CHARTER

BUILDING REVIEW PUBLISHING COMPANY, INCORPORATED.
STATE OF LOUISIANA
PARISH OF ORLEANS
CITY OF NEW ORLEANS

BE IT KNOWN, that on this Fifteenth day of January, in the year one thousand, nine hundred and fifteen,
BEFORE ME, WILLIAM WALLER YOUNG, A NOTARY PUBLIC, in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, all above the full age of majority, who severally DECLARED, that, availing themselves of the provisions of the laws of this State relative to the organization of corporations, and particularly Act No. 267 of the legislative acts of the General Assembly of the State of Louisiana, for the year 1914, approved July 9, 1914, they have covenanted and agreed and do by these presents, covenant, agree and bind themselves, as well as such other persons who may hereafter become associated with them or their successors, to form and constitute a corporation or body politic in law, for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.

The name and title of this corporation shall be "BUILDING REVIEW PUBLISHING COMPANY, INCORPORATED," and under its corporate name it shall have power and authority to have and enjoy 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 use a corporate seal, and the same to break or alter 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, agent, 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 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, and, in the absence of both of said officers, as the law directs.

ARTICLE III.

The objects and purposes of this corporation, and the nature of the business to be carried on by it, are hereby declared to be: to acquire, print, publish, conduct and circulate or otherwise deal with newspapers, journals, magazines, books, and other literary works and undertakings, and especially to publish and circulate a magazine to be known as "BUILDING REVIEW;" to carry on, if, and when it shall deem desirable, the trade or business of general printers, lithographers, engravers and advertising agents,; to build, construct, erect, purchase, hire or otherwise acquire or provide any buildings, offices, work shops, plant and machinery or other things necessary or useful for the purpose of carrying out the objects of the corporation.

ARTICLE IV.

The capital stock of the corporation is hereby fixed at the sum of Five thousand ($5,000.00) dollars, to be divided into and represented by Two hundred (200) shares of stock in the sum of Twenty-five ($25.00) dollars each. Said stock shall be paid for, when and in such installments as directed by the Board of Directors. The capital stock may be increased or diminished as provided by law. All shares of stock shall be issued as full paid and non-assessable, and no transfer of stock shall be binding on the corporation unless recorded on its books.

The capital stock of this corporation may be increased to the sum of Twenty-five thousand ($25,000.00) dollars.

ARTICLE V.

All the corporate powers of said corporation shall be exercised by a Board of Directors, consisting of three stockholders, two of whom shall constitute a quorum for the transaction of business. The Board of Directors shall elect annually from their number a president, a vice-president, a secretary and a treasurer. The Board of Directors shall have power to combine the offices of secretary and treasurer. The Board of Directors shall appoint from time to time, such officers and clerks and agents and employees as they may deem necessary for the purposes and business of the corporation, who shall hold office at the pleasure of the Board. Said board may make, alter and amend any and all by-laws and regulations proper for the conduct and management of the business and affairs of the corporation. The Board of Directors shall have power to apply the profits of the corporation to the promotion of the business and affairs thereof, or to the declaration of the dividends, or to both of such purposes, if such profits shall be sufficient to that end.

The following persons shall constitute the first Board of Directors: Walter F. Jahncke, No. 816 Howard Avenue, New Orleans, Louisiana, Edwin E. Crozat, No. 1519 North Villere Street, New Orleans, Louisiana, and Oscar J. Forstall, No. 121 South Clark Street, New Orleans, Louisiana; with Walter F. Jahncke as president, Edwin E. Crozat as vice-president, and Oscar J. Forstall as Secretary-Treasurer.

The annual meeting of stockholders of this corporation for the election of directors shall be held on the second Monday in January of each year, and the Directors now chosen to represent this corporation, shall hold their offices until that date, or until their successors are duly elected and qualified. In case vacancies occur during the year, same shall be filled by the remaining Directors or Director.

ARTICLE VI.

Whenever this corporation may be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three commissioners to be appointed from amongst the stockholders at a general meeting of stockholders called for such purpose, and notice of which shall be given in the manner and time provided for stockholders' meetings by Article IX. of this charter, and a two-thirds majority in amount of the capital stock of said corporation represented at such meeting shall be requisite to elect. Said commissioners shall remain in office until the affairs of the corporation shall have been fully liquidated. In case of death of one or more of said commissioners, the vacancy shall be filled by election of the surviving commissioners.

ARTICLE VII.

No subscribers for stock shall ever be held liable for the contracts, faults or debts of said corporation in any further sum than the unpaid balance, if any, due the corporation on the stock for which he has subscribed, nor shall any mere informality in organization have the effect of rendering this charter null, or rendering any subscriber or stockholder liable beyond the unpaid amount, if any, remaining due on his stock.

ARTICLE VIII.

This corporation is organized under the laws of the State of Louisiana and especially Act No. 267 of 1914, and the subscribers hereto, for themselves and said corporation and for its officers, directors and stockholders, hereby adopt, as part of this charter and as conditions of this incorporation, all the rights, powers, privileges and immunities granted to corporations, and granted to and conferred upon officers, directors and stockholders of corporations, by said laws and said act—such acceptance being as full, complete and binding as if said rights, powers, privileges and immunities were set forth at full length in this instrument.

ARTICLE IX.

This charter may be modified, changed or amended, or said corporation may be dissolved, with the assent of stock holders owning two-thirds of the entire capital stock, at a general meeting of the stockholders convened for that purpose, after 15 days notice shall have been given to each stockholder, mailed to his last known address.

ARTICLE X.

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, at the City of New Orleans, aforesaid, in the presence of Ferdinand E. Zimmer and Walter B. Hamlin, competent witnesses of lawful age and residing in this City, who hereunto subscribed their names, together with said parties and me, Notary, on the day and date set forth in the caption hereof.

ORIGINAL SIGNED:

F. E. ZIMMER,
W. B. HAMLIN,
WALTER F. JAHNCKE, 80 Shares
816 Howard Ave., New Orleans, La.
E. E. CROZAT, 10 Shares,
1519 N. Villere St., New Orleans, La.
O. J. FORSTALL, 10 Shares.
121 S. Clark St., New Orleans, La.
(Signed) W. W. YOUNG, NOT. PUB.

I, the undersigned deputy 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 "BUILDING REVIEW PUBLISHING COMPANY, INCORPORATED," was this day duly recorded in my office, in Book 1127, folio 739. (seal). (signed) Emile J. Leonard, DR.
A true copy of the original:
(signed.) W. W. YOUNG, NOT. PUB.
(Seal.)
May 6 13 20 27 june 3 10

ACT OF INCORPORATION OF WASHLEY FARM & DEVELOPMENT COMPANY INCORPORATED

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

Be it known that, on this, the third day of the month of April, in the year of our Lord one thousand nine hundred and fifteen, 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 all such persons as may become associated with them, to form themselves into a corporation for the objects and purposes, and under the conditions and stipulations of the articles following, to-wit:

Article I.—The name and title of the said corporation shall be: Washley Farm & Development Co., Inc., and under its said corporate name it shall have the power and authority and enjoy succession for the full term and period of ninety-nine years from and after date hereof, to contract, sue and be sued; to accept and receive mortgages, pledges or other hypothecations; to make and use a corporate seal and the same to break and alter at pleasure; to purchase, receive, lease, hold or otherwise acquire and convey as well as mortgage and hypothecate under its corporate name, property both real and personal and mixed; to name and appoint such managers and directors, officers and agents, and establish branch offices at its domicile, or elsewhere, as the interest and convenience of said corporation may require, and to make and establish, as well as alter and amend at pleasure such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary and proper.

Article II.—The domicile of the said corporation shall be at 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 own, to acquire, by purchase, lease, donation, exchange or otherwise, and to sell or alienate real and personal property of every description and kind, to rent, buy, sell, mortgage, hypothecate agricultural and other lands in the State of Louisiana; to lease and carry on stock farms and planting operations of every character; to deal in dairy products, cattle, farm products or other merchandise, 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; to exchange its capital stock, or any part thereof, for property and leases which it is hereby authorized to acquire.

Article IV.—The authorized capital stock of this corporation is hereby fixed at the sum of twenty thousand ($20,000.00) 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 ten thousand ($10,000.00) dollars of its capital stock shall have been subscribed and one-half thereof paid for; said stock shall be non-assessable.

The parties hereto declare that they each subscribed for the number of shares of said capital stock set opposite their respective signatures hereto, or an aggregate of $10,800.00 (ten thousand eight hundred dollars), the same to be paid for in cash or in property, leases or other choses in action or notes of the value satisfactory to the holders. The board of directors hereinafter created is especially authorized to dispose of the stock for any and all the purposes above stated as in its judgment may seem fair and proper. The capital stock of this corporation may be increased to the sum on one hundred thousand ($100,000.00) dollars, in accordance with the provisions of the law pertaining thereto.

No present or future stockholder shall be allowed to sell or transfer his stock in this company, except by inheritance without first offering the same to the company through its president, or vice president. If the company fails to purchase the stock so offered at its book value as shown on the preceding December 31st, within five days from such offer, then the stockholder desiring to dispose of his stock may sell and transfer the same. All stocks so purchased by the company shall be reissued by it and offered to each stockholder, in proportion to their holdings, at the price the said shares were so purchased. If any stockholder fails to purchase the stock so offered to him, then the company may sell the same at the highest price obtainable.

Article V.—All the powers of this corporation shall be vested in and exercised by a board of directors of not more than five and not less than three directors, each of whom shall hold in his own name on the books of the company at least one share of stock. The number of directors within said limits and the number required to constitute a quorum of the board shall be fixed from time to time by the by-laws. Said board of directors shall be elected annually, by ballot at a stockholders meeting called for that purpose at the office of the corporation on the fourth Tuesday of each year after due notice given to the stockholders by mail at least fifteen days before the date of the said meeting. Failure to elect directors on the date above specified shall not dissolve the corporation, but the directors then in office shall remain in office until their successors are elected. The board of directors at their first meeting following each annual election shall elect from their number a president and one or more vice presidents, and they shall likewise elect, but not necessarily from their number, a secretary and a treasurer and such other officers as the board of directors shall deem necessary. The board shall have power in its discretion to unite two or more offices and to confer the same upon one person and shall have the power to fix the salaries of all officers and of such further officers and agents as they deem necessary. The board of directors shall have the power to make and establish, as well as alter and amend, all by-laws, rules and regulations necessary and proper for the support and management of the business and affairs of said corporation not inconsistent with its charter. Said board shall also have power and authority to fill any vacancies on its board, to borrow money, and through the president or some other duly authorized agent, or agents, to execute mortgages, issue notes, pledges, bonds or other obligations, in such amounts and on such terms as in their judgment may be deemed advantageous, and generally to do all things reasonably necessary for the proper carrying on of the business of said corporation; as also to issue and deliver full paid shares of stock and bonds or obligations of said corporation, in payment of money borrowed, or money, labor or services or property or rights actually received by said corporation, as heretofore set forth, and shall have power to do all such acts and things as may be necessary to carry out the objects for which this corporation is organized.

Until the next general meeting of the stockholders for election of directors, to be held under this charter on the fourth Tuesday of January 1916, or until their duly qualified successors are elected and installed, the board of directors shall be composed of: E. Albrecht, Whitney-Central Bldg., New Orleans, La.; Harry A. Black, Whitney-Central Bldg. New Orleans, La.; S. S. Steiner, Whitehall Bldg., New York, N. Y.

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 the assent of the holders of two-thirds in amount of the then entire 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 said corporation in any further sum than the unpaid balance due to the corporation on the shares of stock owned by him, nor shall any mere formality in organization have the effect of rendering this character null or of exposing a stockholder to any liability beyond the amount due on his stock, if any.

Article IX.—Said corporation shall commence business or operation as soon as 1,000 (one thousand) shares of its capital stock shall have been subscribed for and at least 50 per cent thereof have been actually paid in.

Thus done and passed, at my office, in the city of New Orleans, on the day, month and year first hereinabove written, in the presence of T. Marshall Miller and Philip A. Miller, competent witnesses, who hereunto sign their names, together with said appearers and me, notary, after due reading of the whole. (Original is Signed) Witnesses: Philip A. Miller, T. M. Miller. Names of subscribers omitted. Chas. F. Fletchinger, 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 Washley Farm & Development Co., Inc., was this day duly recorded in my office in Book 1157, folio ——. New Orleans, La., April 6th, 1915.
(Signed) Emile Leonard, D. R.
A true copy.
Chas. F. Fletchinger, Not. Pub.
Apr. 8-15-22-29-May 6-13.

AMENDMENT TO THE CHARTER OF THE EQUITABLE HOMESTEAD ASSOCIATION

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

Be it known that on this tenth day of the month of March in the year one thousand nine hundred and fifteen (1915) before me, Wynne G. Rogers, a notary public 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, Mr. William C. Ermon, of full age of majority, residing in New Orleans and president of the Equitable Homestead Association; Second, Mr. Edwin R. Beauvais, also of full age of majority and a resident of this city and secretary of the said Equitable Homestead Association. Which said parties appear herein under and by virtue of the authority in them vested by a resolution adopted by the board of directors of the said Equitable Homestead Association at a meeting held on the seventeenth day of February 1915 at the office of said company in the city of New Orleans, the said resolution being adopted in conformity to and to give effect to the resolutions and actions of the stockholders of the said Equitable Homestead Association held at the office of said company on the 11th day of January 1915 for the amendment and reenactment of Article III of the charter and also the amendment and reenactment of Article V of the charter of the said Equitable Homestead Association, and which resolution of the board of directors of said company authorized and directed the said president and secretary to appear before me, notary, to put said changes amendments and reenactments of record in authentic form, a copy of the said resolution of the said board of directors, duly certified by the president and secretary is hereto annexed as part.

And the said appearers in their respective capacities declared that in conformity with votes action and resolution of the stockholders of the said Equitable Homestead Association held on the said eleventh day of January 1915 and the resolution adopted by the board of directors of said Equitable Homestead Association on the seventeenth day of February 1915 and in furtherance of their instructions Articles III and V of the charter of the Equitable Homestead Association executed before William Renaudin, late notary public in the Parish of Orleans on the eleventh day of May 1910 and duly recorded in the mortgage office of the Parish of Orleans in book 984 folio 402 et seq be and the same is hereby altered, amended and re-enacted to read as follows:

Article III.—The object of this association shall be the accumulation of a fund from the weekly installments on account of the subscriptions to the capital stock, rentals, bonuses, interest on loans and other sources, the fund so accumulated to be used for the purchase and sale of real estate, the building, renting and sale of homesteads, and the lending of funds upon mortgage security on real estate in the City of New Orleans, or in the Parishes of St. Bernard and Jefferson and upon shares of this corporation as provided by the by-laws. No loan shall be made except to shareholders, and no loan for a sum greater than the face of the shares owned by the borrower. All loans shall be made under the control and direction of the board of directors, who shall have the power to make such rules, regulating the same as it may deem necessary and expedient.

Article V.—The corporate powers of the association shall be exercised by a board of directors to consist of not more than thirty-five stockholders, each of them owning at least ten shares in his own name, who shall be elected by the stockholders on the second Monday of January of each year. Any director ceasing to own ten shares shall ipso facto forfeit his seat on the board of directors.

Notice of said election shall be given for the space of (10) ten days by publication in one of the daily morning papers published in the City of New Orleans. Said election shall be by ballot and shall be held at the domicile of the corporation, under the supervision of three stockholders appointed by the board of directors at the last preceding regular meeting thereof, who are not candidates for election, the stockholders receiving a majority of the votes cast shall be declared elected. The failure to hold an election on the days specified shall not dissolve the corporation, but the directors in office shall hold over until an election be held after ten days notice of the time and place thereof.

The board of directors shall elect from their number a president a first vice president, a second vice president, the board of directors shall also elect a secretary-treasurer an attorney and a notary, who may or may not be members of the board of directors they shall appoint such other officers and employes as may be necessary, who shall hold office during the pleasure of the board. They shall fix the compensation of all officers and employees, and they shall have power to enact by-laws not repugnant to this charter, to select a place of meeting, to suspend any officer for neglect of duty or misconduct, and in case of any vacancy occuring on the board among the officers, from death, resignation, removal or any other cause, the directors shall have the right to fill such vacancy, and shall have general authority to carry out the object and business of the association. But they shall not have the power to purchase real estate for cash not to contract any indebtedness without the affirmative vote of at least five directors and then only in furtherance of the usual and proper business of the association. Seven directors shall constitute a quorum at all meetings of the board.

Thus done and passed in my office at the City of New Orleans on the day, month and year herein first above written in the presence of P. R. Ferrea and A. E. Carey, competent witnesses of lawful age who, together with said appearer and me, notary, have signed their names after due reading of the whole. (Original Signed) Wm. C. Ermon, Pres.; E. F. Beauvais, Sec.; witnesses: P. R. Ferrera, A. E. Carey. Wynne G. Rogers, Not. Pub.

I, the undersigned, Recorder of Mortgages in and for the Parish of Orleans, do hereby certify that the above and foregoing amendment to the charter of the Equitable Homestead Association was this day duly recorded in my office boox 1157 folio 78. New Orleans, March 12th, 1915.
(Signed) Emile J. Leonard, Dy. R.
A true copy of the original on file and of record in my office. New Orleans, March 25th, 1915. Wynne G. Rogers, Not. Pub.
April 8-15-22-29 May 6-13

CHARTER OF THE SOUTHERN FURNITURE STORE INC.

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

Be it known, that on the first day of the month of April, 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, Sidney Francis Gautier, a notary public, duly commissioned and qualified in and for the Parish and State aforesaid, 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 of majority and residents of this city, who severally declared, that availing themselves of the provisions of the act of the Legislature of this state, being known as Act 267 of the Sessions Acts of 1914, they do by these presents, covenant and agree and bind themselves, as well as such other persons as may become hereafter associated with them, in order to form and constitute a corporation or body politic in law, for the objects and purposes, and under the stipulations following, to-wit:

Article I.—The name and title of this corporation shall be "The Southern Furniture Store, Inc." and it shall have and enjoy succession and existence for a period of fifty years from date hereof. It shall have, enjoy and possess, all the powers, rights, privileges and immunities accorded to corporations under the laws of this State, and particularly, under Act 267 of 1914 referred to.

Article II.—The domicile of this corporation shall be in the city of New Orleans, State of Louisiana, where all citations and other legal process shall be served upon the president, and in his absence, upon the vice president, and in the absence of the vice president, upon 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 engage in the business of house furnishing goods, and supplies of all kind and character and in all of its branches, to buy and sell furniture of all sort and description, by retail or by wholesale, and generally to deal in all manner of goods, wares and merchandise particularly such as are used and are of utility in and about a household or business establishment, and in furtherance of said purposes and business, to buy, lease or acquire such material and property as may be necessary to properly carry on and conduct said business in all of its branches, and the establishment and maintenance of plants, machinery, stores, warehouses and otherwise and generally to do all things needful and proper pertaining or incidental to such business.

Article IV.—The capital stock of this corporation is hereby declared to be the sum of twenty thousand dollars, divided into two hundred shares of the par value of one hundred dollars each, and this corporation shall be operative and go into business and become a going concern when two hundred shares of its capital stock shall have been subscribed and paid for, to-wit:

At the execution of those presents, and in the manner following, to-wit:

Fifteen hundred dollars, cash paid by Isidore Perlberg, being full payment for fifteen shares, one hundred dollars, cash, paid by Harry Tiepenbron, being full payment for one share. Two hundred dollars, cash, paid by Eddie Horowitz, being full payment for two shares. Two hundred dollars, cash, paid by Eddie Tugenhaft, being full payment for two shares. Eighteen thousand dollars, paid by Charles Tugenhaft, in merchandise and other property and choses in action presently transferred surrendered and given in payment by him, in full payment for eighteen hundred shares. The merchandise and property and choses in action herein referred to transferred and given in payment for said eighteen hundred shares, consists of the entire stock of furniture and other goods, wares and merchandise owned by said Charles Tugenhaft at Number 317 Baronne street in this city, fully itemized inventoried and consisting of a large assortment of new household goods and furniture of all kinds and a large number of outstanding open accounts due by solvent debtors and fully collectable and which in total amounts to the sum of ten thousand dollars, which stock and open accounts are valued by the said Charles Tugenhaft, as follows:

For the furniture referred to and stock in trade, including the good will of said business, the sum of eleven thousand dollars, predicating said valuation of the price list, and for the open accounts, the sum of ten thousand dollars, and said Charles Tugenhaft declares that he does by these presents transfer, convey, assign and deliver in full ownership and in payment of his eighteen hundred shares of stock, unto, this corporation, all of his rights, title, interest and ownership in and to all of said stock in trade, all furniture, goods, wares and merchandise and outstanding open accounts referred to and in any manner forming part or in any manner connected with the furniture business now owned and operated by him as aforesaid, together with the good will of said business, as a going concern. Said property, accounts, goods, wares and merchandise and good will is hereby appraised by the directors named in this charter, after careful examination and inspection according to the inventory thereof, hereto annexed and in their possession, in the manner following, to-wit: For the stock of household furniture and other property consisting of goods, wares and merchandise together with the good will of said business, as a going concern at the sum of ten thousand dollars, and for the open accounts as per list in their possession of the face value of ten thousand dollars, the sum of eight thousand dollars. This transfer is made by said Charles Tugenhaft and accepted by said corporation in full settlement of the amount due by said Charles Tugenhaft on stock subscription as herein set forth, free from all debts, liens or claims whatever, and with all legal warranty of title to said property and business and accounts and good will and with full substitution and subrogation in and to all the rights and actions of warranty which he has or may have against all preceding owners and venders.

Article V.—No transfer of stock shall be binding upon this corporation unless same appears on the books thereof, and no stockholder shall have the right to assign or transfer any share or shares held by him unless he shall have first offered same, in writing to the board of directors, which will have the right to purchase same within ten days thereafter, at the valuation determined by the board and the party in interest; provided, that in case of dissatisfaction as to the price, that issue, shall be arbitrated in the manner provided by law in matters of amicable compounders, and their decision shall be final. All shares of stock so acquired by the corporation may be re-issued at not less than par value.

Article VI.—The charter of this corporation may be amended by the vote of two-thirds of all its stock at a meeting of the stockholders, duly called for the purpose; the capital stock may be increased or decreased, by the vote of three-fourths of all its stock, at a meeting of the stockholders duly called for that purpose. Each share of stock shall be entitled to one vote, which vote may be cast by the stockholder or by his agent or proxy, which proxy or agency may be evidenced by letter or other written document.

Article VII.—The corporate powers of this corporation shall be vested in a board of directors to be composed of not less than three not more than five directors, to be elected by the stockholders at a general meeting to be held on the third Monday of March in each year. No stockholder of this corporation shall be eligible as a director, unless he owns in his own name, full paid and unpledged, at least one share of the capital stock of this corporation.

Article VIII.—The board of directors shall have power to make all by-laws, rules and regulations necessary for the conduct of the business affairs of said corporation; shall elect from their number a president, a vice president and a secretary-treasurer.

Article IX.—The said corporation shall have power to sue and be sued in its corporate name, to make and use a common seal, and alter same at pleasure, to acquire property, real and personal, by grant, gift, purchase, and to devise or bequeath, to lease, hold or dispose of and to mortgage and pledge the same, and to appoint such officers and agents as the business of the corporation may require and to fix their compensation, to make by-laws, fixing or altering the management of its property, the regulations and management of its affairs and the manner of the certification and registration of its stock, to conduct business in this State, other States, the Federal Districts, the territories and possessions of the United States and in foreign countries, and to do and perform all manner of contracts and transact all manner of business which may be connected with, incidental or germane, to the purpose for which this corporation is organized.

Article X.—Until the election to be held as hereinabove provided, the following shall constitute the first board of directors, who shall hold office until their successors shall have been elected and duly qualified.

Name and address: Eddie Horowitz, 1618 Calliope street, N. O. La.; Charles Tugenhaft, 907 Poydras street, N. O., La.; Harry Tiefenbron, 505 Main street, Baton Rouge, La.; Eddie Tugenhaft, 430 S. Alexander street, N. O., La.; Isidore Perlberg, 625 S. Rampart street, N. O., La.; with Eddie Horowitz, as president; Charles Tugenhaft, as vice president, and Harry Tiefenbron, as secretary-treasurer.

Thus done and passed at my notarial office, in the city of New Orleans, on the date of the month and year herein first above written, in the presence of Messieurs K. V. Richard and John Betz, competent witnesses who have hereunto subscribed their names with the said appearers, and me, notary public, after reading of the whole. (Original signed) Eddie Horowitz, 2 shares; Chas. Tugenhaft, 180 shares; Harry L. Tiefenbron, 1 share; Isidore Perlberg, 15 shares; Eddie Tugenhaft, 2 shares. Witnesses: K. V. Richrd, John Betz. Sidney F. Gautier, 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 Southern Furniture Store Inc., was this day duly recorded in my office, in Book 1157, Follo 134, New Orleans, April 5th, 1915. (Signed) Emile J. Leonard, Dy. R.
A true copy. Sidney F. Gautier, Not. Pub.
Apr. 8-15-22-29 May 6-13.

To the Manner Born.

In "Hamlet," act 1, scene 4, occur these lines:

Ay, marry, is't.
But to my mind, though I am native here
And to the manner born, it is a custom
More honored in the breach than the observance.

Some have maintained that in this case "manner" should be spelled "manor," because the former was an old variant spelling of the latter. The phrase would then be applied to a person accustomed to the usages of a locality. But the weight of opinion favors "manner" as used, for instance, by Swinburne in the sentence, "He has not the eyes and nerves of one to the manner born." In this case the phrase refers to one having a lifelong acquaintance with given conditions and customs, regardless of whether they are associated with a single locality.—Philadelphia Press.

Source of Robinson Crusoe.

The Edinburgh Courant, long since dead, is worthy of remembrance, not only by Edinburgh and Scotland, but by the literary world at large. Its editors include Daniel Defoe, who seems to have been the first occupant of its editorial chair, to which he appears to have gone on his liberation from Newgate. "Old and New Edinburgh" mentions "the Edinburgh Courant of Oct. 16, 1707 (then edited by Daniel Defoe)," but Dr. Chalmers in his "Life of Defoe" says it is not suspected that he continued long to edify the Edinburgh citizens with his lucubrations. It was doubtless during his Edinburgh sojourn that Defoe heard all about Alexander Selkirk of Largo, the original of Robinson Crusoe.—London Chronicle.

Language of the Nose.

"Here is an article in the paper that says a woman's character can be determined by her nose."

"Well, there may be something in that, but there's a surer way. No one can make a mistake concerning a woman's character if he will look at the noses of other women who meet her. The extent to which they turn up at such times shows just what she is or isn't."—Exchange.

KNEW HE WOULD BE LENIENT

The Judge—Don't you know it's cowardly to strike a woman?

The Prisoner—Dat's right, jedge, but yo' see she made me so angry, all I wants yo' to do is to fink ob yo' mudder-in-law while yo' is fixing de sentence.

Discoveries.

So many famous discoveries have turned out to be rediscoveries that we become cautious about asserting that any event or achievement was the first of its kind.—John Fiske.

Accomplished.

"Is he well versed?"

"Yes. He's a fool in many languages and on many subjects."—Philadelphia Ledger.

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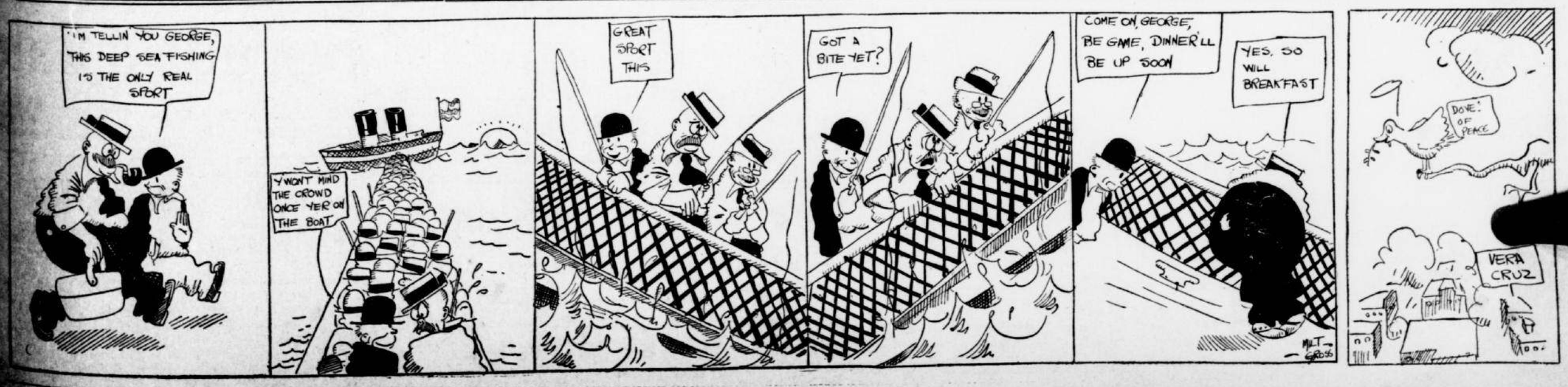

Things We Never See