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B. J. NORTH, - - Agent.

ACT OF INCORPORATION OF J. A. MAJORS COMPANY.

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

Be it known, That on this the 2nd day of the month of February, in the year of our Lord one thousand nine hundred and fourteen, and of the Independence of the United States of America the one hundred and thirty-eighth, before me, Charles F. Fletchinger, a notary public, duly commissioned and qualified in and for the City, Parish and State aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of this State, relative to the formation and organization of corporations, they have covenanted and agreed, and do, by these presents, covenant, agree and bind themselves, as well as those who may hereafter become associated with them, to form themselves into a corporation for the objects and purposes, with the name and under the stipulations following, to-wit:

Article I. The name and style of this corporation shall be "J. A. Majors Company," and by said corporate name it shall have succession and enjoy existence for a period of fifty years, unless sooner dissolved, in the manner provided by law, and the Articles of this Charter; and, under said corporate name, it shall have power and authority to contract, sue and be sued, to make and use a corporate seal, 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.

Article II. The domicile of this corporation shall be in the City of New Orleans, State of Louisiana, and all citations and other legal processes shall be served upon the President, or, in his absence or inability to act, upon any other officer of the corporation.

Article III. The objects and purposes for which this corporation is formed are hereby declared to be to conduct a general book and stationery business; to buy and sell books, journals and periodicals of every kind and description, at wholesale and retail, or on a commission basis; to buy and sell surgical instruments, at wholesale or retail, or on a commission basis; and to buy and sell merchandise of every kind and description, at wholesale or retail or on a commission basis; to acquire, by purchase, lease or otherwise, real estate, and to hold, improve, lease, mortgage, sell or otherwise dispose of the same; and, generally, to perform all acts incidental to or germane to the purposes above specified.

Article IV. The capital stock of this corporation is hereby fixed at twenty thousand ($20,000) dollars, divided into two hundred (200) shares of the par value of one hundred ($100.00) dollars each; said stock shall be issued only for cash, or in payment of property or services actually received by or rendered to the corporation; this corporation shall commence business and become a going concern as soon as three thousand dollars of its capital stock shall have been subscribed and paid for; the residue of said stock to be issued and payment made therefor subject to the action and call of the Board of Directors. Said stock shall be fully paid at the time of its issuance, and thereafter non-assessable, and the capital stock may be increased or decreased in the manner provided by the laws of this State.

The parties to this Act declared that they hereby subscribe for the number of shares of the capital stock set opposite their respective signatures hereto, so that this Act of Incorporation shall serve as an original subscription.

All stock of the corporation may be transferred by the owner or his duly authorized attorney in fact on the books of the corporation, but no stockholder shall have the right to sell or dispose of his stock without first offering the same, in writing, at a cash price to be named by him, first, to the President of the corporation and, in his absence, successively to the Vice President and to the Secretary-treasurer, the above officers being severally constituted the agents of the other stockholders to purchase said stock so offered for their use and benefit.

The said agents shall have ten days' time in which to accept or refuse said offer from and after the date of its receipt. If the offer shall be accepted, the stockholder, upon being paid the price, shall at once transfer the stock, to which every one of said agents has accepted the offer. If the offer is rejected, the stockholders shall not sell the stock to anyone for a less price than that named in his offer, without again offering the same to said agents at the reduced price, in the same manner as in the first instance. In case any of said stock so offered shall be purchased by any one of said agents, it shall, at the discretion of the Board of Directors, be sold to whoever the Board of Directors wishes and designates, or it shall be prorated among the other shareholders in proportion to the number of shares owned by each, if they decide to take and pay for the same at cost price, otherwise, the agent making the purchase may retain the stock for his own account.

Article V. All the powers of this corporation shall be vested in and be exercised by a board of three directors, to be elected each year by the stockholders at the annual meeting; the said directors shall be bona fide stockholders, and the first board shall consist of John A. Majors, George Henser and Norman R. Shubert, with the following officers: John A. Majors, who shall be president; George Henser, who shall be vice president; Norman R. Shubert, who shall be secretary-treasurer. On the last Monday in December, 1914, and annually thereafter, except when such day shall fall on a legal holiday, then upon the next following layday, the stockholders shall elect a Board of Directors for the ensuing year, the board already installed to continue to hold over until their successors are elected and qualified.

The Board of Directors so elected shall select from their own number the officers of the corporation. The officers shall be a President, a Vice President and a Secretary-treasurer. The election of directors shall be by ballot, and the person receiving the largest number of votes cast shall be declared elected. For electing directors or for any other purpose, each share of stock, whether in person or by proxy, shall be entitled to one vote, and a majority of the votes cast shall be required to pass any resolution or decide any question submitted to the stockholders, except for the alteration or amendment of this charter or the dissolution of the corporation, as hereinafter provided.

The said Board of Directors shall have power and authority to make all necessary rules and regulations for the management, operation and control of the business of the corporation, as well as to make all necessary rules and by-laws, with power to fill any vacancy occurring in their number or any vacancy occurring among the officers of the corporation; a majority of the directors voting at any one time, in person or by proxy, shall be required to pass any resolution or adopt any by-laws and which, when so adopted, shall become valid corporate acts.

Article VI. Notice of all meetings for stockholders, for electing directors, or for any other purpose, except as may be hereinafter directed, shall be given, in writing, by the Secretary to be deposited in the mail, at least ten days before such meeting, directed to each stockholder, at his last known address, appearing on the books of the corporation, unless said notice is waived in writing, by all the stockholders appearing as such upon the books.

Article VII. This act of incorporation may be modified, added to, changed or amended, or this corporation may be dissolved by and with the assent of the holders of three-fourths in amount of its then outstanding stock, given at a general meeting of the stockholders, to be convened after ten days' prior notice, to be given in one of the daily newspapers published in the City of New Orleans, in addition to the personal notice to each stockholder, as provided in Article VI of this charter, and such changes as may be made, in reference to an increase or decrease of the capital stock shall be preceded by such notices, delays and formalities as by law required.

In the event of the dissolution of said corporation, either by limitation of its charter, or otherwise, its affairs shall be liquidated by three commissioners, to be appointed and elected at a special meeting called for that purpose, as above provided, and who shall remain in office until the affairs of said corporation shall be fully liquidated; and, in case of the death of one or more of said liquidators, the survivors or survivor shall continue to act.

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

Thus done and passed, in my office in the City of New Orleans, on the day, month and year first hereinbefore written, in the presence of Burt W. Henry and Ashton Ducatel, competent witnesses, who hereunto sign their names, together with said appearers and me, the notary, after a due reading of the whole.

Witnesses: Burt W. Henry, Ashton Ducatel.

Names of Subscribers Omitted.

CHAS. F. FLETCHINGER, Not. Pub.

I, the undersigned, Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, hereby certify that the above and foregoing Act of Incorporation of J. A. Majors Company was this day duly recorded in my office in Book 1119, Folio ——.

New Orleans, Louisiana, February 4, 1914.

(Signed): EMILE LEONARD, D. R.

A True Copy:

CHAS. F. FLETCHINGER, Not. Pub.

Feb5-12-19-26-Mch5-12

AMENDMENT OF THE CHARTER OF THE JACKSON BREWING COMPANY.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans.

Be it known, that on this 23rd day of the month of December, 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, Alexis Brian, a notary public, duly commissioned and qualified, within and for the parish of Orleans, state of Louisiana, and in presence of the witnesses hereinafter named and undersigned, personally came and appeared Mr. Lawrence Fabacher and Mr. Gustave Oertling, residents of the state of Louisiana, of full age, herein appearing and acting in their capacities as president and secretary-treasurer respectively of the Jackson Brewing Company, a Louisiana corporation, domiciled in the city of New Orleans, organized originally by act before E. K. Skinner, notary public, on the 25th day of June, 1890, which act of incorporation was amended by act passed before the same notary on the 18th day of July, 1891, and pursuant to a resolution passed at a stockholders' meeting hereinafter mentioned, certified copies of the minutes of which meeting are hereto annexed as part hereof; who declared that at a general meeting of the stockholders of said corporation held on the 17th day of December, 1913, which had been convened for the especial purpose, in accordance with law, the following amendment to the charter of said corporation was adopted, to-wit:

Article I of said charter was amended so as to read, as follows, viz:

"Article I.—This corporation shall be known as the Jackson Brewing Company. Its domicile shall be in the city of New Orleans, state of Louisiana, and the president, or in his absence, the secretary-treasurer shall be the proper person on whom citation or other legal process shall be served; and under said name, unless sooner dissolved in accordance with its charter, said corporation shall exist and continue, and have and enjoy corporate existence for the period of ninety-nine (99) years from and after the date of its incorporation; and shall have power and authority to transact, contract, sue and be sued, plead or be impleaded; and in its corporate name to make and use a corporate seal, with such device as may be hereafter determined upon, and to letter or word the same as may be deemed proper; to name and appoint such managers, directors and officers as its interest and convenience may require; to make and establish such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary and proper, and the same to change, alter or amend at pleasure; to have, hold, receive, borrow, loan, exchange, acquire, purchase, sell, alienate, convey, lease, pledge, pawn, hypothecate, encumber, or mortgage property of any kind, real, personal or mixed, corporeal or incorporeal, movable or immovable; to accept mortgages, pledges or other forms of security for money loaned or other debts; to erect all buildings and machinery and other appliances necessary to carry out the objects and purposes of this corporation, and generally to possess all the powers and privileges which corporations are and may hereafter be authorized to possess under the constitution and laws of this state."

Article II of said charter was amended so as to read, as follows:

Article II.—"The objects and purposes for which this corporation is established are hereby declared to be that of purchasing vacant or improved real estate, in this city and elsewhere, and of constructing thereon and maintaining and conducting a brewery or breweries, or to purchase, lease or otherwise hold or acquire a brewery or breweries already in operation, and to manufacture, brew, bottle, buy, sell and generally deal in lager beer and all kinds of ale, beer, porter and other malt liquors or beverages, and to sell all the products and by-products of such brewery or breweries; to deal in malt and hops and the products thereof, and in all other materials used in connection with the business of manufacturing the beverages aforesaid; to buy, sell, lease or mortgage real estate; to buy, purchase, acquire, own, hold, sell and dispose of, and generally deal in the stocks, bonds, securities or other evidences of indebtedness of any corporation, domestic or foreign, and to hold same either as owner or as trustee for its stockholders, and while holding same, to possess and exercise in respect thereto all the rights, powers and privileges of individual owners thereof; to make loans and advances, either with or without security of any kind; to guarantee and endorse the notes, bonds, securities, obligations and accounts of other corporations, firms and individuals, so far as necessary and proper in connection with its business; to carry on any other business which under the law it may be entitled to carry on which may seem to the corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, or to facilitate it in the transaction of its aforesaid business or businesses, or any part thereof; or in the transaction of any other lawful business that may be calculated, directly or indirectly, to enhance the value of or to render profitable any of the company's properties and rights; and generally to hold and exercise all such incidental powers and privileges as relate to the objects and purposes hereinbefore set forth, or as may be necessary or useful for effecting the said objects and purposes."

Article IV of said charter was amended so as to read, as follows:

Article IV.—"All the corporate powers of this corporation shall be vested in and exercised by, and all its business shall be managed by a board of directors, to be composed of nine stockholders, a majority of whom shall form a quorum to transact business, and each of whom shall hold in his own right at least ten (10) shares of the capital stock of this corporation. On the third Wednesday of January, 1915, and on the third Wednesday of January of each succeeding year, an election for the nine directors of this corporation shall be held at the office of the corporation in the city of New Orleans, of which election at least ten days notice shall be previously given by advertisement in one or more daily newspapers of general circulation, published in the English language, in the city of New Orleans. The voting for directors shall be by ballot and each and every stockholder shall be entitled at all elections, either in person or by proxy, to one vote for each share of the capital stock of the company which shall have been standing in his name on the company's books for at least ten (10) days prior to the date of said election, and a majority of votes cast, counting one vote for each share voted, shall be required to elect.

"A failure from any cause whatsoever to hold said annual election, or to elect directors, on the date above specified, shall not dissolve the corporation, but the directors and officers then in office shall hold over until their successors shall have been elected and qualified at the next annual election.

"Each board of directors so elected shall enter upon the discharge of their duties on the first Wednesday following their election, and at their first meeting shall elect from their number a president, three vice-presidents and a secretary-treasurer, who may, but need not be, either a director or stockholder, and the board of directors shall fix their respective salaries and define their duties. If any officer should die, resign or sell his qualifying stock during his term of office, the board of directors shall elect his successor as soon as the vacancy on the board be filled as hereinafter provided.

"If any director of this corporation shall, during his term of office, cease to hold in his own right at least ten (10) shares of the capital stock of this company, the board of directors shall declare his position vacant, and in case of a vacancy on the board from such, or any other cause, or in case of the death or resignation of any director before the end of his term of office, the board of directors shall fill the same by electing thereto from among the stockholders one having the proper qualifications, to serve until his successor shall have been elected at the next ensuing annual election and shall have qualified."

Article V of said charter was amended so as to read, as follows:

Article V.—"Except as to the increase or decrease of capital stock, which must be done in the manner and form required by law, this act of incorporation may be changed, modified, or altered, or this corporation may be dissolved with the assent of two-thirds of the stock represented and voting (which two-thirds must be a majority in amount of the whole of the capital stock of the company then outstanding) at any general meeting of the stockholders convened for such purpose after thirty (30) days previous notice shall have been given by advertisement in one or more daily newspapers of general circulation published in the English language in the city of New Orleans. In event the dissolution of the corporation is voted, the commissioners provided for in Article VIII hereof may be elected, if so desired, at the same meeting at which the dissolution is voted."

Article VI of said charter was amended so as to read, as follows:

Article VI.—"Until the next election for directors shall be held and their successors shall have been duly elected and qualified, the following named persons shall constitute the board of directors, and they are hereby invested with all the rights and powers thereunto belonging, and empowered generally to do and perform, as well, all things not herein specially provided for which may be necessary to carry into full effect the objects and purposes of this corporation: Lawrence Fabacher, Adolph Dumser, Joseph Melcher, Antony Frey, Albert Fabacher, Peter Fabacher, John W. Fairfax, Lawrence B. Fabacher, Gustave Oertling, with Lawrence Fabacher as president, Adolph Dumser, Joseph Melcher and Lawrence B. Fabacher as vice-presidents, and Gustave Oertling as secretary-treasurer."

Article VII of said charter was amended so as to read, as follows:

Article VII.—"No transfer of the capital stock of this corporation shall be binding upon this corporation unless recorded on the books thereof and made pursuant to and in accordance with its charter and by-laws."

Article VIII of said charter was amended so as to read, as follows:

Article VIII.—"Upon the termination of this charter by limitation, or upon the dissolution of this corporation, the business and affairs of the corporation shall be liquidated according to law by three commissioners, who shall be elected from among the stockholders by ballot at a general meeting of the stockholders convened for that purpose, after thirty (30) days previous notice shall have been given by advertisement in one or more daily newspapers of general circulation, published in the English language in the city of New Orleans, and said commissioners, when elected, shall furnish bond, with good and solvent security, in amount to be fixed by the stockholders at the meeting at which the commissioners are elected; and said commissioners shall remain in office until the final settlement and liquidation of the affairs of this corporation. A plurality of all the votes cast at such election shall be sufficient to elect, and in case of the resignation, death, or failure or refusal to act of any one or more of such commissioners, the remaining commissioner or commissioners shall declare the office vacant and shall fill such vacancy or vacancies by election or elections from among the stockholders."

The whole as more fully appears by the annexed certified copy of the minutes of said stockholders' meeting.

And the said appearers having requested me, notary, to put the said amendment in authentic form, I do, by these presents, receive said amendment in the form of this public act, to the end that said amendment may be promulgated and recorded and thus be read into the original charter passed before E. K. Skinner, notary public, on the 25th day of June, 1890, as amended by act passed before the same notary on the 18th day of July, 1891.

Thus done and signed, in my office, at the city of New Orleans, on the day and date herein first above written, in the presence of I. R. Saal and C. A. Miranne, Jr., competent witnesses, who hereunto sign their names with said appearers and me, notary, after due reading of the whole.

Original signed: Lawrence Fabacher, Gus Oertling, I. R. Saal, C. A. Miranne, Jr.

ALEXIS BRIAN, Notary Public.

I hereby certify that the foregoing amendment of the charter of the Jackson Brewing Company was this day duly recorded in the mortgage office of the parish of Orleans in M. O. B. 1119, Folio ——. New Orleans, Louisiana, December 27, 1913.

(Signed) Emile Leonard, Deputy Recorder.

I hereby certify the foregoing to be a true and correct copy of the original act of amendment of the charter of the Jackson Brewing Company and of the certificate of the deputy recorder of mortgages thereto attached, which is on file in my office.

New Orleans, La., December 27th, 1913.

ALEXIS BRIAN, Notary Public.

jan 1 8 15 22 29 feb 5

A Sculptor's First Job.

The story of Naoum Aronson's first commission reads like a romance, says a writer in World's Work concerning the Russian sculptor. He had gone short of food and worked incessantly in his scanty leisure so that he might send a bust to the salon, and it had been accepted. One morning, faint from want of proper nourishment, he turned giddy on the stairs, fell down the flight and knocked himself senseless, and there he was found unconscious by his first patron, a gentleman who had noticed his work in the salon and called to commission a bust. From that moment Aronson never looked back.

Served Alphabetically.

Roman emperors who feasted copiously and sumptuously had no menu card, so they often spoiled their enjoyment of a banquet by eating too much of one dish and passing over something they specially liked. According to Montaigne, one of the Roman emperors, devised an order for serving dishes which enabled him roughly to foretell what was coming next: "Geta, the emperor, would have all his messes or dishes served in at his table orderly, according to the first letters of their names, as for example, those that began with p, as pig, pie, pike, puddings, pouts, pork, pancakes, etc., were all served in together, and so of all the rest."

Spiritual Magnetism.

If the world gets from you today the best you have to give you may rest assured it will pay you back in your own coin tomorrow, and with interest. On the other hand, if you seek revenge the same law holds good, for in "taking revenge" you are but even with your enemy, but in passing over an injury you are superior. Such thoughts as "getting even" if cherished, swell and overflow the entire being, leaving in their wake a psychic malaria. He who never forgets a friend and always forgives a foe is making no mistake. That is the way the soul grows. That is the way to cultivate personal magnetism—spiritual — Edward B. Warman in Nautilus.

Said What She Meant.

"Oh, I am so awfully ashamed of myself!" said Edith Jones to her dearest girl chum. "When Henry proposed to me last night I intended to say, 'So sudden!' but I quite lost my head and exclaimed, 'At last!'"

Walking on Your Hat.

"Nothing is wasted in this house" is the proud remark which you may often hear from the lips of an expert housekeeper. It is a boast, however, that few people could really justify. Take the case of a wornout derby hat. In the majority of instances this discarded article of headgear finds its way to the rubbish heap or perhaps into the hands of a passing tramp. If only people were aware of the fact, the most excellent felt soles for the inside of their boots and slippers are thus being discarded. These soles can be cut from the sides of an old hat and are much more comfortable than the ordinary cork ones.

CHARTER

OF AMERICAN SPRING MANUFACTURING COMPANY.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans.

Be it known, that on this 29th day of the month of December, in the year one thousand nine hundred and thirteen, before me, Frederic C. Marx, a notary public, duly commissioned and sworn in and for the parish of Orleans, state of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally appeared the persons whose names are hereunto subscribed, who declared that availing themselves of the provisions of the laws of this state relative to the organization of corporations, they have covenated and agreed, and do by these presents covenant and agree, bind, form and constitute themselves, as well as such other persons as may hereafter join or become associated with them, into a corporation and body politic in law for the objects and purposes and under the agreements and stipulations following, to-wit:

Article I.—The name and style of this corporation shall be "American Spring Manufacturing Company" and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations. It shall exist for a period of ninety-nine years. It shall have the power to contract, sue and be sued in its corporate name; to make and use a corporate seal and the same to break or alter at pleasure; to hold, receive, purchase, convey, mortgage, hypothecate and pledge property, both real and personal; to issue bonds, notes and other obligations; to have and employ such managers, directors, officers, agents and other employees as the interest and convenience of said corporation may require; and to make and establish such by-laws, rules and regulations for the corporate management and control of the affairs of said corporation as may be deemed necessary and expedient.

Article II.—The domicile of the said corporation shall be in the city of New Orleans, state of Louisiana, and citation and other legal process shall be served on the president, and in the event of his absence or inability to act from any cause, the same shall be served on the vice-president or the secretary-treasurer.

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

To manufacture, buy, sell, export, import and generally to deal in springs and mattresses of every kind and description; to purchase, hold, lease and otherwise acquire, construct, maintain and operate factories, mills, lumber yards, offices, branch offices and all other buildings, establishments and other appliances, either in this state or elsewhere, as may be necessary, convenient or deemed proper for the prosecution of its business; to make and establish such by-laws and regulations for the proper management and regulation of its affairs as may be necessary and proper, and the same to amend, change, alter or repeal at pleasure, and generally to do all such other and further things as may be necessary or incident to the conduct of the business herein contemplated.

Article IV.—The capital stock of this corporation is fixed at the sum of twenty-five thousand ($25,000.00) dollars, to be divided into two hundred and fifty (250) shares of the par value of one hundred ($100) dollars each, which shares shall be paid for in cash, at such time and in such manner as the board of directors may determine, and said stock may be issued by the board of directors in payment of property or other things received or purchased by said corporation, or for labor done or services rendered, as may be determined by its said board of directors.

This corporation may commence the transaction of business under its corporate name as soon as three thousand ($3,000) dollars of its capital stock shall have been subscribed for. Certificates of stock fully paid and non-assessable shall be issued to each subscriber to the amount paid by him or it therefor.

The capital stock of this corporation may be increased or diminished upon complying with the laws of the state of Louisiana relative to the altering of the capital stock of corporations.

Article V.—Certificates of the capital stock shall be executed by the president and the secretary under the seal of the corporation. No certificate shall be issued until the capital stock evidenced thereby shall be fully paid.

Certificates of stock shall be transferred on the books of the company under such rules as the board of directors shall determine. No transfer of stock shall affect the company until the same shall be registered on the company's books. No transfer or sale of stock shall be made by any stockholder until the corporation shall have been offered the same in writing and shall have refused to purchase the same. The corporation shall have the first right to purchase at its book value as carried on the books of the company all stock offered for sale, which option to purchase in favor of the company shall exist for a period of fifteen (15) days after said stock shall have been offered in writing to the corporation as being for sale.

Article VI.—All the corporate power of this corporation and the management and control of its affairs shall be vested in and exercised by a board of directors composed of not less than five (5) stockholders, a majority of whom shall constitute a quorum for the transaction of all business, but the stockholders may at regular or called meetings increase this number of directors as they may see fit, or they may decrease the number of directors at annual meetings to any number as may be deemed fit by them, but they may not decrease that number to less than five. The directors shall be elected annually by the stockholders at a meeting to be held on the second Wednesday of each year in the month of January, said meeting to be preceded by ten days' written notice to the stockholders. Each stockholder shall be entitled, in person or by proxy, to a vote for every share of stock owned by him, and all elections shall be held under such rules and regulations as may be determined by the board of directors. At such meetings all questions other than routine shall be decided by a majority of the stock present or represented at such meeting.

The directors when elected shall continue in office for one year and until their successors have been duly elected and have qualified. No failure to elect shall operate the forfeiture of this charter. Any vacancy occurring on this board shall be filled by the board of directors for the unexpired term. The board of directors shall, at the first meeting after its election, elect out of its number a president and one or more vice-presidents, a manager and also a secretary-treasurer.

Immediately after the signing of this charter, the stockholders shall without further formality elect a board of directors, who shall serve until the election to be held in 1915.

Article VII.—The funds of this corporation shall be deposited from time to time in a bank or banks to be selected by the board of directors. All checks, notes, contracts or other instruments drawn, executed or issued in the corporation's name and behalf shall be signed by at least two officers of the corporation.

No officer shall thus sign or endorse the name of the corporation save strictly in its concerns.

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

Article IX.—This act of incorporation may be changed, modified or altered, or the corporation may be dissolved with the assent of the stockholders owning three-fourths of all the stock in this corporation at a general meeting convened for this purpose and after at least ten days' written notice of this meeting shall have been given through the mail addressed to each stockholder at his last known place of residence, as left by him with the secretary-treasurer. In case of dissolution by expiration of this charter or otherwise, the stockholders shall elect from their own number three liquidators, who shall have full authority to settle and wind up the business and affairs of the company. The terms and conditions are that the compensation for such services shall be fixed at the time of the election of said liquidators.

In case of the death or inability of any such commissioner or liquidator before the liquidation of the affairs of the corporation, a successor to fill the vacancy may be appointed by the stockholders.

The stockholders by unanimous consent in writing may waive this notice and said dissolution of the said corporation may be effected by the consent of three-fourths of the stock represented at such meeting.

Thus done and passed, at the city of New Orleans, state of Louisiana, on the day and date first above written, in the presence of Messieurs William Kernan Dart and Benjamin W. Dart, both of the city of New Orleans, state of Louisiana, competent witnesses, who signed these presents with the said appearers and me, notary, after due reading thereof, the said appearers declaring that they have placed after their names the number of shares of stock respectively subscribed for by them and that they adopt this as their stock subscription list.

(Names of Signers)

Witnesses: William Kernan Dart, Benjamin W. Dart.

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 American Spring Manufacturing Company was this day duly recorded in my office in book 1119, folio ——. New Orleans, La., Dec. 30, 1913.

(Signed) EMILE LEONARD, Dy. 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 have been omitted.

(Signed) FRED C. MARX,

(Seal) Notary Public.

jan 1 8 15 22 29 feb 5

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Interstate Trust and Banking Company

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