CHARTER.

AMENDMENT TO CHARTER OF KOHN, WEIL & COMPANY, INC. NOW KOHN, WEIL & SIMON, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, That on the 14th day of April, in the year of Our Lord, one thousand nine hundred and twenty, before me, Herman L. Barnett, a Notary Public, duly commissioned and qualified, in and for this Parish and State, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Joseph Kohn, who declared that he is the duly authorized representative of Kohn, Weil & Company, (Inc.) a duly organized Louisiana corporation, created by act before Felix J. Dreyfous, Notary Public, on the twelfth day of the month of May, in the year one thousand nine hundred six. And the said appearer further declared that at a special meeting of the stockholders of the said Kohn, Weil & Company, Inc., held at the domicile of the corporation, in the city of New Orleans, Louisiana, on the 14th day of April, 1920, said meeting having been duly called and due notice thereof having been given, at which meeting all shares of the capital stock of the corporation were present or represented, it was voted, upon motion duly made, seconded and unanimously carried, that Articles I, IV, V and VII of the Charter of Kohn, Weil & Company, Inc., be amended to read as follows:

ARTICLE I.—The name and style of this corporation shall be Kohn, Weil & Simon, Inc., and by that corporate name the said company shall have power and authority to enjoy and have succession for the period of ninety-nine years; to contract, sue and be sued in its corporate name; to make and use a corporate seal; to have, hold, receive, convey, mortgage, hypothecate or pledge property, both real and personal; to issue bonds, notes and other obligations; to have and employ such managers, directors, officers, agents and other employes as the interest and convenience of said corporation may require, and to make and establish such by-laws, rules and regulations for the corporate management and control of the affairs of the corporation, as may be deemed necessary or expedient.

ARTICLE IV.—The capital stock of this corporation is fixed at the sum of two hundred thousand dollars, divided into two thousand shares of one hundred dollars each, which shall be paid for in cash, or issued for the purchase of property, in such manner as the Board of Directors may determine. No transfer of stock shall be binding upon the corporation unless recorded upon its books, nor shall any stockholder have the right (unless at least four Directors consent) to sell or transfer any of the shares held by him, without having first offered the same to the corporation, through its Board of Directors, at its book value at the close of the last fiscal year. Said Board of Directors shall have the right, for a period of fifteen days thereafter, of purchasing said shares for cash, at said value. All shares thus purchased may be re-issued or sold by the Board of Directors, in its discretion. Nothing herein contained shall prevent the stockholders from making any agreement or contract covering the holding, sale, transfer or other disposition of stock, provided all stockholders consent to said agreement or contract, and such contract shall control the rights of the stockholders. All shares of stock shall be full paid and non-assessable. The certificates of stock shall be signed and issued by the officers designated by the Board of Directors, and said certificates shall have printed or written into or across their face the words "These shares are assignable and transferable only pursuant to the charter and by-laws of this Company, or any agreement or contract made in pursuance thereof, as provided in Article IV of the Charter, to which reference is hereby made." By unanimous consent of the entire Board of Directors, as then constituted, at a special meeting called for that purpose, and without the necessity of any amendment to the Charter, the above certificates may be called in and new certificates, without the inscription above set forth, may be issued in their stead.

ARTICLE V.—All corporate powers of this corporation and the management of its affairs shall be vested in and exercised by a Board of Directors composed of not less than four and not more than six stockholders, four of whom shall constitute a quorum for the transaction of all business, and the concurrence of four shall be necessary to any action of the Board, whether it consists of four members or more. The Directors shall be elected annually, by ballot, by stockholders, on the fourth Wednesday of January in each year. The Board may, upon giving a ten-day notice in writing, change the date of the annual meeting to any time between the fourth Wednesday in January and the first day of March. Each person shall be entitled, in person or by written or telegraphic proxy, to one vote for each share owned by him, which proxy shall be issued only to another Director or stockholder. It shall require a vote of not less than five-sixths of the outstanding capital stock of the company to elect a Director at an annual meeting of stockholders, and no Director shall be declared elected or qualified unless he shall have been chosen by a vote of not less than five-sixths of the outstanding capital stock of the company. All elections shall be held under such rules and regulations as may be determined by the Board of Directors. The Directors thus elected shall continue in office for one year, or until their successors shall have been duly elected and shall have qualified. Failure to elect shall not be regarded as a forfeiture of this charter, but the Board and officers shall continue to hold office until their successors are elected. The Directors may, at any time, by a vote of not less than four, elect to the Board additional Director or Directors, provided that the total number shall not exceed six. Any vacancy occurring on said Board by death, resignation or otherwise may be filled by the remaining Directors for the unexpired term. The Board of Directors shall, at its first meeting after its election, nominate a Chairman of the Board, a President, a First Vice President, a Second Vice President, a Treasurer and a Secretary. The Board is vested hereby with the power to abolish the office of Chairman of the Board, and or Second Vice-President, and to re-establish it, from time to time, and re-abolish it, as in its discretion it may determine; and it is further authorized and empowered to combine the office of Secretary and Treasurer. The said Board shall have the right to make by-laws, to appoint and dismiss all clerks, employes, agents and representatives of the company as the interests of the company may demand. Any Director shall have the right, by written or telegraphic proxy, to appoint any other Director or stockholder to act in his place and stead at any and all meetings of the Board. Anything herein to the contrary notwithstanding, any and all action taken by the Board must have the concurrence of at least four members of the Board.

ARTICLE VII.—This Act of Incorporation may be changed, modified or altered, or this corporation may be dissolved, only with the consent of the stockholders owning five-sixths of all the stock of the corporation, at a general or special meeting convened for that purpose, and after a least ten days' written notice shall have been given, through the mail, addressed to each stockholder at his last known place of residence; but this notice, and any other notices required to be given, may be waived by written or telegraphic consent of the stockholder. In case of dissolution, by expiration of this charter, or otherwise, the stockholders shall elect three liquidators from among their number to settle the business affairs of the company. In case of the death or disability of any one of said commissioners or liquidators, the survivors or the remaining liquidators shall appoint a successor. This corporation shall be a going concern as soon as fifteen hundred shares shall have been subscribed to its capital stock. Until the election to be held in January, 1921, the following persons shall constitute the Board of Directors: Joseph Kohn, Herman Weil, Leon C. Simon, Albert N. Simon, Louis A. Weil, Harold S. Weil, with Joseph Kohn as Chairman of the Board, Herman Weil, President, Leon C. Simon, First Vice President, Albert N. Simon, Second Vice President, Louis A. Weil, Treasurer, Harold S. Weil, Secretary.

Said appearer further declared: That he is authorized and instructed to effect the amendments to the Charter herein set out, and that he is authorized to appear before a Notary Public in and for this Parish and State, for the purpose of executing these amendments in authentic form, as provided by law, and he does now appear before me, Notary, in order to make proper notarial record of the said amendments and to have same recorded by law. All of which will fully appear by reference to a certified copy of extract from the minutes of the said stockholders' meeting attached for reference to the original of this Act of Amendment.

Thus done and passed at my office, in the City of New Orleans, on the day, month and year first above written, in the presence of Ralph J. Schwarz and Paul E. Chasez, competent witnesses, who have hereunto signed their names, together with the said appearer and me, notary, after due reading of the whole.

(Original signed.) Kohn, Weil Co., Inc., by Joseph Kohn, President.

Witnesses: Ralph J. Schwarz, Paul E. Chasez.

HERMAN L. BARNETT,
Notary Public.

Recorded in M. O. B. 1242, Folio ——.
Parish of Orleans.
A true copy. (Seal.)
HERMAN L. BARNETT,
Notary Public.

May 29—June 3.

CHARTER OF HOUSEWIVES' CO-OPERATIVE STORES, INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Know all men, by these presents, that on this twenty-third day of the month of April, in the year one thousand nine hundred and twenty, before me, Mark Mayo Boatner, a Notary Public, duly commissioned and qualified in and for the City of New Orleans, Parish and State aforesaid, personally came the several persons hereinafter named and undersigned, who, in presence of the witnesses hereinafter named and undersigned, declared that, availing themselves of the laws of the State of Louisiana in such cases made and provided, for and on behalf of themselves, their assigns and successors, they do hereby form themselves into and establish a corporation under the name and for the purposes and under the terms and conditions set out in the following charter:

ARTICLE I.—Par. 1. The name of the said corporation shall be Housewives' Co-Operative Stores, Inc. Its domicile shall be in the city of New Orleans.

Par. 2. The said corporation shall have all the rights, powers, privileges and authorities which are now or may hereafter be given to like corporations by the laws of the State of Louisiana or of any other State, territory or country, foreign or domestic, in which it may do business.

Par. 3. Unless sooner dissolved in accordance wtih its charter or the law, said corporation shall exist for the term of ninty-nine years after the date hereof.

Par. 4. The President, or, in his absence, the Vice President, in the order of their rank, shall be the officers on whom citation and other process shall be served.

ARTICLE II.—The 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 buy, sell and otherwise deal, at wholesale or retail, as agents, on commission or otherwise, in goods, wares and merchandise of all sorts; to do business as general merchants, at wholesale or retail, as agents, on commission or otherwise; to acquire and hold stock, with all the rights and privileges of stock ownership, including the right to vote in other corporations organized for like purposes and in corporations manufacturing or producing goods, wares and merchandise of all sorts, and generally to do any and all things and to carry on any and all business which, in the judgment of the Board of Directors, may be useful, convenient, necessary or complementary to the objects and purposes for which it is organized.

ARTICLE III.—Par. 1. The capital stock of this corporation is hereby fixed at the sum of twelve thousand dollars, divided into twelve hundred shares of the par value of ten dollars each, which may be increased up to the sum of twenty-five thousand dollars.

Par. 2. The said capital stock shall be divided into five hundred shares of the par value of five thousand dollars of common stock and seven hundred shares of the par value of seven thousand dollars of preferred stock.

Par. 3. Such preferred stock or the holders thereof, shall be entitled to receive dividends at the rate of eight per cent per annum on the par value thereof, which shall be cumulative, and the holders thereof shall be entitled to receive, on liquidation, the full par value of their stock, together with all arrears of dividends, before any distribution of dividends, current or on liquidation, shall be paid or distributed to holders of common stock. The holders of preferred stock shall not be entitled to vote and shall not be eligible to hold office in this corporation.

Par. 4. Each holder of common stock shall be entitled to but one vote, whatever the number of shares held by him, and it is agreed by the stockholders hereof, for themselves and for their successors, and by all persons who may hereafter become stockholders in this corporation, that they do hereby, as a condition for their admission to membership in this corporation, waive and abandon all their rights and privileges to vote in excess of the one vote hereby provided for.

Par. 5. After payment of the dividends on preferred stock, as above provided, any surplus of profits shall be distributed at the discretion of the Board of Directors among the holders of common stock in proportion to the stock held by them and in proportion to the purchases of goods, wares and merchandise made by them of this corporation.

Par. 6. The corporation shall be a going concern and shall begin business when one-half of its capital stock, as above provided, shall have been subscribed, and one-half of such subscribed stock shall have been paid for as required by law.

Par. 7. No stock shall be transferred except on the books of the corporation nor until the certificate evidencing the same shall have been surrendered to the corporation, and the said corporation may treat as the owner of stock to all intents and purposes the person in whose name the same is registered on its books.

ARTICLE IV.—Par. 1. All the powers of this corporation shall be vested in and exercised by a Board of Directors composed of not less than nine nor more than fifteen common stockholders. Its officers shall be a President, one or more Vice Presidents, a Secretary and a Treasurer, or the functions of Treasurer may be by said Board conferred upon the Secretary. The Board shall elect or appoint such other officers, agents and servants as it may from time to time deem necessary for the business of the corporation and shall fix the powers, compensation and terms of service thereof.

Par. 2. The officers of this corporation shall have such powers as are appropriate to their several offices or as may be prescribed by the Board, and shall receive such salaries as the Board may from time to time fix.

Par. 3. The following persons shall compose the first Board of Directors: Mr. Ernest W. Vacher, 1816 Napoleon Avenue, New Orleans, La.; Mrs. Lydia L. Benedict, 3635 Canal Street, New Orleans, La.; Mrs. Edna M. Egleston, Metairie Ridge, Jefferson Parish; Mrs. Jessie Michaelis, 1816 Milan Street, New Orleans, La.; Mr. Rene E. Vivien, 1608 N. Dupre Street, New Orleans, La.; Miss Nellie Thompson, 1018 S. Carrollton Ave., New Orleans, La.; Mrs. Eva C. Dibert, 7444 St. Charles Ave., New Orleans, La.; Mrs. Edna H. Stewart, 1837 Napoleon Ave., New Orleans, La.; Mrs. Alice B. Monroe, 1331 Philip Street, New Orleans, La. The said Board shall convene at No. 635 Common Street, New Orleans, La., at 3 p. m. on April 29, 1920, for the purpose of electing officers for the first year.

Par. 4. The said Board shall continue in office until May 1, 1921, on which date and annually thereafter a Board of Directors shall be elected, unless the same shall be a legal holiday, in which event the election shall be held on the next legal day.

Par. 5. Notice of such election shall be given by letter posted at least fifteen days previous to such election, addressed to each stockholder at his last known address. In the event the address of any stockholder be not known, it shall be sufficient to address him in care of General Delivery, New Orleans, La.

Par. 6. Such election shall be held under such rules as may be prescribed by the board, under the supervision of one or more commissioners appointed by the Board.

Par. 7. The failure for any cause to elect the Board on the day named for that purpose shall not dissolve or otherwise affect the corporation, but the Directors then in office, as well as the officers of the corporation, shall hold their respective offices until their successors are chosen.

Par. 8. The election of the Directors and liquidators shall be by ballot and the majority in amount of votes cast shall elect.

Par. 9. As soon as may be after each election, the Board of Directors shall elect from among their number the officers of such company, as above provided, and they shall have power to fill all vacancies which may occur.

Par. 10. Any action of the Board, agreed to in writing and signed by all the members, though done separately and without convening, shall have the same effect to all intents and purposes as if done in formal meeting.

ARTICLE V.—Par. 1. This charter may be amended or the corporation may be dissolved at a general meeting of the common stockholders convened for such purpose with the assent of two-thirds of all its common stock, as provided by law, notice of which meeting shall be given as prescribed in Paragraph 5, Article IV, hereof.

Par. 2. At the termination of this corporation or the dissolution thereof, its affairs shall be liquidated and wound up by three commissioners elected from among the common stockholders at a meeting called for such purpose as above provided. Such commissioners shall remain in office until the affairs of the corporation shall have been fully liquidated. Said comissioners shall have such powers as may be provided by law or as may be conferred upon them by resolution of the stockholders. In case of vacancy for any cause, the same shall be filled by the remaining liquidators.

ARTICLE VI.—No stockholder of this corporation shall ever be held responsible for the obligations or faults thereof in any further sum than the unpaid balance due the corporation on the shares of stock subscribed for or 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.

ARTICLE VII.—The names and post-office addresses of the incorporators and the number of shares of stock subscribed for by each are as follows: Mrs. Lydia L. Benedict, residence No. 3635 Canal Street, New Orleans, La., subscribes for four shares of preferred stock and one share of common stock; Mrs. Edna M. Egleston, residence Metairie Ridge, Jefferson Parish, La., subscribes for one share of common stock; Miss Nellie Thompson, residence No. 1018 S. Carrollton Avenue, subscribes for nine shares of preferred stock and one share of common stock; Ernest W. Vacher, residence No. 1816 Napoleon Avenue, subscribes for nine shares of preferred stock and one share of common stock.

Thus done and passed, in my notarial office, in the City of New Orleans, on the day, month and year herein first written, in the presence of Vivian Fernandou and Andrew M. Buchmann, competent witnesses, here residing, who hereunto sign their names with the appearers and me, Notary, after reading of the whole.

(Original signed.) Mrs. Lydia L. Benedict, Mrs. Edna M. Egleston, Miss Nellie Thompson, E. W. Vacher.

Witnesses: Vivian Ferrandou, A. M. Buchmann.

M. M. BOATNER, 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 Housewives' Co-Operative Stores, Inc., was this day duly recorded in my offfice, in book 1242, folio ——.

(Signed.) EMILE J. LEONARD, D. R.
A true copy. (Seal.)
M. M. BOATNER, Not. Pub.

April 29—June3.

CHARTER OF GO-RO INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, That on this twenty-first day 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, James Zacharie Spearing, 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 parties 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 in this State and the organization and formation thereof, they have covenanted and agreed and do by these presents covenant, agree and bind themselves as well as such other persons who may hereafter become associated with them or their successors, to form and constitute a corporation or body politic in law for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.—The name and style of this Corporation shall be GO-RO Incorporated, and by that name it shall have power and authority to exist and enjoy succession for the full term and period of ninety-nine years, commencing on and to be computed from and after the date and day hereof.

ARTICLE II.—The domicile of this corporation shall be in the City of New Orleans, State of Louisiana. All citations and other legal process shall be served upon the President of said Corporation, or, in case of his absence or inability to act, upon the Vice President; or, in the absence or inability of both the President and Vice President to act, then upon the Secretary-Treasurer of this Company. The President shall be the executive officer of this Corporation; he shall preside at meetings of the Board of Directors and stockholders.

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 hereby declared to be as follows, to-wit: To make and manufacture, and to acquire, purchase, use, hold, lease, deal in sell operate and dispose of gas, water, steam, electric, air and oil appliances of all kinds and any other merchanical devices, method, system, or the like, and the various parts or accessories and adjuncts thereto; to erect, put up and install and operate the same or any part or portion thereof; to acquire, construct, maintain and operate factories of any or all of the above named articles and their accessories; to acquire, purchase, receive and hold the patent or other right or privilege to make or manufacture any or all of the articles named or referred to, and generally to do all things necessary or convenient to properly conduct the business of this corporation.

ARTICLE IV.—This corporation may sue and be sued in its corporate name; holu, have, receive, purchase, convey, sell, mortgage, hypothecate, pledge, lease and sub-lease, and enjoy, real, personal and mixed property; also borrow money, make and issue notes and bonds; make contracts; receive grants of land, or of personal property; and make and use a corporate seal, the same to alter or break at pleasure, but the failure to have a seal shall not invalidate any of the acts or proceedings of this corporation; name and appoint such managers, directors, officers, clerks and agents as the interest and convenience of said corporation may require; and through its Board of Directors make and establish such by-laws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary, and the same to alter and change at pleasure, and shall possess all the rights, powers and privileges to which corporations are or may be by any general law or laws of this State authorized and entitled to possess. Said corporation may exercise its corporate powers within any other State or territory in the United States, or foreign country that shall permit the same.

ARTIVLE V.—The capital stock of this corporation is hereby fixed at the sum of seven hundred and fifty thousand & 00/100 ($750,000.00) dollars, represented by seventy-five thousand (75,000) shares of ten and 00/100 ($10.00) dollars each.

All stock subscribed for shall be payable at such times and on such terms and conditions as the Board of Directors may from time to time fix and determine in each particular case or by general resolution or the Board of Directors may issue certificates of paid-up stock in payment of property or goods actually delivered to this corporation or for services actually rendered to it, or for rights, privileges or franchises transferred to it, the valuation in each instance to be agreed to by the Board of Directors, which shall have full and final power to do so. Said capital stock may be increased to the sum of three million & 00/100 ($3,000,000.00) dollars in the manner provided for by the laws of this State. Whenever an increase of said capital stack shall have been authorized thirty days written or printed notice thereof shall be given by publication in one of the daily newspapers published in the City of New Orleans within which time persons holding stock in this corporation shall have the right to subscribe for said increased stock in proportion to the number of shares of stock then held by them, and which additional shares shall be paid for as the Board of Directors may direct. After the expiration of said time the Board of Directors may dispose of the shares not taken, for the benefit of the Company, in such manner and on such terms and conditions as they may think proper. Dividends shall be declared on the amount actually credited on the capital stock without regard to the amount subscribed for.

Dividends accruing to stockholders, who owe any portion of any stock subscribed for by them shall be credited to such unpaid subscriptions until the full amount of all stock subscribed for by such stockholders shall be paid in full. Such credit of dividends shall not in any manner relieve such stockholders from the payment of calls on such subscription, but the credit of such dividends shall be in excess of calls on such subscriptions to stock. Interest at the rate of eight per cent per annum shall be charged on the unpaid portion of calls on stock subscribed for from the maturity of each call. If any installment or installments on stock subscribed for should not be paid within thirty days after the same shall become due, such stock and the subscription thereto, together with all installments paid thereon, may be cancelled and forfeited to the Company by resolution of the Board of Directors without further notice putting in default or proceedings; or the Board of Directors may hold the subscriber to said stock personally responsible therefor and take legal proceedings to collect the installment or installments due thereon. The Company shall begin operation as soon as thirty-seven thousand five hundred (37,500) shares of the capital stock are subscribed for or disposed of. At all elections by or meetings of the stockholders, each share of stock, whether paid for in full or not, shall be entitled to one vote, to be cast either by the person in whose name the stock appears on the books of this corporation at the time of the voting, or by his agent or proxy, duly authorized in writing to that effect. All transfers of stock shall be made on the books of the corporation and shall be signed by the stockholder or by his attorney.

No stockholder shall be allowed to sell or dispose of his stock or any portion thereof until after the expiration of six months from the date hereof without first giving in writing to the Board of Directors twenty days' notice of such intended transfer, and allowing the Board of Directors, or, on its default, any stockholder, the first opportunity of purchasing said stock at the price said stock was purchased for, as indicated by the records of the company.

ARTICLE VI.—The business and affairs and corporate powers of this corporation shall be transacted by a Board of Directors composed of not less than five Directors nor more than nine Directors, to be composed of stockholders of this corporation owning at least ten shares of the capital stock. The stockholders may at any annual meeting elect less than five Directors and the Directors thus elected at any annual meeting may prior to the next annual meeting elect one or more additional members of the Board of Directors so as to make the Board of Directors not more than nine. The Directors, whether elected by the stockholders or by the Board of Directors, shall be elected by a majority of the votes at a meeting of the stockholders or of the Directors, as the case may be.

Nelson G. Goreau, Ezra W. Holden, William Edenborn, Adolph Dumser, A. Luria, Charles D. Schmidt, Charles Kohlmeyer, J. Zach. Spearing, and W. D. Phillips, all of New Orleans, La., with Nelson G. Goreau as President, E. W. Holden as Vice President, W. D. Phillips as Secretary, and Charles D. Schmidt as Treasurer, shall constitute the first Board of Directors and they shall hold their office until the third Tuesday in January, 1923, or until their successors are elected and qualified; each subsequent Board shall take their seats immediately following their election, or as soon thereafter as practicable, and shall hold their offices until their successors shall have been elected and qualified.

A majority of the members of said Board of Directors shall constitute a quorum for the transaction and management of all business of said corporation. On the third Tuesday in January, 1923, and annually thereafter, an election for Directors by the stockholders, shall be held at the offiec of the Company, after fifteen (15) days previous notice of such meeting shall have been given by advertisement appearing three times in fifteen days in one of the English newspapers published daily in the City of New Orleans, the first advertisement appearing not less than fifteen days prior to the meeting and the last advertisement appearing on the day of the meeting. Every Board of Directors shall at its first meeting after its election, or as soon thereafter as practicable, elect a President, a Vice President, a Secretary and a Treasurer, from their own number, and such other officers, who may or may not be stockholders or Directors, as may be desirable, who shall hold office at the pleasure of the Board of Directors. The Board of Directors may combine the offices of Secretary and Treasurer. A failure to elect Directors on the date above specified shall not dissolve the corporation, but the then existing Board of Directors, shall continue to hold their offices, and another election shall be held as soon thereafter as practicable at a time to be fixed by the Board of Directors then in office, whereof fifteen days prior notice shall be given in the manner above provided, which said notices shall be full and complete notice to all stockholders of such meetings. In the event no election takes place at the second meeting, or if no second meeting shall be called or held, the Board then in office shall hold over until the next annual meeting or until their successors are duly elected and qualified. Any vacancy occurring in said Board of Directors, from any cause, shall be filled by the remaining Directors. The Board of Directors may make such by-laws, rules and regulations as they may think proper for the transaction of the business and affairs of said corporation, and change, alter and amend the same at pleasure, and shall exercise all the powers of this corporation, or may delegate the same to one or more officers at its pleasure; appoint and fix the salaries of all officers, clerks and employees, not herein mentioned, the same to change or dismiss at pleasure; fix the salaries of the officers provided for herein; sell, convey, mortgage, pledge, lease and purchase rights, privileges, franchises, property, movable, immovable and personal; borrow money, issue notes and sign or cause to be signed by officers or Directors specially or generally authorized by the Board of Directors all necessary acts, deeds, etc. Adopt a corporate seal, the same to change or alter or dispense with at pleasure; and to do all things which may be necessary to be done in the management of said business and permitted by the laws applicable to corporations.

ARTICLE VII.—This Charter may be changed, modified, or altered, or said corporation may be dissolved in the manner and by the majorities fixed by law at any general meeting of said corporation convened for such purpose after fifteen days previous notice as required by law shall have been given in the manner provided in Article V of this charter.

ARTICLE VIII.—Whenever this corporation is dissolved, either by limitation or from other cause, its affairs shall be liquidated under the superintendence of three stockholders to be chosen for that purpose by a majority in amount of the stockholders present or represented at a general meeting of the stockholders at which the election is held. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of the death or resignation of any of said commissioners or of the refusal or inability of any of them to act, the survivor or survivors shall continue to act and may select another stockholder in the place and stead of the commissioner who shall have ceased to act.

ARTICLE IX.—The President may, in his discretion, and shall, upon the written request of twenty-five per cent of the stockholders, call a special meeting of the stockholders of this corporation.

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

Thus done and passed at my office, in the City of New Orleans, on the day, month and year first above written, in the presence of Sylvester Titus and Edmund R. Mabry, competent witnesses, residing in this city, who have hereunto signed their names with the appearers and me, Notary, after due reading of the whole.

(Original Signed.) Nelson G. Goreau and others.

Witnesses: Sylvester Titus, E. R. Mabry.

J. ZACH. SPEARING, Not. Pub.

I, the undersigned, Deputy 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 Go-Ro, incorporated, was this day duly recorded in the Mortgage Office, Parish of Orleans, in Book 1242, Folio ——.

New Orleans, La., April 23, 1920.
(Signed.) EMILE J. LEONARD,
Deputy Recorder of Mortgages.

I, the undersigned, Notary Public in and for the Parish of Orleans, do hereby certify the above and foregoing to be a true and correct copy of the original act of incorporation of the Go-Ro, Incorporated, and of the certificate of the Recorder of Mortgages for this Parish thereunto appended and of record in my office.

In faith whereof, I have hereunto set my hand and official seal on this 23rd day of April, 1920.

J. ZACH SPEARING, Not. Pub.

Apr. 29-June 3.

ACT OF AMENDMENT TO THE CHARTER OF THE CENTRAL LAUNDRY COMPANY, LIMITED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this eighth 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, Leslie Patton Board, 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, E. H. Verlander and D. E. Verlander, both of age and residents of this city, respectively, President and Secretary-Treasurer of The Central Laundry Company, Limited, a corporation created under the laws of the State of Louisiana with its domicile in the City of New Orleans, incorporated by an act passed before Charles Andrew Butler, Notary Public, on June 6th, 1911, recorded in the Mortgage Office for the Parish of Orleans in Book 1018, folio 690.

Which said appearers declared that in accordance with the act creating said corporation, a special meeting of the stockholders of the above named corporation was held at its office No. 1100 South Liberty Street in this City, after due and legal notice thereof, on April 7th, 1920, at 11 oclock a. m., for the purpose of considering the amendment to the charter increasing the capital stock of said corporation at which meeting all stock of record and outstanding on the books of said corporation was present and represented and at which said meeting the following resolution was unanimously adopted: "Be it resolved by the stockholders of The Central Laundry Company, Limited, that the advisability of increasing the capital stock of this Company be given favorable action and that in accordance with Article VI of the Act of Incorporation, the capital stock be increased to the sum of One Hundred and Fifty Thousand Dollars ($150,000.00), the same to be divided into and represented by fifteen hundred shares of the par value of One Hundred ($100.00) Dollars.

"Be it further resolved, that E. H. Verlander, President and D. E. Verlander, Secretary-Treasurer, be and they are hereby selected and appointed as representatives of this Company to appear before Leslie P. Board, Notary Public, in and for the Parish of Orleans, for the purpose of effecting the amendment to the charter increasing the capital stock as provided herein, being delegated with full power, in the name of this corporation, to do any and all acts necessary in the premises."

The whole as will more fully appear by reference to a certified copy of the foregoing resolution annexed hereto and made a part hereof.

Appearers further declared that by the foregoing resolution they were empowered and directed to appear before me, the undersigned Notary, and cause an authentic act to be drawn incorporating the foregoing resolution and carrying same into effect and that they now, for and in behalf of said corporation, declare the act of incorporation passed before Charles Andrew Butler, Notary Public, on June 6th, 1911, to be amended in accordance with the amendments hereinabove set forth to serve in law and as justice may be required.

Thus done and passed, in my office, at the City of New Orleans, on the day, month and year first before written, in the presence of Frank T. Doyle and Charles LeBlanc, competent witnesses above the age of majority, who have signed these presents with said appearers and me, Notary, after due reading of the whole.

(Original Signed) E. H. Verlander, D. E. Verlander.

F. T. Doyle, Chas. LeBlanc.
L. P. BEARD,
Notary Public.

I, the undersigned, Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of amendment of The Central Laundry Co., Limited, was this day duly recorded in my office, in Book 1242, Folio 175.

New Orleans, April 14th, 1920.
(Signed) EMILE J. LEONARD, Dy. R.
A true copy.
L. P. BEARD,
Notary Public.

May 6-13-20-27-June 3-10.

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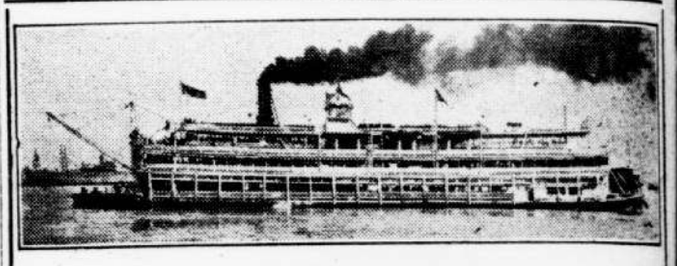
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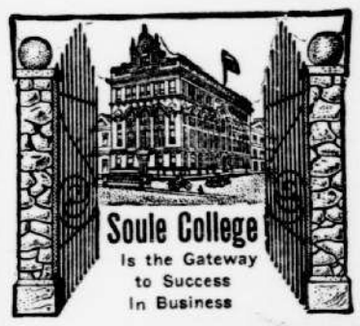

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With acknowledgments to K. C. B.
"Even a professor can learn"

THE PROFESSOR dropped in.
LAST NIGHT and said,
HE HAD a puzzle.
YOU KNOW he speaks.
FIFTY SEVEN kinds.
OF HIGHBROW talk.
BUT HE'D just heard.
TWO FELLOWS talking.
SOMETHING LIKE this.
"HERE'S THE real cheese.
ON THE kind of butt.
FOR STEADY stuff."
"SPILL IT," said the other.
SO THE first one said.
"IT'S GOT the goods.
AND PEP and all.
JUST TOUCH one off.
AND YOU'LL be living.
THE LIFE of Reilly.
I FELL for it, and gee.
I'M JAKE for keeps.
AND SITTIN' on the world.
AND THE second one said.
"JUST SLIP us one.
FOR THE double-O."
AND THAT was all.
I LAUGHED and pointed.
OUT THE window.
AND THE prof read.
THE ELECTRIC sign,
AND HE was on.
THE SIGN just said.
"THEY SATISFY."
THERE may be a hundred other ways to say it, but in good, plain United States, it's "they satisfy." Those fine Turkish and Domestic tobaccos and that can't-be-copied Chesterfield blend put Chesterfields where none can touch them for quality and value.
They Satisfy Chesterfield CIGARETTES
Liggett & Myers Tobacco Co.