THE SURE SHOT

By WARREN VAIL.

(Copyright, 1918, Western Newspaper Union.)

A new comer was cutting a wide swath with the exclusive social set of Woodville. Esther Warne belonged to that group. The plausible, aristocratic looking stranger had made something of an impression upon her. At least so Philip Dewey fancied.

War conditions had animated the town. Dewey was one of a loyal group who had announced their readiness to enter government service. He and his comrades embraced preparedness by forming a shooting club. Steady of nerve and clear of vision, Dewey had become the champion in the lists. The newcomer gave his name as Paul Duroc, alluded to an uncle who was a count, and courted the company of the military boys—"having seen service myself," as he expressed it.

"I've grown sort of rusty in target practice," he said, "but I would like to try a round with Dewey, your expert marksman here."

"With pleasure," assented Dewey, feeling none too friendly towards this dashing stranger.

It was three days later and half the town was attending a war picnic at a grove near the river.

Esther had fallen in Dewey's way incidentally upon her arrival, and had paired off with him in the pleasantest manner possible. Duroc was busily engaged in arranging for the target contest. He had employed two men to carry out its details. He had selected a spot away from the crowds, clearing the outskirts for a range about five hundred feet in extent. At one end was one of the men he had employed, provided with a repeating rifle. Near the target, just at the edge of the river, was his other assistant, who was to place the white paper targets on the stanchion in turn.

"Ten shots each," announced Duroc, as all was ready.

"You first" directed Dewey courteously to Duroc, who was handed the rifle, while the signal placer at the target and a small boy in his company got behind a clump of trees.

The ten shots echoed out snappily, as amid flourishing and much posing the elegant young gentleman from abroad delivered his quota. Immediately the signal placer emerged from cover, removed the paper target and a moment later started the messenger boy for base. The bull's eye had been clipped four times and no shot had missed the target.

"A fine record," pronounced the man selected as judge, and Dewey began to feel some respect for his competitor, with justice acquiescing in the general verdict.

The great distance did not enable him to observe where his shots landed, but he maintained a steady nerve and fancied that he was doing quite well. As the paper record came to base, he could scarcely credit its chronicle. Every darkened perforation was more than four inches from the bull's eye and three of the ten had gone entirely wild. He managed to control and conceal his mortification and disappointment, did not rejoin Esther, and went home gloomy and wretched in the extreme.

"I have no chance at all with Duroc," he decided, "that flashy fellow beats me as to money, smartness, and even in the field where I fancied I was a crack shot."

He kept away from Esther, and even from his chosen comrades. He nursed his misery by lonely walks along the sequestered byways. One afternoon he was tramping along the river shore when a scream rang out in familiar accents. He thrilled and started a keen run as he realized that Esther had uttered it. Turning past a clump of trees he saw her wringing her hands in distress. Fording the shallow, but broad water course, aiming to reach the opposite shore, was a rough looking man, ploughing through the water, ankle to waist deep.

"He is a tramp, a footpad!" cried Esther frantically, "he has robbed me of my necklace."

Everybody in Woodville knew of the diamond necklace Esther's grandfather had given her on her nineteenth birthday, fabulously valued.

"Halt! Come back, or I'll fire!" shouted Dewey to the fugitive," but the man splashed on his way.

Dewey drew his revolver. He aimed at the knee of the escaping thief. The latter uttered a yell of pain, half fell, and halted and turned. The leveled weapon a constant menace, he limped back to where Dewey stood, flung the stolen necklace at his feet and sank to the ground. Dewey was fairly surprised to recognize him as one of the men Duroc had employed in the target contest.

"Sure shot, sure enough!" the fellow growled out. "I say, let me go, bullet and all, and I'll tell you something interesting."

"What do you mean?" demanded Dewey.

"Well, I'm in cahoots with Duroc, who is really plain Snooks, confidence man. Those targets, I didn't deliver the real ones, but some he had fixed up for the occasion."

Dewey sent a conveyance from town and the wounded man was cared for and allowed to go on his way. Somehow Duroc got wind of the confession and vanished.

And Esther—her eyes craved forgiveness, well rid of her passing fancy for the impostor, and told Dewey mutely that she understood and returned his love.

Barnacles on Warships.

Warships have to be cleaned on the outside. On one ship alone 200 men worked all day scraping off 600 tons of animal and plant growth from its sides and bottom. This tremendous quantity of sea life had accumulated in less than two years, during which time the ship had traveled many thousand miles. The weight of the barnacles was so great that from 25 to 40 per cent more coal was consumed in maintaining the normal speed of the boat.

PROPER EXPRESSION

Dolly—Why do you call her a "decided blonde?

Polly—She decided on the color only last week.

WOULD BE IT

The Old Man—So you're the prodigal son, and are going home, eh? I suppose your father will kill the "fatted calf."

The Young Man—I hope not; for I think I've been the calf.

A KICK COMING

"Darling, I have come for your answer."

"Well, ask papa, and as soon as you're out of the hospital I'll marry you."

A HOLDUP

"Here's a quarter, Willie; now you keep away from that keyhole tonight when George calls."

"Dat'll fix me alright, but it'll cost you a quarter apiece to keep the rest of the gang away."

A QUESTION

"How much do you think he's worth?"

"Are you asking about his efficiency or his financial condition?"

Human Brain Is Heaviest.

Except for the whale, the elephant and the porpoise, no living thing has a brain which weighs as much as the minimum of the human's. In the entire human nervous system, according to the estimates of Professor Donaldson, there is the astounding total of 11,200,000,000 nerve cells. In the study of these cells and their grouped relation to the five divisions of the brain as well as to the functions which they perform, several classes of scientific investigators are engaged.

CHARTERS

CHARTER.
OF SHERMAN BROS. & CO., INC.

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

Be it known and remembered that on this 8th day of the month of June, in the year of our Lord 1918, and of the United States of America the One Hundred and forty-second;

Before me, Meyer Samuel Dreifus, a Notary Public, duly sworn, commissioned and qualified, in and for the Parish and State aforesaid; and in the presence of the witnesses hereinafter named and undersigned:

Personally came and appeared the persons whose names are hereto subscribed as such, of the full age of majority, residing in the Parish of Orleans, who declared to me, that availing themselves of the laws of this State relative to the organization of corporations, and more particularly of Act 267 of the Acts of the General Assembly of the State of Louisiana for the year 1914, page 255, and Act 232 of 1910, page 393, they have covenanted and agreed, and by these presents do covenant and agree for themselves, and their successors and assigns to form themselves into a corporation and body politic for the objects and purposes and under the stipulations hereinafter set forth, to-wit:

ARTICLE I.—The name and title of this corporation shall be "Sherman Bros. & Co., Inc.," and under such title it shall have and enjoy succession and existence for a period of ninety-nine years from date hereof; it shall have power and authority to contract, sue and be sued, make and use a corporate seal, the same to break or alter at pleasure; to hold, sell, lease, mortgage, hypothecate or pledge property real, personal or mixed, necessary, incidental or proper for the carrying on of its business, and to name, elect and appoint managers, directors and clerks or other employees to properly conduct its corporate business and to make such by laws, rules and regulations, as may be found necessary or desirable for the management of this corporation, and generally to do every other act, matter or thing necessary for the complete and proper carrying on of said business.

ARTICLE II.—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, State of Louisiana, where all citation and other legal process shall be served upon the President, or in the absence of the President upon the Vice-President, or, in the absence of both, upon the Secretary-Treasurer.

ARTICLE III.—The objects and purposes of this corporation shall be to conduct a business of buying and selling scrap iron, junk, new and second hand machinery, and steel rails, and any other articles of commerce, at wholesale and retail, and to do any and all acts necessary or incidental to the carrying on and conducting of the aforesaid objects and purposes; and to engage in the business of buying and selling steel and other metals and machinery; to engage in the reducing, refining and melting of such materials, and to do any and all things necessary or incident to the above.

ARTICLE IV.—The capital stock of this corporation shall be Ten Thousand Dollars ($10,000.00), divided into 100 shares of the par value of $100.00 per share, and this corporation shall become a going concern when fifty (50) shares of its said capital stock shall have been subscribed and paid for in cash, or its equivalent.

No stockholder shall ever be held liable for the faults, contracts or debts of this corporation on the shares of stock subscribed for by him, nor shall any mere informality in organization have the effect of rendering this charter null, or of exposing any shareholder to any liability whatsoever.

ARTICLE V.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors to be composed of three stockholders, a majority of whom shall constitute a quorum. The officers of this corporation shall consist of a President, Vice-President and Secretary-Treasurer, all of whom shall be members of the board of directors, to-wit:

Abraham Sherman, President, 1835 Baronne Street.

Maurice Sherman, Vice-President, 1835 Baronne Street.

Jacob Sherman, Secretary-Treasurer, 1835 Baronne Street.

And these directors and officers shall hold their said office until the 10th day of June, 1919, or until their successors shall have been duly elected and qualified.

Thereafter the directors shall be elected annually on the 10th day of June of each year, beginning with the year 1919. All elections of directors shall be by ballot and each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, this vote to be cast in person or by proxy, and it shall require a majority of the stock present or represented to elect.

ARTICLE VI.—The board of directors shall meet and adopt by-laws, rules and regulations governing the management of the corporation as the directors may see fit.

ARTICLE VII.—The several stockholders agree not to sell, transfer, donate or otherwise dispose of any of the share, or shares, of stock held by them without offering the said stock to the corporation, which shall have the right within ten days from date of receipt of said notice by the President, to purchase the said stock offered for sale, in whole or in part, at a price to be agreed upon between the said corporation and the said shareholder, provided that the said price shall not exceed the maximum value of said stock so offered for sale, which value shall be determined to be the value of the said stock as it appears on the books of the said corporation as of that date. After such time should the corporation decline to purchase said stocks, the shareholder shall have the right of option to offer said stock for sale to any other person or persons, firms or corporations.

ARTICLE VIII.—This charter may be modified, or altered, the capital stock thereof increased or decreased, or the corporation may be dissolved with the assent of two-thirds of the capital stock present or represented at any meeting of the stockholders held for that purpose, after prior notice in writing to each stockholder mailed to him at his last known post office address, or in accordance with the terms of Act 267 of 1914.

ARTICLE IX.—At the expiration of this charter, or at the earlier dissolution of this corporation for any cause, its affairs shall be liquidated by one or more liquidators to be elected by the stockholders, all of whom shall hold stock in said company and the said commissioners are hereby vested with full power and authority to liquidate the affairs of said company in accordance with the terms of Section 23 of Act of 1914.

ARTICLE X.—The appearers hereby declare that they have subscribed to the following number of shares in the proportion set opposite their names, and their signatures hereto shall constitute their original subscription to the capital stock of said corporation on the proportion set opposite their names.

Abraham Sherman, 13 shares.
Jacob Sherman, 35 shares.
Maurice Sherman, 2 shares.

Thus done and Passed in my office in the City of New Orleans on the 8th day of June, 1918, in the presence of Herbert W. Kaiser and Marguerite G. Stein, competent witnesses who have signed these presents, together with said appearers and me, Notary, after due reading of the whole

Witnesses: H. W. Kaiser, M. G. Stein.

A. Sherman, 13 shares; M. Sherman, by A. Sherman, 2 shares; J. Sherman, 35 shares.

MEYER S. DREIFUS,
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 Sherman Bros. & Co., Inc., was this day duly registered in my office in Book 1222, Folio —.

New Orleans, June —, 1918.

Signed: EMILE J. LEONARD, D. R.

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

MEYER S. DREIFUS,
Notary Public.

June 13-20-27-July 4-11-18.

NEW CAMELIA STEAMBOAT COMPANY, INC.
CHARTER.

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 May, in the year One Thousand Nine Hundred and Eighteen (1918).

Before me, Bernard Titche, a Notary Public, duly commissioned and qualified, in and for the Parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, all residents of the city of New Orleans, and all of the full age and majority, who severally declared, that availing themselves of the laws of the State of Louisiana, and particularly of the provisions of the Act No. 267 of the General Assembly of 1914, relative to the formations of corporations, they have covenated and agreed and by these do covenant and agree for themselves, their successors and assigns, to form themselves into a corporation and body politic for the objects and purposes and under the stipulations following:

ARTICLE I.—The name and title of this Corporation shall be the New Camelia Steamboat Company, Inc.

ARTICLE II.—The purposes and objects for which this corporation is organized and the nature of the business to be carried on by it are stated and declared to be as follows:

To operate boats, or buy, sell or charter boats, vessels, and water crafts; to engage in indand and ocean transfer generally, both freight, passenger, mail and express.

ARTICLE III.—The capital stock of this corporation is hereby fixed at the sum of Five Thousand ($5,000.00) Dollars, divided into Fifty (50) shares of the par value of One Hundred ($100.00) Dollars each, to be represented by property. This property consists of what is known as the Steamboat New Camelia, which has been plying in Lake Ponchatrain and near navigable waters.

ARTICLE IV—The domicile of the corporation shall be in the City of New Orleans, State of Louisiana, where all citations or other legal process shall be served on the President, or, in his absence, on the Secretary, or Secretary-Treasurer.

ARTICLE V.—This Corporation shall have and enjoy succession and duration for the period of Ninety-nine (99) years from the date hereof.

ARTICLE VI.—All corporate powers of this corporation shall be vested in and exercised by a Board of Directors, consisting of Three Directors, of whom Two (2) shall constitute a quorum for the transaction of business. Until the First Tuesday of February, 1919, the following persons shall constitute the Board of Directors of this corporation, to-wit:

J. W. Corry, 1407 Bordeaux Street.
Alfred Clement, 2305 Milan Street.
Victor K. Kiam, 1707 St. Charles Avenue.

Thereafter the Board of Directors shall be composed of stockholders, and shall be elected annually beginning on the first Tuesday of February, 1919. Any stockholder shall be eligible to membership without regard to the number of shares owned by him. All elections shall be by ballot, and each stockholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of the corporation, the vote to be cast in person or by proxy; it shall require a majority of the stock present or represented to elect. Failure to elect a Board of Directors on the first Monday of February, 1919, or thereafter, shall not work as a forfeiture of this Charter, but the old Board of Directors shall remain in office until their successors are elected and qualified.

Any vacancy occurring in the Board of Directors either from death, resignation, or inability to serve shall be filled by the Board of Directors at its next meeting, after such vacancy shall have been brought to its knowledge.

The first Board of Directors under this charter shall be required to draft a suitable set of By-laws for the government of the corporation, which may be altered, amended or changed as the exigencies of the case may require.

ARTICLE VII.—The officers of this corporation shall consist of; a president, a vice-president and a secretary and a treasurer, each of whom with the exception of the Secretary must be a stockholder, and shall be elected by the Board of Directors. The offices of secretary and treasurer may be held by one and the same person. Until the election to be held in 1919, the following named persons shall constitute the officers of this corporation:

President, J. W. Corry.
Vice-President, Alfred Clement.
Secretary-Treasurer, Victor K. Kiam.

ARTICLE VIII.—This Charter may be altered or amended in any manner including the increase or decrease of its capital stock, and the affairs of this corporation wound up and the corporation itself dissolved in the manner and on complying with the existing laws.

The incorporators hereof have placed opposite their respective signatures the number of shares of the capital stock for which each has subscribed, which is to be taken and considered as the original subscription list of this corporation which is to be recorded as such.

Thus Done and Passed at my office in the City of New Orleans, on the day, month and year first above written, in the presence of John L. Donohue and Wynne G. Rogers competent witnesses, who together with the said Appearers and me, Notary, have signed their names after due reading of the whole.

(Signed) J. W. Corry, 8 shares; Alfred H. Clement, 9 shares; Victor K. Kiam, 1 share.

Witnesses: Jno. L. Donohue, Wynne G. Rogers.

BERNARD TITCHE,
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 New Camelia Steamboat Co., was this day recorded in my office, in Book 1222, Folio 85.

New Orleans, May 31st, 1918.

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

A true copy of the original on file in my office.

BERNARD TITCHE,
Not. Pub.

June 13-20-27-July 4-11-18.

CHARTER OF
FOYE TIE & TIMBER CO., INC.

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

Be it known, that on this first day of the month of June in the year of our Lord one thousand nine hundred and eighteen, and of the Independence of the United States of America, the one hundred and forty-second: Before me, Theodore A. Schuber, 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 several parties whose names are hereunto subscribed, who severally declared, that, availing themselves of the laws of the State of Louisiana, in such cases made and provided, they have covenanted and agreed, and do, byt these presents, covenant and agree, and bind themselves, as well as all other persons who may hereafter become associated with them, to form a corporation, and body politic in law, for the objects and purposes, and under the articles and stipulations, following, to-wit:

Article I.—The name of this corporation shall be "Foye Tie & Timber Co., Inc.," and under its said corporate name, it shall have power and authority to enjoy corporate existence and succession, for the full term of ninety-nine years, from and after the date hereof, to contract, sue and be sued, to make and use a corporate seal, the same to alter at its pleasure; to acquire by grant, gift or otherwise, hold, receive, hypothecate, convey, lease, sell, pledge, mortgage and dispose of, property real, personal and mixed, to issue negotiable bonds and notes or other evidence of debt, to name and appoint such managers, agents, directors and officers as its business interest and convenience may require; to make and establish, as well as to alter and amend, from time to time, such by-laws, rules and regulations for the proper management of the affairs of this corporation, as the same may be necessary and proper; said corporation shall have the right to acquire, sell and dispose of the capital stock of other corporations, and further enjoy and exercise all the rights and privileges granted under the laws of this State, and more especially under Act 267 of the Louisiana Legislature of 1914.

Article II.—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 conduct and transact a general lumber, timber and tie business; to acquire by purchase or otherwise, own, buy, sell, mortgage and deal in standing timber and timber lands, and to buy, cut, haul, drive, manufacture, mortgage, sell, and otherwise deal in lumber, ties, logs, and all kinds of timber and forests products; to buy, own, improve, handle, mortgage, sell and otherwise deal in any and all kinds of real and personal property, either for itself, or as broker or agent for others; to acquire, by purchase or otherwise, to sell, pledge, exchange, and otherwise deal in capital stocks, bonds and other securities; to build, construct, fit, equip, furnish, own, purchase, charter, use, mortgage, operate, deal in and sell boats, barges and vessels, of all classes and descriptions, propelled by sail, steam, electricity, or other power, and also transportation lines by land, in any state or country; to furnish and supply facilities for and to engage in the business of carriage and transportation of freight, goods, wares and merchandise by land or water in any state or country, or upon the high seas; to furnish facilities for and engage in the business of towing and literage upon the ocean and other waters; and, generally, to do and transact any other business incidental to or connected with the general objects of this corporation as hereinabove set forth, as the Board of Directors may elect or determine.

Article III.—The capital stock of this corporation is hereby fixed at the sum of fifty thousand dollars, ($50,000.00), to be represented by five hundred (500) shares of the par value of one hundred dollars ($100.00) each. The capital stock of this corporation shall be payable in such installments, and under such conditions as the Board of Directors may determine. The capital stock of this corporation shall only be issued for cash, or for services rendered, merchandise, property or other valuable considerations, enuring to this corporation, according to the exclusive judgment and findings of the Board of Directors thereof. This corporation shall be a going concern and authorized to do business, as soon as fifty (50) per cent of the authorized capital shall be subscribed for, and at least fifty (50) percent of all stock so subscribed for shall be paid for. The capital stock of this corporation may be increased to five hundred thousand dollars ($500,000.00).

Article IV.—The domicile of this corporation shall be in the City of New Orleans, La., where all meetings of the stockholders of directors must be held, provided that with the written consent of all the directors, valid meetings of the directors may be held outside of the state, or within the state, elsewhere than at its domicile. Citation shall be served upon the President, or in his absence or disability, upon the Vice-President, and in the absence or disability of the latter upon the Secretary.

Article V.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors, four in number, all of whom shall be stockholders, to be elected on the third Monday in June of each year, commencing with the third Monday in June in the year 1919, with the understanding that the first Board of Directors selected by the stockholders and named in this charter, as well as the first set of officers, as hereinafter named shall hold office until the third Monday in June, 1919, or until their successors have been elected and qualified.

After the election of said Board of Directors, as herein provided, there shall be elected by said directors from their number, the officers of this corporation, which are as follows: 1st: President, 2nd: a Vice-President, and 3rd: A Secretary and Treasurer which last two offices shall be combined in one person. The Board of Directors may name and appoint an Assistant Secretary, who need not be a stockholder, as well as to appoint other agents and employees, who shall, respectively, have such power and perform such duties as may be prescribed by said Board, and who may be removed at the pleasure of the Directors.

The Directors shall have the right to fill all vacancies occurring in their number, whether resulting from death, resignation, or otherwise.

The first Board of Directors, and the officers of this corporation shall be the following, and which said Board of Directors and officers shall serve until the election to be held on the Third Monday of June, 1919, or until their successors are elected and qualified. The addresses of said directors and officers are set opposite their respective names: William J. Foye, President, address: Omaha Nat'l Bank Bldg., Omaha, Neb.; Frank J. Trcka, Vice-President, address: 1029 Maison Blanche Bldg., N. O., La.; Herman R. Schroeder, Secty-Treas. address: Omaha Nat'l Bank Bldg., Omaha, Neb.; Guy V. Furay, Director, address: Omaha Nat'l Bang Bldg., Omaha, Neb.

Article VI.—The annual meeting of the stockholders of this corporation for the election of directors shall be held on the third Monday of June of each year, commencing with June, 1919, until which time the officers and directors named in this charter shall continue in office, or until their successors have been elected and qualified. The election for said directors shall be by ballot, and the majority in amount of the stock voting, shall elect the persons for whom they are cast. Each share of stock voted upon to be counted for but one vote. Said stock, shall not be entitled to cumulative voting.

The Board of Directors shall give at least fifteen days notice by mail of the election of said Directors, and shall appoint one or more stockholders to preside at such election. Any failure from any cause whatsoever to elect directors on the day named for that purpose shall not dissolve the corporation, but the directors and officers then in office shall hold over until their successors are chosen and qualified.

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

Article VIII.—The names and postoffice addresses of the subscribers to these articles of incorporation, and the number of shares of stock subscribed by each are as follows:

Wm. J. Foye, Omaha Nat'l Bk. Bldg., Omaha, Nebraska, 247 shares; Frank J. Trcka, 1029 Maison Blanche Bldg., New Orleans, La., 1 share; Herman R. Schroeder, Omaha Nat'l. Bk. Bldg., Omaha, Nebraska, 1 share; Guy V. Furay, Omaha Nat'l. Bk. Bldg., Omaha, Nebraska, 1 share.

Article IX.—This charter may be amended, altered or changed, at a special meeting of the stockholders called for that purpose, after fifteen days notice by mail has been given to the stockholders of record, by a vote of two-thirds of all the outstanding capital stock.

Article X.—This corporation may be dissolved, by the vote of two-thirds of all outstanding stock, and upon complying with the requirements of Section 28 of Act 267 of the Louisiana Legislature of 1914, and in the event of such dissolution, liquidators shall be named and appointed with all the necessary powers and authority.

Thus done and passed in my office, on the day and date, first above written, in the presence of Messrs. Edgar M. Cahn and William F. Conkerton, both competent witnesses, domicilated in this City, who sign these presents together with the parties, and me, Notary, after a due reading of the whole, the parties hereto affixing opposite their respective names their respective subscriptions to the capital stock of this corporation which shall constitute the original subscription list of all stock subscribed in the corporation.

(Original signed).

Wm. J. Foye, per Herman R. Schroeder, 247 shares; Guy V. Furay, per Herman R. Schroeder, 1 share; Herman R. Schroeder, 1 share; Frank J. Trcka, 1 share.

Witnesses: Edgar M. Cahn, Wm. F. Conkerton.

THEODORE A. SCHUBER, 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 Foye Tie & Timber Co., Inc., was this day recorded in my office, in book 1222, folio 96.

New Orleans, June 4th, 1918.

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

A true copy of the original.

(Seal)

THEODORE A. SCHUBER, Not. Pub.

Jun 13-20-27-Juy 4-11-18

CHARTER.

ACT No.
May 31st, 1918
ACT OF INCORPORATION OF THE DELTA SHIPBUILDING CORPORATION, INCORPORATED

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

Be It Known, That on this the 31st day of the Month of May in the year of our Lord one thousand nine hundred and eighteen, and of the Independence of the United States of America, the one hundred and forty-second,

Before me, Joseph Sinai, a Notary Public, duly commissioned and qualified, in and for the Parish of Orleans, therein residing.

Personally came and 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 of Act 267 of the General Assembly of this State, approved July 9th, 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 the Delta Shipbuilding Corporation, Incorporated, and under that name, it shall have and enjoy all the rights, advantages and privileges granted by law to corporations; it shall exist from the period of ninety-nine years from this date; 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 its 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 employees 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, convenient and expedient.

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, or in his absence, upon the Secretary.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be as follows, to-wit:—

To build, make, operate, maintain, buy, sell, deal in and with, own, lease, pledge and otherwise dispose of ships, vessels and boats, made of concrete and of every nature and kind whatsoever, together with all materials, articles, tools, machinery and appliances entering into, or suitable and convenient for the construction of equipment thereof, and together with engines, boilers, machinery, and appurtenances of all kinds, tackle apparel and furniture.

To construct and maintain for the use of the company, or for letting out on hire, graving and other docks, and other conveniences for the building, repairing, or docking of ships and other vessels, and to aid in or contribute to the construction of any such works.

To buy or otherwise acquire ships and vessels complete or not complete, sound or out of repair, for the purpose of improving, repairing, reselling, letting out to hire, or otherwise make a profit out of the same.

To buy, lease or otherwise acquire real estate necessary for docks and dock facilities, and to furnish material necessary in the furtherance of the purposes of the company; to acquire rights of way, for the construction of a line of railway; to survey, construct, build, erect, own, lease, mortgage, operate and maintain, sell or otherwise dispose of a line of railway for the purpose of carrying into effect the above names objects and purposes.

To own, manage and operate stores in aid of the objects and purposes above named.

To subscribe to any association, institution, or company calculated to benefit the Company, or persons employed by the Company, or persons having dealings with the Company.

And generally to do and perform anything or act necessary, convenient or proper for the carrying into effect of the above named objects and purposes.

ARTICLE IV.—The capital stock of this corporation is fixed at the sum of Two Hundred and Fifty Thousand Dollars, ($250,000.00), divided into Twenty Five Hundred Shares (2500), of the par value of One Hundred ($100.00) Dollars each. All shares of stock shall be full paid and non-asessable.

Said stock shall be paid for in cash, or the same may be issued, at not less than par, for labor done or for services rendered to the said corporation, or for property or rights actually received by said corporation.

This corporation shall have the right to increase its capital stock up to the further sum of Fifteen Million Dollars ($15,000,000.00), or any part thereof, to be divided into shares of One Hundred Dollars ($100.00) each, provided said increase in the capital stock shall have been authorized by the stockholders at a meeting held pursuant to the provisions of the law.

This corporation shall have and enjoy the rights to purchase shares of stock in other corporations, partnerships or other interests as may be found necessary, expedient or advisable.

This corporation shall be and become a going concern when fifty (50 percent.) of its stock shall have been subscribed.

ARTICLE V.—All the corporate powers of this corporation shall be vested in, and exercised by a Board of Directors composed of not less than five and not more than nine stockholders, a majority of whom shall constitute a quorum for the transaction of all business.

The Board of Directors herein named shall have the power and authority to augment its number by any addition up to the maximum number of nine members.

The Directors shall be elected annually by ballot, by the stockholders, on the second Monday of June in each year. The first election under this Charter shall be held on the Second Monday in June, 1920.

Each stockholder shall be entitled, in person or by proxy, to one vote for every share of stock owned by him, and all elections shall be held under such rules and regulations as may be specified by the Board of Directors after fifteen (15) days notice of such election shall have been sent to each stockholder at his last known address.

No failure to elect Directors shall be regarded as a forfeiture of this charter.

Any vacancy occurring on such Board of Directors shall be filled by the remaining Directors for the unexpired term.

Said Board of Directors, shall, at its first meeting after its election, nominate, out of its own number, a President, a Vice-President, a Secretary and a Treasurer. The offices of Secretary and Treasurer may be combined and held by one person. The Secretary need not be a stockholder.

Said Board of Directors shall have the right to appoint and dismiss such clerks, managers and other employees of the corporation as, in its judgment, may be deemed necessary.

The tenure of office of all the employees of the corporation shall be during the pleasure of the Board.

Any Director shall have the right to appoint, in writing, any other Director, to act as his proxy and in his stead, at any and all meetings of the Board of Directors.

ARTICLE VI.—Richard B. Stanford, whose post-office address is No. 2824 Napoleon Avenue, New Orleans, Louisiana; J. W. Stromberg, whose post-office address is Woodlawn and Lake Avenue, Chicago, Illinois; Allison L. Tull, whose post-office address is 7428 Euclid Avenue, Chicago, Illinois; Charles A. Koch, whose post-office address is No. 530 South Genois Street, New Orleans, Louisiana; and Henry S. Renshaw, whose post-office address is Bay St. Louis, Mississippi, shall constitute the first Board of Directors of this corporation, with

Richard B. Stanford, as President;
J. W. Stromberg, as Vice-President;,
Allison L. Tull, as Treasurer, and
Henry S. Renshaw, as Secretary,

to serve until the Second Monday in June, 1920, or until their successors shall have been duly elected and qualified.

ARTICLE VII.—This act of incorporation may be changed, modified or altered, or this corporation may be dissolved, with the assent of stockholders owning two-thirds of all the stock of the corporation, at a general meeting convened for that purpose, and after at least fifteen days' written notice of this meeting has been given personally or through the mail addressed to each stockholder at his last recorded address. In case of dissolution, by the expiration of this Charter, or otherwise, after compliance with law, the stockholders shall elect two liquidators from among their number to liquidate and settle the business and affairs of the corporation. The said liquidators shall have full power to settle the corporation's debts, and divide the remainisg money and property among the stockholders. In the event of the death or disability of any one of said liquidators, the remaining liquidator shall fulfill all the duties of liquidator. Said liquidators shall have the power to fix the price and prescribe the terms of sale of said property and the manner in which the sale shall be made. They shall be vested with full, final and complete power and authority, necessary, proper and expedient to do and perform any and every act and thing to wind up and liquidate the business and affairs of the corporation.

ARTICLE VIII.—No stockholder shall ever be 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 of stock subscribed for or owned by him.

ARTICLE IX.—The subscribers hereunto have respectively written opposite their names, the amount of stock in this corporation subscribed for by each of them so that this act of Incorporation may also serve as the original subscription list of the corporation.

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 Messieurs Charles LeBlanc and Frank T. Doyle, competent witnesses, residing in this Parish, who have signed these presents, together with said appearers and me Notary, after reading of the whole.

(Original Signed)

Witnesses: Charles LeBlanc, F. T. Doyle.

JOSEPH SINAI,
Notary Public.

I, the undersigned Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing Act of Incorporation of the Delta Shipbuilding Corporation, Incorporated, was this day duly recorded in my office, in Book —, Folio —.

New Orleans, June 5, 1918.

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

A true copy.

(Signed) JOSEPH SINAI,
Notary Public.

June 13-20-27-July 4-11-18.

CHARTER OF
THE NATIONAL SALES COMPANY OF LOUISIANA, INCORPORATED.

State of Louisiana, Parish of Orleans.

Be it known that on this 17th day of the month of May, in the year one thousand nine hundred and eighteen, (1918), before me, Frank William Hart, a Notary Public duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, therein residing, 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 organized 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 corporation shall be "The National Sales Company of Louisiana, Incorporated," and under and by said name, unless soonner 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-ning (99) years from and after the date of this act. It may have, hold, receive, borrow, lend, exchange, acquire by grant, gift or purchase, devise or bequest, sell, allenate, 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 indorse 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 corporate seal and alter the same at pleasure. It may hold stock in other corporations, and its capital stock may be held for capital stock in other corporations. It may name, appoint and employ such managers, directors, officers, agents and other employees as its said 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 such 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, and the manner of its 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 generally shall possess all the powers, rights, privileges and immunities which corporations are and may hereafter be authorized to possess under the Constitution and laws of this State and particularly under Act No. 267 of the Acts of the General Assembly of the State of Louisiana for the year 1914; and it shall have the power to invest its Board of Directors with all of its corporate powers, subject to such restrictions as may be named in the charter.

Article II.—The domicile of this corporation shall be in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the President, or, in the event of his absence, upon the Vice-President, or, in the event of the absence of both of said officers, upon the Secretary-Treasurer.

Article III.—The objects and purposes for which this corporation is organized and the nature of the business to be conducted by it are hereby declared to be: to buy, sell, and generally deal in any line of merchandise, at wholesale or retail, as manufacturers' agents, distributing representatives, sales representatives, brokers, or otherwise; to