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CHARTER OF THE INTERNATIONAL PUNCTURE CURE, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this seventh day of the month of May, in the year of our Lord, one thousand, nine hundred and twenty (1920), before me, Nicholas E. Humphrey, 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 the several persons whose names are hereunto subscribed, who severally declared that, availing themselves of the benefits and provisions of the constitution of the State of Louisiana and of the laws of said State relative to the organization of corporations, and particularly of the provisions of Act No. 267 of the General Assembly of the State of Louisiana for the year 1914, they have united to form, and do by these presents, form and organize themselves, as well as all such other persons who may hereafter join or become associated with them or their successors, into a stock corporation for the objects and purposes and under the covenants, stipulations and agreements following, to-wit:

ARTICLE I.—The name and title of this corporation shall be The International Puncture Cure, 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 (99) years from and after the date of this act. It may have, hold, receive, borrow, lend, exchange, acquire by grant, gift or purchase, devise or bequest, sell, alienate, dispose of, convey, lease, pledge, pawn, hypothecate, encumber or 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. It may make, issue and endorse bonds or notes and other evidences of debt. It may accept mortgages, pledges or other forms of security for money loaned or other debts. It may contract, sue and be sued, plead or be impleaded by its corporate name in any court of competent jurisdiction. It may make, adopt and use a corporate seal and alter the same at pleasure. It may hold stock in other corporations and its capital stock may be issued for capital stock in other corporations. It may name, appoint and employ such managers, directors, officers, agents and other employees as its said business and convenience may require, and may fix their compensation, having due regard to the nature, character and value of their services. It may make and establish by-laws, rules and regulations not inconsistent with this charter or any existing law, fixing or altering the management of its property, the regulations and government of its affairs, and the manner of the certification and registration of its stock. It may wind up and dissolve itself, or be wound up and dissolved in the manner prescribed by law. It may conduct business in this State, other States, the Federal Districts, the Territories and Possessions of the United States, and any foreign country. It generally shall possess all the powers, rights, privileges and immunities which corporations are and may hereafter be authorized to possess under the Constitution and Laws of this State, and particularly under Act No. 267 of the Acts of the General Assembly of the State of Louisiana for the year 1914; and it shall have the power to invest its board of directors with all of its corporate powers, subject to such restrictions as may be named in the charter.

ARTICLE II.—The domicile of this corporation shall be the City of New Orleans, Parish of Orleans, State of Louisiana, and all citations or other legal process shall be served on its president, or in the event of his absence, upon the First Vice-President, or in the event of the absence of both of said officers, upon the Secretary.

ARTICLE III.—The objects and purposes for which this corporation is organized is to manufacture, sell and to generally engage in the distribution, manufacture and sale of a preperation for the treatment of automobile tubes for the prevention of punctures and the treatment of any automobile, truck or other vehicle using pneumatic tires and tubes; and in this connection to establish service stations in the various cities throughout the United States; to handle automobile tubes, tires, and accessories of any and all nature and description, incident and necessary and otherwise connected with the automobile supply business.

To apply for, obtain, register, purchase, lease, or otherwise to acquire and to hold, own, use, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of any copyrights, trade marks, trade names, brands, labels, patent rights, letter patent of the United States or any other country or government, inventions, improvements and processes whether used in connection with, or secured under letters patent or otherwise, and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes hereinbefore expressed and set forth.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of one hundred thousand ($100,000.00) dollars, divided into ten thousand (10,000) shares of the par value of ten ($10.00) dollars per share each; all shares being common stock, full paid and non-assessable. The capital stock may be increased up to the sum of two hundred and fifty thousand ($250,000.00) dollars, and all proceedings for the increase or decrease of the capital stock shall be conducted in accordance with the laws of this State.

The stock shall be paid in cash at the time of subscription, or the same may be issued at par in payment or exchange for property, copyrights, patents, or other rights actually received or purchased by said corporation as its Board of Directors may decide, or the same may be issued fully paid for money advanced or for such other valuable consideration or services rendered as the Board of Directors of said corporation may determine.

ARTICLE V.—All the corporate powers of said corporation shall be vested in and exercised by a Board of Directors composed of no less than three nor more than five stockholders, a majority of whom shall constitute a quorum. Said Directors shall be elected annually on the first Tuesday of June in each year, except the first Board appointed in this Charter, who shall hold their offices until the first Tuesday of June, 1921. The first Board may consist of three stockholders who may appoint the necessary two in their descretion.

Any vacancy occurring among the Directors by death, resignation or otherwise shall be filled by appointment of the sitting Directors for the remainder of the term.

All such elections shall be held by ballot and conducted at the office of the said corporation, under the supervision of two commissioners to be appointed by the Board of Directors.

Notice of such election shall be given by the Secretary of the company by written notice thereof delivered personally or by depositing same in the post office, properly addressed, to each stockholder, at least fifteen (15) days preceding such elections.

At all such elections and at all corporate meetings every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, to be cast in person or by his written proxy, and a majority of the votes that shall elect.

A failure to elect Directors on the date above specified shall not dissolve the corporation nor impair its corporate management, but the Directors then in office shall remain in office until their successors are elected and qualified.

The Board of Directors shall elect from their own number a President and a Vice-President. They shall also elect a Secretary and a Treasurer, or one person who shall be both, either of whom may or may not be members of the Board. They shall have power and authority, from time to time, to name and appoint all such officers, agents or other employees as may be deemed necessary for the purpose and business of the corporation. They shall have power to fix the compensation and define the duties of every officer and employee, and all officers and employees shall hold office and employment at the pleasure of the Board.

The Board may make and establish, as well as alter and amend, any and all by-laws, rules and regulations necessary and proper in its judgment for the conduct, support and management of the business and affairs of said corporation. At all meetings of the Board of Directors each Director shall have the right to appoint a proxy to act in his place and stead.

The Board shall have power and authority to borrow money, to execute mortgages and to create liens; to issue bonds, notes and other obligations, and generally to do all things reasonable, convenient and

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necessary for the proper carrying on of the business of the corporation.

ARTICLE VI.—Whenever this corporation may be dissolved, either by limitation or from any other cause, its affairs shall be liquidated by three commissioners, to be appointed from amongst the stockholders at a general meeting of the stockholders convened for such purpose, of which meeting notice shall be given in the manner and time provided for stockholders' meetings by Article VII of this charter, and two-thirds in amount of the capital stock of said company shall be requisite to elect. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of death of one or more of said commissioners, the vacancy shall be filled by the surviving commissioners.

ARTICLE VII.—This act of incorporation may be modified, changed, or altered, or this corporation may be dissolved, or the capital stock may be altered, in accordance with law, at a meeting of stockholders called for the purpose, after notice shall have been given by written notice to each stock holder, delivered to him personally or mailed to him at the post office address, designated by him in writing at least fifteen (15) days prior to the date of meeting.

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

ARTICLE IX.—The first Board of Directors, chosen and selected shall be Edgar G. Gould, 472 Lowerline St., New Orleans, Arthur E. Jackson, 1765 Coliseum St., New Orleans; Jewell A. Sperling, 2121 Peniston St., New Orleans; with the said Edgar G. Gould, president, Jewell A. Sperling, vice-president and general manager; and Arthur E. Jackson, secretary-treasurer, to serve as such until the first Tuesday in June, 1921, or until their successors shall have been duly elected and qualified.

ARTICLE X.—The subscribers to the capital stock of this corporation are: Vallie J. Dodd, 1,000 shares; Jewell A. Sperling, 2,100 shares; Edgar G. Gould, 700 shares; Arthur E. Jackson 200 shares; George D. Williams, 500 shares; Frank H. Baxter, 500 shares. Three thousand shares fully paid stock shall be issued to Vallie J. Dodd and Jewell A. Sperling, subscribers hereto in above respective amounts in part consideration, and twenty thousand ($20,000.00) dollars payable two and four months from date, represented by two promissory notes of ten thousand ($10,000.00) dollars each, signed by the duly authorized officer of the company, payable to the order of themselves and endorsed by them. Wherefor the said Vallie J. Dodd and Jewell A. Sperling hereby sell, assign, transfer, set over, and deliver all of their rights title and interest in, and to, a certain secret formula copyright and patent No. 26569, known as "Dodd's World's Greatest Puncture Cure" for the treatment of inner tubes of automobiles, trucks, etc., together with all the assets and good will of the business formerly conducted by V. J. Dodd and Co., a co-partnership composed of Vallie J. Dodd and Jewell A. Sperling, in the City of New Orleans, and this company accepts same and acknowledges due delivery thereof.

The said appearers being all of the subscribers hereto and officers hereof, being by me, Notary, first duly sworn, did depose and say, that they are familiar with the property hereinabove transferred to this company by said Vallie J. Dodd and Jewell A. Sperling, that same is well known to them and by each of them to be fully appraised at the sum of fifty thousand ($50,000.00) dollars.

Thus done and passed, at the City of New Orleans on the day, month and year hereinabove first written in the presence of S. Ryan and J. G. Bouligny, competent witnesses, who hereunto sign their names, together with me, Notary, after full reading of the whole.

(Original signed)

VALLIE J. DODD, 1,000 Shares.
By J. A. Sperling.
JEWELL A. SPERLING, 2,000 Shares.
EDGAR G. GOULD, 700 Shares.
ARTHUR E. JACKSON, 200 Shares.
JEWELL A. SPERLING, 100 Shares.
GEORGE D. WILLIAMS 500 Shares.
F. H. BAXTER, 500 Shares.

Witnesses:
S. Ryan.
J. G. Bouligny.

N. E. HUMPHREY,
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 International Puncture Cure, Inc., was this day duly recorded in my office, in Book 1242, Folio 391. New Orleans, May 29th, 1920.

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

I hereby certify the foregoing to be a true copy of the Act of Incorporation of The International Puncture Cure, Inc., passed before me on the seventeenth day of May, 1920, the original of which is of record in my Notarial Office.

N. E. HUMPHREY,
Notary Public.

June 10-July 15.

CHARTER OF THE TRIANGLE MANUFACTURING COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this first day of the month of February, in the year of our Lord, one thousand nine hundred and twenty, before me, Sol. Weiss, a notary public, duly commissioned and qualified in and for the above city, parish and state, 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 they are of full age of majority, and availing themselves of the laws of the state of Louisiana, relative to the organization of corporations in such cases made and provided they constitute themselves, their associates, successors, and assigns, a corporation under the stipulations herein set forth which they adopt as their charter, to-wit:

ARTICLE I.—The name of this corporation shall be "The Triangle Manufacturing Company, Incorporated."

ARTICLE II.—The domicile of this corporation shall be in the city of New Orleans, State of Louisiana.

ARTICLE III.—The objects and purposes of this corporation are hereby declared to be: The manufacturing, marketing and sale of ladies' and childrens' skirts, garments and wearing apparel.

ARTICLE IV.—This corporation shall have all the powers and authority vested in corporations under the law of the state of Louisiana, and shall have the authority to do and perform any and all things necessary for the performance of the objects for which this organization is organized or germane or incidental thereto.

ARTICLE V.—The capital stock of this corporation shall be and consist entirely of common stock. All shares of which shall be fully paid and non-assessable. The capital stock is hereby fixed at two hundred and fifty shares (250) of a par value of one hundred dollars ($100.00) per share, or a total of twenty-five thousand dollars ($25,000.00), which same may be increased to five hundred (500) shares of a par value of one hundred dollars ($100) per share or a total of fifty thousand dollars ($50,000.)

ARTICLE VI.—All the corporate powers of this corporation shall be vested and exercised by a board of directors composed of three stockholders, who shall be elected annually at an annual meeting of stockholders held on the fourth Monday of January of each year.

ARTICLE VII.—The said board of directors shall within one month after its election annually, elect from among its number one of its members to be the president, one to be the vice-president and one to be the secretary-treasurer of the corporation. These officers and directors shall serve for one year, or until their successors shall have been elected and qualified. All vacancies on the board of directors shall be filled at a special meeting of stockholders called after fifteen days' notice duly sent to all stockholders. Special meetings of stockholders for all purposes may be called by the president and must be called upon the request of more than 25 per cent of the outstanding stock. The board of directors shall have the power to draw up and adopt by-laws as may be deemed necessary or desirable.

ARTICLE VIII.—Until the annual election of directors to be held in the year 1921, the following shall constitute the officers, and directors of this corporation: S. G. Jacobs, president; Jacob L. Tavan, vice-president, Chas. N. Epstein, secretary-treasurer.

ARTICLE IX.—The subscribers to this act of incorporation have signed their

CHARTER.

names and addresses hereto, and the number of shares for which they subscribe, so that this act of incorporation shall serve as the original subscription list to the stock of this corporation.

ARTICLE X.—Any property transferred to this corporation in consideration for the issuance by it of its stock is described and appraised according to law on the inventory attached to this charter and to be read herewith.

ARTICLE XI.—Service of process shall be made upon the president of this corporation and in his absence, upon any other officer, and otherwise according to law.

ARTICLE XII.—This corporation shall exist and have succession for a period of ninety-nine years.

ARTICLE XIII.—This corporation shall be liquidated and dissolved pursuant to the provisions of existing law relative thereto.

Thus done and passed at New Orleans, La., on the day, month and year first above written in the presence of the undersigned witnesses, residents of this city, who hereunto sign their names with said appearers and me, notary, after due reading of the whole.

Original Signed: S. G. Jacobs, Pres., 821 Bordeaux St., $7,500.00, seventy-five shares; Jacob L. Tavan, 1918 Amelia St., $7,500.00, seventy-five shares; Chas. N. Epstein, 925 Louisiana Ave., $7,500.00, seventy-five shares.

Witnesses:
J. Bernard Cocke.
W. B. Pierce.

SOL. WEISS,
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 Triangle Manufacturing Co. Inc., was this day duly recorded in my office, in book 1246, folio 8.

New Orleans, May 19th, 1920.
(Signed): EMILE J. LEONARD, D. R.
A true copy of the original.

SOL. WEISS,
Notary Public.

June 10-July 15.

CHARTER OF TULANE OIL LAND AND IMPROVEMENT COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 31st day of the month of May, 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, Edward Alexander Parsons, 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 persons whose names are hereunto subscribed and who declared that availing themselves of the provisions of the general laws of the state of Louisiana, relative to the organization of corporations, they have covenanted and agreed, and do by these presents, covenant and agree and bind, form and constitute themselves, as well as such other persons as may hereafter join or become associated with them, into an association and body politic in law for the objects and purposes and under the agreements and stipulations hereinafter set forth:

ARTICLE I. The name, style and title of this corporation shall be: "Tulane Oil Land and Improvement Company, Inc." and under that name it shall have and enjoy all the rights, privileges, advantages, power and authority, conferred by the constitution and laws of the state of Louisiana upon corporations. It shall exist for a period of ninety-nine years, unless otherwise dissolved.

It shall have the power and authority, in its corporate name, to contract, to sue and be sued; to make and use a corporate seal, the same to break, alter or amend at pleasure; to buy and sell, to hold, own, lease, mortgage, hypothecate and pledge property real, personal and mixed, necessary, incidental to or proper for the carrying on of its business, and to 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 of this corporation, and generally to do every other act, matter or thing, necessary for the complete and proper carrying on of said business.

ARTICLE II.—The domicile of this corporation is hereby declared to be in the city of New Orleans, state of Louisiana. All citation and other legal process shall be served upon the president, and in the absence of the president, upon the vice-president, and in the absence of both of them, upon the secretary-treasurer of the corporation.

ARTICLE III.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it are hereby declared to be:

To acquire, own, buy, lease, sell mortgage, hypothecate and pledge property, real, personal and mixed, and particularly to develop mineral, oil and gas lands in the state of Louisiana, other states of the United States of America, and foreign countries, and generally to do and engage in any business, enterprise or undertaking connected with, growing out of, incidental or germane to any of the objects and purposes set forth in or contemplated by this charter.

ARTICLE IV.—The capital stock of this corporation is fixed at the sum of twenty-five thousand ($25,000.00) dollars, divided into two hundred fifty shares of $100.00 each. Said stock shall be represented by certificates of stock, signed by the president and the secretary-treasurer, and in the absence or inability to act of the president, by the vice-president. Said stock shall be issued at such times and in such amounts, for such price and upon such terms and conditions as the board of directors may see fit and proper, and shall be paid for in cash or its equivalent in property, as the board of directors may decide. All shares shall be full paid and non-assessable. Said stock shall be transferable only on the books of the company, and on the surrender or due proof of loss of the original certificate.

No stockholder shall have the right to sell or otherwise dispose of his stock in this corporation without first offering same to the corporation at the book valuation thereof, as determined by the books of this company, and this corporation is authorized to purchase said stock at said book valuation for the benefit of the other stockholders of the corporation.

The capital stock may be increased to one hundred thousand ($100,000.00) dollars.

ARTICLE V.—This corporation shall begin business and be a going concern as soon as one half of its capital stock shall have been subscribed and as soon as one half the amount of said subscription has been paid for.

ARTICLE VI.—All the corporate powers of this corporation shall be vested in and the management and control of its business and affairs conducted by a board of directors, composed of seven stockholders, four of whom shall constitute a quorum; no member of said board to own or subscribe for less than one share of stock. Said directors shall be elected by ballot at a general meeting of the stockholders on the second Monday of May, 1921, and annually thereafter on that day. Every stockholder shall be entitled, in person or by proxy, to one vote for every share of stock owned by him. All elections shall be held under such rules and regulations as may be determined by said board of directors. Ten days' written notice, directed to the last known address of every stockholder shall be given of all elections.

The directors thus elected shall continue in office until the second Monday of May, 1922, or until their successors shall have been elected and qualified; any failure to elect officers or directors shall not be considered as a forfeiture of this charter. Any vacancy occurring in the board of directors shall be filled by the remaining directors for the unexpired term. A maority of the stockholders at a meeting shall constitute a quorum for the transaction of any business.

Said board of directors shall, at its first meeting after its election, elect out of its own members a president, a vice president and a secretary-treasurer; and said board shall have the power in its discretion to unite two or more officers, the same to confer upon one person. Said board shall have the power to appoint and dismiss such officers, agents, clerks and employees as they may deem advisable and to fix their compensation.

Said board of directors is specially vested with the power and authority to mortgage or pledge the property, real, personal and mixed of the corporation as they may deem fit and proper; to purchase, hold, own, mortgage, pledge, lease and dispose of real estate, improved and unimproved, city or country; to execute mortgages, issue notes, bonds and other evidence of debt, and to borrow and lend money on same to and from individuals,

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firms and corporations, at such times, for such prices and upon such terms and conditions, as they may deem advisable. This power to buy and sell, mortgage, pledge, and dispose of property, real and personal; to borrow and lend money, execute mortgages, notes, bonds and other evidences of debt, and all powers herein granted to said board of directors is to be exercised by them without the necessity of referring to the stockholders of the corporation for special authorization.

Said board of directors shall make all the rules, regulations and by-laws for the government, control and management of the business and affairs of the corporation, and alter, amend and change the same at pleasure.

The following stockholders are hereby declared to be the first board of directors of this corporation, all of whom shall hold office until the second Monday of May, 1921, or until their successors shall have been elected and qualified.

George W. Foster, 1028 Thayer St., New Orleans; Luke S. Boudreaux, 434 Carondelet St., New Orleans; Walter A. Dilzell, 232 Vallette St., New Orleans; Clarence Bennett, 1618 St. Charles St., New Orleans; Frank J. Bole, 4614 S. Carrollton Ave., New Orleans; Henry J. Boudreaux, 434 Carondelet St., New Orleans; Edward A. Parsons, 806 Whitney Bldg., New Orleans.

Until the second Monday of May, 1921, or until their successors shall have been elected and qualified, the following named persons are hereby declared to be the officers of this corporation:

George W. Foster, president; Luke S. Boudreaux, vice-president; Frank J. Bole, secretary-treasurer.

ARTICLE VII.—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 orgnaization have the effect of rendering this charter null or of exposing a stockholder to any liability beyond the amount of his unpaid stock, nor shall any informality or irregularity in organization ever have the effect of rendering any stockholder liable as a partner.

ARTICLE VIII.—This act of incorporation shall be changed, modified or altered or this corporation shall be dissolved, with the assent of two-thirds of the stock of the corporation, present or represented at a general meeting called for that purpose, after prior notice in writing to each stockholder or mailed to him at his last known post office address in accordance with law.

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 entire stockholders, (all of whom shall hold stock in said company) and the said commissioners are hereby vested with full power and authority to liquidate the affairs of said company in accordance with law.

ARTICLE IX.—The appearers hereby declare that they have subscribed to the number of shares opposite their names, and the signatures thereto shall constitute their original subscription to the capital stock of said corporation in the proportion set opposite their names.

Thus done and passed, in my notarial office, in the city of New Orleans, on the day, month and year hereinfirst written and in the presence of R. Schwartz and W. D. Kee, competent witnesses, who hereunto subscribe their names, with the said appearers and me, notary, after due reading of the whole.

Original signed: George W. Foster, twenty shares; L. S. Boudreaux, twenty shares; Frank J. Bole, fifteen shares; W. A. Dilzell, fifteen shares; Clarence Bennett, fifteen shares; H. J. Boudreaux, fifteen shares; Henry J. Williams, fifteen shares, per pro G. W. Foster.

Witnesses:
R. Schwartz.
W. D. Kee.

E. A. PARSONS,
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 incorporation of the charter of the Tulane Oil Land and Improvement Company, Inc., was this day duly recorded in my office in book 1246, folio..

New Orleans, June 1, 1920.
(Signed): EMILE J. LEONARD, D. R.
A true copy of the original on file and of record in my office.

E. A. PARSONS,
Notary Public.

June 10-July 15.

CHARTER OF TROPICAL BAG AND BURLAP CO., INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans. Be it known and remembered, that on this 26th day of the month of May, 1920, before me, Gabriel Fernandez, Jr., a notary public, duly commissioned and qualified, in and for the parish and state aforesaid; and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of the state of Louisiana, and more particularly of act No. 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, agree, bind, and form themselves, as well as such persons who may hereafter join and 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 style of this corporation shall be "Tropical Bag and Burlap Co., Incorporated," and under that name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations. It shall exist for a period of ninety-nine years from date hereof, unless sooner dissolved; it shall have power and authority to sue and be sued in its corporate name; to make and use a corporate seal; and to break and alter the same at pleasure; to hold, receive, mortgage, convey and hypothecate real, personal and mixed property; to have and employ such managers, officers, agents and employees as the interest and convenience of said corporation may require, and to make and establish such laws, rules and regulations for the corporate management and control of the business and affairs of the corporation, as may be deemed necessary and expedient.

ARTICLE II.—The domicile of this corporation shall be the city of New Orleans, state of Louisiana. All citation and other legal process shall be served upon the president and in his absence upon the vice president or 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 purchase or acquire in any manner, to manufacture, and to sell or in any wise dispose of new and second hand bags; burlap and its products, burlap, jute, cotton and sisal bags of all discriptions; jute cotton and sisal twine and all bags and sisal supplies generally; also to do any and all things and acts, and engage in such other business as may be necessary, incidental to or connected with the business herein stipulated, in this charter.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of $10,000.00, which capital stock may be increased to the sum of $50,000.00. Said capital stock shall be divided into 100 shares of the par value of $100.00 per share.

All shares of stock shall be paid for in cash by the incorporators and shall be non-assessable. No transfer of stock shall be binding upon the corporation unless made upon its books, and all certificates of stock shall be signed by the president and the secretary-treasurer of the corporation.

ARTICLE V.—No stockholder of this corporation may offer for sale, sell, assign or transfer his stock in this corporation without giving to the other stockholders thirty days prior notice of such intention, which notice shall be given in writing to the president of the corporation and shall by said president be made known to the directors of the corporation immediately, and the other stockholders shall have the privilege of purchasing said stock at the book value thereof, for a period of thirty days from delivery of said notice to the president.

ARTICLE VI.—All the corporate powers of this corporation shall be vested in and the management and control of its business and affairs shall be exercised by a board of directors, composed of three stockholders, two of whom shall constitute a quorum for the transaction of business. The directors shall be elected annually by ballot, the first Monday in June. The first election shall be in the year 1921, until which time the following shall constitute the first board of directors, to-wit: Sam Eisman, Columbia, Mississippi; Alphonse Hainebach, 1634 Terpsichore St., New Orleans; Jerome Saligman, 3306 Constance St., New Orleans.

All elections shall be held under such rules and regulations as may be deter-

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mined by the board of directors, but after ten days notice of such election shall be given to each stockholder by mail, sent to his last address, or by publication for at least three times in ten days preceding such election, in one of the daily English newspapers in New Orleans. No failure to hold an election shall be regarded as a forfeiture of this charter. Any vacancy in the board of directors shall be filled by the remaining directors by appointing some stockholder to serve for unexpired term.

The first board of directors shall consist of Sam Eisman, Columbia, Miss.; Alphonse Hainebach, 1634 Terpsichore St., New Orleans; Jerome Saligman, 3306 Constance St., New Orleans, with Sam Eisman, as president; Alphonse Hainebach, as vice-president; Jerome Saligman, as secretary-treasurer, who shall serve until their successors have been elected and qualified.

ARTICLE VII.—No stockholder shall ever be held liable or responsible for the contract, faults or debts of this corporation, nor shall any mere informality in its 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 shares of stock subscribed for by him.

ARTICLE VIII.—This act of incorporation may be changed, modified or altered, or this corporation may be dissolved in accordance with the provisions of section Nos. 6 and 28 of act No. 267 of the General Assembly of the state of Louisiana for the year 1914. In the event of the dissolution of this corporation by the expiration of its charter or otherwise, its business and affairs shall be liquidated and terminated by three liquidators to be selected by and from among the stockholders at the meeting which shall decide to liquidate. Such liquidators shall have the power and authority to settle all business and affairs of the corporation. In case of death or disability of any of the said liquidators the survivor or survivors, shall appoint a successor, or successors, to him, or them, from among the stockholders.

ARTICLE IX.—The subscribers hereto have respectively written opposite their names the amount of stock in this corporation subscribed for by each of them, so that this act of incorporation may also serve as the original subscription list of said corporation.

Thus done and passed in my notarial office, New Orleans, in the presence of Arthur Miller and Albion L. Middleton, competent witnesses, who have hereunto signed their names with said appearers and me, notary public, after due reading of the whole.

Original signed: Sam B. Eisman, by Alphonse Hainebach, 50 shares; Alphonse Hainebach, 49 shares; Jerome Saligman, 1 share.

Witnesses:
Arthur Miller.
Albion L. Middleton.

GABRIEL FERNANDEZ, JR.
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 Tropical Bag and Burlap Co., Incorporated, was this day duly recorded in my office in book 1246, folio 48.

New Orleans, May 26, 1920.
(Signed): EMILE J. LEONARD, D. R.
A true copy.

GABRIEL FERNANDEZ, JR.
June 10-July 15. Notary Public.

AMENDMENT OF CHARTER OF THE ST. CHARLES AMUSEMENT CO. JUNE 1920.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 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, 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 Dr. Jas. I. Richard, of the full age of majority and a resident of this city, and, Miles J. Kehoe, of the full age of majority and a resident of this city. Said appearers acting herein respectively as president and secretary-treasurer of the St. Charles Amusement Company, a Corporation domiciled in this city, incorporated by an act passed before Robert Legier, notary public on the 19th day of January 1912 and recorded in the mortgage office of this city in book 1051, folio 552; acting herein under and by virtue of a resolution of the stockholders of the St. Charles Amusement Company, adopted at a meeting held at its domicile in this city, on April 8th, 1920; a duly certified copy of said stockholders meeting being hereto annexed for reference, who mutually and severally declared that at a special meeting of the stockholders of said corporation, which was convened and held as aforesaid on the 8th day of April 1920, according to law, the following amendment to Article IV 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 IV of said charter was recast and amended, so as to read as follows, to-wit:

ARTICLE IV.—"The authorized capital stock of this corporation is hereby fixed at the sum of twenty-five thousand dollars ($25,000.00) divided into and represented by two hundred and fifty shares of the par value of one hundred dollars ($100.00) each, and shall be paid for in cash or may be issued at par, in payment for property actually purchased by or services actually rendered to, this corporation at such time and in such installments as the board of directors may direct.

The amount to which the capital stock of this corporation may be increased is hereby fixed at fifty thousand dollars ($50,000.00) divided into and represented by five hundred shares of the par value of one hundred dollars ($100.00) each, and said stock, or any part thereof, may be issued on complying with the requisites of law, and said stock so issued shall be paid for in cash, or may be issued at par in payment for property actually purchased by, or services rendered to, this corporation, at such times and in such installments as the board of directors may direct." 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 promulgated, 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 J. Hatrel, competent witnesses, who hereunto sign their names with the said appearers and me notary after due reading of the whole.

Original signed: James I. Richard, president; Miles J. Kehoe, secretary-treasurer.

Witnesses:
Walter G. Wedig.
J. Hatrel.

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 above and foregoing act of amendment of charter of The St. Charles Amusement Co., was duly recorded in my office in book 1246, folio 59.

New Orleans, La., June 1, 1920.
(Signed): EMILE J. LEONARD, D. R.
A true copy.

FELIX J. PUIG,
Notary Public.

June 10-July 15.

AMENDMENT OF THE CHARTER OF THE BELKNAP-PARKER LUMBER AND EXPORT COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this the fourth 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, Alexis Brian, a notary public, duly commissioned and qualified within and for the Parish of Orleans, State of Louisiana, and in presence of the witnesses hereinafter named and undersigned, personally came and appeared Messrs. S. L. Belknap, Edwin Belknap, W. J. Kearney and Alfred LeBlanc, all residents of the City of New Orleans, of the full age of majority, who declared unto me, Notary, that they so appeared pursuant to the action of a certain stockholders' meeting held by consent of all of the stockholders of the Belknap-Parker Lumber and Export Company, Inc., on May 31st, 1920, a

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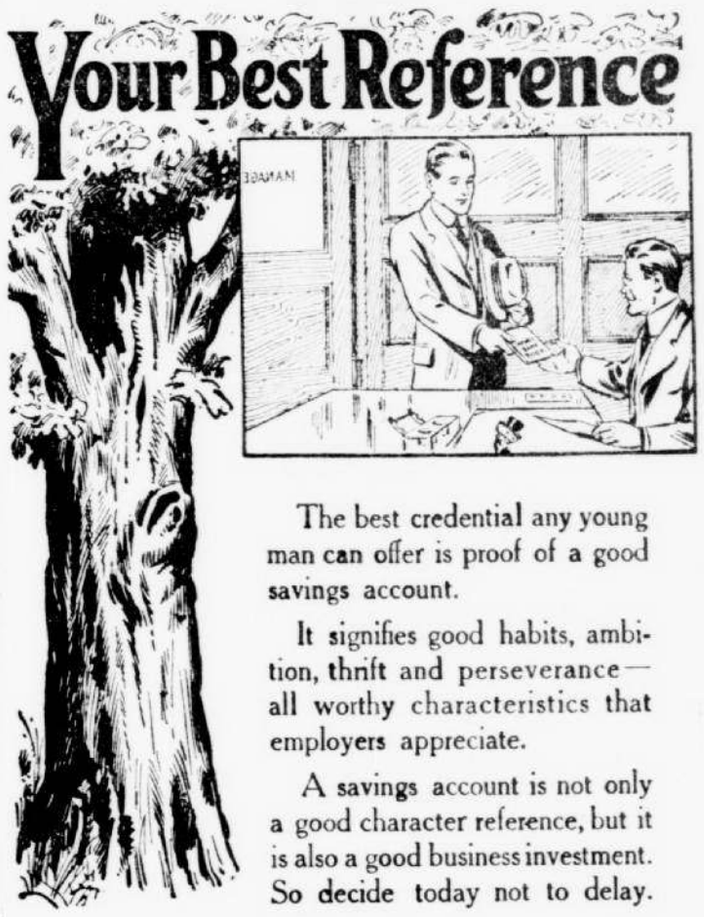
Your Best Reference



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CHARTER.

certified copy of the minutes of which meeting is hereto attached for reference; that they, the said appearers, are the holders and owners of all the stock of the said corporation and that all of them were present at said meeting, waiving all legal notices thereof, and participated therein; that the purpose of the said stockholders meeting was to consider the advisability of so amending the charter of said corporation as to change the name thereof; that the said meeting was duly convened and held at the domicile of the corporation; and that at said meeting it was the unanimous desire and vote of all of said stockholders that the name of said corporation should be changed so as to read: "S. L. Belknap Lumber & Export Company, Inc.," all as will more fully appear by the certified copy of the minutes of said meeting hereto attached as aforesaid.

Said appearers further declared that it is therefore the unanimous desire of the stockholders of said corporation, as evidenced by said resolution, that Article 1 of the charter of said corporation, as passed originally before Joseph K. Bailey, notary public, and recorded in the Mortgage Office of the Parish of Orleans in Book No. 1231, folio 418, be amended so as to read as follows:

"ARTICLE I.—The name of this corporation shall be the S. L. Belknap Lumber & Export Company, Inc., and its corporate existence shall be for a period of ninety-nine years, with all the corporate powers granted by Act 267 of the General Assembly of this State, Session of 1914."

Said appearers further declared that they desired me, said Notary, to receive the said amendment and place the same in authentic form.

Wherefore, I, said Notary, hereby receive the said amendment to the charter of said corporation, by this public act, to serve such future uses and purposes as it may.

Thus done and passed in my office at the City of New Orleans, on the day, and date herein first above written, in presence of Messrs. Leon Wolf, Jr., and Walter B. Guion, competent witnesses, who hereunto sign their names with the said appearers and me, Notary, after due reading of the whole.

(Original signed)

S. L. Belknap, Edwin Belknap, W. J. Kearney, Alfred LeBlanc.

Witnesses:
Leon Wolf, Jr.,
W. B. Guion.

ALEXIS BRIAN,
Notary Public.

I hereby certify that the foregoing amendment of the charter of the Belknap-Parker Lumber & Export Company, Inc., was this day duly recorded in the Mortgage Office of the Parish of Orleans, in M. O. B. 1242, folio —.

New Orleans, June 5th, 1920.

EMILE J. LEONARD, Dy. R.
Deputy Recorder of Mortgages for the Parish of Orleans.

I hereby certify the foregoing to be a true copy of the original.

New Orleans, June 5th, 1920.

ALEXIS BRIAN,
Notary Public.

June 10-17-24—July 1-8-15.

AMENDMENT TO CHARTER OF GOODMAN & BEER COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 26th day of the month of May, 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, William J. Guste, 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, L. E. Levy,