COMING!

A Stupendous, Spectacular Universal Production

JULES VERNE'S

"20,000 LEAGUES UNDER the SEA"

Nothing Like It On Earth

The Production that cost over half a million dollars and that required over two years in the making. Genuine, authentic Under-Sea Photography. A marvelous visualization in perfect realistic detail. YOU WILL SEE—The death grapple between a giant octopus and a pearl diver (the only moving picture of its kind in the world), showing an octopus and a man in ferocious battle on the ocean's bottom.

The strange funeral procession wending its way to the graveyard of Captain Nemo.

Captain Nemo's party exploring the ocean's bed with the new diving apparatus requiring neither air hose nor life line.

The fascinating life in the mighty deep, that for thousands of centuries has been denied to the sight of the peoples of the earth.

Foto's Folly Theatre, Saturday, June 9.

Special School Children's Matinee at 3 o'clock.

FIRE DOES DAMAGE OF $2,250.

Two cottages were completely destroyed and a property damage of $2,250 was done by a fire that started in some mysterious manner in the unoccupied double cottage at 1104-06 Wagner street owned by Louis Rauschkolb. Police are working on the theory that the fire was of incendiary origin. The cottage was valued at $1,400 and was totally destroyed. The flames communicated to the single cottage at 1102 Wagner street, owned by Mrs. Lowe and occupied by Adler B. Johnson, negro. The cottage, valued at $700, was totally destroyed. Johnson's furniture, valued at $250, was damaged to the extent of $150.

Duty That Comes to All.

Even a busy man must take a day sooner or later for the purpose of attending his own funeral.

What Happiness Is.

Learn what happiness is. Study a little about good taste. If everybody had good taste everybody would have his share of joys. You see I do not say everybody would be happy. That would be a foolish world and a selfish one, but I say everyone would have his share of joys, and having claimed his birthright to his share of joys he surely would be a pig to want them all! The joy of making a poor home happy is greater than that of being content in a fine one—and sometimes easier. We who have little of this world's goods stand a glorious chance of having much of the spirit which stands ever ready to come in and fill up the waste places if only we will open the door.—Exchange.

Mankind's Injustice.

Even the helpful and unselfish man is under suspicion of trying to get more than his share of heavenly reward hereafter.

Constantinople.

Constantinople was named after the emperor of Rome, Constantine the Great, and founded in A. D. 328 on the site of the old Greek town of Byzantium. It was also called New Rome, and was the eastern capital of the Roman empire for 11 centuries. Greece was part of the Roman empire of the East, and later the empire was often called the Greek empire. The Greek church preserves its name to this day. In 1453 Constantinople was taken by the Turks, and since then has been the capital of the Ottoman empire. The great church of Saint Sophia was to Constantinople and the Greek church what St. Peter's was to Rome. It has been, since the Turkish conquest, a Mussulman mosque.

Serves Him Right.

No man knows what hour his wife may want another $20 bill to pay for those things she bought.—Baltimore Sun.

All That Mattered.

A young countryman staying in a hotel commenced to write a letter and then went away, leaving it on the table. Another came in and, without thinking, took up the missive. He had it in his hand when the young man returned. "That's my letter, mister," he said, fiercely. 'Well, you can have it," was the reply. 'Did you read it?" "No; that is, I glanced over a few lines of it and noticed that hardly a word was spelled correctly." "It is to my girl—the girl I'm going to marry." "Yes?" "And I don't care a cocked hat about the spelling. What I want to impress on that girl is luv—l-u-v—and lots of it, for there's a farm and seventy cows coming to her!"

Her Comeback.

Young Hub—"But, really, if it came to a pinch your father would help me out." Wifey (up in slang)—"If it came to a pinch he might bail you out."—Boston Evening Transcript.

Was Officially Dead.

A queer case occurred in the state of Louisiana. A man disappeared. He was thought to be dead, and his effects were distributed. He came back after 20 years and went into the court issuing the decree and asked an order to give him his property. The judge said: "In the eye of this court you are dead. This is not the place for you to get mistakes rectified. Get a lawyer and he will tell you what to do." The man persisted and said he "wanted his property and it was an outrage to deprive him of it another day." The judge said: "I tell you that in the eye of this court you are dead. Sheriff, take this applicant out of court."

STYLE SHOW

Tomorrow night in the parlors of the Alhambra Gymnastic Club the Marguerite Shop, which is located in the Strand building in the city, will hold their spring style show.

The demonstration which will be under the personal management of Madames Mitchell and Langmaid, will begin at eight o'clock and last until ten.

The demonstration will be made with corsets, lingere, skirts, waists, etc., and there will be a living model upon which the corsets will be fitted. There will also be a demonstration for the young folk.

The management desires to announce that it will not be obligatory on the part of any one to make a purchase whatsoever.

April 27, 1917.

CHARTER

OF THE LAFAYETTE STOCK FARM, INCORPORATED.

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

Be it known, that on this twenty-eighth day of the month of April, 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, William J. Formento, 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 parties whose names are hereunto subscribed, all of the full age of majority and residents of this city, who severally declared that availing themselves of the laws of the State of Louisiana, and especially of Act 267 of 1914, in such case made and provided, they have formed and organized, and by these presents do form and organize themselves into a corporation to be known as the "Lafayette Stock Farm, Incorporated," with its domicile at New Orleans, Louisiana, and shall enjoy succession for the term of ninety-nine (99) years from the date hereof, unless sooner dissolved, and all citation or other legal process shall be served upon the president, or in case of his absence or inability to act, upon the vice-president or secretary-treasurer.

The objects and purposes of this corporation are hereby declared to be to raise hogs and other live-stock and do a general farming business; to purchase or otherwise acquire real, personal or mixed property, and to sell, mortgage or dispose of same, and generally do and perform all and whatever things necessary in the premises.

The capital stock of this corporation is hereby fixed at the sum of five thousand dollars ($5,000.00), divided into and represented by fifty (50) shares of the par value of one hundred dollars ($100.00) each, which shares of stock shall be issued full paid and non-assessable for cash, notes, or in payment for property, rights, privileges, leases, and options actually received by, or for services rendered to, this corporation. The capital stock of this corporation may be increased to twenty-five thousand dollars ($25,000.00) by two-thirds vote of the stockholders thereof. Before any stockholder shall offer his stock to any outsider for sale, he shall first offer same to the company's stockholders, through its president, at a price not exceeding what he is willing to accept from an outsider.

This corporation shall commence business as soon as 50% of the capital stock shall have been subscribed.

All corporate powers of this corporation shall be vested in and exercised by a board of directors composed of not less than three (3) nor more than five (5) stockholders, a majority of whom shall constitute a quorum for the transaction of all business. Through said board of directors this corporation shall have power to perform all acts and things permitted by law and that may be necessary to and proper to carry out the objects and purposes of this corporation.

The first board of directors shall be composed of Messieurs Gerald S. Kennedy, 207 Denegre Building, New Orleans, La., Alfred F. Page, 207 Denegre Building, New Orleans, La., George A. Laroussini, 823 Union Street, New Orleans, La., James E. O'Donnell, Sr., 826 Union St., N. O., La., and Walter B. Block, Carencro, La. with the said Gerald S. Kennedy as president; Alfred F. Page as vice-president, and general manager, and James E. O'Donnell, Sr., as secretary-treasurer, all of whom shall hold office until the first Monday in June, 1918, or until their successors shall have been duly elected and qualified. On the first Monday in June, 1918, and annually thereafter, an election for directors shall be held at the office of this corporation under the supervision of two (2) commissioners to be appointed by the stockholders. All elections shall be by ballot and the majority of stock present represented shall elect, and each share of stock shall be entitled to one vote, either in person or by proxy.

No stockholder of this corporation shall ever be held liable for the contracts or faults thereof, 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 exposing a stockholder to any liability beyond the unpaid amount of his stock.

Thus done and passed, in my notarial office, at the city of New Orleans, Louisiana, in the presence of Messieurs Frank J. Stich and Fernand F. Teissier, competent witnesses of lawful age, and residents of this city, who hereunto subscribe their names, together with the said appearers and me, notary, after due reading of the whole.

(Original Signed): Alfred F. Page, 207 Denegre Bldg., N. O., La., five shares; Chas. Phillips, by A. F. Page, 207 Denegre Bldg. N. O., La. two shares; Morris Marks, by A. F. Page, 301 Dauphine St, N. O., La., one share; Walter T. Block, Carencro, La., six shares; John T. Block by W. B. Block, 116 Park Row, N. O., La., two shares; Jas. E. O'Donnell, Sr, 826 Union St., N. O., La, five (5) shares; Gerald Kennedy, 207 Denegre Bldg., N. O., La., two shares; Geo. A. Laroussini, 823 Union St., N. O., La., two (2) shares.

Witnesses: F. J. Stich, F. F. Teissier.

WM. J. FORMENTO, 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 "Lafayette Stock Farm, Incorporated," was this day duly recorded in my office, in book 1206, folio ——

New Orleans, May 1, 1917.

(Signed) $MILE J. LEONARD, Dy. R.

A true copy from the original.

W. J. FORMENTO, Not. Pub.

may 3 10 17 24 31 june 7

CHARTER

ST. MARY FARM ASSOCIATION, INC.

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

Be it known, that on this 19th day of the month of February, one thousand nine hundred and seventeen, before me, John Marshall Quintero, a notary public, duly commissioned and sworn in and 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 the 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 agreemnets and stipulations following, to-wit:

Article I.—The name and style of this corporation shall be: St. Mary Farm Association, Inc., and under that name it shall have and enjoy all the rights, 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; to make and use a corporate seal; and the same to break or alter at pleasure; to hold, receive, purchase, cultivate, improve, convey, mortgage, hypothecate or pledge property, both real and personal; to 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 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 secretary; and in the absenc of both, on the treasurer.

Article III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be: to buy, sell and deal in real estate, and to cultivate same; to establish and maintain plantations and all utilities in connection with the products thereof, and generally to engage in and carry on any other business or enterprise which may be germane or incidental to, or connected with the business or enterprise hereinabove set forth, or contemplated by this charter.

Article IV.—The capital stock of this corporation is fixed at the sum of five thousand ($5,000.00) dollars, divided into one hundred shares of the par value of fifty dollars 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 one hundred thousand dollars, to be divided into shares of fifty dollars each, provided said increase in the capital stock shall have bee authorized by the stockholders at a meeting to be held pursuant to the provisions of Article V of this charter.

Article V.—All the corporate powers of the company shall be vested in, and the management and control of its affairs shall be exercised by a board of directors composed of three stockholders, the members of which may be increased to a number not exceeding nine by the board of directors at any of its regular meetings. A majority of the directors shall constitute a quorum for the transaction of all business. The directors shall be elected annually by ballot on the fifteenth day of February 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 ben 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. Said board of directors shall, at its first meeting after its election, nominate out of its number a president and vice-president, and secretary and a treasurer. Said board shall have the 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. Any of the directors or officers shall have the right to appoint, by written instrument, 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 said corporation, nor shall any mere informality in its organization have the effect of rendering this charter null, or of exposing any stockholder to any liability beyond the unpaid 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 this meeting has been given through mail addressed 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 three liquidators from among their number, to liquidate and settle the business and affairs of the company. In case of death or disability of any one of 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 said property, and the manner in which the sale shall be made, and to take notes and bonds, secured by mortgage or otherwise, for part of the purchase price for all or any part of 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 monies and property of the corporation which shall come into their hands or possession as liquidators and for the proper application and distribution thereof.

Article VIII.—James L. Dormon, 1432 St. Mary St., New Orleans, La., has subscribed to twenty-five shares; D. Caffery, 1228 Race St., New Orleans, La., has subscribed to twenty-six shares; S. V. Edmiston, 2108 Palmer Ave., New Orleans, La., one share.

Article IX.—Until the election to be held on the fifteenth day of February, 1918, the following shall constitute the first board of directors, viz., James L. Dormon, D. Caffery, S. V. Edmiston.

Thus done and passed at my notarial office, in the city of New Orleans, La., on the day, month and year herein first above written, in the presence of August H. Ritter and Benjamin Morasca, competent witnesses, who hereunto sign their names together with the said appearrs and me, notary, after due reading of the whole.

(Original Signed): James L. Dormon, twenty-five shares; S. V. Edmiston, one share; Donelson Caffery, twenty-six shares.

Witnesses: A. H. Ritter, Benjamin Morasca.

J. M. QUINTERO, 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 St. Mary Farm Association, Inc., was this day duly recorded in my office, in Book 1206, Folio 599.

New Orleans, April 17, 1917.

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

A true copy.

J. M. QUINTERO, Notary Public.

may 3 10 17 24 31 june 7

CHARTER

OF BRES MOTOR COMPANY, INC.

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

Be it known and remembered, that on this 7th day of April A. D. 1917, before me, James Joseph Alcee Fortier, a notary public in and for the Parish of Orleans and State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereto subscribed, who declared that, availing themselves of the provisions of the Constitution and Laws of the State of Louisiana relative to the organization of corporations, and particularly Act No. 267 of the General Assembly of the State for the year 1914, they have covenanted and agreed, and do by these presents covenant and agree and bind themselves, their heirs, successors and assigns, and such other person or persons as may become associated with them hereafter, into a corporation according to law, and under the terms and stipulations hereinafter set forth, which they adopt as the charter of this corporation.

Be it further known and remembered that Harold A. Bres, hereinbelow a subscriber to the herein after recited Articles of Incorporation, declared unto me that he does by these presents, in payment of his subscription to stock, hereby transfer to the Bres Motor Co., Inc., all his rights, title and interest in and to a certain contract with the Ford Motor Company, acquired by him from the said Ford Motor Co. in April, 1917, whereby he was given the agency for Ford cars with headquarters in Hammond, La.

Article I.—The name, style and title of this corporation is declared to be the "Bres Motor Company, Inc." and its domicile is hereby fixed and established in the city of New Orleans, Orleans Parish, Louisiana, where, by its said name, it shall have and enjoy corporate succession for a period of ninety-nine (99) years from this date, unless sooner dissolved by law, or in the manner hereinafter stipulated.

Article II.—Under the said name and title, this corporation is to have the power to contract, sue and be sued, to make and use a corporate seal, the same to alter or change at pleasure, to acquire, sell, convey, lease, hold, mortgage, pledge and hypothecate property, real, personal and mixed; to adopt, make and enforce such by-laws, rules and regulations for its government as it may choose not contrary to the laws of this State, the United States, or the provisions of this charter; to employ and fix the compensation of such officers, employers, or agents as the interest of the corporation may require; and generally to do and perform any and all other acts and things necessary and proper, or incidental to the successful operation and carrying out of the business outlined in the section declaring the objects and purposes of this corporation.

Article III.—The objects and purposes of this corporation are declared to be: The buying, selling, dealing in, leasing, storing and repairing of automobiles and motor vehicles of all kinds and description, and their parts and accessories, and supplies therefor, and appurtenances thereto, for its own account and as agent for others; to operate automobile garages, and to manufacture automobiles, automobile tops and bodies, and other parts, supplies, accessories and appurtenances, and to engage in such other business as may be necessary or incident thereto as may from time to time be found necessary and expedient.

Article IV.—The capital stock of this corporation is hereby fixed at the sum of seventy-five hundred ($7,500.00) dollars, to be divided into seventy-five (75) shares of the par value of one hundred ($100.00) dollars each. No stock shall be issued for less than the par value thereof, and shall be paid for in cash except that the same may be paid for in property, or by valuable services rendered to the said corporation; provided the transfer of stock shall be made only on the books of this corporation.

Article V.—All of the corporate powers of this corporation shall be vested in a board of directors composed of three (3) stockholders, each of whom shall own in his own right at all times during the term of his office, at least one full paid and unpledged share of the capital stock of this corporation, which fact shall be shown by written declaration; two of the said number shall constitute a quorum for the transaction of business, and the said directors shall be elected annually on the last day of July of each year, except when said day shall fall upon Sunday when it shall be held on the Saturday preceding. The directors so elected shall hold office for the term of one year, or until their successors shall be elected and qualified as such, and they shall have such powers as are vested in them by the laws of the State of Louisiana, and particularly by Act 267 of the General Assembly of the State for the year 1914, and exercise the duties and functions which are usually exercised by such bodies.

Each stockholder of record on the books of the said corporation shall be entitled to cast at the annual, or at any special stockholder's meeting one vote for each share of stock held by him, either in person or by proxy, and a majority of votes cast at such meeting shall elect or decide any question before it, except as herein otherwise provided.

All meetings of the directors or stockholders shall be held at the domicile of the corporation, provided that with the written consent of all the directors a valid meeting of the directors may be held outside of the State, or within the State elsewhere than at its said domicile. All meetings of stockholders shall be held after notice thereof has been delivered either personally or by placing in the postoffice, properly addressed to each stockholder at his last known place of residence, at least fifteen days prior to the date of said meeting. At least two (2) days before such meeting a complete list of stockholders entitled to vote, at such meeting, shall be open to inspection by the stockholders at the place of said meeting.

Any vacancies occurring, for any cause, in the board of directors, between the annual meetings herein provided for, shall be filled by the remaining members of the board of directors.

The board of directors shall have power and authority to select from their number a president, vice-president, secretary-treasurer, defining the powers and duties of such officers. They may further appoint such officers or employees, as in the judgment of the said board, may be necessary to properly carry on the business of the said corporation. The duties of such officers shall be such as usually pertain to the position to which they are elected, or as may be provided for by the by-laws. The first board of directors of this corporation, who shall hold office until the last day of July, 1918, or until their successors are appointed and qualified, are as follows: Harold A. Bres, New Orleans, Louisiana; Arthur B. Lacour, New Orleans, Louisiana, and Edward S. Bres, New Orleans, Louisiana.

Article VI.—The officers of this corporation shall be a president, vice-president, secretary-treasurer, as above set forth. Legal process shall be served upon the president, in his absence upon the vice-president, upon his absence upon the secretary, at the domicile of the said corporation; in the absence of all of the said officers, as the law directs. The president shall preside at all meetings of the stockholders and directors, and is authorized to call a meeting of the board of directors when he may deem it necessary for the good of the corporation. In the absence of the president the vice-president shall have authority to act in his stead, to call the said meetings and preside thereat. The secretary shall keep a complete record of all proceedings of the board of directors' meeting and shall also be secretary of all meetings of the stockholders, and shall keep a complete set of books and records of all transactions of the corporation, and all proceedings of both board of directors and stockholders' meetings.

The president, vice-president, secretary-treasurer shall have power to do and perform all duties that pertain to such offices, and such other powers as may be vested in them by the board of directors. Failure to elect officers, at any time, shall not dissolve this corporation, and incumbent officers shall hold their office and exercise their powers until their successors are elected and qualified. The officers of this corporation for the first year, that is, until the last day of July, 1918, shall be Harold A. Bres, president, Arthur B. Lacour, vice-president, Edward S. Bres, secretary-treasurer.

Article VII.—The capital stock of this corporation may be increased to such an amount as may be deemed necessary by the stockholders, to carry on the business, providing said increase shall be made by not less than three-fourths of all outstanding stock, and providing further that notice of any such meeting to increase the capital stock, or decrease the same, in accordance with law, shall be given as provided by law. This charter may be amended or altered in any respect by complying with the laws of the State relative to the amendment of charters or corporations.

Article VIII.—This corporation may be dissolved either by limitation, or otherwise, and when dissolved, its affairs shall be liquidated by two commissioners elected from among the stockholders, which liquidators shall, if required by the holders of not less than twenty-five (25%) per cent of the stock, furnish bond not greater than the appraised value of the assets. Said liquidators shall remain in office until the affairs of the corporation shall be fully settled and liquidated, with full power and authority to do any and all things necessary or proper or conferred by law, to wind up the affairs of the corporation. In the event of the death or resignation of either of the liquidators, the survivor shall continue to act.

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

Thus done and passed at my office in the City of New Orleans, Orleans parish, Louisiana, in the presence of me, notary, and the undersigned competent witnesses on the day and date first above written.

(Original signed: Harold A. Bres, of New Orleans, La., 45 shares, $4,500.00; Arthur B. LaCour, of New Orleans, La., 1 share, $100; Edw. S. Bres, of New Orleans, La., 1 share, $100.00.

Witnesses: Roy Bryant, J. C. Menefee.

JAMES J. A. FORTIER, Notary Public.

I hereby certify the foregoing to be a true and correct copy of the original Act of Incorporation of the Bres Motor Co., Inc., on file in my office.

JAMES J. A. FORTIER, Notary Public.

New Orleans, La., April 7, 1917.

State of Louisiana, Parish of Orleans.

We, the undersigned directors of the Bres Motor Company, Inc., hereby appraise at the sum of forty-five hundred dollars ($4500.00), the hereinafter described property owned by Harold A. Bres, which he has this day transferred to the said Bres Motor Company, Inc., by act passed before James J. A. Fortier, notary public, in consideration of the issuance to him of forty-five shares of the capital stock of the Bres Motor Company, Inc., to the value of forty-five hundred dollars ($4500.00).

All the said Harold A. Bres' right, title and interest in and to a certain contract with the Ford Motor Company acquired by him from the said Ford Motor Company in April, 1917, whereby the said Bres was given the agency for Ford cars, with headquarters in Hammond, La.

ARTHUR B. LACOUR,
EDW. S. BRES.

The above shall be read in connection with the Articles of Incorporation of Bres Motor Co., Inc.

JAMES J. A. FORTIER, Not. Pub.

may 3 10 17 24 31 june 7

CHARTER

"512-514 CANAL ST. REALTY, INC."

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

Be it known, that on this twenty-sixth day of the month of April, in the year one thousand, nine hundred and seventeen; before me, Felix J. Dreyfous, 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: "512-514 Canal St. Realty, Inc." and under that name it shall have and enjoy all the rights, 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; 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 and personal; to 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 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-treasurer.

Article III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be: to buy, sell and deal in, for its own account, and for the account of any individual, firm or corporation, real estate, tenements, mortgages, mortgage notes, bonds, shares of stock and other securities; to lend money on property, real, personal or mixed; to make leases as lessor or lessee, to act as broker, agent or trustee for individuals, firms or corporations; to construct and erect, or to contract for the construction and erection of buildings, and generally to do and engage in any other business, undertaking or enterprise connected with, growing out of, germane or incidental to any of the objects and purposes hereinabove set forth or contemplated by this charter.

Article IV.—The capital stock of this corporation is fixed at the sum of fifty thousand ($50,000.00) dollars, divided into five hundred shares of the par value of one hundred ($100) dollars 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 one hundred thousand dollars, 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 V of this charter.

Article V.—All the corporate powers of the company shall be vested in, and the management and control of its affairs shall be exercised by a board of directors composed of five stockholders, the membership of which may be increased to a number not exceeding seven by the board of directors at any of its regular meetings. A majority of the directors shall constitute a quorum for the transaction of all business. The directors shall be elected annually by ballot on the first day in October 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 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. Said board 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 of directors shall have 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 during the pleasure of the board of directors. Any of the directors or officers shall have the right to appoint, by written instrument, 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 sale or other transfer of shares of stock in this corporation shall be valid until and unless the opportunity has been first afforded the shareholders of record at the date of such transfer, sale or other alienation, to purchase such stock at book value plus fifteen per cent, the value to be ascertained in the manner herein prescribed. The right to acquire said stock hereby first vested in the other stockholders of record shall follow the stock into any hands to which it may pass and may be exercised against the holders thereof within fifteen days from the time any sale or transfer thereof has been offered to be entered on the books of the corporation.

It shall be the duty of any holder of stock in this corporation who intends or desire to sell, transfer, alienate or otherwise dispose of the same, to give fifteen days' notice of such intention or desire to the board of directors of the corporation, who are hereby constituted agents of the other stockholders for the purpose of such notice, and said board of directors shall give immediate information thereof, in writing, to all the other stockholders of record. Before the expiration of the fifteen days from the receipt of said notice by the board of directors, any shareholder of record may offer to purchase, and may acquire the right to purchase said stock by notifying the board of directors in writing and thereafter shall deposit the price of said stock in cash with the corporation on or before fifteen days from the date last mentioned.

Upon the receipt of the first mentioned notice, the board of directors shall advise the person owning said stock, his agent or representative, to join said board in fixing the value of said stock, which value shall be established on the basis of the last annual or semi-annual statement or report of the corporation and the last monthly trial balance preceding the date of such notice, and to the value thus found and established there shall be added fifteen per cent, and the sum thus found and established shall constitute the value and price of said stock.

If within twenty-four hours after such notice, the owner, his agent or representative, does not join with the board in establishing the price or value of the stock, the board may proceed without further delay to fix the said value, using the report and trial balance aforesaid for that purpose, which writings are declared to be conclusive evidence for and against all parties in interest in the premises, whether the value is established by the joint act of the owner, his agent, widow, heirs or representatives or by the board of directors acting in default of the co-operation of said person or persons.

Upon receipt of the offer or acceptance of any shareholder to purchase said stock and upon obtaining guarantee satisfactory to said board for the price thereof, the board of directors shall thereupon give notice thereof to the owner of the stock, his agent or representative, and before the expiration of the period of fifteen days aforesaid, shall call in the certificate or certificates representing such stock and pay the price or value thereof and cause the same to be transferred on the books to the purchaser.

The preference, option and right to purchase heretofore vested by paragraph first in the other shareholders shall exist in full force and effect in their favor to acquire the shares of stock of a deceased stockholder, and the formalities and course of procedure, the terms, conditions, stipulations and delays hereinabove established in said paragraph shall apply in all respects to the procedure to be followed in case of death. Immediately upon receipt of information of the death of any shareholder, it shall be the duty of the board of directors to cause the necessary steps to be taken to carry out and enforce these provisions.

The preference, option and right of purchase hereinabove established shall run in favor of each shareholder of record for his virile share in proportion to his existing holdings in the stock, but should any shareholder fail to exercise his right in this regard, his right shall pass to and be absorbed by the other shareholders, provided that the owner, his widow, heirs or legal representatives, as the case may be, shall not be obliged to deliver said stock unless the offers to purchase the same shall include and cover the entirety of the offerings under paragraph first or all of the offerings under paragraph second.

All certificates of stock shall bear upon their face a brief reference to the rights herein established in favor of the stockholders.

Article VII.—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 on the shares owned by him.

Article VIII.—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 stock of the corporation, at a general meeting convened for that purpose, and after at least ten days' notice of this meeting has been given, in writing, through mail, addressed 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 three liquidators from among their number, to liquidate and settle the business and affairs of the company. In case of disability of any one of 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 said property and the manner in which the sale shall be made, and to take notes, and bonds, secured by mortgage or otherwise, for part of the purchase price for all or any part of 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 monies and property of the corporation, which shall come into their hands or possession as liquidators and for the proper application and distribution thereof.

Articl IX.—More than fifty per cent of the stock of this corporation has been subscribed at the time of the signing of this charter as follows, viz: Joseph Marks, whose address is 512-14 Canal Streeet New Orleans, Louisiana, eighty-six shares; Mendez Marks, whose address is 307 Slocumb Place, San Antonio, Texas, eighty-six shares; and Jacob Marks, whose address is 307 Slocumb Place, San Antonio, Texas, eighty-seven shares; Julius Goldman, whose address is 1415 Pension street, New Orleans, Louisiana, one share; and Sam Blum, whose address is 1416 Pension street, New Orleans, Louisiana, one share.

Article X.—Until the election to be held in October, 1918, the following shall constitute the first board of directors, viz: Joseph Marks, president, Mendez Marks, vice-president, Jacob Marks, treasurer, and Julius Goldman, secretary.

Thus done and passed in my office, on the day, month and year first above written, in the presence of Frank B. Talmey and Joseph L. Weiss, competent witnesses, who have signed with the appearers and me, the notary, after reading the whole.

(Original Signed) Joseph Marks, 86 shares; Mendez Marks, 86 shares, per pro Joseph Marks, Jacob Marks, 87 shares, per pro Joseph Marks, Julius Goldman, one share; Sam Blum, one share.

Witnesses, F. B. Talmey, J. L. Weiss.

FELIX J. DREYFOUS, Not. Pub.

I, the undersigned recorder of mortgages, for the Parish of Orleans, do hereby certify that the above and foregoing act of incorporation of "512-514 Canal St. Realty, Inc." was this day duly recorded in my office, in Book 1206, Folio 609.

New Orleans, April 27, 1917.

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

A true copy from the original act.

FELIX J. DREYFOUS, Not. Pub.

314 Carondelet Street, New Orleans.

may 3 10 17 24 31 june 7

CHARTER

OF BATON ROUGE MOTOR CO., INC.

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

Be it known, that on this the —— day of the month of March, in the year of our Lord, one thousand nine hundred and seventeen, before me, Charles Joseph Rivet, a notary public, duly commissioned and qualified, in and for the city and parish aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, and who severally declared that availing themselves of the provisions of the laws of the State of Louisiana relative to the formation of corporations and more particularly to Act 267 of the Legislative Acts of the General Assembly of the State of Louisiana for the year 1914, approved July 9, 1914, they have covenanted and agreed, and do by these presents covenant and agree and bind themselves, as well as such other persons as may hereafter become associated with them to constitute and form a corporation and body politic in law, for the objects and purposes and under the terms, articles and stipulations following, to-wit:

Article I.—The name and title of this corporation shall be the Baton Rouge Motor Company, Inc., and by that corporate name it shall have and enjoy succession for a period of ninety-nine (99) years, and shall have all of the authorities generally vested in corporations under the law, and more particularly authorized to contract, sue and be sued; to make and use a corporate seal; to make and issue bonds and notes, to borrow and lend money; to acquire property by grant, gift, purchase and to devise or bequest; to sell, mortgage, pledge, lease and transfer property in any of its forms; to employ agents, clerks or superintendents and other employees as the interest of the company may require; to make by-laws, rules and regulations for the management of its affairs, and to possess all of the powers granted and intended to be granted to corporations in general, and in order to carry out the objects and purposes of its organization.

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 upon the president, or in his absence upon the vice-president.

Article III.—The objects 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: