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CHARTER
OF GEO. WM. RUEFF, INC.

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

Be it known, that on this 21st day of the month of February in the year 1917, before me, Scott E. Beer, a notary public in and for the parish of Orleans, State of Louisiana, therein residing, duly sworn, commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned. Personally came and appeared: The persons who hereinafter subscribe their names who declared that, availing themselves of the laws of the State of Louisiana relative to the organization of corporations, they constitute themselves, their successors and assigns, a corporation under the stipulations hereinafter set out, which they adopt as their charter, to-wit:

Article I.—The name of this corporation shall be Geo. Wm. Rueff, Inc., and its period of duration shall be ninety-nine years from and after the date hereof, and it shall have for the purposes of the business to be carried on by it, all the powers conferred by law upon corporations, and shall generally exercise all the powers necessary to carry on said business.

Article II.—The domicile of this corporation shall be in the city of New Orleans, State of Louisiana, and all citations and other legal process shall be served on the president and in case of his absence or inability to serve, upon any officer of this corporation.

Article III.—The objects and purposes for which this corporation is organized and the nature and character of the business to be carried on by it are here declared to be the following:

To carry on, operate and conduct a general commission brokerage business in all its branches, and generally to do all things necessary and incidental to the said purpose herein stated or related to and growing out of and connected therewith.

Article IV.—The amount of the capital stock of this corporation is hereby declared to be Ten thousand dollars ($10,000), which shall consist of one hundred shares (100) of the par value of one hundred dollars ($100) each, sixty per cent of the said capital stock shall be subscribed before the filing of these articles of incorporation, and fifty per cent of the said subscribed capital shall be paid before this corporation shall engage in business.

The remainder of the authorized capital stock shall be paid for, when subscribed for, at such times as the board of directors shall determine, and all stock shall be paid for in full either in cash, labor done for the benefit of this corporation, or in property actually received by this corporation. The amount to which the capital stock of this corporation may be increased is hereby fixed at the sum of $50,000.00.

No transfer of stock shall be binding on the company unless made upon the books of the company, and no sale or other disposal of such stock shall be valid unless first offered to the remaining stockholders of this company for ten days at a price not in excess of the book value thereof on the date of such offer; after which, if the said offer is not accepted, the stock may be sold by the owner thereof at will. All stock acquired in this corporation shall be subject to the provisions of this charter.

Article V.—All the powers of this corporation shall be vested in and the business and affairs of this corporation shall be managed by a board of directors composed of three stockholders who may be elected annually at a meeting of the stockholders to be held on the first Thursday after January first; the first board of directors shall serve for the first year and until their successors are elected and qualified.

The first board of directors shall be named in this charter and shall consist of the following: Geo. Wm. Rueff, Sr., New Orleans, La.; George Wm. Rueff, Jr., New Orleans, La.; Charles F. Flotte, New Orleans, La.; Julius J. Badger, New Orleans, La. All of the above named directors, the officers shall be the officers, to-wit: Geo. Wm. Rueff, Sr., president, New Orleans, La.; George Wm. Rueff, Jr., secretary-treasurer, New Orleans, La. All elections shall be by ballot at the office of the company under the supervision of two commissioners to be appointed by the board of directors. Notice of such meeting shall be given by the secretary in writing delivered to each stockholder in person or mailed to his last known address at least fifteen days prior to the date of the said meeting. This notice may be waived by unanimous consent of the stockholders.

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

The failure to elect directors at the annual meeting shall not dissolve this corporation nor impair its management in any way; but the directors then in office shall remain in office until their successors are elected and qualified.

Each subsequent board of directors shall elect as soon as possible from their own number a president and a secretary-treasurer as the officers to manage the affairs of this corporation, and may grant to the said officers such powers as they may deem proper.

All vacancies on the board of directors for whatsoever cause shall be filled by the remaining directors. Any member of the board may appoint any stockholder as his proxy to act for him and in his place at any meeting of the board.

Said corporation shall have the right to make and amend, by its board of directors, by-laws, rules and regulations necessary and proper for the management of this corporation. Three shall constitute a quorum for transaction of the business of the board.

Article VI.—This act of incorporation may be modified, changed, altered or amended, or the said corporation may be dissolved, with the assent of two-thirds of the capital stock outstanding, at a meeting of the stockholders convened for that purpose, and after fifteen days written notice delivered in person or at the last known address of each stockholder. The said notice, as aforesaid, may be waived, by the unanimous consent of the stockholders. In case of dissolution, the affairs of this corporation shall be liquidated by two commissioners elected by the stockholders.

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

Article VIII.—The subscription of Geo. Wm. Rueff, Sr., to this company for the sum of $7500 of the capital stock thereof, that is 75 shares, is covered by the transfer to this company by said George Wm. Rueff, Sr., of certain books and fixtures owned by him and heretofore used in his custom house brokerage business, together with the good will of said custom house brokerage business, all as itemized and appraised on a list annexed hereto and made a part hereof, duly sworn to by the directors of this company; which list is to be read in connection herewith; the total appraisement of said property and good will, as appears on said list, amounting to the sum of $7,500.00.

Detailed and itemized statement, description and appraisement of the books, fixtures, good will, etc., referred to in Article VIII of the Charter of Geo. Wm. Rueff, Inc., for which there is issued to Geo. Wm. Rueff seventy-five shares full paid non-assessable shares of stock in the Geo. Wm. Rueff Inc.

Books, Treasury Decisions (Bound), appraised at	$ 100.00
Iron Safe	50.00
Two Large Typewriters, (Underwood)	200.00
One L. C. Smith Typewriter	75.00
Desks and Furniture	75.00
Good will of the business of Geo. Wm. Rueff in the customhouse brokerage business now carried on by him in New Orleans, La., appraised at	7,000.00
Total	$7,500.00

We, the directors of the Geo. Wm. Rueff Inc., have appraised the above movable property transferred to Geo. Wm. Rueff Inc., by Geo. Wm. Rueff at the sum of $7,500.00, the good will of the business transferred by Geo. Wm. Rueff to this corporation being appraised at the sum of $7,000.00, and we declare that the said property and good will is taken over at the total value of $7,500 for which full paid shares of stock of this company is to be issued to Geo. Wm. Rueff, for the full sum of $7,500.00. That in our judgment the property and good will thus transferred to this company is well worth the sum at which it is

Railroad Schedules.

NEW ORLEANS, FT. JACKSON & GRAND ISLE.

Algiers Station.
WEEK DAY TRAINS:

Lv.		Ar.
6:30 a. m.	HERO LOCAL	6:55 p. m.
8:05 a. m.	Lower Coast Special	6:55 p. m.
4:05 p. m.	*Buras Mail	9:45 a. m.

*On Saturday, leaves at 5:00 p. m.

SUNDAY TRAINS:

Lv.		Ar.
7:00 a. m.	Buras Excursion	9:45 a. m.
11:00 a. m.	Buras Excursion	7:45 p. m.
5:00 p. m.	Sportsman Special	8:40 p. m.

(Daily except Sunday)

SOUTHERN PACIFIC LINES.

Depart.		Arrive.
5:55 a. m.	TEXAS LOCAL for Houston and all stations intermediate	5:10 p. m.
11:00 a. m.	SUNSET LIMITED for San Antonio, El Paso, New Mexico, Arizona, Apache Trail and California	8:20 p. m.
11:55 a. m.	SUNSET MAIL for Houston, Galveston, Austin, Waco, Fort Worth, Dallas, San Antonio, Del Rio and intermediate	7:50 a. m.
3:05 p. m.	LAFAYETTE LOCAL for Lafayette and all stations intermediate	11:40 a. m.
7:45 p. m.	TEXAS LIMITED for Houston, Galveston, Austin, Fort Worth, Dallas and other North Texas points	6:50 a. m.
11:30 p. m.	SUNSET EXPRESS for Houston, Galveston, Waco, Fort Worth, Dallas, San Antonio, El Paso, Apache Trail, California and intermediate points	6:45 p. m.

Sworn to and subscribed before me this 21st day of February, 1917.

(Signed): Geo. Wm. Rueff, Pres.; Geo. Wm. Rueff, Jr., Sec. and Treas.; A. J. Badger, C. F. Flotte.

(Signed) SCOTT E. BEER,
(Seal) Notary Public.

The subscribers have hereunto respectively written opposite their names the amount of stock subscribed for by them, so that this act of incorporation may serve also as the original subscription list of this corporation; and they have stated their post office address, all to conform with Act No. 267 of 1914, State of Louisiana.

Thus done and passed in this state and city, on the day and date aforesaid, in the presence of Messrs. James E. Avrard and Fred Jacob, competent witnesses, residents of New Orleans, La., who have hereunto signed their names with the said appearers and me, notary, after a due reading of the whole.

Signed: Geo. Wm. Rueff, New Orleans, La., 75 shares, $7,500.00; Geo. Wm. Rueff, Jr., New Orleans, La., 2 shares, $200.00; A. J. Badger, New Orleans, La., 1 share, $100.00; C. F. Flotte, New Orleans, La., 1 share, $100.00.

Witnesses: Fred Jacob, Jules E. Avrard.

SCOTT E. BEER, 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 Geo. Wm. Rueff, Inc., was this day duly recorded in my office in book 136, folio .....

New Orleans, La., Feb. 21, 1917.

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

A true copy.

SCOTT E. BEER, Not. Pub.

march 1 8 15 22 april 5

February 12, 1917.

AMENDMENT TO THE CHARTER
OF THE GILLICAN-VIZARD COMPANY.

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

Be it known, that on this twelfth day of the month of February, 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, W. Morgan Gurley, a notary public, duly commissioned and sworn, in and for the city and the parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared:

1st. Mr. Walter B. Gillican, a resident of this city, of full age of majority, president of the GillicanVizard Company; and

2nd. Mr. John A. Taylor, also a resident of this city of full age of majority, secretary of the said Gillican-Vizard Company, herein acting under and by virtue of authority in them vested by a resolution adopted by the stockholders at their meeting of January 29, 1917, at the office of said company, 809 Canal-Louisiana Bank Building, in this city; who in his respective capacity declare:

That a meeting of the stockholders of the Gillican-Vizard Company was held at the office of said company in this city on January 29, 1917, there was present and represented at said meeting 3636 5-9 number of shares. That the total number of outstanding shares of said company is 4,250.

That at said meeting, a resolution was offered to amend Article I of said charter of said corporation as hereinafter set forth and that all of said 3636 5-9 shares thereat present or represented voted for the adoption of said resolution, amending said charter, a certified copy of which said resolution is hereto attached and made part hereof and reads as follows:

"Minutes of the stockholders' meeting of the Gillican-Vizard Company, held at the office of said company, 809 Canal-Louisiana Bank Building, City of New Orleans, Louisiana, on the 29th day of January, 1917.

Pursuant to a notice in writing sent to each stockholder at his last known address (copy of which is hereto attached) there was present: W. B. Gillican, holding 3214 5-9 shares; L. V. Pringle, holding 347 shares; J. A. Taylor, holding 75 shares, a quorum: Mr. Walter B. Gillican acted as chairman, Mr. J. A. Taylor acted as secretary.

It was moved and seconded that the name of this corporation be changed from "Gillican-Vizard Company" to "Gillican-Chipley Company, Inc." and that to effect said change Article I of the charter of this corporation be amended so as to read as follows:

"The name of this corporation shall be "Gillican-Chipley Company, Inc." and under its corporate name shall exist and have succession for ninety-nine (99) years from date hereof, and shall have power and authority to contract, sue and be sued, to make and break at pleasure a corporate seal, to hold, receive, lease, sublease, rent, purchase, acquire in any other manner, and convey property real, personal and mixed; and to mortgage, hypothecate and pledge and pawn same, and to buy and sell generally; to borrow and lend money, to issue bonds, notes or other evidences of security, for the purpose of borrowing money, and to secure the same by mortgage or otherwise, as provided by Act No. 30 of the acts of the legislature of the year 1902, and to do all things provided in said act. To appoint managers officers, agents and employees as the interests of said corporation may require; to establish, alter and amend such by-laws and rules and regulations for the conduct and management of the business as may be necessary, and shall be authorized to do business without, as well as within the state of Louisiana, all as herein set forth; and generally to do and perform any and all business and things not contrary to law."

It was further resolved, that Walter B. Gillican, president of this corporation and J. A. Taylor, secretary thereof, be authorized and empowered to appear before W. Morgan Gurley, notary public, to prepare the certificate of amendment, pursuant to the laws of the State of Louisiana and particularly Act No. 267 of 1914.

There being no further business before the meeting, same was adjourned.

A true copy. J. A. TAYLOR, Secretary.

And said appearers here further declare that under said resolution they were selected to appear before the undersigned notary to amend Article I of said charter, changing the name of said corporation from the "Gillican-Vizard Company" to the "Gillican-Chipley Company, Inc." they do, in their said capacities, change alter and amend Article I of the charter of said corporation to read as follows to-wit:

"Article I.—The name of this corporation shall be 'Gillican-Chipley Company Inc.' and under its corporate name shall exist and have succession for ninety-nine (99) years from date hereof and shall have power and authority to contract sue and be sued to make, use and break at pleasure a corporate seal, to hold, receive, lease, sublease, rent, purchase, acquire in any other manner, and convey property real, personal and mixed; and to mortgage, hypothecate and pledge and pawn same, and to buy and sell generally; to borrow and lend money, to issue bonds, notes or other evidences of security, for the purpose of borrowing money, and to secure the same by mortgage or otherwise, as provided by Act No. 30 of the acts of the Legislature of the year 1902, and to do all things provided in said act. To appoint managers officers, agents and employees as the interests of said corporation may require; to establish, alter and amend such by-laws and rules and regulations for the conduct and management of the business as may be necessary, and shall be authorized to do business without, as well as within the State of Louisiana, all as herein set forth; and generally to do and perform any and all business and things not contrary to law."

And here the said appearers further declare that all the conditions and requirements of law have been complied with in this said amendment, and specially requirements of Act No. 267 of the Acts of the Legislature of 1914.

Thus done and passed, in my office, at the city of New Orleans, on the day, month and year herein first above written, in the presence of Walter M. Gurley and Theodore Roehl, competent witnesses, who hereunto sign their names with the said appearers and me, notary, after reading of the whole.

(Original signed): W. B. Gillican, J. A. Taylor. Walter M. Gurley, Theodore Roehl.

W. MORGAN GURLEY, 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 "Gillican-Vizard Company" was amended and was this day duly recorded in my office, in book No. 136, folio No. 170.

New Orleans, La., February 13, 1917.

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

I hereby certify the above and foregoing to be a true and correct copy of the amendment to the charter of the "Gillican-Vizard Company," together with the certificate of the recorder of mortgages for the parish of Orleans, hereto appended, on file and of record in my notarial office in the city of New Orleans, Louisiana.

W. MORGAN GURLEY, Not. Pub.

Feb 15 22 march 1 8 15 22

CHARTER
OF "TORREL CEREAL COMPANY, INCORPORATED."

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

Be it known, that on this day, the twenty-third of the month of February, 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, Bussiere Rouen, a notary public in and for the parish of Orleans, State of Louisiana, duly commissioned sworn and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: The persons whose names are hereunto subscribed; all of the full age of majority and residents of the city of New Orleans; who declared that, availing themselves of the provisions of the laws of the State of Louisiana relative to the organization of corporations and more particularly of Act No. 267 of the General Assembly of this State, approved July 8, 1914, they have covenanted and agreed, and do, by these presents, covenant and agree, and bind themselves, to form and constitute themselves, as well as such persons as may hereafter 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 "Torrel Cereal Company, Incorporated," and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations; it shall exist for the period of ninety-nine years from the date hereof; it shall have power to contract, sue and be sued in its corporate name; to make and use a corporate seal and to break and alter same at pleasure; to hold, receive, purchase, convey, lease, mortgage, hypothecate or pledge property, both real and personal; to sign and issue bonds, notes and other obligations or negotiable instruments; to have and employ such managers, directors, officers, agents and other employes as the interest and convenience of the said corporation may require or demand and to dismiss them at pleasure; 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 the said corporation shall be established in the city of New Orleans, Louisiana, and all citations or other legal process shall be served on the president; in his absence on the vice-president; and in the absence of both upon the secretary-treasurer.

Article III.—The object and purposes for which this corporation is formed and the nature of the business to be carried on by it, are hereby declared to be: The manufacture and sale of cereals, cereal foods, coffee fillers and compounds, chicory and artificial chicory; roasting of coffees, cereals, etc., and to that end to use any necessary machinery, tools, appliances, etc., and to do any other business incidental to, or needful in carrying out the foregoing purposes.

Article IV.—The capital stock of this corporation is fixed at the sum of five thousand dollars ($5,000.00), divided into fifty (50) shares of one hundred dollars each ($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 up to the further sum of twenty-five thousand dollars ($25,000) to be divided into shares of one hundred dollars each; provided said increase in the capital stock shall have been authorized by the stockholders at a meeting to be held pursuant to the provisions of Article Seventh of this charter.

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 four (4) stockholders. A majority of the directors shall constitute a quorum for the transaction of all business.

The directors shall be elected annually by ballot, by the stockholders at a meeting held on the second Monday in March, beginning with the year 1918. Each stockholder shall be entitled, in person or by proxy, to a vote for every share owned by him, and at all elections a majority of the votes cast shall be necessary to elect. Said 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 (except the first board hereafter mentioned) 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 at its first meeting, after its election, out of its number a president, a vice-president and a secretary-treasurer and an assistant secretary-treasurer, who shall also be manager. Said board of directors shall have the right to consolidate any two of the said offices into one, or to segregate said offices, as also the right to appoint and dismiss such clerks, managers and other employes of the corporation as conditions may justify or the business of the corporation may require. The tenure of office of all the employes of the corporation shall be at the pleasure of the board of directors.

Any of the directors or officers shall have the right to appoint, in writing, another director or stockholder to act as his proxy and in his stead at any and all meetings of the board of directors.

Article VI.—No stockholder shall ever be held liable or responsible for the contracts, faults or debts of this corporation, nor shall any mere informality in its organization have the effect of rendering this charter null, or of exposing a stockholder to any liability beyond any balance due on the shares 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, and after at least ten days' written notice of the said meeting shall have been given through mail addresses to each stockholder at his last known place of residence. In case of dissolution by the expiration of this charter, or otherwise, the stockholders shall elect, from among their number, three liquidators to liquidate and settle the business and affairs of the corporation. In case of death or disability of any one of the said commissioners or liquidators, the survivors or remaining liquidators shall appoint a successor to him. The said liquidators shall have full power to settle said company's debts and divide the remaining money and property among the stockholders. They shall also have power to meet and act under the by-laws of the corporation and under regulations to be made by a majority of said liquidators; to fix the price and prescribe the terms of sale of the property and the manner in which the sale shall be made, and take notes and bonds, secured by mortgage or otherwise, for part of the purchase price for all or any part of the said property; provided, however, that the rights herein conferred upon the liquidators may be modified, changed or denied by a majority of the shares of the capital stock of the corporation. The said liquidators shall have authority to sue for, and recover the debts and property in the name of the corporation, and may be sued by the same name, and they shall be liable in solido to any creditor or stockholder for the moneys and property of the corporation which shall come to their hands or possession as liquidators and for the proper application and distribution thereof.

Article VIII.—Five thousand dollars ($5,000.00) have been subscribed to the capital stock of this corporation, as follows: Charles Gustave Durel, 1823 Ursulines avenue, New Orleans, 24 shares; Anthony Joseph Torre, 2257 Bayou Road, New Orleans, 24 shares; Armand Schexnaydre, 724 Kerlerec street, New Orleans, 1 share; Gilbert Jean Durel, 1575 N. Dorgenois street, New Orleans, 1 share.

Article IX.—Until the election to be held on the second (2nd) Monday in March, 1918, the following shall constitute the first board taken over, to-wit, the sum of $7,500.00.

of directors: Charles Gustave Durel, president; Anthony Joseph Torre, vice-president; Armand Schexnaydre, secretary-treasurer; Gilbert Jean Durel, assistant secretary-treasurer and manager.

Thus done and passed, in my office, in the city of New Orleans, aforesaid, the day, month and year herein first above written, in the presence of Messrs. Samuel Maurio and Frank Koenschmidt, witnesses of lawful age, residing in this city, who hereunto sign their names together with the said appearers and me, the said notary, after due reading of these presents.

(Original signed) Chas. Gus. Durel, 1823 Ursulines Ave., N. O., 24 shares; Anthony J. Torre, 2257 Bayou Road, N. O., 24 shares; Armand Schexnaydre, 724 Kerlerec St., N. O., 1 share; Gilbert J. Durel, 1575 N. Dorgenois, 1 share. Samuel Maurio, Frank Koenschmidt.

BUS. ROUEN, 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 Torrel Cereal Co., Incorporated, was this day duly recorded in my office, in book 136, folio 28.

New Orleans, February 23, 1917.

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

I, Bussiere Rouen, a notary public in and for the parish of Orleans, do hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of the "Torrel Cereal Company, Incorporated," and of the certificate of the recorder of mortgages for the parish of Orleans, thereto attached, the whole, extant and of record in my current notarial register.

In faith whereof, I grant these presents under my signature and the impress of my seal of office.

New Orleans, La., Feb. 28, A. D. 1917.

BUS. ROUEN, Not. Pub.

march 1 8 15 22 29 april 5

CHARTER
OF MANSON REALTY COMPANY, INC.

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

Be it known, that on this third day of the month of February, in the year of our Lord, one thousand nine hundred and seventeen, before me, Frank William Magne, a notary public, duly commissioned and qualified, in and for this parish and state, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: The parties whose names are hereunto subscribed, all of the full age of majority, and residents of the city of New Orleans, to-wit: James J. Manson, David J. Manson, Charles Manson and James J. Manson, Jr., who declared that availing themselves of the provisions of the laws of this state, relative to the organization of corporations, and especially Act No. 267 of the Acts of the Legislature of the State of Louisiana, of the Session of 1914, they have covenanted and agreed, and do by these presents covenant, agree and bind themselves and those who may hereafter become associated with them, and their successors, to form themselves into and constitute a corporation for the objects and purposes and under the Articles of Incorporation, following, to-wit:

Article I.—The name and title of this corporation shall be "Manson Realty Company, Inc.," and under its said corporate name it shall have power and authority to have and enjoy corporate existence for a period of ninety-nine years from the date hereof.

Article II.—The domicile of this corporation shall be in the City of New Orleans, State of Louisiana. All citations and other legal process shall be served upon the president of said corporation; or in case of his absence or inability to act, upon the vice-president; or, in the absence or inability of both the president and vice-president to act, then upon the secretary of this company.

The president shall be the executive officer of this corporation; he shall preside at meetings of the board of directors and stockholders.

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 hereby declared to be as follows, to-wit:

To buy, hold, sell, pledge and lease stocks and bonds; movable and immovable property of all descriptions for any and all purposes whatsoever; to improve and develop the same and to erect buildings and structures of all descriptions; to cut timber; to bore for oil, gas, salt, sulphur and other minerals, and to mine the same, if discovered; and generally to engage in any and all mining operations; to erect, own and operate saw mills, tramways or railroads; to sell and dispose of the products of property owned or operated by this company, and generally to do all things necessary or convenient to properly conduct the business of this corporation.

Article IV.—This corporation may sue and be sued in its corporate name; hold, have, receive, purchase, convey, sell, mortgage, hypothecate, pledge, lease and sub-lease and enjoy real, personal and mixed property; also borrow money, make and issue notes and bonds; make contracts, receives grants of land, or of personal property, and make and use a corporate seal, the same to alter or break at pleasure; name and appoint such managers, directors, officers, clerks and agents as the interest and convenience of said corporation may require; and through its board of directors make and establish such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary, and the same to alter and change at pleasure, and shall possess all the rights, powers, and privileges to which corporations are or may be by any general law or laws of the state authorized and entitled to possess. Said corporation may exercise its corporate powers within any other state or territory in the United States, or foreign country that shall permit the same.

Article V.—The capital stock of this corporation is hereby fixed at the sum of one hundred and fifty thousand dollars ($150,000.00), represented by fifteen hundred (1,500) shares of one hundred dollars ($100.00) each.

All stock subscribed for shall be payable in cash at the time of subscription, or at such times and on such terms and conditions as the board of directors may fix and determine; or the board of directors may issue property or goods actually delivered to this corporation or for services actually rendered to it, or for rights, privileges or franchises transferred to it, the valuation in each instance to be agreed to by the board of directors, which shall have full and final power to do so, subject to the provisions of law, viz: Act No. 267 of 1914.

If any installment or installments on stock subscribed for should not be paid within thirty days after the same shall become due, such stock and the subscription thereto, together with all installments paid thereon, may be forfeited to the company by resolution of the board of directors without further notice or proceedings; or the board of directors may hold the subscriber to this stock personally responsible therefor, and take legal proceedings to collect the installment or installments due thereon.

This company shall be a going concern and begin business as soon as fifty (50%) per cent of said captial stock shall have been subscribed for, and fifty (50%) per cent of the amount thereof actually paid in.

All transfers of stock shall be made on the books of the corporation by surrender of the original certificate properly endorsed for cancellation by the stockholders in whose favor said stock is issued, or by their duly authorized agent.

None of the stockholders shall have the right to transfer or assign any of the shares held by any of them, without having first offered the same to the board of directors which shall have the right to purchase them for the benefit of the corporation within five (5) days thereafter at their book value as shown by the stock taking last preceding the transfer. All shares purchased by the corporation may be re-issued by it at not less than their par value.

At all elections by, or meetings of the stockholders, only such shares of stock as are paid for in full shall be entitled to vote, but each of such shares shall be entitled to one vote to be cast either by the person in whose name the stock appears on the books of this corporation at the time of the voting, or by his proxy, duly authorized in writing to that effect.

The capital stock of said corporation may on compiying with all the requisites of the law, be increased to the sum of five hundred thousand dollars ($500,000.00).

Article VI.—The business and affairs and corporate powers of this corporation shall be transacted by a board of three (3) directors, to be composed of stockholders thereof, and they and each of them shall be elected by a majority of all the votes at a meeting to be held for that purpose.

Until the first Wednesday in January, 1918, the following named persons shall constitute the board of directors in this corporation, to-wit: James J. Manson, whose business address is 401 Common street, and who resides at No. 4 Audubon Place, in the City of New Orleans; David J. Manson, whose business address is 401 Common street, and who resides at No. 1731 Peters avenue, in the city of New Orleans, and Charles Manson, whose business address is 235 No. Peters street, and who resides at No. 6 Audubon Place, in the city of New Orleans.

Thereafter the board of directors shall be composed of three (3) stockholders, who shall be elected annually, beginning on the second day of January, 1918.

A stockholder to be eligible to membership must have at least ten (10) shares of the capital stock of this corporation standing in his name on the books of the company.

The election for directors by the stockholders shall be held annually at the office of the company after prior notice of such meeting, fixing the day and hour, shall have been given either personally or by depositing in the post office properly addressed to each stockholder at least fifteen (15) days before such meeting, all as provided in Section 10 of Act No. 267, of 1914.

Every board of directors shall at its first meeting after its election, or as soon thereafter as practicable, elect a President and a vice-president from their own number, and a secretary and a treasurer, office or offices may be held by one person.

A failure to elect officers on the day above specified shall not dissolve the corporation, nor do it any injury, but the officers in office at the time shall continue in their respective offices until their successors are elected and qualified, which election shall be held as soon thereafter as practicable, at a time to be fixed by the board of directors then in office, in the manner provided for the regular election.

Any vacancy occurring on the board of directors from any cause, shall be filled by the remaining directors. The board of directors may appoint such officers, clerks and employes as they may think proper for the transaction of the business of the company, and may define their duties, prescribe the manner in which the salaries of all officers, clerks and employes shall be fixed, determined, the same to consist of dividends or profits, or fixed salaries, or both, at pleasure; fix the salaries of the officers provided for herein, with power to mortgage, pledge, lease and transfer public privileges, franchises, property movable, immovable and personal, to borrow money, issue notes and bonds; make contracts and use of corporate seal, the same to be signed by officers or directors specially or generally authorized by the board of directors and necessary acts, deeds, contracts, etc., a separate seal, the same to be used or not at pleasure; to dispense with or pleasure; and to do all things which may be necessary to the due management of said business and property, and permitted by the laws applicable to corporations.

A majority of said board of directors shall constitute a quorum for the transaction and management of all business of said corporation.

Article VII.—This charter may be changed, modified, altered or amended with the assent of two-thirds (2/3) of the amount of capital represented, at any general meeting of said corporation convened for such purpose, after previous notice shall have been given in the manner provided in Article VI of this charter.

But any and all meetings of stockholders, whether for the purposes of liquidation or for any other purpose, may be held at any time without notice by unanimous consent of all stockholders, in writing filed with the secretary.

Article VIII.—This corporation may be dissolved and its affairs liquidated, whenever in the judgment of the board of directors it shall be deemed advisable and for the benefit of such corporation, that it should be dissolved, then the board within ten (10) days after the adoption of a resolution to that effect, by a majority of the whole board, at any meeting called for that purpose, of which meeting each director shall have received at least three (3) days notice, shall cause notice of the adoption of such resolution to be mailed to each stockholder, together with a notice of a meeting of the stockholders to be held at the office of the corporation, to take action upon the resolution so adopted by the board of directors. The meeting of the stockholders shall be held at the hour fixed by the board of directors between the hours of ten (10) o'clock in the forenoon and three (3) o'clock in the afternoon of the day so named. On the day so appointed the meeting may, by consent of the majority in interest of the stockholders present, be adjourned from time to time, and if, at any meeting original or adjourned, two-thirds (2/3) in interest of all the stockholders of the corporation shall vote in favor of dissolution, this corporation shall be thereby dissolved, all as provided for in Section 28 of Act No. 267 of 1914.

Whenever this corporation is dissolved from any cause whatsoever, its affairs shall be liquidated under the superintendence of three (3) stockholders to be chosen for that purpose by a majority in amount of the stockholders present or represented at a general meeting of the stockholders at which the election is held. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of the death of one of said commissioners or of the refusal or inability of one of them to act, the survivors shall continue to act and shall select another stockholder in the place and stead of the commissioner who shall have ceased to act.

Article IX.—The president may, in his discretion, and shall upon the written request of two (2) stockholders, call a special meeting of the stockholders of this corporation.

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

Thus done and passed at my office, in the city of New Orleans, on the day, month and year herein first above written, in the presence of Charles F. Buck and Anton Wehrle, competent witnesses, residing in the city of New Orleans, who have hereunto signed their names with said appearers and me, notary public, aftr due reading of the whole.

(Original signed): Names of subscribers omitted.

FRANK W. MAGNE, 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 Manson Realty Co., Inc., was this day duly recorded in my office in book 1206, folio 106.

New Orleans, February 3, 1917.

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

A true copy.

FRANK W. MAGNE, Not. Pub.

feb 15 22 march 1 8 15 22

CHARTER
OF NEW ORLEANS RETAILERS CREDIT BUREAU, INC.

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

Be it known that on this the 7th day of the month of February, 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, Wear F. Milling, a notary public, duly commissioned and qualified within 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 severally declared that, availing themselves of the benefits and provisions of the Constitution of the State of Louisiana and of the laws of said state relative to the organization of corporations, and particularly of the provisions of Act No. 267 of the General Assembly of the State of Louisiana for the year 1914, they have united to form, and do by these presents form and organize themselves, as well as all such other persons who may hereafter join or become associated with them or their successors, into a stock corporation for the objects and purposes and under the covenants, stipulations and agreements following, to-wit:

Article I.—The name and title of this corporations shall be "New Orleans Retailers Credit Bureau, Inc.," and under and by said name, unless sooner dissolved in accordance with law and this charter, it shall exist and continue and shall have and enjoy corporate existence and succession for a period of ninety-nine (99) years from and after the date of this act. It may have, hold, receive, borrow, loan, exchange, acquire by grant, gift or purchase, devise or bequest, sell, alienate, dispose of, convey, lease, pledge, pawn, hypothecate, encumber or mortgage property of any kind, whether real, personal or mixed, corporeal or incorporeal, movable or immovable, all subject to such limitations as may be prescribed by law. It may make, issue, and endorse bonds or notes and other evidences of debt. It may accept mortgages, pledges or other forms of security for money loaned or other debts. It may contract, sue and be sued, plead or be impleaded by its corporate name in any court of competent jurisdiction. It may make, adopt and use a common seal and alter the same at pleasure. It may hold stock in other corporations, and its capital stock may be issued for capital stock in other corporations. It may name, appoint and employ such managers, directors, officers, agents and other employees as its business and convenience may require, and may fix their compensation, having due regard to the nature, character and value of their services. It may make and establish by-laws, rules and regulations not inconsistent with this charter or any existing law, fixing or altering the management of its property, the regulation and government of its affairs, the manner of the certification and registration of its stock. It may wind up and dissolve itself, or be wound up and dissolved in the manner prescribed by law. It may conduct business in this State, other States, the Federal districts, the Territories and Possessions of the United States, and any Foreign Country. It may invest its Board of Directors with all of its corporate powers subject to such restrictions as may be named in this charter. It generally shall possess all the powers, rights, privileges, and immunities