CHARTER.

CHARTER OF PROGRESSIVE REAL ESTATE AUCTION EXCHANGE, INC.

United States of America, State of Louisiana Parish of Orleans, City of New Orleans. Be it known, that on this 27th day of the month of July, in the year of our Lord one thousand nine hundred and twenty, and of the independence of the United States the one hundred and forty-fifth, before me, Rudolph J. Weinmann, a Notary Public, duly commissioned, sworn and qualified in and for the Parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared, the persons whose names are hereunto subscribed, all of full age, who declared that, availing themselves of the Constitution and laws of this State relative to corporations, they have covenanted and agreed, and do by these presents covenant and agree, and do bind themselves as well as such other persons as may hereafter become associated with them, to form and constitute a corporation and body politic in law, for the purposes and objects and under the stipulations and conditions hereinafter set forth and expressed, which they hereby adopt as their charter, as follows, to-wit:

ARTICLE I.—The name and title of this corporation shall be Progressive Real Estate Auction Exchange, Inc., under which it shall enjoy succession for a period of ninety-nine (99) years from the date of this act, and its domicile is hereby established in the City of New Orleans, La.; under its corporate name, the said corporation shall have power and authority to contract, sue and be sued in the prosecution of its business as hereinafter defined; to adopt a corporate seal; to hold, receive, purchase, improve, alienate, convey, mortgage and pledge property, real personal and mixed; to appoint or elect such directors, agents and employees as its interests may require; to establish such rules, regulations and by-laws for the proper management and regulations of its affairs as it may deem expedient; and to do all other things permitted by law as shall be proper and necessary to carry out the objects of the said corporation.

The President, or in his absence, the Vice-President, shall be the proper person upon whom citation and other legal process shall be served.

ARTICLE II.—The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be: to conduct, operate and control, for profit, the business of an auction exchange, or establishment centrally located in the City of New Orleans wherein auction blocks or stands may be leased or rented to individuals, firms or corporations, whether stockholders in this corporation or not, so as to give the said individuals, firms or corporations the privileges of the said auction exchange and the use of the facilities therein when auctioning off property, whether real, personal or mixed for sale or otherwise, under such rules and regulations as may by this corporation be adopted; to buy and sell real estate, either as principal or agent; to lease, rent, sub-lease, mortgage, pledge, convey, assign, transfer, set over and deliver, sustain, obtain options on real estate, either as principal or agent; and generally to do and perform all such business as may be necessary or incidental to the objects and purposes herein mentioned as fully as is set forth herein.

ARTICLE III.—The capital stock of this corporation is hereby fixed at five thousand ($5,000) dollars, divided into one hundred (100) shares of fifty ($50.00) dollars value, each, payable in cash at such times as may be determined by the Board of Directors.

The said capital stock may be increased to fifty thousand ($50,000.00) dollars.

No transfer of stock shall be recognized unless entered in the stock book. No stockholder shall have the right to sell his stock on the market without having offered it, in writing, at its book value to the Board of Directors of this corporation, twenty (20) days prior to the contemplated sale of the stock, and if the said Board desires to buy it, purchase shall be made on behalf of the corporation, and the stock shall then and there become treasury stock. A notice of the obligation to so offer the stock shall be printed across the face of each certificate of stock.

ARTICLE IV.—The corporate powers of this corporation shall be vested in and exercised by a Board of Directors composed of ten stockholders, of which a quorum shall consist of five Directors, for the transaction of business, and their decisions shall be valid, corporate acts.

The said Board of Directors shall have the power to fill all vacancies on said board arising from any cause whatsoever.

The first election of directors under this charter shall take place on the second Tuesday in January of each year, beginning in 1921, until which time, or until their successors shall have been elected and qualified, the following stockholders shall constitute the first Board of Directors:

James F. Turnbull, 340 Baronne Street, New Orleans, La.; Alvin E. Johnson, 316 Carondelet Street, New Orleans, La.; Edward Murphy, 340 Baronne Street, New Orleans La.; Ben B. Mathews, 322 Baronne Street, New Orleans, La.; R. L. Viguerie, 224 Baronne Street, New Orleans, La.; Meyer Eiseman, 732 Common Street, New Orleans, La.; Ashton Blum, 613 Commercial Place, New Orleans, La.; Carroll B. Walmsley, 718 Common Street, New Orleans, La.; Arthur P. Mayer, 802 Perdido Street, New Orleans, La.; M. P. Arnoult, Jr., 230 Baronne St., New Orleans, La.

The Board of Directors at its first meeting after each annual election shall elect from its members a President, a Vice-President, a Secretary, and a Treasurer; the following officers shall serve until the second Tuesday in January, 1921, or until such time as their successors shall have been duly elected and qualified, to-wit:

James F. Turnbull.....President
Alvin E. Johnson....Vice-President
Edward Murphy.....Secretary
Ben B. Mathews.....Treasurer

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CHARTER.

Notice of each annual election of directors shall be given by letter to be written fifteen (15) days previous to said election, and sent to the last known address of each of the stockholders. Failure from any cause to elect directors on the day stipulated shall not dissolve this corporation; but the President shall call a new meeting on fifteen (15) days' notice as soon as possible.

ARTICLE V.—The Board of Directors shall have full power to use and manage the property of this Company in such manner as in their discretion may seem fit, consistent with the objects and purposes and welfare of the Company. The said Board is further authorized to frame and adopt such by-laws, rules and regulations as the affairs of the Company may require, and as it may deem necessary for the management thereof, and to alter the same at will, provided they are not in conflict with the terms of this charter. The Board of Directors shall determine what employees are necessary from time to time, and have full control of same; it shall also fix the salaries of the several officers herein provided for.

ARTICLE VI.—Any changes, modifications, amendments of this charter, or dissolution of this corporation shall be strictly according to the terms of Act 267 of 1914 and subsequent amending acts.

ARTICLE VII.—No stockholders shall ever be held liable or responsible for any informality in organization, nor shall that have the effect of rendering this charter null.

Thus done and passed in my office in this city, on the day and in the month and year first above written, in the presence of J. A. Matthew and N. E. Baumgarden, competent witnesses, residing here, who have signed these presents together with the said appearers and me, Notary, after due reading of the whole, the appearers declaring that the following is the stock subscription list:

(Signed)

James F. Turnbull, 340 Baronne St., New Orleans, La., (4) four shares.

R. L. Viguerie, 224 Baronne St., New Orleans, La., (4) four shares.

Ben B. Mathews, 322 Baronne St. New Orleans, La., (4) four shares.

M. P. Arnault, 220 Baronne St., New Orleans, La., (4) four shares.

Meyer Eiseman, per J. H. Morris, 732 Common St., (4) four shares.

Ashton Blum, 615 Commercial Place, New Orleans, La., (4) four shares.

Arthur P. Mayer, 802 Perdido St., New Orleans, La., (2) two shares.

Edward Murphy, 340 Baronne St., New Orleans, La., (4) four shares.

Liberty Realty & Securities Co., by S. V. Edmiston, Sec., 808 Union St. New Orleans, La., (2) two shares.

Alvin E. Johnson, 316 Carondelet St., New Orleans, La., (4) four shares.

Walmsley & Co., Inc., by C. B. Walmsley, V.-P., 718 Common St., New Orleans, La., (4) four shares.

Carrol B. Walmsley, 718 Common St., New Orleans, La., (1) one share.

Engelman & Mayer, 802 Perdido St., (2) two shares.

Paul J. Leaman, 312 Baronne St., New Orleans, La., (4) four shares.

J. Edmond Douglas, 503 Marine Bank, New Orleans, La., (2) two shares.

John J. Murphy, 340 Baronne St., New Orleans, La., (2) two shares.

Witnesses:

(Signed): J. A. Matthew, N. E. Baumgarden.

RUDOLPH J. WEINMANN,
Not. Pub. (Seal)
N. O., Aug. 2, '20.

I, the undersigned, Rrecorder of Mortgages in and for the Parish of Orleans, State of Louisiana, do hereby certify that the act of incorporation of the Progressive Real Estate Auction Exchange, Inc., was this day duly recorded in my office, in Book 1242, folio 655. New Orleans, July 28th, 1920.

(Signed) M. J. DUNN, Recorder.

I certify that this is a true copy of the original on file in my office.

RUDOLPH J. WEINMANN,
Notary Public.

Aug. 5-Sept. 9.

CHARTER OF CANAL SERVICE STATION, INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on the 26th day of July in the year of Our Lord, nineteen hundred and twenty, and of the Independence of the United States of America, the One Hundred and Forty-fourth; Before me, Warren V. Miller, Notary Public, in and for the Parish of Orleans, Louisiana, and in the presence of the witnesses hereinafter named and undersigned, Personally came and appeared, the several persons whose names are hereinafter subscribed, all of full age, who declared unto me, Notary, that availing themselves of the laws of the Satte of Louisiana relative to the organization of Corporations, they do by these presents, contract, agree, covenant, stipulate, and bind themselves, as well as such persons, as may hereafter become associated with them, to form and constitute a Corporation and body politic in law, 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, "CANAL SERVICE STATION, INC." and under such title, it shall have and enjoy succession and existence, for a period of ninety-nine years from date hereof; it shall have the power and authority to contract, sue, and be sued, to make and use a corporate seal, the same to break and alter at its pleasure; to hold, purchase, lease, sell, mortgage or hypothecate, or pledge property, real, personal, or mixed; and for the purpose of carrying on its business, to make and issue notes and other evidences of indebtedness; to name and appoint managers, clerks, or other employees, for the proper conduct of its business, and to discharge same at its pleasure; to make and establish such by-laws, rules and regulations, as may be found necessary and desirable for the management of the affairs of the Corporation; and generally to do, all and everything ,act or deed, for the complete and proper conduct of said business.

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

Article III. The capital stock of this corporation is hereby fixed at the sum of Five Thousand ($5,000.00) Dollars, all of which shall be divided into and represented by Fifty (50) Shares of the par value of One Hundred ($100.00) Dollars each. Stock may be paid for in money, in services rendered to the corporation, or in property and good will regularly transferred to the corporation, all as shall be determined by the Board of Directors. The capital stock may be increased to Fifty Thousand ($50,000.00) Dollars. There shall be no issue of preferred stock.

Article IV. The objects and purposes for which this Corporation is formed are declared to be as follows: To operate a gasoline and oil station or stations, and to sell automobile accessories of all kinds, including tires and parts, etc.; to maintain and operate repair and vulcanizing plants, and generally to do and engage in any business germane to or operated in connection with an oil filling and accessory and repair station.

Article V. The corporate powers of this Corporation shall be vested in a Board of three Directors, a majority of whom shall constitute a quorum for the transaction of business. The absent directors may vote at any meeting of the Directors by proxy to any other Director for that particular meeting. The first Board of Directors shall consist of: with Mrs. Lillian V. Simmons, 3124 DeSoto street, as president; with W. F. Simmons, 955 N. Carrollton avenue, as vice-president, and with Jesse Daniels, 3124 DeSoto street, as secretary-treasurer and such Directors and officers shall serve as such until the second Monday in July, 1921, or until their successors are elected and qualified. Meetings of the stockholders for the election of Directors shall be held yearly, on the second Monday in July, beginning with the year 1921. The Board of Directors shall have the right to elect without referring to a stockholders meeting, any stockholder as a Director, whenever a vacancy shall exist on the Board of Directors through death or resignation; meetings of the Board of Directors may be called at any time by the President.

Thus done and signed, on the day and date first herein above written in the City of New Orleans, in the presence of Anita Allain and Nathan H. Feitel, competent witnesses, and me, Notary, after a due reading of the whole; the subscribers setting opposite their names the amount of stock they subscribe for, making this an original subscription list.

Name Address Amount Stock

(Names of subscribers and amount subscribed omitted.)

Witnesses: (Signed) Anita Allain, Nathan H. Feitel. (Signed) Warren V. Miller, 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 Canal Service Station, Inc., was this day duly recorded in my office in Book 1242, Folio 644. New Orleans, July 27th, 1920. (Signed) Emile J. Leonard. A true copy of the original on file in my office. Warren V. Miller, Notary Public.

Aug. 5-Sept. 9.

CHARTER.

CHARTER OF THE STEBBINS COMPANY, INC

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this, the 26th day of the month of July, in the year of Our Lord, one thousand, nine hundred and nineteen, and of the Independence of the United States of America,, the one hundred and forty-third, before me, Raymond H. Saal, Notary Public, duly commissioned and qualified, within 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 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 Stebbins Company, Inc.," and under and by said name, unless sooner dissolved in accordance with the 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 common 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 conveniences 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 regulation 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 in any foreign country. It generally shall possess all the powers, rights, privileges and immunities which corporations are and may hereafter be autohrized 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 this 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 upon its President, or in the event of his absence, upon the Vice-President, or in the event of the absence of both of said officers, upon the Secretary.

Article III. This corporation shall have the power to conduct its business in all of its branches in any States, Territories or possessions of the United States, as well as in foreign countries, and may have one or more offices outside of the State of Louisiana.

The objects and purposes for which the said corporation is formed and the nature of the business to be carried on by it are hereby declared to be:

(1) To carry on the business, both wholesale and retail, of selling tools, implements and accessories of all kinds made from steel and other kindred products; to buy, sell, manufacture, fabricate and deal in all kinds and combinations of steel, iron or other metals, or either or any of them, or in which steel, iron or other metal forms a substantial part, including tools, implements, machinery, railway boiler parts, accessories and general supplies and specialties and to transact a general steel and iron manufacturing, jobbing, fabricating, machinery and supply business.

(2) To purchase lands or otherwise acquire lands and buildings in this State or elsewhere for the erection and establishment of a manufactory or manufactories and work shops, with suitabel plant, engines and machinery, with a view to buying, selling, importing and exporting or otherwise dealing in, either directly or indirectly, through the medium of agents or otherwise, iron and steel equipment, accessories and supplies for railroads, ship builders, oil fields and ship yards, as well as accessories manufactured from steel and kindred products, and to acquire by purchase or otherwise, patents, patent rights and privileges, or improvements or secret processes for or in any manner relating to all or any of the objects aforesaid, and to grant licenses for the use of or to sell or otherwise deal in any patents, patent rights anld privileges, improvements or secret processes acquired by it, and to sell, mortgage, lease or otherwise deal with real and personal property of the company.

(3) To act as the agent or representative of corporations, firms and individuals and as such to develop and extend the business interests of corporations, firms and individuals and carry on the business generally of manufacturer's agent; to do a general business as a commission merchant, selling agent and factor in the manner and to the same extent as natural persons could do; to make and enter into all manner and kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of, either as principal or agent, upon commission or otherwise, iron and steel products of all kinds and nature as well as any other articles of personal property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom or incidental thereto and any and all acts proper or necessary for the purposes of the business; to act as manufacturer's agent and purchasing agent of any and all persons, firms, corporations or associations; to own and operate warehouses and places for the storage of goods and merchandise of all kinds and generally to act as a storage and freight forwarding agent; and generally to carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by merchants, commission men, factors and manufacturer's agents and in the course of such business to draw, accept, endorse, acquire and sell all or any negotiable or transferable instruments and credits.

(4) Generally to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of the purposes or of any one of the objects herein enumerated or incidental to the powers herein named or which shall at any time appear conducive or expedient to the protection or benefit of the corporation, either as holders of, or interested in any property or otherwise, with all the powers now or hereafter conferred by the laws of the State of Louisiana upon corporations organized under the laws of this State.

Article IV. The authorized capital stock of this corporation is hereby declared to be the sum of Five Thousand ($5,000.00) Dollars, which capital stock may be increased in the manner provided by law, to the sum of One Hundred Thousand ($100,000.00) Dollars. The presently authorized capital stock of this corporation shall be represented by Fifty (50) Shares of the par value of One Hundred ($100.00) Dollars each. The said capital stock shall be fully paid and non-assessable when issued; shall be represented by certificates and shall be personal property. No transfer of said capital stock shall be binding upon this corporation unless made in accordance with this charter and bylaws and recorded on the books thereof.

Article V. The business and affairs of this corporation shall be managed and all the corporate powers shall be vested in and exercised by a board of three (3) directors, to be elected from among the stockholders, a majority of whom either present in person or represented by proxy, shall constitute a quorum.

The said Board shall elect from among their number a President, a Vice-President, a Secretary and a Treasurer. The office of Treasurer may be combined with that of any other office. The Secretary need not necessarily be a member of the Board of Directors.

The Board of Directors shall have full and complete control of the property of the company, and they shall conduct, manage and use the same as in their discretion they may deem best, if not inconsistent with the objects of the company and the welfare of same. The said Board of Directors shall have the further power to make, alter and annul such by-laws, rules and regulations for the government of the corporation as they may think proper. They shall appoint all agents, clerks or employees; fix their salaries and compensation, with term of office, with the right to dismiss them at pleasure; and the said Board shall have the further right to fix and determine the salaries of the several officers herein provided for.

Any vacancy occuring in the Board of Directors, either by death, resignation or otherwise, shall be filled by the remaining members of said Board for the unexpired term, at any meeting of said Board of Directors.

Article VI. The first Board of Directors shall be composed of A. H. Stebbins, whose postoffice address is 1428 East 69th st., Chicago, Illinois; W. J. Henderson, whose postoffice address is No. 816 Howard ave., New Orleans La.; and Jos. N. Stebbins, whose postoffice address is No. 816 Howard ave., New Orleans, La., with the following officers, who shall serve until the first annual meeting of this corporation, as hereinafter set forth, and until their successors shall have been duly elected, qualified and installed; Jos. N. Stebbins, President; C. M. McMillan, Vice-President; W. J. Henderson, Secretary and A. H. Stebbins, Treasurer.

Said Board of Directors shall serve until the first meeting of the stockholders for the election of Directors, or until their successors are duly elected, qualified and installed.

Article VII. On the first Tuesday in February, 1921, and annually thereafter on the first Tuesday in February of each year, a meeting of the stockholders of the corporation shall be held at its domicile for the purpose of electing Directors for the ensuing year, and at such meeting the stockholders shall have the right of cumulative voting in the election of Directors, and at said meeting said stockholders shall elect said Directors. A failure for any cause whatsoever to hold the annual meeting of the stockholders, or the failure to elect Directors thereat shall not dissolve the corporation, but the Directors and officers then in office shall remain in office until their successors shall have been duly elected, qualified and installed.

Article VIII. This charter may be amended and the capital stock of this corporation may be increased or decreased or this corporation may be dissolved in the method and manner provided by law.

Article IX. No stockholder of this corporation shall ever be held liable or responsible for the contracts or faults of this corporation in any further sum than the unpaid balance of stock for which he has subscribed, nor shall any mere informality in organization have the effect of rendering this charter null or of exposing stockholders to any liability other than as above provided.

Thus done and passed in my office at the City of New Orleans, Louisiana, on the day, month and year first hereinabove written, in the presence of Edward L. Szabary and Roberts C. Milling, competent witnesses, who hereunto sign their names with said appearers and me, Notary, after due reading of the whole.

Name, Postoffice address and number of shares subscribed: J. N. Stebbins, 816 Howard ave., New Orleans, La., 4 shares; A. H. Stebbins, per J. N. Stebbins, 1428 East 69th st., Chicago, Illinois, 20 shares; W. J. Henderson, 816 Howard ave., New Orleans, La., 1 share.

Witnesses: E. L. Szabary, R. C. Milling. R. H. Saal, 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 Stebbins Co., Inc., was this day duly recorded in my office, in Book 1242, folio 648, New Orleans, July 27th, 1920. (Signed) Emile J. Leonard, Dy. Rec. A true copy. New Orleans, La., August 3rd, 1920. R. H. Saal, Notary Public.

Aug. 5-Sept. 9.

CHARTER DIXIE ALCOHOL COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this twenty-first day of the month of July, 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, Roger Meunier, a Notary Public, duly commissioned and qualified within and for the Parish of Orleans, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several persons whose names are hereunto subscribed, who severally declared that, availing themselves of the benefits and provisions of the Constitution of the State of Louisiana and 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 contracted and agreed and united to form, and do by these presents, contract and agree and bind and obligate themselves to form and organize themselves, as well as all such other persons who may hereafter join or become associates with them or their successors, into a stock corporation and body politic in law, for the object and purposes and under the conditions, covenants, stipulations and agreements of the articles following, to-wit:

ARTICLE I.—The name and title of this corporation shall be "DIXIE ALCOHOL 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 (99) 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, 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 evidence of debt. It may accept mortgages, pledges or other forms of security for money loaned or other debts. It may contract, sue or be sued, plead or be impleaded by its corporate name in any court of competent jurisdiction. It may make, adopt and use a common 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 business and convenience may require, and may fix their compensation, having due regard to the nature, character and value of their service. 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 regulation 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 and Territories and possessions of the United States, and any foreign country. 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 this charter. And 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 267 of the Acts of the General Assembly of the State of Louisiana for the year 1914.

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

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

Section 1. To manufacture, produce, adapt, buy, sell, import, export, and generally deal and trade, either at wholesale or retail, in real and personal property of every kind and description, and particularly all vegetables and other products, compounds and derivations carrying high percentage of sugars, starches and oils, including refiners wastes and by-products and manufacture therefrom denatured alcohol and other spirits and oils, together with foods, fertilizers and other by-products and any and all ingredients, products and compounds of any of the foregoing substances, and any and all machinery, materials and articles that may be now or hereafter used or required in or in connection with the manufacture or handling thereof.

Section 2. To store, transport and sell all and any of said products above specified and for the convenient conduct of the same, to maintain such central and branch offices as may be found necessary and desirable.

Section 3. To apply for, purchase or otherwise acquire and use, operate, sell, assign, transfer and otherwise dispose of, processes, formulas, patents, licenses and other rights in any and all inventions or improvements, whether secured or not, under letters patent, domestic or foreign.

Section 4. To survey, sub-divide and plat lands for the purpose of lease or sale, and to improve and develop the same by the erection of houses or buildings thereon and to do such other lawful acts as may be needful or desirable in and about the improvement and development thereof for any purpose; to plan, grow and cultivate all kinds of fruits, plants and vegetables; to raise, buy, sell and deal in horses, mules, cattle, live stock and poultry of all kinds, and generally to engage in the business of a planter.

Section 5. To carry on all allied and associated lines of business which may be directly connected with or may further and assist the conduct of its main business as above specified.

Section 6. To construct, purchase, lease or otherwise acquire and own, maintain and operate, steamboats, sailing vessels, barges and other water craft, piers, docks, wharves and such lines of tramway or railway as may be convenient, necessary or incidental to any business or enterprise of the corporation, with all necessary sidetracks, locomotives, cars, depots, roundhouses and other equipment necessary to the operation of said vessels, piers, docks, wharves, tramways or railways, and the traffic thereon; provided that this corporation shall not, without an amendment of this charter, be a common carrier or have the right to exercise the power of eminent domain.

Section 7. To enter into, make, perform and carry out contracts of every kind not contrary to law, with any person, firm, association or corporation, and to carry on any other business which under the law it may be entitled to carry on, which may seem to the corporation to be calculated, directly or indirectly, to effect the aforesaid objects or either of them, or to facilitate it in the transaction of its aforesaid business or businesses, or any part thereof, or in the transaction of any other lawful business that may be calculated, directly or indirectly, to enhance the value of or to render profitable, any of the corporations property and rights, and generally to hold and exercise all such incidental powers and privileges as relate to the objects and purposes hereinabove set forth, or as may be necessary, useful or convenient for effecting said objects and purposes.

ARTICLE IV.—The authorized capital stock of this corporation is hereby declared to be the sum of ninety thousand dollars ($90,000.00), which capital stock may be increased in the manner provided by law, to the sum of two hundred and fifty thousand dollars. The presently authorized capital stock of this corporation shall be represented by nine hundred shares of the par value of one hundred dollars each. The said capital stock shall be represented by certificates and shall be personal property. No transfer of said capital stock shall be binding upon this corporation unless made in accordance with its charter and by-laws and recorded on books thereof.

ARTICLE V.—The capital stock of this corporation shall be fully paid and non-assessable when issued, and shall be issued only for labor done or services rendered, or for property actually received, or for cash to be paid at such times and in such amounts and after such notices as may be determined by the Board of Directors.

ARTICLE VI.—All powers of this corporation shall be vested in and exercised by a Board of not more than seven (7) and not less than three (3) Directors, each of whom shall hold, in his own name, at least one (1) share of stock. Said Board of Directors shall be elected annually on the second Tuesday in January of each year, the first election to be held in the year 1921. All such elections shall be by ballot, at the office of the corporation, under the supervision of two (2) commissioners, to be appointed by the Board of Directors, and in the absence of any commissioner, the President shall have power to fill the place by appointment, and of all such elections, as well as of all meetings of stockholders, except for the purpose of liquidation or dissolution, or as otherwise required by law, ten (10) days' notice shall be given by mailing to each stockholder who appears as such on the books of the corporation, at his last designated address, or at the general delivery at New Orleans, if he has not designated an address, an announcement stating the time and place of the meeting. Each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the company, to be cast in person or by proxy, and a majority of the votes cast shall elect. The Board of Directors shall have power to fill all vacancies that may occur in the Board. Failure to elect directors on the day above specified shall not dissolve the corporation, but the Directors then in office shall remain in office until their successors are elected and qualified. Due notice of another election shall forthwith be given, as above provided. Such notice of election shall be continued to be given until an election is held. The Board of Directors at their first meeting following each annual election shall elect from their number a President, a Vice-President, a Secretary and a Treasurer, and such other officers as the Board of Directors shall deem necessary. The Board shall have power, in its discretion, to unite two or more offices, and the same to confer upon one person, and shall have power to fix the salaries of all officers and all such other officers and employes as they deem necessary. The Board of Directors shall have power to make and establish, as well as alter and amend, all by-laws, rules and regulations necessary and proper for the support and management of the business and affairs of said corporation not inconsistent with its charter. Said Board shall also have full power and authority to borrow money, and through the President or some duly authorized agent or agents, to execute mortgages, issue notes, bonds or other obligations, in such amount and on such terms as in their judgment may be advantageous; and generally to do all things reasonably necessary for the proper carrying on of the business of this corporation, as also to issue and deliver full-paid shares of stock and bonds of obligations of this corporation, in payment of money borrowed, or money, labor, or services, and property or rights actually received by this corporation, as heretofore set forth; and shall have power to do all such acts and things as may be necessary to carry out the objects and purposes for which this corporation is organized.

A majority of the Directors shall constitute a quorum for the transaction of any business. At any meeting of the Board any Director absent from the meeting may be represented by any other Director, who may cast the vote of said absent Director, according to the written instructions of said absent Director. The Board of Directors shall have the power, by vote of not less than a majority thereof, to sell, lease, mortgage, by bond mortgage or otherwise, or to pledge, any and all of the property, movable or immovable, belonging to the corporation, or to receive in exchange therefor, money or stocks or bonds or other obligations of another corporation, without referring to the shareholder for the power to do so; and they may also purchase for stock in this corporation or for cash or on credit, property of any kind required for any of the purposes of this corporation, without authority of the shareholders.

Until the next general meeting to be held under this charter on the second Tuesday in January, 1921, or until their duly qualified successors are elected and installed, the Board of Directors shall be composed of:

E. Wallace Holden, whose postoffice address is 2209 Perdido Street, New Orleans, La.

Columbus Bierce, whose postoffice address is 2209 Perdido Street, New Orleans, La.

Sylvian A. Gratia, whose postoffice address is 2209 Perdido Street, New Orleans, La., and

Dr. Irving W. Metz, whose postoffice address is Springfield, Illinois;

with E. Wallace Holden as President, Sylvian A. Gratia as Vice-President, and Columbus Bierce, as Secretary-Treasurer.

ARTICLE VII.—This charter may be amended, and the capital stock of this corporation may be increased or decreased, or this corporation may be dissolved in the method and manner provided by law.

ARTICLE VIII.—No stockholder of this corporation shall ever be held liable or responsible for the contracts or faults of this corporation in any further sum than the unpaid balance on the stock for which he has subscribed, nor shall any mere informality in organization have the effect of rendering this charter null or of exposing a stockholder to any liability than as above provided.

ARTICLE IX.—No stockholder may sell, assign or transfer his stock in this corporation without giving to the company, through its Secretary, thirty (30) days' prior notice in writing of such intention, and the company or the other stockholders shall have the first privilege of purchasing the said stock at the book value, plus five per centum.

And the said E. Wallace Holden, Columbus Bierce and Sylvian A. Gratia, on being duly sworn, depose and say: That, as appears from the following, over fifty per centum of the capital stock of this corporation has been subscribed.

The incorporators hereof have placed opposite their respective signatures the number of shares of the capital stock for which each have, respectively, subscribed, which is to be taken and considered as the original subscription list of this corporation, and which is to be recorded as such.

Thus done and passed at my office at the City of New Orleans, Louisiana, on the day, month and year first above written, in the presence of Pierre Chevalier and Hilda Meunier, competent witnesses, who hereunto sign their names with said appearers, and me, Notary, after due reading of the whole.

(Original signed):

E. Wallace Holden, two hundred and twenty-five shares.

Sylvain A. Gratia, two hundred and twenty-five shares.

Columbus Bierce, two hundred and twenty-five shares.

Irving W. Metz, two hundred and twenty-five shares.

By Columbus Bierce.

Witnesses:

P. Chevalier, Hilda Meunier.

ROGER MEUNIER,
Not. Pub.

A true copy of the original on file and of record in my office.

ROGER MEUNIER,
Not. Pub.
July 22-29.

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 Dixie Alcohol Company, Inc., was this day duly recorded in my office in Book 1242, folio 265 et seq. New Orleans, July 26-29.

(Signed) MORRIS DUNN, R. M.

July 29-Sept. 2.

CHARTER OF THE HARRISON PAINT COMPANY, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this twenty first 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, Thomas V. Craven, a Notary Public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, aforesaid, therein resident, 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 particularly of Act 267 of the General Assembly of the State of Louisiana for the year of 1914, they have covenanted and agreed, and do by these presents, covenant, agree, bind, form and constitute themselves, as well as such other 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 style of this corporation shall be the Harrison Paint Company, Incorporated, and under that name it shall have and enjoy all of the rights, advantages and privileges granted by the law to corporations; it shall exist for a period of ninety-nine years from the date hereof; it shall have power and authority to sue and be sued in its corporate name; to make and use a corporate seal and the same to break and alter at pleasure; to hold, receive, purchase, convey, mortgage and hypothecate property, real and personal and mixed; to issue bonds, notes and other obligations; to have and employ such managers, officers, directors and other employees or agents as the interest and convenience of the corporation may require or demand and to make and establish such by-laws, rules and regulations for the corporate management and control of its business and affairs as may be deemed necessary and expedient.

ARTICLE II.—The domicile of the said corporation shall be the City of New Orleans, State of Louisiana, but it may establish and maintain offices and agencies throughout the United States of America and foreign countries. All citations and other legal process shall be served on the President, and, in his absence, on the Vice President of the said corporation. In the absence of the President and Vice President, then said process shall be served on the Secretary of the said 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 deal in, buy, sell, and manufacture paint and all products pertaining thereto. To acquire by purchase or otherwise the stocks and bonds of other corporations engaged in a similar line of business and to sell, convey and transfer same at pleasure; and to do and engage in any other business, undertaking or enterprise connected with, growing out of, incidental or germane to any of the objects and purposes hereinabove set forth or contemplated by this charter.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of six thousand dollars, divided