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CHARTER

OF THE JACKSON GRAVEL COMPANY, INC.

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

Be it known, that on this 1st day of September, in the year of our Lord, one thousand nine hundred and sixteen, before me, Henry G. Bloch, a notary public, duly commissioned and qualified and sworn in and for the parish of Orleans and 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 declared: that, availing themselves of the laws of the State of Louisiana relative to the organization of corporations, they do by these presents covenant, agree, stipulate and bind themselves, as well as such persons as 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 causes, stipulations and articles hereinafter set forth and expressed, which they do hereby adopt as their charter, to-wit:

Article I.—The name and title of this corporation shall be Jackson Gravel Company, Inc. Under this corporate name said corporation shall have power and authority to exist and enjoy succession for the full term and period of ninety-nine (99) years from the date hereof. It shall have power to sue and be sued; to make and use a corporate seal, and the same to break or alter at pleasure; to own, hold, receive, purchase, use, convey, sell, lease, mortgage, and pledge, under its corporate name, property, both real and personal; to consolidate or merge with another corporation, and to hold or own stock therein; to borrow money and to issue notes and bonds secured by mortgage or otherwise, to name and appoint such agents, managers, directors, officers and employees as the interest and convenience of the corporation may require, and to discharge the same at pleasure; to make and establish such by-laws, rules and regulations for the proper management and conduct of the affairs of the corporation as may be necessary and proper, and the same to change or abrogate at will; and generally to do and perform such acts, matters and things as may be incidental to the business of the corporation or requisite and necessary to carry out the object and purpose of the same as shall be more fully hereinafter expressed.

Article II.—The domicile of this corporation shall be at the city of New Orleans, Parish of Orleans, State of Louisiana, where all citations and other legal process shall be served upon the president, or, in his absence, upon the vice-president, or, in the absence of both, upon the secretary or treasurer, or as otherwise provided by law.

Article III.—This corporation is organized for the purpose of producing, buying, selling, dealing and operating in building and paving material in Louisiana and elsewhere and to lease, own and operate beds, deposits and lands containing the same, and to enter into engagements, obligations or undertakings, and to make and do any and all things necessary or proper in connection with the principal object aforesaid; and to engage in any other business or enterprise which might be germane to, or connected with, the purposes above stated.

Article IV.—The capital stock of this corporation shall be, and is hereby fixed at the sum of twenty-five thousand dollars ($25,000), divided into two hundred and fifty (250) shares of the par value of one hundred dollars ($100.00) each. The capital stock of this corporation shall at no time be increased to a sum exceeding one hundred thousand dollars ($100,000.00).

The full amount of each share of stock shall be paid for in cash or its equivalent in property or labor at the time same is issued, and no stock be issued until fully paid for. This corporation shall be considered as organized and a going concern when twelve thousand, five hundred dollars ($12,500.00) of its capital stock shall be subscribed and paid for as provided for by law. All stock shall be fully paid and non-assessable. No transfer of the stock of this corporation shall be binding upon the company unless the certificates evidencing the shares of stock to be transferred shall have been delivered to the officers of the corporation with authority to make the transfer or the transfer is actually made on the books of said corporation. Prior to such transfer this corporation shall be authorized to deal with the person in whose name the stock stands on the books of said corporation.

No stockholder of this corporation shall have the right to sell his stock until after such holder has previously offered same to the remaining stockholders through the president of said corporation and given such stockholders five days within which to purchase said stock at its book value plus 25%. All the stockholders shall have the right to purchase in the proportion of their holdings in said corporation.

Article V.—All the corporate powers of this corporation (save those hereinafter reserved) shall be vested in and exercised by a board of directors to be composed of four (4) stockholders, three (3) of whom shall constitute a quorum for the transaction of all business of the board. The board of directors named herein shall serve until the second (2nd) Wednesday in October, 1917, at which time a new board shall be elected, and a board of directors shall be elected annually thereafter on the second Wednesday in October of each succeeding year.

The failure to elect directors at any time, however, shall not forfeit this charter, but those in office shall hold over until their successors are elected and qualified.

All elections shall be by ballot, and each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation—which vote shall be cast in person or proxy, or as the law provides; and it shall require a majority of the stock issued and outstanding present or represented at such election to elect.

The board of directors so elected shall select from their number the officers of said company. No person shall be a member of the board of directors of this company who is not the bona fide owner of at least one (1) share of the stock of said company.

Any member of the board of directors who may be prevented from attending the meetings thereof may give his written proxy to any another member of said board of directors to represent him in all matters at any meeting of said directors, whether special or general.

The board of directors shall have full power and authority to provide for the general and special meetings of the stockholders and of the board of directors as provided by law.

Article VI.—The following powers are expressly reserved to the stockholders to be exercised by them, to-wit: the right to merge, amalgamate or combine this corporation with other corporations, to sell the corporation assets as a whole or to lease, sell, or mortgage the property or plant of the corporation, either in whole or in part; to fix the salaries of the officers of the corporation to control any uniform or general increase of salaries of employees; to control the policy of the board of directors and of the officers of the corporation; and to pass upon any proposition to issue any unsubscribed stock or to increase the capital stock.

Any and all of the things herein reserved may be done and performed by the stockholders in meeting assembled and provided a majority of the stock issued and outstanding shall agree to the same.

Article VII.—Elections for board of directors and for other stockholders' meetings, shall be preceded by fifteen (15) days' notice, and such notice as the law requires.

All notices for either stockholders meetings or meetings or the board of directors required either by charter or by law, may be waived by unanimous consent.

All stockholders' meetings shall be called and held at any time upon the required notices having been given, when called by the board of directors or the officers thereof, or at the request of the stockholders, owning at least ten (10) shares or more of the capital stock of said corporation.

Article VIII.—The officers of this corporation shall consist of a president, one or more vice-presidents, secretary and treasurer. The office of secretary and treasurer may be held by one and the same person. Until the election to be held on the second Wednesday in October, 1917, the following named persons shall constitute the first board of directors, to-wit: Paul F. Jahncke, 814 Howard Ave.; C. S. McFarland, 3508 Chestnut St.; Walter F. Jahncke, 813 Howard Ave.; and August W. Berdon, 430 Gravier St.; with Paul F. Jahncke as president, C. S. McFarland as vice-president, Walter F. Jahncke, as secretary and August W. Berdon as treasurer.

Article IX.—The names and post office addresses of the subscribers to these articles of incorporation and the number of shares subscribed for by each are as follows:

Paul F. Jahncke, 814 Howard Ave., New Orleans, La., 43 shares; C. S. McFarland, 3309 Chestnut St, New Orleans, La., 5 shares; Walter F. Jahncke, 814 Howard Ave., New Orleans, La., 41 shares; August W. Berdon, 430 Gravier St., New Orleans, La., 5 shares; F. C. Dunn & Co., Inc., 632 Gravier St., New Orleans, La., 115 shares; Ernest Lee Jahncke, 814 Howard Ave., New Orleans, La., 41 shares.

Article X.—One of the principal purposes of the organization of this corporation being to acquire by purchase all of the material and other effects of the F. C. Dunn & Compayn, Inc., as well as to acquire all of their contracts and leases which they have for gravel pits or other executory contracts, pertaining to the mining, producing and marketing of gravel at Jackson, La. The parties hereto annex herewith and make a part of this charter a detailed description of all the material and effects delivered, as well as a list of the contracts and leases which it proposes to transfer to said corporation in payment of eleven thousand, five hundred dollars ($11,500.00) of the stock herein subscribed by the F. C. Dunn & Co., Inc., together with the appraised value of said property as made by the board of directors hereinafter named, which said description and appraisal has been signed by the board of directors and paraphed "Ne Varietur" by me, notary, for identification with this charter. The F. C. Dunn & Co., Inc., consenting to a transfer of said property in payment of all the stock subscribed by it.

Article XI.—This corporation shall have power to conduct business, not only in the State of Louisiana, but in any other state, territory or possession of the United States.

Article XII.—This charter maybeamended, modified or altered, or the corporation may be dissolved upon complying with Act 267 of 1914 or any amendment thereof, or any law passed hereafter on the subject matter; provided that a majority of the stock issued and outstanding concurs therein.

Article XII—This charter may be amended, poration shall ever be held liable for any of the indebtedness, contracts or faults thereof in any further sum than unpaid balance that may be due the corporation on the shares owned by him nor shall any mere informality in the organization have the effect of rendering this charter null or of exposing a shareholder to any liability whatever.

Article XIV.—At the expiration of this charter or the earlier dissolution of this corporation its affairs shall be liquidated by two commissioners, who shall be stockholders in said corporation, and who shall be elected by majority of the whole stock issued and outstanding, and said commissioners are hereby vested with full power and authority to sell any and all assets and property, real, personal or mixed, of this corporation and to convey full and complete title thereto, and to do and perform any and all acts essential and proper to the full and complete liquidation of the affairs of this corporation; and to distribute the proceeds, if any, as herein provided.

In the event of the death, inability or resignation of any one of said commissioners the survivor shall continue to act to be likewise vested with full power and authority as herein mentioned.

So that this charter may also serve the purpose as a subscription list, the undersigned organizers of this corporation have respectfully subscribed for stock therein in the number of shares and in the amounts respectively set opposite their signatures hereto, and have added their post office addresses under their said signatures.

Thus done and passed at my office in the city of New Orleans, Parish of Orleans, State of Louisiana, in the presence of Wayne G. Borah and May Lorio, competent witnesses, who have signed these presents with said appearers and me, notary, after due reading of the whole.

Original Signed: Paul F. Jahncke, 43 shares, $4,300.00; Ernest Lee Jahncke, 41 shares, $4,100.00; Walter F. Jahncke, 41 shares, $4,100.00; A. W. Berdon, 5 shares, $500.00; C. S. McFarland, 5 shares, $500.00; F. C. Dunn & Co., Inc., 115 shares, $11,500.00, by C. S. McFarland, Secy-Treas. Witnesses: Wayne G. Borah, May Lorio.

HENRY G. BLOCH, Notary Public.

I, the undersigned Dy. Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing ac. of incorporation of the Jackson Gravel Company, Inc., was this day duly recorded in my office in book 1201, folio ——. New Orleans, La., Oct. 10, 1916.

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

A true copy.

HENRY G. BLOCH, Notary Public.

oct 12 19 26 nov 2 9 16

CHARTER

OF THE INTERSTATE AUTO SUPPLY COMPANY, INC.

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

Be it known, that on this thirty-first day of the month of August, in the year of our Lord, one thousand nine hundred and sixteen, and of the independence of the United States of America, the one hundred and forty-first, before me, Arthur A. Moreno, 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 following persons whose names are hereunto subscribed, together with the amounts of their respective subscriptions to thecapital stock of the corporation to be formed, who severally declare that, availing themselves of the provisions of the general laws of the State of Louisiana relative to the organization of corporations, they have covenanted and agreed, and do by these presents covenant and agree, and bind and obligate themselves, as well as such other persons as may hereafter become associated with them or their successors, to form and constitute themselves into a corporation and body politic in law, and for the objects and purposes and under agreements and stipulations following, to-wit:

Article I.—The name and title of this corporation shall be the Interstate Auto Supply Company, Inc., and by that name said corporation shall have power and authority to have and enjoy succession for the full term of ninety-nine years from the date hereof; to contract, sue and be sued; to make and use a corporate seal; to purchase and receive, lease, hold, sell and convey, as well as mortgage and hypothecate, property, real, personal and mixed; to name and appoint such officers and agents as the interest of said corporation may require; and to make and establish such by-laws and regulations for the proper management and regulation of its affairs as may be deemed necessary, and the same to change and alter at pleasure.

Article II.—The domicile of said corporation shall be in the city of New Orleans, State of Louisiana, and all citations and other legal process shall be served upon the president of said corporation, and, in case of his absence, upon the vice-president, and, in case of the absence of both of these officers, upon the secretary thereof.

Article III.—The objects and purposes for which this corporation is established, and the nature of the business to be carried on by it are to buy and sell, or consign automobile and electrical supplies and accessories of all kinds, and to those ends to purchase, use, lease, mortgage, or otherwise acquire movable or immovable property, and generally to do all acts and to enter into all contracts that may be necessary, convenient or appropriate in the accomplishment of the aforesaid purposes of buying and selling automobile and electrical accessories, and to do such other kindred acts, or engage in such businesses as are necessary, requisite, or usually operated in connection with the buying and selling of automobile and electrical accessories.

Article IV.—The capital stock of this corporation shall be $2,500, divided into twenty-five shares of the par value of $100 each, payable when issued, in cash, or other property, and may be increased to the sum of $100,000, divided into a thousand shares of the par value of $100.00 per share, and this corporation is to be a going concern when one-half of the capital stock has been subscribed and paid for. Each share of stock shall be entitled to one vote at all general elections.

Article V.—No stockholder shall ever be liable or responsible for the indebtedness, faults, or defaults of this corporation, nor shall any mere informality in the organization of the corporation have any effect of rendering the charter null or of exposing the stockholders to any liability beyond the unpaid balance, if any, on his stock subscription.

Should any stockholder desire to sell his stock he shall first offer the same to the stockholders of the company through its board of directors, and the stockholders who desire to purchase shall have the right to purchase the same, in the proportion to their holdings of stock in the company. Should said stockholders in seventy-two hours after notice having been given, in writing, fail or refuse to purchase the stock offered for sale, such stock may be sold to anyone.

No transfer of stock shall bemade or held to be valid and binding unless made on the books of the company, and unless made in pursuance of the provisions of this charter.

Article VI.—This corporation shall have all powers granted to such corporations by law, and shall have the power to contract, sue and be sued in its corporate name, and to own, hold, receive, loan, lease, purchase, sell and convey or mortgage any and all of its effects, or to hypothecate its property, and to do any and all acts and things of any other kind, nature or descriptions, as may be necessary to carry out the objects and purposes of said business as its interests and conveniences may require.

Article VII.—The business of said corporation shall be directed by and vested in a board of directors of three stockholders, two of whom shall constitute a quorum for the transaction of business, and the said directors as first constituted shall be Fernand K. Levy, Ferdinand B. Stern and Samuel Hellman, and they shall hold office until the second Monday in August, 1917, and on that day and from each an devery day thereafter elections shall be held annually for directors at the principal office of the corporation. Failure to hold an election on the day specified shall not dissolve the corporation, but the directors in office shall hold their respective office until an election shall be held after ten days' notice of the time and place thereof given to each stockholder. The annual election shall beheld on the second Monday in August, 1917, and thereafter on the second Monday of each succeeding year, and the election shall be held between the hours of ten a. m. and four p. m. All vacancies on the board of directors for whatever cause shall be filled by the remaining directors. Fernand K. Levy shall be the first president, Ferdinand B. Stern shall be the first vice-president, and Samuel Hellman shall be the first secretary-treasurer, and they shall hold office until the second Monday in August, 1917, and each succeeding board of directors shall elect its principal officers for the term of their election, and only stockholders shall be eligible for election as a member of the board of directors.

Article VIII.—Whenever this corporation is dissolved, either by limitation, or for any other cause, its affairs shall be liquidated by the obard of directors, who are hereby vested with full power to sell any and all assets of the corporation, either separately or in a mass, and to convey full and complete title thereto, and to shall have full power to do and perform all acts necessary and proper to fully and completely liquidate the affairs and distribute the proceeds, if any, among the stockholders of thesaid corporation to the amount of stock held by each.

Article IX.—This act of incorporation may be amended, altered or modified, or this corporation dissolved by a vote of three-fourths of the shares of the total amount of stock at a meeting convened for that purpose after ten days' notice in writing mailed to the address of each stockholder.

Thus done and passed in my notarial office, in the city of New Orleans, State of Louisiana, on the day, month and year first above written, in the presence of Azelie Bennett and C. J. Vendage, competent witnesses, who have hereunto signed these presents, together with theparties hereto, and me, notary, after a reading of the whole.

Original signed: Fernand K. Levy, ten shares, 3016 PrytaniaSt., New Orleans, La.; Ferdinand B. Stern, ten shares, 1904 Milan St., New Orleans, La.; Samuel Hellman, three shares, 4036 Canal St., New Orleans, La.; T. O. Tugel, two shares, 8305 Sycamore St., New Orleans, La. Witnesses Azelie Bennett, C. J. Vendage.

A. A. MORENO, 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 Interstate Auto Supply Company, Inc., was this day recorded in my office in book 1201, folio 178.

New Orleans, September 5th, 1916.

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

I hereby certify that the above and foregoing is a true and correct copy of the original on file in my office.

A. A. MORENO, Notary Public.

Sept 14 21 28 oct 5 12 19 1916

ACT OF INCORPORATION

OF THE CITY SALES AGENCY, INCORPORATED.

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

Be it known,that on this 9th day of September, in the year of our Lord, one thousand nine hundred and sixteen (1916) and of the independence of the United States of America, the one hundred and forty--first, before me, Joseph Sinai, 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 hereinafter subscribed, of full age of majority, who declared to me that, availing themselves of the laws of this state relative to the organization of corporations, particularly Act No. 267 of the session of the General Assembly of the State of Louisiana for the year 1914, page 521, they have covenanted and agreed, and by these presents they do covenant and agree for themselves and their successors and assigns, to form themselves into a corporation and body politic in law, for the objects and purposes and under the stipulations hereinafter set forth, to-wit:

Article I.—The name and title of the corporation shall be "City Sales Agency, Incorporated," and under such title it shall have and enjoy succession and existence for a period of ninety-nine years from date hereof; it shall have the power and authority to contract, sue and be sued, and to make and use a corporate seal, the same to break and alter at its pleasure; to hold, to purchase, lease, sell, mortgage or hypothecate or pledge property, real, personal or mixed, necessary, incidental or proper for the carrying on of its business and, to that end, to further make and issue notes of indebtedness; to name and appoint managers and clerks or other employees for the proper conduct of its corporate business and to make and establish such rules, regulations and by-laws as may be found necessary and desirable for the management of the affairs of the corporation and, generally to do all and every other act, deed or thing necessary for the complete and proper conduct and management of said business.

Article II.—The domicile of the corporation shall be in the city of New Orleans, Parish of Orleans, State of Louisiana, where all citation and other legal process shall be served upon the president or, in his absence, 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 as follows, to-wit:

To manufacture, buy, sell, import, export and generally deal in all kinds of vehicles, engines, machines or appliances for the generation of steam, electric, gasoline or other power for the purpose of propelling cars, carriages, wagons, trucks and vehicles of every kind, character and description; and also to manufacture, buy, sell, import, export and generally deal in machinery of all kinds and to deal in supplies and such mechanical devices and engineering appliances as are generally manufactured, bought, sold, imported, exported and dealt in by manufacturers and dealers in a simiar line of business.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of five thousand ($5,000.00) dollars, divided into one hundred (100) shares at a par value of fifty ($50.00) dollars ecah, to be paid for in cash or its equivalent in property. No certificate of stock shall be delivered or issued unless it is fully paid for, or for property purchased or leased, no stockholder shall ever be held liable or responsible for the faults, contracts or debts of this corporation in any further sum than the unpaid balance due the corporation on the shares of stock subscribed for by him; nor shall any mere informality in the organization have the effect of rendering this charter null or of exposing a shareholder to any liability whatsoever, other than above; nor shall the stock be subject to assessments. The corporation shall begin to do business and to be a going concern as soon as two thousand, five hundred ($2,500.00) dollars of the capital stock has been subscribed and paid for.

Article V.—All the corporate powers of this corporation shall be vested in and exercised by a board of directors to be composed of three (3) stockholders, two of whom shall constitute a quorum for the transaction of the business of the corporation.

Until the first Monday of October, 1917, the following named persons shall constitute the board of directors of this corporation, to-wit: Benjamin Dreyfus, Alex F. Dreyfus and Moses Beer.

Thereafter the directors shall be elected annually on the first Monday of October of each year. All elections for directors shall be by ballot and each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, this vote to be cast in person or by proxy, and it shall require a majority of stock present or represented to elect. The failure to elect the board of directors on the first Monday of October in each and every succeeding year shall not work the forfeiture of this charter, but the old board of directors shall remain in office until their successors have been elected and have qualified.

Article VI.—The board of directors shall hold regular meetings at stated intervals at such time as shall be fixed by the by-laws of this corporation. These meetings shall be held at the domicile of the corporation, but the president may call special meetings of the board of directors at such times as he may deem advisable or when requested to do so by any two members of the board of directors. Three days' notice of such special meetings shall be given in writing to the directors unless a waiver of notice is signed by the directors. Any vacancy occurring on the board, either from death, resignation or otherwise, shall be filled by the board of directors. The first board of directors of this corporation shall be required to draft suitable by-laws for the government and management of this corporation, which may be altered, amended or changed as the exigencies of the same may require.

Article VII.—The officers of this corporation shall consist of a president and a secretary-treasurer, all of whom shall be stockholders and members of the board of directors. Until the board or directors to be elected on the first Monday of October, 1917, shall otherwise elect, the following named persons shall constitute the officers of this corporation: Benjamin Dreyfus, president, whose address is 1705 State street, New Orleans, La.; Alex F. Dreyfus, secretary-treasurer, 1705 State street, New Orleans, La., and Moses Beer, 1648 Dufossat street, New Orleans, La.

Article VIII.—This charter may be modified, altered or amended, the capital stock thereof increased or decreased or the corporation may be dissolved with the assent of three-fourths of the stock present or represented at a general or special meeting of the stockholders held for such purpose, after thirty (30) days' prior notice in writing to each stockholder, or mailed to him at his last known post office address and after publication in a daily newspaper published in the city of New Orleans, and upon complying with the law in such cases made and provided.

At the expiration of this charter or the earlier dissolution of this corporation, its affairs shall be liquidated by two commissioners to be elected by the stockholders, all of whom shall hold stock in said company, and said commissioners are hereby vested with full power and authority to sell any and all assets and property, real, personal and mixed, of this corporation and to convey full and complete title thereto and to do and perform all acts essential to a full and complete liquidation of this corporation, and to distribute the proceeds, if any, as directed by a special meeting of the stockholders of the corporation convened for that purpose after due notice as provided for herein.

In the event of the death, resignation or inability to serve of one or more of the commissioners, the survivor shall continue to act and be likewise vested with all the powers herein granted.

Thus done and passed in my office, in the city of New Orleans, on theday, month and year first before written, in the presence of Leslie P. Beard and Charles LeBlanc, competent witnesses, who have signed their names with said appearers and me, notary, after due reading of the whole.

Original signed: B. Dreyfus and others. Witnesses: L. P. Beard, Charles LeBlanc.
(Signed) JOSEPH SINAI, 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 City Sales Agency, Incorporated, was this day duly recorded in my office in book 1201, folio —

New Orleans, Sept. —, 1916.
(Signed) EMILE J. LEONARD, Dy. R.
A true copy.

JOSEPH SINAI, Notary Public.

Sept 14 21 28 oct 5 12 19

CHARTER.

AMENDMENT TO CHARTER OF THE SOUTHERN FOOD PACKING COMPANY, INC.

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

Be it known, that on the 6th day of the month of October, in the year one thousand nine hundred and sixteen (1916), before me, Frank William Hart, a notary public, duly commissioned and qualified, in and for the parish of Orleans, State of Louisiana, aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared:

Edward A. Smith, of the City of Jackson, County of Hinds, State of Mississippi, herein appearing in his capacity as president of the Southern Food Packing Company, Inc., and Lamar C. Mays, of the Parish of Orleans, City of New Orleans, State of Louisiana, herein appearing in his capacity as secretary of the Southern Food Packing Company, Inc., a corporation duly organized under the laws of the State of Louisiana, by act before Theodore A. Schuber, a notary public in and for the city, parish and State aforesaid, on the 24th day of the month of January, in the year one thousand nine hundred and sixteen (1916), recorded in the mortgage office of the Parish of Orleans, State of Louisiana, in book 1195, folio 115; who declared:

That a special meeting of the stockholders of the Southern Food Packing Company, Inc., was held at the office of Deblieux & Mays Company, Inc., No. 407 South Peters Street, in the City of New Orleans, Parish of Orleans, State of Louisiana, on the 6th day of the month of October, in the year one thousand nine hundred and sixteen (1916), by virtue of and pursuant to a unanimous waiver of notice agreed to and signed by the holders and owners of all of the issued stock of the said Southern Food Packing Company, Inc., to said date, and in full accordance with the law.

That at said special meeting of stockholders held on said day, the following stockholders of the said Southern Food Packing Company, Inc., were present in person or by proxy, and voted unanimously to amend Articles I and IV of the present articles of incorporation of the said Southern Food Packing Company, Inc.: Edward A. Smith, 6½ shares; Lee W. Blount, 6½ shares; Lamar C. Mays, 6½ shares, and Frederic B. Schultz, represented by proxy held by Mr. Lamar C. Mays, 6½ shares.

The hereinabove mentioned stockholders holding, owning and voting all of the issued capital stock of this company to date.

That then, the said Edward A. Smith, and Lamar C. Mays, president and secretary, respectively, appearing herein, were authorized, empowered and directed to appear before me, notary, and to execute the proper notarial act and declaration of such amendment required by law, for the purpose of affording authentic evidence of permanent record.

That at the said special meeting of the stockholders, held at the office of Deblieux & Mays Company, Inc., No. 407 South Peters street, this city, parish and State aforesaid, on the 6th day of the month of October, in the year one thousand nine hundred and sixteen (1916), Articles I and IV of the charter of the said Southern Food Packing Company, Inc., were amended so as hereafter to read and appear as follows:

Article I.—The name of this corporation shall be "The Potato-Mel Company, Inc.," and under its said corporate name, it shall have power and authority to have and to enjoy corporate existence and succession for the full term of ninety-nine (99) years, and after the date hereof, to contract, to sue and be sued, to make and use a corporate seal, and the same to alter and break at pleasure, to hold, receive, purchase, hypothecate, convey, sell, lease or pledge, real and personal property; to issue negotiable bonds and notes, or other evidences of debt; to name and appoint such managers, agents, directors and officers as its business interests and convenience may require; and to make and establish, as well as alter and amend from time to time, such by-laws, rules and regulations for the proper government of the affairs of this corporation as may be necessary and proper."

"Article IV.—The capital stock of this corporation is hereby fixed at the sum of ten thousand ($10,000.00) dollars, divided into and represented by one hundred (100) shares of stock of the par value of one hundred ($100.00) dollars per share. Said stock shall be paid for in cash, at such time and after such notice to the subscribers as the board of directors may fix, or the same may be issued at not less than par for labor done or services rendered for the said corporation, or property or rights actually received by said corporation.

The amount to which the capital stock of this corporation may be increased shall at no time exceed the sum of one hundred thousand ($100,000.00) dollars, except insofar as is provided by Act No. 267 of the General Assembly of the State of Louisiana for the year 1914.

This corporation shall be a going concern, and shall be authorized to commence business, when and as soon as five thousand ($5,000.00) dollars of its capital stock shall have been subscribed, and two thousand five hundred ($2,500.00) dollars of its captial stock shall have been paid for; all in accordance with the requirements of Act No. 267 of the General Assembly of the State of Louisiana for the year 1914."

All as will appear from a certified copy of the resolutions of the meeting of said stockholders hereinabove referred to, and hereto annexed and made a part of this act.

Thus done and passed, in my office in the City of New Orleans, La., on the day, date and year hereinabove written, in the presence of John R. Perez and Edward Kay, competent witnesses, who have hereunto signed their names as such, with the said appearers, and me, notary, after due reading of the whole.

(Signed): E. A. Smith, President; L. C. Mays, Secretary. Witnesses: John R. Perez, Edward Kay.

(Signed) (SEAL)
FRANK WM. HART, 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 Potato-Mel Company, Inc., was this day duly recorded in my office, in book 1201, folio 341. New Orleans, October 7, 1916.

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

I, the undersigned, Frank Wm. Hart, a notary public for the Parish of Orleans, State of Louisiana, hereby certify that the above and foregoing is a true and correct copy of amendments to the charter of the "Southern Food Packing Company, Inc.," passed before me on October 6, 1916.

In faith whereof, I have hereunto affixed my official signature and seal of office, at New Orleans, La., this 11th day of October, 1916. (SEAL)

FRANK WM. HART, Not. Pub.

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CHARTER

OF THE DEER RANGE PLANTING COMPANY. INC.

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

Be it known, that on this, the eighth day of the month of September, in the year of our Lord, one thousand nine hundred and sixteen, and of the independence of the United States of America, the one hundred and fortieth, before me, Alfred D. Danziger, 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, who severally declared that, availing themselves of the laws of this state relative to the organization of corporations, they have contracted and agreed, and by these presents do 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, corporate in law, for the objects and purposes and under the agreements and stipulations hereinafter set forth and expressed.

Article I.—The name and title of said company shall be the Deer Range Planting Company, Inc., and its domicile shall be the City of New Orleans, Parish of Orleans, State of Louisiana. Under this corporate name, the said corporation shall have power and authority to exist and enjoy succession for the full term of ninety-nine (99) years from the date of this act; to contract, sue and be sued, and to make and use a corporate seal, and the same to break or alter at pleasure, which said seal, if any, shall be designated by the board of directors: to purchase, own, hold, lease, receive, sell and mortgage or pledge, under its corporate name, property, both real and personal, including stocks, bonds and securities of other corporations; to sell any portion of its capital stock, or other resources, to make advances on real or personal security and on growing crops; to lease to and from and to consolidate or merge with other companies; to elect and appoint such directors, officers and agents as the interest and convenience of said corporation may require; to make and establish such by-laws, rules and regulations for the proper management of the affairs of said corporation as may be necessary and proper, and the same to change or alter at pleasure; and, generally, to do and perform all acts and things requisite and necessary to carry out the objects and purposes of said corporation.

Article II.—All citations or other legal processes shall be served upon the president of said corporation, and in case of his absence, upon the vice-president, and in case of the absence of both, upon the secretary thereof.

Article III.—The objects and purposes of this corporation, and the nature of the business to be carried on by it, are declared to be specially to acquire all the properties formerly belonging to the Myrtle Grove Planting and Manufacturing Company, being in the parish of Plaquemines, State of Louisiana, on the right bank of the Mississippi river, having about 14.66 miles front on said river, and commencing about thirty (30) miles below the City of New Orleans, consisting of nine (9) plantations, with lands in the rear, adjacent thereto, comprising in all upwards of twenty thousand (20,000) acres; to acquire, lease and own property, both real and personal, and to sell, mortgage or pledge the same; to engage in the cultivation of orange, grape fruit, corn, vegetables, rice, sugar cane and other fruits and agricultural products; to establish own and operate one or more central sugar factories and refineries, rice mills, ice, canning or other factories and to buy and sell the raw and finished products thereof; to raise live stock; to carry on general stores in connection with its business; to construct, operate, purchase or lease railroads for the transportation of the products of its lands, and of products generally to and from its factory or factories, or for other purposes; to build canals for transportation or drainage, and, where used for transportation, to charge tolls on same; to build wharves, docks, ways, vessels, machine shops, and to build and operate dredges, whether for excavating canals or sand or shells for ballast for roads or railroads; to construct and operate drainage plants; to acquire and hold stocks and bonds in other corporations; to colonize, develop and improve its lands and properties; to exchange its entire capital stock, or any part thereof, for property which it is authorized to acquire, or to exchange its entire business and properties, or any part thereof, for money, property, stocks, bonds, or other obligations of other companies; and generally to make all contracts and to engage in all business connected with or incidental to any of the business mentioned herein; and to do any and all such acts and things as may or shall be necessary, convenient or proper to carry out said objects and purposes.

Article IV.—Section 1. The capital stock of this corporation is hereby fixed at six hundred and ten thousand ($610,000.00) dollars, divided into six thousand one hundred (6,100) shares of the par value of one hundred dollars ($100.00) dollars each, of which two thousand (2000) shares shall be first preferred stock, one hundred (100) shares shall be second preferred stock, and four thousand (4,000) shares shall be common stock. The capital stock may be increased to the sum of two million ($2,000,000.00) dollars, and such increase may be apportioned among the different classes of stock as the directors and stockholders may determine.

Section 2.—The holders of the first preferred stock shall be entitled to receive, when and as declared, from the surplus or net profits of the corporation, dividends at the rate of seven (7%) per cent per annum, and no more. The dividends on said first preferred stock shall be cumulative and shall have preference and priority over the second preferred stock and the common stock, so that, at no time, shall any divideed be declared, set apart for, or paid on the second preferred stock or on the common stock, unless, at such time, all dividends on the first preferred stock, at the rate of seven (7%) per cent per annum, which shall have matured, shall have been declared and paid in full. Should any installment of dividends on the said first preferred stock not be paid in whole or in part, the deficiency shall be paid before any dividend shall be declared upon the second preferred stock or upon the common stock.

Section 3.—The first preferred stock shall be subject to redemption, in whole or in part, at the end of any corporate year, at par, and all accumulated dividends, whether declared or not, unpaid thereon, at the call of the board of directors. Should less than the entire amount of such first preferred stock be called for redemption, the funds to be applied by the directors to redemption shall be appjlied to the outstanding first preferred stock, pro rata, each first preferred stockholder to have the same proportion of his holdings retired as each other first preferred stockholder. Notice of the redemption of all or any part of the first preferred stock shall be given by publication for ten days prior to the date at which redemption is to become effective, in a daily newspaper published in the city of New Orleans, and likewise, by notice mailed to each registered holder of first preferred stock, at his last known post office address. Upon call for redemption being made, and the mony needed for redemption being set aside, all rights of the first preferred stock so called for redemption to dividends, or to a share in the net profits, shall cease after the redemption date.

Section 4.—The holders of the second preferred stock shall be entitled to preference and priority over the common stock of the corporation, and shall be entitled to receive, when and as declared, dividends in each and every year, at the rate of seven (7%) per cent per annum, and no more. Dividends on the said second preferred stock shall be cumulative, so that, at no time shall any dividend be declared, set apart for, or paid on the common stock, unless, at such time, all dividends on the first and second preferred stock, at the rate of seven (7%) per cent per annum, which shall have matured, shall have been declared and paid in full. Should any installment of dividends on the said second preferred stock not be paid in whole or in part, the deficiency shall be paid before any dividend shall be declared upon the common stock.

Section 5.—Whenever all of the first preferred stock shall have been redeemed as above provided in Section 3, then, the second preferred stock shall be subject to redemption, in whole or in part, at the end of any corporate year, at par, and all accumulated dividends, whether declared or not, unpaid thereon, at the call of the board of directors. Should less than the entire amount of such second preferred stock be called for redemption, the funds to applied by the directors to redemption, shall be applied to the outstanding second preferred stock, pro-rata, each second preferred stockholder to have the same proportion of his holdings retired as each other second preferred stockholder. Notice of the redemption of all or any part of the second preferred stock shall be given by publication for ten days prior to the date at which redemption is to become effective, in a daily newspaper published in the ctiy of New Orleans, and likewise, by notice mailed to each registered holder of second preferred stock, at his last known post office address. Upon call for redemption being made, and the money needed for redemption being set aside, all rights of the second preferred stock so called for redemption to dividends, or to a share in the net profits, shall cease after the redemption date.

Section 6.—In the event of any liquidation or dissolution or winding up, whether voluntary or involuntary, of this corporation, the holders of the first preferred stock shall be paid in full, by preference over the second preferred stockholders and common stockholders, the par value of their shares, together with all accumulated unpaid dividends, at the rate of seven (7%) per cent per annum, to date of payment, or appropriation for payment under said liquidation, dissolution or winding up; and after such payment in full to the first preferred stockholders, the holders of the second preferred stock shall be paid in full, by preference over the common stockholders, the par value of their shares, together with all unpaid accrued dividends, at the rate of seven (7%) per cent per annum, to date of payment, or appropriation for payment under said liquidation, dissolution or winding up. After such payment in full to the holders of the first and second preferred stock, the holders of the common stock shall be entitled to receive the remaining assets of the corporation, in proportion to the shares held by them respectively.

Section 7.—No dividends shall be declared or paid on the common stock until at least seventy (70%) of the first preferred stock shall have been redeemed and retired.

Section 8.—The whole or any part of the stock of this corporation may be issued and delivered to any person, firm or corporation, for the acquisition of the rights, privileges, property, business or good will, or any part thereof, owned and controlled by such person, firm or corporation, or for merchandise received or services actually rendered to this corporation. The board of directors hereinafter created is specially authorized to issue and dispose of the stock, for any and all purposes above stated, as in its judgment may seem proper; and the said board is specifically authorized to issue stock for the acquisition of an option to acquire all the properties formerly belonging to the Myrtle Grove Planting & Manufacturing Company, being in the parish of Plaquemines, State of Louisiana, on the right bank of the Mississippi river, having about 14.66 miles front on said river, and commencing about thirty (30) miles below the city of New Orleans, consisting of nine (9) plantations, with lands in the rear adjacent thereto comprising in all upwards of twenty thousand (20,000) acres, upon such terms and in such amounts as the directors may, upon appraisement of such option, think proper.

Article V.—Section 1. All the powers of this corporation shall be vested in and exercised by a board of directors of not more than nine (9) and not less than five (5) directors, each of whom shall own, in his own right, at least one (1) full paid and unpledged share of the capital 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. In intervals between meetings of the board of directors, all the powers of this corporation may, if the directors so provide, be vested in and exercised by an executive committee of not less than three (3) directors, to be appointed by the board of directors. 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 first Saturday in February of each year, after notice given to each stockholder, by mail, addressed to his last known post office address, at least ten (10) days before the date of said meeting. Except as hereinafter provided, the said directors shall be divided into two classes: The first class shall consist of a majority of a number of the board of directors as fixed by the by-laws, and shall be elected annually by a majority vote of the holders of the first and second preferred stock, present or represented at the meeting, each share of first and second preferred stock being entitled to one vote; and the second class shall consist of the balance of the number of directors as fixed by the by-laws, and shall be elected by a majority vote of the holders of the common stock, present or represented at the meeting, each share of common stock being entitled to one vote; but all of the said directors, as so elected, shall have equal and co-ordinate rights and powers as directors of the corporation, notwithstanding the manner and term of their election. In the case of any vacancy in either class of directors, through death, resignation, disqualification, or other cause, a successor to hold office for the unexpired portion of the term of the director whose place shall be vacant, and until the election of the successor, shall be appointed by the affirmative vote of a majority of the class of directors who shall have been elected by the same class of stockholders which elected the director whose place shall have been vacated. Upon all questions other than the election of directors, the preferred and common stock shall have equal voting power, subject only to such limitations as in this charter may be provided, each share of stock being entitled to one vote. Failure to elect directors on the day above specified shall not dissolve the corporation, but the directors then in office shall remain in office until their successors are elected and qualified. 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-treasurer, and such other officers and committees 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. At any meeting of the board of directors, any director absent from a meeting may be represented by any other director, who may cast the vote of said absent director according to the written instructions whether general or special of said absent director.

Section 2. In furtherance, and not in limitation of the powers conferred by law, the board of directors is expressly authorized:

(a) 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;

(b) 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;

(c) To issue and deliver full paid shares of stock and bonds or other obligations of said corporation, in payment for money, labor or services, or property or rights actually received by said corporation, of the value thereof as appraised by the said board, and specifically for the option to acquire the properties formerly belonging to the Myrtle Grove Planting & Manufacturing Company, as herein above set out:

(d) Subject to the provisions of this charter, to direct or determine the use and disposition of any surplus or net profits over and above the capital stock paid in;

(e) When authorized by the vote of at least two-thirds (2-3) in amount of the capital stock of the Company outstanding at the time, by their consent in writing, or by their affirmative vote at a special meeting of the stockholders called for that purpose, the directors of the corporation, by a vote of two-thirds (2-3) of the number of directors elected at the last annual meeting of stockholders, shall have the power to sell, lease, assign, transfer, convey, or otherwise dispose of and deliver, all the property, movable and immovable, of the corporation, as an entirety, upon such terms and conditions, and for such considerations whether in cash, bonds, stock in other companies, or other property, as,in their discretion, the directors may deem advisable;

(f) To do all such acts and things as may be necessary to carry out the object for which this corporation is organized, and to exercise its corporate powers.

Until the next general meeting of stockholders for election of directors, to be held under this charter on the first Saturday in February, 1917, or until their duly qualified successors are elected and installed, the Board of Directors shall be composed of:

HORACE WILKINSON, Port Allen, La.
P. H. SAUNDERS, New Orleans, La.
DON CAFFERY, New Orleans, La.
LOUIS H. BURNS, New Orleans, La.
GEO. H. DAVIS, New Orleans, La.
T. S. WILKINSON, Myrtle Grove, La.
JOHN A. PHARR, Berwick, La.

the first named four thereof being considered directors of the first class, and the last named three as directors of the second class, with Horace Wilkinson, as President; Theo. S. Wilkinson, as Vice-President, and J. B. Bassich, as Secretary-Treasurer.

Section 3. Special meetings of stockholders may be held upon such conditions as may be prescribed in the by-laws, on ten days' notice, by mail, properly addressed to each stockholder at his last known postoffice address.

ARTICLE VI.

Whenever this corporation is dissolved, either by limitation of time or by determination of the stockholders, its affairs shall be liquidated under the supervision of three (3) liquidators to be appointed for that purpose at a general meeting of the stockholders convened after at least ten (10) days' notice, which shall be sent by mail to all of the stockholders, at their last known postoffice address, or if no other postoffice address is known, to the General Delivery at New Orleans, and shall likewise be published for ten (10) consecutive days in one daily newspaper published in the City of New Orleans.

In case of death, resignation or inability to act, of one of the liquidators, the vacancy shall be filled by the remaining liquidators.

The said liquidators shall remain in office until the affairs of the corporation shall have been fully settled and liquidated, and shall have full power and authority to transfer and give title to all assets and property of the corporation, by public or private sale, and to disrtibute the proceeds.

ARTICLE VII.

This act of incorporation may be notified, changed or altered, or said corporation may be dissolved, with the assent of two-thirds (2-3) of the entire outstanding capital stock, both common and preferred, at a general meeting of the stockholders convened for that purpose, after previous notice shall have been given in the same manner as provided in Article VI for notices of meetings for the election of liquidators. Any increase or decrease in the capital stock which may be proposed or made, shall be made in accordance with the laws of the State of Louisiana on the subject of altering the amount of capital stock of corporations; provided, that neither the first nor the second preferred stock shall be increased or diminished except upon the vote of two-thirds (2-3) of the holders of stock of the class proposed to be increased or diminished, as well as upon the vote of two-thirds (2-3) of the common stock.

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 on the shares of stock owned by him, nor shall any mere informality in organization have the effect of rendering this charter null or exposing any subscriber to any liability beyond the amount due on his stock.

ARTICLE VIII.

This corporation shall commence business operations as soon as one-half (1-2) of its authorized capital stock shall have been subscribed for and one-half (1-2) of the subscriptions shall have been paid, in cash or property. In order that this charter may also serve as an original subscription list, the subscribers hereto have set opposite their names the number of shares of each class of stock subscribed for by each of them.

There is annexed hereto, to be read in connection herewith, an accurate, detailed and itemized description of the property (being a certain option to acquire from the Pointe Celeste Planting Company, Inc., the properties heretofore belonging to the Myrtle Grove Planting and Manufacturing Company) to be conveyed to this corporation in payment of certain subscriptions for one hundred (100) shares of second preferred stock, and four thousand (4000) shares of common stock, of the par value of one hundred dollars ($100) each, showing the amount, location, extent, character and state of improvement thereof together with a statement of its value as appraised by the Directors.

Thus done and passed at my office in this City, on the day, month and year first above written, in the presence of Messrs. Monte M. Lemann and Frank B. Twomey, competent witnesses residing in this City, who have hereunto signed their names with the appearers and me, Notary, after due reading of the whole.

(Original signed): MONTE M. LEMANN,
F. B. TWOMEY.

John Klorer, 8300 Panola St., New Orleans, 10 shares preferred, No. 1. James Wilkinson, 137 Carondelet St., New Orleans, 10 shares first preferred; H. Wilkinson, Port Allen, La., 150 shares, first preferred stock. P. H. Saunders, 500 Walnut St., New Orleans, 25 shares first preferred. Theo. S. Wilkinson, Myrtle Grove, La., 100 shares second preferred stock, 4,000 shares common stock. George H. Davis, 921 Canal St., New Orleans, La., 50 shares first preferred stock. M. N. Wisdom, 1733 Calhoun St., New Orleans, 10 shares first preferred stock. Louis Henry Burns, 6651 West End Boulevard, New Orleans, La., 50 shares first preferred stock.

A. D. DANZIGER, Notary Public.

I, the undersigned recorder of mortgages, for the Parish of Orleans, do hereby certify that the above and foregoing act of incorporation of the Deer Range Planting Co., Inc., was this day duly recorded in my office, in book 1201, folio 229.

(Signed) EMILE J. LEONARD, Dy. R. M.
New Orleans, September 18, 1916.
A true copy from the original act.
A. D. DANZIGER, Not. Pub.
204 Carondelet St.

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