CHARTER.

CHARTER OF ACME PRODUCTS CO., INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this seventeenth day of the month of April, 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, Henry P. Dart, Jr., a Notary Public, duly commissioned and qualified, in and for the Parish of Orleans, and City and the State aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared, C. Beresford Fox, Walter B. Gillican, Anthony Vizard, William B. Logan, and Edwin A. McKoy, the address of each of whom is New Orleans, La., all being of the full age of majority, who declare that, availing themselves of the provisions of the laws and of the constitution of the State of Louisiana relative to the organization of corporations, they have contracted and agreed, and do, by these presents, contract and agree and bind and obligate themselves, as well as such other persons as may hereafter become associated with them, to form and constitute a corporation for the objects and purposes and under the agreement and conditions following, to-wit:

ARTICLE I.—The name of this corporation shall be Acme Products Co., Inc., and under this name it shall have power and authority of corporate existence and continue for a period of ninety-nine years from date hereof, and shall have and exercise for the purpose of the business herein for the purpose of the business to be carried on by it, all the powers conferred by law on similar corporations, including the power to make, use and change the corporate seal; to contract, sue and be sued in its corporate name; to buy, sell, own, hold, receive, purchase, alienate, lien, convey, mortgage, hypothecate, pledge, or otherwise encumber property both real and personal; to name and appoint such officers, managers, directors, agents and employees as are deemed necessary; to make and establish such by-laws, rules and regulations as shall be necessary and proper and the same to alter, amend and abolish at pleasure, and generally to do and perform all such acts as may be proper and necessary to carry out and execute the purposes of this corporation.

ARTICLE II.—The domicile of this corporation shall be in the city of New Orleans, State of Louisiana. Citation and other legal process shall be served upon the president, and in his absence or inability to act, upon the vice-president, and in his absence or inability to act, upon the secretary-treasurer.

ARTICLE III.—The objects and purposes for which this corporation is organized are hereby declared to be to do any and all of the things herein set forth to the same extent as natural persons might or could do, viz:

To purchase, lease, hire, manufacture, or otherwise acquire machines for the removal of stumps from lands; to purchase, lease, hire, or otherwise acquire the patents, patent rights, trade name, trade marks covering and protecting such machines; to use, hire, lease, sell or otherwise dispose of such machines; to sell, or otherwise dispose of, in whole or in part, the patents, patent rights, trade name or trade marks covering and protecting such machines; to acquire by purchase or otherwise a plant for the manufacture, construction or building of such machines.

To manufacture, sell and otherwise deal in naval stores of every kind including rosin, turpentine, wood pulp, or any of the by-products of wood; to manufacture, sell and otherwise deal in paper of every kind and description, and to that end to purchase, lease, or otherwise acquire and to operate the plant and equipment necessary therefor.

To build, construct, or otherwise acquire and to operate tram ways and tram roads, and the locomotives, or other motive power and rolling stock necessary therefor. To engage in a general merchandising business and to acquire, own and operate any and all stores necessary to carry on said business. To contract for the removal of stumps, or other timber from land; to acquire land or other property by purchase or otherwise, and to hold lease or sell the same; to engage in farming or other agricultural pursuits; to acquire by purchase or otherwise, saw mills, planing mills, drying kilns and other appurtenances to the lumber industry; to manufacture lumber and other products therefrom and to deal in timber and lumber in the raw and manufactured state.

To acquire the good will, rights and property, and to undertake the whole or any part of the assets and liabilities, of any person, firm, association or corporation, and to pay for the same in cash, stock or bonds of this corporation or otherwise.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States or any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, trade marks and trade names, relating to or useful in connection with any business of this corporation.

To enter into, make, perform and carry out contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable or transferable instruments.

To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise. To purchase, hold and resell the shares of its capital stock.

To acquire by purchase or otherwise, hold, own, transfer, sell, assign, or otherwise dispose of, deal in or deal with the shares, stocks, bonds, debentures or other evidences of indebtedness of other persons, firms, associations or corporations, and in respect to any and all such stocks, etc., to possess and exercise all the powers of individual owners thereof. To have one or more offices, to carry on all or any of its operations and business and without restriction of limits to amount, to purchase or otherwise acquire, to hold, own, to mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and to exercise all the powers conferred by the laws of Louisiana upon corporations of similar character.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at One Million ($1,000,000.00) Dollars, divided into or represented by Ten Thousand (10,000) shares of the par value of One Hundred ($100) Dollars each.

The whole of said stock or any part thereof may be issued for cash, or may be paid for in installments of such amounts and on such terms as the Board of Directors may from time to time determine; said stock may also be issued in payment and settlement of the purchase price of any property real, personal or mixed required by the corporation, or in payment, settlements and adjustment for services rendered or labor done or performed for it or on its behalf, or in payment, settlement and adjustment of the fees, costs, charges, expenses and compensations rendered in the formation and organization of this corporation. The Board of Directors is especially authorized to cause said stock to be issued and delivered whenever the consideration therefor in any of the methods hereinabove set out shall have been received, as in its judgment may seem fair and proper. The capital stock may be increased to Two Million ($2,000,000.00) Dollars, divided into or represented by Twenty Thousand (20,000) shares of the par value of One Hundred ($100.00) Dollars each.

ARTICLE V.—All the powers of this corporation shall be vested in and exercised by a Board of Directors to be composed of five stockholders, which number may be increased to nine, by the Board of Directors whenever, in the opinion of the Board of Directors whenever, in the opinion of the majority of the Board, such increase is advisable, and the Board of Directors shall have the right to elect as directors a sufficient number of stockholders having the qualifications for directors to comprise the Board whenever same shall have been increased as herein authorized, and directors to serve until the annual meeting next thereafter to be held, or until their successors are elected and qualified. All vacancies in the Board of Directors from any cause shall be filled by the remaining directors at any regular meeting, or at a special meeting of the directors held for that purpose. A majority of the Board shall constitute a quorum for the transaction of all business. Each director at the time of his election and during his tenure of office shall own at least one full paid unpledged share of stock.

The directors shall be elected annually on the second Tuesday of April of each year at a meeting of stockholders called for that purpose after notice given as required by law. At the first meeting of the Board of Directors after the annual election they shall elect from their number a president, one or more vice presidents, a secretary and a treasurer, and the Board shall have the power, in their discretion, to unite two or more offices and the same to confer on one person. All elections shall be by ballot, and a majority of the votes cast shall elect. Each share of stock shall be entitled to one vote to be cast by the holder thereof in person or by proxy or by letter, the signature to which is duly acknowledged as required by law.

A failure to elect directors on the date specified for the annual meeting shall not dissolve the corporation, but the directors then in office shall remain in office until their successors are elected and qualified; due notice of another election shall forthwith be given as above provided, and such notices of election shall continue to be given until an election is held. The Board of Directors shall have the right from time to time to appoint such officers, clerks, agents or other employes or committees as may be necessary for the proper conduct of the business and purposes of the corporation, and shall have the right to appoint an executive committee composed of three members and to delegate to said committee, all the powers and authority possessed by the Board, to be exercised under such rules and regulations as the Board may see fit. All such appointees shall hold during the pleasure of the Board.

The Board of Directors may make and establish, as well as alter and amend, all by-laws, rules and regulations necessary and proper for the support, management and conduct of the business and affairs of the corporation. Said Board shall also have the power to borrow money, execute mortgages, issue notes, bonds or other obligations of the corporation, payable principal and interest in lawful money of the United States, or in United States gold coin, and generally to do all things reasonably necessary for the proper conduct and management of the business of the corporation; and also to issue full paid shares of stock, bonds or obligations of the corporation in payment for labor done, services rendered, money borrowed or property or rights received by the corporation.

ARTICLE VI.—This act of incorporation may be modified, changed or altered, the capital stock may be increased or decreased, or the corporation may be dissolved or liquidated at a general meeting of the stockholders called for that purpose after previous notice shall have been given as required by law, by the assent of the number of stockholders as provided by law.

ARTICLE VII.—Whenever this corporation may be dissolved, either by limitation or from any other cause whatsoever, its affairs shall be liquidated by three stockholders to be appointed at a general meeting of stockholders, convened for that purpose after previous notice given as required by law, each share of stock being entitled to one vote in person or by proxy, or by letter the signature to which shall have been acknowledged as required by law; said liquidators shall remain in office until the affairs of said corporation shall have been fully settled and liquidated, and shall have full authority and power to transfer and give title to all the assets and property of the corporation. In case of death, disability or resignation of one or more of said liquidators the vacancy shall be filled by election by the remaining liquidator or liquidators.

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

ARTICLE IX.—The names and post office addresses of the subscribers to the stock of this corporation are as follows: C. Beresford Fox, 1302 State St., New Orleans; Walter B. Gillican, 441 Walnut St., New Orleans; Anthony Vizard, 1328 Nashville Ave., New Orleans; William B. Logan, 809 Canal-Commercial Bank Building, New Orleans; Edwin A. McKoy, 1679 Soniat St., New Orleans; all of whom have been chosen and selected to serve as the first Board of Directors of this corporation until the second Tuesday of April, 1921, or until their successors shall have been elected and qualified.

ARTICLE X.—This corporation shall commence business as soon as fifty per cent of the capital stock shall have been subscribed and fifty per cent of the stock subscribed shall have been paid for, and in order that this charter may also serve as the original subscription list, the subscribers hereto have set opposite their respective names the number of shares subscribed by each of them.

Thus done and passed in my office in the presence of Leo. L. Dubourg and Louis J. Gelpi, competent witnesses of lawful age, who have hereunto signed their names with said appearers and me, Notary, on the day and date herein first above written, after reading of the whole.

(Original Signed) C. Beresford Fox, 1666 shares; A. Vizard, 1666 shares; Walter B. Gillican, 1666 shares; W. B. Logan, per pro A. Vizard, 1 share; E. A. McKoy, 1 share.

Witnesses: Leo. L. Dubourg, Louis J. Gelpi.

HENRY P. DART, JR.,
Notary Public.

April 17, 1920.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do certify that the Act of incorporation of the Acme Products Co., Inc., was this day duly recorded in my office, in Book 1242, Folio ——.

New Orleans, April 17, 1920.

(Signed) M. J. DUNN, R. M.

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

HENRY P. DART, JR.,
Notary Public.

Apr. 22-May 27.

AMENDMENT TO CHARTER OF THE NEW ORLEANS PICBERY.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this, the 16th day of April, in the year 1920, and of the Independence of the United States of America the one hundred nad forty-fourth, before me, Charles F. Fletchinger, a Notary Public, duly commissioned and qualified in and for the City, Parish and State aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared: A. F. Pugh, of lawful age, a resident of the City of New Orleans, and Joseph A. Airey, also of lawful age, a resident of the City of New Orleans, hereto appearing in their respective capacities as the Chairman and Secretary of a meeting of the stockholders of The New Orleans Pickery, a corporation organized under the laws of the State of Louisiana, by Act passed before the undersigned Notary Public, of date July 9, 1914, recorded in Mortgage Office for this Parish, in Mortgage Book 1127, folio 255, which said appearers severally declared that a meeting of the stockholders of The New Orleans Pickery was duly held and convened at the office of the Company in the City of New Orleans, on April 3, 1920, at which meeting there were present in person or by proxy, the holders of all of the issued and outstanding stock of the corporation, and that upon motion duly made and seconded, it was unanimously resolved that Article IV of the charter of the corporation as then constituted be changed, altered, amended and re-enacted so as to read hereafter as follows, to-wit:

ARTICLE IV.—The Capital Stock of this corporation is hereby fixed at the sum of One Hundred Thousand ($100,000) Dollars, divided into one thousand shares of the par value of one hundred dollars each. Said stock shall be issued only for cash or in payment of property received by or services rendered to said corporation, and this corporation shall commence business and become a going concern as soon as Fifty-two Thousand, Five Hundred Dollars of its Capital Stock shall have been subscribed for. The balance of said Capital Stock shall be issued and paid for as and when directed by the Board of Directors. Said stock shall be fully paid at the time of its issuance, and thereafter be non-assessable. The said appearers declare that they each hereby subscribe for the number of shares of the Capital Stock of said corporation set opposite their respective signatures hereto.

No present or future stockholder shall ever validly sell, assign or transfer, other than by inheritance, any of the capital stock of this corporation until the same shall have been first offered to the remaining stockholders for the benefit of those stockholders who may desire to purchase the same, through the Board of Directors for a period of ten days, at the book value of such stock, as shown by the books of the corporation, on the 31st day of December last preceding the date of such offer. It shall be the duty of the Board of Directors, promptly, upon receiving an offer of sale of any of the capital stock of this corporation, to communicate the same to the stockholders, in writing, through the Secretary of the Company, and each of the said stockholders shall be entitled to purchase such proportion of the stock so offered for sale as the number of shares owned by him at the time bears to the number of shares owned by all other stockholders, desiring to participate in the purchase. No sale under foreclosure, attachment or other process, or by virtue of any power of attorney, pledge or hypothecation, shall be validly made until the foregoing requirements have been complied with by the person or persons, firm or corporation provoking such foreclosure or sale. The Board of Directors shall have authority, however, to waive the above requirements as to any particular hypothecation or pledge of stock, by resolution adopted at a regular called meeting of the Board, or at a meeting attended by all the members of the board of directors, such resolution being adopted in advance of the pledge or hypothecation.

If any person not connected with the corporation as officer, director or employee should at any time become the holder of one or more shares of the capital stock of the corporation and should the dividends applicable to said stock in any year equal or exceed ten per cent. in amount, then and in any such event or events, the dividends payable to non-employee holders of such stock shall never exceed ten per cent. in amount, the excess, if any, shall be applied to surplus.

Said appearers further declared that in addition to the passage of the resolution authorizing the amendment to the charter in the particulars hereinbefore enumerated, they were also authorized, directed and empowered to appear before a Notary Public for the purpose of carrying out and giving effect to said amendment to the charter and having the same placed in proper form and thereafter recorded and published, in conformity with existing provisions of the law relating thereto, all as will more fully and at large appear from the resolutions adopted at said stockholders' meeting, a copy whereof, duly certified, is hereto attached for reference.

Said appearers further declared that in conformity with the authority conferred upon them as aforesaid, they have appeared before me, said Notary, for the purpose of having the amendment to the charter of the corporation placed in authentic form, and do hereby declare that the Charter of The New Orleans Pickery was at said meeting of the stockholders amended, changed and altered in the particulars hereinbefore set out, and that they now desire me, notary, to receive and make said amendment according to law, to serve and avail as the future shall or may require.

Thus done and passed at my office in the city of New Orleans, on the day, month and year first hereinabove written, in the presence of Frances Eisler and Ernestine Woringen, competent witnesses, who hereunto sign their names, together with said appearers and me, notary, after due reading of the whole.

(Original is signed): A. F. Pugh, chairman; Jos. A. Airey, secretary.

Witnesses:
F. Eisler.
E. Woringen.

CHAS. F. FLETCHINGER,
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 to the charter of The New Orleans Pickery is this day duly recorded in my office in book 1242, folio ....

New Orleans, April 16, 1920.

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

I hereby certify the above and foregoing to be a true and correct copy of the original act of amendment to the charter of The New Orleans Pickery, together with certificate of the Recorder of Mortgages thereto appended, as the whole now appears on file and of record in my office.

As witness my hand and notarial seal at New Orleans, La., this, the 17th day of April, 1920.

CHAS. F. FLETCHINGER,
Notary Public.

Apr. 22-May 27.

AMENDMENT TO CHARTER OF SAZERAC COMPANY, INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 16th day of the month of April in the year of our Lord nineteen hundred and twenty, and of the independence of the United States of America, the one hundred and forty-fourth, before me, Charles F. Fletchinger, a notary public, duly commissioned and qualified in and for the city, parish and state aforesaid, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Christopher J. O'Reilly and Joseph D. Martinez, both of lawful age and residents of the city of New Orleans, hereto appearing in their respective capacities as the chairman and secretary of the meeting of the stockholders of Sazerac Company, Inc., a corporation organized and existing under the laws of the state of Louisiana, by act passed before the undersigned notary public of date May 20, 1919 and recorded in the Mortgage Office for this parish in book 1128, folio 510, which said appearers severally declared that, a meeting of the stockholders of Sazerac Company, Inc., was duly held and convened at the office of said company in the city of New Orleans on April 12, 1920 pursuant to notice to each of the stockholders and after compliance with all legal requisites at which meeting there were present in person the holders of all of the issued and outstanding stock of the corporation, and that upon motion duly made and seconded it was unanimously resolved that Article IV of the charter of said corporation be changed, altered, amended and re-enacted so as to hereafter read as follows, to-wit:

ARTICLE IV. "The capital stock of this corporation is hereby fixed at the sum of twenty-five thousand ($25,000) dollars, divided into two hundred and fifty (250) shares of the par value of one hundred ($100) dollars each, all of which shall be common stock, and the amount to which the capital stock may be increased is hereby fixed at the sum of $150,000; said stock shall be issued only for cash or in payment of property or services actually received by or rendered to said corporation; said stock shall be fully paid at the time of its issuance and thereafter be non-assessable.

"The parties to this act hereby declared that they have subscribed for the number of shares of the capital stock of said corporation set opposite their respective signatures hereto, so that this act of incorporation shall serve as the original subscription. No present or future stockholder of this corporation shall ever sell, assign or transfer, other than by inheritance, any of the capital stock of this corporation, until the same shall have been first offered to the remaining stockholders for the benefit of those stockholders, who may desire to purchase the same, through the board of directors, for a period of ten days, at the book value of such stock as shown by the books of the corporation on the 30th day of June preceding the date of such offer. It shall be the duty of the board of directors, promptly, upon receiving an offer of sale, of any of the capital stock of this corporation, to communicate the same to the stockholders, in writing, through the secretary of the company, and each of the said stockholders shall be entitled to purchase such proportion of the stock so offered for sale as the number of shares owned by him bears to the number of shares owned by all other stockholders desiring to participate in the purchase. No sale under foreclosure, pledge or hypothecation shall be validly made until the foregoing requirements have been complied with by the person or persons, firm or corporation provoking such foreclosure or sale. The board of directors shall have authority, however, to waive the above requirements as to any particular hypothecation or pledge of stock, by resolution adopted at a regular called meeting of the board, or a meeting attended by all the members of the board of directors, such resolution being adopted in advance of the pledge or hypothecation."

Said appearers further declared that in addition to the passage of the resolution authorizing the amendment to the charter in the particulars hereinbefore enumerated they were also authorized, directed and empowered to appear before a notary public, for the purpose of carrying out and giving effect to said amendment to the charter, and having the same placed in authentic form and thereafter recorded and published, in conformity with the existing provisions of the law relating thereto, all as will more fully and at large appear from the resolutions adopted at said stockholders' meeting, a copy whereof, duly certified, is hereto attached for reference.

Said appearers further declared that, in conformity with the authority conferred upon them as aforesaid, they have appeared before me, said notary, for the purpose of having the amendment to the charter of the corporation placed in authentic form and they do hereby declare that the charter of the Sazerac Company, Inc., was at said meeting of the stockholders amended, changed, altered and re-enacted in the particulars, and to the extent hereinbefore set out, and that they now desire me, notary to receive and to record said amendment according to law to serve and avail as the future may or shall require.

Thus done and passed, at my office, in the city of New Orleans, on the day, month and year first hereinbefore written in the presence of Burt W. Henry, and Frances Eisler, competent witnesses, who hereunto sign their names together with said appearers and me, notary, after due reading of the whole.

C. J. O'Reilly, chairman; Jos. D. Martinez, secretary.

Witnesses:
Burt W. Henry.
F. Eisler.

CHAS. F. FLETCHINGER,
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 to the charter of the Sazerac Company, Inc., was this day duly recorded in my office in book 1242, folio....

New Orleans, La., April 17, 1920.

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

I hereby certify the above and foregoing to be a true and correct copy of the original act of amendment to the charter of Sazerac Company, Inc., together with certificate of the Recorder of Mortgages thereto appended as the whole now appears on file and of record in my office.

As witness my hand and notarial seal at New Orleans, La., this the 17th day of April, 1920.

CHAS. F. FLETCHINGER,
Notary Public.

Apr. 22 May 27.

ACT OF INCORPORATION OF THE DRAYAGE COMPANY, INC.

United States of America, State of Louisiana, City of New Orleans. Be it known that on this twenty-third (23rd) day of the month of March, in the year of our Lord, one thousand nine hundred and twenty (1920), before me, Charles J. Rivet, a 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 declared, that availing themselves of the laws of the state of Louisiana relative to the formation of corporations and more particularly of Act 267 of the General Assembly of the state of Louisiana for the year 1914, they have covenanted and agreed, and do by these presents covenant and agree, and bind themselves, as well as such other persons as may hereafter become associated with them, to constitute and form a corporation and body politic in law, for the objects and purposes and under the terms, articles and stipulations following, to-wit:

ARTICLE I.—The name and title of this corporation shall be The Drayage Company, Inc., and under this name it shall have and enjoy all rights, advantages and privileges granted by law to corporations. It shall exist for a period of ninety-nine years, unless sooner dissolved in accordance with law or with the provisions of this act of incorporation; it shall have power to sue and be sued in its corporate name; to make and use a corporate seal, and the same to break or alter at pleasure; to contract and obligate itself; to hold, receive, purchase, convey, mortgage, pledge, hypothecate, alienate and otherwise acquire and dispose of property movable and immovable, corporeal and incorporeal; to issue bonds or other obligations and evidences of indebtedness; to have and employ managers, directors, officers, agents and other employees, as the interest and convenience of the corporation may require; to make, have and establish such by-laws, rules and regulations for the management and control of its affairs as its directors may deem expedient or necessary; and, to do all things whatsoever that are permitted by law to be done by corporations, and not inconsistent with these articles of incorporation.

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 carry on and conduct a general drayage or transfer business, and, more specifically, to transport or carry, by motor truck or other vehicle, or otherwise, merchandise and other movable property, from one place to another in the city of New Orleans or in the state of Louisiana; and to that end to purchase, acquire, own and operate such motor trucks, wagons, floats and other vehicles as may be needful or necessary for the proper conduct of said business. And to do all and whatsoever other things incidental or germane to the above mentioned objects and purposes.

ARTICLE III.—The capital stock of this corporation is hereby fixed at the sum of five thousand dollars ($5,000.00) divided into fifty shares of the par value of one hundred dollars each.

The said capital stock may be increased to twenty thousand dollars.

ARTICLE IV.—The said stock, when issued, shall be full paid and non-assessable, and shall be represented by certificates of such form as the board of directors may determine, signed by the president or vice-president and by the secretary-treasurer.

Stock may be paid for in labor done or money or property actually received by the corporation.

ARTICLE V.—The domicile of this corporation shall be in the city of New Orleans, in this state. Citation and other legal process shall be served on the president, and in his absence on the vice-president.

ARTICLE VI.—All the corporate powers of this corporation, not reserved by law to the stockholders, shall be vested in and exercised by a board of directors to be composed of not less than three nor more than five stockholders, any two of whom shall constitute a quorum for the transaction of the corporate business.

ARTICLE VII.—The annual meeting of the stockholders for the purpose of electing directors shall be held on the last Monday in March of each year, and until the meeting to be held in 1921, the following shall serve as directors and officers of this corporation, to-wit:

P. Aimee Cavaroc, Jr., whose post office address is New Orleans, La.; Maurice J. Rivet, whose post office address is New Orleans, La.; and J. Louis Rivet, whose post office address is New Orleans, La.; with the said P. Aimee Cavaroc, Jr., as president, J. Louis Rivet as vice-president and Maurice J. Rivet as secretary-treasurer.

ARTICLE VIII.—No stockholder shall ever be liable or responsible for the contracts, faults or obligations of this corporation, nor shall any mere informality in its organization have the effect of rendering this charter null, or of exposing a stockholder to any liability, beyond the amount due and unpaid for stock subscribed for by him.

ARTICLE IX.—This act of incorporation may be amended, and the corporation may be dissolved and its affairs liquidated in the manner directed by act No. 267 of the General Assembly of the State of Louisiana for the year 1914.

ARTICLE X.—The incorporators have written opposite their names their post office addresses and a statement of the number of shares of stock which each agrees to take in the corporation.

Thus done and passed, at my office in this city, the day, month and year first above written, in the presence of Duralde Claiborne and Norma Virgets competent witnesses residing in this city, who have hereunto signed their names with appearers and me, notary, after due reading of the whole.

Original signed.
(Omitted for publication.)
Witnesses:
Duralde Claiborne.
N. Virgets.

CHAS. J. RIVET,
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 Drayage Co. Inc. was this day duly recorded in my office, in book 1238, folio 796.

New Orleans, March 25, 1920.

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

I, the undersigned notary, do hereby certify that the above and foregoing is a true and correct copy of the original act of record in my office, with the signatures of the subscribers omitted for publication.

In faith whereof, I have hereunto set my hand and affixed the impress of my official seal, this sixth (6th) day of April, Anno Domini 1920.

CHAS. J. RIVET,
Notary Public.

April 22-May 27.

AMENDMENT OF CHARTER OF THE AMERICAN CREOSOTE WORKS, LIMITED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this seventeenth (17th) day of the month of April, 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, Felix Joseph Puig, 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 Sylvester W. Labrot, of the full age of majority and a resident of this city, and A. J. Marshall, of the full age of majority and a resident of this city, said appearers acting herein respectively as president and secretary of the American Creosote Works Limited, a corporation domiciled in this city, incorporated by an act passed before W. Morgan Gurley, notary public, on March 24, 1902, and recorded in the Mortgage office of this city in book 723, folio 278, acting herein under and by virtue of a resolution of the stockholders of said American Creosote Works, Limited, adopted at a meeting held at its domicile, in this city, on March 25, 1920; a duly certified copy of said stockholders' meeting being annexed for reference, who mutually and severally declared, that at said special meeting of the stockholders of said corporation, which was convened and held as aforesaid, on March 25th, 1920, according to law, the following amendment to Article I and Article III of the charter of said corporation, was adopted by a unanimous vote of the stockholders of said corporation, present in person at said meeting, being all of the stockholders of said corporation.

Article I of said charter was recast and amended, so as to read as follows, to-wit:

ARTICLE I.—The name and title of this corporation shall be "Labrot & Company, Incorporated," and under this name it shall have power and authority, of corporate existence and continue for a period of ninety-nine years under date hereof, and shall have and exercise, for the purpose of the business to be carried on by it, all the powers conferred by law on similar corporations, including the power to make, use and change the corporate seal; to contract, sue and be sued in its corporate name; to buy, sell, own, hold, receive, purchase, alienate, lien, convey, mortgage hypothecate, pledge, or otherwise encumber property both real and personal; to name and appoint such officers, managers, directors, agents and employees as are deemed necessary; to make and establish such by-laws, rules and regulations as may be necessary and proper, and the same to amend, alter and abolish at pleasure, and generally to do and perform all such acts as may be proper and necessary to carry out and execute the purposes of this corporation."

Article III of said charter was recast and amended, so as to read as follows:

ARTICLE III.—"The objects and purposes for which this corporation is established, and the nature of the business to be carried on by it, are declared to be the manufacture of creosoted woods and woods preserved by other processes, manufacture of telegraph poles and cross arms, and to manufacture, buy and sell lumber and wood preservatives; to buy and sell timberlands and other lands; to own and operate real estate in this state, other states or the district of Columbia; to engage in general agricultural operations; in the purchase and sale of live stock and general handling of same; to buy and sell, hold and own stocks and bonds of other corporations; bonds of the United States Government, or any state, or any political subdivision thereof or foreign governments, together with all things necessary or proper to carry out and execute the aforesaid objects and purposes. The whole, as will more fully appear by the annexed certified copy of the minutes of said stockholders' meeting. And the said appearers having requested me, notary public, to put said amendment in authentic form, I do by these presents, receive said amendment in the form of this public act, to the end that said amendment may be recorded and promolgated, and thus be read, into the aforesaid original charter.

Thus done and passed in my office, in the city of New Orleans, on the day and in the month and year first above written, in the presence of Walter G. Wedig and Jeanne Hatrel competent witnesses, who hereunto sign their names with the said appearers and me notary, after due reading of the whole.

(Original Signed): S. W. Labrot, president; A. J. Marshall, secretary.

Witnesses:
Walter G. Wedig.
J. Hatret.

FELIX J. PUIG,
Notary Public.

I, the undersigned Recorder of Mortgages in and for the parish of Orleans, state of Louisiana, do hereby certify that the act of amendment to the incorporation of the American Creosote Works Ltd., was this day duly recorded in my office in book 1242, folio....

New Orleans, April 17, 1920.

(Signed): M. J. DUNN, R.

A true copy.

FELIX J. PUIG,
Notary Public.

Apr-22-May 27.

CHARTER OF EVELYN COTTON WAREHOUSE CO., INC.

United States of America, State of Louisiana, Parish of Orleans. Be it known, that on this 14th day of the month of April, in the year of our Lord, one thousand nine hundred and twenty (1920), and of the Independence of the United States of America, the one hundred and forty-fourth; before me, Watts K. Leverich, 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 the several persons whose names are hereunto subscribed, who declared that, availing themselves of the laws of this State relative to the organization of corporations, they have covenanted and agreed, and do by these presents, covenant, agree, bind, form and constitute themselves, as well such persons as may hereafter join or become associated with them, into a corporation or body politic in law, for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.—The name and title of this corporation shall be, Evelyn Cotton Warehouse Co., Inc., and under its corporate name it shall enjoy succession for the full term and period of ninety-nine years from and after the date hereof, and shall have power and authority to contract, sue and be sued; to accept and receive mortgages, pledges or other hypothecations; to make and use a corporate seal and the same to break and alter at pleasure; to purchase, receive, lease, hold, or otherwise acquire and convey, as well as mortgage and hypothecate under its corporate name, property both real and personal and mixed; to borrow money and make and issue bonds and other evidences of debt, and to secure the same by mortgage and otherwise; to hold stock in other corporations; to acquire, hold and reissue shares of its capital stock; to carry out all of the objects and purposes hereinafter set out; to name and appoint such managers and directors, officers and agents, as the interest and convenience of said corporation may require; and to make and establish, as well as alter and amend at pleasure, such by-laws, rules and regulations for the management and regulation of the affairs of the corporation as may be necessary, proper or convenient; and generally to do all such acts and things as genera ltrading corporations are authorized to do under the laws of the State of Louisiana.

ARTICLE II.—The domicile of this corporation shall be in the Parish of Orleans, State of Louisiana, and all citations or other legal process shall be served upon the President of the Company, or, in his absence, upon the Vice-President, or in the absence of both the President and Vice-President, upon the Secretary-Treasurer.

ARTICLE III.—The objects and purposes for which this corporation is organized and the nature of the business to be carried on by it are hereby declared to be: to conduct and carry on a public or private warehouse business in the Parish of Orleans, or in any other parishes of the State of Louisiana, or elsewhere; to take and receive goods, wares, merchandise, cotton and all cotton products, fruits, vegetables, sugar, molasses, grains, cereals, agricultural products, and other property of every nature and kind, on storage; to issue warehouse receipts of any and all kinds therefor; to apply for and obtain a certificate or certificates as public warehouseman, and own, lease and operate warehouses for cold storage and dry storage, bonded and not bonded, public and private, and generally, to do all things pertaining to the conduct of the business of a public or private warehouseman, or of a cold or dry storage plant; to exchange its entire capital stock, or any part thereof, for stock which it is hereby authorized to acquire, or to exchange its entire assets and business, in whole of in part, for money or stocks or bonds or other obligations of other companies; and to do any and all such acts and things as may or shall be necessary and proper to carry out the said above objects and purposes.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at Five Thousand ($5,000.00) Dollars, divided into fifty (50) shares of the par value of One Hundred ($100.00) Dollars per share. The amount of said stock may be increased to One Hundred Thousand Dollars ($100,000.00).

ARTICLE V.—All the powers of this corporation shall be vested in and exercised by a Board composed of three directors. Said Board shall be elected annually by ballot at a stockholder's meeting called for that purpose on the third Monday of January of each year (or the next legal day if that day be a holiday), after due notice to the stockholders by mail at least fifteen days before the date of said meeting. Each holder of stock shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, said vote to be cast in person or by proxy, and the majority of votes cast shall elect. The Board of Directors shall have the power to fill all vacancies which may occur or in any manner arise or be created on the Board, even though no quorum remain at the time such vacancies are to be filled. Failure to elect directors on the day above specified shall not dissolve the corporation, but the directors then in office shall remain in office until their successors are elected and qualified. The Board shall elect from their number a President, a Vice-President and a Secretary-Treasurer; provided that the Board may elect such other officers (who need not be members of the Board or stockholders) as they think proper or convenient for the carrying on of the Company's business, and they shall fix the salaries of all officers, agents and employees. At any meeting of the Board of Directors, any director absent from the meeting may be represented by any other director who may cast the vote of the absent director. The Board of Directors shall have authority to make and establish, as well as alter and amend, all by-laws, rules and regulations necessary and proper for the support and management of the business and affairs of this corporation and not inconsistent with this charter; and they shall have power to authorize the borrowing of money and the issuance of notes and the execution of pledges, and generally to do all things necessary or convenient for the proper carrying on of the business of the corporation.

Until a general meeting of the stockholders for the election of directors to be held in 1921, or until their duly qualified successors are elected and installed, the Board of Directors shall be composed of the following: W. J. Walker, Post Office Address 2221 Napoleon Ave., New Orleans, La.; Frederick Morrison, Post Office Address 2731 Chestnut St., New Orleans, La.; Horace Gumbel, Jr., Post Office Address 4432 Carondelet St., New Orleans, La.. Of these, W. J. Walker shall be President, Frederick Morrison Vice-President nad Horace Gumbel, Jr., Secretary-Treasurer.

ARTICLE VI.—This act of incorporation may be changed, modified or amended, or the corporation dissolved, by a vote of two-thirds of the entire capital stock present or represented at a general meeting of the stockholders convened for such purpose, after previous notice shall have been given in the manner above required to be given of the annual meeting of the corporation.

ARTICLE VII.—If this corporation shall be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three commissioners to be appointed at the meeting of stockholders convened for the purpose of liquidation, and to be elected by the vote of all the stockholders voting upon a parity. Said liquidators shall remain in office until the affairs of the corporation shall have been fully settled and liquidated, and they shall have full power and authority to transfer and give title to all the property and assets of the corporation and to distribute the proceeds. In case of death, disability or resignation of one or more liquidators, the vacancy shall be filled by the survivor or survivors.

ARTICLE VIII.—No stockholder shall ever be held liable or responsible for the contracts or faults of said corporation in any further sum than the unpaid balance due on the shares of stock owned by him, nor shall any mere informality in organization have the effect of rendering this charter null or of exposing any stockholder to any liability beyond the unpaid balance due on his stock. In order that this charter may serve as the original subscription list, the subscribers hereto have indicated oppos