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AMENDMENT TO CHARTER OF 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 fifth day of the month of November, one thousand nine hundred and nineteen, and of the Independence of the United States of America tht one hundred and forty-third, before me, John D. Nix, Jr., a Notary Public, in and for the Parish of Orleans, City of New Orleans, State of Louisiana, aforesaid, being duly commissioned and qualified and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Oswald W. Suhren, President of the Coin & Suhren Electrical Company, incorporated, and A. C. Suhren, Secretary and Treasurer of the Coin & Suhren Electrical Company, Incorporated, who, acting pursuant to and by virtue of the authority vested in them, by a resolution passed at a special meeting of the stockholders of the said Company on October 27th, 1919, a duly certified copy whereof is attached to this act and made part hereof, and declares that at said meeting Article 1 of the Charter of the said "Coin & Suhren Electrical Company, Incorporated," was amended by unanimous vote of all stockholders, to read as follows:

ARTICLE I.—The name of the said corporation shall be "Suhren," Incorporated, and under its said corporate name it shall have power and authority to exist and have succession for a period of fifty years from the date of its charter; to contract, sue and be sued; to make, use, break and alter a corporate seal; to hold, receive, lease, sublease, 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, alter and amend all rules and regulations and by-laws for the conduct and management of its business, as may be necessary and proper.

Thus done and passed at my office, in the City of New Orleans, on the day, month and year first above written, in the presence of Jules A. Grasser and Thos. S. Logan, competent witnesses, who have hereunto signed their names, with appearers and me, Notary, after reading of the whole.

Original signed: A. C. Suhren, Secretary and Treasurer; Oswald W. Suhren, President.

Witnesses: Jules A. Grasser, Thos. S. Logan.

JOHN D. NIX, JR., Not. Pub.

I, the undersigned Recorder of Mortgages in and for the Parish of Orleans State of Louisiana, do hereby certify that the above and foregoing Amendment to the Charter of "Coin & Suhren Electrical Company, Incorporated," was this day duly recorded in my office in Book 1231, folio 623.

New Orleans, November 6th, 1919.
(Signed.) EMILE J. LEONARD,
Dy. Recorder of Mortgages.

I, the undersigned, Notary Public, being duly commisioned and qualified, in and for the Parish of Orleans, City of New Orleans, State of Louisiana, therein residing, do hereby certify that the above and foregoing is true and correct copy of the Amendment to the Charter of "Coin & Suhren Electrical Company, Incorporated," as also of the certificate of the Recorder of Mortgages for the Parish of Orleans, therein appended, on file and of record in my office. In witness whereof I have hereunto set my hand and seal at the City of New Orleans on this 19th day of November, 1919. JOHN D. NIX,
(Seal.) Notary Public.
Nov. 27-Jan. 1, 1920.

CHARTER OF 666 TIRE & VULCANIZING CO., INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans.—Be it known, that on this 10th day of the month of November, 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-fourth, before me, Scott E. Beer, a Notary Public, duly commissioned, sworn and qualified in and for the Parish of Orleans, State of Louisiana, aforesaid, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who severally declared that, availing themselves of the laws of the State of Louisiana in such cases made and provided, and particularly of the provisions of Act No. 267 of the Acts of the General Assembly of the State of Louisiana for the year 1914, they have covenanted and agreed and by these presents do covenant and agree and bind themselves, as well as all such persons as may hereafter join or become associated with them, to constitute and form a corporation and body politic in law, for the objects and purposes and under the articles and stipulations hereinafter set forth and expressed, which they hereby adopt as the Charter of this corporation, to-wit:

ARTICLE I.—The name and style of this corporation shall be 666 Tire & Vulcanizing Co., 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 years from and after the date hereof; it shall have power and authority 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 name and appoint such managers, agents, directors and officers as its business, interest and 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 this corporation shall be in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the President of said corporation, or, in the event of his absence, upon the Vice President thereof, and, in the absence of both of said officers, upon the Secretary thereof.

ARTILE III.—The objects and purposes for which this corporation is organized and the nature of business to be carried on by it are hereby declared to be the buying and selling of tires, of all kinds and makes, for automobiles and other vehicles, and to do a general vulcanizing business; to buy and sell all kinds and makes of automobiles, motor trucks and motor cycles, new and second-hand; to act as agent for automobile manufacturers; to buy and sell all and every kind of automobile, motor truck and motor cycle accessories and everything connected with the automobile business; to operate a general automobile repair shop; to conduct an outside service call and repair business; to deal in, buy and sell oils, gasoline and other fuels as a motive power; to lease, hire and rent automobiles by the day, trip or hour; to operate a garage; and generally to do and transact all such business as may be incidental to or connected with the automobile business.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of thirty-five thousand dollars ($35,000.00), divided into and represented by three hundred and fifty (350) shares of stock of the par value of one hundred dollars ($100.00) each. Said stock shall be paid for in cash, at such time, in such amounts and after such notice to the subscribers as may be fixed by the Board of Directors, or the same may be issued at not less than par for labor done or property actually received by the corporation. This corporation shall become a going concern and be authorized to do business when seventeen thousand five hundred dollars ($17,500.00) of its capital stock shall have been subscribed. The amount to which the capital stock may be increased shall be the sum of one hundred thousand dollars ($100,000.00).

ARTICLE V.All the corporate powers of said corporation shall be vested in and exercised by a Board of Directors, composed of five (5) directors, three (3) of whom shall constitute a quorum and be authorized to do business. Said directors shall be elected annually on the first Monday in February in each year, except the first Board appointed in this charter, who shall hold their offices until the first Monday in February, 1921. All such elections shall be held by ballot and conducted at the office of the said corporation, under the supervision of three (3) commissioners to be appointed by the Board of Directors. Notice of such election shall be given by the Secretary of the company by written notice thereof delivered personally or by depositing same in the postoffice, properly addressed, to each stockholder at least fifteen (15) days preceding such elections.

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At all such elections and at all corporate meetings every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, to be cast 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 remainder of the term by the remaining directors. A failure to elect directors on the date above specified shall not dissolve the corporation nor impair its corporate management, but the directors then in office shall remain in office until their successors are elected and qualified. The Board of Directors shall elect from their own number a President and a Vice President. They shall also elect a Secretary and a Treasurer, or one person who shall be both, either of whom may or may not be members of the Board. They shall have power and authority, from time to time, to name and appoint all such officers, agents or other employes as may be deemed necessary for the purpose and business of the corporation. They shall have power to fix the compensation and define the duties of every officer and employe, and all officers and employes shall hold office and employment at the pleasure of the 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 Board shall have full power and authority to borrow money, to execute mortgages and to create liens; to issue bonds, notes and other obligations, and generally to do all things reasonable, convenient and necessary for the proper carying on of the business of the corporation. The Board may issue full paid shares of stock for cash or in payment of labor done or property actually received by said corporation.

ARTICLE VI.—Whenever this corporation may be dissolved, either by limitation or from other cause, its offairs shall be liquidated by three (3) commissioners, to be appointed from amongst the stockholders at a general meeting of the stockholders convened for such purpose, of which meeting notice shall be given in the manner and time provided for stockholders' meetings by Article VII of this Charter, and two-thirds (2-3) in amount of the capital stock of said company 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 death of one or more of said commissioners, the vacancy shall be filled by the surviving commissioners.

ARTICLE VII.—This Act of Incorporation may be modified, changed or altered, or this corporation may be dissolved, or the capital stock may be altered, in accordance with law, at a meeting of stockholders called for the purpose, after notice shall have been given by written notice to each stockholder, delivered to him personally or mailed to him at the postoffice address designated by him in writing at least fifteen (15) days prior to the date of meeting.

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 shares of stock owned by him, nor shall any mere informality in organization have the effect of rendering this charter null or of exposing a stockholder to any liability beyond the unpaid amount remaining due on his stock.

ARTICLE IX.—Peter Hamilton, of New Orleans, La.; Harry W. Stansbury, of New Orleans, La.; Albert H. DePass, of New Orleans, La.; J. L. Bowling, of New Orleans, La., and M. F. Stiles, of New Orleans, La., have been chosen and selected as the first Board of Directors of this corporation, with the said Peter Hamilton as President, Harry W. Stansbury, as Vice President, Albert H. DePass as Treasurer, and J. L. Bowling as Secretary, to serve as such until the first Monday in February, 1921, or until their successors shall have been elected and qualified. The subscribers to the capital stock of said corporation and their respective addresses are: Albert N. DePass, New Orleans, La., 60 shares; Harry W. Stansbury, New Orleans, La., 60 shares; Peter Hamilton, New Orleans, La., 10 shares; J. L. Bowling, New Orleans, La., 20 shares; M. F. Stiles, New Orleans, La., 10 shares; Duggan Inc., New Orleans, La., 50 shares.

Thus done and passed at my office in the City of New Orleans, on the day, month and year herein first above written, in the presence of Abraham Goldberg and Eugene Thorpe, competent witnesses, who have hereunto signed their names, together with the said appearers and me, Notary, after due reading of the whole.

(Signed.)

Peter Hamilton, 10 shares, $1,000.00, New Orleans, La.

Albert H. DePass, 60 shares, $6,000.00, New Orleans, La.

J. L. Dowling, 20 shares, $2,000.00, New Orleans, La.

H. W. Stansbury, 60 shares, $6,000.00. New Orleans, La.

M. F. Stiles, 10 shares, $1,000.00, New Orleans, La.

Duggan Inc., Peter Hamilton, Manager and Vice President, New Orleans, La., 50 shares, $5,000.00.

Witnesses:
Abraham Goldberg.
Eugene Thorpe.
(Seal.) SCOTT E. BEER,
Notary Public.

I, the undersigned, Recorder of Mortgages in and for the Parish of Orleans, tate of Louisiana, hereby certify that the Act of Incorporation of 666 Tire and Vulcanizing Co., Inc., was this day duly recorded in my office in Book 1231, folio ...
New Orleans, La., November 11th, 1919.
(Signed.) EMILE J. LEONARD,
Dy. R.

A true copy.
(Seal.) SCOTT E. BEER,
Notary Public.
New Orleans, La., November 11th, 1919.
Nov. 13-Dec. 18.

CHARTER OF CRESCENT DRUG AND MANUFACTURING COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this twelfth day of the month of November, 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-fourth, before me, William Ardill, a notary public, duly commissioned and qualified, in and for the City of New Orleans, Parish of Orleans, therein residing and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several parties whose names are hereto subscribed, all of the full age of majority and residents of this city, who severally declared that availing themselves of the laws of the State of Louisiana, and especially of Act 267 of 1914, in such 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 Crescent Drug and Manufacturing Company, 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; provided, 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 in case of his absence or inability to act, upon the Vice-President or the 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 carry on the business of manufacturing itself, or through others, drugs, liniments, compounds, blends, proprietary medicines, chemicals and all drugs, medicines and liniments of whatsoever kind and nature; to acquire by purchase or otherwise formulae for drugs, liniments, compounds, blends, proprietary medicines, chemicals and all drugs, medicines and liniments of whatsoever kind and nature in combination or otherwise; to acquire by purchase or otherwise trademarks; to acquire by purchase or otherwise any subsequent improvements or extensions of said formulae and trademarks, as well as any other patents, formulae, trademarks or extensions or improvements thereof it may see fit to acquire; to carry on the business of manufacturing itself, or through others, of patent and proprietary medicines; to grant licenses for the use of said formulae, patents and trademarks; to acquire by purchase or otherwise real, personal or mixed property,

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and to sell, lease, mortgage or otherwise dispose of same; to execute and enter into all contracts and generally to do and perform any and all things necessary and incidental to the objects and purposes and business for which this company is organized.

ARTICLE V—The capital stock of this corporation is hereby fixed at the sum of ten thousand dollars ($10,000), divided into one hundred shares (100) of the par value of one hundred dollars ($100) each, of which five thousand ($5,000), or 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 transferred for value or for services actually rendered to said corporation. Said capital stock may be increased to twenty thousand dollars ($20,000).

ARTICLE VI—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors consisting of three 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: Dr. Henry C. Hornung, residing at 3954 Laurel street, New Orleans, La., and Morris Dlugach, residing at 829 Carondelet Street, New Orleans, La., and Joseph J. Thompson, Jr., residing at 526 So. Dorgenois Street, New Orleans, La., who shall hold their office until the 1st day of December, 1920, or until their successors have been duly appointed and qualified.

The first officers of this Corporation shall be: Dr. Henry C. Hornung, President, Morris Dlugach, Vice-President and Joseph J. Thompson, Jr., Secretary-Treasurer, who shall hold their office until the 1st day of December, 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 remaining directors shall appoint and fill all vacancies from among the stockholders.

On the 1st day of December, 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 offices 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 postoffice, 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 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 first above written, in the presence of Messieurs Loys Charbonnet and Jos. Vieages, competent witnesses of lawful age, who have hereunto subscribed their names, together with said appearers and me, notary, after reading of the whole.

Witnesses: Loys Charbonnet, Jos. Vieages.

(Original Signed) Dr. Henry C. Horung, 3954 Laurel Street, 50 shares; Morris Dlugach (by A. L. Pilsbury), 829 Carondelet Street, 20 shares; J. J. Thompson, Jr., 526 South Dorgenois Street, 5 shares.

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 Crescent Drug and Manufacturing Co., Inc., was this day duly recorded in my office, in Book 1231, Folio ...
New Orleans, 1919.
(Seal)
(Signed) EMILE J. LEONARD, Dy. R.
A true copy.
WILLIAM ARDILL, Notary Public.
Nov. 13-Dec. 18.

ARTICLES OF INCORPORATION OF FEDERAL BAKING SYSTEM OF NEW ORLEANS, INCORPORATED.

State of Louisiana, Parish of Orleans. Be it known, that on this, the twenty-eighth day of May, 1919, before me, Thos. E. Furlow, a duly commissioned, qualified and acting Notary Public, in and for the Parish of Orleans, State of Louisiana, and in the presence of the hereinafter named and undersigned witnesses, personally came and appeared the several persons whose names are hereunto subscribed, and severally declared that, availing themselves of the general laws of the State of Louisiana in such cases made and provided, they have formed and organized, and do by these presents form themselves and such others as may hereafter become associates with them into a corporation and body politic in law, for the objects and purposes in the following articles set forth and expressed, which they adopt as their Charter:

1. The name and title of this corporation shall be Federal Baking System of New Orleans, Incorporated, and it shall exist and enjoy succession by its corporate name for a period of ninety-nine years from date hereof, with all the rights and powers now or hereafter conferred by law upon similar corporations. Its domicile shall be in the City of New Orleans, Louisiana, and all citations and other legal process shall be served upon the President, and, in the event of his absence, upon the Vice President, or Secretary, in the order named.

2. The capital stock of this corporation is hereby fixed at $200,000, and said stock shall be divided into and represented by 2,000 shares of the par value of $100 each. Of the capital stock herein provided for $100,000 shall be common stock and $100,000 shall be preferred stock. The holders of said preferred stock shall be entitled to receive, and this corporation shall pay, cumulative preferential dividends at he rate of 8 per cent per annum on the par value thereof, payable annually from profits, and shall on liquidation or dissolution of this corporation, be entitled to receive by preference over all other stock any accrued and unpaid dividends and the distributive share of the assets to the extent of the par value of such preferred stock held by them. Said preferred stock shall be subject to redemption by the corporation at $110 per share at such times as the Board of Directors may determine, and the stock to be redeemed at such times shall be determined by the Board of Directors by lot. Common stock only shall have voting powers.

3. The purposes of this corporation are to engage generally as principal or mandatory, in buying, leasing or otherwise acquiring patent rights or the use thereof, in whole or in part or within fixed territorial limitations, to bakery ovens and all sorts of machinery and equipment for bakeries and confectioneries, and selling, leasing or otherwise disposing of the same, in whole or in part, or within territorial limitations; buying and selling, at wholesale and retail, bakery ovens and all sorts of machinery and equipment for bakeries and confectioneries; conducting bakeries, confectioneries and manufactories generally for the manufacture, conversion or preparation for market or consumption of all sorts of food products, and buying and selling, at wholesale and retail, and generally dealing in all sorts of agricultural products and food stuffs, and all other personal property; and it shall have authority generally to do all things necessary or incident to the proper conduct of its affairs, whether specifically enumerated herein or not.

4. The corporate powers of this corporation shall be vested in a Board of five Directors, a majority of whom shall

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constitute a quorum for the transaction of business; and the officers of this corporation shall be a President, a Vice President, a Secretary and a Treasurer, with the option of one person for Secretary-Treasurer. The first Board of Directors shall be composed of Orlando B. Blackburn, a resident of the City of New York, New York, and Millard C. Baker, Charles A. Ransom, Samuel S. Golden and Harry Lucas, all residents of the City of New Orleans, Louisiana, with Orlando B. Blackburn as President, Millard C. Baker as Vice President, and Charles A. Ransom as Secretary-Treasurer; and all of said directors and officers shall serve until their successors are elected and qualified. Because of his experience and ability in conducting the baking business, it is stipulated that Paul V. Stoltz is by this act employed as General Manager of this Company for a period of three years from date hereof, at a salary of $300 per month so long as the Company operates only one bake shop, and an additional $50 per month for each additional bake shop opened by the Company and while the same is being operated, and, as General Manager, he shall have full authority and control over the conduct of its baking business, with power to employ such clerical force and labor as may be required for the conduct of said business, to fix the salary or compensation of such clerical force and labor and to discharge all such employees at will. Meetings of stockholders for the election of directors shall be held on the second Tuesday in January of each year.

Thus done and signed in the presence of E. F. Slayton and Frances Zimmerman, competent witnesses, who have signed their names hereto, together with said appearers and me, Notary, on the date first above written.

(Names of subscribers and amounts of subscription omitted.)

Witnesses:
E. F. Slayton,
Frances Zimmerman.
THOS. E. FURLOW,
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 Federal Baking System of New Orleans, Incorporated, was this day duly recorded in my office, in Book 1228, folio 555.
New Orleans, May 31, 1919.
(Signed.) EMILE J. LEONARD,
Deputy Recorder.
A true copy of the original.
THOS. E. FURLOW,
Notary Public.
Nov. 20-Dec. 25.

CHARTER OF THE FERTH-RUBIN MILLINERY COMPANY, INCORPORATED.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this first day of December, Ninteen Hundred and Nineteen (1919), before me, Benjamin Ory, a Notary Public in and for the Parish of Orleans, in the State of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the parties whose names are hereunto subscribed, all of the full age af majority, who severally declared that availing themselves of the provisions of the laws of this State, relative to the organization of Corporations and especially Act No. 267 of the Legislature of the State of Louisiana, of the Session of 1914—they have covenanted and agreed, and do by these presents covenant, agree and bind themselves, and those who may hereafter become associated with them, and their successors, to form themselves into and constitute a Corporation for the objects and purposes, and under the Articles of Incorporation, following, viz:

ARTICLE I.—The name and title of this corporation shall be "The Ferth-Rubin Millinery Company, Incorporated." It shall have its domicile in the city of New Orleans, La., and it shall have and enjoy succession under its corporate name for a period of ninety-nine years from and after the date hereof. It shall have power and authority to hold, purchase, sell, convey, lease, pledge or mortgage property, movable and immovable, and personal property and effects, and sue and be sued, and it may have a seal with such inscription and device as may be selected by the Board of Directors.

The President or in the event of his death, sickness, absence or inability to act from any cause the Vice-President is hereby designated as the proper officer upon whom citation and all other legal process shall be served; or in the absence or inability of both the President and Vice-President to act, then upon the Secretary.

ARTICLE II.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be:—to purchase, sell and manufacture Millinery and Millinery goods of all kinds and description, and all articles appertaining thereto, and all other merchandise connected therewith, and in fact engaging in any and all legitimate commercial pursuits without any restriction whatsoever, and generally to do and perform all such other acts and things as may be requisite and necessary to carry out its objects and purposes or those incidental to its business.

ARTICLE III.—The capital stock of this corporation is hereby declared to be the sum of fifty thousand ($50,000.00) dollars divided into five hundred shares of one hundred ($100.00) dollars each which shall be paid for when subscribed either in cash or in such installments as the Board of Directors may direct. All shares of stock shall be issued as full paid and non-assessable and no transfer of stock shall be binding upon the company unless recorded on it books.

This corporatoin shall be a going concern as soon as fifty per cent of the amount of its capital stock has been subscribed for and fifty per cent of said amount so subscribed for shall have been paid in.

ARTICLE IV.—The business and affairs of this corporation shall be transacted by a Board of three Directors. The said Board of Directors shall elect from among their number, a President, a Vice-President and a treasurer who shall act as secretary.

The first Board of Directors under this charter shall consist of David M. Ferth, New Orleans, La., Morris Rosenthal, Lake Charles, La., and Philip Rubin, New Orleans, La., with said David M. Ferth, as president; Morris Rosenthal, as vice-president and Philip Rubin, as secretary and treasurer, all of whom shall hold their office until the first day of January, 1921, or until their successors shall have been elected and shall have entered into office.

On the first Monday of January, 1921, and annually thereafter on the first Monday of January, of each year, an election for directors shall be held at the domicile and place of business of said company in the City of New Orleans after fifteen days notice in writing by mail or in person shall have been given to each stockholder or his duly authorized agent by the secretary. Said directors shall take their seats and enter into the duties of their office on their election; and each Board of Directors shall immediately after their election elect from among their number a president; a vice-president and a treasurer who shall act as secretary. And said Board of Directors and said officers shall hold their office for one year or until their successors have been elected and have qualified.

ARTICLE V.—No stockholder of this corporation shall be eligible as a director thereof unless he holds and owns in his own name and continues so to hold and own during his incumbency at least one (1) share of the capital stock of this corporation. Each share of stock shall be entitled to one vote to be cast either in person or by written proxy, and no stockholder shall be entitled to vote on his stock either in person or by proxy unless said stock shall have been owned by him and registered in his name on the books of the company at least thirty days before the date of the meeting at which he shall offer to vote thereon. Two directors of this corporation present, or represented by written proxy held by another director shall constitute a quorum for the transaction and management of all the business and affairs of the company. The Board of Directors shall have the right to make and adopt by a majority of the votes thereof such rules; By-laws and regulations as are not repugnant to this charter for the transaction and the conduction of the business thereof; and the right to alter, modify and amend the same as they think proper; and they shall have full power and authority to make all purchases, sales and contracts whether for cash or on credit; to borrow money, and to hire and discharge all employees and fix all salaries, and in fact full power to do all other things requisite and necessary for the proper management of the affairs of the company.

ARTICLE VI.—All checks and other evidence of indebtedness of this corporation shall be signed by the president and countersigned by the secretary-treasurer, and in the event of the sickness, absence or inability to act from any cause of the president of the company, then the same are to be signed by the vice-president and countersigned by the secretary-treasurer, and in case of the absence or inability to act of the secretary-treasurer then the

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same are to be signed and countersigned by the president and vice-president.

ARTICLE VII.—No stockholder shall have the right to sell or to dispose of any of his stock without first giving to the corporation fifteen (15) days written notice of such intended sale, and allowing the corporation the first opportunity of purchasing said stock at any bonafide price offered for the same on the market.

ARTICLE VIII.—This act of incorporation may be changed, modified or altered, or this corporation may be dissolved by the vote of three-fourths of the capital stock present or represented at a general meeting of the stockholders convened for that purpose after thirty days notice in writing by mail or in person shall have been given to each stockholder by the secretary.

ARTICLE IX.—At the termination of this charter by limitation or otherwise, the business and affairs of this corporation shall be liquidated by one commissioner to be appointed from among the stockholders at a general meeting convened for that purpose after thirty (30) days prior notice in writing by mail or in person shall have been given to the stockholders by the secretary.

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

Thus done and passed, at New Orleans, La., on the day, month and year first before written, in the presence of Miss Sophie F. Gerken, and George Piazza, both competent witnesses of lawful age, residing in this City and Parish, who have hereunto signed their names with the said appearers, and me, Notary, after due reading of the whole.

(Original Signed):
D. M. FERTH,
New Orleans, La., 100 Shares.
P. RUBIN,
New Orleans, La., 100 Shares.
MAURICE ROSENTHAL,
Lake Charles, La., 100 Shares, by D. M. Ferth.
Witnesses:
Sophie F. Gerken,
George Piazza.
BENJAMIN ORY,
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 Ferth-Rubin Millinery Company, Incorporated, was this day duly recorded in my office, in book 1231, folio 772.
New Orleans, La., December 3, 1919.
(Signed) EMILE J. LEONARD, D. R.
I hereby certify the above and foregoing to be a true and correct copy of the original now on file in my office.
New Orleans, La., December 5, 1919.
BENJAMIN ORY,
Notary Public.
Dec. 11-Jan. 15

AMENDMENT TO CHARTER SOUTHERN CABINET AND REFRIGERATOR COMPANY, LTD.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 28th day of the Month of November, in the year one thousand, nine hundred and nineteen, and of the Independence of the United States of America, the one hundred and forty-fourth, before me, Eldon S. Lazarus, a notary public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Louis M. Adler and Joseph C. Behre, president and secretary-treasurer, respectively of Southern Cabinet and Refrigerator Company, Ltd., a corporation created under the laws of the State of Louisiana by act before Joseph Lautenschlaeger, notary public, for the Parish of Orleans on July 15, 1907, recorded in Mortgage office book 881, folio 144.

And the said appearers, acting in their said capacities, and in behalf of said corporation, by virtue of the authority conferred on them by the stockholders of said company on the 27th day of November, 4919, as will more fully appear by a certified copy of the resolutions adopted at the said meeting of stockholders, which is annexed hereto, declared that a general meeting of the stockholders of the said Southern Cabinet and Refrigerator Company was duly convened and held at the office of said corporation in the City of New Orleans on the 27th day of November, 1919, for the purpose of considering the making of certain changes and amendments of the charter of said company, that at said meeting the said stockholders unanimously voted to amend the charter thereof, and to authorize the said appearers to come before me, the undersigned notary public, to preserve and embody in due legal form, the said action of the stockholders. The said appearers accordingly further declared that they have appeared before me, notary public, under the authorization aforesaid, for the purpose of embodying in proper and authentic form the action of the stockholders in altering and amending Articles I and II of the charter of said company, so that said articles shall hereafter read and be as follows:

ARTICLE I.—The name and style of this corporation shall be Southern Cabinet & Furniture Company, Inc., under sadi name it shall continue to exist for a period of ninety-nine years from date hereof, and shall enjoy and have all the rights, powers, advantages and immunities granted by law to corporations; to buy, sell, mortgage, pledge, sue and be sued.

The domicile of this corporation shall be in the City of New Orleans, and all citations and legal process shall be served upon the President and in his absence on the Secretary-Treasurer of the corporation.

ARTICLE II.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are declared to be: To manufacture cabinets, chairs, tables and all manner of furniture and furnishings, bar, bank and store fixtures, dry air refrigerators, cold storage, beer coolers and supplies and in fact every thing necessary to or connnected with said line of business, to act as agents of others in the same line and also in the business of liquid carbonic gas, and to engage in the sale of any of said articles herein mentioned.

Thus done and passed at my office, in the City of New Orleans, State of Louisiana, in the presence of Messrs. Herbert S. Weil and George W. Simons, competent witnesses, who hereunto sign their names with the said appearers and me, Notary, on the day and date first above written, after due reading of the whole.

(Original Signed):
LOUIS M. ADLER,
President.
JAS. C. BEHRE,
Secretary-Treasurer.
Witnesses:
Herbert S. Weil,
George W. Simons.
ELDON S. LAZARUS,
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 Amendment of the Southern Cabinet & Refrigerator Company, Ltd., was this day duly recorded in my office in book 1231, folio 746.
New Orleans, November 29, 1919.
(Signed) EMILE J. LEONARD, D. R.
A true copy.
ELDON S. LAZARUS,
Notary Public.
Dec. 11-Jan. 15.

AMENDMENT TO CHARTER KRAUSS BROTHERS LUMBER COMPANY.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 25th day of the Month of November, in the year one thousand, nine hundred and nineteen, and of the Independence of the United States of America the one hundred and forty-fourth, before me, Eldon S. Lazarus, a notary public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Marcel Krauss and Alexander Krauss, President and Secretary, respectively, of Krauss Brothers Lumber Company, a corporation created under the laws of the State of Louisiana by act before Herman Michel, late notary public for the Parish of Orleans on April 11, 1913, recorded in Mortgage office book 1088, folio 452, and amended by act before the same notary passed on October 20th, 1915, recorded in Mortgage office book 1157, folio 630, and again amended by act before the same notary passed on February 28, 1917, recorded in Mortgage office book 1206, folio 401.

And the said appearers, acting in their said capacities, and in behalf of said corporation, by virtue of the authority conferred on them by the stockholders of said company on the 17th day of November, 1919, as will more fully appear by a certified copy of the resolutions adopted at the said meeting of stockholders, which is annexed hereto, declared that a general meeting of the stockholders of the said Krauss Brothers Lumber Company was duly convened and held at the offices of said company in the City of New Orleans on the 17th day of November, 1919, for the purpose of considering the making of certain changes and amendments to the charter of said company, that at said meeting the said stockholders unanimously voted to amend the charter thereof, and to authorize the said appearers to come before me, the undersigned notary public, to preserve and embody in due legal form, the said action of the stockholders. The said appearers accordingly further declared that they have appeared before me, notary public, under the authorization aforesaid, for the purpose of embodying in proper and authentic form the action of the stockholders in altering and amending Articles IV, V and VI of the charter of said company, so that said articles shall hereafter read and be as follows:

"ARTICLE IV.—The capital stock of this corporation is hereby fixed at one million ($1,000,000.00) dollars, consisting of ten thousand shares of the par value of one hundred ($100.00) dollars per share, which said capital stock shall be divided as follows:

1. $400,000.00 thereof consisting of 4,000 shares shall be preferred stock, and $600,000.00 thereof, consisting of 6,000 shares shall be common stock.

2. Said preferred stock, subject to the provisions and stipulations hereinafter set forth, shall be divided into the following two classes:

(a) $350,000.00, consisting of 3,500 shares shall be designated as preferred stock Class "A," and

(b) $50,000.00, consisting of 500 shares shall be designated as preferred stock Class "B."

3. All of said preferred stock, both Class "A" and Class "B" shall be entitled by preference and priority over all of said common stock to dividends in each and every year at the rate of seven per cent per annum, payable out of the profits or earned surplus, semi-annually on February 1st and August 1st of each year, said dividends shall be cumulative, but limited to seven per cent per annum, and no dividend shall be paid on, or set aside for, the common stock until all the dividends on the preferred stock shall have been fully paid. In the event of the dissolution or liquidation of the corporation or of any distribution of the assets of the corporation for any reason whatsoever the par value of all preferred stock, legally issued and outstanding, shall be paid to the holders thereof in full with the unpaid dividends and accrued interest thereon at the rate of six (6) per cent per annum before any payment shall be set aside for, or made to, the holders of the common stock.

4. The only distinction between preferred stock Class "A" and preferred stock Class "B" shall be that for five years after its issuance, preferred stock Class "B" shall be convertible into common stock of the company (if at the time there be any unissued common stock in the treasury of the company) at the then book value of the common stock; such conversion to be at the pleasure of the holder of said preferred stock Class "B" at the end of any fiscal year. Upon such conversion the converted stock shall be entitled to share in the dividends earned or paid thereon only for the ensuing year, the holder of said stock being entitled to the dividends thereon as preferred stock up to the date of such convers