CHARTER.

CHARTER OF AVERA NAVAL STORES COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this eighteenth day of the month of March in the year of our Lord, One Thousand, Nine Hundred and Nineteen, and of the Independence of the United States of America, the One Hundred and forty-third. Before me, Charles I. Denechaud, a Notaary Public, duly commissioned and qualified, in and for the Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned. Personally came and appeared, the parties whose names are hereto subscribed, all of full age and residents of this Parish and City, who declared; that availing themselves of the laws of the State of Louisiana in such cases made and provided, and particularly of the provisions of Act 267 and of the Acts of the General Assembly of the State of Louisiana for the year 1914, they have covenanted and agreed and do, by these presents, covenant and agree and bind themselves, as well as such persons as may hereafter join or become associated with them, to form and constitute a corporation and body politic in law, for the objects and under the articles and stipulations hereinafter set forth and expressed, which they adopt as the Charter of this corporation, to-wit:

ARTICLE I.—The name and style of this corporation shall be Avera Naval Stores Company, Inc., and under its said corporate name it shall have and enjoy corporate existence and succession for the full term and period of ninety-nine (99) years from and after the date hereof; to contract, sue and be sued, to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase and convey, as well as mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to own and hold stocks and bonds of other corporations; to name and appoint such managers, agents, directors and officers as its business or convenience may require, and to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations for the proper government of the affairs of said corporation as may be necessary and proper.

ARTICLE II.—The domicile of said corporation shall be in the City of New Orleans, State of Louisiana, and all citations and other legal processes shall be served upon the President or in the event of his absence or inability to act then they shall be served upon the Vice-President, who is acting President, of said corporation, and in the event of his absence or inability to act, then upon the Secretary-Treasurer.

ARTICLE III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it, are hereby declared to be: to own, possess, lease, sell, operate, and work mines of any and all kinds; and to own, lease, sub-lease, buy and sell lands, timber, turpentine, turpentine stills, sawmills, planing mills, etc.; and all the by-products of timber; to operate, establish and lease turpentine stills or anything connected therewith; to own, build, operate and lease railroads, tram-ways, steam-vessels, sailing vessels, or any nature of water craft that may be necessary in connection with its business, and to operate, sell or lease same; to engage in or conduct a general mercantile business, both wholesale and retail, at any point or points desired, and to operate, buy, sell or lease same; to manufacture machinery or any kind of implements; to conduct, buy, sell, lease or deal in agricultural property; to engage in the raising of live stock, or to deal in same; and to operate, own or lease any kind of manufacturing plant or business, not specially prohibited by law, to act as Agent or Attorney-in-fact for individuals or corporations, and as such to conduct any kind of business for persons or corporations, and buy and sell on commission or otherwise, and conduct a general commission business; and generally to do and perform any and all acts or business not contrary to the laws of the State of Louisiana; and all the rights herein granted may be exercised, and business conducted, at any place or places that the said company may see fit so to do, without any restrictions whatever as to States or Countries.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of $100,000.00 divided into 1,000 shares of $100.00 each, which said stock shall be paid for in cash or its equivalent, at such time and in such manner as the Board of Directors may determine, or may be issued at par in payment of property actually purchased and such stock so issued shall be full paid and non-assessable. All in conformity with and under the restrictions of the presently existing corporate laws of Louisiana. This corporation shall be authorized to commence business and be a going concern as soon as fifty per cent (50%) of its capital stock is subscribed and paid for. The shares of stock shall be transferable only on the books of the corporation and no transfer of stock shall be binding or have any effect on this corporation, unless and until made upon its books. The capital stock of this corporation may be increased to an amount of $200,000.00 by a vote of two-thirds of all of the outstanding stock at a meeting of the stockholders called for that purpose in the same manner as provided for the meeting to elect Directors.

ARTICLE V.—All of the corporate powers of said corporation shall be vested in and exercised by a Board of Directors composed of not less than three nor more than five stockholders. Said Directors shall be elected annually on the third Monday in January in each year at a general stockholders' meeting, except the first Board, appointed in this Charter, who shall hold their offices until the third Monday in January, 1920. All such elections shall be held by ballot and conducted at the office of the corporation. Notice of such meeting and of all other stockholders' meetings shall be given in the manner prescribed by law, and when not so prescribed, then written notice of such meetings shall be deposited, at least fifteen (15) days prior to the date of such meeting, in the post office of the City of Ned Orleans, addressed to each stockholder at his last known residence or place of business. At all such elections and at all corporate meetings every stockholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of the corporation, to be cast by him in person or by his written proxy, and a majority of the votes cast shall elect. Any vacancy occurring among the directors by death, resignation or otherwise, shall be filled by election for the unexpired term by the remaining directors. A failure to elect directors on the day above specified shall not dissolve the corporation nor impair its corporate existence or management, but the directors then in office shall remain in office until their successors are elected and qualified. The Board of Directors shall elect a President, and one or more, not to exceed four, Vice-Presidents, and a Secretary-Treasurer. The President and Vice-Presidents shall be stockholders and Directors of the Corporation, but the Secretary-Treasurer may or may not be a Director or stockholder, at the discretion of the Board of Directors. The number of Directors shall be determined by the stockholders at each annual meeting, and the number of Vice-Presidents shall be determined each year by the Board of Directors. The Board of Directors shall have power and authority to appoint such agents, managers, officers and other employees necessary in their judgment to conduct the business of the Corporation, and to give to such agents, managers, officers and other employees as much authority as they may deem necessary for the purpose and business of the Corporation. The Board shall have the power to fix the compensations and define the duties of every officer and employee and all agents, managers, officers and other employees shall hold office and employment at the pleasure of said Board.

The Board may make and establish, as well as alter and amend, any and all by-laws, rules and regulations necessary and proper in its judgment for the conduct, support and management of the business and affairs of said corporation. At all meetings of the Board of Directors each director shall have the right to appoint a proxy to act in his place and stead, the person so appointed need not be a Director but must be a stockholder. The Board shall have full power and authority to borrow money, execute mortgages and create liens; to issue bonds, notes and other obligations and to secure the same by mortgages, pledge or otherwise; and, generally to do any and all things reasonable, convenient and necessary for the proper carrying on of the business and affairs of said corporation. The first Board of Directors shall be composed of Walter B. Gillican, Buckner Chipley, John A. Taylor, and J. C. Prime, whose present addresses are set opposite their respective names to the subscription to the capital stock of this corporation. The Board of Directors shall at its first meeting elect the officers of this Corporation, in accord with the terms of this Charter.

ARTICLE VI.—Whenever this corporation shall be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three commissioners to be appointed from amongst the stockholders at a general meeting of the stockholders convened for such purpose; two-thirds in amount of the capital stock of said corporation represented at said meeting shall be requisite to elect. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of the death of one or more of the commissioners, the vacancy or vacancies shall be filled by election by the surviving commissioners. Said commissioners shall have all powers conferred upon them by law or by the stockholders at such meeting, if not inconsistent with law.

ARTICLE VII.—This act of incorporation may be changed, modified or amended or the capital stock of the corporation may be increased or decreased, or said corporation may be dissolved, in the manner provided by law.

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

ARTICLE IX.—In order that the charter may serve as the original subscription list of this corporation, the subscribers hereto have written opposite their names and addresses the amount of the subscription to the stock made by each, to-wit: Walter B. Gillican, No. 441 Walnut St., New Orleans, La., 250 shares; John A. Taylor, No. 1317 Henry Clay Ave., New Orleans, La., 250 shares; Buckner Chipley, No. 579 Broadway, New Orleans, La., 250 shares; J. C. Prime, Citronelle, Ala., 250 shares.

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 Philip Deolin, and A. W. Pacquet, competent witnesses, who hereunto sign their names with the said appearers and me, Notary, after reading of the whole.

Witnesses: Philip Deolin, A. W. Pacquet.
(Original Signed) W. B. Gillican, 250 shares; John A. Taylor, 250 shares; Buckner Chipley, 250 shares; J. C. Prine, 250 shares.

CHAS. I. DENECHAUD,
Notary Public.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans State of Louisiana, do hereby certify that the Act of Incorporation of the Avera Naval Stores Co., Inc., was this day duly recorded in my office, in Book 1228, Folio 179.

New Orleans, March 19th, 1919.
(Signed) M. J. DUNN, Asst. Dy. R.
A true copy.

CHAS. I. DENECHAUD,
Notary Public.

Mch. 28-Apr. 3-May 1.

CHARTER OF BLODGETT NAVAL STORES COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this Eighteenth day of the month of March in the year of our Lord, One Thousand, Nine Hundred and Nineteen, and of the Independence of the United States of America, the One Hundred and Forty-third. Before me, Charles I. Denechaud, a Notary Public, duly commissioned and qualified, in and for the Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned. Personally came and appeared, the parties whose names are hereto subscribed, all of full age and residents of this Parish and City, who declared: that availing themselves of the laws of the State of Louisiana in such cases made and provided, and particularly of the provisions of Act 267 and of the Acts of the General Assembly of the State of Louisiana for the year 1914, they have covenanted and agreed and do, by these presents, covenant and agree and bind themselves, as well as such persons as may hereafter join or become associated with them, to form and constitute a corporation and body politic in law, for the objects and under the articles and stipulations hereinafter set forth and expressed, which they adopt as the Charter of this Corporation, to-wit:

ARTICLE I.—The name and style of this corporation shall be Blodgett Naval Stores Company, Inc., and under its said corporate name it shall have and enjoy corporate existence and succession for the full term and period of ninety-nine (99) years from and after the date hereof; to contract, sue and be sued, to make and use a corporate seal, and the same to alter and break at pleasure; to hold, receive, lease, purchase and convey, as well as mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to own and hold stocks and bonds of other corporations; to name and appoint such managers, agents, directors and officers as its business or convenience may require, and to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations for the proper government of the affairs of said corporation as may be necessary and proper.

ARTICLE II.—The domicile of said corporation shall be in the city of New Orleans, State of Louisiana, and all citations and other legal processes shall be served upon the President, or in the event of his absence or inability to act, then they shall be served upon the Vice-President, who is acting President, of said corporation, and in the event of his absence of inability to act, then upon the Secretary-Treasurer.

ARTICLE III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it, are hereby declared to be: to own, possess, lease, sell, operate and work mines of any and all kinds; and to own, lease, sub-lease, buy and sell lands, timber, turpentine, turpentine stills, sawmills, planing mills, etc.; and all the by-products of timber; to operate, establish and lease turpentine stills or anything connected therewith; to own, build, operate and lease railroads, tram-ways, steam vessels, sailing vessels, or any nature of water craft that may be necessary in connection with its business, and to operate, sell or lease same; to engage in or conduct a general mercantile business, both wholesale and retail, at any point or points desired, and to operate, buy, sell or lease same; to manufacture machinery or any kind of implements; to conduct, buy, sell, lease or deal in agricultural property; to engage in the raising of live stock, or to deal in same; and to operate, own or lease any kind of manufacturing plant or business, not specially prohibited by law; to act as Agent or Attorney-in-fact for individuals or corporations, and as such to conduct any kind of business for persons or corporations, and buy and sell on commission or otherwise, and conduct a general commission business; and generally to do and perform any and all acts or business not contrary to the laws of the State of Louisiana; and all the rights herein granted may be exercised, and business conducted, at any place or places that the said company may see fit so to do, without any restrictions whatever as to States or Countries.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of Fifty Thousand Dollars ($50,000.00), divided into five hundred (500) shares of One Hundred Dollars ($100.00) each, which said stock shall be paid for in cash or its equivalent, at such time and in such manner as the Board of Directors may determine, or may be issued at par in payment of property actually purchased and such stock so issued shall be full paid and non-assessable. All in conformity with and under the restrictions of the presently existing corporate laws of Louisiana. This corporation shall be authorized to commence business and be a going concern as soon as fifty per cent (50%) of its capital stock is subscribed and paid for. The shares of stock shall be transferable only on the books of the corporation and no transfer of stock shall be binding or have any effect on this corporation, unless and until made upon its books. The capital stock of this corporation may be increased to an amount of One Hundred Thousand Dollars ($100,000.00) by a vote of two-thirds of all the outstanding stock at a meeting of the stockholders called for that purpose in the same manner as provided for the meeting to elect Directors.

ARTICLE V.—All of the corporate powers of said corporation shall be vested in and exercised by a Board of Directors composed of not less than three nor more than five stockholders. Said Directors shall be elected annually on the third Monday in January, in each year at a general stockholders' meeting, except the first Board, appointed in this Charter, who shall hold their offices until the third Monday in January, 1920, and until their successors are elected.

All such elections shall be held by ballot and conducted at the office of the corporation. Notice of such meeting and of all other stockholders' meetings shall be given in the manner prescribed by law, and when not so prescribed, then written notice of such meetings shall be deposited, at least fifteen (15) days prior to the date of such meeting, in the post office of the City of New Orleans, addressed to each stockholder at his last known residence or place of business.

At all such elections and at all corporate meetings every stockholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of the corporation, to be cast by him in person or by his written proxy, and a majority of the votes cast shall elect. Any vacancy occurring among the directors by death, resignation or otherwise, shall be filled by election for the unexpired term by the remaining directors. A failure to elect directors on the day above specified shall not dissolve the corporation nor impair its corporate existence or management, but the directors then in office shall remain in office until their successors are elected and qualified.

The Board of Directors shall elect a President, and one or more Vice-Presidents, and a Secretary-Treasurer. The President and Vice-Presidents shall be stockholders and Directors of the Corporation, but the Secretary-Treasurer may or may not be a Director or stockholder, at the discretion of the Board of Directors. The number of Directors shall be determined by the stockholder at each annual meeting, and the number of Vice-Presidents shall be determined each year by the Board of Directors.

The Board of Directors shall have power and authority to appoint such agents, managers, officers and other employees necessary in their judgment to conduct the business of the Corporation, and to give to such agents, managers, officers and other employees as much authority as they may deem necessary for the purposes and business of the Corporation. The Board shall have the power to fix the compensations and define the duties of every officer and employee and all agents, managers, officers and other employees shall hold office and employment at the pleasure of said Board.

The Board may make and establish, as well as alter and amend, any and all by-laws, rules and regulations necessary and proper in its judgment for the conduct, support and management of the business and affairs of said corporation. At all meetings of the Board of Directors each director shall have the right to appoint a proxy to act in his place and stead, the person so appointed need not be a Director but must be a stockholder.

The Board shall have full power and authority to borrow money, execute mortgages and create liens; to issue bonds, notes and other obligations and to secure the same by mortgages, pledges or otherwise; and, generally to do any and all things reasonable, convenient and necessary for the proper carrying on of the business and affairs of said corporation. The first Board of Directors shall be composed of Walter B. Gillican, Buckner Chipley, and Lynn H. Dinkins, whose present addresses are set opposite their respective names to the subscription to the capital stock of this corporation. The Board of Directors shall at its first meeting elect the officers of this Corporation, in accord with the terms of this Charter.

ARTICLE VI.—Whenever this corporation shall be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three commissioners to be appointed from amongst the stockholders at a general meeting of the stockholders convened for such purpose; two-thirds in amount of the capital stock of said corporation represented at said meeting shall be requisite to elect. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of the death of one or more of the commissioners, the vacancy or vacancies shall be filled by election by the surviving commissioners. Said commissioners shall have all powers conferred upon them by law or by the stockholders at such meeting, if not inconsistent with law.

ARTICLE VII.—This act of incorporation may be changed, modified or amended or the capital stock of the corporation may be increased or decreased, or said corporation may be dissolved, in the manner provided by law.

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

ARTICLE IX.—In order that the charter may serve as the original subscription list of this corporation, the subscribers hereto have written opposite their names and addresses the amount of the subscription to the stock made by each, to-wit: Walter B. Gillican, No. 441 Walnut Street, New Orleans, La., 134 shares; John A. Taylor, No. 1317 Henry Clay Ave., New Orleans, La., 100 shares; Lynn H. Dinkins, No. 1727 Bordeaux St., New Orleans, La., 166 shares; Buckner Chipley, No. 579 Broadway, New Orleans, La., 100 shares.

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 Philip Deolin and A. W. Pacquet, competent witnesses, who hereunto sign their names with the said appearers and me, Notary, after reading of the whole.

Witnesses: Philip Deolin, A. W. Pacquet.
(Original Signd) W. B. Gillican, 134 shares; John A. Taylor, 100 shares; Lynn H. Dinkins, 166 shares; Buckner Chipley, 100 shares.

CHAS. I. DENECHAUD,
Notary Public.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the Act of Incorporation of the Blodgett Naval Stores Co., Inc., was this day duly recorded in my office, in Book 1228, Folio 184.

New Orleans, March 19th, 1919.
(Signed) M. J. DUNN, Asst. Dy. R.
A true copy.

CHAS. I. DENECHAUD,
Notary Public.

Mch. 28-Apr. 3-May 1.

CHARTER OF KINGS DENTAL OFFICES INCORPORATED.

State of Louisiana, Parish of Orleans.

Be it known that on this, thirteenth day of March, in the year of our Lord, One thousand Nine hundred and Nineteen, (1919); before me, Frederick Deibel, a Notary Public in and for the Parish of Orleans, State of Louisiana duly commissioned and sworn, personally came and appeared Gordon N. Weiss, John E. King, Jr., and Murray J. Dillon, all of whom are residents of this City, who declared, that availing themselves of the benefit of act No. 267 of the Legislature of 1914, they have agreed to form themselves into a corporation pure and simple under the rules and regulations following to-wit:

ARTICLE I.—The name and style of this corporation shall be the Kings Dental Offices Incorporated, and its domicile shall be in the City of New Orleans, Louisiana.

ARTICLE II.—The objects and purposes of this corporation shall be to conduct Dentristry in all its branches, to establish offices in the City of New Orleans, for the purpose of operating and conducting Dentistry, and every thing pertaining thereto, as now conducted under the laws of Louisiana.

ARTICLE III.—The capital stock shall be Five Thousand Dollars, divided into Fifty shares of par value of One Hundred Dollars each, with full power to increase the capital stock to Ten Thousand Dollars.

ARTICLE IV.—This corporation shall remain in existence for Twenty-five years unless sooner dissolved by a vote of three-fourths of the capital stock.

ARTICLE V.—The Board of Directors shall consist of three stockholders who shall serve for one year and until their successors are elected and qualified. The first Board shall consist of Gordon N. Weiss; John E. King Jr., and Murray J. Dillon. Gordon N. Weiss, who resides in New Orleans, shall be President; John E. King, Jr., who resides at New Orleans, shall be Vice President; and Murray J. Dillon, who resides in New Orleans, shall be the Secretary and Treasurer. All elections shall be for a term of one year, and all elections shall be by Ballot, held on the second Monday in January of each year, failing to hold such election shall not make this Charter null and void, but the officers then in office shall hold over until their successors are elected and qualified.

Thus done and passed in my office, at the City of New Orleans, in the presence of John D. Townsend and Ed. L. Brown, competent witnesses both of this City, who have hereunto signed their names with said appearers and me, the Notary, after due reading of the whole.

Witnesses: John D. Townsend, E. L. Brown.
(Original Signed). Names of subscribers omitted.

FRED DEIBEL,
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 Kings Dental Offices, Inc., was this day duly recorded in my office in Book 1228, Folio 142.

New Orleans, La., March 13th, 1919.
(Signed) EMILE J. LEONARD, Dy R.
A true copy.

FRED DEIBEL,
Notary Public.

March 27—April 3—May 1.

CHARTER OF EQUITABLE SALES CORPORATION, INC.

Be it known that on this 19th day of the month of March, 1919; before me, Scott E. Beer, Notary Public, in and for the Parish of Orleans, State of Louisiana, therein residing, duly sworn, commissioned and qualified, and in the presence of the witnesses hereinafter named, and undersigned, personally came and appeared the 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 contracted and agreed and, by these presents, contract, agree and bind themselves, as well as all others who may hereafter become associated with them, to form a corporation for the objects and purposes hereinafter set out and under articles and stipulations, as follows, to-wit:

ARTICLE I.—The name of this corporation shall be Equitable Sales Corporation Inc., by which name said corporation shall have and enjoy corporate existence for the term of ninety nine years from and after the date hereof, unless sooner dissolved by law. Its domicile shall be in the City of New Orleans, State of Louisiana, and it shall have, for the purpose of the business to be carried on by it, all power and authority conferred by law upon corporations, and shall generally exercise all the powers necessary and proper to carry on said business.

ARTICLE II—All citation and other legal process shall be on the President and, in his absence, on the Vice President or other officer of the corporation.

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 the following: To carry on a general brokerage business in all its phases, as well as to act as attorney in fact in all legal enterprises; also, to buy, sell and finance real estate, stocks, bonds, notes, open account, commercial paper, obligations and securities; to lend and borrow money on property, real and personal, and to act as agent for individuals and firms and corporations. And generally to do and perform all acts necessary or incidental to the above designated businesses or connected therewith in any wise.

ARTICLE IV.—The capital stock of this corporation is hereby declared to be Five Thousand Dollars ($5,000) which shall consist of fifty shares of the par value of One Hundred Dollars ($100) each; fifty per cent of the said capital stock shall be subscribed before the filing of these articles of incorporation, and fifty per cent of the said subscribed capital shall be paid in before this corporation shall engage in business. The remainder of the capital stock shall be paid in, at such times as the Board of Directors may determine. All stock shall be paid for in cash or its equivalent in labor done for the benefit of the corporation or property actually received by the corporation. The amount to which the capital of this corporation may be increased is fixed at the sum of $100,000. No transfer of stock of this corporation shall be binding unless made on the books of this corporation, as far as concerns this corporation, and no sale or other disposal of the stock of this corporation shall be valid unless first offered to the remaining stockholders of this company for ten days at a price not to exceed the book value thereof on the date of said offer, after which if the said offer is not accepted, by any stockholder, the stock may be offered and sold by the owner thereof to any purchaser. All stock acquired in this corporation shall be subject to this provision of the charter.

ARTICLE V.—All the powers of this corporation shall be vested in and the business and affairs of this corporation shall be managed by a Board of Directors composed of five stockholders, any three of which shall constitute a quorum for the transaction of the business of this corporation. The Board of Directors, except the first Board named in this charter, shall be elected annually by the stockholders on the First Tuesday of the month of March. The first Board and every succeeding board shall serve for one year or until their successors are elected and qualified. Each Board of Directors, shall, after its election, choose from its number a President, who shall be General Manager of this corporation, a Vice President, a Secretary and a Treasurer, and may grant to the said officers such powers as the Board may deem fit and proper. All elections shall be by ballot at the office of the company under the supervision of three commissioners to be appointed by the Board. Notice of said meeting shall be given of said meeting by the Secretary in writing to be delivered to each stockholder in person or mailed to him at his last known address at least fifteen days before the date fixed for the meeting or election. This notice may be waived by unanimous consent of the stockholders. At all such elections and at all meetings of the stockholders, every stockholder shall be entitled to one vote for each share standing in his name on the books of the company at the date of the said meeting or election. Said votes may be cast by proxy, said proxy being in writing, and a majority of votes cast shall elect or determine. The failure to elect directors at the annual meeting shall not dissolve this corporation nor impair its management in any way ,the directors then in office holding over until the successors are elected and qualified. All vacancies on the Board, from whatever cause, shall be filled by the remaining directors. Any member of the Board may appoint a proxy to represent him at the meeting of the Board, provided the proxy is in writing and the one appointed is a director on the said Board. The Board of directors may make and amend all by-laws rules and regulations necessary and proper for the management of this corporation. The first Board of Directors shall consist of the following: J. B. Fellheimer, New Orleans Louisiana. Abe Luria, New Orleans, Louisiana. Milton R. Beauvais, Charles Schneidau, New Orleans, Louisiana, Robert S. Bohannan., and of the above directors, J. B. Fellheimer, shall be President and General Manager, A. Luria, shall be Vice President, Milton R. Beauvais, shall be Secretary, Charles Schneidau, shall be Treasurer.

ARTICLE VI.—This act of incorporation may be modified, changed altered and amended, or said corporation may be dissolved according to law as set out in the Statutes of this State. All notices required by law may be waived by unanimous consent of the stockholders. In case of liquidation of this corporation, its affairs shall be wound up by two commissioners to be elected by the stockholders.

ARTICLE VII.—No stockholder shall ever be liable for the contracts or faults of this corporation in any further sum than the unpaid balance remaining due on his stock subscription; nor shall nay mere informality in organization have the effect of rendering this charter null or of exposing any stockholder to any liability beyond the unpaid balance of his stock subscription. The subscribers have hereunto written opposite their names the amount subscribed for by each of them respectively so that this act of incorporation may act as the original subscription list of the corporation, and they have stated their postoffice addresses all in conformity with the Act 267 of 1914 of the State of Louisiana.

Thus done and passed in my office this 19th day of March 1919, in the presence of E. M. Robbert and Henry L. Hammet, competent witnesses, residents of New Orleans, La., who have hereunto signed their names with the said appearers and me, Notary, after a due reading of the whole.

Witnesses: E. M. Robbert, Henry L. Hammett.
(Original Signed) Charles Schneidau, 204 Carondelet Street, New Orleans, La., ($500), 5 shares; J. B. Fellheimer, Hibernia Bldg. New Orleans, La., ($500), 5 shares; M. R. Beauvais, St. Patrick, La., ($500), 5 shares, per J. B. Fellheimer; R. S. Bohannon, Birmingham, Ala., ($500), 5 shares, per J. B. Fellheimer; A. Luria, 702 Hibernia Bldg. New Orleans, La., ($500), 5 shares.

SCOTT E. BEER,
Notary Public.

I, the undersigned, Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, hereby certify that the above and foregoing act of incorporation of the Equitable Sales Corporation, Inc., was duly recorded in my office on this 19th day of March, 1919, in Book 1228, Folio —.

New Orleans, La., March 19, 1919.
(Signed) EMILE LEONARD, Dy. R.

I, the undersigned, Scott E. Beer, Notary Public, certify that the above and foregoing is a true and correct copy of the original charter of the Equitable Sales Corporation Inc., with the names of the original stockholders, as well as per certificate of the Recorder of Mortgages, Parish of Orleans, thereunto appended.

In faith whereof, I hereunto sign my name, and affix my seal of office this 19th day of March, 1919.

SCOTT E. BEER,
Notary Public.

March 27—Aprril 3—May 1.

CHARTER OF THE COIN & SUHREN ELECTRICAL COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this Nineteenth day of the month of March, in the year of our Lord, one thousand, nine hundred and nineteen, and of the Independence of the United States of America, the one hundred and forty-third; Before me, W. Morgan Gurley, a Notary Public, in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, here residing, and in the presence of the witnesses hereinafter named and undersigned; personally came and appeared the several persons whose names are hereto subscribed, who severally declared, that availing themselves of all and singular, the Laws of the State of Louisiana, relative to the organization of corporations, they have covenanted and agreed, and do by these presents, covenant and agree to form themselves, as well as such persons as may hereinafter become associated with them, or succeed them, into, and constitute a corporation or body politic in law, for the objects and purposes and under the stipulations following, which they adopt as their Charter, to-wit:

ARTICLE I.—The name of this corporation shall be the Coin & Suhren Electrical Company, Incorporated, and under this corporate name, it shall have power and authority to exist and have succession for a period of fifty (50) years from the date of this charter; to contract, to sue and be sued; to make, use, break and alter a corporate seal; to hold, receive, lease, sub-lease, purchase, sell, convey, or exchange property, real, personal or mixed; and to mortgage, pledge or hypothecate the same, to borrow or lend money on or in connection with the said business for which it is incorporated; to do a general electrical repair or manufacturing business; to repair or deal in automobiles, or any of the accessories connected therewith; to do a general contracting business in connection with the retail and wholesale electrical and automobile business, and repairing in all of its branches. To appoint managers, officers, agents and employees as its interests may require; to establish after and amend all rules and regulations and by-laws for the conduct and management of its business, as may be necessary and proper.

ARTICLE II.—The domicile of said 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 of this corporation, or in the event of his absence or inability to act, then upon the Vice-President.

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 do a general contracting and manufacturing, repairing, constructing and electrical business, and to deal in, buy, sell, and repair all manner of electrical devices and appliances, as well as automobile and power plants, and all accessories connected therewith or pertaining thereto. To buy and sell by wholesale and retail, or either, all commodities permitted by law.

This corporation is primarily organized for the purpose of purchasing and taking over the business, good will and assets of the firm of Coin & Suhren, composed of Milan E. Coin and Oswald W. Suhren, now engaged in the electrical business at No. 901 Carondelet Street. The said members of the firm of Coin & Suhren, offering to transfer said business, good will and assets to this corporation and accept full paid stock in this corporation in lieu of cash for the purchase price, based upon the valuation placed upon said business, good will and assets, by the Board of Directors of this corporation. The said Coin & Suhren declaring that they are among the organizers and subscribers to the stock of this corporation. The value of the said business and good will thereto, together with all fixtures, machinery, tools, stock in trade, implements, paraphernalia and open accounts of said business, as above detailed, shall be and is hereby appraised and valued by the Board of Directors of this corporation, at the gross sum of Ten Thousand Dollars ($10,000.00). The detailed statement of the business and assets of said firm, being under separate sheet and hereto attached and made a part hereof.

ARTICLE IV.—The capital stock of this corporation is hereby declared to be the sum of Fifteen Thousand Dollars ($15,000.00), divided into one hundred and fifty (150) shares of One Hundred Dollars ($100.00) each, which said stock shall be paid for either in cash or in property, movable or immovable, business, good will or patent rights, transferred to it upon a valuation, by the Board of Directors of this corporation; and if subscribed for in cash, may be paid for in full at the time of subscription or in such manner as the Board of Directors may determine in conformity with the presently existing laws governing same. This corporation shall begin business immediately after the filing of this charter in the Mortgage Office of the Parish of Orleans. No stockholder shall sell or dispose of any of the stock of this corporation without first offering the same for sale to the other stockholders by a letter addressed to the President or Board of Directors, naming therein the last proposed price at which he will sell said stock, not to exceed the actual value thereof. After thirty (30) days from the receipt of such written offer, and the failure of the stockholders or any of them to purchase said stock, the owner thereof shall be at liberty to sell same to any outside person for not less than the price so named by him to the stockholders, and said stock shall not be transferred on the books of the Company to any outside person unless the Company has an affidavit of the person selling, that the price sold for, is not less than that at which same was offered to the stockholders; and, in no event shall same be effective unless all of these conditions are complied with.

ARTICLE V.—The corporate powers of this corporation shall be vested in and exercised by a Board of Directors consisting of three stockholders. The first Board of Directors shall be composed of Oswald W. Suhren, Louis O. Suhren, and Milan E Coin, all residents of this City and State, of full age of majority, with the said Oswald W. Suhren as President; the said Louis O. Suhren as Vice-President, and the said Milan E. Coin, as Secretary-Treasurer, who shall hold their respective offices as Directors and Officers until the first Tuesday in March, 1920, until their successors are elected and qualified. On the first Tuesday of December, 1919, and annually thereafter the stockholders shall elect from among their number a Board of Directors consisting of three (3) stockholders. All such elections shall be by ballot and the majority of the votes cast shall elect. Each stockholder shall be sent a written notice of all elections by the stockholders, to his last known domicile, either in person or by mail, fifteen (15) days prior to the holding of said election. Each share of stock shall be entitled to one (1) vote cast by the holder thereof in person, or by proxy. The Board of Directors when elected, shall within a reasonable time after their election, elect from among their number a President, a Vice-President and a Secretary-Treasurer. The Secretary may or may not be a stockholder or member of the Board as the Board may determine.

All checks, drafts, notes, contracts, deeds or instruments in any way involving money or assets or liability, must be signed by the President and Secretary, to be binding on this corporation. The failure to hold an election on the date herein fixed shall not invalidate this charter and such election may be held at any time thereafter, after due notice given as hereinbefore provided. All officers and directors shall hold their respective offices until their successors are duly elected and qualified. All vacancies occurring on said Board of Directors between elections shall be filled for the unexpired term by the stockholders in the same manner as provided for the election of the Board. Any Director may appoint by written proxy another person who does not have to be a stockholder to act as his proxy, on said Board and exercise for the time being all the powers of such Director. A majority of the Board shall constitutte a quorum for the transaction of all business and a majority vote shall decide all questions voted upon. The Board of Directors may make by-laws, rules and regulations for the government of the business and affairs of this Company, and alter, amend and change same with pleasure, and may or may not use a seal, at the discretion of the Board. No employee of this Company shall be considered as employed by the year, unless so specially contracted with in writing. Said Board shall have the right to delegate any of its powers to any officer, officers or agents of this corporation, and generally to do any and all things necessary or requisite for the transaction of the business and affairs of the corporation.

ARTICLE VI.—This Act of Incorporation may be altered or amended or this corporation dissolved by a vote of three-fourths in amount of the capital stock issued at a general meeting of the stockholders convened for that purpose, after thirty (30) days previous notice of such meeting shall have been published in one (1) of the daily newspapers of the City of New Orleans, and a copy of said notice mailed by registered letter to each shareholder at his last known residence.

ARTICLE VII.—Whenever this Company may be dissolved either by expiration of this charter or otherwise, two (2) liquidating commissioners shall be elected from among the stockholders at a general meeting of the stockholders convened, as provided for stockholders meetings. These liquidators shall continue in office until the full liquidation of the corporation, or in case of the death or inability to act of either of them, the remaining liquidators shall continue said liquidation until the shareholders see fit to elect a successor to fill such vacancy.

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

This done and passed at my office in the City of New Orleans, Louisiana, on the day, month and year herein first above written, in the presence of Messrs. John Studebaker Lucas and Theodore Rochl, competent male witnesses, who hereunto sign their names, with the said appearers and me, Notary, after due reading of the whole.

Witnesses: J. Studebaker Lucas, Theodore Rochl.
(Original Signed) Oswald W. Suhren, 50 shares, No. 1430 N. Broad St., New Orleans, La.; Milan E. Coin, 50 shares, No. 418 Cleveland Ave., New Orleans, La.; Louis O. Suhren, 50 shares, No. 1313 N. Dorgenois St., New Orleans, La.

W. MORGAN GURLEY,
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 Coin & Suhren Electrical Company, Incorporated, was this day duly recorded in my office, in Book No. 1228, Folio No 183, New Orleans, La., March 20th, 1919.

EMILE J. LEONARD, Dy. R.

I certify the above and foregoing to be a true and correct copy of the original Act of Incorporation of the Coin & Suhren Electrical Company, Incorporated, together with the certificate of the Recorder of Mortgages thereto appended, and on file in my notarial office.

W. MORGAN GURLEY,
Notary Public.

Mch. 27-April 2-May 1.

AMENDMENT TO CHARTER OF THE JEFFERSON HIGHWAY ASSOCIATION.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this tenth day of the month of March, in the year of our Lord one thousand, nine hundred and n