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CHARTER.
OF "LOUISIANA SULPHUR DRILLING COMPANY INCORPORATIVE.

United States of America, State of Luoisiana
Parish of Orleans.

Be it known that on this 7th day of January in the year of our Lord one thuosand nine hundred and fefteen, before me, Francis P. Burns, a notary public, in and for the Parish of Orleans, Sate of Louisiana, duly commissioned and qualified, and in the presence of the undersigned witnesses, personally came and appeared: The several persons whose names are hereinafer subscribed, of the full age of majority, who declared to me that availing themselves of the laws of this State relative to the organization of corporations, and more especially of Ac 267 of the Acts of 1914, page 251, of the legislative Acts of this Sate, and Act 232 of 1910, page 393, they have covenanted and agreed, and by these presents do covenant and agree for themselves and their successors and assigns to form themselves into a corporation and body politic for the objects and purposes and under the stipulations hereinafter set forth, towit:

Article 1.—The name and title of this corporation shall be LOUISIANA SULPHUR DRILLING COMPANY, INCORPORATED, and under such title it shall have and enjoy succession and existence for a period of ninety nine years from date hereof; it shall have power and authority to contract, sue and be sued, make and use a corporate seal, the same to break and alter at pleasure; to hold, sell, lease, mortgage, hypothecae or pledge property real, personal or mixed, necessary, incidental or proper for the carrying on of its business, and, to that end to further mortgage all oil or mineral leases, grants or contracts held by it, together with all buildings, constructions and improvements placed and erected on said lands, or to be placed or erected thereon, as well as to issue bonds secured by such motgages, such bonds to be issued in such amounts at such rate of interest and to run for such length of time not exceeding the term of said leases, as said lessees or grantees may determine; to buy and to hold stock in any other company or companies that may assist this company in its objects and purposes; to make and issue notes and certificates of indebtedness; to name, elect and appoint managers, directors and clerks or other employees to properly conduct its corporate business and to make by-laws, rules and regulations as may be found necessary or desirable for the management and business affairs of this corporation, and generally to do every other act, matter or thing necessary for the complete and proper carrying out of said business.

Article 2.—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, State of Louisiana, where all citation and other legal process shall be served upon the president, or in the absence of the president, upon the vice-president, or, in the absence of both, upon th secretary-treasurer.

Article 3.—The objects and purposes of this corporation are hereby stated and declared to be:

(1) To acquire by purchase or lease, or otherwise, lands in the Calcasion Sulphur and Oil fields of Louisiana, or in any other location in this State, or elsewhere, for the purpose of prospecting for and obtaining oil, gas, salt, sulphur or other minerals, and to that end to drill or cause to be drilled oil wells, or sink, or cause o be sunk shafts for mining and to buy, lease, or otherwise acquire drilling rigs or other machinery or apparatus necessary to fully accomplish said purposes; and if oil or other minerals are found then to market the same to the best advantage.

(2) To engage in the distribution of oil, gas, salt, sulphur or other minerals either produced by this corporation, or other persons or corporations by means of pipe lines, tramways, railroads, boats, barges or other conveyances, or to lease or sub-lease all or part thereof to any other persons or corporations for the like purpose, and in order to fully carry out said objects and purposes to purchase, lease, or otherwise acquire pipe lines, tramways, railroads, boats, barges, tank cars, locomotives, pumping stations, stem plants, air plants, and all other machinery, apparatus and paraphernalia necessary or incidental thereto.

(3) To build, construct, lease, purchase or otherwise acquire buildings, machinery and other apparatus for refining, smelting, manufacturing, or otherwise working up the products of mineral lands either produced by this corporation or other persons or corporations, and to refine, smelt, manufacture, or otherwise work up by products of said minerals to operate the said plant and market the products or by-products, as manufactured, to the best advantage.

(4) To carry on such other business appertaining to oil, gas, salt, sulphur or other minerals as may be necessary or desirable, or such as are generally engaged in by a corporation of this kind

Article 4.—The capital stock of this corporation is hereby fixed at the sum of Eleven thousand nine hundred $11,900.00 Dollars, divided into seventeen hundred shares of the par value of Seven Dollars each; provided that the amount to which the capital stock of this corporation may be increased shall be One hundred thousand $1000,000.00) Dollars.

Fifty per cent of the capital stock of this corporation must be subscribed for before the filing of the articles of incorporation. The subscribed capital stock of this corporation shall be payable in cash, property, real or personal or for services performed or rendered; and provided that if the stock is not paid for in cash that the law as provided for in Section 3 (three) of Act 267 of 1914, be in all respects complied with.

No stockholder shall ever be held liable or responsible for the faults, contracts or debts of this corporation in any further sum than the unpaid balance due the corporation on the shares of stock subscribed for by him nor shall any mere informality in the organization have the effect of rendering this charter null or of exposing any shareholder toany liability whatsoever.

This corporation shall not begin to do business and be a going concern until Ten thousand ($10,000.00) Dollars of the capital stock shall have been issued and paid for, either in cash, services or in property as aforesaid. If any of the aforesaid stock of this corporation is paid for in property in that event the terms and provisions of Section 2 (two) of Paragraph "0" of Act 267 of 1914 shall be stricly complied wih.

Article 5.—All the corporate powers of this corporation shall be vested in and exercised by a board of directors to be composed of eleven stockholders, each of whom shall own in his own right, during his term of office, at least one full paid, non-pledged share of stock, which shall be shown by his written declaration, six of whom shall constitute a quorum for the transaction of business. Provided the Board of Directors shall have power to increased, in their discretion, the number of directors from eleven to fifteen, in which event eight shall constitute a qourum.

The officers of this corporation shall consist of a president, vice-president, secretary and treasurer, all of whom shall be members of the board of directors, the offices of secertary and treasurer may be held, if desired by one and the same person.

The following named persons shall constitute the board of directors of this corporation, to-wit: U. S. Berry, Dallas, Texas; H. N. Pharr, Oliver, La.; T. T. Attebury, Crowley, La.; N. E. Collins, Lafayette, La.; W. D. Morgan, Lafayette, La.; Emile Simon, New Iberia, La.; Luke Trainer, New Iberia, La.; C. B. Lindsey, Fullerton, La.; Frank Blanc, New Iberia, La.; J. A. Bishop, New Orleans, La.; W. W. Hines, New Orleans, La.; with H. N. Pharr, as President; T. T. Attebury, as Vice-President, and W. W. Hines, as secretary-treasurer, and these directors and officers shall serve until the first Monday in June, 1915, or until their successors have been duly elected and qualified.

Thereafter the directors shall be elected annually on the first Monday in June of each year beginning with the year 1915; all elections of directors shall be by ballot, and each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, this vote to be cast in person or by proxy, and it shall require a majority of the stock present or represented to elect.

The failure to elect the board of directors on the first Monday in June, 1915, or annually thereafter shall not work a forfeiture of this charter, but the old board of directors shall main in office until their successors are elected and qualified.

Article 6.—The board of Directors shall hold regular meetings at such times as shall be fixed in the by-laws of this corporation. These meetings shall be held at the domicile of the corporation, but the president may call special meetings of the board of directors at such times as he may deem advisable, and he shall be required to call such special meetings whenever requested to do so by three members of the board of directors. Three days' notice of such special meetings shall be given in writing to the directors unless waiver of notice is signed by the directors. Any vacancy occurring on the board either from death, resignation, or inability to serve shell be filled by the board of directors at its next regular meeting after such vacancy shall have occurred. The first board of directors of this corporation shall be required to draft suitable by-laws for the government of this corporation, which may be altered, amended or changed as the exigencies of the case may require.

Article 7.—The stock of this corporation may be transferred, provided such transfer shall be recorded upon the books of the corporation before it shall be required to recognize the transfer or the new holder of said stock. The total amount of the subscribed stock as hereinabove set forth is the sum of Five thousand nine hundred and fifty ($5,950.00) Dollars, which is hereby authorized to be issued fully paid and non- assessable, for cash.

Article 8.—This charter may be modified, or altered, the capital stock thereof increased or decreased, or the corporation may be dissolved with the assent of two-thirds of the Capital Stock presented or represented at any meeting of the stockholders held for that purpose after prior notice in writing to each stockholder or mailed to him at his last known post office address, all in accordance with the terms of Act 267 of 1914.

Article 9.—At the expiration of this charter, or the earlier dissolution of this corporation for any cause, its affairs shall be liquidated by one or more liquidators to be elected by the stockholders, all of whom shall hold stock in said company and said commissioners are hereby vested with full power and authority to liquidate the affairs of said company, with full power to act under the terms of Section 30 (thirty) of Act 267 of 1914.

Article 10.—The appearers hereby declare that they have subscribed to the following number of shares of the capital stock of this corporation, to-wit: U. S. Berry, Dallas, Texas, Five shares; H. N. Pharr, Oliver, La., Ten shares; T. T. Attebury, Crowley, La., Ten shares; E. M. Collins, Lafayette, La., One share; W. D. Morgan, Lafayette, La., One share; Emile Simon, New Iberia, La., Five shares; Luke Trainor, New Iberia, La., Five shares; C. B. Lindsey, Fullerton, La., One share; Frank Blanc, New Iberia, La., One share; J. A. Bishop, New Orleans, La., Ten shares; W. W. Hines, New Orleans, La., Eight hundred and one shares.

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 James Rainey and Joseph Hocke, competent witnesses, who have signed these presents, together with the said appearers and me, notary, after due reading of the whole.

Witnesses: James Rainey, Joseph Hocke.

Originally signed: U. S. Berry, Five shares; E. M. Collins, per W. W. Hines, One share; W. D. Morgan, per W. W. Hines, One share; T. T. Attebury, per W. W. Hines, Ten shares; Emile Simon, per W. W. Hines, Five shares; Luke Trainer, per W. W. Hines, Five shares; C. B. Lindsey, per W. W. Hines, One share; Frank Blanc, per W. W. Hines, One share W. W. Hines, Eight hundred and one shares; H. N. Pharr, per J. A. Bishop, Ten shares; J. A. Bishop, Ten shares.

FRANCIS P. BURNS, Notary Public.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing Act of Incorporation of the LOUISIANA SULPHUR DRILLING COMPANY, INCORPORATED, was this day duly recorded in my office, in book 1127, fo.

New Orleans, January 12th, 1915.

(Signed) EMILE LEONARD, Dy. R.

A true copy:

FRANCIS P. BURNS, Not. Pub.

Jan. 7 21-28—Fef. 4-11-18.

CHARTER

OF "MERCHANTS CO-OPERATIVE MANUFACTURING ASSOCIATION, INC.

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

Be it known, that on this thirty-first (31st) day of the month of December, in the year of our Lord one thousand nine hundred and fourteen (1914) and of the Independence of the United States of America the one hundred and thirty-ninth (139th), before me, Anthony J. Rossi, a notary public, duly commissioned and qualified, in and for this city and the parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: The several 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 covenanted and agreed and do by these presents covenant and agree and bind themselves, as well as all such persons as may hereafter become associated with them, to form a corporation for the objects and purposes and under the articles and stipulations following towit:

Article I.—The name of this corporation shall be "Merchants Co-Operative Manufacturing Association, Inc." And under its said corporate name it shal have power and authority to have and enjoy corporate existence and succession for the full term and period of ninety-nine years from and after the date hereof; to contract, sue and be sued; to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase and convey, as well as mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, agents, directors and officers as its business, interests and convenience may require, and to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations for the proper government of the affairs of said corporation as may be necessary and proper.

Article II.—The domicile of said corporation shall be in the city of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the President of said corporation, or in the event of his absence, upon the Vice-President thereof, and in the absence of both of said officers, upon the Secretary-Treasurer of said corporation.

Article III.—The objects and purposes for which this corporation is organized and established and the nature of the business to be carried on by it are hereby declared to be: To engage in the sale and manufacture of all kinds and species of drugs, groceries, tobacco and cigars and all kinds of raw materials used in the manufacture of such products; to buy and sell said raw and manufactured products or articles at wholesale and retail; to engage in said business in all parts of the State of Louisiana and elsewhere; and generally to do and perform any and all things necessary, proper and pertinent to the objects and purposes of this corporation.

Article IV.—The capital stock of this corporaion is hreby fixed at the sum of twenty-five thousand dollars ($25,000.00), divided into and represented by one hundred and twenty-five (125) shares of preferred stock of the par value of one hundred dollars ($100) per share, and one hundred and twenty-five (125) shares of common stock of the par value of one hundred dollars ($100) per share; said preferred stock shall participate in the profits of the company with preference over the common stock and shall receive, if earned, a dividend of seven per cent and all excess earnings, if any, shall be applied to and payable on the common stock. All of said stock shall be paid for in cash or in such installments and at such time an dafter such notice to subscribers as the board of directors may fix, or same may be issued at not les sthan par for labor done or services performed for said corporation or for property or rights actually received by said corporation.

Twelve thousand seven hundred dollars ($12,700) of the capital stock has been subscribed to the corporation at the time of passing this act of incorporation and this corporation will become a going concern and shall be authorized to commence business when and as soon as twelve thousand five hundred dollars ($12,500) of its capital stock shall have been paid for.

All transfers of the capital stock of this corporation shall be made and entered on the stock book of the corporation and no transfers shall be in any manner binding on this corporation unless so entered.

No sale of stock of this corporation shall be valid unless first offered for a period of ten days to the stockholders, through the board of directors, at a price not to exceed its book value. Upon the failure of the stockholders to avail themselves of such purchase, notation of such fact shall be made by the secretary-treasurer upon such certificate or certificates having been previously tendered in accordance herewith and thereafter said stock may be sold without further restriction. Succeeding purchasers thereof, shall, however, be required to offer the same to the stockholders for the term and at the value hereinabove designated before disposing of same and all of the stock acquired in this corporation shall be subject to the provisions of this charter.

Article V.—The capital stock of this corporation may be increased to the sum of fifty thousand dollars ($50,000) by a vote of two-thirds of all of the stock, at a meeting called for that purpose.

Article VI.—All the corporate powers of this corporation shall be vested in and exercised by a board of directors, composed of not less than three nor more than five stockholders, which said number of directors shall be determined upon at the time of the annual meeting held on the second Monday in February each year and before an election for directors shall take place. In the event that the board of directors shall consist of three directors, then and in that event, two of said directors shall be elected by the common stockholders from among the common stockholders, and one by the preferred stockholders from among the preferred stockholders, and in the event it should be determined that there shall be five directors on the board of directors then and in that event, three directors shall be elected by the common stockholders from among the common stockholders and two by the preferred stockholders from among the preferred stockholders. A majority of the directors elected shall constitute a quorum for the transaction of business. Said directors shall be elected at a general meeting of the stockholders of this corporation to be held on the second Monday of February in each year as aforesaid, unless said day shall be a legal holiday, in which event said election shall be held on the next succeeding business day. Notice of said election shall be given to each stockholder in writing by letter addressed and mailed to his last known residence at least ifteen days before such meeting.

The board of directors shall at its first meeting elect from among its members a president, a vice president and a secretary-treasurer.

Any vacancy occurring among the directors of this corporation by death, resignation or otherwise shall be filled by election for the unexpired term by the remaining directors from among the stockholders of this corporation.

The first election for directors shall be held at the annual meeting of the corporation on the second Monday in February 1915, until which time or until their successors shall have been duly elected and qualified, the following shall constitute the first board of directors: Albert Kossman of New Orleans, Wallace C. Marine of New Orleans, and Bella Kossman of New Orleans, of whom Albert Kossman shall be president, Wallace C. Marine shall be vice president and Bella Kossman shall be secretary-treasurer.

The failure for any cause to elect directors on the day stipulated shall not dissolve this corporation, but the officers and directors then in office shall hold over until their successors shall have been duly qualified. In the event of any failure to hold the election on the date stipulated, the president of the corporation and in his absence the vice president, shall immediately thereafter call a new election to be held after notice, as hereinabove provided, shall have been given to each stockholder. At all elections and meetings of stockholders of this corporation, ecah stockholder shall be entitled to one vote for each share of stock registered in his name and may vote in person or by proxy. All elections shall be by ballot.

Article VII.—This act of incorporation may be changed, modified or amended, or the capital stock increased or decreased, by and with the consent of two-thirds of all the stock.

A change in the objects and purposes may be made only by a vote of all the stock theretofore issued and an increase of the capital stock in excess of the amount originally named herein as the sum to which the capital may be increased, may be made by three-fourths of all the outstanding stock.

This corporation may be dissolved by a vote of two-thirds of all the stockholders at a meeting called for that purpose.

Notices of all meetings referred to in this article shall be given in the same manner as provided for notices of election in article VI of this charter.

In case of dissolution or termination of this charter, either by limitation or otherwise, its affairs shall be liquidated by three liquidators selected by the stockholders at a general meeting held as hereinabove provided for. Said commissioners shall remain in office until the affairs of the corporation shall have been fully liquidated and in case of death, resignation or incapacity of one or more of said liquidators, the survivor or survivors shall continue to act.

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

Article IX.—In order that this charter may also serve as the original subscription list, the subscribers hereto have written opposite their names the number of shares subscribed for by them.

The subscribers to this corporation are: Albert Kossman, who resides at No. 1539 Hurst stret, New Orleans, has subscribed to twelve thousand five hundred dollars ($12'500) of the common stock, in the corporation; Wallace C. Marine who resides at No. 1639 N. Robertson street, New Orleans, has subscribed to one hundred dollars ($100) of the preferred stock of this corporation and Bella Kossman who resides at No. 1539 Hurst street, New Orleans, has subscribed to one hundred dollars ($100) of the prefered stock of this corporation; all of said stock being payable in the manner set forth on the attached statement, which is to be read in connection herewith.

Thus done and pased at New Orleans, this thirty-first day of December, 1914, in the presence of Charles I. Denechaud and H. L. Stevenson competent witnesses, who reside in this parish, who have signed these presents, together with the said appearers and me, notary, after due reading of the whole.

Witnesses: Charles I Denechaud, H. L. Stevenson.

Originally signed: Albert Kossman, 5539 Hurst street, New Orleans; Bella Kossman, 5539 Hurst street, New Orleans; Wallace C. Marine, 1639 N. Robertson street, New Orleans.

ANTHONY J. ROSSI, 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 Merchants Co-Operative Manufacturing Association, Inc., was this day duly recorded in my office in book 1127, folis 609.

New Orleans, December 31, 1914.

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

A true copy.

ANTHONY J. ROSSI, Not. Pub.

Jan. 7 14 21 28 Feb. 4 11.

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ACT OF INCORPORATION
OF NEAL INSTITUTES COMPANY OF LOUISIANA, INC.

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

Be it known, That on this, the 21st day of the month of January, in the year of our Lord one thousand, nine hundred and fifteen and of the Independence of the United States of America, the one hundred and thirty-ninth, before me, Charles F. Fletchinger, a notary public, duly commissioned and qualified in and for the State, parish and city 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 laws of this State relative to the formation and organization of corporations, they have covenanted and agreed and do, by these presents, covenant and 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 "Neal Institutes Company of Louisiana, Inc.," and by said corporate name it shall have succession and enjoy existence for the period of ninety-nine 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 organized and the nature of the business to be carried on by it are hereby declared to be to conduct and operate hospitals and sanitariums for the treatment of inebriates, drug addicts and kindred addictions; to board patients and furnish lodging for hire for the same whenever it shall be deemed wise and expedient or necessary; to operate under a contract or franchise from the Neal Institutes Company, of Chicago, Ill., and to administer treatment according to the methods of said Neal Institutes Company; to own, conduct or operate hospitals in New Orleans or elsewhere in the State of Louisiana for the care and attention of the sick, injured, aged or infirm, and to provide useful sanitary, scientific and hygienic places and apparatus where its patients may be treated, attended and cared for by regularly licensed practitioners of medicine and surgery and skilful and competent nurses, as may be lawful; to own, lease, hire or otherwise acquire, convey, mortgage, sell or otherwise deal in or dispose of real estate, buildings, hospitals, supplies, drugs and apparatus as shall from time to time be found needful, convenient, desirable in and about the operation or conduct of its said business, and to contract with its patients for such service and attention, and, generally, to own, maintain and conduct hospitals, and to have such general and individual powers as may be necessary in furtherance of the objects and purposes herein set forth or such as a natural person might have or exercise, and to have and be vested with such powers as are conferred upon corporations of the same kind and character, under the laws of the State of Louisiana.

ARTICLE IV.—The authorized capital stock of this corporation is hereby fixed at the sum of Twenty Thousand ($20,000) Dollars, divided into Two Thousand (2,000) shares of the par value of Ten ($10.00) Dollars each, all of which shall be common stock and the same may be issued for cash money or in payment of property or services actually received by or rendered to said corporation. This corporation shall commence business and become a going concern as soon as $10,000 of its capital stock shall have been subscribed and paid for; said stock shall be fully paid at the time of its issuance and, thereafter, non-assessable.

The parties hereto declare that they each subscribe for the number of shares of said capital stock set opposite their respective signatures hereto, being two hundred and fifty (250) shares each, or an aggregate of Ten Thousand ($10,000) Dollars, the same to be paid for by the sale, transfer and assignment by the subscribers hereto to said corporation of that certain contract by and between the said subscribers and the Neal Institutes Company of Chicago, Illinois, dated January 1, 1915, covering a period of 99 years, giving and conferring upon them the exclusive privilege of making use in the State of Louisiana of the Neal remedies, medicines and treatment of the drink, drug and other addictions, the dispensing of which is made the primary object of incorporation hereunder, and which said contract has been appraised by the board of directors hereinafter named, at the price and sum of Ten Thousand Dollars. And said subscribers being the joint owners of the aforesaid franchise or contract, have elected to take stock in this corporation in lieu of the payment by it to them of cash money. The residue of said capital stock shall be issued and paid for subject to the action of the Board of Directors, but within twelve months from and after the date hereof. The capital stock of this corporation may be increased to the sum of $50,000.00, in accordance with the provisions of law pertaining thereto.

ARTICLE V.—All the powers of this corporation shall be vested in and be exercised by a Board of not less than three nor more than five Directors, to be elected each at the Stockholders' Annual Meeting. The persons so named as Directors, all of whom shall be bona fide stockholders, may select from their own number a President, a Vice-President, and a Secretary-Treasurer. The first Board of Directors, with postoffice addresses, are as follows: J. V. Allen, who shall be President, Birmingham, Ala.; Wm. Teney, who shall be Vice-President, Birmingham, Ala.; Marion Allen, who shall be Secretary-Treasurer, Birmingham, Ala.

On the second Tuesday of January, 1916, and on the same day of each succeeding year, 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 as above provided, and shall also appoint a manager of the corporation. The election of Directors shall be by ballot, and the persons receiving the largest number of votes cast shall be declared elected. For electing Directors or for any other purpose, each share of stock, whether present or by proxy, shall be entitled to one vote, and a majority of 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. A majority of directors voting at any one time, in person or by proxy, shall be required to pass any resolution or adopt any by-law and which, when so adopted, shall become valid corporate acts.

ARTICLE VI.—Notice of all meetings of stockholders for electing directors or for any other purpose, shall be given in writing by the Secretary, to be deposited in the mail at least fifteen days before such meeting, directed to each stockholder at his last known address appearing upon 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 two-thirds in amount of the then outstanding stock given at a general meeting of the stockholders, to be convened after fifteen days' prior notice, as provided in Article VI of this Charter.

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 of the stockholders for that purpose, as above provided, and who shall remain in office until the affairs of said corporation shall be fully liquidated; and in the event of the death or disability 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, at 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 Philip A. Miller, competent witnesses, who hereunto sign their names, together with said appearers and me, notary, after due reading of the whole.

Name: Address: No. of Shares:
Names of Subscribers Omitted.

Witnesses: Burt W. Henry, Philip A. Miller.

CHAS. F. FLETCHINGER, Notary Public.

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 the Neal Institutes Company of Louisiana, Inc., was this day duly recorded in my office in Book 1127, fol. ——.

New Orleans, January 22, 1915.

A True Copy:

CHAS. F. FLETCHINGER, Not. Pub.

jan 28 feb 4 11 18 25 mch 4

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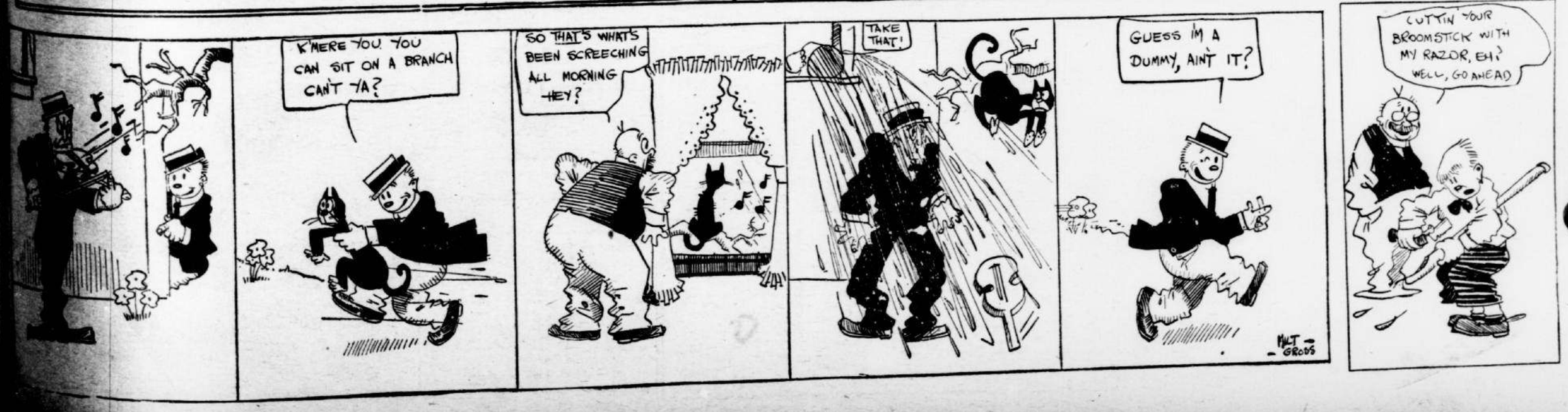

Things We Never See