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CHARTER

OF THE SHELL BEACH LAND AND IMPROVEMENT COMPANY. INCORPORATED.

January 5th, 1917.

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

Be it known, that on this 5th day of the month of January, in the year of our Lord, one thousand nine hundred and seventeen (1917), and of the independence of the United States of America, the one hundred and forty-first, before me, Arthur B. Leopold, a notary public, duly commissioned and qualified, in and for the city of New Orleans, parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned: Personally came and appeared:

The several persons whose names are hereunto subscribed, who severally declared that availing themselves of the laws of the State of Louisiana, in such cases made and provided, they do, by these presents, form themselves into a corporation under the following stipulations:

Article I.—The name of this corporation shall be Doullut and Williams, Incorporated, by which name said corporation shall have and enjoy corporate existence and succession for the term of ninety-nine (99) years, from and after the date hereof, unless sooner dissolved according to law; and its domicile shall be in the city of New Orleans. It shall have power to contract, sue and be sued, to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, lease, purchase, sell and convey, as well as mortgage and hypothecate, under its corporate name, property, both real and personal, to borrow money and lend money, to give and receive securities therefor; to name and appoint such managers, directors and officers as the interest and convenience of said corporation may require; to make and establish such by-laws, rules and regulations as may be necessary and proper and the same to alter and amend at pleasure.

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

Article III.—The objects and purposes for which this corporation is formed are declared to be, to act as civil engineers, and carry on the business of general contractors, for all kinds of work; to own and operate pile drivers, derricks, dredges, vessels, operated by steam or other power, barges, and all kinds of machinery necessary for this business, and to do all things as may be incidental or necessary to the primary purposes for which this corporation is formed.

Article IV.—The capital stock of this corporation is fixed at one hundred and fifty thousand dollars, represented by fifteen hundred shares (1500) of $100.00 each. Said capital stock may be increased or reduced.

Subscriptions to said capital stock may be paid for in cash or in property and good will, and when paid for or exchanged for property and good will, there shall be annexed to this act and be read in connection therewith, or by other proper instruments, an accurate detailed and itemized statement and description of such property, as to amount, location, extent, character, and state of improvements, together with a statement of the value placed upon any good will included in the capital stock.

Article V.—All the corporate powers of this corporation shall be vested in a board of directors to be composed of three of the stockholders who shall be elected by the stockholders on the first Monday of January, of each year, beginning on the first Monday of January, 1918. The present board of directors shall hold office until the first Monday in January, 1918, and until their successors shall have been elected and qualified. The directors shall elect a president, a vice-president and secretary-treasurer, who may also act as managing engineer. In case of any vacancy occurring on the board from death, resignation or otherwise, the remaining members shall fill the vacancy until the next election. Two members of the board of directors shall constitute a quorum.

Article VI.—The following persons, to-wit: M. P. Doullut, 400 Egania street, New Orleans, La.; Paul Dullut, 5301 Douglas street, New Orleans, La.; W. Horace Williams, 3318 Coliseum St., New Orleans, La., shall be and are hereby constituted as the first board of directors, with said Milton P. Doullut as president, Paul Doullut, vice-president, and W. Horace Williams, secretary-treasurer and managing engineer.

Article VII.—All meetings of the stockholders shall be called after fifteen days previous notice in writing mailed to each stockholder at his post-office address.

Article VIII.—Whenever this corporation is dissolved, either by limitation or otherwise, its affairs shall be liquidated by three liquidators, to be selected by the stockholders after a meeting convened for that purpose shall have been called.

Article IX.—This act of incorporation may be changed, altered or amended, or said corporation may be dissolved, or its capital stock increased, as provided for by the laws of this state, after a general meeting of the stockholders shall have been called, after fifteen days previous notice thereof given.

Article X.—No stockholder shall ever be held liable or responsible for the contracts of said corporation for any further sum than the unpaid balance due upon the shares of stock subscribed for, or owned by him, nor shall any informality in organization have the effect of rendering this charter null or of exposing a stockholder to any liability beyond the amount of subscription to the stock.

The subscribers hereto have given opposite their respective 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, this 5th day of January, 1917, in the presence of E. Howard McCaleb and Gerald Netter, competent witnesses, of lawful age, and both of this city, who hereunto sign their names with the said appearers and me, notary, on the day and date aforesaid.

Original signed: Names of subscribers omitted.

Witnesses: E. Howard McCaleb, Gerald Netter.

ARTHUR B. LEOPOLD, 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 Shell Beach Land & Improvement Company, Inc., was this day duly recorded in my office in book 1201, folio 738.

New Orleans, January 5, 1917.

(Signed) EMILE J. LEONARD, Dpy.

A true copy.

ARTHUR B. LEOPOLD, Notary Public.

jan 18 25 feb 1 8 15 22

CHARTER

OF DOULLUT AND WILLIAMS, INCORPORATED.

January 5th, 1917.

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

Be it known, that on this 5th day of the month of January, in the year of our Lord, one thousand nine hundred and seventeen (1917) and of the independence of the United States of America the one hundred and forty-first, before me, Arthur B. Leopold, a notary public, duly commissioned and qualified, in and for the City of New Orleans, Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared:

The several persons whose names are hereunto subscribed, who severally declared that availing themselves of the laws of the State of Louisiana, in such cases made and provided, they do, by these presents, form themselves into a corporation under the following stipulations:

Article I.—The name of this corporation shall be Doullut and Williams, Incorporated, by which name said corporation shall have and enjoy corporate existence and succession for the term of ninety-nine (99) years, from and after the date hereof, unless sooner dissolved according to law; and its domicile shall be in the city of New Orleans. It shall have power to contract, sue and be sued, to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, lease, purchase, sell and convey, as well as mortgage and hypothecate, under its corporate name, property, both real and personal, to borrow money and lend money, to give and receive securities therefor; to name and appoint such managers, directors and officers as the interest and convenience of said corporation may require; to make and establish such by-laws, rules and regulations as may be necessary and proper and the same to alter and amend at pleasure.

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

Article III.—The objects and purposes for which this corporation is formed are declared to be, to act as civil engineers, and carry on the business of general contractors, for all kinds of work; to own and operate pile drivers, derricks, dredges, vessels, operated by steam or other power, barges, and all kinds of machinery necessary for this business, and to do all things as may be incidental or necessary to the primary purposes for which this corporation is formed.

Article IV.—The capital stock of this corporation is fixed at one hundred and fifty thousand dollars, represented by fifteen hundred shares (1500) of $100.000 each. Said capital stock may be increased or reduced.

Subscriptions to said capital stock may be paid for in cash or in property and good will, and when paid for or exchanged for property and goodwill, there shall be annexed to this act and be read in connection therewith, or by other proper instruments, an accurate detailed and itemized description of such property, as to amount, location, extent, character, and state of improvements, together with a statement of the value placed upon any good will included in the capital stock.

Article V.—All the corporate powers of this corporation shall be vested in a board of directors, to be composed of three of the stockholders who shall be elected by the stockholders on the first Monday of January, of each year beginning on the first Monday of January, 1918. The present board of directors shall hold office until the first Monday in January, 1918, and until their successors shall have been elected and qualified. The directors shall elect a president, who shall also act as a general manager, a vice-president, and secretary-treasurer. In case of any vacancy occurring on the board from death, resignation or otherwise, the remaining members of the board shall fill the vacancy until the next election. Two members of the board of directors shall constitute a quorum.

Article VI.—The following persons, to-wit: Milton P. Doullut, 400 Egania Street, New Orleans, La., Paul Doullut, 5301 Douglass Street, New Orleans, La., W. Horace Williams, 3318 Coliseum St., New Orleans, La., shall be and are hereby constituted the first board of directors, with said Milton P. Doullut, as president and general manager, Paul Doullut, vicepresident, and W. Horace Williams, secretary-treasurer.

Article VII.—All meetings of the stockholders shall be called after fifteen days previous notice in writing mailed to each stockholder at his post-office address.

Article VIII.—Whenever this corporation is dissolved, either by limitation or otherwise, its affairs shall be liquidated by three liquidators, to be selected by the stockholders after a meeting convened for that purpose shall have been called.

Article IX.—This act of incorporation may be changed, altered, or amended, or said corporation may be dissolved, or its capital stock increased, as provided for by the laws of this state, after a general meeting of the stockholders shall have been called, after fifteen days previous notice thereof given.

Article X.—No stockholder shall ever be held liable or responsible for the contracts of said corporation for any further sum than the unpaid balance due upon the shares of stock subscribed for, or owned by him, nor shall any informality in organization have the effect of rendering this charter null or of exposing a stockholder to any liability beyond the amount of subscription to the stock.

The subscribers hereto have given opposite their respective 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, this 5th day of January, 1917, in the presence of E. Howard McCaleb and Gerald Netter, competent witnesses, of lawful age and both of this city, who hereunto sign their names with the said appearers and me, notary, on the day and date aforesaid.

Original signed: Names of subscribers omitted.

Witnesses: E. Howard McCaleb, Gerald Netter.

ARTHUR B. LEOPOLD, 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 Doullut & Williams, Incorporated, was this day duly recorded in my office in book 1201, folio 735.

New Orleans, January 5, 1917.

(Signed) EMILE J. LEONARD, Dpt.

A true copy.

ARTHUR B. LEOPOLD, Notary Public.

CHARTER

OF CENTRAL LAND AND TIMBER CO., INC.

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

Be it known and remembered that on this 2nd day of the month of January, in the year of our Lord one thousand nine hundred and seventeen, and of the independence of the United States of America the one hundred and forty-first, before me, George Janvier, a notary public, duly commissioned, sworn and qualified in and for the parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: The several persons whose names are hereunto subscribed, who declared that, availing themselves of the laws of the State of Louisiana in such cases made and provided and particularly of the provisions of Act No. 267 of the acts of the General Assembly of the State of Louisiana for the year 1914, 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 and style of this corporation shall be Central Land and Timber Co., Inc., and under its said corporate name it shall have power and authority to have and enjoy corporate existence and succession for the full term and period of ninety-nine years from and after the date hereof; it shall have power and authority to contract, sue and be sued; to make and use a corporate seal and the same to alter and break at pleasure; to hold, receive, lease, purchase and convey, as well as mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to borrow money and to lend money on security; to buy, own and hold stocks and bonds of other corporations and to vote the same; to same and appoint such officers, directors, managers and agents as its business, interests and convenience may require; and to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations for the proper government of the affairs of said corporation as may be necessary and proper, and to likewise do and perform any and all acts necessary to carry on the business of said corporation as in the judgment of its board of directors shall seem proper.

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 on the president of said corporation, or, in his absence, upon the vice-president thereof, or, in the absence of both of said officers, upon the secretary of said corporation.

Article III.—The objects and purposes for which said corporation is organized and established and the nature of the business to be carried on by it, are hereby declared to be:

To buy, construct, lease, and operate sawmills, planing-mills, lath-mills and shingle-mills; to construct, acquire, lease and use railways, tramways, canals and rights of way for the transportation of timber and lumber and other products for the use of its mills and for other purposes; to buy, sell and lease timber lands and to acquire, lease and hold other lands for the use of sawmills, planing-mills, shingle-mills and lath-mills, lumber yards and timber yards, and for other purposes; to buy and sell timber rights on lands; to buy and sell timber, logs, lumber, shingles and other timber products, either for domestic sale or export to foreign countries or other states in the United States; to acquire, lease, charter and operate barges, steam boats and other water craft for the transportation of logs, lumber, shingles and other timber products; to execute bonds in the fulfilment of contracts or in the performance of their business; and to do any and all acts incident to and growing out of the carrying out of any and all of the objects hereinabove enumerated.

Article IV.—The capital stock of said corporation is hereby fixed at the sum of twenty thousand dollars ($20,000.00) divided into and represented by two hundred shares of stock of the par value of one hundred dollars ($100.00) each. The said stock shall be paid for in cash, at such time, in such amounts and after such notice to the subscribers as may be fixed by the board of directors, or the same may be issued at not less than par for labor done or property actually received by said corporation.

Said corporation shall become a going concern and be authorized to do business as soon as twelve thousand dollars of its capital stock shall have been subscribed and paid for.

The amount to which the capital stock of said corporation may be increased shall be the sum of one hundred thousand dollars ($100,000.00).

The unsubscribed or treasury stock of this corporation or any increase of the capital stock shall only be issued upon authority of the board of directors, and when issued the original subscribers of this charter shall have the right to purchase of the treasury stock or increased capital in proportion to the amount subscribed for in this charter.

Article V.—All the corporate powers of said corporation shall be vested in and exercised by a board of directors, composed of not less than five stockholders, a majority of whom shall constitute a quorum. The said directors shall be elected annually on the third Monday of January in each year.

All such elections shall be held by ballot and conducted at the office of said corporation, under the supervision of three commissioners to be appointed by the board of directors.

Notice of such elections shall be given by the secretary of the company by written notice thereof delivered personally or by depositing the same in the postoffice, properly addressed, to each stockholder at least fifteen days preceding such meeting.

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 the corporation, to be cast in person or by written proxy, and it shall require a majority of the stock outstanding to elect.

Any vacancy among the directors by death, resignation or otherwise, shall be filled by election for the remainder of the term, by the remaining directors.

A failure to elect directors on the date above specified shall not dissolve the corporation nor impair its corporate management, but the directors then in office shall remain in office until their successors are elected and qualified.

The board of directors shall elect from their own number a president and a vice-president. They shall also elect a secretary and a treasurer or one person who shall be both, either of whom may or may not be members of the board. They may from time to time name and appoint all such officers and agents as may be deemed necessary for the purpose and business of the corporation; they 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, as well as alter and amend any and all by-laws, rules and regulations necessary and proper in its judgment for the conduct, support and management of the business and affairs of said corporation.

The board shall have full power and authority to borrow money, to execute mortgages and to create liens; to issue bonds, notes and other obligations, and generally to do all things reasonable, convenient and necessary for the proper carrying on of the business of the corporation.

The board may issue full paid shares of stock for cash or in payment of labor done or property actually received by said corporation.

At all meetings of the board of directors, each director shall have the right to appoint a proxy to act in his place and stead.

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

Article VII.—This act of incorporation may be modified, changed or altered, or said corporation may be dissolved or the capital stock may be altered in accordance with law, at a meeting of the stockholders called for that purpose, after notice shall have been given by written notice to each stockholder, delivered to him personally or mailed to him at the post-office address designated by him in writing at least fifteen days prior to the date of the meeting.

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

Article IX.—The following shall constitute the first board of directors of said corporation: John Deblieux, New Orleans, La.; J. Edward Crusel, New Orleans, La.; John B. Levert, New Orleans, La.; G. J. Labarre, Paincourtville, La.; Dr. E. J. Kearney, Plaquemine, La., and John Deblieux shall be president, G. J. Labarre, vice-president, and J. Edward Crusel, secretary-treasurer.

The said directors shall hold office until the third Monday in January, 1918, or until their successors shall have been duly elected and qualified.

The subscribers to the capital stock of said corporation and their respective addresses are: John B. Levert, New Orleans, La., twenty-six (26) shares; Dr. F. J. Kearney, Plaquemine, La., twenty-six (26) shares; John Deblieux, New Orleans, La., twenty-six (26) shares; J. Edward Crusel, New Orleans, La., thirty-six (36) shares; G. J. Labarre, Paincourtville, La., eleven (11) shares.

Thus done and passed at my office in the city of New Orleans, in the presence of Messrs. Nat W. Bond and Eugene Thorpe, competent witnesses, of lawful age, both residents of this city, who hereunto sign their names, together with the said appearers and me, notary, after due reading of the whole.

Signed: J. B. Levert, 26 shares, $2,600; F. J. Kearney, by J. B. Levert, 26 shares, $2,600; John Deblieux, 26 shares, $2,600; J. Edward Crusel, 36 shares, $3,600; G. J. Labarre, 11 shares, $1,100.

Witnesses: Nat W. Bond, Eugene Thorpe.

GEORGE JANVIER, 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 Central Land and Timber Co., Inc., was this day duly recorded in my office, in book 1201, folio 730.

New Orleans, January 4th, 1917.

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

State of Louisiana, Parish of Orleans.

I, the undersigned notary public, do hereby certify that the above and foregoing is a true and correct copy of the original act of incorporation of Central Land and Timber Co., Inc., on file and on record in my office, together with the certificate of the Deputy Recorder of Mortgages thereon.

In witness whereof, I have hereunto set my hand and seal at New Orleans, this 9th day of January, 1917.

GEORGE JANVIER, Notary Public.

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CHARTER

OF "WILLIAM A. FRANCIS, INCORPORATED."

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

Be it known, that on this twenty-sixth day of the month of December, 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 John Peters, a notary public, duly commissioned and qualified, in and for the city of New Orleans, in the parish of Orleans, and State of Louisiana, domiciliated in the said city, parish and state, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared:

The several persons whose names are hereunto subscribed, all above the full age of majority, who severally declared that, availing themselves of the provisions of Act No. 267 of 1914, as well as of the general laws of the State of Louisiana, relative to the organization of corporations, they hereby form themselves into, and constitute a corporation for the objects and purposes, and under the stipulations hereinafter set forth.

Article I.—The name and title of this corporation is hereby declared to be: "William A. Francis, Incorporated."

Its domicile shall be in the city of New Orleans and it shall have and enjoy succession and corporate existence by its corporate name for a period of ninety-nine (99) years from and after the date hereof.

This corporation shall have power and authority to contract, sue and be sued in its corporate name; to make and use a corporate seal; to hold, receive, hire and purchase real and personal property, and to sell, mortgage or pledge the same and to borrow money and issue bonds, notes and other obligations.

All citations or other legal process shall be served upon the president, and in the event of his absence or inability to act from any cause, the same shall be served upon the secretary-treasurer of the corporation.

Article II.—The objects and purposes for which this corporation is established and the nature of the business to be carried on by it are hereby declared to be: To roast and grind coffee; to sell at retail tea, coffee, spices and groceries, and to conduct in general a retail tea, coffee, spice and grocery business; and generally to do and perform all such things as may relate or appertain to the objects and purposes above expressed.

Article III.—The capital stock of this corporation is hereby fixed at the sum of five thousand dollars ($5,000.00), divided into and represented by five hundred (500) shares of the par value of ten dollars ($10.00) each. This capital stock may be increased to the sum of one hundred thousand dollars ($100,000.00).

Said stock shall be paid for in installments of such amounts and at such times as the board of directors may determine, but any part or parcel of said stock may be issued by said board of directors at not less than par in payment of labor done or property actually received by said corporation.

The said stock shall be transferable only on the books of the corporation, subject to such rules and regulations as the board of directors may adopt.

Article IV.—All the corporate powers of this corporation shall be vested in and exercised by a board of three (3) directors, to be composed of stockholders, a majority of whom shall constitute a quorum for the transaction of any business. The board of directors shall be vested with full power and authority to make all contracts, purchases and sales, and adopt all by-laws, rules and regulations for the government of the business and affairs of the company, and alter, amend and change the same at pleasure; appoint, hire and discharge, all officers, agents and employees, fix all salaries, and generally to do and perform all things necessary in the transaction of the business and affairs of the company. Any vacancy occurring in said board shall be filled by the remaining directors in the manner provided for in the by-laws.

The first board of directors of this corporation shall consist of Arthur A. Wiegand, 3125 Canal street, New Orleans, La.; William A. Wiegand, 3125 Canal street, New Orleans, La.; William A. Francis, 2801 Dauphine street, New Orleans, La.; with Arthur A. Wiegand as president, William A. Francis, as vice-president and manager, and William A. Wiegand, as secretary-treasurer, who shall hold office until the second Tuesday in January, 1918, and until their successors are duly elected and qualified.

On the second Tuesday of January, 1918, and annually thereafter, an election for directors shall be held at the office of the company, under the supervision of two commissioners, to be appointed by the board of directors, and the directors then elected shall take their seats immediately, and shall hold office until their successors are duly elected and qualified. Each board shall elect its own officers which shall consist of a president and vice-president and manager, and a secretary-treasurer. The secretary-treasurer need not be a shareholder or director.

All corporate elections shall be by ballot, and a majority of the votes cast shall elect, and at all stockholders' meetings held for any purpose, each share of stock shall be entitled to one vote, either in person or by proxy, by the person in whose names same is registered on the books of the company.

Written notice of stockholders' meetings shall be given to each stockholder by the secretary at least fifteen days prior to elections, by mailing same, postage prepaid, to his last known address.

Any director absent from the city of New Orleans, or unable to attend meetings of the board of directors may give his written proxy to any other director, and said proxy shall be voted in accordance with the written instructions of the director granting same.

Article V.—This act of incorporation may be changed, altered or modified, or the corporation may be dissolved in any manner prescribed by law; or with the assent of three-fourths (3-4) of the stock present or represented at a general meeting of the stockholders convened for that purpose after thirty (30) days prior notice of such meeting shall have been given by publication in one of the daily newspapers published in the city of New Orleans, by five publications during said period, and such changes as may be made in reference to the capital stock shall be made in accordance with the then existing laws on the subject.

Article VI.—Whenever this corporation is dissolved, either by limitation of its charter or from any cause, its affairs shall be liquidated by three (3) commissioners to be appointed by tthe stockholders at a meeting of the stockholders convened for that purpose after thirty (30) days' prior notice shall have been given by the secretary to each stockholder. Said commissioners shall remain in office until the affairs of the said corporation shall have been fully liquidated. In case of the death of either commissioner, the survivors shall continue to act.

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

The subscribers hereto have each written opposite their names the number of shares subscribed for, so that this act of incorporation may also serve as the original subscription list. Said subscriptions amounting to two thousand, seven hundred dollars, to be paid in cash.

Thus done and passed in my office, at the city of New Orleans, on the day, month and year hereinabove first written, in the presence of Van Buren Harris and Florence Roth, competent witnesses, who hereunto sign their names, together with the said appearers and me, notary, after due reading of the whole.

(Original signed): Names of subscribers omitted.

Witnesses: Van Bureu Harris, Florence Roth.

A. J. PETERS, 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 William A. Francis, Incorporated, was this day duly recorded in my office, in book 1201, folio 704.

New Orleans, December 30, 1916.

(Signed) EMILE J. LEONARD, D. R. M.

A true Copy.

New Orleans, La., January 2, 1917.

A. J. PETERS, Notary Public.

Jan 4 11 18 25 31 feb 1 8

AMENDMENTS TO CHARTER OF HOEHNS BAKERY, LIMITED.

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

Be it known, that on this the twenty-first day of the month of December, in the year of our Lord, nineteen hundred and sixteen, and of the independence of the United States of America, the one hundred and forty-first, before me, Edward Paul Foley, a notary public, in and for the parish of Orleans, State of Louisiana, duly commissioned and qualified, therein residing, and in the presence of the witnesses, hereinafter named and undersigned, personally came and appeared Henry L. Hoehn and Henry C. Bernius, both of the full age of majority, and residents of this city, herein appearing, in their capacities as president and secretary, respectively, of the Hoehns Bakery, Limited, a corporation organized under the laws of the State of Louisiana, and domiciled in this city; who declared, as will appear by the certificate hereto annexed, that a meeting of the stockholders, of this corporation was held at its domicile, 449 Josephine street, on Thursday, December 14. That they were present and represented at that meeting, all the stockholders of this corporation. That the said meeting was called for the purpose of considering certain proposed amendments to the charter of the said corporation, which amendments were in due course adopted by the said meeting. That at said meeting the appearers were appointed a committee, for the purpose of causing to be embodied, in formal and legal shape, the amendments to the charter of the said corporation adopted at said meeting. And the said appearers further declared, that by virtue of the authority vested in them by said stockholders, at said meeting, held on Wednesday, December 14, 1916, and for the purpose, and on behalf of the said corporation, and in order to carry out the purposes of the said meeting, and to give the changes, amendments and alterations adopted at said meeting full legal force and effect, they do now declare and publish that Articles I, II, III, IV, V and VI, of the charter of the Hoehns Bakery, Limited, a corporation organized by act before the undersigned notary on May 7, 1912, and recorded in M. O. B. 1055, folio 123, was amended and re-enacted, so as to read as follows, to-wit:

Article I.—The name, style and title of this corporation shall be the Hoehn Baking Co., Inc., and under that name, it shall have the right to enjoy all the privileges accorded by law to corporations and to have and enjoy a corporate existence, for the term of ninety-nine (99) years from and after the date hereof; to contract, to sue and be sued, in its corporate name, to make and use a corporate seal, the same to break, or alter at pleasure; to hold, receive, purchase, sell, convey, mortgage and hypothecate, or pledge all kinds of property, real, personal or mixed, to issue bonds, notes or other obligations; to employ such managers, agents or other employees, as the interest of the said corporation may require, to make and establish such rules and regulations for the proper management and control of said corporation as may be found necessary and expedient.

Article II.—The domicile of this corporation shall be in the city of New Orleans, Parish of Orleans, State of Louisiana, and all citations or other legal process shall be served on the president and in the event of his absence, or inability to act, upon the secretary or the treasurer of this corporation.

Article III.—The purpose for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be, to conduct a general baking business, for the purpose of making bread, pies, cakes, etc., etc., and for the sale of its said products, at wholesale and retail, and specially to take over and continue the General Baking business, lately conducted by Henry Hoehn and the Hoehns Bakery, Ltd.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of sixty thousand ($60,00.00) dollars, divided into six hundred (600) shares, of the par value of one hundred ($100.00) dollars each, which shall be paid for in cash, when subscribed for or may be issued for services rendered, labor performed, or for the purchase of property, which the board of directors may elect.

All shares of stock shall be full paid and non-assessable. No transfer of stock shall be binding upon this corporation until recorded on its books.

This corporation shall commence business as soon as thirty thousand ($30,000.00) dollars, or three hundred (300) shares of its capital stock shall have been subscribed and paid for, stock not subscribed for may be issued and sold, from time to time by the board of directors of this corporation.

Article V.—All the corporate powers of this corporation and the management and the control of its affairs shall be vested and exercised by a board of directors, composed of three (3) stockholders of this corporation.

The directors shall be elected annually by ballot, by the stockholders of this corporation, on the first Wednesday of May in each year.

Each stockholder shall be entitled to one (1) vote either in person or by proxy, for each share of stock owned by him, all elections shall be held, under such rules and regulations as may be determined upon, by the board of directors.

Due notice of all elections shall be given by the secretary, in writing to each stockholder, fifteen (15) days prior to each election, or mailed to each stockholder at his last known address, as shown by the books of this corporation.

The directors thus elected, at such annual elections shall continue in office until the next annual election, or until their successors shall have been duly qualified.

No failure to elect directors, at the time stated in this charter shall be regarded as a forfeiture of this charter, but an election shall be held, as soon as possible, thereafter, of which election due notice shall be given in writing, by the secretary to each stockholder, in the manner same as provided for in annual elections.

The board of directors, at its first meeting after election, shall elect from amongst themselves a president, secretary and a treasurer.

Any director shall have the right to appoint by a written instrument another director, as his proxy, to act in his place and stead, at any meeting of the board of directors of this corporation.

The following persons shall constitute the present board of directors of this corporation, and shall continue in office until the election shall be held on the first Wednesday of May, 1917. Henry L. Hoehn, president, New Orleans, La.; Henry C. Bernius, secretary, New Orleans, La., and Louis E. Hoehn, treasurer, New Orleans, La.

Article VI.—All checks, drafts, promissory notes, or other obligations in order to be valid or binding, upon this corporation, shall be signed by its president and counter-signed by the secretary or treasurer.

Appearers further declare that they do hereby authorize and require, the said changes and amendments, to be duly incorporated, into notarial shape, and to be recorded and published according to law, to the end, that the same may be operative and binding, on all persons, whomsoever.

Thus done and passed, in my notarial office, on the day, month and year herein first above written, in the presence of William F. Oakes and James Beer, competent witnesses, who have hereunto signed their names, with the said appearers and me, notary, after the reading of the whole.

(Signed): Henry L. Hoehn, president; Henry C. Bernius, secretary. Witnesses: Wm. F. Oakes, James Beer.

ED. P. FOLEY, Notary Public.

(Names and addresses of the subscribers to the capital stock of the Hoehns Baking Company, Inc., omitted).

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 amendment of the Hoehns Bakery Co., Ltd., to the Hoehns Baking Company, Inc., was this day duly recorded in my office, in book 1201, folio 654.

New Orleans, December 21, 1916.

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

I, the undersigned notary, do hereby certify that the above and foregoing is a true and correct copy of the amendments to the Hoehns Bakery, Limited, passed before me December 21, 1916, (with the exception of the names and addresses of the subscribers to the capital stock, of the amended corporation). New Orleans, December 27, 1916.

ED. P. FOLEY, Notary Public.

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CHARTER

OF CENTRAL CANNING CO., INC.

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

Be it known, that on this twenty-fourth day of the month of January, in the year one thousand, nine hundred and seventeen (1917) before me, Theodore Cotonio, a notary public, duly commissioned and sworn in for the Parish of Orleans and City of New Orleans, therein residing, personally appeared, the persons whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of this state relative to the organization of corporations, and more particularly Act No. 267 of the General Assembly of this State, approved July 9, 1914, they have covenanted and agreed and do, by these presents, covenant and agree, bind, form and constitute themselves, as well as such persons who may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the agreements and stipulations following to-wit:

Article I.—The name and style of this corporation shall be Central Canning Co., Inc., and under that name it shall have and enjoy all the rights and privileges and advantages granted by law to corporations; it shall exist for the period of ninety-nine years from this day; it shall have the power to contract, sue and be sued in its corporate name; and to make and use a corporate seal and the same to break or alter at pleasure; to hold, receive, purchase, convey, mortgage, hypothecate or pledge property, both real or personal; to issue bonds, notes and other obligations or negotiable instruments; to have and employ such managers, directors, officers, agents and other empolyees as the interest and convenience of said corporation may require or demand; to make and establish such by-laws, rules and regulations for the corporate management and control of the affairs of the corporation as may be deemed necessary and expedient.

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

Article III.—The objects and purposes for which this corporation is formed and nature of the business to be carried on by it, are hereby declarde to be: to manufacture and can all food products, vegetables and fruits of all kinds, and also the import and export of same; to buy, sell, deal and do other business connected therewith growing or necessary for said corporation.

Article IV.—The capital stock of this corporation is fixed at the sum of ten thousand dollars ($10,000), divided into 100 shares of the par value of $100.00 each. All shares of stock shall be full paid and non-assessable. No transfer of stock shall be binding upon the corporation unless made upon its books, and all certificates of stock shall be signed by such officers as may be designated by the board of directors. This corporation shall have the right to increase its capital stock to the further sum of ($100,000) one hundred thousand dollars, to be divided into shares of ($100.00) one hundred dollars each, provided such increase in the capital stock shall have been authorized by three-fourths of the stockholders at a meeting to be held for that purpose after being duly notified in writing. No stock shall be sold by any stockholder until the same shall be offered for sale to the corporation which shall have the rigt to purchase the same and no transfer shall be made upon the books of the corporation until the stock has been so offered and declined. In the event of an increase of the capital stock the additional shares shall be first offered to the stockholders desirous to subscribe to such increase.

Article V.—All the corporate powers of this corporation shall be vested in, and the management and control of its affairs shall be exercised by a board of directors composed of seven 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 on the second Thursday in January in each year. Each stockholder shall be entitled, in person or by proxy, to a vote for every share owned by him, and all elections shall be held under such rules and regulations as may be determined by the board of directors, after fifteen days notice by mail of such election shall have been sent to each stockholder at his last known address. The directors thus elected shall continue in office for one year, or until their successors shall have been duly elected and qualified. No failure to elect shall be regarded as a forfeiture of this charter. Any vacancy occurring on said board shall be filled by the remaining directors for the unexpired term; the said board shall likewise elect the additional members in case they should determine to increase the number of said board. The said board of directors shall, at its first meeting after its election nominate out of its number a president, a vice-president, a secretary and a treasurer. Said board shall have the right to consolidate any two of said officers into one, or segregate said officers, as also their right to appoint and dismiss such clerks, managers and other employees of the corporation as conditions may justify or the business of the corporation may require. The tenure of office of all the employees of the corporation shall be during the pleasure of the board of directors.

Article VI.—No stockholder shall ever be held liable or responsible for the contracts, faults or debts of said corporation nor shall any mere informality in its organization have the effect of rendering this charter null, or of exposing a stockholder to any liability beyond the unpaid balance due the stock owned by him.

Article VII.—This act of incorporation may be changed, modified or altered, or this corporation may be dissolved, with the assent of the stockholders owning two-thirds of all the stock of the corporation, at a general meeting convened for that purpose, after at least fifteen days written notice of this meeting has been given through mail, addressed to each stockholder, at his last known address. In case of dissolution by the expiration of this charter or otherwise, the stockholders shall elect three liquidators from among their number, to liquidate and settle the business and affairs of the corporation.

Article VIII.—Eight thousand dollars ($8,000.00) has been subscribed to the capital stock of this corporation as follows:

Angelo Glorioso, 625 St. Ann St., New Orleans, La., ten shares; $1,000; F. G. Favaloro & Sons, 611 Decatur St., New Orleans, La., ten shares, $1,000; N. O. Fruit Importing Co., 429 Decatur St