CHARTER.

CHARTER OF THE NEW ORLEANS MARBLE COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans. Be it known, that on this 24th day of December, in the year 1919, before me, Isaac S. Heller, notary public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who availing themselves of the laws of Louisiana have covenated and agreed and do by these presents covenant and agree and bind themselves as well as those who may become associated with them to form a corporation for the objects and purposes and under the stipulations and articles following-to-wit:

ARTICLE I.—The name of this corporation shall be New Orleans Marble Company, Inc.

ARTICLE II.—The purposes and objects of this corporation shall be: To carry on the business of manufacturing, erecting, buying, selling and dealing in, marble, granite, stone, slate and accessories, either as principal or agent, at wholesale and retail, and of doing all other things incident to, connected with or growing out of the said business.

ARTICLE III.—The capital stock of this corporation shall be ten thousand dollars ($10,000.00) represented by one hundred (100) shares at one hundred dollars ($100.00) per share and the capital stock may be increased to twenty thousand dollars ($20,000.00)

ARTICLE IV.—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, State of Louisiana, and its principal office where all citations or other legal process may be served as required by law, will be in the City of New Orleans. It shall enjoy succession for a period of ninety-nine years, use or not a corporate seal; name and appoint such managers, agents, directors, and other officers and establish such by-laws, rules and regulations for the proper management of its affairs as it may deem proper and necessary.

ARTICLE V.—The officers of this corporation shall be a President, Vice-President, and Secretary-Treasurer. All the corporate powers shall be vested in the Board of Directors, which shall consist of four persons, each of whom shall own at least one share of full paid and unpledged stock shown by written declaration to that effect. The officers and Board of Directors shall be elected annually on the first Wednesday of January of each year, except the first officers and Board which shall hold their offices until the first Wednesday of January, 1921. All elections shall be by ballot at the office, at the domicile of the corporation, notice to the stockholders to be given fifteen days before the stockholders' meeting for that purpose. At all elections each stockholder shall be entitled to one vote in person or by proxy for each share of stock standing in his name in the corporation books and a majority of the votes will elect.

ARTICLE VI.—The following shall constitute the officers of the corporation until the election on the first Wednesday of January, 1921: Arthur Regottaz, Jr., President; Arthur V. Belot, Vice-President; Robert Ducros, Secretary-Treasurer, and they together with George L. Ducros shall constitute the first Board of Directors until their successors shall have been elected and qualified.

ARTICLE VII.—Whenever this corporation may be dissolved either by limitation or from any cause, its affairs shall be liquidated by one or more liquidators, elected from among the stockholders at a general meeting convened for that purpose, of which meeting notice will be given in the manner provided for stockholders' meetings by Article V of this charter. Said liquidators shall remain in office until the affairs of this corporation shall have been finally liquidated.

ARTICLE VIII.—This act of incorporation may be modified, changed or altered, and the corporation dissolved whenever advisable by the Board of Directors by calling a meeting for that purpose, following the formalities prescribed by law and proceeding to dissolve the corporation.

ARTICLE IX.—No stockholder shall ever be liable for the contracts or faults of the corporation, except as provided by law, to any further sum than the unpaid balance on stock subscribed by him, nor shall any informality in organization render this charter null.

Thus done and passed in my office in the City of New Orleans, on the 24th day of December, 1919, in the presence of competent witnesses, who have hereunto signed these presents with the said appearers and me, Notary, after reading the whole.

A. REGOTTAZ, JR.,
[illegible] N. White St., New Orleans, La., 29 Shares.

A. V. BELOT,
6015 Demaine St., New Orleans, La., 10 Shares.

ROBT. DUCROS,
[illegible] Esplanade Ave., New Orleans, La., 20 Shares.

GEO. L. DUCROS,
[illegible] Hospital St., New Orleans, La., 10 Shares.

Witnesses:
RENE A. VIOSCA.
CHAS. J. TURCK.
(Seal) ISAAC S. HELLER,
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 New Orleans Marble Co., Inc., was this day duly recorded in my office, in Book 1,238, folio 176, New Orleans, La., December 29, 1919.

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

Jan. 6-Feb. 12.

CHARTER OF THE PAN AMERICAN BAKERIES CO., INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this seventh day of January, nineteen hundred and twenty, before me, Charles Schneidau, a notary public for the Parish of Orleans and City of New Orleans, State of Louisiana, duly commissioned and qualified, 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 provisions of the laws of this State relative to the organization of corporations, they have contracted, covenanted and agreed to bind, form and constitute themselves, and do hereby bind, form, and constitute themselves, as well as all such other persons as may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the articles, agreements and stipulations following, to-wit:—

ARTICLE I.—The name of said corporation shall be "Pan American Bakeries Co., Inc."

ARTICLE II.—The purposes for which said corporation is formed are: to carry on the bakery business in all its branches, under the Barker System of Bakeries, in the State of Louisiana or elsewhere; to buy and sell privileges to operate under the Barker System of Bakeries, and to do any and all other acts and things necessary or proper to accomplish the objects and purposes and to successfully carry on the business of said corporation.

ARTICLE III.—The amount of the capital stock of said corporation shall be forty thousand dollars ($40,000.00) all of which shall be common stock and none of which shall be preferred stock.

ARTICLE IV.—The amount to which the capital stock of said corporation may be increased shall be one hundred thousand dollars ($100,000).

ARTICLE V.—The number of shares of which said capital stock of forty thousand dollars ($40,000.00) of said corporation shall consist shall be four hundred (400) of the par value of one hundred dollars ($100.00) per share, the shares of said corporation to remain at one hundred dollars ($100.00) in the event of the increase of the capital stock of said corporation beyond forty thousand dollars ($40,000.00).

ARTICLE VI.—The location of the domicile of said corporation shall be in the City of New Orleans, in the Parish of Orleans, in the State of Louisiana.

ARTICLE VII.—The period of duration of said corporation shall be one hundred years (100).

ARTICLE VIII.—The number of directors of said corporation shall be six. The officers of said corporation shall be those required by law, and such other officers as may be provided for by the by-laws. The names and post office addresses of the directors of said corporation are selected to serve for the first year, or until their successors are duly elected and qualified shall be as follows, to-wit: A. Fred. Bultman, Jr., Birmingham, Ala., W. D. Rollins, Jr., New Orleans, La., Sterling Armstrong, New Orleans, La., Robert R. Bunn, New Orleans, La., and H. M. Brooks, Birmingham, Ala., with Bernard R. Smith, Birmingham, Ala., as president; H. T. Bunn, New Orleans, La., as first vice president; Henry T. Bunn, New Orleans, La., as second vice president; Sterling

CHARTERS.

Armstrong, New Orleans, La., as secretary, and W. D. Rollings, Jr., New Orleans, La., as treasurer.

ARTICLE IX.—The names and post office addresses of the subscribers to these articles of incorporation and a statement of the number of shares of stock which each subscriber is to take in said corporation are as follows:—B. R. Smith, Birmingham, Ala., fifty (50) shares, par value five thousand ($5,000.00) dollars; W. D. Rollins, Jr., New Orleans, La., forty (40) shares, par value four thousand ($4,000.00) dollars; Sterling Armstrong, New Orleans, La., thirty (30) shares, par value three thousand ($3,000.00) dollars; Henry T. Bunn, New Orleans, La., thirty (30) shares, par value three thousand ($3,000.00) dollars; Robert P. Hyams, New Orleans, La., thirty (30) shares, par value three thousand ($3,000.00) dollars; H. M. Brooks, Birmingham, Ala., twenty-five (25) shares, par value twenty-five hundred ($2,500.00) dollars, all shares to be paid in cash.

ARTICLE X.—Each share of stock shall be entitled to one vote. There shall be no cumulative voting.

ARTICLE XI.—The board of directors of said corporation shall be, and are hereby vested with all the corporate powers of said corporation, including among other powers the following, viz: the power to make, alter and amend suitable by-laws for the government of said corporation; the power to borrow money, execute mortgages, issue notes or bonds, to sell or pledge the same, and generally to do all things pertinent to, or necessary for the objects and purposes of said corporation, or which are or may be permitted by the laws applicable to corporations, the above recital of powers granted to the board of directors not being exclusive, the intention being to vest the board of directors with all such other and further powers as may be proper to accomplish the objects and purposes of said corporation.

The stockholders' meeting for the election of directors of said corporation shall be held annually on the second Tuesday of November.

ARTICLE XII.—The President, the Vice-President, and the Secretary, and the Treasurer shall be authorized to receive service of all legal process.

ARTICLE XIII.—Whenever this corporation shall be dissolved, either by limitation or from any cause, its affairs shall be liquidated by three commissioners to be appointed from among the stockholders, at a general meeting of the stockholders convened for such purpose, of which meeting notice in writing shall be given, to be mailed at least ten (10) days before the date of meeting, addressed to each stockholder at his last known place of address, but such meeting may be held without delay and without notice, if all delay and notice of the proposed meeting be waived in writing by all the stockholders. A majority in amount of three-fourths of the outstanding stock of said corporation, present and represented, at such meeting, shall be requisite to elect commissioners. Said commissioners shall remain in office until the affairs of said corporation shall have been fully settled and liquidated, and in case, from any cause, a vacancy or vacancies occur among said commissioners, the remaining commissioner, or commissioners, may fill the vacancy or vacancies.

Thus done and signed, in my office, in the City of New Orleans, in the presence of James E. Zunts and Asahel W. Cooper, competent witnesses, both of this city, who have hereunto signed their names with the said appearers to these articles of incorporation and me, Notary, on the date and day first above written, and the said subscribers do hereby subscribe for and agree to pay for the number of shares set opposite their several names.

(Original signed):

R. P. HYAMS,
Thirty (30) Shares.
STERLING ARMSTRONG,
Thirty (30) Shares.
W. D. ROLLINS, JR.,
Forty (40) Shares.
BERNARD R. SMITH,
Perpro W. D. Rollins, Jr.
Fifty (50) Shares.
H. M. BROOKS,
Perpro W. D. Rollins, Jr.,
Twenty-five (25) Shares.
H. T. BUNN.
Thirty (30) Shares.

Witnesses:
James E. Zunts,
A. W. Cooper.
CHARLES SCHNEIDAU,
Notary Public.
(Seal)

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 "Pan American Bakeries Co., Inc.," was this day duly recorded in my office in Book 1238, Folio ——.

New Orleans, La., January 7, 1920.
(Signed) EMILE J. LEONARD Dy. R.
(Seal)

I, Charles Schneidau, a notary public in and for the Parish of Orleans and City of New Orleans, State of Louisiana, do hereby certify that the above and foregoing is a true and correct copy from the original act of incorporation of the "Pan American Bakeries Co., Inc.," as well as of the certificate of the Recorder of Mortgages thereto appended, the whole on file and of record in my office.

In faith whereof, I have hereunto set my hand and official seal at New Orleans, La., this 12th day of January, 1920.

CHARLES SCHNEIDAU,
Notary Public.

Jan. 15-Feb. 19.

CHARTER OF THE AUTOMATIC REGISTER SALES COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 12th day of the month of January, in the year of our Lord, one thousand, nine hundred and twenty; before me, Henry George McCall, a notary public, duly commissioned and qualified in and for the Parish and State aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereunto subscribed, who severally declared that, availing themselves of the provisions of the laws of this State relative to the organization of corporations, they have contracted, covenanted and agreed to bind, form and constitute themselves, and do hereby bind, form, and constitute themselves, as well as all such other persons as may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the articles, agreements and stipulations following, to-wit:

(Original Signed):

A. FRED. BULTMAN, JR.
198 Shares.
EDWARD R. GSCHWIND,
1 Share.
ELEONORE GSCHWIND,
1 Share.

Witnesses:
Azzo J. Plough,
Lawrence Vollenweider, Jr.
HENRY G. McCALL,
Notary Public.

Certificate of Recorder.

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 Automatic Register Sales Company, Inc., (of Louisiana,) was this day duly recorded in my office, in Book 1238, folio 265.

New Orleans, January 13, 1920.
(Signed) EMILE J. LEONARD,
Dy. R.

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

HENRY G. McCALL,
Notary Public.

Jan. 29-Feb. 5.-March 4.

CHARTER OF THE UNION TAILORING COMPANY, INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this twenty-second day of January, in the year one thousand, nine hundred and twenty, before me, William Waller Young, 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 the several persons whose names are hereunto subscribed, all above the full age of majority, who severally declared, that, availing themselves of the laws of the State of Louisiana, and especially the laws relative to the organization of corporations, they have covenanted and agreed to bind, form and constitute themselves, as well as all such other persons as may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the articles, agreements and stipulations following, to-wit:

ARTICLE I.—The name style and title of this corporation shall be Union Tailoring Company, Inc., and under that name, it shall have and enjoy all the rights, advantages and privileges granted by law to corporations and shall exist for the full term and period of ninety-nine years from this date. It shall have power 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, sell and convey as well as mortgage, hypothecate and pledge property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, directors, officers, agents and other employees as its 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 as may be necessary and expedient for the proper management and government of the affairs of said corporation.

This corporation shall issue to the said Bultman one hundred and ninety-eight shares of stock, all full paid and non-assessable, and said Bultman hereby subscribes for said shares of stock, the same to be paid for by being accepted in full payment of the contractual rights sold to this corporation.

Other subscriptions to said capital stock shall be paid for in cash, at such times and in such amounts as may be determined by the Board of Directors.

No transfer of stock shall be binding upon said corporation unless made upon the books of the corporation, and all certificates of stock shall be signed by such officers as may be designated by the Board of Directors.

The said corporation shall at once become and be a going concern and shall immediately commence business.

The said capital stock may be increased from time to time to any amount not exceeding one hundred thousand dollars,—such increases to be made as provided by law.

ARTICLE V.—All the corporate powers of said corporation shall be vested in, and the management and control of its affairs shall be exercised by a Board of Directors, composed of three stockholders. Each director shall own at least one share of stock and shall be elected annually, by the stockholders, by ballot, on the Thursday following the first Monday in January,—the first election to be held in 1921. Notice shall be given by mail, addressed to each stockholder, at his last known place of residence as shown on the books of the corporation, said notice to be mailed at least fifteen days before such election, and all elections shall be held under such rules and regulations as may be fixed by the Board of Directors.

In case of any failure to hold an election as above provided, such failure shall not forfeit this charter, but an election shall be held as soon as may be practicable after notice as above provided.

Each Board of Directors, at its first meeting after each election, shall elect from its number a president and shall also elect a secretary and a treasurer, who may be members of the board or not, as the directors see fit; and both of said offices may be held by one and the same person, as Secretary and Treasurer, as may be determined by the Board.

A majority of the directors shall constitute a quorum for the transaction of all business, and any vacancy occurring on said Board shall be filled by the remaining directors for the unexpired term. The said Board, or such officer or manager as it may designate, shall appoint such officers, managers, clerks and other employees of said corporation as may be necessary for its business and shall dismiss the same; and the tenure of office and employment of all officers, managers, clerks and employees shall be during the pleasure of said Board.

The said Board shall have the right and power to buy, sell, improve, contract, lease, borrow money, issue bonds and execute mortgages, and, in general, to exercise all the powers of the corporation, as well as to carry out its objects and purposes,—all without reference to or authorization by the stockholders.

From time to time said Board shall adopt rules, regulations, and by-laws for the management and control of the business and affairs of said corporation, and, in its discretion, shall cancel, change and modify the same.

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

ARTICLE VII.—This act of incorporation may be changed, modified, or altered, or said corporation may be dissolved, with the assent of the holders of two-thirds of the stock of the corporation, whose owners are present and represented at a general meeting of the holders of stock, after at least thirty days' written notice of such meeting has been given through mail, addressed to each stockholder at his place of residence, as shown on the books of the corporation.

In case of dissolution, whether by the expiration of this charter or otherwise, the holders of stock shall elect three liquidators from among their number, to liquidate and settle the business and affairs of said corporation. In case of death or disability of any of said liquidators, the survivors, or the remaining liquidators, shall appoint a successor to such liquidator. Said liquidators are hereby given full power, either by court or law proceedings, or without such proceedings, as they shall elect, to collect all amounts due the corporation, sell or otherwise dispose of its assets, pay its debts and liabilities, and compromise and settle all disputed questions and matters; and shall have and exercise all other powers necessary and usual to fully and finally settle, wind up and liquidate all the business and affairs of the corporation, and distribute its net assets or funds among its stockholders in accordance with their respective rights.

ARTICLE VIII.—The names of the first Board of Directors and their post office addresses are as follows:

A. Fred. Bultman, Jr., 2913 Magazine Street, New Orleans, La.; Edward R. Gschwind, 6071 Laurel Street, New Orleans, La.; Miss Eleonore Gschwind, 6071 Laurel Street, New Orleans, La.

The said Board of Directors, with said A. Fred. Bultman, Jr., as President, and said Edward R. Gschwind, as Secretary and Treasurer, shall serve until the election to be held on the Thursday following the first Monday in January, 1921, and until their successors shall be elected.

The names and post office addresses of the subscribers hereto and the number of shares which each agrees to take in the corporation are as follows, viz:

A. Fred. Bultman, Jr., 2913 Magazine Street, New Orleans, La., one hundred and ninety-eight shares of stock, $19,800.00; Edward R. Gschwind, 6071 Laurel Street, New Orleans, La., one share of stock, $100.00; Miss Eleonore Gschwind, 6071 Laurel Street, New Orleans, La., one share of stock, $100.00.

Thus done and passed in my office on the day, and in the month and year hereinfirst above written, in the presence of Messrs. Azzo J. Plough and Lawrence Vollenweider, Jr., competent witnesses, who have signed with the parties and me, Notary, after due reading of the whole.

(Original Signed):

A. FRED. BULTMAN, JR.
198 Shares.
EDWARD R. GSCHWIND,
1 Share.
ELEONORE GSCHWIND,
1 Share.

Witnesses:
Azzo J. Plough,
Lawrence Vollenweider, Jr.
HENRY G. McCALL,
Notary Public.

Certificate of Recorder.

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 Union Tailoring Company Inc., was this day duly recorded in my office in Book 1238, Folio ——.

New Orleans, January 23, 1920.
(Signed) EMILE J. LEONARD, Dy. R.
A true copy.
(Signed) W. W. YOUNG,
Seal.) Notary Public.
Jan. 29-Feb. 5-Mch. 4.

CHARTER OF THE DICKSON WATERPROOFING COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 9th day of the month of January, in the year of Our Lord one thousand nine hundred and twenty, before me, Henry George McCall, a Notary Public, duly commissioned and qualified in and for the Parish and State aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereunto subscribed, who severally declared that, availing themselves of the provisions of the laws of this State relative to the organization of corporations, they have contracted, covenanted and agreed to bind, form and constitute themselves, and do hereby bind, form and constitute themselves, as well as all such other persons as may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the articles, agreements and stipulations following, to-wit:

ARTICLE I.—The name and style of this corporation shall be the Dickson Waterproofing Company, Inc., and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations, and shall exist for the period of ninety-nine years from this day. It shall have power to contract sue and be sued; to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, lease, reclaim, purchase and convey, as well as mortgage, hypothecate and pledge property, both real and personal; to issue bonds, notes and other obligations or negotiable instruments; to name and appoint 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 management and control of its business and affairs as may be deemed necessary or expedient, and the same to change and alter at pleasure; and to do all acts and things necessary and proper to carry out the objects and purposes of said corporation.

ARTICLE II.—The domicile of said corporation is hereby fixed 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 his absence, upon its Secretary and Treasurer.

ARTICLE III.—The objects and purposes of this corporation and the nature of the business to be carried on by it are hereby declared to be to buy, sell and manufacture clothing and to engage in a general haberdashery business, including the sale of footwear, and generally to do and transact all things complementary or incidental to any of the aforesaid objects and purposes.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of six thousand ($6,000.00) dollars, to be divided into and represented by sixty (60) shares, in the sum of one hundred ($100.00) dollars, each; said stock shall be paid for in cash at such times and in such manner as the Board of Directors may determine. All shares of stock of this corporation shall be full paid and non-assessable. No transfer of stock shall be binding upon the corporation unless made upon its books, and all certificates of stock shall be signed by such officers as may be designated by the Board of Directors. This corporation shall become a going concern and commence doing business as soon as three thousand ($3,000.00) dollars of the capital stock shall have been subscribed. The capital stock of this corporation may be increased to the sum of fifty thousand ($50,000.00) dollars. No stockholder shall have the right to sell or transfer his or her shares of stock or any part thereof to any one who is not a stockholder of said corporation unless he shall have first offered the same to the other stockholders at the book value thereof as fixed by the Board of Directors, allowing fifteen days for the accepting or rejecting of the offer. **After which delay,** only if the offer of purchase is not accepted, the stockholder desiring to sell his shares may sell the same to any one not a stockholder. This provision shall be printed on the face or in the body of all certificates of stock.

ARTICLE V.—All the corporate powers of said corporation shall be exercised by a Board of Directors, consisting of three stockholders, a majority of whom shall constitute a quorum for the transaction of business. The Board of Directors shall elect annually from their number a President, a Vice President, and a Secretary and Treasurer. The first Board of Directors shall consist of three stockholders and shall be composed of Harry Latter, Bernard Carroll and Hilary Cousins, with the said Harry Latter as President; Bernard Carroll as Vice President, and Hilary Cousins as Secretary and Treasurer, who shall serve until the second Monday in January, 1921. The postoffice addresses of said directors are as follows: Harry Latter, 2616 Peniston street, New Orleans, La.; Bernard Carroll, 1213 St. Mary street, New Orleans La., and Hilary Cousins 1213 St. Mary street, New Orleans, La. These directors shall serve until the second Monday in January, 1921, or until their successors have been duly elected and qualified. The annual meeting of the stockholders for the election of directors shall be held on the second Monday in January of each year, unless said day be a legal holiday, and then on the next bank day thereafter. Any vacancy occurring among the directors by death, resignation or otherwise, shall be filled by election for the unexpired term by the remaining directors. Each subscriber hereto sets after his name his postoffice address and a statement of the number of shares of stock which he agrees to take in the corporation. At all elections, 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. A majority of the votes cast shall elect.

ARTICLE VI.—In the event of the liquidation or dissolution of this corporation, the stockholders shall elect three liquidators from among their number at a meeting convened for that purpose, after fifteen (15) days' written notice sent to each stockholder by mail to his last known address; said liquidators shall have the authority to wind up the business and affairs of this corporation. In case of the death of a liquidator, the survivors shall appoint a stockholder as successor to him.

ARTICLE VII.—This charter may be modified, changed or altered, or said corporation may be dissolved, with the assent of stockholders owning two-thirds of the entire capital stock, at a general meeting of the stockholders convened for such purpose, after fifteen (15) days' written notice shall have been given to each stockholder, mailed to him at his last known address.

ARTICLE VIII.—No subscriber for stock shall ever be held liable for the contract, faults or debts of said corporation in any further sum than the unpaid balance, if any, due the corporation on the stock for which he has subscribed; nor shall any stockholder ever be held liable for such contract, faults or debts in any further sum than the unpaid balance, if any, on the stock owned by him; nor shall any mere informality in organization have the effect of rendering this charter null, or rendering any subscriber or stockholder liable beyond the unpaid amount, if any, remaining due on his stock.

ARTICLE IX.—This corporation is organized under the laws of the State of Louisiana, and especially Act No. 267 of 1914, and the subscribers hereto, for themselves and said corporation, and for its officers, directors and stockholders, hereby accept, as part of this charter and as conditions of this corporation, all the rights, powers, privileges and immunities granted to corporations, and granted to and conferred upon officers, directors and stockholders of corporations by said laws and said acts; such acceptance being as full, complete and binding as if said rights, powers, privileges and immunities were set forth at full length in this instrument.

Thus done and passed in my Notarial Office, in the City of New Orleans aforesaid, in the presence of Richard B. Montgomery and Thomas Joseph Dobbins, competent witnesses of lawful age, and residing in this city, who hereunto subscribe their names, together with said parties and me, Notary, on the day and date set forth in the caption hereof.

Witnesses: Richard B. Montgomery, T. J. Dobbins.

(Original signed.) (Names of subscribers omitted.)

W. W. YOUNG, Not. Pub.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing Act of Incorporation of Union Tailoring Company Inc., was this day duly recorded in my office in Book 1238, Folio ——.

New Orleans, January 23, 1920.
(Signed) EMILE J. LEONARD, Dy. R.
A true copy.
(Signed) W. W. YOUNG,
Seal.) Notary Public.
Jan. 29-Feb. 5-Mch. 4.

CHARTER OF THE DICKSON WATERPROOFING COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 9th day of the month of January, in the year of Our Lord one thousand nine hundred and twenty, before me, Henry George McCall, a Notary Public, duly commissioned and qualified in and for the Parish and State aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereunto subscribed, who severally declared that, availing themselves of the provisions of the laws of this State relative to the organization of corporations, they have contracted, covenanted and agreed to bind, form and constitute themselves, and do hereby bind, form and constitute themselves, as well as all such other persons as may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the articles, agreements and stipulations following, to-wit:

ARTICLE I.—The name and style of this corporation shall be the Dickson Waterproofing Company, Inc., and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations, and shall exist for the period of ninety-nine years from this day. It shall have power to contract sue and be sued; to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, lease, reclaim, purchase and convey, as well as mortgage, hypothecate and pledge property, both real and personal; to issue bonds, notes and other obligations or negotiable instruments; to name and appoint 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 management and control of its business and affairs as may be deemed necessary or expedient, and the same to change and alter at pleasure; and to do all acts and things necessary and proper to carry out the objects and purposes of said corporation.

ARTICLE II.—The domicile of said corporation is hereby fixed in the City of New Orleans, in this State. All citations and other legal process shall be served on the President, and, in his absence, on the Vice President, and, in the absence of both, on the Secretary of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it, are hereby declared to be: To make and sell and generally to deal in waterproofing materials and compounds; to subject to waterproofing processes cotton duck and other materials and to sell and generally deal in the same; to acquire for stock or otherwise processes, methods, formulas and patents for waterproofing; to acquire and own all species of property, movable or immovable, necessary or proper for the purposes of the corporation and to sell, mortgage and dispose of the same; and generally to do and engage in any other business, undertaking or enterprise, connected with, growing out of or incidental to any of the purposes hereinabove set forth.

ARTICLE IV.—The capital stock of said corporation is hereby fixed at the sum of fifteen thousand ($15,000.00) dollars, divided into six hundred shares, of the par value of twenty-five ($25.00) dollars each, which stock shall be paid for in cash or property, at such times and in such amounts as may be determined upon by the Board of Directors. No transfer of stock shall be binding upon said corporation unless made upon the books of the corporation, and all certificates of stock shall be signed by such officers as may be designated by the Board of Directors. The said corporation shall at once become and be a going concern and shall immediately commence business. The said capital stock may be increased from time to time to any amount not exceeding fifty thousand ($50,000.00) dollars, such increase to be made as provided by law.

ARTICLE V.—All the corporate powers of said corporation shall be vested in, and the management and control of its affairs shall be exercised by a Board of Directors, composed of three stockholders. Each director shall own at least one share of stock and shall be elected annually, by the stockholders, by ballot, on the Thursday following the first Monday in January; the first election, however, to be held within fifteen days from the date of this charter. Notice of all subsequent meetings shall be given by mail, addressed to each stockholder, at his last known place of residence as shown on the books of the corporation, said notice to be mailed not more than three weeks nor less than two weeks before such election, and all elections shall be held under such rules and regulations as may be fixed by the Board of Directors. In case of any failure to hold an election as above provided, such failure shall not forfeit this charter, but an election shall be held as soon as may be practicable after notice as above provided. Each Board of Directors, at its first meeting after each election, shall elect from its number a President and a Vice-President; and shall also elect a Secretary and a Treasurer, who may be members of the board or not, as the directors see fit; and both of said offices may be held by one and the same person, as Secretary and Treasurer, as may be determined by the Board. A majority of the directors shall constitute a quorum for the transaction of all business, and any vacancy occurring on said Board shall be filled by the remaining directors for the unexpired term. The said Board, or such officer or manager as it may designate, shall appoint such officers, managers, clerks and other employees of said corporation as may be necessary for its business and shall dismiss the same; and the tenure of office and employment of all officers, managers, clerks and employees shall be during the pleasure of said Board. The said Board shall have the right and power to buy, sell, improve, contract, lease, borrow money, issue bonds and execute mortgages, and, in general, to exercise all the powers of the corporation, as well as to carry out its objects and purposes, all without reference to or authorization by the stockholders. From time to time said Board shall adopt rules, regulations and by-laws for the management and control of the business and affairs of said corporation, and, in its discretion, shall cancel, change and modify the same.

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

ARTICLE VII.—This act of incorporation may be changed, modified or altered, or said corporation may be dissolved, with the assent of the holders of two-thirds of the stock of the corporation, whose owners are present and represented at a general meeting of the holders of stock, after at least thirty days' written notice of such meeting has been given through mail, addressed to each stockholder at his place of residence, as shown on the books of the corporation. In case of dissolution, whether by the expiration of this charter or otherwise, the holders of stock shall elect three liquidators from among their number, to liquidate and settle the business and affairs of the corporation. In case of death or disability of any of said liquidators, the survivors, or the remaining liquidators, shall appoint a successor to such liquidator. Said liquidators are hereby given full power, either by court of law proceedings, or without such proceedings, as they shall elect, to collect all amounts due the corporation, sell or otherwise dispose of its assets, pay its debts and liabilities, and compromise and settle all disputed questions and matters, and shall have and exercise all other powers necessary and usual to fully and finally settle, wind up and liquidate all the business and affairs of the corporation, and distribute its net assets or funds among its stockholders in accordance with their respective rights.

ARTICLE VIII.—The names and post-office addresses of the subscribers hereto and the number of shares which each agrees to take in the corporation are as follows, to-wit: Samuel Brook Dickson, 429 Celeste street, New Orleans, La., three hundred and eight shares, $7,700.00; John A. O'Connor, 429 Celeste street, New Orleans, La., one share, $25.00; Joseph W. Carroll, 801-8 Hennen building, New Orleans, La., one share, $25.00; Mrs. Charles Dickson, 429 Celeste street, New Orleans, La., two hundred and seventy shares, $6,750.00; Mrs. Margaret D. Dickson, 1307 Philip street, New Orleans, La., twenty shares, $500.00.

Thus done and passed, in my office, on the day and in the month and year herein first above written, in the presence of Messrs. Azzo J. Plough and Lawrence Vollenweider, Jr., competent witnesses, who have signed with the parties and me, Notary, after due reading of the whole.

Witnesses: Azzo J. Plough, Lawrence Vollenweider, Jr.

(Original signed.) S. Brook Dickson, 308 shares; Mrs. Chas. Dickson, per pro S. Brook Dickson, 270 shares; Mrs. Margaret D. Dickson, per pro S. Brook Dickson, 20 shares; Joseph W. Carroll, 1 share; John A. O'Connor, 1 share.

HENRY G. McCALL, Not. Pub.

Certificate of Recorder. 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 Dickson Waterproofing Company, Inc., was this day duly recorded in my office, in Book 1238, folio 270.

New Orleans, January 13th, 1920.
(Signed.) EMILE J. LEONARD,
Dy. R.

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

HENRY G. McCALL,
Notary Public.

Jan. 29-Feb 5-Mch. 4.

CHARTER OF THE KNOTT AUTOMOBILE AND MACHINE COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, That on this day, the fifteenth of the month of January, in the year of Our Lord, one thousand, nine hundred and twenty, and of the Independence of the United States of America, the one hundred and forty-fourth, before me, Bussiere Rouen, a Notary Public in and for the Parish of Orleans, State of Louisiana, duly commissioned, sworn and qualified, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, all of the age of majority and residents of New Orleans, who declared that, availing themselves of the laws of the State of Louisiana, and especially the laws relative to the organization of corporations, they have covenanted and agreed to bind and constitute themselves, as well as all such other persons as may hereafter become associated with them, into a corporation and body politic in law, for the objects and purposes and under the stipulations following, to-wit:

ARTICLE I.—The name, style and title of the corporation shall be Knott Automobile and Machine Company, Incorporated, and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations, and shall exist for the full term and period of ninety-nine (99) years from the date hereof. It shall have power to contract, sue and be sued, to make and use a corporate seal and the same to alter at pleasure; to hold, receive, lease, purchase, sell and convey, as well as mortgage, hypothecate and pledge, property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, directors, officers and agents and other employees as its interests and convenience may require; to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations as may be necessary for the proper management and government of the affairs of the corporation.

ARTICLE II.—The domicile of this corporation is hereby fixed at 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 his absence, upon the Secretary, or, in the presence of both upon the Treasurer.

ARTICLE III.—The objects and purposes of this corporation, and the nature of the business to be carried on by it, are hereby declared to be, to engage in machine and electrical work; to buy, sell, repair and generally deal in automobiles, automobile trucks and other motor-driven vehicles and bicycles and automobile and bicycle supplies, and all other business incidental to the retail and wholesale automobile, automobile truck and bicycle business; to promote and assist financially any person, firm or corporation engaged in the business of selling automobiles, automobile trucks and other motor-driven vehicles, at retail or wholesale; to accept in pledge automobiles, automobile trucks or other motor-driven vehicles, for any money lent on the security thereof, and to keep and store said automobiles, automobile trucks and other motor-driven vehicles pending their redemption; with the right and power to do any and all things necessary or connected with, or in any manner incidental or complementary to the objects and purposes ther