orleans, La., this fifth day of September, 1913.

GEO. MONTGOMERY, Not. Pub.
L. & L. & C. Building.

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CHARTER
OF DAUNER-NASSANS REALTY COMPANY, LIMITED.
UNITED STATES OF AMERICA, STATE OF LOUISIANA, PARISH OF ORLEANS, CITY OF NEW ORLEANS.
June 16th, 1913.

Be it known, that on the sixteenth day of the month of June, 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, Sidney Francis Gautier, a notary public, duly commissioned, sworn 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 parties whose names are hereinafter signed, all of lawful age and residing in the city of New Orleans, parish of Orleans, who declared, that availing themselves of the privileges and advantages of the laws of the state of Louisiana relative to the formation of corporations, they have and do hereby covenant and agree, for themselves and for those who may hereafter become associated with them, to form themselves into a corporation, for the purposes and objects hereinafter more specially set forth.

ARTICLE "I."—The name and title of this corporation shall be DAUNER-NASSANS REALTY COMPANY, LIMITED, and in its name it shall have the right to contract, sue and be sued; to make and use a corporate seal and the same to be altered at pleasure; to hold, receive, purchase, lease and convey, as well as mortgage and hypothecate and pledge, under its aforesaid name, property real, personal and mixed, together with any and all rights, privileges and franchises as said corporation may possess or acquire.

ARTICLE "II."—The domicile of this corporation is hereby fixed and established in the city of New Orleans, state of Louisiana. The president, and in his absence the vice-president, shall be the proper officer upon whom citation and other legal process shall be served.

ARTICLE "III."—The capital stock of this corporation is hereby fixed and declared to be f