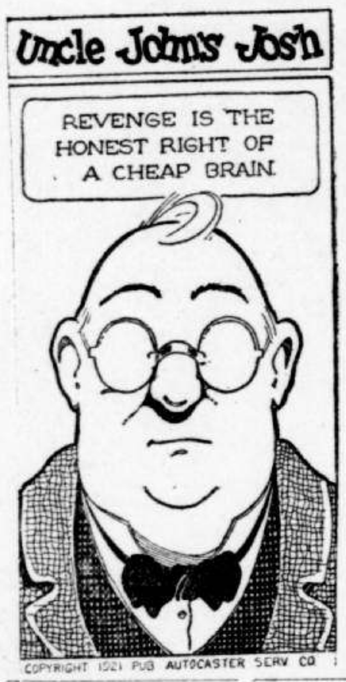

CHARTER.

AMENDMENT TO THE CHARTER OF THE KERN CO., LTD.

United States of America, State of Louisiana, Parish of Orleans, Be it known, that on this 5th day of the month of December, in the year of our Lord one thousand, nine hundred and twenty-one, before me, Watts K. Leverich, 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, Max Lowy and Edward Duplantier, both of this city and of the lawful age of majority, herein appearing in their respective capacities as Chairman and Secretary of a meeting of the Kern Co., Ltd., a corporation domiciled in this city, held pursuant to unanimous consent and waiver of notice upon a call of the Board of Directors upon the [illegible]th day of November, 1921, herein appearing by virtue of resolutions adopted at said meeting, certified copies of which are annexed thereto in the margin for reference, who declared, that at said meeting it was unanimously resolved by the vote of the entire outstanding capital stock of said corporation to amend Article IV of its charter, as established by its act before William A. Bell, notary public, on the 6th day of September, 1921, recorded in Mortgage Office of Orleans Parish in Book 676, Folio 191, so that the said Article IV shall hereafter read and be as follows, to-wit:

ARTICLE IV—The capital stock of this corporation is fixed at the sum of $75,000.00, represented by 750 shares of the par value of $100.00 per share, which capital stock may be increased to the sum of $500,000.00.

Such stock shall be issued only at par, as the Board of Directors may from time to time determine, for cash of for property transferred to said corporation or labor or services rendered to it of a value found by the Board of Directors to be equal to the par value of the stock issued therefor.

That said appearers declared that they appeared before me, notary, in accordance with the authority conferred upon them at the said meting of stockholders, in order that said amendment might be established in authentic form and recorded and made effective in accordance with law.

Thus done and passed at my office in the City of New Orleans, in the presence of George Perez and Shirley Hoffman, competent witnesses, residing in the parish who have hereunto signed their names, with appearers and me, notary, on the day, month and year herein first above written, after due reading of the whole.

(ORIGINALLY SIGNED):
MAX LOWY, Chairman.
EDW. DUPLANTIER, Secretary.
Witnesses: George Perez and Shirley Hoffman.
WATTS K. LEVERICH, Notary Public.

A TRUE COPY:
WATTS K. LEVERICH, Notary Public.

CHARTER OF THE SWANSON-McGRAW, INCORPORATED.

United States of America, State of Louisiana, Parish of Orleans. Be it known, that on this seventeenth day of December, in the year of our Lord, One Thousand Nine Hundred and Twenty-One, and of the Independence of the United States of America, the one hundred and forty-sixth; Before me, John D. Nix, Jr., a Notary Public, duly commissioned and qualified in and for the Parish of Orleans, State of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, Personally came and appeared the several persons whose names are hereunto subscribed, who declared that availing themselves of the provisions of the laws of the State of Louisiana, relative to the organization of corporations, they have contracted and agreed and hereby bind and obligate themselves as well as all other persons who may, hereafter, become associated with them or their successors to form themselves into and constitute a corporation and body politic in law, for the object and purposes and under the agreements and stipulations following, to-wit:

ARTICLE I.—The name and style of this corporation shall be "Swanson-McGraw, Inc.," and, under its corporate name, it shall have power and authority to have and enjoy succession for the full term and period of ninety-nine years from and after the date hereof; to contract, sue and be sued; to make and use a corporate seal and the same to break and alter at pleasure; to receive, lease, purchase, hold, sell, convey and exchange, as well as mortgage, hypothecate, pledge and pawn property, real, personal and mixed; to name, appoint and employ such directors, officers, managers, agents, attorneys and employees as its business or interests and convenience may require, and to make and establish, as well as alter and amend, from time to time, such by-laws, rules and regulations for the conduct, management and regulation of the business and affairs of said corporation as may be deemed necessary and proper.

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

ARTICLE III.—The objects 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: to conduct and operate a business of consulting engineering, including preliminary investigations, estimates, appraisals, designing, supervision, operations, the leasing and owning of plants, and generally to make and enter into any and all contracts in relation to said business that may become necessary ,and to do all things incident to the business of consulting engineering.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of Five Thousand ($5,000.00) Dollars divided into and represented by twenty (20) shares of Two Hundred and Fifty ($250.00)Dollars each, which shall be paid for in cash, and this corporation may commence business and shall be a going concern immediately upon the execution of this act of incorporation and the payment into the treasury thereof of the amount of the capital stock required by law. All certificates of stock shall be signed by the President and countersigned by the Secretary-Treasurer of said corporation. Every transfer of stock shall be signed by the stockholder or his attorney.

ARTICLE V.—All the corporate powers of the said corporation shall be vested in and exercised by a Board of Directors, composed of three stockholders, who shall be the President, the Vice-President, and the Secretary-Treasurer of this corporation.

At the first meeting, following the election of each Board of Directors, said Board shall elect a President, a Vice-President, and a Secretary-Treasurer of this corporation.

All other clerks and employees may be discharged at any time without recourse against the corporation.

CHARTER.

The Board of Directors shall be elected annually on the first Tuesday of December after notice of such election, so to be held, will have been given by two weekly publications in a newspaper published in the Parish of Orleans, and after a written notice by the Secretary, given to each stockholder, shall have been mailed to him at least fifteen (15) days previous to such meeting, except that the first Board of Directors of this corporation shall be composed of Jos. L. Swanson, President; John McGraw, Sr., Vice-President; and Forres McGraw, Secretary-Treasurer, who shall hold their office until the first annual election to be held on the first Tuesday of December, 1922, or until their successors shall have been elected and shall have actually assumed their duties.

Two members of the Board of Directors shall constitute a quorum for the transaction of business.

All elections for directors shall be held at the office of the corporation and shall be by ballot, under the superintendence of two commissioners to be appointed, for that purpose, by the Board of Directors, whether they be stockholders or not.

Each share of stock shall be entitled to one vote and shall be cast by the owner of same, either in person or by written proxy, and a majority of the votes shall elect.

The failure to elect a Board of Directors will not affect this charter, but the directors in office shall continue in the exercise of their duties until their successors shall have been elected and shall have taken their places, in which event an election for directors shall be held on such subsequent day as may be fixed by the Board of Directors for that purpose it being hereby made the duty of the President of said Board and of the Vice-President and Secretary-Treasurer to call the said meeting to be held within fifteen days after such failure to elect.

All vacancies occurring in said Board, by resignation or other wise, shall be filled by the remaining directors.

The Board of Directors shall have the power and authority to make and establish, as well as alter and amend, any and all by-laws, rules and regulations that may be requisite for the government, support and management of the business and affairs of said corporation, and it shall have power and authority to contract debts, borrow money and issue notes in representation of same, and to issue bonds, and, generally to do all things incidental to the objects and purposes of said corporation.

ARTICLE VI.—Whenever this corporation is dissolved, whether by limitation or for any other cause, its affairs shall be liquidated under the superintendence of two commissioners to be appointed for that purpose by the stockholders, at a general meeting to be held and convened for that purpose, after ten days' notice shall have been given to every stockholder, through mail. Said commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated and settled, and in the event of the death of one of said commissioners, the survivor shall fill the vacancy. Their compensation is hereby fixed at two and one-half per cent. on the amount realized by them.

ARTICLE VIII.This act of incorporation may be changed, modified or altered, and the capital stock increased so as to make the capital stock not to exceed the sum of Twenty Thousand ($20,000.00) Dollars, or said corporation may be dissolved by the assent of two-thirds in amount of the capital stock at a meeting of the stockholders convened for such purpose by the Board of Directors after thirty days' previous notice of such meeting shall have been published in a newspaper in the Parish of Orleans, and after all the other formalities of laww shall have been complied with.

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

ARTICLE IX.—In order that this act of incorporation may serve as the original subscription list of said corporation, all subscribers hereto have written opposite their respective names the number of shares and the amount of stock subscribed for by each of them, as well as their addresses, and the recordation of this act shall be considered as the recordation of the list of shareholders required by law.

Thus done and passed at the City of New Orleans, in the Parish of Orleans, State of Louisiana, on the day and in the month and year first above written, in the presence of W. W. Wright and Isabella Rice, both of lawful age and residing in said Parish and State, competent witnesses who have signed these presents with the said appearers and me, Notary, after due reading of the whole.

Witnesses: W. W. Wright, Isabella Rice.

(Signed) Jos. L. Swanson, 2310 Milan Street, New Orleans, La., 10 shares; John McGraw, 7329 Sycamore Street, New Orleans, La., 1 share; Forres McGraw, 2429 Soniat Street, New Orleans, La., 9 shares.
JOHN D. NIX, JR., Notary Public.

A true copy:
JOHN D. NIX, JR., Notary Public.

Jan. 5. Feb. 9, 1922.

AMENDMENT TO CHALMETTE LAUNDRY COMPANY, LIMITED.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans, Be it known, that on this twenty-fifth day of the month of November, in the year of our Lord, one thousand, nine hundred and twenty-one, and of the Independence of the United States of America, the one hundred and forty-sixth, before me, John Marshall Quintero, 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 Fred G. Cotton, of Louisville, Ky., president of the Chalmette Laundry Company, Limited, and R. G. MacDonald, also of this city, Secretary of the said Chalmette Lanndry Company, Limited, a corporation created under the laws of the State of Louisiana and domiciled in the City of New Orleans, incorporated by act passed before Lamar C. Quintero, late a notary public in this city, on the 17th day of February, 1899 of record in the office of the Recorder of Mortgages for the Parish of Orleans, in Book 646, Folio 243, and amended by notarial act passed before the undersigned notary, on the 19th day of October 1904, and which amendment is recorded in the Mortgage Office for the Parish of Orleans, in Book 781, Folio 747, which said appearers, acting in their said capacities and on behalf of the said corporation, by virtue of the authority conferred in them by the stockholders of said company on the 22nd day of November, 1921, as will more fully appear by a certified copy of the resolutions adopted at the meeting of said stockholders and annexed hereto, declared, acting in their said capacities, that a general meeting of the stockholders of the said Chalmette Laundry Company, Limited, was convened and held at the offices of the said company, in the City of New Orleans on the 22nd day of November 1921, for the purpose of making certain changes or amendments in and to the aforesaid act of incorporation of said company, passed before Lamar C. Quintero, late a notary public in this city, and the amendment thereof passed before J. M. Quintero, notary public, as aforesaid, due publication and written notice of said meeting having been waived by a general meeting of stockholders, with the entire capital stock of said corporation being present or represented at said meeting, and that it was decided by the unanimous assent of the stockholders present and represented at said meeting that the following changes or amendments should be made in and to the aforesaid charter and amendment thereof, of the said Chalmette Laundry Company, Limited, the said stockholders' meeting of November 22, 1921, providing that Article III of the charter of said company and its amendment should be again amended to read as follows:

ARTICLE III—All the corporate powers of said corporation shall be vested in and exercised by a board of directors composed of not less than four (4) stockholders nor more than seven (7) stockholders, to be elected annually on the second Monday in January of each year, the first election to be held in the year 1923. All such elections shall be by ballot, and conducted at the office of the company under the supervision of two commissioners to be appointed by the president for that purpose, of which election ten (10) days' prior notice shall have been given by the Secretary to each stockholder, by notice sent to him by mail or otherwise, and directed to his domicile or place of business; and each share of stock shall be entitled to one vote, to be cast by the owner either in person or by written proxy. The directors thus elected shall serve and continue in office until their successors shall have been elected. A failure to elect directors on the date above specified shall not dissolve the corporation, but the board of directors shall continue to hold their office until their successors shall have been elected.

That the board of directors shall be composed of F. G. Cotton, B. C. McClellan, R. G. MacDonald and C. L. Sawyer, of whom F. G. Cotton, shall be president; B. C. McClellan, first vice-president and treasurer; C. L. Sawyer, second vice president, and R. G. MacDonald, secretary, who shall hold office until the second Monday in January, 1923, or until their successors are elected.

Vacancies occurring in said board, from any cause whatsoever, shall be filled by the remaining directors.

A majority of the directors shall constitute a quorum for the transaction of business.

The said board of directors shall make all by-laws, rules and regulations for the government of the business and affairs of the company, and alter, amend and change same at pleasure. They shall also have full power to buy, sell, mortgage, lease and pledge any and all property, real, and personal, whenever, in their judgment, they may deem such acts necessary or proper, subject to the approval of the majority of the subscribed capital stock; to hire, employ and discharge all officers, agents, employees and clerks; fix all salaries and compensations, and generally to do all things necessary in the transaction of the business and affairs of the company.

The stockholders of said corporation may, at any time, upon a majority vote of the subscribed capital stock present at a general meeting, create any additional vice presidents or other officers as the affairs of the company may make necessary.

And the said appearers moreover declared that, in consideration of the foregoing and pursuant to the authority in them vested by the stockholders of said company, they do hereby formally declare, publish and make known that in the manner prescribed by law and agreeable to the provisions of said charter, that Article III of the charter, or act of incorporation of the Chalmette Laundry Company, Limited, passed before Lamar C. Quintero, late a notary public, on the 17th day of February, 1899, and the amendment thereof passed before J. M. Quintero, notary public, on the 19th day of October, 1904, have been changed, altered and amended, as hereinabove set forth and written, and they do hereby direct and require the above stated changes and amendments in and to Article III of the charter or act of incorporation of the said corporation, and the amendment thereof, be recorded and published, in the manner required by law, to the end that the said changes and amendments may hereafter, and at all times, be as are hereinabove set forth as regard all persons that are now or may hereafter be stockholders of the aforesaid company.

Thus done and passed, in my office, at the City of New Orleans, on the day, month and year herin first above written, in the presence of August H. Ritter and Miss Amelia Babin, competent witnesses, who hereunto sign their names with the said appearers and me, notary, after reading of the whole.

(ORIGINAL SIGNED):
F. G. COTTON, President.
R. G. MacDONALD, Secretary.
Witnesses: A. H. Ritter, A. Babin.
J. M. QUINTERO, Notary Public.

I, the undersigned, Recorder of Mortgages in and for the Parish of Orleans, do hereby certify that the above and foregoing amendment to Act of Incorporation of Chalmette Laundry Company, Limited, was this day recorded in my office, in Book 1263, Folio —.

New Orleans, La., November 29, 1921.
(Signed): ROBT. SCOTT, Deputy Recorder.
(A true copy): J. M. QUINTERO, Notary Public.

Dec. 1—Jan. 5.

CHARTER OF THOMPSON BROTHERS & PRICE COMPANY OF LOUISIANA, INCORPORATED.

Unitde State of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this twenty-eighth day of November, in the year of our Lord, one thousand, nine hundred and twenty-one, and of the Independence of the United States of America the one hundred and forty-sixth, before me, William McLellan Fayssoux, a notary public, duly commissioned and qualified and in and for this City and Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared, the persons whose names are heruntо subscribed, who declared, that availing themselves of all and singular the 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 themselves as well as all persons, who may hereafter become associated with them, to form a corporation for the objects and purposes and under the articles and stipulations following, to-wit:

ARTICLE I—The name of this corporation shall be "Thompson Brothers & Price Company of Louisiana, Incorporated", and by that name it shall have power and authority to exist and enjoy succession for the full term and period of ninety-hine years, commencing on and to be computed from and after the date hereof.

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

All citations and other legal process shall be served upon the president of this corporation or in case of his absence or inability to act, upon one of the vice-presidents, or in case of the absence or inability of both the president and the vice-presidents, upon the treasurer of this 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 buy, sell, and deal in, either wholesale or retail, tobacco, cigars, cigarettes and in products of tobacco; to manufacture cigars, cigarettes and different kinds and mixtures of chewing or smoking tobacco or of tobacco products; to purchase, buy sell and deal in goods and merchandise, either wholesale or retail and to carry on a general merchandise business; to buy, sell, deal in and manufacture such confections, merchandise and commodities as may be required for the carrying on of any catering business in connection with the operation of retail cigar stores by this corporation; to receive, hire, hold, own, buy, sell, lease and sublease real estate, personal and mixed property; to own and operate and to cultivate plantations for the purpose of raising and producing tobacco; to build, construct, hire and otherwise acquire, own, establish, maintain, lease and operate factories, warehouses, buildings, depots and agencies, either in the State of Louisiana or within any other states or territories or possessions of the United States of America or foreign country for the purpose of carrying out the objects and purposes set forth in this Article and for which this corporation is organized;

And to do all things necessary and incidental for the carrying out of the bojects and purposes for which this corporation is organized and for such purposes to engage in business in the State of Louisiana, or within any other state or territories or possessions of the United States of America or foreign countries.

ARTICLE IV—It shall have all of the rights and privileges granted by law to such corporations; shall have the power to contract, 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 buy, own, hold, lease, receive, convey, mortgage hypothecate or pledge property both real, personal and mixed; to issue bonds, notes and other obligations; to have, engage and employ such officers, managers, and employees as the business interests and convenience of the corporation may require; to make, adopt, establish such by-laws, rules and regulations in the coroprate name not repugnant to the laws of the State of Louisiana, or other states, territories or possessions of the United States or foreign countries in which they engage in business, or the charter of this corporation, for the management of the corporation's affairs, as the stockholders and board of directors may deem necessary and expedient.

ARTICLE V—The capital stock of this corporation shall be fifty thousand and 00/100 ($50,000.00) dollars, represented by five hundred (500) shares of one hundred and 00/100 ($100.00) dollars each. The stock shall be paid for in cash when subscribed for, or the same may be issued for property actually received by or services actually rendered unto the said corporation, but said stock shall not be issued for less than par.

ARTICLE VI—This corporation shall begin business and be a going concern when twenty-five thousand and 00/100 ($25,000.00) dollars of stock shall have been subscribed for and paid in.

Whenever an increase of said capital stock shall have been authorized, fifteen days written notice shall be given to each stockholder within which time the present stockholders in the corporation shall have the right to subscribe to said increase of stock in proportion to the number of shares of stock held by them and which shares shall be paid for at such time and in such manner as the board of directors may direct. After the expiration of the said time for subscriptions and payment, the board of directors may dispose of the shares not taken, for the benefit of the corporation, in such manner as they may think proper, at not less than par.

ARTICLE VII—No stockholder shall sell or otherwise dispose of any share or shares of the capital stock of this corporation until ten days' prior notice of such intent to do so shall have been given in writing to the corporation, during which time any one or more of the stockholders shall have the privilege of purchasing said stock so offered at the actual value, based upon the books of the corporation.

All transfers of stock shall be made on the books of the corporation by surrendering the certificate thereof to the presiding officer, who shall write the word "cancelled" prominently across the face thereof and erase the president's signature therefrom before issuing a new certificate.

ARTICLE VIII—At all elections by or meetings of the stockholders each share shall be entitled to one vote to be cast either by the person in whose name the stock appears on the books of this corporation at the time of voting or by an attorney holding said stockholder's written proxy.

ARTICLE IX—The business and corporate affairs of this corporation shall be transacted by a board of directors, of not less than three directors, nor more than five directors, to be composed of stockholders thereof and they and each of them shall be elected at a meeting to be held for that purpose.

Any vacancies in the board of directors so elected shall be filled by the said board of directors. Everett S. Thompson, 66 Huling street, Memphis, Tennessee; Corley Gee Price, 622 So. Trust Building, Little Rock, Arkansas; Charles C. Thompson, 66 Huling street, Memphis, Tennessee; Russell H., Thompson, 323 West Second street, Little Rock, Arkansas, shall constitute the first board of directors and shall hold office until the first Tuesday after the second Monday in November, 1922, or until their successors are elected and qualified, and each subsequent board shall have their seats immediately following their election, or as soon thereafter as practicable and shall hold their office until their successors shall have been elected and qualified. The directors hereinabove named shall elect their own officers.

The officers elected and designated to serve until the first Tuesday after the second Monday in November, 1922, or until their successors shall be elected, are as follows: Everett S. Thompson, president, 66 Huling Street, Memphis, Tennessee; Corley Gee Price, vice-president, 622 So. Trust Bldg., Little Rock, Ark.; Charles C. Thompson, second vice-president, 66 Huling Street, Memphis, Tenn.; Russell H. Thompson, treasurer, 323 West Second Street, Little Rock, Ark.

On the first Tuesday after the second Monday in November, 1922, and annually thereafter, an election of directors, by stockholders shall be held at the office of the corporation after fifteen days' notice thereof shall have been given by publication in one of the daily papers in this city, by three publications thereof during said time, the first to be made fifteen days prior to said meeting. Every board of directors shall, at its first meeting after its election or as soon thereafter as practicable, elect from their own number a president, vice-president, second vice-president and treasurer. The board of directors shall also elect a secretary, who may or not be a member of the board. The office of the secretary and treasurer may be filed by one and the same person at the discretion of the board.

A failure to elect directors on the date above specified shall not dissolve the corporation, but the then existing board of directors shall continue in office until their successors are elected. Fifteen days prior notice shall be given in the manner hereinabove provided, which notice shall be full and complete notice to all stockholders of such meeting.

Any director shall have the right to be represented at any meeting of the board of directors of this corporation, by an attorney holding said director's written proxy.

The majority of the members of said board of directors shall constitute a quorum for the transaction and management of all business of said corporation. They may make such by-laws, rules and regulations as they may think proper for the transaction of the business and affairs of said corporation, and change, alter and amend same at pleasure; appoint and fix salaries of all officers, clerks and employees, the same to change and dismiss at pleasure, fix salaries for officers provided for herein; sell, convey, mortgage, pledge, lease and purchase property, movable, immovable and personal, borrow money, issue notes and bonds, lend money, make contracts and sign and cause to be signed all necessary acts, deeds, etc., to take judicial proceedings in the name and on behalf of this corporation, and to do all things which may be necessary to be done in the management of said business and may be permitted by laws applying to corporations and declare dividends.

ARTICLE X—This act of incorporation may be changed, modified or altered or said corporation may be dissolved with the assent of two-thirds of the amount of stock present or represented at any general meeting of the stockholders of said corporation, convened for that purpose, after previous notice given in the manner hereinabove set forth in Article IX. But any and all meetings of stockholders, whether for purpose of liquidation or for any other purpose, may be held at any time without notice, by unanimous consent of all stockholders in writing filed with the secretary.

ARTICLE XI—The president, or acting president, may in his discretion and shall upon the written request of one stockholder, call a special meeting of the stockholders of this corporation.

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

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

This said charter shall serve as the original subscription list, the subscribers hereto having set opposite to their respective names the number of shares of stock for which they have subscribed.

Thus done and passed in my office in the City of New Orleans aforesaid, on the day, month and year first above written, in the presence of Messrs. Charles S. Foster and Edmund R. Mabry, competent witnesses, residing in this parish, who hereunto sign their names with the said parties and me, notary, after due reading of the whole.

(ORIGINAL SIGNED):
E. S. Thompson, 66 Huling St., Memphis, Tenn., 50 shares; Corley G. Price, 622 Southern Trust Bldg., Little Rock, Ark., 50 shares; Chas. C. Thompson, 66 Huling St., Memphis, Tenn., 50 shares; Russell H. Thompson, 323 West Second St., Little Rock, Ark. 50 shares; Chas. C. Thompson Trustee 66 Huling St. Memphis Tenn. 200 shares.

Witnesses: C. S. Foster E. R. Mabry.
W. McL FAYSSOUX, Notary Public.

I, the undersigned, Deputy Recorder of Mortgages, in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of incorporation of "Thompson Brothers & Price Company, of Louisiana, Incorporated" was this day duly recorded in the Mortgage Office of the Parish of Orleans in Book 1263, Folio —.

New Orleans, Louisiana, November 28th, 1921.
ROBT. SCOTT, Deputy Recorder of Mortgages.

I, the undersigned notary public, in and for the Parish of Orleans, do hereby certify that the above and foregoing is a true and correct copy of the original act of incorporation of "Thompson Brothers & Price Company of Louisiana, Incorporated and of the certificate of the Recorder of Mortgages for this Parish thereunto appended, and of record in my office.

In faith whereof, I have hereunto set my hand and official seal this 28th day of November, 1921.
(Seal): W. McL FAYSSOUX, Notary Public.

Dec. 1—Jan. 5.

CHARTER SAM SILVERSTEIN DEPARTMENT STORE, INC.

United States of America, State of Louisiana, City of New Orleans, Be it known that on this twenty-sixth day of the month of November in the year one thousand nine hundred and twenty-one, before me, Felix J. Dreyfous, a notary public, duly commissioned and sworn in for the Parish of Orleans and City of New Orleans, therein residing, personally appeared the persons whose names are hereunto subscribed, who declared that, availing themselves of the provisions of the laws of this state, relative to the organization of corporations, and more particularly Act No. 267 of the General Assembly of the state, approved July 9, 1914, they have covenated and agreed, and do, by these presents, covenant and agree, bind, form and constitute themselves, as well as such persons who 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 Sam Silverstein's Department Store, Inc., and, under that name, it shall have and enjoy all the rights, advantages and privileges granted by law to corporations; it shall exist for the period of ninety-nine years from this day; it shall have power to contract, sue and be sued in its corporate name; to make and use a corporate seal, and the same to break or alter at pleasure; to hold, receive, purchase, convey, mortgage, hypothecate or pledge property, both real and personal; to issue bonds, notes and other obligations or negotiable instruments; to have and employ such managers, directors, officers, agents and other employees as the interest and convenience of said corporation may require or demand; to make and establish such by-laws, rules and regulations for the corporate management and control of the affairs of the corporation as may be deemed necessary and expedient.

ARTICLE II.—The domicile of said corporation shall be established in the City of New Orleans, in this state, and all citations and other legal process shall be served on the president, and, in his absence, on the vice-president.

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 buy and sell, at wholesale and retail, and to manufacture, consign or receive on consignment, all classes of merchandise, specially such articles of use, wear or of food as are usually kept on sale in department stores, and generally to engage in, conduct and promote such other business or enterprise as may be germane, incidental to, or may grow out of the concern contemplated by this act.

ARTICLE IV.—The capital stock of this corporation is fixed at the sum of Seventy-five Thousands Dollars, ($75,000.00), divided into seven hundred and fifty shares of the par value of one hundred dollars each. All shares of stock shall be full paid and 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 such officer as may be designated by the Board of Directors.

This corporation shall have the right to increase its capital stock to a further sum of Two Hundred Thousand Dollars ($200,000.00), to be divided into shares of one hundred dollars each, provided said increase in the capital stock shall have been authorized by the stockholders at a meeting to be held pursuant to the provisions of law.

ARTICLE V.—All the corporate powers of the corporation shall be vested in, and the management and control of its affairs shall be exercised by a Board of Directors, composed of three stockholders the membership of which may be increased to a number not exceeding seven, by the Board of Directors at any of its regular meetings. A majority of the directors shall constitute a quorum for the transaction of all business. The directors shall be elected annually by ballot on the first Tuesday in November in each year. Each stockholder shall be entitled, in person or by proxy, to a vote for every share owned by him, and all elections shall be held under such rules and regulations as may be determined by the Board of Directors, after fifteen days notice by mail of such election shall have been sent to each stockholder at his last known address. The directors thus elected shall continue in office for one year, or until their successors shall have been duly elected and qualified. No failure to elect shall be regarded as a forfeiture of this charter. Any vacancy occurring on said board shall be filled by the remaining directors for the unexpired term; the said board shall likewise elect the additional members in case they should determine to increase the number of said board. Said Board of Directors shall at its first meeting after its election, nominate out of its number a president, a vice-president and a secretary-treasurer. It may divide the functions of the last mentioned officer and may elect a secretary who need not be either a director or stockholder. Said board shall have the right to appoint and dismiss such clerks, managers and other employes of the corporation, including the secretary who is not a stockholder, as conditions may justify or the business of the corporation may require. The tenure of office of all employes of the corporation shall be during the pleasure of the Board of Directors. Any of the directors shall have the right to appoint, by written instrument, another director or stockholder to act as his proxy and in his stead at any and all meetings of the Board of Directors.

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

ARTICLE VII.—This act of incorporation may be changed, modified or altered or this corporation may be dissolved, with the assent of the stockholders owning two-thirds of all the stock of the corporation at a general meeting convened for that purpose, and after at least ten days written notice of this meeting has been given through mail addressed to each shareholder at his last known place of residence. In case of dissolution by the expiration of this charter or otherwise, the stockholders shall elect three liquidators from among their number to liquidate and settle the business and affairs of the company. In case of death or disability of any one of said commissioners or liquidators, the survivors of the remaining liquidators shall appoint a successor to him. The said liquidators shall have full power to settle company's affairs, collect outstanding debts, sell and convey property, pay its debts, and divide the remaining money and property among the stockholders. They shall also have power to meet and act under the by-laws of the corporation and under regulations to be made by a majority of said luquidators; to fix the price and prescribe the terms of sale of said property, and the manner in which the sale shall be made, and take notes and bonds secured by mortgage and otherwise for part of the purchase price for all or any part of said property, provided, however, that the rights herein conferred upon the liquidators may be modified, changed or denied by a majority of the shares of the capital stock of the corporation. The said liquidators shall have authority to sue for and recover the debts and property in the name of the corporation and may be sued in the same name, and they shall be liable in solido to any creditor or stockholder for the monies and property of the corporation which shall come to their hands or possession as liquidators and for the proper application and distribution thereof.

ARTICLE VIII.—The entire capital stock of this corporation has been subscribed at the time of the signing of this charter, as follows: Sam Silverstein, whose address is 442 S. Rampart street, New Orleans, 548 shares; Leonard M. King, whose address is 2301 Napoleon avenue, New Orleans, 200 shares; Mrs. Sam Silverstein, whose address is 2301 Napoleon avenue, New Orleans, 1 share; and Frederick A. Schrewe, whose address is 3565 Magnolia Street, New Orleans, 1 share.

ARTICLE IX.—Until the election to be held in November, 1922, the following shall constitute the first Board of Directors, viz: Sam Silverstein, president; Mrs. Sam Silverstein, vice-president; and Leonard M. King, secretary-treasurer.

Thus done and passed in my office on the day, month and year first above written, in the presence of Frank B. Twomey and Joseph L. Weiss, competent witnesses, who have signed with the appearers and me, the notary, after reading the whole.

(ORIGINAL SIGNED):
Sam Silverstein, 548 shares; Fred A. Schrewe, 1 share; Mrs. Sam Silverstein, 1 share; Leonard M. King, 200 shares.

Witnesses: F. B. Twomey and J. L. Weiss.
FELIX J. DREYFOUS, Notary Public.

I, the undersigned Recorder of Mortgages, in and for the Parish of Orleans, do hereby certify that the above and foregoing act of incorporation of Sam Silverstein's Department Store, Inc., was this day duly recorded in my office in Book 1263, Folio 389.

New Orleans, November 28, 1921.
(Signed) ROBT. SCOTT, Deputy Recorder.

A true copy from the original act.
FELIX J. DREYFOUS, Notary Public.
205 L. & L. & G. Bldg.

Dec. 1—Jan. 5

CHARTER OF JOSEPH E. MARES, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans, Be it known, that on this the 16th day of the month of November, in the year of our Lord, one thousand, nine hundred and twenty-one, and of the Independence of the United States of America, the one hundred and forty-sixth, before me, Raymond H. Saal, a 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, and the amendments thereto, they have contracted and agreed and united to form and do, by these presents, contract and agree and bind and obligate themselves to form, organize and constitute themselves, as well as all such other persons who may hereafter join or become associated with them or their successors, into a stock corporation and body politic in law, for the objects 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 "Joseph E. Mares, Inc.," and under and by said name, unless sooner dissolved in accordance with law and this charter, it shall exist and continue, and shall have and enjoy corporate existence and succession for a period of ninety-nine years from and after the date of this act. It may have, hold, receive, borrow, loan, exchange, acquire by grant, gift or purchase, devise or bequest, sell, 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 mortgage, 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 or break the same at pleasure. It may hold stock in other corporations, and its capital stock may be issued for capital stock of other corporations. It may name, appoint and employ such managers, directors, officers, agents and other employes as its interests, 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 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 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 have and possess all the powers, rights, privileges, and immunities which corporations are and may hereafter be authorized to have and possess under the Constitution and the 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 the amendments thereto.

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

ARTICLE III—The subject 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 to buy, sell, import, export and generally trade and deal in or with, either at wholesale or retail, or either for its own account or agent of others, all kinds of raw furs, hides and skins, and generally 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 and purposes, or either of them, or to facilitate the corporation 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 calcuated directly or indirectly to enhance the value of or to render profitable any of the corporation's property and rights, and generally to hold and exercise all such incidental powers and privileges and to do and perform all things as relate to the objects and purposes hereinabove set forth, or as may be needful, necessary, proper, useful or convenient for effecting said objects and purposes, or either of them.

ARTICLE IV—The authorized capital stock of this corporation is hereby fixed at and declared to be the sum of Five Thousand Dollars ($5,000.00), which capital stock may be increased in the manner provided by law to the sum of Twenty-five Thousand Dollars ($25,000.00). The presently authorized capital stock of this corporation shall consist of fifty (50) shares of the par value of One Hundred Dollars ($100.00) each.

ARTICLE V—All the corporate powers of this corporation shall be vested in and exercised by a Board of three Directors each of whom shall hold in his own name at least one share of the stock of this corporation, said Board of Directors shall be elected annually on the first legal day in October of each year beginning with 1922. All such elections shall be by ballot at the office of this corporation under the supervision of three commissioners to be appointed by the Board of Directors, and in the absence of any commissioner the president shall have the power to fill the place by appointment. 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, fifteen days notice shall be given by mailing to each stockholder who appears as such on the books of this corporation at his last designated address, or care of general delivery at New Orleans if he has not designated and address, a notice 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 this corporation, to be cast in person or by proxy, and a majority of the votes cast shall elect. Failure to elect directors on the day above specified shall not dissolve this 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 for, and such notices of election shall be continued to be given until an election is had.

ARTICLE VI—At its first meeting each Board of Directors shall elect from its membership a President, a Vice President and a Treasurer, and it shall also appoint a Secretary who may but need not be either stockholder or director. The Board of Directors shall have full power and authority to make and establish, as well as to alter and amend all by-laws, rules and regulations necessary and proper for the conduct and management of the business and affairs of this corporation not inconsistent with this charter; it shall also have full power and authority to do all acts and things reasonably necessary for the proper carrying on of the business of this corporation, and to carry out the objects and purposes for which this corporation is organized, including the borrowing of money necessary for the ordinary business operations of this corporation, and through the president or some other duly authorized person or persons to execute and issue therefor notes or other obligations of this corporation on such terms as in its judgment may be advantageous; it shall also have full power and authority to issue and deliver full paid shares of stock of this corporation for money, labor, services, property or rights actually received by this corporation, and to fill all vacancies that may occur in its membership. A majority of the directors present either in person or by proxy shall constitute a quorum for the transaction of any business and at any meeting of the board any director absent therefrom may be represented by proxy.

ARTICLE VII—Until the first annual election for directors to be held under this charter or until their duly qualified successors are elected and installed, the board of directors of this corporation shall be composed of: Joseph E. Mares Irving R. Saal, and Roberts C. Milling, the post office address of all of whom is New Orleans, La., with Joseph E. Mares, as President, Irving R. Saal, as Vice-President and Roberts C. Milling as Treasurer, and until contrary action by the Board of Directors all funds deposited in any bank to the credit of this corporation may be drawn out by checks signed in the name of this corporation by its President.

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 and its affairs liquidated in the method and manner provided by law as now or hereafter in force.

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 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 other than as above provided.

ARTICLE X—The capital stock of this corporation shall be personal property, shall be represented by certificates, shall be full paid and non-assessable when issued, shall be issued only for labor done or for property actually received, or for cash to be paid at such times and in such amounts and after such notice as may be determined by the board of directors. No transfer of the capital stock shall be binding on this corporation unless made in accordance with its charter and by-laws, and recorded on the books thereof.

Thus done and passed in my office at the City of New Orleans, La., on the day, month and year first above written, in the presence of Chloe Gallmann and Joseph E. Hart competent witnesses, who hereunto sign their names with said appearers and me, Notary, after due reading of the whole.

1. Jos. E. Mares, 403 So. Peters street, 23 shares.
2. I. R. Saal, 2115 Peters avenue, 1 share.
3. R. C. Milling, Whitney Central building, 1 share.

Witnesses: Chloe Gallmann, Joseph E. Hart.
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 Joseph E. Mares, Inc., was this day duly recorded in my office in Book 1263, Folio 363, New Orleans, November 17th, 1921.

A true and correct copy of the original charter in my Notarial records:
New Orleans, La., November 25th, 1921.
R. H. SAAL, Notary Public.

Dec. 1-Jan. 5.

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