

CHARTER.

ACT OF INCORPORATION OF THE WELLS-BUILDING, INCORPORATED IN THE STATE OF LOUISIANA.

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

Be it known, that on this 12th day of March, 1920, one thousand and one hundred and twenty, one of the Independence of the United States of America, the undersigned, Joseph Sinal, a Notary Public, duly commissioned and qualified, in and to the presence of the witnesses hereinafter named and undersigned, personally came and appeared, the several persons whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of the State of Louisiana, they had organized and formed a corporation, and that they had adopted and agreed to do by these presents covenant and agree, bind and obligate themselves and their heirs, assigns and assigns as may hereafter become associated with them, to form and constitute a corporation and body politic in law for the objects and purposes herein set forth, to wit:

ARTICLE I.—The name, style and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

It shall have the power and authority to contract, sue and be sued, and to make and alter, amend, purchase, lease, sell, mortgage, hypothecate and pledge property, real, personal and mixed, and to do all things which any company or companies that may be organized in this State, in its objects and purposes, may lawfully do, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, where all citations or other legal process shall be served upon the President, or, in his absence, upon any other officer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be to purchase, hold, sell, lease, improve and lease real estate, and to erect and construct, and to acquire, construct, manage, care for and maintain, extend and alter buildings thereon; and generally to do all things which may be necessary, convenient or desirable in the furtherance of the above objects and purposes.

ARTICLE IV.—The capital stock of this corporation shall be Eighty Thousand (\$80,000) Dollars, divided into and represented by Eight Thousand (8,000) Shares of the par value of One Hundred, (\$100.00) Dollars each, which shall be common stock, fully paid and non-assessable.

CHARTER.

and appeared: Carlo Gulotta, President and M. Mannina, Secretary-Treasurer, of the Crescent Produce Co., Incorporated, who declared that at a special meeting of the stockholders of said company, a corporation organized and formed under the laws of the State of Louisiana, recorded in Mortgage Book 1228, folio 34 for the Parish of Orleans, they had organized and formed a corporation, and that they had adopted and agreed to do by these presents covenant and agree, bind and obligate themselves and their heirs, assigns and assigns as may hereafter become associated with them, to form and constitute a corporation and body politic in law for the objects and purposes herein set forth, to wit:

ARTICLE I.—The name, style and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

It shall have the power and authority to contract, sue and be sued, and to make and alter, amend, purchase, lease, sell, mortgage, hypothecate and pledge property, real, personal and mixed, and to do all things which any company or companies that may be organized in this State, in its objects and purposes, may lawfully do, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, where all citations or other legal process shall be served upon the President, or, in his absence, upon any other officer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be to purchase, hold, sell, lease, improve and lease real estate, and to erect and construct, and to acquire, construct, manage, care for and maintain, extend and alter buildings thereon; and generally to do all things which may be necessary, convenient or desirable in the furtherance of the above objects and purposes.

ARTICLE IV.—The capital stock of this corporation shall be Eighty Thousand (\$80,000) Dollars, divided into and represented by Eight Thousand (8,000) Shares of the par value of One Hundred, (\$100.00) Dollars each, which shall be common stock, fully paid and non-assessable.

ARTICLE V.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors to be elected and organized as follows: The Board of Directors shall be composed of three members, one of whom shall constitute a quorum for the transaction of business.

ARTICLE VI.—The name and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

CHARTER.

meeting shall elect from among their numbers a president, five vice-presidents, a secretary and a treasurer, provided, however, that the undersigned persons may hold the offices of secretary and treasurer. The secretary need not be a stockholder or member of the board of directors and any vacancy in the office of secretary or treasurer may be filled by the board of directors, who may act either in person or by proxy.

ARTICLE VIII.—Whenever this corporation is dissolved, either by limitation of time or by other means, the same shall be liquidated by the board of directors, who are hereby vested with full power to sell any or all of the real and personal property of the corporation, and to convey full and complete title thereto, and shall have full power to do and perform all acts which may be necessary, fully and completely liquidate the affairs and distribute the proceeds, if any, among the stockholders of the corporation in proportion to the amount of stock held by each.

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

Thus done and passed, in my notarial office in the City of New Orleans, on the 12th day of March, 1920, before me, Arthur A. Moreno, Notary Public, who herewith sign these presents, together with the undersigned persons, who are hereby vested with full power to sell any or all of the real and personal property of the corporation, and to convey full and complete title thereto, and shall have full power to do and perform all acts which may be necessary, fully and completely liquidate the affairs and distribute the proceeds, if any, among the stockholders of the corporation in proportion to the amount of stock held by each.

ARTICLE X.—The name, style and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

It shall have the power and authority to contract, sue and be sued, and to make and alter, amend, purchase, lease, sell, mortgage, hypothecate and pledge property, real, personal and mixed, and to do all things which any company or companies that may be organized in this State, in its objects and purposes, may lawfully do, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, where all citations or other legal process shall be served upon the President, or, in his absence, upon any other officer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be to purchase, hold, sell, lease, improve and lease real estate, and to erect and construct, and to acquire, construct, manage, care for and maintain, extend and alter buildings thereon; and generally to do all things which may be necessary, convenient or desirable in the furtherance of the above objects and purposes.

CHARTERS.

corporation. The capital stock may be increased to three hundred thousand dollars (\$300,000) when duly authorized by its stockholders.

ARTICLE IV.—This corporation shall have and enjoy all the rights, advantages and privileges granted by law to corporations. It shall exist for a period of ninety-nine years from the date hereof, and its contract, sue and be sued in its corporate name; to make and use a corporate seal; to purchase, hold, sell, lease, improve and lease real estate, and to mortgage or pledge property, both real and personal; to issue notes and other obligations or negotiable instruments; to employ and appoint managers, directors and employees as the interest and convenience of said corporation may require.

ARTICLE V.—All the powers of this corporation shall be vested in and its business shall be managed by a Board of Directors, to be elected and organized as follows: The Board of Directors shall be composed of five members, one of whom shall constitute a quorum for the transaction of business.

ARTICLE VI.—The name, style and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

It shall have the power and authority to contract, sue and be sued, and to make and alter, amend, purchase, lease, sell, mortgage, hypothecate and pledge property, real, personal and mixed, and to do all things which any company or companies that may be organized in this State, in its objects and purposes, may lawfully do, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, where all citations or other legal process shall be served upon the President, or, in his absence, upon any other officer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be to purchase, hold, sell, lease, improve and lease real estate, and to erect and construct, and to acquire, construct, manage, care for and maintain, extend and alter buildings thereon; and generally to do all things which may be necessary, convenient or desirable in the furtherance of the above objects and purposes.

ARTICLE IV.—The capital stock of this corporation shall be Eighty Thousand (\$80,000) Dollars, divided into and represented by Eight Thousand (8,000) Shares of the par value of One Hundred, (\$100.00) Dollars each, which shall be common stock, fully paid and non-assessable.

CHARTERS.

ARTICLE VI.—This corporation shall have and enjoy all the rights, advantages and privileges granted by law to corporations. It shall exist for a period of ninety-nine years from the date hereof, and its contract, sue and be sued in its corporate name; to make and use a corporate seal; to purchase, hold, sell, lease, improve and lease real estate, and to mortgage or pledge property, both real and personal; to issue notes and other obligations or negotiable instruments; to employ and appoint managers, directors and employees as the interest and convenience of said corporation may require.

ARTICLE VII.—All the powers of this corporation shall be vested in and its business shall be managed by a Board of Directors, to be elected and organized as follows: The Board of Directors shall be composed of five members, one of whom shall constitute a quorum for the transaction of business.

ARTICLE VIII.—The name, style and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

It shall have the power and authority to contract, sue and be sued, and to make and alter, amend, purchase, lease, sell, mortgage, hypothecate and pledge property, real, personal and mixed, and to do all things which any company or companies that may be organized in this State, in its objects and purposes, may lawfully do, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, where all citations or other legal process shall be served upon the President, or, in his absence, upon any other officer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be to purchase, hold, sell, lease, improve and lease real estate, and to erect and construct, and to acquire, construct, manage, care for and maintain, extend and alter buildings thereon; and generally to do all things which may be necessary, convenient or desirable in the furtherance of the above objects and purposes.

ARTICLE IV.—The capital stock of this corporation shall be Eighty Thousand (\$80,000) Dollars, divided into and represented by Eight Thousand (8,000) Shares of the par value of One Hundred, (\$100.00) Dollars each, which shall be common stock, fully paid and non-assessable.

ARTICLE V.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors to be elected and organized as follows: The Board of Directors shall be composed of three members, one of whom shall constitute a quorum for the transaction of business.

CHARTERS.

ARTICLE VI.—This corporation shall have and enjoy all the rights, advantages and privileges granted by law to corporations. It shall exist for a period of ninety-nine years from the date hereof, and its contract, sue and be sued in its corporate name; to make and use a corporate seal; to purchase, hold, sell, lease, improve and lease real estate, and to mortgage or pledge property, both real and personal; to issue notes and other obligations or negotiable instruments; to employ and appoint managers, directors and employees as the interest and convenience of said corporation may require.

ARTICLE VII.—All the powers of this corporation shall be vested in and its business shall be managed by a Board of Directors, to be elected and organized as follows: The Board of Directors shall be composed of five members, one of whom shall constitute a quorum for the transaction of business.

ARTICLE VIII.—The name, style and title of this corporation is hereby declared to be "Wells-Building, Inc." and under such name and title it shall have and enjoy succession and existence for a period of ninety-nine years from the date hereof.

It shall have the power and authority to contract, sue and be sued, and to make and alter, amend, purchase, lease, sell, mortgage, hypothecate and pledge property, real, personal and mixed, and to do all things which any company or companies that may be organized in this State, in its objects and purposes, may lawfully do, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, where all citations or other legal process shall be served upon the President, or, in his absence, upon any other officer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be to purchase, hold, sell, lease, improve and lease real estate, and to erect and construct, and to acquire, construct, manage, care for and maintain, extend and alter buildings thereon; and generally to do all things which may be necessary, convenient or desirable in the furtherance of the above objects and purposes.

ARTICLE IV.—The capital stock of this corporation shall be Eighty Thousand (\$80,000) Dollars, divided into and represented by Eight Thousand (8,000) Shares of the par value of One Hundred, (\$100.00) Dollars each, which shall be common stock, fully paid and non-assessable.

ARTICLE V.—All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors to be elected and organized as follows: The Board of Directors shall be composed of three members, one of whom shall constitute a quorum for the transaction of business.

"What Shall I Do?" Every young man and young woman asks himself or herself this question. If you intend to follow business pursuits, there is but one answer—Attend a good business school. Soule College offers you an excellent preparation in shorthand, typewriting, bookkeeping, banking, fitting, commercial law, business arithmetic and correspondence, etc. Graduates assisted to positions.

Soule College Is the Gateway to Success in Business. Because it is the Home of Thoroughness and High-Grade Courses. Geo. Soule & Sons.

The Company You See. Just as a man is judged in a personal way by the company he keeps, so is he judged in a business way by the banking connection he makes. A checking or savings account with a good reliable institution like this one reflects good business judgment. It builds prestige. So choose wisely and soon.

WHITNEY-CENTRAL BANKS. "NO ACCOUNT TOO SMALL FOR US" RESOURCES, OVER \$83,000,000.

CHARTER. A majority of the votes cast shall elect a Board of Directors for each year, to be elected on the first Tuesday of January in each year at a meeting of the stockholders held on that day. Any vacancy occurring among the directors of said corporation shall be filled by election of the stockholders on the day after the expiration of the term of the remaining directors.

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

ARTICLE IX.—The following shall constitute the Board of Directors of this corporation: One, E. M. Dufour, New Orleans, La.; R. Q. Dufour, New Orleans, La.; A. E. Duncan, Baltimore, Md.; J. J. A. Fortier, New Orleans, La.; C. J. Herb, New Orleans, La.; E. M. Mathews, Baltimore, Md.; H. B. Mathews, New Orleans, La.; W. P. Simpson, New Orleans, La.; J. A. Fortier, 100 Camp Street, New Orleans, La.; Sylvan H. Lauchheimer, 112 North Charles Street, Baltimore, Md.; H. B. Mathews, 100 Camp Street, New Orleans, La.; A. E. Duncan, Garrett Building, Baltimore, Md.

ARTICLE X.—The subscribers hereto have agreed to contribute to the capital of this corporation the sum of \$83,000,000, and to pay the same in cash or by check, or by promissory notes, or by other means, as may be determined by the Board of Directors, and to execute certificates of indebtedness, and if desired to secure same by mortgage, pledge or in any other manner; to name, employ and appoint managers, directors and other employees, and to make and establish such by-laws, rules and regulations as may be necessary and proper for the management of the corporation, and generally to do all, every and any thing that may be necessary for the complete and proper carrying out of its business.