CHARTER.

AMENDMENT TO CHARTER OF STANDARD EXPORT LUMBER COMPANY, LTD.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 16th day of the month of June, 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, John Marshall Quintero, a Notary Public, duly commissioned and qualified, in and for the City and the Parpresence of the witnesses hereinafter named and undersigned, personally came and appeared J. L. Dantzler, of this city, and H. F. Smith, also of this city, respectively, President and Secretary of the Standard Export Lumber Company, Ltd., a corporation created under the laws of the State of Louisiana, domiciled in the City of New Orleans, incorporated by act passed before Frederic Charles Marx, a Notary Public, on the 10th day of February, 1906, recorded in the office of the Recorder of Mortgages for the Parish of Orleans, in Book 842, Folio 412, and amended by act before John Marshall Quintero, a Notary Public, August 21, 1917, recorded in the Mortgage Office of the Parish of Orleans, Book 1212, Folio 381; and herein acting in their said capacities and on behalf of said corporation, by virtue of the authority conferred on them by the stockholders of said company, on the eighth day of June, 1920, as will more fully appear by a certified copy of the resolution adopted at the meeting of said stockholders and annexed hereto, which said appearers declared, acting in their said capacities, that a general called meeting of the stockholders of the Standard Export Lumber Company, Ltd., was convened and held at the office of said Company, in this city, on the eighth day of June, 1920, for the purpose of amending Article III of the Charter of this Corporation, due notice of the said meeting having been mailed, on May 7, 1920, to each of the stockholders of record; more than two thirds of all stockholders being present, in person, or by proxy, at said meeting; it was decided by the unanimous vote of the stockholders so present that the capital stock of said corporation should be increased to three hundred thousand ($300,000.00) dollars, with an authorized capital of four hundred thousand ($400,000.00) dollars; and that Article III of the Charter of said corporation be so amended as hereinafter set forth; all as more fully appears by a copy of said resolution annexed hereto and made part hereof.

ARTICLE III.—The capital stock of this corporation is hereby fixed at the sum of three hundred thousand ($300,000.00) dollars, divided into three thousand (3,000) shares of the par value of one hundred ($100.00) dollars each, transferable on the books of the Company only upon surrender of proof of loss or destruction of the outstanding certificates proposed to be transferred; but the capital stock o this corporation may be increased in the manner provided by law, at any time, to any amount not in excess of four hundred thousand ($400,000.00) dollars.

And the said appearers moreover declared that, in consideration of the foregoing and pursuant to the authority in them vested by the stockholders of said Company, they do hereby formally declare, publish and make known, that, in the manner prescribed by law and agreeably to the provisions of said Charter, the aforesaid Article III of the Charter or act of incorporation of said Standard Export Lumber Company, Ltd., passed before Frederic Charles Marx, Notary Public, on the 10th day of February, 1906, as amended by act before John Marshall Quintero, August 21, 1917, has been changed, altered and amended, as hereinabove set forth and written, and they do hereby direct and require that the above stated changes and amendments may hereafter, and at all times, be as hereinabove set forth, as regards all persons that now or may hereafter be stockholders of the aforesaid Company.

Thus done and passed, in my office, at the City of New Orleans, on the day, month and year herein first above written, in the presence of Messrs. Robt. H. Marr and Edmond Bourgeois, competent witnesses, who hereunto sign their names, with the said appearers and me, Notary, after reading of the whole.

(Original signed.) J. L. Dantzler, President; H. F. Smith, Secretary Treasurer.

Witnesses: Robert H. Marr. Edmond Bourgeois.

J. M. QUINTERO, Notary Public.

A true copy. (Seal.)

J. M. QUINTERO, Notary Public.

Parish of Orleans, State of Louisiana. Before me, undersigned authority, personally came and appeared J. L. Dantzler, President of the Standard Export Lumber Co., Ltd., and H. F. Smith, Secretary of the Standard Export Lumber Co., Ltd., who being by me first duly sworn, deposed and said that the entire amount of the increase of the capital stock from two hundred thousand ($200,000.00) dollars to three hundred thousand ($300,000.00) dollars has been actually paid in cash.

Sworn to and subscribed before me this 16th day of June, 1920.

(Original signed.) J. L. Dantzler, President. H. F. Smith, Secretary-Treasurer.

J. M. QUINTERO, Notary Public.

A true copy. (Seal.)

J. M. QUINTERO, Notary Public.

June 24-July 29.

CHARTER OF SHELBY SUPPLY COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 16th day of the month of June, 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, Herman L. Barnett, 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, all of the full age of majority, who severally declared to me, Notary, that availing themselves of the laws of the State of Louisiana, in such cases made and provided, and more particularly of Act 267 of the General Assembly of the State of Louisiana of 1914, relating to the creation, organization and formation of corporations, they have covenanted and agreed, and by these presents do covenant and agree and bind themselves, as well as all such other persons as may hereafter become associated with them, to form a corporatio nfor the objects and purposes and under the articles and stipulations following, to-wit:

ARTICLE I.—The name and title of this Corporation shall be Shelby Supply Company, Inc., and under its corporate name it shall have power and authority to have and to enjoy corporate existence for a period of ninety-nine years from date hereof, unless sooner dissolved by liquidation or otherwise; it shall have power to contract, to sue and to be sued; to make and use a corporate seal and to alter and break same at pleasure; to hold, receive, lease, purchase, transfer, assign, convey, mortgage, hypothecate, pledge, or otherwise receive or dispose of property, real, personal and mixed, corporeal and incorporeal; to issue bonds, and, if desired, to secure the same by mortgage; to buy and hold stock in other companies, incident to the objects and purposes or to the expansion of the business interests of the corporation for the objects and purposes and managers, agents, directors or officers as its business interests may require, and to make and establish, alter and amend its by-laws, rules and regulations for its proper government, as may be deemed necessary and proper, and, generally, to do any and all things incident to or necessary and proper for the extension of the business in which the corporation is engaged.

ARTICLE II.—This Corporation shall be domiciled in the City of New Orleans, in the State of Louisiana, and all citation or other legal process shall be served upon the President of the Corporation, and, in the event of his absence, upon the Vice President.

ARTICLE III.—The objects and purposes for which this Corporation is organized and created and the nature of the business to be carried on by it are declared to be as follows: To buy, sell, manufacture, exchange, repair and otherwise deal in or handle, to export or import, mill supplies and equipment, mill machinery, tools, apparatus, appliances, accessories and material of any and all kinds. To engage in a general marine supply business. To buy, sell, manufacture, exchange, prepare and otherwise deal in or handle, to export or import, marine and ship supplies, provisions, machinery, hardware, tackle, apparel, furniture, equipment of all classes and varieties, and to engage generally in a marine supply and ship chandlery business. To act as agents or manufacturers of any of the above described machinery and materials. To hold, lease, own, operate and to acquire and dispose of shops, offices, repair plants, factories and warehouses, in connection with the above described business. To engage in foreign and domestic commerce, and to carry on the business of the Corporation in the United States and its territories and dependencies, and in foreign countries. To conduct and carry on such other businesses as may be found necessary or convenient for properly effectuating the aforesaid purposes or enhancing the value of the properties, rights and privileges of the Corporation.

ARTICLE IV.—The capital stock of this Corporation is hereby fixed at the sum of twenty-five thousand ($25,000.00) dollars, and shall be divided and represented by two hundred and fifty (250) shares of the

CHARTER.

par value of $100.00 each. Said stock shall be paid for in cash or its equivalent, as provided by law, and in such manner and at such time, and in such installments, as may be prescribed by the Board of Directors. Said Corporation shall become a going concern and shall be authorized to commence business when $12,500.00 of its capital stock shall have been subscribed, and when $6,250.00 of its capital stock shall have been paid for.

ARTICLE V.—The capital stock of this Corporation may be increased to the sum of fifty thousand ($50,000.00) dollars, by a two-thirds vote of all the stock present or represented at a special meeting called for that purpose, or at a regular annual meeting of the Corporation.

ARTICLE VI.—All certificates of stock issued by the Company shall be signed by the President and countersigned by the Vice President; or, if authorized by resolution of the Board of Directors, shall be signed by the President or Vice President and countersigned by the Secretary-Treasurer. The stock of this Corporation can be transferred only on the books of the Corporation and subject to such regulations and formalities as may be by the Board of Directors from time to time prescribed. No stockholder shall be permitted to sell or otherwise dispose of his stock without first offering the same in writing to the other stockholders, through the Board of Directors, at a price not exceeding the book value thereof at the time of the last inventory, and the stockholders shall have an option and first right to purchase all the shares of stock to be thus disposed of by sale or by the death resignation or otherwise, of any of the stockholders of the corporation, and shall have a period of ten days in which to accept or decline such offer of stock. Should the Board of Directors or the stockholders decline to purchase said stock, then a stockholder or stockholders who made the offer to sell or otherwise dispose of the stock, may sell or otherwise dispose o it in any manner and at any price they or they may see fit. But each share of stock is issued under the condition an understanding that no stockholder shall make a sale or transfer of his stock in violation of this provision; and such sale or transfer, if made, shall be void, and this Company shall be under no obligation to list said stock on its books or to regard the holder of the certificate thereof.

ARTICLE VII.—The corporate powers of this corporation shall be vested in and exercised by a Board of Directors composed of not less than three and not more than five stockholders, two of whom shall constitute a quorum, if there are three Directors; and three of whom shall constitute a quorum if there are four or five Directors, for the transaction of business. The Directors of this Corporation may vote in person or by written proxy at any of the meetings of the Board of Directors, and the Board of Directors may delegate any of its powers to any officer or officers or any other representatives of the Company, by appropriate resolution to that effect. The first Board of Directors of this Corporation shall be composed of the following: Henry Shelby, Richard H. Miller and N. B. Shelby, with Henry Shelby as President, Richard H. Miller as Vice President, and N. B. Shelby as Secretary-Treasurer, and they shall serve until the second Wednesday in June, 1921, or until their successors are elected and qualified. The Directors of this Corporation shall be elected annually, by the stockholders, on the second Wednesday in June, each year thereafter. Notice of such meeting shall be given ten days prior to the date of the meeting, sent to each stockholder, at his last known address. The Board of Directors may change the date of such meetings, by giving thirty days' notice, in the manner above provided. Notice may be waived, provided the stockholders consent, in writing, or by telegram, to waive notice. Each stockholder shall, at such annual meeting or other meeting, general or special, be entitled, in person or proxy, to one vote for each share of stock owned by him. Elections shall be held under such rules and regulations as may from time to time be determined by the Board of Directors. The Directors, when elected, shall hold office for one year, or until their successors shall have been elected and qualified; and failure to hold the annual meeting of the stockholders, or to elect annually the directors, shall not operate the forfeiture of this charter or any rights thereunder. Any vacancy occurring in the Board of Directors may be filled by the directors for the unexpired term, and in the event that the remaining directors cannot agree upon the person to be appointed to fill the vacancy, then a stockholders' meeting shall be duly called to elect a new director. The Board of Directors may be increased from three to five by a majority vote of the outstanding stock at any annual meeting or at any special meeting of the stockholders called for such purpose, and without the necessity of any amendment or alteration of this charter.

ARTICLE VIII.—This charter or act of incorporation may be changed, modified, altered or amended, by and with the consent of two-third of all the stock present at any meeting, general or special, held for that purpose; and such amendment may be material or immaterial, subject only to limitations as may be by law provided; and this corporation shall have the power to increase or decrease its capital stock as hereinbefore set out, and any increase in the capital stock in excess of the amount named herein as the amount to which it may be made by a three-fourths vote of all outstanding stock.

ARTICLE IX.—Notice of any and all meetings referred to in this charter, or required by law, shall be given in the manner provided in giving notice in case of elections, unless the same shall have been waived. In case of the dissolution, liquidation or termination of this charter, by limitation or otherwise, the affairs of this corporation shall be liquidated by one or more liquidators elected by the stockholders, who may provide the number of said liquidators and vest them with such power and authority as may by law be permitted, and fix the terms and conditions upon which they shall serve and their compensation, and provide that in case of disability of any of said liquidators, the remaining liquidators may fill the vacancy or continue to act on behalf of the corporation.

ARTICLE X.—No stockholder of this corporation shall be liable or responsible for any costs, contracts, debts or faults of this company, or any of its officers; nor shall any mere informality in organization have the effect of rendering this charter null and void, or of exposing a stockholder to any liability beyond the unpaid balance due on the stock held by him.

ARTICLE XI.—The subscribers hereto have written opposite their names the number of shares subscribed to by each of them and their postoffice addresses, so that this charter may serve as the subscription list of the corporation; all of which subscriptions are payable in the manner and form set out herein.

Thus done and passed in my office in the City of New Orleans, Louisiana, on the day, month and year herein 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 appearers and me, Notary, after due reading of the whole.

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

HERMAN L. BARNETT,
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 charter of Shelby Supply Company, Inc., was this day duly recorded in my office, in Book 1246, Folio 82.

In witness whereof, I have signed these presents at New Orleans, Louisiana, on this 16th day of June, 1920.

EMILE J. LEONARD, Dy R.

A true copy. (Seal.)

HERMAN L. BARNETT,
Notary Public.

June 24-July 29.

AMENDMENT OF CHARTER OF SIEGEL-GARCIA MOTORS COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, That on this fifteenth day of the month of June, in the year of our Lord, one thousand nine hundred and twenty (1920), before me, Charles Theodore Starkey, a Notary Public, duly commissioned and qualified, in and for this City and the Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Martin J. Burke and John E. Garcia, both residents of the Parish of Orleans, of full age of majority, herein appearing in their capacity as, respectively, President and Secretary of the Siegel-Garcia Motors Company, Incorporated, appearing by virtue of resolutions adopted by the stockholders of said Company, June 14, 1920, certified copies of which are hereunto annexed in the margin for reference, who declared, that at a meeting of the stockholders of the Siegel-Garcia Motors Company, Inc., held at its office, at its domicile in New Orleans, on the 14th day of June, 1920, at which meeting stockholders of the company representing one hundred and seventy-five (175) shares out of a total two hundred (200) shares were present, it was unanimously voted to amend Article One of the Charter of the Company as established by Act passed before Charles T. Starkey, Notary Public, November 29, 1919, and recorded in the Mortgage Office of the Parish of Orleans, in

CHARTER.

Book 1231, Folio 761, so that said Article One shall hereafter read and be as follows, to-wit:

ARTICLE I.—The name and title of this corporation shall be Garcia-Burke Motors Company, Incorporated, and under and by said name, unless sooner dissolved in accordance with law and this Charter, it shall exist and continue, and shall have and enjoy corporate existence and succession for a period of ninety-nine years from and after the date of this Act. It may have, hold, receive, borrow, loan, exchange, acquire by grant, gift or purchase, devise or bequest, sell, alenate, dispose of, convey, lease, pledge, pawn, hypothecate, encumber and mortgage property of any kind, whether real, personal or mixed, corporeal or incorporeal, movable or immovable, all subject to such limitations as may be prescribed by law.

And the said appearers declared that they appeared before me, Notary, in accordance with the authority extended to them at the said meeting for the purpose of having said amendment placed in authentic form and in order that the same be recorded as required by law.

Thus done and passed, at the City of New Orleans, on the day, month and year hereinabove first written, in the presence of Thelma Elliott and F. W. Gaudin, competent witnesses, who hereunto sign their names, together with the said appearers and me, Notary, after reading of the whole.

(Original signed.) Jno. E. Garcia, Secty. Martin J. Burke, Pres.

Witnesses: T. Elliott, F. W. Gaudin.

C. T. STARKEY, 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 Siegel-Garcia Motors Company, Inc., was this day duly recorded in my office, in Book 1242, Folio 474.

New Orleans, June 15th, 1920.

EMILE J. LEONARD, Dy. R.

(Seal.)

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

C. T. STARKEY, Notary Public.

June 24 July 29.

CHARTER OF PEOPLE'S CO-OPERATIVE LAUNDRY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this thirteenth day of the month of April, in the year of our Lord, one thousand nine hundred and twenty, before me, John D. Nix, 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 as such persons as may hereafter join or become associated with them, into a corporation and body politic in law, for the objects and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.—The name and title of this corporation shall be "People's Co-Operative Laundry, Inc.," and under its corporate name it shall enjoy succession for the full term of ninety-nine (99) 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; to borrow money and to issue notes and other obligations or negotiable instruments; to hold stock in other corporations; 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.

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 any of the officers of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be conducted by it, are hereby declared to be: To carry on at New Orleans, in the Parish of Orleans, State of Louisiana, and elsewhere, the business of a steam and general laundry, and to wash, clean, purify, scour, bleach, wring, dry, iron, color, dye, disinfect, renovate and prepare for use all articles of wearing apparel, household, domestic, and other linen, and cotton and woolen goods and clothing, and fabrics of all kinds, and to buy, sell, hire, manufacture, repair, let or hire, alter, improve, treat and deal in all apparatus, machines, materials and articles of all kinds, which are capable of being used for any such purpose.

ARTICLE IV.—The amount of the capital stock of this corporation is hereby fixed at one hundred thousand dollars ($100,000.00), divided into ten thousand (10,000) shares of the par value of ten dollars ($10.00) per share... Said stock shall be paid for either in cash or property actually received by the corporation. The capital stock may be increased to two hundred thousand dollars ($200,000.00), when duly authorized by its stockholders. The capital stock can be sold only as provided by the by-laws.

ARTICLE V.—All the powers of this corporation shall be vested in and exercised by a Board, composed of not less than five nor more than nine Directors.

ARTICLE VI.—The Board, at all times, shall have the right to select from the stockholders any number of Directors, not exceeding the maximum limit hereinabove fixed. Said Board of Directors shall be elected annually at a general meeting of the stockholders called for that purpose on the fourth Thursday in April of each year, after due notice, in accordance with the laws of Louisiana. Each stock-

THE JOY OF SAVING

What greater joy can any one have than to know that the future is provided for or—that when opportunity comes one can take advantage of it!

Open a savings account and feel the joy of saving—feel that you and yours are provided for. 3½% interest will be added to your deposits.

ALGIERS BRANCH

340 Verret Street

Hibernia Bank & Trust Co.

Call or write for our series of beautiful booklets "S121"—the first of which is entitled "Making Dreams Come True."

CHARTERS

holder shall be entitled to one vote for each share of stock standing in his name on the books of the company. Said vote shall be cast in person or by proxy, and a majority of the votes cast shall elect. Said Board of Directors shall have the power to fill all vacancies which may occur 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 qualify. The Board shall elect from their number a President, a Vice President, a Secretary and a Treasurer. They shall fix the compensation of all officers, agents and employees at any meeting of the Board of Directors. At any meeting of the Board of Directors, any Director absent from the meeting may be represented by any other Director by written proxy, who may cast the vote of the absent Director. The offices of Secretary and Treasurer may be combined into one. The Board of Directors shall have the authority to make and establish, as well as alter and amend, all by-laws, rules and regulations for the proper management and conduct of the business and affairs of the corporation, and shall have power to authorize the borrowing of money, the issuance of notes or other evidences of indebtedness and the execution of mortgages, and generally to do all things necessary or convenient for the proper carrying on of the business of the corporation. Until the general meeting of the stockholders for the election of Directors to be held on the fourth Thursday of April, 1921, or until their duly qualified successors are elected and installed, the Board of Directors shall be composed of: Johnston Armstrong, 137 Carondelet St., New Orleans, La.; Isaac E. Garrett, 798 Sycamore St., New Orleans, La.; Daniel Darms, 735 Napoleon Ave., New Orleans, La.; W. W. Salomon, 1110 St. Charles Ave., New Orleans, La.; Jos. DiCarlo, 3334 Canal St., New Orleans, La.; Geo. H. Rice, 137 S. Liberty St., New Orleans, La.; Charles Schneidau, 137 Carondelet St., New Orleans, La.; Edward Cassanova, 3925 D'Hemecourt St., New Orleans, La.; with Johnston Armstrong as President, George H. Rice, as Vice President, Charles Schneidau as Secretary-Treasurer, who shall serve as such until their successors are duly elected and qualified.

ARTICLE VII.—This charter may be amended or the company dissolved, as provided by the laws of Louisiana.

ARTICLE VIII.—The subscribers hereto have respectively written opposite their names the amount of stock subscribed by them to this corporation, so that this Act of Incorporation may also serve as the original subscription list of the corporation, and they have stated their postoffice addresses, so as to conform with Act 267 of the General Assembly of the State of Louisiana of 1914.

Thus done and passed at my office in the City of New Orleans, Louisiana, on the day, month and year herein first above written, in the presence of Rita Mack and Millard C. Baker, the undersigned competent witnesses, who hereunto sign their names with said appearers and me, notary, after due reading of the whole.

Witnesses: Rita Mack, M. C. Baker.

(Original signed.) Johnston Armstrong, Daniel Darms, Ed. Cassanova, Walbert W. Salomon, H. W. Baird, I. E. Garrett, Charles Schneidau, Anna Naumann.

JOHN D. NIX, JR., N. P.

A true copy. (Seal.)

JOHN D. NIX, JR., N. P.

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 People's Co-Operative Laundry, Inc., was this day duly recorded in my office in Book 1242, Folio 428.

New Orleans, June 11th, 1920.

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

June 24-July 29.

CHARTER OF AUBERT MOTOR CAR COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans. Be it known, that on this first day of June, in the year of our Lord one thousand, nine hundred and twenty, before me, Francis P. Burns, a notary public in and for the Parish of Orleans, State of Louisiana, duly commissioned and qualified, and in the presence of the undersigned witnesses, personally came and appeared, the several persons whose names are hereinafter subscribed, of the full age of majority, who declared to me that availing themselves of the laws of this State relative to the organization of corporations, and more especially of Act 267 of 1914, page 521, of the legislative acts of this state, they have covenanted and agreed, and by these presents do covenant and agree for themselves and their successors and assigns to form themselves into a corporation and body politic for the objects and purposes and under the stipulations hereinafter set forth, to-wit:

ARTICLE I.—The name and title of this corporation shall be Aubert Motor Car Company, Inc., and under such title it shall have and enjoy succession for a period of ninety-nine years from date hereof and shall have power and authority to contract, sue and be sued, make and use a corporate seal, the same to break and alter at pleasure; to hold, sell, lease, mortgage, hypothecate or pledge property, real, personal or mixed, necessary, incidental or proper for the carrying on of its business; to buy and to hold stock in any other company or companies that may assist this company in its objects and purposes; to make and issue notes and certificates of indebtedness; name, elect and appoint managers, directors and clerks or other employees to properly conduct its corporate business and to make such by-laws, rules and regulations as may be found necessary or desirable for the management and business affairs of this corporation, and generally to do every other act, matter or thing necessary for the complete and proper carrying out of said business.

ARTICLE II.—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, State of Louisiana, where all citation and other process shall be served upon the president, or in the absence of the president, upon the vice-president, or in the absence of both, upon the secretary.

ARTICLE III.—The objects and purposes of this corporation are hereby declared and stated to be: To buy, sell, lease, repair and generally deal in automobiles, motor boats, other motor driven vehicles, bicycles, aeroplanes, dirigibles balloons and other motor propelled air craft, and automobile, motor boat, bicycle aeroplane and other motor propelled air craft supplies, and all other business incidental to the retail and wholesale automobile, motor boat, bicycle and air craft business; to promote and assist financially any person, firm or corporation engaged in the business of selling automobiles, motor boats and other motor driven surface and air vehicles, at retail or wholesale. This corporation shall have the power and authority to carry out any and all of the aforesaid objects and purposes in the States of Louisiana and Mississippi, and any other state of the United States in which this corporation may see fit to do business. And generally to do any and all other acts and exercise any and all other powers necessary or proper to attain and further any of the foregoing objects and purposes.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of Ten Thousand ($10,000.00) Dollars, divided into one hundred shares of the par value of one hundred ($100) dollars each, provided that the amount to which the capital stock of this corporation may be increased shall be two hundred and fifty thousand ($250,000.00) dollars. Fifty per cent of the capital stock of this corporation must be subscribed for before the filing of the articles of incorporation. The subscribed capital stock of this corporation shall be payable in cash, property, real or personal, or for services performed or rendered. No stockholder shall ever be held liable or responsible for the faults, contracts or debts of this corporation in any further sum than the unpaid balance due the corporation on the shares of stock subscribed for by him, nor shall any mere informality in the organization have the effect of rendering this charter null or of exposing any shareholder to any liability whatsoever. This corporation shall not engage in business until five thousand ($5,000.00) dollars of the capital stock shall have been issued and actually paid in, either in cash, property or services as aforesaid. If any of the stock of this corporation is exchanged, in whole or in part, for property or good will, in that event the provisions of section 3 of Act 267 of 1914 shall be strictly complied with.

ARTICLE V.—All the corporate powers of this corporation shall be vested in and exercised by a board of directors composed of three (3) stockholders, each of them shall own, in his own right, during his term of office, at least one full-paid and unpledged share of the capital stock, which shall be shown by his written declaration, two (2) of whom shall constitute a quorum for the transaction of business. The officers of this corporation shall consist of a president, vice-president and secretary-treasurer, all of whom shall be members of the board of directors. The following named persons shall constitute the Board of Directors of this corporation, to-wit: Robert L. Aubert, Gilbert A. Heyl and Robert G. Rebentisch, with Robert L. Aubert as president, Gilbert A. Heyl as vice-president, and Robert G. Rebentisch as secretary-treasurer, and these directors and officers shall serve until the first Monday in June in the year 1921, or until their successors have been duly elected and qualified. Thereafter the directors shall be elected annually on the first Monday in June of each year, beginning with the year 1921; all elections of directors shall be by ballot and each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, this vote to be cast in person or by proxy, and it shall require a majority of the stock present or represented to elect. Failure to elect a Board of Directors on the first Monday in June, 1921, or annually thereafter, shall not work a forfeiture of this charter, but the old Board of Directors shall remain in office until their successors are elected and qualified.

ARTICLE VI.—The Board of Directors shall hold regular meetings at such times as shall be fixed in the by-laws of this corporation. These meetings shall be held at the domicile of the corporation, but the president may call special meetings of the Board of Directors at such times as he may deem advisable, and he shall be required to call such special meetings whenever requested to do so by three members of the Board of Directors. Three days' notice of such special meetings shall be given in writing to the directors unless waiver of notice is signed by the directors. Any vacancy occurring on the board, either by death, resignation, or inability to serve, shall be filled by the Board of Directors at its next regular meeting after such vacancy shall have occurred. The first Board of Directors of this corporation shall be required to draft suitable by-laws for the government of this corporation, which may be altered, amended or changed as the exigencies of the case may require.

ARTICLE VII.—The stock of this corporation may be transferred, provided such transfer shall be recorded upon the books of the corporation before it shall be required to recognize the transfer or the new holder of said stock. The total amount of the subscribed stock, as herein set forth, is the sum of Ten Thousand ($10,000.00) Dollars, which is hereby authorized to be issued fully paid and non-assessable, for cash, or in exchange for property or services, according to law. That, save as hereinafter provided, no share or interest in the company shall at any time be transferred to any person not already a shareholder, so long as any shareholder is willing to purchase said share or interest at the prescribed price. That in order to ascertain whether any shareholder is willing to purchase any such shares or interest, the person, whether a shareholder of the company or not, proposing to transfer the same, hereinafter called the "retiring shareholder," shall give notice in writing to the company that he desires to transfer the same, and such notice shall constitute the

CHARTER.

company his agent for the sale of the share or other interest to any shareholder of the company at the prescribed price. That if the company shall within the space of thirty days after such notice find a shareholder desiring to purchase such share or interest, hereinafter called the "purchasing shareholder," and shall give notice thereof to the retiring shareholder, he shall be bound at such time within fifteen days thereafter as the company shall appoint upon payment of the prescribed price, to transfer such share or interest to the purchasing shareholder. That if in any case the retiring shareholder after becomes bound as aforesaid, makes default in transfering such share or interest, the company may receive the purchase money and shall thereupon cause the name of the purchasing shareholder to be entered upon the register as the holder of such share or interest, and shall hold the purchase money in trust for the retiring shareholder, his executors, administrators, or assigns, and the receipt of the company for the purchase money shall be a good discharge to the purchasing shareholder, and he shall not be bound to see to the application thereof, and after the name of the purchasing shareholder has been entered in the register in purported exercise of the aforesaid power, the validity of the proceedings shall not be questioned by any person, and the purchasing shareholder shall be deemed and taken to be the owner of the said share or interest. That the prescribed price shall mean the amount paid in on such share or interest, plus the proportionate part of undivided profits, provided that if instead of there being undivided profits there exists an impairment of capital of the said company, then the proportionate part of such impairment shall be deducted from the amount paid in upon such shares or interest in ascertaining such prescribed price. That the company shall in all cases on receiving notice of desire to sell stock as aforesaid, allow the other shareholders the opportunity to take same in proportion to their respective holdings of stock in the company, making all necessary adjustments to avoid fractions of shares, and for that purpose giving the preference in all cases to shareholders who have the largest holdings.

ARTICLE VIII.—This charter may be modified, altered, the capital stock thereof increased or decreased, or the corporation may be dissolved with the

CHARTERS.

assent of two-thirds of the capital stock present or represented at any meeting of the stockholders held for that purpose, after prior notice in writing to each stockholder, or mailed to him at his last known post office address, all in accordance with the terms of Act 267 of 1914.

ARTICLE IX.—At the expiration of this charter, or the earlier dissolution of this corporation for any cause, its affairs shall be liquidated by one or more liquidators to be elected by the stockholders, all of whom shall hold stock in said company and said commissioners are hereby vested with full power and authority to liquidate the affairs of said company, with full power to act.

ARTICLE X.—The appearers hereby declare that they have subscribed to the following number of shares of the capital stock of this corporation, to-wit: Robert L. Aubert, 1214 Arabella street, New Orleans, La., fifty-one (51) shares; Gilbert A. Heyl, 132 North Alexander street, New Orleans, La., one (1) share; Robert G. Rebentisch, 915 Nashville avenue, New Orleans, La., one (1) share; Chas. F. Hardie, 3915 Napoleon avenue, New Orleans, La., forty-seven (47) shares.

Thus done and passed, in my office, in the City of New Orleans, on the day, month and year first above written in the presence of St. Clair Adams and J. N. Swing, competent witnesses, who have signed these presents, together with the said appearers and me, notary, after due reading of the whole.

(Original Signed) Robert L. Aubert, 1214 Arabella street, fifty-one (51) shares; Robert G. Rebentisch, 915 Nashville avenue, one (1) share; Gilbert A. Heyl, 132 N. Alexander street, one (1) share; Charles F. Hardie, 3915 Napoleon avenue, forty-seven (47) shares.

Witnesses: St. Clair Adams, J. N. Swing.

FRANCIS P. BURNS, 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 Aubert Motor Car Co., Inc., was this day duly recorded in my office, in Book 1242, Folio 420. New Orleans, June 10, 1920.

(Signed) Emile J. Leonard D. R.

A True Copy.

FRANCIS P. BURNS, Notary Public.

June17-July22

Buy UNION MADE SHOES for Men and Boys AT SCHUMACHER'S 106 ROYAL STREET 106

THIRSTY and TIRED?

Drink HYTONE!

Its ice-cold goodness will just about hit the right spot. It has all the fine flavor and invigorating strength of old lager.

Order a case from your dealer.

If Your Dealer Can't Supply You, We Can.

Phone Galvez 83.

NATIONAL BREWING CO. NEW ORLEANS

With acknowledgments to K. C. B.

Here's how Joe's fish story really started

WE CLAMBERED down.
THROUGH HEAVY thickets.
AND WE rowed the boat.
OUT TO a rocky ledge.
WHERE BLACK bass hide.
THEN JOE let out a roar.
FOR HIS cigar box.
HAD FISH lines in it.
INSTEAD OF smokes.
AND HE refused with scorn.
OUR CIGARETTES.
HE SAID they were not.
EVEN FIT for bait.
HE'D HAVE a man's smoke.
OR NOTHING.
AND FOR an hour.
HE GOT nothing.
NOT EVEN a bite.

WHILE WE pulled 'em in.
AT LAST he grunted.
"GIMME A cigarette."
AND IT just happened.
HIS LUCK changed then.
SO NOW Joe swears.
THAT THOSE cigarettes.
WERE SO blamed good.
HE BAITED a hook.
WITH ONE of them.
AND CAUGHT a whale.
PARTICULAR FISH, he says.
HIMSELF AMONG them.
ARE JUST the sort.
THAT THEY satisfy.

MANY a cigar smoker will agree that Chesterfields "satisfy." They let you know you're smoking. And yet they're mild—mild and smooth. What's the secret? Just knowing how to blend choice Turkish and Domestic tobaccos—just right!

They Satisfy Chesterfield CIGARETTES

Liggett & Myers Tobacco Co.