A Dream Joke.

Almost every one has dreamed of writing a poem, delivering a speech or making a witty remark that seemed at the time wonderfully brilliant, but that, recalled on waking, proved to be either commonplace or wholly meaningless. That is not always the case however, as this story, which the Rev Washington Gladden is fond of telling, proves.

"I dreamed," says Dr. Gladden, "that the old house that formerly stood near my church was still there and that old Mr. Deshler, who has been dead many years, still lived in it. I also knew that his old dog, George, who never failed to bark at me when I passed the house, still lived. In my dream I was passing the house when the door opened and the old gentleman came out, followed by George, who, as usual, rushed barking up to me.

"'Now, now, George,' said the old man, 'you ought not to do that. You know that's a friend of ours. That's Dr. Gladden.'

"'Oh, I have met George before,' I responded to the introduction. 'In fact, George and I have for some time had a bowwowing acquaintance.'"—Exchange.

Riding In a Jinrikisha.

When the European or American tourist first lands in Japan he at once demands a jinrikisha. Having read of it and heard so much of it he wants an immediate experience of it as soon as he finds himself in the land of its birth. Almost any day one may see a procession of men and women, ashore for a day or two from a steamer in port, making their way up the crowded thoroughfares of Tokyo, sitting rather awkwardly in their jinrikishas, trembling unbalanced over the axle, not knowing whether the thing is going to tip backward or fall forward, so loosely does the puller seem to hold the shafts. The first time one gets into a jinrikisha he always feels like a baby, and this gawkish sensation coupled with that of the uncertainty of one's position in balancing it, renders the experience not quite so pleasant as anticipated. But the only way for comfort is to sit back at one's ease and leave the responsibility to the man who pulls it.—Japan Magazine.

CHARTER
OF WHITE ROOFING AND CONTRACTING COMPANY, INC.

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

Be it known, that on this fourth day of the month of May, 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, Lyle Saxon, a notary public, duly commissioned and qualified in and for the above city, parish and state, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: the several persons whose names are hereunto subscribed, who declared that availing themselves of the provisions of the laws of the state of Louisiana, relative to the organization of corporations, in such cases made and provided, they constitute themselves, their associates, successors and assigns a corporation under the stipulations herein set forth, which they adopt as their charter, to-wit:

Article I.—The name and style of this corporation shall be "White Roofing & Contracting Co., Inc." and it shall enjoy succession and corporate existence for a period of ninety-nine years from date hereof, and it shall have for the purpose of the business to be carried on by it all the powers conferred by law upon corporations, and shall generally exercise all the powers necessary to carry on the said business.

Article II.—The domicile of this corporation shall be in the city of New Orleans, state of Louisiana, and all citations and other legal process shall be served on the president of the company, or in the event of his disability to act, 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 that of dealing in roofing and roofing material, of all descriptions and kinds, of manufacturing roofing and roofing material, of contracting and laying of roofs, repairing of roofs, and to deal generally in all goods pertaining to roofing and roofing composition; as well as to buy and sell all kinds of asbestos and rubber goods, and to deal therein; to do general contracting work of all kind and description, repairing of buildings, laying of foundations, cement work, and to contract for the erection and repairing of buildings of all kinds and description; and generally, to do all work both in contracting and dealing in materials to be used in such business.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of ten thousand ($10,000) dollars, to be represented by one hundred shares of stock at par value of one hundred dollars ($100) each. Fifty per cent (50 pct.) of the capital stock must be subscribed before the filing of the articles of incorporation. Fifty per cent of all stock subscribed for must be actually paid in before the corporation engages in business, and the remainder within twelve months thereafter.

The amount to which the capital stock may be increased shall be fifty thousand dollars ($50,000).

All stock subscribed for shall be paid for in cash, or its equivalent, or property received, or labor done, at such time and upon such terms and conditions as the board of directors shall prescribe. No transfer of stock shall be admitted or held to be valid or binding so far as the company is concerned unless made upon the books of the company. No sale or pledge of stock shall be valid unless made upon the books of the company. No sale or pledge of stock shall be valid unless said sale or pledge is accompanied by a written certificate, signed by the president and secretary-treasurer of the company, to the effect that said stock was offered to the remaining stockholders through the board of directors, at its book value, for a period of fifteen days, and they have failed or declined to purchase same.

Stock sold or pledged in contravention to this provision shall become the property of the stockholder first tendering to the transferee or pledgee its book value.

Article V.—All powers of this corporation shall be vested in, and the business and affairs shall be managed by a board of directors, consisting of three directors, who shall be elected annually at a meeting of the stockholders on the first Monday in July of each year.

Article VI.—The first board of directors shall consist of J. Watkins White, 8217 Apricot St., New Orleans, La.; Alexander Campbell White, 7709 Burthe St., New Orleans, La.; Edward Chassaniol, 1208 Josephine St., New Orleans, La.

The said J. Watkins White shall be president and general manager, Edward Chassaniol, vice-president, and Alexander Campbell White, secretary-treasurer, of this corporation; all of whom shall hold office until the first Monday in July, 1916, or until their successors shall have been duly elected.

All elections shall be by ballot at the office of the company, under the supervision of two commissioners to be appointed by the board of directors. Notice of such meeting shall be given by the secretary-treasurer in writing, delivered to each stockholder in person, or mailed to his last known address, at least ten days prior to such election, but this notice may be waived by all of the stockholders.

At all such elections, and at all meetings of the stockholders every stockholder shall be entitled to one vote for each share of stock standing in his name, on the books of this company, at the date of the said election or meeting; said votes to be cast in person or by written proxy, and a majority of votes shall elect.

The failure to elect directors at the annual meeting shall not dissolve or affect the corporation, nor impair its management in any respect, but the directors in office shall remain in office until their successors are elected and qualified.

Each board of directors shall elect as soon as possible after their own election a president, a vice-president and a secretary-treasurer, and may grant to each officer such powers as they deem fit.

All vacancies in the board for whatever cause shall be filled by the remaining directors. Any member of the board may appoint any other director his proxy to act in his place and stead at any meeting of the board.

Article VII.—This act of incorporation may be modined, changed or altered, or the said corporation may be dissolved, with the assent of two-thirds of the capital stock outstanding, at a meeting of the stockholders convened for that purpose, and after ten days' notice has been given by registered letter, mailed to the last known address of each stockholder. The said notice may be waived by the unanimous consent of the stockholders.

In case of the dissolution of the corporation, its affairs shall be liquidated by the directors in office at the date of its dissolution.

Article VIII.—No stockholder shall ever be held liable for the faults or contracts of the 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 informality in this charter have the effect of rendering this charter null, or exposing any stockholder to any liability beyond the unpaid liability due on his stock.

Article IX.—The subscriptions of J. Watkins White to this corporation for the amount of three thousand dollars of stock, or thirty shares, and that of Edward Chassaniol, for the amount of three thousand dollars of stock, or thirty shares, are covered by the transfer to this company on this date by the said J. Watkins White and the said Edward Chassaniol of all of their right, title and interest, in the property, good will and business of the partnership known as the "White Roofing and Contracting Co.," of which the said J. Watkins White and Edward Chassaniol are the sole and exclusive owners as partners; said business consisting of the roofing, cement and contracting business now conducted by them at No. 723 Baronne street of the city of New Orleans; the said business being transferred as a going concern in its entirety to this company, all as per the transfer to this corporation by a duly authenticated act of sale passed before Lyle Saxon, the undersigned notary public, which said business, good will, etc., is valued by the said J. Watkins White and Edward Chassaniol at the sum of six thousand dollars, and in which valuation the board of directors hereinabove named concur and agree.

Article X.—The subscribers hereto have respectively written opposite their names the amount of stock subscribed by them to this corporation, so that this act of incorporation may also serve as the original subscription list of the corporation, and they have stated their postoffice addresses so as to conform with Act No. 267 of the General Assembly of the State of Louisiana for the year 1914.

Thus done and passed in my office in the city of New Orleans, State of Louisiana, on the day, month and year first above written, in the presence of Zachary Adler and Justin Green, competent legal witnesses, of full age of majority, and residents of this city, who hereunto sign their names with the said appearers, and me, notary, after due reading of the whole.

Original Signed: J. Watkins White, 30 shares, 8217 Apricot St., New Orleans, La.; Edw. Chassaniol, 30 shares, 1422 Baronne St., New Orleans, La.; A. Campbell White, 5 shares, 826 Perdido St., New Orleans, La.

Witnesses: Zachary Adler, Justin Green.

LYLE SAXON, 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 White Roofing & Contracting Co., Inc., was this day duly recorded in my office in book 1157, folio —, on 4th day of May, 1915.

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

I hereby certify that the above and foregoing act of incorporation of "White Roofing and Contracting Company, Incorporated" and the certificate of the recorder of mortgages thereto attached are true and correct copies of the original on file in my notarial office in the city of New Orleans.

New Orleans, La., 4th day of May, 1915.

LYLE SAXON, Notary Public.

may 6 13 20 27 june 3 10, 1915

CHARTER
OF R. L. VIGUERIE DISTRIBUTING COMPANY, INC.

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

Be it known that on this ninth 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, Emile Pomes, 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 persons hereinafter subscribed who declared that availing themselves of the laws of this State in such cases made and provided, they hereby form themselves, their associates and successors into a corporation, with all the powers and privileges thereof under the following articles, which they adopt as their charter, to-wit:

Article I.—The name of this corporation shall be the "R. L. Viguerie Distributing Company, Inc."

Article II.—The objects and purposes for which this corporation is formed and the natures of the business to be carried on by it are hereby declared to be. To manufacture, buy, sell, import, and export and deal in spirits and liquors and liquids of all kinds and sorts and to buy, sell, and deal in any and all material from which spirits, liquors and liquids of any kind may be made, and all material necessary and incidental to the business of distillers in all its branches and any business incidental thereto.

Article III.—The domicile of this corporation shall be the City of New Orleans, State of Louisiana, and all citations and other legal process shall be served upon the president or in his absence or disability upon the secretary-treasurer, or as otherwise provided by law.

Artivle IV.—The period of duration of the corporation shall be ninety nine years from this date.

Article V.—The affairs of this corporation shall be managed by and all the corporate powers shall be vested in three directors and the names and post office addresses of those selected to serve for the first year or until their successors are elected and qualified are as follows, to-wit: R. L. Viguerie, president, 427 S. Pierce Street, New Orleans, La.; James L. Smith, vice-president, 4426 Dryades St., New Orleans, La.; John D. Murphy, secretary-treasurer, 121 North Scott, St., New Orleans, La.

Article VI.—The annual meeting of the stockholders for the election of directors and for the transaction of other business shall be held at the office of the corporation on the first Monday of April, 1916, and on the first Monday of April in each year thereafter.

Article VII.—The Board of Directors shall have full power and authority to make all by-laws, rules and regulations for the conduct of the business of this corporation and to fill any and all vacancies of officers and directors, whether by death, resignation or otherwise.

Article VIII.—Upon the dissolution of this corporation, its affairs shall be liquidated by one or more liquidators elected by the stockholders in accordance with law.

Article IX.—In all elections for directors each stockholder shall be entitled to one vote for each share of stock owned by him for each director.

Article X.—The capital stock of this corporation is hereby declared to be thirty thousand ($30,000.00) dollars divided into three hundred shares of the par value of one hundred dollars (100) each and the same may be increased to one hundred thousand dollars ($100,000.00)

Article XI.—The subscription for and the ownership of all stock in this corporation are made and taken upon the condition that any holder of stock desiring to sell the same shall first offer his stock to the corporation at his lowest price and the corporation shall have thirty days in which to exercise its option to purchase the same. On its refusal to purchase the stockholders shall have ten days to exercise their option to purchase such stock at said price. After the expiration of such time the stockholders shall be free to make any other sale of his stock.

Article XII.—The names and places of residence of the incorporated members of the subscribers hereto and the number of shares subscribed by each of them are as follows: Romain L. Viguerie, 427 S. Pierce St., two hundred and ninety-eight (298); James L. Smith, 4426 Dryades St., one share (1); John D. Murphy, 121 N. Scott St., one share (1); James L. Smith has this day paid in cash the sum of one hundred dollars being in full payment for the share of stock subscribed by him. John D. Murphy has this day paid in cash the sum of one hundred dollars ($100.00) in full payment of the share of stock subscribed by him.

In payment of the two hundred and ninety eight shares of stock subscribed by Romain L. Viguerie the said Romain L. Viguerie does by these presents, transfer to this corporation the business now carried on at No. 301 Decatur street together with the stock, merchandise, accounts receivable, cash in bank, licenses, stationery, bills, receivable, stocks and bonds, horses, vehicles, office and store furniture and fixtures, merchandise in bonded warehouse and in transit, copyrights and good will all of which has been appraised by the directors and incorporators at the sum of sixty-nine thousand four hundred and seventy and 17-100 dollars, ($69,470.17) less five hundred dollars for bad accounts and which values has been agreed upon as the face market value of all of said property, this corporation assuming the following liabilities due by said business as follows:

Salaries due and unpaid, $476.00; rent, $130.00; due creditors, $86,577.94 Total, $87,183.94.

Leaving the said R. L. Viguerie a creditor of this corporation for the sum of one thousand seven hundred and eighty-six and 17-100 dollars as the whole more fully appears by the detailed and itemized statements hereto annexed and made part hereof.

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

Thus done and passed, in my office at the City of New Orleans, on the day, month and year herein first above written in the presence of Messrs. J. Pomes and Frank F. Federico competent witnesses who have hereunto signed with the said appearers and me, Notary, after reading of the whole. (Original signed) Romain L. Viguerie, James L. Smith, John D. Murphy, J. Pomes, Frank F. Federico. Emile Pomes, 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 R. L. Viguerie Distributing Co., Inc., was this day duly recorded in my office, book 1157, folio 155, New Orleans, La., April 9th, 1915. (Signed) Emile J. Leonard, Dy. R.

A true copy. Emile Pomes, Notary Public.
Apr. 23-29 May 6-13-20-27, 1915.

CHARTER
ALAYNICK MANUFACTURING COMPANY. INC.

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

Be it known, That on this 8th day of April, 1915, before me, Herbert W. Kaiser, a notary public duly commissioned and qualified in and for the Parish and State aforesaid, and in the presence of the witnesses hereinafter named and undersigned personally came and appeared the persons whose names are hereunto subscribed who declared that, availing themselves of the provisions of the laws of the State of Louisiana and particularly Act No. 267, of the General Assembly of the State of Louisiana for the year 1914, they have covenanted and agred, 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 objects and purposes and under the agreement and stipulations, following, to-wit:

Article I.—The name and style of this corporation shall be "Alaynick Manufacturing Company, Inc.," 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 to break the same at pleasure; to hold, receive, purchase, convey, mortgage and hypothecate real, personal and mixed property; to issue bonds, notes and other obligations; to have and employ such managers, officers, agents and 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 and expedient.

Article II.—The domicile of this 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 in his absence 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 engage in the buying, selling and manufacturing of wearing apparel for men, women and children; and generally to do and engage in any other business, undertaking or enterprise connected with or growing out of and incidental to the objects and purposes just set forth or contemplated by this charter.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of Twelve Thousand ($12,000.00) Dollars, which capital stock may be increased in the manner provided by law to the sum of Twenty-five Thousand ($25,000.00) Dollars. Said capital stock of Twelve Thousand ($12,000.00) Dollars shall be divided into one hundred and twenty shares of the par value of One Hundred Dollars. Of said capital stock Ten Thousand Dollars thereof shall be paid for in cash immediately after the signing of this act of incorporation; and the Two Thousand Dollars of said capital stock subscribed to by the hereinafter signed Isidore Alaynick shall be paid for by transferring to this corporation all the assets of the business now conducted in the City of New Orleans by Isidore Alaynick at 117 Decatur Street, including stock in trade, open accounts, machinery, good will, bills receivable, etc., which assets are appraised and valued by the Board of Directors hereinafter named as worth the sum of Two Thousand Dollars. All shares of stock shall be non-assessable, and no transfer of stock shall be binding upon the corporation unless made upon its books and all certification of stock shall be signed by the President and the Secretary-Treasurer of the corporation.

Article V.—No stockholder in this corporation may offer for sale, sell, assign or transfer his stock in this corporation without giving to the other stock holders thirty days prior notice of such intention, which notice shall be given in writing to the President of the corporation, and the other stockholders shall have the privilege of purchasing said stock at the book value thereof for a period of thirty days from the delivery of said notice to the President.

Article VI.—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 1916. Al 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 three times in ten days preceding such election in one of daily English newspapers published in the City of New Orleans. No failure to hold an election shall be regarded as a forfeiture of this charter. Any vacancy occurring in said Board of Directors shall be filled by the remaining Directors for the unexpired term. The first Board of Directors of this Company shall consist of Horace Gumbel, residing at 1727 Napoleon Avenue, New Orleans, La.; Isidore Alaynick, residing at 2518 Marengo street, New Orleans, La.; and Harry Eskenasy, residing at 2048 Josephine street, New Orleans, La.; with Isidore Alaynick as President and Horace Gumbel as Secretary-Treasurer. The three above named shall constitute the first Board of Directors and shall serve until their successors are duly elected. The Board of Directors shall after each election select from their number a President and a Secretary-Treasurer.

Article VII.—No stockholder shall ever be held liable or responsible for the contracts, faults or debts of this 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 on the shares of stock subscribed for 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 No. 6 and No. 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 liquidated and terminated by three liquidators to be elected by and among the stockholders at the meeting which decides to liquidate. Such liquidators shall have full power and authority to settle all the business and affairs of the corporation. In case of 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 VIII.—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, No. 317 Hennen Building, in the City of New Orleans, State of Louisiana, in the presence of Henry E. Gumbel and Lloyd P. O'Dowd, competent witnesses who have hereunto signed their names with the said appearers and me, said Notary Public, after due reading of the whole. Witnesses: Hy. E. Gumbel, L. P. O'Dowd. Horace Gumbel, 99 shares; Harry Eskenasy, 1 share; Isidore Alaynick, 20 shares. H. W. Kaiser, 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 Alaynick Manufacturing Company, Inc., was this day duly recorded in my office in Book 1157, Folio 159, New Orleans, La., April 8th, 1915. Emile J. Leonard, Dy. R. A true copy of the original act of incorporation on file and of record in my notarial office. H. W. Kaiser, Not. Pub.
Apr 15-22-29 May 6-13-20

AMENDMENT TO CHARTER OF HARRIS ICE CREAM COMPANY.

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

Be it known, That on this First day of April in the year of our Lord One Thousand Nine Hundred and Fifteen, before me, Wm. Andrew Collins, 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 E. R. Harris, President and W. E. Lundin, Secretary of "Harris Ice Cream Company," a corporation organized under the laws of the State of Louisiana, by an Act passed before me, Notary, on the 25th day of July, 1914, who delcared that a special meeting of the Stockholders of said Company held at its domicile in the City of New Orleans, on March 31st, 1915, by the written consent of all stockholders and all stockholders being present and agreeing and acquiesing, it was unanimously resolved, That Article VI of the Charter of "Harris Ice Cream Company" be and the same was thereby altered and amended so as to read as follows:

Article VI.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors, to be composed of Seven Stockholders, to be elected annually on the second Monday of November of each year.

All such elections shall be by ballot, and shall be held and conducted at the office of this corporation, under such regulations as may be established by the Board of Directors.

Notice of such election shall be given by the Secretary of this Corporation by publication for not less than ten (10) days prior thereto in a daily newspaper published in the English language in the City of New Orleans.

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

Any vacancy occurring among the Directors of this Corporation by death, resignation, or otherwise, shall be filled by selection for the unexpired term by the remaining Directors.

A failure to elect directors on the date above specified shall not dissolve the corporation, nor impair its corporate existence, but the Directors then in office shall remain in office until their successors shall have been duly elected and qualified. Any Director shall have the right to be represented at any meeting of the Board or Directors of this Corporation by an attorney holding said Director's written proxy.

In all Stockholders' meeting wherein Directors are elected, stockholders shall have the right of cumulative voting in the election of said Directors, and said right of cumulative voting in the election of Directors of this Corporation shall not be taken away, except by the unanimous vote of all the outstanding stock.

The Board of Directors shall at its first meeting and annually thereafter, elect from among its number, a president, a vice-president and a treasurer. The Board of Directors shall also elect a Secretary, who may or may not be a stockholder. The office of Secretary and Treasurer may be filled by one and the same person at the discretion of the Board.

The Board of Directors from time to time may name and appoint all such other officers and agents as it may deem necessary for the purposes and business of this corporation. The said Board shall have power to fix and define the duties of every officer and employee, and all officers and employees shall hold office and employment at the pleasure of the Board. The Board may make and establish, as well as alter and amend, all such by-laws, rules and regulations necessary and proper in its judgment for the conduct and management of the business and affairs of such corporations.

The Board of Directors shall have full power and authority to sell, convey, mortgage, pledge, lease and purchase real and personal property, to borrow money, issue notes and bonds, lend money, make contracts, and sign and cause to be signed all necessary acts, deeds, etc., to take judicial proceedings in the name of and on behalf of the corporation and generally to do any and all things reasonable, convenient and necessary for the proper carrying on of the business and affairs of this corporation.

The Board of Directors may issue full paid shares of stock for cash and the said stock shall not at any time be issued for less than par.

All transfers of stock shall be made on the books of the Company, and under the rules and regulations as the Board of Directors may prescribe.

And said Appearers further declared that they were duly authorized by a Resolution of said Stockholders' Meeting to appear before me notary, and to sign and execute this Notarial Act and to take such other and further proceedings, as might be necessary to effect the proper and legal amendment of the Charter of said Corporation, as above set forth. A certified copy of proceedings of said Stockholders' meeting is hereto annexed.

Thus done and passed in my office, in the City of New Orleans, State of Louisiana, on the day, month and year hereinfirst above written in the presence of L. Brocard and Louis E. Ebeling, competent witnesses, who have hereunto signed their names with said appearers and me, Notary, after the due reading of the whole. Witnesses: 1. L. Brocard; 2. Louis E. Ebeling. (Original signed) E. R. Harris, Pres., W. E. Lundin, Secty., Wm. Andrew Collins, 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 amending the Charter of the "Harris Ice Cream Company" was this day duly recorded in my office in Book 1157, Folio 132, New Orleans, April 1st, 1915. (Original signed) Emile L. Leonard, Dy R. A true copy Wm. Andrew Collins, Not. Pub.
Apr 15-22-29 May 6-13-20

CHARTER
LOISEL'S MODEL FARMS, INC.

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

Be it known, That on this sixth day of the month of April, in the year of Our Lord, one thousand, nine hundred and fifteen, before me, Joseph Kenton Bailey, a Notary Public, duly commissioned and qualified in and for the Parish of Orleans, City of New Orleans, State of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared, the several persons whose names are hereunto subscribed, who severally declare 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 Loisel's Model Farms, Incorporated," 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 Vice-President thereof, and in the absence of both of said officers, upon the Secretary 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 dairy business, and in the cultivation and selling of all farm and plantation products of every nature, kind and character whatsoever; in the raising, buying and selling of cattle, mules, jennets, horses, mares, colts, donkeys, sheep, goats, hogs, poultry, geese, ducks, guinea fowls and ostriches; and in furtherance thereof to buy, lease or acquire such real property as may be necessary to properly conduct and prosecute said business; in the establishment and maintenance of factories, plants or otherwise; 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 Twenty Thousand and 00/100 ($20,000.00) Dollars, divided into and represented by twenty hunderd (2,000) 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 and 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 and services performed for said corporation, or for property or rights actually received by said corporation. Ten Thousand and 00/100 ($10,000.00) 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 Five Thousand and 00/100 ($5,000.00) 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 One Hundred Thousand and 00/100 ($100,000.00) Dollars, by a vote of two-thirds of all of 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, or 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 nine (9) stockholders, five of whom shall constitute a quorum for the transaction of business.

Victor Loisel, A. C. Carpenter, Edward O. Wild, Rene F. Clerc, Denis Clement, F. H. Lymann, William O. Hudson, Edouard F. Henriques, Raoul Sere shall compose the first board of directors of this corporation. This first board of directors shall serve until the second Monday in April, 1916, after which the directors shall be elected annually by the stockholders at a meeting to be held on the said second Monday in April of 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 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 of any right under the same. Any vacancy occurring on said Board shall be filled by the remaining Directors for the unexpired term.

Victor Loisel shall be President; A. C. Carpenter, Vice-President; E. O. Wild, Secretary, and Rene F. Clerc, Treasurer of the first Board of Directors, to serve until the second Monday in April, 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-thirds 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 and 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 stockholders 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.

The subscribers to this corporation are:

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 sixth day of April, 1915, in the presence of Ferdinand Schaff and O. Cochran, 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) Victor Loisel, et als. Witnesses: Ferdinand Schaff, O. Cochran. J. Kenton Bailey, 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 Loisel's Model Farms, Incorporated, was this day duly recorded in my office in Book —, Folio —, (Original Signed) Emile J. 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 Loisel's Model Farms, Incorporated, 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 by each incorporator. In faith whereof, witness my hand and official seal this 6th day of April, 1915. J. Kenton Bailey, Notary Public. (Seal.)
April 15-22-29 May 6-13-20

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