Originally a Chinese Bird.

Pheasants, notwithstanding their aristocratic magnificence of appearance, readily interbreed with humbler kinds of birds, including the common barnyard fowl, the guinea hen and the black grouse. English pheasants are the descendants of Chinese birds, which, long ago, were brought to England and crossed either with grouse or with some unidentified native species of pheasant, which possessed no great beauty. The descendant of a male pheasant and a domestic hen is known as a "pero."

CHARTER

OF THE C. A. PARDUE CO., INC.

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

Be it known, that on this twenty-fourth day of the month of February, 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 Schneidau, 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 persons whose names are hereunto subscribed, all of full age, who declared to me, notary, in the presence of the undersigned witnesses, that, availing themselves of the provisions of the laws of the state of Louisiana relative to corporations, they have covenanted and agreed, and do, by these presents, covenant and agree and bind themselves, as well as such other persons as may hereafter become associated with them, to form and constitute a corporation and body politic in law for the purposes and objects, and under the stipulations and conditions hereinafter set forth, to-wit:

Article I.—The name and title of this corporation shall be the C. A. Pardue Company, Incorporated, and its domicile is hereby established at New Orleans, in the Parish of Orleans and State of Louisiana. Under its said corporate name this corporation shall have power and authority to contract, sue and be sued; to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, have, purchase, improve, alienate, convey, sell, borrow, pledge, mortgage and hypothecate, in said corporate name, property real, personal and mixed; to name and appoint such officers, directors, agents, managers, foremen and such other employees as the interest or convenience of said corporation may require; to make and establish by-laws, rules and regulations for the proper management and regulations of its affairs as may be deemed necessary and proper, and the same to change or alter at pleasure; and to do all other acts and things permitted by law as may be necessary and proper to carry out the objects and purposes of this corporation, as herein set out.

Said corporation, unless sooner dissolved in accordance with the stipulations of this charter, shall exist and continue to have succession for a period of ninety-nine (99) years from date hereof.

The president, or, in his absence, the vice-president, or, in his absence, the secretary shall be the proper person upon whom citation or other legal process shall be served.

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 declared to be the following, viz:

To purchase, acquire, lease, hold, improve, sell, alienate, mortgage, pledge, pawn or otherwise hypothecate property, real, personal and mixed; corporeal and incorporeal, and, in connection with its business, to issue notes, bonds or other evidences of indebtedness and to do and perform all other things necessary or convenient to enable it to carry out the objects and purposes above set forth.

Article III.—The capital stock of this corporation shall be the sum of seventy-five thousand dollars ($75,000.000), divided into and represented by seven hundred and fifty (750) shares of the par value of one hundred dollars ($100) each, which stock shall be paid for in cash, or the same may be issued and delivered in payment for actual services rendered the company, or in exchange for property or rights transferred to, or received by, said company at its par value; but no stock shall ever be issued or delivered except at its par value for cash, or for services actually rendered, or property actually received or transferred; provided that the annexed accurate detailed and itemized description of property, as to amount, location, extent, character and state of improvement and statement of value as appraised by the directors shall be and form part of this act of incorporation, in accordance with the intents and purposes of Act No. 267 of the General Assembly of the State of Louisiana for the year 1914.

The capital stock of this company may be increased or decreased by complying with the laws of the State of Louisiana, providing for the increase or decrease of the stock of corporations.

Any stockholder may sell, assign, or transfer his stock in this corporation provided thirty (30) days prior notice of any such intention to sell, assign or transfer the same be given the company. The company shall have the first privilege of purchasing same, after which notice the said stock may be sold in open market.

The capital stock of this company shall be non-assessable and transferable only on the books of the company.

The stock subscribed for shall be paid upon call of the board of directors in such amounts and at such times and in such manner as said board shall prescribe, with at least ten days' notice in writing to the subscribers.

This corporation shall be authorized to commence doing business as soon as fifty thousand dollars of the capital stock shall have been subscribed for. The board of directors shall have the right to determine how much stock shall be issued. The whole, however, to be done as provided by Act No. 267 of the General Assembly of the State of Louisiana for the year 1914.

Article IV.—The corporate powers of this company shall be vested in and exercised by a board of directors, which shall be composed of four (4) stockholders of this company. Said board of directors shall be elected annually by the stockholders on the first Monday of March in each and every year, which annual meeting of stockholders shall be held at the office of the company at its domicile, of which meeting notice shall be given by at lease five days' continuous publication immediately preceding such election in a daily newspaper published at New Orleans, Louisiana, or by at least ten days' written notice to each stockholder at his address as given to the secretary of the company. The first election hereunder shall be held on the first Monday of March, 1915, until which time the following persons shall be and constitute the Board of Directors of this company, Charles C. Pardue, Sherman P. Pardue, Oscar G. Geren and Charles A. Pardue. Any vacancy occurring in the board of directors during its term of office shall be filled by election by the remaining members of the board. Three (3) members of the board shall constitute a quorum for the transaction of business, and their decisions shall be valid corporate acts. At each annual meeting of the board of directors, held on the first Monday of March, in the year 1916 and annually thereafter, the said board shall elect from among its number a president, a vice-president, a secretary, a treasurer, and such other officers as may be necessary, and said officers shall hold office for one year, or until their successors are elected. Until the first election, the following are declared to be the officers of this company, viz: Charles C. Pardue, president; Sherman P. Pardue, vice-president; Oscar P. Geren, secretary; Charles A. Pardue, treasurer; provided, that the board of directors shall have the power to discharge any or all of these officers at any meeting of the board after due notice and motion to that effect shall have been mailed to each and every member of the board at least five days prior to the date of such vote for discharge. At all elections and stockholders meetings each share of stock shall be entitled to one vote to be cast by the stockholder himself or by a proxy appointed by him in writing. In the event of the absence of any director from the domicile of the corporation such director may appoint, by written proxy, any other director to act and vote for him at all meetings of the board of directors.

The duties of the various officers shall be fixed and determined by appropriate by-laws to be adopted by the board of directors, and the board shall fix the salaries and compensations of all officers, agents, and employees whomsoever.

The office of secreatry and treasurer may, at the option of the board of directors, be held by the same person.

Any failure, from any cause whatsoever, to elect directors on the date named for that purpose shall not dissolve this corporation, but the directors then in office, as well as the officers of this company, shall hold over until their successors are chosen. In such event, the president shall cause another election to be held in thirty (30) days, and shall give notice thereof as above provided.

During the absence of the president, the vice-president shall act and preside.

At every election and meeting each stockholder shall be entitled to one vote for each share of stock standing in his name. The election of directors shall be by ballot, and a majority in amount of votes cast, shall elect the person or persons for whom they have been cast.

Article V.—It shall be lawful for the stockholders of this corporation at a general meeting convened for that purpose, to make any modifications, additions or changes in this act of incorporation, or to dissolve it, with the assent of three-fourths of the stock represented at such meeting. Notice of such meeting shall be given as prescribed in Article IV hereof for the election of directors.

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

Article VII.—In case of dissolution or termination of this corporation, either by limitation of its charter or from any other cause, the liquidation of its affairs shall be conducted by three (3) liquidators selected from the stockholders of the company by a majority of the votes cast at a meeting called for that purpose after notice shall have been given, as provided in Article IV hereof for the election of directors. Said liquidators shall remain in office until the affairs of said corporation have been fully liquidated. In case of death of one or more of said liquidators, the survivor or survivors shall continue to act.

Thus done and passed at my notorial office in the city of New Orleans, Louisiana, on the day, month and year herein first above written, in the presence of Anna Naumain and Pluiy H. Hardy, competent witnesses, here residing, who hereunto sign their names with said appearers and me, notary, after reading of the whole. Witnesses: Anna Naumain, Pluiy H. Hardy. Names of subscribers.

CHARLES SCHNEIDAU, 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 C. A. Pardue Co., Inc., was this day duly recorded in my office, in Book 1157, folio——. New Orleans, February 27, 1915.

EMILE J. LEONARD, Dy. R.

A True copy.

CHARLES SCHNEIDAU, Not. Pub.

Mch. 4-11,18,25 Apr.1-8.

CHARTER

OF CODIFER & BONNABEL, INC.

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

Be it known, That on this eighth day of March in the year one thousand nine hundred and fifteen, before me, Harry L. Loomis, Jr., 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, personally came and appeared: The several persons whose names are hereunto subscribed who declared that they hereby form themselves and those who may hereafter become associated with them into a corporation under the provisions of and with all the powers granted by Act No. 267 of the General Assembly of the State of Louisiana of the year 1914, for the purpose of purchasing, developing and selling real estate, and particularly the property known as the Bonnabel Tract situated in the Parish of Jefferson, this state. The name of this corporation shall be Codifer & Bonnabel, Inc., and it shall exist for twenty-five years from the date hereof; its domicile shall be in the City of New Orleans, and the amount of its capital stock twenty-five thousand dollars, divided into two hundred and fifty shares, of one hundred ($100.00) dollars each, which capital stock may be increased to one hundred thousand dollars. The business of the corporation shall be conducted by a board of directors, consisting of three stockholders, which board shall be elected annually on the first Monday in March, the first election to be held in 1916. The officers of this corporation shall be a president and secretary-treasurer. The first board of directors, selected to serve until the next annual election, to be held in 1915, or until their successors are elected and qualified, are hereby declared to be: Joseph S. Codifer, postoffice address, 926 Sixth St., New Orleans, La.; Alfred E. Bonnabel, postoffice address, Metairie Ridge, Jefferson Parish, Louisiana, and Hugh S. Suthon, postoffice address, 2212 Canal St., New Orleans, La. Joseph S. Codifer shall be the president, and Alfred E. Bonnabel, the secretary-treasurer. The president shall be the executive officer of the corporation, and, in his absence or inability to act, the secretary-treasurer shall be such officer.

The directors above named are the subscribers to this act of incorporation, and the number of shares of stock which each agrees to take is as follows: Joseph S. Codifer, 149 shares; Alfred E. Bonnabel, 100 shares; Hugh S. Suthon, 1 share, which shares have been fully paid for in the transfer and assignment hereto annexed and made part hereof by the said Joseph S. Codifer and Alfred E. Bonnabel, to this corporation, of the option, contract or agency which they have entered into with Alfred Bonnabel for the development and sale of the Bonnabel tract of land, per act before the undersigned notary, March 1st, 1915, amended by act before the same, notary, dated this day.

Thus done and incorporated in my office at the City of New Orleans, aforesaid, in the presence of Edmund Wegener and John R. Loomis, witnesses, both of lawful age and residents of this city, who sign these presents with said parties and me, notary, the day and date aforesaid.

(Original Signed) Edmund Wegener, John R. Loomis. J. S. Codifer, Alf. E. Bonnabel, Hugh S. Suthon, H. L. Loomis, Jr., Not. Pub.

I, the undersigned recorder of mortgages for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of Codifer & Bonnabel, Inc., was this day duly recorded in my office in Book 1157 folio ——. New Orleans March 9th. 1915. (Signed) Emile Leonard

(Seal) D. R.

I the undersigned notary public, do hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of Codifer & Bonnabel, Inc., as well as the certificate of the recorder of mortgages thereto attached, on file and of record in my office. New Orleans, March 9th, 1915.

(Seal) H. L. LOOMIS, Not Pub.

Mch. 11-18-25-Apr. 1-8-15.

CHARTER

OF NEW ORLEANS ELECTRIC WELDING COMPANY, INCORPORATED

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

Be it known, that on this 26th day of the month of January, in the year one thousand nine hundred and fifteen.

Before me, Myer Samuel Dreifus, a Notary Public in and for the Parish of Orleans, 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, who delcared that availing themselves of the provisions of the laws of this State and particularly Act No. 267 of the General Assembly of the State of Louisiana, for the year nineteen hundred and fourteen, they have convenanted and agreed, and do by these presents covenant, agree, bind, form and constitute themselves, as well as, such other persons as may hereafter join and become associated with them into a corporation and body politic in law, for the object and purposes and under the agreement and stipulations, following to-wit:

Article I.—The name and style of this corporation shall be the New Orleans Electric Welding Company, Incorporated 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 from the date hereof; it shall have power and authority to 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 and hypothecate property, real, personal or mixed; 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 business and affairs of the corporation as may be deemed necessary or expedient.

Article II.—The domicile of said corporation shall be in the City of New Orleans, State of Louisiana. All citation and other legal process shall be served on the president and on the vice presidentof said corporation, and in the absence of both of said officers, then on 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 do an electric welding business of all kinds; to furnish air; to own and operate a barge or barges for the purpose of making general repairs of all kinds to ships, steamers, or any and all kinds of steam plants; to do any and all kinds of steel and iron repair work; to own and operate tow boats; to own and acquire all needed equipment for the purposes of its business and generally to do and engage in any other business, undertaking or enterprise connected with or growing out of incidental to any of the objects and purposes hereinabove set forth or contemplated by this charter.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of ten thousand dollars ($10,000.00), divided into forty shares of the par value of two hundred and fifty dollars ($250.00) each, which shall be paid for in cash on the call of the Board of Directors, or may be issued at not less than par for property purchased by or services actually rendered to said corporation, provided that this corporation shall be a going concern when twenty shares of its said capital stock shall be fully paid for and subscribed to as is provided in these said articles of incorporation. All shares of stock shall be full paid and non-assessable. No transfer of stock shall be binding upon the corporation unless made upon its books and all certificates of stock shall be signed by the president, or vice-president and the secretary-treasurer of the corporation.

Article V.—All the corporate powers of this company shall be vested in, and the management and control of its business and affairs shall be exercised by a Board of Directors, composed of three stockholders. A majority of the directors shall constitute a quorum for the transaction of all business. The directors shall be elected annually by a ballot beginning on the first Wednesday of the month of January, in the year nineteen hundred and sixteen. All elections shall be held under such rules and regulations as may be determined by the board of Directors but after at least ten days notice of such election shall be given to each stockholder by mail sent to his last known address or by publication for at least ten days preceding such election in one of the daily English newspapers published in the City of New Orleans. The directors thus elected shall continue in office for one year or until their successors shall have been duly elected and qualified. No failure to hold an election shall be regarded as a forfeiture of this charter. Any vacancy occurring on said Board of Directors shall be filled by the remaining Directors for the unexpired term. The first Board of Directors of this corporation shall consist of Albert W. Whiteman, residing at 4920 Camp Street, New Orleans, La., as president; Frederick A. Wilson, residing at 5623 Laurel street, New Orleans, La., as vice-president, and William Henry Cowley, residing at 635 Washington avenue, New Orleans, La., as secretary-treasurer. The three above named shall constitute the first Board of Directors and shall serve until their successors in office are duly elected. The Board of Directors shall after each election, select from their number a president, vice-presidant and secretary-treasurer.

Article VI.—No stockholder shall ever be held liable or responsible for the contracts, faults, or debts of said corporation, nor shall any mere informality in its organization have the effect of rendering this charter null or of exposing a stockholder to any liability beyond the unpaid balance due of the shares of stock owned by him. This act of incorporation may be changed, modified, or altered, or this corporation may be dissolved in accordance with the provisions of sections Nos. 6 and 28 of Act. No. 267 of the General Assembly of the State of Louisiana for the year 1914. In the event of the dissolution of this corporation by the expiration of its charter or otherwise, its business and affairs shall be wound up and terminated by three liquidators to be elected by and among the stockholders at the meeting which decides to liquidate. Said liquidators shall have full power and authority to settle all the business and affairs of the corporation. In case of the death or disability of any of said liquidators, the survivor or survivors shall appoint a successor or successors to him or them from among the stockholders.

Article VII.—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 in my notarial office in the City of New Orleans, in the prseence of W. Catesby Jones and William S. Edwards, competent witnesses who have signed their names with said appearers and me, notary after due reading of the whole, on the day, month and year first above written.

(Original Signed) H. C. Whiteman (3 shares); F. A. Wilson (3 shares); Albert W. Whiteman (3 shares); William H. Cowley (11 shares). Witnesses: W. Catesby Jones and William S. Edwards.

MEYER S. DREIFUS, 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 New Orleans Electric Welding Company Incorporated was this day duly recorded in my office, Book 1127, Folio 795. New Orleans, February 10th, 1915.

EMILE J. LEONARD, D. R.

I, the undersigned Notary Public in and for the Parish of Orleans, City of New Orleans, State of Louisiana, do hereby certify that the above is a true and correct copy of the original act of incorporation of the New Orleans Electric Welding Company, Incorporate and of the certificate of the Recorder of Mortgages thereto appended to hold on fie in my office. New Orleans, January —, 1915.

MEYER S. DREIFUS, Not. Pub.

Feb 18-23; Mch. 4-11-18-25.

CHARTER

OF WEST SIDE TRANSIT COMPANY

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

Be it known, That on this 9th day of March, in the year one thousand nine hundred and fifteen, before me, Robert E. O'Connor, 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, personally came and appeared: The several persons whose names are hereunto subscribed, who each severally declare, that availing themselves of the provisions of the laws of the State of Louisiana, relative to the organization of corporations, they have covenanted, agreed, and do by these presents mutually covenant and agree and bind themselves, to and with each other, as well as such other persons who may hereafter become associated with them, to form and constitute a corporation and body politic in law, for the objects and purposes, and under the agreements and stipulations, following, viz:—

Article I.—The name and title of this corporation shall be West Side Transit Company, and under its said corporate name shall have power and authority to have and enjoy succession, for the full term of ninety-nine (99) years, from and after the date hereof; to contract, sue and be sued; to make and use a corporate seal, and the same to break or alter at pleasure; to hold, receive, lease, purchase and convey, as well as to mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to name and appoint such officers, managers, agents and directors as its business interest 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 the corporation, as may be necessary and proper.

Article II—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, 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.

Article III—The objects and purposes of this corporation are declared to be to operate a general transfer and transit business with automobile and motor cars; to maintain garages for the purpose of repairing all said machines, and carriage of passengers and freight in all parts of the City of New Orleans and surrounding Parishes, and to do and perform a general livery business with automobiles and similar machines; to acquire and use the routes and franchises of similar companies, and generally to do and perform all business necessary to operate the said carriage and livery business.

Article IV—The capital stock of the said corporation is hereby fixed at five thousand ($5,000.00) dollars represented by one hundred shares of the par value of fifty ($50.00) dollars, each, which may be issued for cash or property. This company shall begin business as soon as three thousand dollars of said stock has been subscribed.

Article V—All the corporate powers of this corporation shall be vested in, and exercised by a board of directors composed of five (5) stockholders, who shall be elected annually on the last Monday in February of each year, beginning with the year, 1915, a majority of said board shall constitute a quorum for the transaction of any and all business.

At all elections each stockholder shall be entitled to one vote for each share of stock held by him, and a majority of votes cast shall elect. A failure to elect directors at a regular meeting shall not dissolve the corporation, but the directors then in office will continue to act until their successors are elected and qualified. Notice of the time of holding any and all meetings shall be given by the secretary to each stockholder, such notice to be sent by mail, five days before such meeting, and directed to each stockholder at his last known address.

Immediately upon being elected the directors shall elect from among their own number a president, vice-president and a secretary and a treasurer.

The said board shall also have full power and authority to borrow money through the president or some other duly authorized agent or agents to execute mortgages and issue notes, bonds or other obligations, and generally to do all the things necessary for the proper carrying on of the business of the said corporation; as also to issue and deliver full paid shares of stock and bonds and other obligations of the said corporation in payment of the money borrowed or money, labor, services, property or rights actually received by the said corporation, as hereinbefore set forth.

Vacancies in the board of directors shall be filled by the remaining members of the board.

Until the next meeting to be held under this charter, or until their duly qualified successors are elected and installed, the board of directors shall be composed of Doctor Charles V. Kraft, who shall be president, Philip Foto, who shall be vice-president Philip Cafiero, who shall be secretary and C. E. Lee Dunn, who shall be treasurer and John Kleinkemper.

Article VI—The capital stock may be increased or diminished upon complying with formalities imposed by law.

Article VII—Whenever this corporation shall be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by a committee of three stockholders appointed at a general meeting of the stockholders convened for that purpose, and said committee shall have full power to perform all acts necessary for the purpose of liquidation.

Article VIII—No stockholder of this corporation shall sell or dispose of his stock without first offering the same for sale in writing to the other stockholders through its board of directors.

Transfers of stock shall not be recognized unless such stock is transferred on the books of the company by the owner or by his duly authorized agent.

Article IX—No stock holder of this corporation shall ever be held liable or responsible for the contracts or faults of this corporation in any further sum than the unpaid balance due by him, if any, on the 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 stockholder, to any liability beyond the unpaid balance, if any, due by him, for stock subscribed for by him.

Thus done and passed in my office in the City of New Orleans, aforesaid, the day, month and year first above written, in the presence of F. Beninate and Wm. V. Seeber, both witnesses of lawful age and residing in this city, who sign hereto, together with said parties, and me, the said notary, after due reading of the whole. Witnesses F. Beninate, Wm. V. Seeber. ROBT. E. O.CONNOR, 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 Westside Transit Co., was this day duly recorded in my office, in boox 1157, folio ——.

EMILE J. LEONARD, D. R.

I hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of the Westside Transit Co., and of the certificate of the Dep. Recorder of Mortgages.

ROBT. E. O'CONNOR, Not. Pub.

Mch. 11-18-25-Apr. 1-8-15.

CHARTER

PRICE OIL TANK WORKS, INC.

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

Be it known, That on this seventeenth day of the month of February, in the year of our Lord one thousand nine hundred and fifteen.

Before me, Edouard F. Henriques, a notary public, duly commissioned and qualified in and for the Parish of Orleans, City of New Orleans, State of Louisiana, there in 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, to-wit:

Article I.—The name of this corporation shall be Price Oil Tank Works, Inc., and under its said corporate name it shall 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, to sue and be sued, to make and to 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 interest 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 this 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 first vice-president thereof, and in the absence of both of said officers, upon the second vice-president 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 acquire by purchase or otherwise property, real or personal, and the good will rights and assets of all kinds under such terms and conditions as may be deemed advisable of any person, firm or corporation, and particularly the patent rights and good will of the Price Oil Tank Works and J. A. Price, patentee ,and to pay for the same in cash or stock or other securities of the corporation ,and to manufacture, export, import, buy, sell and generally deal in fluid self measuring devices, storage systems, tanks, etc., under said patent rights, which may be acquired, and to carry on the business of said corporation in Louisiana and in all the States of the United States and in foreign countries; and generally to do and perform all things pertinent and incident and which may be proper and necessary to carry out and execute the objects and purposes of this corporation.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of one hundred thousand dollars and 00.100, ($100,-000.00) dollars, divided into and represented by ten thousand (10,000), shares of the par value of ten and 00-100, $10.00) dollars each. Said stock shall be paid for in cash, or in such installments at at such time and after such notice to subscribers as the Board of Directors may fix, or same may be issued at not less than par for labor done or services performed for said corporation, or for property or rights actually received by said corporation.

Fifty thousand four hundred and 00-100, $50,400.00), dollars of the capital stock has been subscribed to the corporation at the time of the passing of this act of incorporation, and this corporation shall become a going concern and shall be authorized to commence business as soon as fifty thousand and 00-100 ($50,000.00) dollars of its capital stock shall have been paid for, either in cash or for labor done, or services performed for said corporation, or for property or rights actually transferred to it.

Article V.—The capital stock of this corporation may be increased to the sum of two hundred and fifty thousand and 00-100 dollars ($250,000.00) by a vote of two-thirds of all the stock, at a meeting called for that purpose.

Article VI.—Transfer of stock shall be made only on the books of the corporation, subject to such regulations and formalities as the Board of Directors may prescribe. Any stockholder wishing to sell his stock must offer the same in writing to the other stockholders, through the Board of Directors, at a price not exceeding the book value thereof, who shall have an option to purchase all shares of stock to be disposed of by sale, resignation, death, or otherwise, of any of its members, and they shall have fifteen days in which to accept or decline said offer. Should the Board of Directors decline to purchase any stock, the stockholder who has made the offer to sell, may then dispose of his stock in any manner or at any price he may see fit, but any sale or transfer made by a stockholder in violation of this article shall be void, and no transfer of stock shall be made on the books of the corporation unless the provisions thereof are strictly complied with.

Article VII.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors, composed of twenty-one stockholders, five of whom shall constitute a quorum for the transaction of business.

Theodore E. Posner, Eugene Buckmaster, J. M. Rollosson, Travis D. Price, Roger Holmes, W. M. Gordon, D. S. Gregory, George Schreiffer, Thomas Jordan, C. J. Salm, J. A. Price, W. E. Mitchel, H. J. Veith, George R. Holmes, Mrs. Hattie M. Price, Irwin Miller, Frank X. Perschall, R. H. Gregory, F. A. Rollosson, Wm. E. Price and Francis M. Fuller shall compose the first Board of Directors of this corporation. This first Board of Directors shall serve until the second Monday of February, 1916, after which the directors shall be elected annually by the stockholders at a meeting to be held on the said second Monday of February in each year. Said meeting of stockholders to be preceded by fifteen days notice in writing sent to each of said stockholders at his or her last known place of residence. Each stockholder shall be entitled in person or by proxy to one vote for every share owned by him or her; all elections shall be held under such rules and regulations as may be determined by the Board of Directors. The directors, when elected, shall continue in office for one year and until their successors shall have been duly elected, and shall have been qualified. No failure to elect shall operate the forfeiture of this charter or any right under the same. Any vacancy occurring on said board shall be filled by the remaining directors for the unexpired term.

Theodore E. Posner shall be president; C. J. Salm, first vice-president; J .A. Price, second vice-president, and Frank X. Perschall, secretary-treasurer of the first Board of Directors to serve until the second Monday in February, 1916.

Article VIII.—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, or instruments drawn or executed or issued in said corporation's name shall be countersigned by at least two officers of the corporation. No official shall thus sign or endorse the name of the corporation save strictly in its concerns.

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

A change in the objects and purposes may be made only by a vote of all the stock therefor issued; and an increase of the capital stock in excess of the amount originally named herein as the amount to which the capital stock 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.

Notice of all meetings referred to in this article shall be given in the same manner as is provided for the giving of the notices of election. In case of dissolution or termination of this charter, either by limitation or otherwise, the affairs of this corporation shall be liquidated by three liquidators, elected by the stockholders from among their own number, each liquidator shall have full authority to settle and wind up the business affairs of this corporation. The terms and conditions and the compensation for such services shall be fixed at the time of election. In case of the death or other disability of any of the liquidators before the final liquidation of the affairs of the corporation, the remaining liquidator or liquidators shall fill said vacancy or vacancies.

Article X.—No stockholder of this corporation shall be held liable or responsible for the contracts, defaults or debts of this corporation, nor shall any mere informality of this organization have the effect of rendering this charter null, or of exposing any stockholder to any liability beyond the unpaid balance due on the stock held by him.

Article XI.—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.

All of which above subscriptions are payable in the manner, mode and species as is set forth in the list hereto annexed and which forms a part of this charter.

Thus done and signed at New Orleans, this 17th day of February, 1915, in the presence of O. Cochran and F. Schaff, competent witnesses residents of this Parish, who have signed these presents, together with said appearers and me, notary, after a reading of the whole.

(Original Signed) EMILIE LEONARD, Schaff. James A. Price, et als.

EDOUARD F. HENRIQUES, 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 Price Oil Tank Works, Inc., was this day duly recorded in my office in Book 1127 folio.

New Orleans, La., February 17th, 1915.

(Originally Signed) EMILIE LEONARD

Dy. R.

I hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of the Price Oil Tank Works, Inc., and of the certificate of incorporation of the Deputy Recorder of Mortgages, except from this copy of said act there are omitted the names of the subscribers, and the number of shares subscribed for by each incorporator.

In faith whereof, witness my hand and official seal this 17th day of February, 1915.

EDOUARD F. HENRIQUES, Notary Public.

Feb. 18-25—Mch. 4-11-18.

AMENDMENT

TO THE CHARTER OF THE BURGLASS OIL & MINERAL CO.

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

Be it known that on this sixteenth day of the month of January in the year one thousand nine hundred and fifteen (1915) before me, Wynne G. Rogers, a notary within 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: First, Abraham Burglass, of full age residing in New Orleans and president of the Burglass Oil & Mineral Company. Second, Mr. Samuel R. Ely also of full age and a resident of this city and secretary of said Burglass Oil & Mineral Company, which said parties appear herein under and by virtue of the authority in them vested by a resolution adopted by the stockholders of the said Burglass Oil & Mineral Company held at the office of the said company in the City of New Orleans on the third day of November, 1914 at 3 o'clock p. m., which resolution adopted and provided for the amendment of the charter of the said company, increasing the capital thereof from $15,000.00 to $25,0000.00 and authorized and instructed the said president and the said secretary to appear before a notary public to put said changes and amendment of record in authentic form, a copy of the minutes of said meeting and a copy of the said resolution duly certified by the president and secretary is hereto annexed as part. And the said appearers in their respective capacities declare that in conformity with the said resolution and in furtherance of their instructions, Article IV of the charter of the Burglass Oil & Mineral Company executed before the undersigned notary on the thirtieth day of August, 1913, and duly recorded in the mortgage office of the Parish of Orleans in boox 1119, folio 27, be and the same is hereby altered and amended to read as follows, to-wit:

The capital stock of the corporation shall be twenty-five ($25,000.00) thousand dollars divided into five hundred shares of par value of fifty ($50.00) dollars per share which shall be paid for in cash or in [illegible] property or 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.

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

Thus done and passed on the day, month and year herein first above written in my office in the City of New Orleans in the presence of Peter R. Ferrera and Anna E. Carey witnesses of lawful age who, together with said appearers and me, notary, have signed their names after due reading of the whole.

Witness: P. R. Ferrera, A. E. Carey. (Original Signed) A. Burglass, president; Samuel R. Ely, secretary; 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 Company, was amended and was this day duly recorded in my office in book 1157, folio 46. New Orleans March 1st, 1915. (Signed) EMILE J. LEONARD.

I certify the above and foregoing to be a true copy of the original on file and of record in my office. March 8th, 1915. Wynne G. Rogers, Not. Pub.

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