CHARTERS.

AMENDMENT TO CHARTER OF A. W. HYATT STATIONERY MANUFACTURING CO., LTD.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this Seventeenth day of the month of June, 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, Edward F. Heriques, a Notary Public, in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared, Arthur W. Hyatt, of this city, President and Manager, and Henry W. Lemoine also of this City, Secretary and Treasurer of the A. W. Hyatt Stationery Manufacturing Company Limited, a duly organized corporation of this State, domiciled in this City, instituted under an act passed before W. Morgan Gurley, Notary Public, on May 8th, 1891, recorded in the office of the Recorder of Mortgages of this Parish in Book 841, Folio 316 et seq., as amended by act passed before Andrew Hero, Jr., Notary Public, on the tenth day of July, 1906, recorded in the office of the Recorder of Mortgages of this Parish in Book 842, folio 320, and herein acting in their said capacities and on behalf of said corporation, by virtue of the authority conferred by the stockholders thereof, at their general meeting held at the office of the said Company on June 2nd, 1919, as shown in a certified copy of the resolution adopted in the premises by said stockholders, hereto annexed for reference; which said appearers declared in their said capacities, that a general meeting of the stockholders of said A. W. Hyatt Stationery Manufacturing Company, Limited, was convened at the office of said Company on June 2nd, 1919, for the purpose of amending the charter of said Corporation, of which meeting ten days prior notice, in writing, was given to each stockholder by the President and Manager at his or her residence; and that at said meeting a large majority of the stockholders being present, or represented, it was unanimously decided that Articles III, V, VI, VII and VIII of the Charter of said Corporation should be changed or altered so as, hereafter, to be and read as follows viz:

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 manufacturing of stationery in all its various branches; importing and publishing books and music; buying and selling all kinds of stationery, both wholesale and retail, and to do all kinds of printing and lithographic work, to conduct a general stationery business, and deal in office furniture and supplies.

ARTICLE V.—All the corporate powers of said corporation shall be vested in, and all the business and affairs managed and directed by the Board of Directors of said Corporation. Said Board to consist of not less than five members, the majority of whom shall constitute a quorum at all meetings. The first Board are hereby declared to be Arthur W. Hyatt, Adolph C. Billet, Henry W. Lemoine, Mrs. Blanche H. Williams and Mrs. Maude H. Billet with Arthur W. Hyatt as President, Adolph C. Billet as Vice-President and Henry W. Lemoine as Secretary and Treasurer.

The said Board of Directors shall remain in office until the fourth Monday in June, 1920, annually thereafter on said fourth Monday in June, an election for directors shall be held at the office of the Company, after ten days notice, in writing, shall have been given to the stockholders by the Secretary. The said directors shall take their seats immediately on their election, and shall proceed, at once, to elect from their number a President, Vice-President and a Secretary and Treasurer. In case of the death of the President, or any officer, prior to the expiration of his term of office, said vacancy shall be filled by the Directors; and, in the event of any vacancy occurring in the Board of Directors, said vacancy shall be filled by appointment by the remaining members of the Board of Directors.

The said Board of Directors shall establish such by-laws and regulations as may be necessary, and have control and general management of the corporation; shall fix the salaries of all officers, clerks and employees, and engage or discharge them when necessary. The Board of Directors shall be the financial managers of said Corporation, with full authority to borrow money, negotiate for, or acquire by lease, purchase or otherwise, all such property, real or personal as they may deem necessary and expedient to carry on the business of said Corporation, or to sell the same, or otherwise dispose thereof, and may accept, execute and deliver all contracts, writings and agreements.

Each Director shall be required, to hold in his own name at least five shares of the capital stock of said Corporation, and the sale or transfer by any member of the Board of Directors of his stock, shall ipso facto vacate his office as a member of said Board, and the vacancy shall be forthwith filled in accordance with the provisions of this Charter. All checks and notes of this Corporation to be issued by the Secretary and Treasurer, and counter-signed by the President, or, in the absence of the President, by the Vice-President.

ARTICLE VI.—At the termination of this Charter, by limitation, or on its dissolution as provided for, the business and affairs of said Corporation shall be wound up and liquidated by two commissioners, to be chosen and their duties and compensation fixed and determined by the stockholders at a general meeting thereof, which said meeting shall be called at least ten days prior to the date thereof, by written notices sent by the President to each stockholder, or his authorized agent, to his last known domicile. All elections shall be by ballot, and each share of stock shall be entitled to one vote. At all meetings of the stockholders a majority of the stock voted thereat, by the stockholders or their authorized agents, or attorneys-in-fact, shall elect or decide all matters voted upon, except as herein otherwise provided.

ARTICLE VII.—This charter may be altered, amended, changed or modified by a vote of the majority of the stock present, or represented at a general meeting of the stockholders convened for such purpose, after ten days' notice shall have been given to each stockholder, in writing, by the President, the same to be sent to each stockholder or his agent, directed to his residence.

ARTICLE VIII.—Transfers of stock shall be valid only when made on the books of the Company, subject to such rules and regulations as the Board of Directors may prescribe, but no stockholder shall sell, transfer, or otherwise dispose of his stock until he shall have first given the President of the Corporation the option of purchasing said stock for the Company at its market value. The stockholder desiring to call upon the President to exercise such option, shall give him notice in writing so to do, and said option shall continue for a period of ten days, running from date of service of notice on the President. No transfer of stock shall be made until the expiration of ten days, except to the Company; and this provision of the Charter shall be endorsed on every certificate of stock, or printed across the face thereof.

And the said appearers moreover declared that in consideration of the premises and pursuant to the authority in them vested by the stockholders of the said "A. W. Hyatt Stationery Manufacturing Company," Limited, at said general meeting held on June 2nd, 1919, they do hereby formally declare, publish and make known that in the manner prescribed by law and agreeably to the provisions of the Charter of said Company, the Articles III, V, VI, VII and VIII of the Charter of said "A. W. Hyatt Stationery Manufacturing Company," Limited, passed before said Notary, W. Morgan Gurley, May 30th, 1891 and amended by act passed before Andrew Hero, Jr., Notary Public, on July 10th, 1906, have been altered and amended as in above stated and set forth; and that they hereby direct and require that the above stated amendments to Articles III, V, VI, VII and VIII of the Charter of said Company be recorded and published as prescribed by law, to the end that amendments of Articles III, V, VI, VII and VIII of its Charter shall, henceforth and at all times be, as is herein set forth, and binding on all present and future stockholders of said "A. W. Hyatt Stationery Manufacturing Company,' Limited.

Thus done and passed in my office, in New Orleans aforesaid, in the presence of E. Webster and Chas. A. Duchamp, witnesses, both of this City, who hereunto sign their names, with the parties and me, the said Notary, the day and date above written, after reading of the whole.

Witnesses: E. Webster, Chas. A. Duchamp.

(Original Signed) A. W. Hyatt, President and Manager; H. W. Lemoine, Secretary and Treasurer.

EDOUARD F. HENRQUES,
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 Amendment to Act of Incorporation of the A. W. Hyatt Stationery Manufacturing Co. Ltd., was this day duly recorded in my office, in Book 1228, Folio ——.

New Orleans, June 20th 1918.

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

I certify the above and foregoing to be a true copy of the original act on file and record in my Notarial Office.

EDOUARD F. HENRQUES,
Notary Public.

June 26-July 31-19.

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CHARTER.

CHARTER OF THE FURNITURE AGENCY & REALTY CO., INC.

United States of America, State of Louisiana, City of New Orleans. Be it known, that on this eleventh day of the month of June, in the year one thousand nine hundred and nineteen; before me, Feliv J. Dreyfous, a Notary Public, duly commissioned and sworn in for the Parish of Orleans and City of New Orleans, therein residing; personally appeared, the persons whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of this State, relative to the organization of corporations, and more particularly Act No. 267 of the General Assembly of this State, provided July 9, 1914, they have covenanted and agreed and do, by these presents, covenant and agree, bind, form and constitute themselves as well as such other persons who may hereafter join or become associated with them into a corporation or 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: "Furniture Agency & Realty Co., Inc.," and under that name it shall have and enjoy all the rights, privileges, and advantages granted by law to corporations; it shall exist for the period of ninety-nine years from this day; it shall have the power to contract, sue and be sued in its corporate name; to make and use a corporate seal; and the same to break or alter at pleasure; to hold, receive, purchase, convey, mortgage, hypothecate or pledge property, both real and personal; to issue bonds, notes and other obligations or negotiable instruments; to have and employ such managers, directors, officers, agents and other 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 and expedient.

ARTICLE II.—The domicile of said corporation shall be established in the City of New Orleans, State of Louisiana, and all citation and other legal process, shall be served on the President, in his absence, on the Vice-President, and in the absence of both, on the Secretary-Treasurer.

ARTICLE III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be; to deal in, buy, sell, consign and receive on consignment furniture and other household articles; to act as agent for manufacturers, jobbers and merchants, to buy, sell, lease and improve real estate; to build houses, tenements and stores for the account of the Company or for others, and generally, to engage in any other business, undertaking or enterprise connected with, growing out of, or germane or incidental to any of the objects and purposes hereinabove set forth or contemplated by this charter.

ARTICLE IV.—The capital stock of this corporation is fixed at the sum of Forty Thousand ($40,000.00) Dollars divided into four hundred shares of the par value of One Hundred Dollars each. No transfer of stock shall be binding upon the corporation unless made upon its books, and all certificates of stock shall be signed by such officers as may be designated by the Board of Directors. This corporation shall have the right to increase its capital stock to the further sum of Seventy-five thousand dollars, to be divided into shares of one hundred dollars each, provided said increase in the capital stock shall have been authorized by the stockholders at a meeting to be held pursuant to the provisions of Article V of this Charter.

ARTICLE V.—All the corporate powers of the company shall be vested in, and the management and control of its affairs shall be exercised by a Board of Directors, composed of three stockholders, the membership of which may be increased to a number not exceeding five by the Board of Directors at any of its regular meetings. A majority of the directors shall constitute a quorum for the transaction of all business. The directors shall be elected annually by ballot on the second Monday in June in each year. Each stockholder shall be entitled in person or by proxy to a vote for every share owned by him, and all elections shall be held under such rules and regulations as may be determined by the Board of Directors, after fifteen days' notice by mail of such election shall have been sent to each stockholder at his last known address. The directors thus elected shall continue in office for one year or until their successors have been fully elected and qualified. No failure to elect shall be regarded as a forfeiture of this charter. Any vacancy occurring on said board shall be filled by the remaining directors for the unexpired term; the said board shall likewise elect the additional member in case they should determine to increase the number of said Board. Said Board shall, at its first meeting, after its election, nominate out of its number, a President, a Vice-President and a Secretary-Treasurer; it may divide the functions of the last named officer and may even elect a secretary who need not be a director. Said Board of Directors shall have the right to appoint and dismiss such Secretary, clerks, managers and other employees of the corporation as conditions may justify or the business of the corporation may require. The tenure of office of all the employees of the corporation shall be during the pleasure of the Board of Directors. Any of the directors or officers shall have the right to appoint, by written instrument, another director or stockholder to act as his proxy and in his stead at any and all meetings of the Board of Directors.

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

ARTICLE VII.—This act of incorporation may be changed, modified or altered, or this corporation may be dissolved with the assent of the stockholders owning two-thirds of all the stock of the corporation, at a general meeting convened for that purpose, and after at least ten days notice of this meeting has been given in writing, through mail, addressed to each stockholder, at his last known place of residence. In case of dissolution by the expiration of this charter or otherwise, the stockholders shall elect three liquidators from among their number, to liquidate and settle the business and affairs of the company. In case of disability by the expiration of this charter or otherwise, the stockholders shall elect three liquidators from among their number, to liquidate and settle the business and affairs of the company. In case of disability of any one of said commissioners or liquidators, the survivors or remaining liquidators shall appoint a successor to him. The said liquidators shall have full power to settle said Company's debts, and divide the remaining money and property among the stockholders. They shall also have power to meet and act under the by-laws of the corporation and under regulations to be made by a majority of said liquidators; to fix the price and prescribe the terms of sale of said property and the manner in which the sale shall be made and to take notes, and bonds, secured by mortgage or otherwise for part of the purchase price for all or any part of said property, provided however, that the rights herein conferred upon the liquidators may be modified, changed or denied by a majority of the shares of the capital stock of the corporation. The said liquidators shall have authority to sue for and recover the debts and property in the name of the corporation any may be sued by the same name, and they shall be liable in solido to any creditor or stockholder for the monies and property to the corporation which shall come into their hands or possession as liquidators and for the proper application and distribution thereof.

ARTICLE VIII.—The entire capital stock of this corporation has been subscribed at the time of the signing of this charter as follows, viz.: Jeremiah C. Healy, whose address is 117 N. Solomon Street, New Orleans, La., ten shares; Winnifred B. Healy, whose address is 4224 Canal Street, 270 shares and Mrs. Mary Bertoniere whose address is 4224 Canal Street, New Orleans, La., ten shares.

ARTICLE IX.—Until the election to be held in June, 1920, the following shall constitute the first Board of Directors, viz.: Jeremiah C. Healy, President; Winnifred B. Healy, Vice-President, and Mrs. Mary Bertoniere, Secretary-Treasurer.

Thus done and passed in my office, on the day, month and year, first above written, in the presence of Joseph L. Weise and George A. Dreyfous, competent witnesses, who have signed with the appearers and me, the Notary, after reading the whole.

Witnesses: J. L. Weiss, Geo. A. Dreyfous.

(Original Signed) Winnifred B. Healy, J. C. Healy, Mrs. Mary Bertoniere.

FELIX J. DREYFOUS,
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 "Furniture Agency & Realty Co., Inc.," was this day duly recorded in my office, in Book 1228, Folio ——.

New Orleans, June 11, 1919.

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

A true copy of the original act.

FELIX J. DREYFOUS,
Notary Public.

June 19-26-July 3-10-17-24.

CHARTERS.

CHARTER OF LIGHTNING CHEMICAL COMPANY ,INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this sixth day of the month of June, 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, Arthur A. Moreno, a Notary Public, duly commissioned and qualified, in and for this City and the Parish of Orleans, therein residing, and in the presence of the hereinafter named undersigned witnesses, personally came and appeared the following persons whose names are hereunto subscribed together with the amounts of their respective subscriptions to the capital stock of the corporation to be formed, who severally declare that, availing themselves of the provisions of the general 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, and bind and obligate themselves, as well as such other persons as may hereafter become associated with them or their successors, to form and constitute themselves into a corporation and body politic in law, and for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.—The name and title of this corporation shall be the Lightning Chemical Company, Incorporated, and by that name said corporation shall have power and authority to have and enjoy succession for the full term of ninety-nine years from the date hereof; to contract, sue and be sued; to borrow money; to make and issue its negotiable promissory notes or other evidences of indebtedness; to create debts; to make and use a corporate seal; to purchase and receive, lease, hold, sell and convey, as well as mortgage and hypothecate, property, real, personal and mixed; to name and appoint such officers and agents as the interest of said corporation may require; and to make and establish such by-laws and regulations for the proper management and regulation of its affairs as may be deemed necessary, and the name to change, alter and amend at pleasure.

ARTICLE II.—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, and all citations and other legal process shall be served upon the president of said corporation, or in case of his absence, upon the vice-President, or, in case of the absence of both of these officers, upon the secretary thereof.

ARTICLE III.—The objects and purposes for which this corporation is established, and the nature of the business to be carried on by it, are to buy, manufacture, compound, sell, handle and otherwise deal in all kinds of chemical products; to do all things incidental to said business; and to employ and use such means and instrumentalities as may be useful, necessary or convenient for the conduct of the affairs and business of this corporation.

ARTICLE IV.—The capital stock of this corporation shall be Five Thousand ($5,000.00) Dollars, divided into fifty (50) shares of the par value of $100.00 each, and may be increased to the sum of Twenty-five Thousand ($25,000.00) Dollars, divided into Two hundred fifty (250) shares of the par value of $100.00 each, and this corporation is to be a going concern when one-half of the capital stock has been subscribed for. Each share of stock shall be entitled to one vote either in person or by proxy, at all general elections or meetings of stockholders. Should the capital stock of this corporation ever be increased over the sum of Five Thousand ($5,000.00) Dollars, then such additional shares of stock that may be issued shall first be offered to the holders of stock at the time of issuance at the book value of said new stock in the proportion in which the said stockholders shall at the time of issuance hold stock in this corporation.

ARTICLE V.—No stockholder shall ever be held liable or responsible for the indebtedness, faults or defaults of this corporation, nor shall any mere informality in the organization of the corporation have the effect of rendering the charter null or of exposing the stockholders to any liability beyond the unpaid balance, if any, on his stock subscription. Should any stockholder desire to sell his stock, he shall first offer the same to the stockholders of the company at its book value through its board of directors and the stockholders who desire to purchase shall have the right to purchase the same in the proportion to their holdings of stock in the company. Should said stockholders in fifteen days after the notice having been given, in writing, fail or refuse to purchase the stock offered for sale, such stock may be sold to any one. No transfer of stock shall be made or held to be valid and binding unless made in pursuance of the provisions of this charter.

ARTICLE VI.—This corporation shall have all powers granted to such corporations by law and shall have the power to contract, sue and be sued in its corporate name, and to own, hold, receive, loan, lease purchase, sell and convey or mortgage any and all of its effects or to hypothecate its property and to do any and all acts and things of any other kind, nature or description, as may be necessary to carry out the objects and purposes of said business as its interests and conveniences may require.

ARTICLE VII.—The business of this corporation shall be directed by and vested in a board of directors of three members, two of whom shall constitute a quorum for the transaction of business, and the said directors as first constituted shall be John T. Logan, John D. Bailey and John Davidson, and they shall hold office until the first Tuesday in May, 1920, and on that day and on the same day thereafter, elections shall be held annually for the directors at the principal office of the corporation. Failure to hold an election on the day specified shall not dissolve the corporation, but the directors in office shall hold their respective offices until an election shall be held after thirty days notice of the time and place thereof given to each stockholder. The annual election shall be held on the first Tuesday of May, 1920, and thereafter on the first Tuesday of May of each succeeding year, and the election shall be held between the hours of ten and twelve a. m. All vacancies on the board of directors for whatever cause shall be filled by the remaining directors. John T. Logan shall be the first president, John Davidson shall be the first vice-president and John D. Bailey shall be the first secretary-treasurer, and they shall hold office until the first Tuesday in May, 1920, or until their successors are elected, and each succeeding board of directors shall elect its principal officers for the term of their election and only stockholders shall be eligible for election as a member of the board of directors. Directors may act either in person or by proxy.

ARTICLE VIII.—Whenever this corporation is dissolved, either by limitation or for any other cause, its affairs shall be liquidated by the board of directors, who are hereby vested with full power to sell any or all assets of the corporation, either separately or in a mass, and to convey full and complete title thereto, and shall have full power to do and perform all acts necessary and proper to fully and completely liquidate the affairs and distribute the proceeds, if any, among the stockholders of the said corporation to the amount of stock held by each.

ARTICLE IX.—This act of incorporation may be amended, altered and modified or this corporation dissolved in the manner provided by law.

Thus done and passed, in my notarial office, in the City of New Orleans, on the day, month and year first above written, in the presence of Azelie Bennett and Ruth M. Seiler, competent witnesses, who have hereunto signed their names, together with the parties hereto and me, Notary, after a reading of the whole.

Witnesses: Azelie Bennett, Ruth M. Seiler.

(Original Signed) John T. Logan, 24 shares, Texarkana, Ark.; J. D. Bailey, 24 shares, 510 Carondelet St., New Orleans, La.; John Davidson, 2 shares, 510 Carondelet St., New Orleans, La.

A. A. MORENO,
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 Lightning Chemical Co., Inc., was this day duly recorded in my office in Book 1228, Folio 579.

New Orleans, June 7th, 1919.

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

A true copy.

A. A. MORENO,
Notary Public.

June 19-26-July 3-10-17-24.

AMENDMENT TO CHARTER OF DIXIE FURNITURE COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 13th day of the month of May 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, Arthur A. Moreno, a Notary Public, duly commissioned and qualified in and for this City and the Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared; Daniel M. Hayes, who declared that at a general meeting of the stockholders of the Dixie Furniture Company, Incorporated, a corporation organized by act passed before me, the undersigned Notary, on June 4th 1917 recorded in the Mortgage Office of this Parish in Book 1213, folio 68, and amended by act before me, the undersigned Notary, on March 16th, 1918, recorded in Mortgage Office Book 1219, folio 511, held at the office of the said Dixie Furniture Company, Incorporated, on the 13th day of May, 1919, he was elected president of the said stockholders' meeting, as will appear by a certified copy of the minutes of the meeting annexed hereto for greater reference, and he as president of the said stockholders' meeting, was authorized and empowered to appear before me for the purpose of amending the said charter of the Dixie Furniture Company, Incorporated;

And the said appearer, as president of said stockholders' meeting and acting in said capacity and on behalf of said corporation by virtue of the authority conferred upon him at the general meeting of said stockholders, declared that the charter of the Dixie Furniture Company, Incorporated, passed before me, the undersigned Notary, on the 4th day of June, 1917, and amended as above described has been changed altered and amended so that Article IV of said original charter and all the amendments thereto shall read as follows: The capital stock of this corporation is hereby fixed at Fifty Thousand ($50,000.00) Dollars, divided into five hundred ($500) shares of the par value of One Hundred ($100) dollars each, and may be increased to the sum of One Hundred Thousand ($100,000.00) Dollars. Each share of stock shall be entitled to one vote in person or by proxy at all meetings of the stockholders

And the said appearer moreover declared that in consequence of the foregoing and pursuant to the authority in him vested by the stockholders of said Company, he does hereby formally declare publicly and make known that in the manner prescribed by law and agreeable to the provisions of the charter of the said Dixie Furniture Company, Incorporated, passed before me, Notary, has been changed altered and amended as hereinabove set forth and writtin, and he does hereby direct and require that the above stated changes and amendments of the charter of the Dixie Furniture Company, Incorporated, be recorded and published in the manner prescribed by law, to the end that the said changes and amendments hereafter and at all times be as hereinabove set forth, as regards all persons that are now or may hereafter become stockholders of the aforesaid Company.

Thus done and passed at my office in the City of New Orleans, on the day, month and year herein first written, in the presence of Azelie Bennett and Ruth M. Seiler, competent witnesses, who hereunto sign their names with the said appearer and me, Notary, after a reading of the woole.

Witnesses: Azelie Bennett, Ruth M. Seiler.

(Original Signed) D. M. Hayes.

A. A. MORENO,
Notary Public.

Recorded in M. O. B. 1228, Folio 612.

July 3—Aug 7.

CHARTER OF M. & L. OIL ASSOCIATION, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans City of New Orleans. Be it knawn that on this fourth day of the month of June, in the year of our Lord one thousand, nine hundred and nineteen, and of the Idependence of the United States of America the, one one hundred and forty-third; before me, William Ardill a Notary Public, duly commissioned and qualified and and for the City of New Orleans, Parish of Orleans, therein residing and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several parties whose names are hereto subscribed, all of the full age of majority and resident of this City, who severally declared that availing themselves of the laws of the State of Louisiana, and especially of Act 267 of 1914, in such cases made and provided, they have formed and organized, and by these presents do form and organize themselves into a corporation for the objects and purposes and under the stipulations and agreements hereinafter set forth and expressed, which they hereby accept and adopt as their charter, to-wit:

ARTICLE I.—The name and title of the Corporation hereby formed is declared to be; Mississippi and Louisiana Oil Association Incorporated Abreviated "M. & L. Oil Association, Incorporated."

ARTICLE II.—Its domicile shall be in the City of New Orleans, State of Louisiana, where all stockholders and Directors' meetings must be held; provdied, that with the written consent of all the directors valid meetings of directors may be held outside of the State or within the State elsewhere than at its domicile; and shall have and enjoy succession for a period of ninety-nine (99) years from date hereof.

ARTICLE III.—All citation or legal process shall be served on the President and General Manager and in case of his absence or inability to act, upon the Vice-President or Secretary-Treasurer.

ARTICLE IV.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are declared to be: To locate, purchase, lease, sublease, acquire land and leases to land with the exclusive right to prospect, drill, bore sink, oil, gas and sulphur wells; to buy, sell and lease lands and leases to land to produce convey and transport oil, petroleum, sulphur and gas; to carry on the business of storing and prospecting for, producing, storing, piping and transporting buying and selling oil, petroleum, gas and sulphur and the products and by-products thereof; to buy sell, furnish and supply the same; to operate, build, construct, pump and maintain oil, gas and sulphur wells; to build construct, purchase maintain and operate warehouses, pumping plants, pipe lines, refineries, factories mills, workshops laboratories, and dwelling houses for workmen and others; to build, construct, operate and maintain telephone lines; and generally to do and perform all things necessary to properly conduct business for which it is incorporated.

ARTICLE V.—The capital stock of this corporation is hereby fixed at the sum of Fifty Thousand Dollars ($50,000.00), divided into Five Hundred shares (500) of the par value of One Hundred Dollars ($100.00) each, of which Twenty-seven Thousand Dollars ($27,000.00), or more than one-half of the capital stock has been subscribed for; which stock may be issued full paid and non-assessable for cash, or for property movable, immovable or mixed, transferred for value or for services actually rendered to said corporation. Said capital stock may be increased to Two Hundred Thousand Dollars ($200,000.00).

ARTICLE VI.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors consisting of stockholders, the majority of whom shall constitute a quorum for the transaction of all business. The first Board of Directors shall be composed of the following stockholders: Fred L. Wilson, residing at 848 Carondelet St., New Orleans, La.; L. M. Dalgarn, residing at 1309 Nashville Ave., New Orleans, La.; Karl A. Bugbee residing at 1523 St. Charles St., New Orleans, La.; J. I. Traphagen, residing at 1703 Jackson Ave., New Orleans, La.; M. L. Meyer, residing at 338 S. Hagan Ave., New Orleans, La.; Henry Gayle, residing at 219 St. John St., San Antonio, Texas; Capt. J. C. Kaelber, residing at Q. M. Corps, U. S. Army, New Orleans, La.; E. G. Larson, residing at 4224 St. Claude St., New Orleans, La.; W. F. Sargeant, residing at 725 Jourdon Ave., New Orleans, La.; who shall hold their office until the 1st Monday of June, 1920, or until their successors have been duly appointed and qualified.

The first officers of this corporation shall be: Fred L. Wilson, President and General Manager; L. M. Dalgarn, Vice-President, and Carl A. Bugbee, Secretary-Treasurer, who shall hold their office until the 1st Monday of June, 1920, or until their successors have been duly appointed and qualified. In case of the resignation or death of any of the Directors during their term of office, the said serving directors shall appoint and fill all vacancies from among the stockholders. On the 1st Monday of June, 1920, unless said day be a Dies non, then in such case on the first succeeding judicial day and annually thereafter, an election for Directors shall be held at the office of the Company, under the supervision of three commissioners, Notice for annual meetings and for stockholders' meetings shall be given by the Secretary-Treasurer, to each stockholder, either in person or by depositing a written notice in the Post Office, properly addressed to him, at least 15 days before said meeting.

All stockholders shall vote, at all stockholders' meetings, by a ballot, and a majority of the stock present shall govern on all questions, save as otherwise provided by law. Each share of stock shall be entitled to one vote, either in person or by written proxy.

ARTICLE VII.—This Act of Incorporation may be changed, modified, or amended, or this corporation may be dissolved with the assent of two-thirds of the capital stock issued at a meeting of the stockholders convened for that purpose, after thirty (30) days prior written notice of such meeting shall have been mailed to the last address of each stockholder by the Secretary-Treasurer of the Company and should at any meeting it should be decided to dissolve the corporation, either by limitation of its charter, or for any other cause, its affairs shall be liquidated by three (3) commissioners to be selected from among the stockholders. Said commissioners shall remain in office until the affairs of the corporation shall have been liquidated. In case of the death of any of said commissioners, the survivor or survivors shall continue to act.

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

ARTICLE IX.—The subscribers to the capital stock of this Corporation have set opposite their names the amount of stock subscribed for by them, which subscription is to stand in lieu of a formal subscription to stock.

Thus done and passed, in the City of New Orleans, La., on the day, month and year above written, in the presence of Messieurs Charles Anderson and George J. Marine, competent witnesses of lawful age, who have hereunto subscribed their names, together with said appearers and me, Notary, after reading of the whole.

Witnesses: Chas. Anderson, Geo. J. Marine.

(Original Signed) L. M. Dalgarn, 1309 Nashville Ave., 30 shares; J. C. Kaelber, Q. M. Corps, U. S. Army, 30 shares; K. A. Bugbee, 1523 St. Charles Ave., 30 shares; Fred L. Wilson, 848 Carondelet St., 30 shares; E. G. Larson, 4224 St. Claude St., 30 shares; J. I. Trajhagen, 1703 Jackson Ave., 30 shares; Henry Gayle, per pro. W. F. Sargeant, 219 St. John St., San Antonio, Texas, 30 shares; W. F. Sargeant 725 Jourdan Ave., 30 shares; M. L. Meyers, 338 S. Hagan Ave., 30 shares.

(Signed) WILLIAM ARDILL,
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 Mississippi and Louisiana Oil Association, Inc., was this day duly recorded in my office in Book 1228, Folio 567.

New Orleans, June 4th, 1919.

EMILE J. LEONARD, Dy R.

A true copy.

(Signed) WILLIAM ARDILL,
Notary Public.

June 26-July 31.

AMENDMENT TO THE CHARTER OF WESTERN NAVAL STORES CO.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 18th day of the month of June in the year of our Lord, one thousand, nine hundred and nineteen, and of the Indepedence of the United States of America, the one hundred and forty-third; before me, W. Morgan Gurley, a Notary Public, duly commissioned and qualified in and for the Parish of Orleans, City of New Orleans therein residing, and in the presence of the witnesses hereinafter named and undersigned; personally came and appeared, Mr. John A. Taylor, a resident of this City of full age of majority, and Secretary of the Western Naval Stores Company, a corporation organized under the laws of this State, and domiciled in this City, created by act of Incorporation passed before me, the undersigned Notary on August 21, 1907, and recorded in the Mortgage office of this Parish in Book No. 881, Folio No. 330; which said corporation was organized with a capital stock of fifty thousand dollars ($50,000.00); that by a resolution of the stockholders legally called and held December 29, 1910, said capital stock was increased to One Hundred Thousand Dollars ($100,000.00) as shown by certificate of the Secretary of State, dated January 17, 1911, and attached to act of Amendment dated February 12, 1917 in my notarial records; that, by subsequent resolution of the stockholders of the Western Naval Stores Company legally held March 31, 1914, the capital stock of said corporation was increased from One Hundred Thousand Dollars ($100,000.00) to One Hundred and Forty Thousand Dollars ($140,000.00) as evidenced by the certificate of the Secretary of State, dated April 14, 1914, and attached to an Act of Amendment of said Western Naval Stores Company dated February 12, 1917, in my Notarial records; that by subsequent resolution of the stockholders of the Western Naval Stores Company legally held February 6, 1917, the capital stock of said corporation was increased from One Hundred and Forty Thousand Dollars ($140,000.00) to Five Hundred Thousand Dollars ($500,000.00) as evidenced by notarial act of Amendment to said charter of Western Naval Stores Company, passed before me, the undersigned Notary, on February 12, 1917; that by subsequent resolution of the stockholders of the Western Naval Stores Company legally held April 1, 1918, the capital stock of said corporation was increased from Five Hundred Thousand Dollars ($500,000.00) to One Million, One Hundred Thousand Dollars ($1,100,000.00) as evidenced by Notarial Act of Amendment to said charter of Western Naval Stores Company passed before me, the undersigned Notary, on June 14, 1918;

That said corporation now has a capital stock of One Million, One Hundred Thousand Dollars ($1,100,000.00) divided into eleven thousand (11,000) shares of One Hundred Dollars ($100) each, and said appearer further declares, that a meeting of the stockholders of the Western Naval Stores Company was held at the office of said corporation in this City, after due notice being sent to each stockholder in conformity with the Charter of said corporation, and the laws of this State. That said meeting was held at the office of the said corporation on May 14, 1919, in conformity with said call.

That there was present and represented at said meeting the entire issue of stock of said corporation, viz: Eleven thousand (11,000) shares who took part in and voted at said meeting and that said stockholders adopted a resolution to change, alter and amend Article IV, of the Charter of said corporation, so as to increase the capital stock of said corporation by an addition of Six Hundred thousand dollars ($600,000.00), to be divided into six thousand (6000) shares par value of $100.00 each; thus making a total capital stock of this corporation of One Million, Seven Hundred Thousand Dollars ($1,700,000.00) the increased amount thereof, viz.; Six Hundred Thousand Dollars, ($600,000.00) to be an issue of preferred stock entitled to dividends of eight per cent. (8%) per annum accumulating from the date of issue. The dividend shall be cumulative and no dividend shall be declared or paid on any of the common stock until the unpaid dividends of the preferred stock shall have been fully paid. The preferred stock shall also be entitled in case of liquidation or dissolution of the company, after the payments of all of its debts, to the payment in full of the par amount thereof and the unpaid dividends thereon, before any amount shall be