CHARTER.

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CHARTER OF I. R. FREY GROCERY COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 19th day of the month of April, in the year of our Lord, one thousand nine hundred and twenty-two, and of the Independence of the United States of America, the one hundred and forty-sixth, before me, WILLIAM J. FORMENTO, a Notary Public, duly commissioned and qualified, in and for the City of New Orleans, Parish of Orleans, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several parties whose names are hereunto subscribed, all of the full age of majority and residents of this city, who severally declared that, availing themselves of the laws of the State of Louisiana, and especially of Act 267 of 1914, in such cases made and provided, they have formed and organized and by these presents do form and organize themselves into a corporation for the objects and purposes and under the stipulations and agreements hereinafter set forth and expressed, which they hereby accept and adopt as their charter, to-wit:

ARTICLE I. The name and title of the corporation hereby formed is declared to be I. R. FREY GROCERY COMPANY, INC., which shall have its domicile in the City of New Orleans, and shall enjoy succession for a period of ninety-nine (99) years from date hereof. All citations or other legal process shall be served upon the President; and, in case of his absence or inability to act, upon the Vice-President or Secretary-Treasurer.

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 buy and sell groceries, meats, hardware, fruits and merchandise usually bought and sold by grocery establishments.

ARTICLE III. The capital stock of this corporation is hereby fixed at the sum of Six Thousand Five Hundred Dollars ($6,500.00), divided into one hundred and thirty shares of Fifty Dollars ($50.00) each, which stock may be issued full paid and non-assessable for cash or for property actually transferred for value fixed by its Board of Directors, or for services rendered to said corporation. Said capital stock may be inceased to Twenty-five Thousand Dollars ($25,000.00) by a vote of two-thirds of all the issued stock provided for in Article V of this Charter. This company shall be a going concern as soon as Twenty-five Hundred Dollars ($2500.00) of its capital stock has been subscribed and paid for.

ARTICLE IV. All the corporate powers of the corporation shall be vested and exercised by a Board of Directors, consisting of three stockholders, a majority of whom shall constitute a quorum. The first Board of Directors shall be composed of the following stockholders, to-wit: Mrs. Ida R. Frey, whose postoffice address is 5138 Burgundy Street, New Orleans, La.; Henry J. Schmidt, whose postoffice address is 912 Lizardi Street, New Orleans, La.; Arthur P. Raymond, whose postoffice address is 2510 Dumaine Street, New Orleans, La., with Mrs. Ida R. Frey as President, Henry J. Schmidt as Vice-President, and Arthur P. Raymond as Secretary-Treasurer, who shall hold their offices until the third Tuesday in April, 1923, or until their successors have been duly appointed and qualified. On the third Tuesday of April, 1923, and annually thereafter, an election for directors shall be held at the office of the corporation, as provided for in the By-Laws. Failure at any time to hold a meeting or elect directors or officers as herein provided shall not work a forfeiture of this Charter or dissolve the corporation, but the acting Board of Directors shall continue in office until their successors have been properly elected, and in the event that the third Tuesday in April shall fall on a dies non, the said election shall be held on the first legal day thereafter.

ARTICLE V. The act of incorporation may be changed or amended and this corporation may be dissolved or liquidated, and the capital stock of this corporation increased up to the limit, as provided in Article III of this Charter, with the assent of two-thirds of the whole issued capital stock convened for that purpose, after fifteen (15) days' prior written notice of such meeting shall be given to each stockholder, mailed to his last known address.

ARTICLE VI. No stockholder of this corporation shall ever be held liable for the contracts or faults thereof, 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 organization have the effect of rendering this charter null or exposing a stockholder to any liability beyond the unpaid amount of his stock.

ARTICLE VII. Appearer, Mrs. Ida R. Frey, offers the following described property in payment of her subscription to the stock hereinafter referred to: Merchandise at premises No. 5138 Burgundy Street, New Orleans, La., as per inventory submitted to the directors, $3946.84; furniture, scales, cash register, one auto truck (model 1920, engine No. , make Ford), one automobile touring car (model 1921, engine No. , make Studebaker), and ice box and coffee mill, all in said premises, $1853.16; good will of the business now conducted by Mrs. Ida R. Frey at No. 5138 Burgundy Street, $600.00. Total, $6400.00.

The directors having taken into consideration the character, location and worth of the merchandise, fixtures, automobiles and good will offered by appearer, Mrs. Ida R. Frey, in payment of the stock hereinafter referred to, were unanimously of the opinion and did agree that this corporation should accept said property in payment of the stock hereinafter subscribed for by her.

ARTICLE VIII. The whole Six Thousand Five Hundred Dollars ($6,500.00) of the company's capital stock having been subscribed and paid for, this corporation may begin business at once.

Thus done and passed in my notarial office at the City of New Orleans, La., in the presence of Messrs. Fernand F. Teissier and A. B. Granzin, Jr., competent witnesses and residents of this City of New Orleans, La., who hereunto subscribe their names, together with the said appearers and me, Notary, after reading of the whole.

Original signed: I. R. Frey, 5138 Burgundy Street, 128 shares; H. J. Schmidt, 912 Lizardi Street, 1 share; A. P. Raymond, 2510 Dumaine Street, 1 share.

Witnesses:
F. F. TEISSIER,
A. B. GRANZIN, JR.
WM. J. FORMENTO, 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 I. R. FREY GROCERY COMPANY, INC., was this day duly recorded in my office in book 1268, folio —

New Orleans, April 19, 1922.
ROBT. SCOTT, Dy. Recorder.

A true copy from the original.
(Seal) WM. J. FORMENTO, Notary Public.

Apr. 27-June 1

CHARTER OF BUSH-FRERE, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 10th day of the month of April, in the year of our Lord, one thousand nine hundred and twenty-two, before me, PIERRE D. OLIVIER, 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 persons whose names are hereunto affixed, who declared that, availing themselves of the privileges offered by the laws of the State of Louisiana and particularly by the terms of Act No. 267 of the General Assembly of the State of Louisiana for the year 1914, they do hereby associate themselves as a corporation under the following articles, to-wit:

ARTICLE I. The name of this corporation shall be BUSH-FRERE, INC.

ARTICLE II. The purposes for which this corporation is formed are hereby declared to be as follows: To buy and sell all kinds of merchandise as principal, agent, broker and factor; to buy, sell trade or deal in any kind or kinds of goods, wares and merchandise, especially foods and food products; to engage in business of manufacturer's agent and merchandise broker in all forms of merchandise, and to do a general brokerage, commission, forwarding and export business, with power for any and all the above purposes; to borrow money and to issue from time to time to any extent necessary and convenient, in the opinion of the Board of Directors of this corporation, negotiable notes, coupons, registered or other bonds or obligations of this corporation, and to secure the payment of the principal and interest on the same by mortgage or pledge of all or any part of the property then owned or which may hereafter be acquired by the corporation, and also with full power to do all things proper, necessary, convenient or incidental to the powers and purposes above expressed; to acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of any shares of the capital stock, bonds or other evidences of indebtedness of any other corporation or corporations, domestic or foreign, engaged in any business in which that corporation may be authorized to engage, or the ownership of whose securities would be advantageous or convenient to the protection or promotion of any of the purposes or interests of this corporation, but only to the extent authorized by the laws of the State of Louisiana; to carry on any of the business or businesses above set forth in the State of Louisiana, or in any other state of the United States, or in any part of the world.

ARTICLE III. The capital stock of this corporation is hereby fixed at the sum of Five Thousand Dollars ($5,000.00), to be represented by one hundred shares of the par value of Fifty Dollars ($50.00) each; all of the stock shall be common stock. Stock shall be issued for money, goods, services, good will and other things of value.

ARTICLE IV. The capital stock of this corporation may be increased to the sum of One Hundred Thousand Dollars ($100,000.00).

ARTICLE V. The domicile of this corporation shall be the City of New Orleans, Louisiana.

ARTICLE VI. The period of duration of this corporation shall be ninety-nine (99) years.

ARTICLE VII. All of the corporate powers of this corporation shall be vested in a Board of Directors to consist of three persons, to be elected annually on the first Monday of May of each year, the directors so elected to serve until their successors shall be elected and qualified. Said Board shall elect from among themselves a President, a Vice-President and a Secretary-Treasurer.

The names and postoffice addresses of the directors for the first year, who shall serve until their successors are elected and qualified, are as follows: R. G. Bush, Jr., 5508 Hurst Street, New Orleans, La.; William C. Frere, 1029 Fern Street, New Orleans, La.; Philip S. Gidiere, 1633 Bordeaux Street, New Orleans, La., with the said R. G. Bush, Jr., as President, Philip S. Gidiere as Vice-President, and William C. Frere as Secretary-Treasurer.

ARTICLE VIII. The names and postoffice addresses of the subscribers to these articles of incorporation and the statement of the number of shares of stock to which each has subscribed are as follows: R. G. Bush, Jr., 5508 Hurst Street, New Orleans, La., 25 shares; William C. Frere, 1029 Fern Street, New Orleans, La., 24 shares; Philip S. Gidiere, 1633 Bordeaux Street, New Orleans, La., 1 share. Total, 50 shares.

Thus done and passed in my office in said City of New Orleans on the day, month and year herein first above written, in the presence of the two undersigned witnesses, both of lawful age and residents of this parish, who have signed hereto with the said appearers and me, Notary, after due reading of the whole.

Original signed: R. G. Bush, Jr., 25 shares; Wm. C. Frere, 24 shares; Philip S. Gidiere, 1 share.

Witnesses:
C. E. DUNBAR, JR.,
J. O. WALKER.
PIERRE D. OLIVIER, Notary Public.

I, the undersigned Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing charter of BUSH-FRERE, INC., was this day duly recorded in my office in book 1268, folio —

New Orleans.
ROBT. SCOTT, Deputy Recorder.

A true copy.
PIERRE D. OLIVIER, Notary Public.

Apr. 27-June 1

CHARTER OF EL HERALDO MERCANTIL PUBLISHING CO., INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this eighteenth day of the month of Apr., in the year of our Lord, one thousand nine hundred and twenty-two, 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 the several persons whose names are hereunto subscribed, who severally declared that, availing themselves of the provisions of the laws of this state relative to the formation of corporations, they have contracted and agreed and do by these presents contract and agree and bind themselves, as well as such other persons as may become associated with them, to form themselves into and constitute a corporation and body politic in law for the objects and purposes and under the conditions and stipulations of the articles following, to-wit:

ARTICLE I. The name of said corporation shall be EL HERALDO MERCANTIL PUBLISHING CO., INC., and under its said corporate name it shall have and enjoy succession for the full term and period of ninety-nine years from and after the date hereof, and shall have power and authority to contract, sue and be sued; to accept and receive mortgages, pledges or other hypothecations; to make and use a corporate seal, and the same to break and alter at pleasure; to purchase, receive, lease, hold or otherwise acquire and convey, as well as mortgage and hypothecate, under its corporate name, property, both real and personal or mixed; to name and appoint such managers and directors, officers and agents, and establish branch offices at its domicile or elsewhere, as the interest and convenience of said corporation may require, and to make and establish, as well as alter and amend at pleasure such by-lws, rules and regulations for the proper management and regulation of the affairs of said corporation as may be necessary and proper.

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

ARTICLE III. The objects and purposes for which this corporation is organized, and the nature of the business to be carried on by it, are hereby declared to be: To do a general exporting and importing business with all foreign countries and throughout the United States of America, either for its own account or on a commission basis, and to publish in aid and support of said business, and for the benefit and advantage of the commercial world, a trade journal under such name and on such terms and conditions as the corporation might deem fit and proper, acting through a resolution of the stockholders of said corporation, and generally to do any and all business incident thereto or connected with the objects and purposes of this corporation.

ARTICLE IV. The capital stock is hereby fixed at Five Thousand Dollars ($5,000.00), to be divided into two hundred (200) shares of the par value of Twenty Five Dollars ($25.00) each, whereof fifty-two per cent. (52%) shall be subscribed and paid for before the filing of these articles of incorporation. All stock subscribed for shall be paid for in cash or property received. Each share of stock shall be entitled to one vote at all elections and meeting and entitled to the same rights and privileges as any other such share. No stock shall be issued over and above the shares subscribed for at the time of the signing of this act of incorporation, whether it be out of the balance of the capital stock herein provided for, or out of the increase of the capital stock, without first offering it to the stockholders of record in the proportion of their holdings as shown by this act of incorporation. The amount of the capital stock may be increased up to the amount of Twenty Five Thousand Dollars ($25,000.00). No stockholder in this corporation shall dispose of his holdings, or any part thereof, without first offering the same to the corporation at its book value, and the corporation shall have ten days within which to accept or reject said offer.

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

ARTICLE V. All the corporate powers of this corporation shall be vested in and its business and affairs managed by a Board of Directors, consisting of three (3) members, two (2) of whom shall constitute a quorum for the transaction of business. Any vacancy or vacancies in the Board of Directors shall be filled by the remaining directors.

All voting power of the Board of Directors shall be on the basis of the stock owned by the said director, but fifty-two (52) per cent of said stock will be necessary to express the will or intention of said Board of Directors in all matters of contract or respecting the management of the corporation.

The first Board of Directors and officers appointed under this charter shall hold office until the second Monday in January, 1923, or until their successors are elected and qualified, and until the second Monday in January, 1923, the following parties shall constitute the first Board of Directors of the corporation, to-wit: Alfredo Blanco, Fernando Patron Correa and Amado R. Gutierrez, with Alfredo Blanco as President, Fernando Patron Correa as Vice-President, and Amado R. Gutierrez as Secretary-Treasurer.

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.

ARTICLE VI. All notices of stockholders or Board of Directors meetings, including the annual meeting provided for herein, shall be held after twenty-four (24) hours' written notice shall have been mailed by the Secretary to each stockholder at his last known place of residence, and at all stockholders' meetings a majority of the stock represented by proxy or otherwise shall control.

ARTICLE VII. This charter may be amended or the corporation may be dissolved and liquidated by a fifty-two (52) per cent vote of the capital stock appearing on the books of the company; and, in case of liquidation, the Board of Directors then in office shall liquidate the corporation.

Thus done and passed at my office in the City of New Orleans on the day, month and year herein 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, the said appearers subscribing for the amount of stock set opposite their respective names.

(Names of incorporators, together with their addresses and shares subscribed for by each of them.)

Witnesses:
A. H. RITTER,
A. BABIN.
J. M. QUINTERO, 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 EL HERALDO MERCANTIL PUBLISHING CO., INC., was this day duly recorded in my office in book 1268, folio —

New Orleans, La., April 18, 1922.
ROBT. SCOTT, Dy. Rec.

A true copy.
(Seal) J. M. QUINTERO, Notary Public.

Apr. 27-June 1

CHARTER OF THE FLETCHER PATENT CO., INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 12th day of the month of April, in the year of our Lord, one thousand nine hundred and twenty-two, and of the independence of the United States of America, the one hundred and forty-sixth, before me, WILLIAM J. GUSTE, a Notary Public, duly commissioned and qualified in and for the above parish and state, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the several parties whose names are hereunto subscribed, who severally declared that, availing themselves of the laws of the State of Louisiana, in such cases made and provided, and more particularly of Act 267 of the General Assembly of the State of Louisiana of 1914, relating to the creation, organization and formation of corporations, they have covenanted and agreed and by these presents do hereby covenant, agree and bind themselves, as well as all other persons as may hereafter become associated with them, to form a corporation for the objects and purposes under the articles and stipulations following, which they hereby accept as their charter, to-wit:

ARTICLE I. The name and title of this corporation shall be THE FLETCHER PATENT COMPANY, INC., and under its corporate name it shall have power and authority to have and enjoy corporate existence for a period of ninety-nine years from date hereof, unless sooner dissolved by liquidation or otherwise. It shall have power to contract, to sue and be sued; to make and use a corporate seal, and to alter and break the same at pleasure; to hold, receive, lease, purchase, transfer, assign, mortgage, hypothecate, pledge or otherwise dispose of property, real, personal or mixed, corporeal and incorporeal; to issue bonds, and if desired, to secure same by mortgage; to hold stocks in other companies; to make and elect officers and directors; to make and establish, alter and amend by-laws, rules and regulations for its proper government, as may be deemed necessary and proper for the extension of the business in which the corporation is engaged.

ARTICLE II. The domicile of this corporation shall be in the City of New Orleans, Louisiana, and service of process shall be made upon the President, or, in his absence, upon the Vice-President.

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

To own and control all rights and interest in a certain patent of a Closurs Operator, bearing the Serial No. 533,107 of the United States Patent Office, dated January 31, 1922; to contract relative to the manufacture and sale of such patented article or articles covered by such patent, and generally to do and perform all things pertaining to and incidental to the carrying out and proper execution of the objects and purposes hereinabove mentioned.

ARTICLE IV. The capital stock of this corporation is hereby fixed at the sum of Five Thousand Dollars ($5,000.00), and shall be divided into and represented by one hundred shares of common stock of the par value of Fifty Dollars each.

Said stock shall be paid for in cash, or by property, or for services actually rendered to the corporation, or other equivalent of cash, as provided by law, and in such manner and at such time and in such installments as may be prescribed by the Board of Directors.

This corporation shall become a going concern and shall be authorized to commence business as soon as fifty (50) per cent of its capital stock shall have been subscribed and fifty per cent of all stock subscribed for shall in fact have been paid for, either in cash or its equivalent.

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

ARTICLE VI. All certificates of stock issued by this corporation shall be signed and countersigned by President or Vice-President and Secretary.

The stock of this corporation can be transferred only on the books of the corporation, and subject to such regulations and formalities as may be by the Board of Directors from time to time prescribed. No stockholder shall be permitted to sell or otherwise dispose of his stock without first offering the same in writing to the other stockholders, through the Board of Directors, at a price not exceeding the book value thereof; and said stockholders, in proportion to their holdings, shall have an option and first right to purchase at the book value of such stock on December 31, last preceding, all the shares of stock to be thus disposed of by sale or otherwise of any of the stockholders, and shall have a period of ten days in which to accept or decline said offer. Should the stockholders decline to purchase said stock, then such stockholder is at liberty to sell or dispose of the stock, and may do so in any manner and at any price he may deem fit.

Each share of stock is issued herein upon the condition and understanding that no stockholder shall sell or otherwise transfer his stock in violation hereof, and any such sale or transfer, if made, shall be void, and this corporation shall be under no obligation to list said stock on its books or to regard the holder of the certificate thereof.

ARTICLE VII. The corporate powers of this corporation shall be vested in and exercised by a Board of not less than three nor more than six directors, at the option of the stockholders, two to constitute a quorum when there are three directors, three to constitute a quorum when there are more than three and less than six directors, and four to constitute a quorum should there be six directors, for the transaction of business. The directors of the corporation may vote in person or by written or telegraphic proxy at any of the meetings of the Board of Directors; and the Board of Directors may delegate any of its powers to any officer or officers, or any other representative of the corporation, by appropriate resolution to that effect.

The first Board of Directors of this corporation shall be composed of the following: Fletcher Fletchinger, Sidney J. Massicot, August Faver, Arthur J. Brandin, Frank J. Fletchinger, Harold M. Westholz, with the following as officers: Fletcher Fletchinger, President; Arthur J. Brandin, Vice-President; Sidney J. Massicot, Secretary; Frank J. Fletchinger, Treasurer, and they shall serve until the second Wednesday in January, 1923, or until their successors are elected and qualified.

The directors shall be elected annually at a meeting held on the second Wednesday in January in each year, after such date. Notice of said meeting shall be given fifteen days prior to the date of said meeting, in writing, sent by mail to each stockholder at his last known place of residence. The Board of Directors may change the date of said annual meeting to any other date by written notice to that effect, sent at least fifteen days prior to the date to which said annual meeting shall be changed, directed by mail to each stockholder at his last known place of residence.

Each stockholder shall at such annual meeting or other meeting, general or special, be entitled, in person or by proxy, written or telegraphic, to one vote for each share of stock owned by him. The election shall be held under such rules and regulations as may be from time to time determined by the Board of Directors.

The directors, when elected, shall hold office for one year, or until their successors shall have been elected and qualified, and failure to hold the annual meeting of stockholders or to elect annually directors shall not operate the forfeiture of this charter or any rights thereunder.

Any vacancy occurring in the Board of Directors may be filled by the directors for the unexpired term.

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

ARTICLE IX. Notice of any and all meetings referred to in this charter, or required by law, shall be given in the manner provided for giving notices in the case of election of directors, or by publication of such notice for fifteen days previous to such meeting in any daily newspaper in the City of New Orleans, unless the notice of such meeting shall have been waived; the stockholders and directors having the right by this charter to waive notices at any time and for any meeting.

ARTICLE X. In case of the dissolution, liquidation or termination of this charter, by limitation or otherwise, the affairs of the corporation shall be liquidated by one or more liquidators elected by a two-thirds vote of the stockholders, who may provide the number of said liquidators and vest them with such power and authority as may be by law permitted, fixing the terms and conditions upon which they shall serve, and their compensation, and provide that in case of death or disability of any one of said liquidators, the remaining liquidators may fill the vacancy or continue to act on behalf of the corporation.

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

ARTICLE XII. The subscribers hereto have written opposite their names the number of shares subscribed to by each of them, and their postoffice addresses, so that this charter may serve as a subscription list; all of which subscriptions are payable in the manner and form set out herein, and as provided for in Act 267 of the General Assembly of the State of Louisiana of 1914.

Thus done and passed at my office in the City of New Orleans, Louisiana, on the day, month and year herein first above written, and in the presence of Morris B. Redmann and J. M. Sour, competent witnesses, who have hereunto signed their names, together with the said appearers and me, Notary, after due reading of the whole.

Witnesses:
MORRIS B. REDMANN,
J. M. SOUR.
(Seal) WILLIAM J. GUSTE, Notary Public.

Recorded Parish of Orleans, M. O. B. 1268, folio —

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

WILLIAM J. GUSTE, Notary Public.

Apr. 27-June 1

AMENDMENT TO CHARTER OF NEW ORLEANS MARBLE CO., INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this 5th day of the month of April, in the year of our Lord one thousand nine hundred and twenty-two, before me, JOHN J. REILLEY, 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 J. J. McMurry, President, and Joseph A. Casey, Secretary-Treasurer, of NEW ORLEANS MARBLE CO., INC., a corporation domiciled in this city, duly organized under Act 267 of 1914 by act before Isaac S. Heller, Notary Public, December 24, 1919, and amended by act before Joseph A. Casey, Notary Public, March 29, 1920, who in their said capacities severally declare that at a general meeting of stockholders of said NEW ORLEANS MARBLE CO., INC., duly called and held on the 3rd day of April, 1922, at its office in the City of New Orleans, at which meeting more than three-fourths of the stockholders were present, it was unanimously resolved that Articles III and V of the original charter be amended so as to read as follows, to-wit:

ARTICLE III. The capital stock of this corporation shall be Twenty-five Thousand Dollars ($25,000.00), represented by two hundrer and fifty (250) shares of the par value of One Hundred Dollars ($100.00) per share, and which said shares may be paid for in cash or issued for labor done, property actually acquired or received by the corporation in such manner and at such times as the Board of Directors may direct.

ARTICLE V. The officers of this corporation shall be a President, Vice-President and Secretary-Treasurer. All the corporate powers shall be vested in the Board of Directors, which shall consist of five persons, each of whom shall own at least one share of full paid and unpledged stock shown by written declaration to that effect. The officers and the Board of Directors shall be elected annually on the first Wednesday of January of each year. All elections shall be by ballot at the domicile of the corporation, notice to the stockholders to be given fifteen days before the stockholders' meeting called for that purpose.

At all elections each stockholder shall be entitled to one vote in person or by written proxy for each share of stock standing in his name on the books of the corporation, and a majority of the votes cast shall elect. The Board of Directors shall have authority to increase their number at any time from five to seven members.

And the said appearers, in their said capacities, pursuant to the authority vested in them by the stockholders of said corporation at their said meeting, do hereby declare, publish and make known to whom it may concern that Articles III and V of the charter, as amended, of said NEW ORLEANS MARBLE CO., INC., has been amended as appears above and that they hereby place the said amendment of record in my office in authentic form by the present act.

Thus done and passed in my office in the said City of New Orleans, State of Louisiana, on the day, month and year herein first above written, in the presence of Jesse Brossette and Leo A. Loubere, competent witnesses, who sign hereto with the appearers and me, Notary, after a due reading of the whole.

Original signed: J. J. McMurry, Jos. A. Casey.

Witnesses:
LEO A. LOUBERE,
JUSTIN BROSSETTE.
JNO. J. REILLEY, Notary Public.

I, the undersigned Recorder of Mortgages in and for the Parish of Orleans, State of Louisiana, do hereby certify that the above and foregoing act of amendment to the charter of NEW ORLEANS MARBLE CO., INC., was this day duly recorded in my office in book 1268, folio 234.

New Orleans, La., April 10, 1922.
ROBT. SCOTT, Dy. R.

A true copy.
JNO. J. REILLEY, Notary Public.

Apr. 27-June 1

AMENDMENT TO CHARTER OF E. W. CARR, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this fifth day of the month of April, in the year of our Lord, one thousand nine hundred and twenty-two, and of the independence of the United States of America, the one hundred and forty-sixth, before me, NAT W. BOND, a Notary Public, duly commissioned, sworn 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 Edward W. Carr, President, and Christina Isabelle Carr, Secretary-Treasurer, both of full age of majority and residents of the City of New Oleans, who declared that unto me, Notary, that they appear herein for and in the name and behalf of the stockholders of E. W. CARR, INC., a corporation organized under the laws of this State and domiciled in the City of New Orleans, and created by an act of incorporation passed before Frank E. Rainold, Notary Public, of this city, on the 20th day of August, 1914, and recorded in the Mortgage Office for the Parish of Orleans, in book 1127, folio 376, acting herein under and by virtue of resolution adopted at a meeting of the stockholders of said corporation held on the 31st day of March, 1922, at the office of said corporation in the City of New Orleans, a certified copy of which said resolution of said stockholders' meeting is hereto annexed, and which is to be read in connection herewith, which certified copy shows that all of the stock issued and outstanding of said corporation was present at said meeting and voted in favor of said resolution and amending the charter of said corporation as hereinafter set forth.

Said appearers acting under the authority vested in them declared that Article IV of the original charter of the said E. W. CARR, INC., shall be altered, changed and amended to read as follows, to-wit:

ARTICLE IV. The capital stock of this corporation is hereby fixed at the sum of Fifteen Thousand Dollars ($15,000.00), divided into and represented by one hundred and fifty shares of the par value of One Hundred Dollars ($100.00) each. Fifty per cent of the capital stock must be subscribed before filing of the articles of incorporation. Fifty per cent of all stock subscribed for must be actually paid in before the corporation engages in business, and the remainder within twelve months thereafter.

The amount to which the capital stock may be increased shall be Fifty Thousand Dollars ($50,000.00).

All stock subscribed for shall be paid for in cash or property received or labor done at such time and upon such terms and conditions as the Board of Directors shall prescribe. No transfer of stock shall be admitted or held to be valid or binding unless made upon the books of the company. No sale or pledge of stock shall be valid unless said sale or pledge is accompanied by a written certificate, signed by the President and Secretary-Treasurer of the company, to the effect that said stock was offered to the remaining stockholders through the Board of Directors at its book value for a period of ten days, and they have failed or declined to purchase same.

Stock sold or pledged in contravention of this provision shall become the property of the stockholder first tendering to the transferee or pledgee its book value.

Thus done and passed in my office on the day, month and year first above written, in the presence of E. J. McGuirk, Jr., and E. C. Brodtmann, competent witnesses, who have hereunto signed their names with the said appearers and me, Notary, after due reading of the whole.

Original signed: C. I. Carr, Secretary-Treasurer; E. Carr, President.

Witnesses:
E. J. McGUIRK, JR.,
E. C. BRODTMANN.
NAT W. BOND, Notary Public.

I, the undersigned Recorder of Mortgages in and for the Parish of Orleans State of Louisiana, do hereby certify that the above and foregoing act of amendment of E. W. CARR, INC., was this day duly recorded in my office in book 1268, folio 241.

New Orleans, April 11, 1922.
ROBT. SCOTT, Deputy Rec.

A true copy of the original.
NAT W. BOND, Notary Public.

Apr. 27-June 1

CHARTER OF BIENVILLE OIL COMPANY, INCORPORATED

State of Louisiana, Parish of Orleans, City of New Orleans, Be it known, that on this 13th day of April, 1922, before me, W. Morgan Gurley, a notary public, duly commissioned 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 several persons whose names are hereunto subscribed who severally declared that, availing themselves of the laws of the State of Louisiana, relative to the organization of corporations, and particularly Act No. 267 of the General Assembly of 1914, and Acts amendatory thereof, they have covenanted and agreed and by these presents covenant and agree and bind themselves as well as all other persons who may hereafter become associated with them, to form a corporation and body politic in law for the objects and purposes and under the stipulations hereinafter set forth which they hereby adopt as the charter of this corporation.

ARTICLE I—The name and style of this corporation shall be Bienville Oil Company, Incorporated, and its domicile is hereby fixed in the City of New Orleans, Parish of Orleans, State of Louisiana, where by said name it shall exist and enjoy corporate existence and succession for a period of ninety-nine (99) years, from this date, unless sooner dissolved by law or in the manner hereinafter stipulated.

ARTICLE II—Under said name and style, said corporation shall have the power to contract, sue and be sued, to make and use a corporate seal, the same to alter, change or amend at pleasure; to adopt, make and enforec such by-laws, rules and regulations for its government as it may choose, not contrary to the laws of the United States, the laws of the State of Louisiana, or this charter; to employ and fix the compensation of such officers, employees or agents as the interest of the corporation may require; to purchase, lease, hold, receive, hypothecate, convey, sell, pledge or mortgage real estate and personal property; to borrow money; to issue negotiable paper or notes, or other evidence of debt; and generally to do and perform any and all other acts and things necessary and proper, or incident to the successful operation and carrying out of the business outlined in the objects and purposes of this corporation, all according to law, and as may be deemed necessary and proper by the board of directors.

ARTICLE III—The objects and purposes of this corporation are hereby declared to be: to buy and sell real estate and personal property and to develop same; and to locate, lease and acquire lands with the exclusive right to prospect, to drill, mine, bore and sink wells and shafts; to produce, convey and transport oil, petroleum and gas; to salvage, reclaim, clean, operate and maintain oil wells; to carry on the business of storing and prospecting for, mining, producing, refining, manufacturing, piping, transporting, buying and selling petroleum and other oil products and by-products; to buy, sell, furnish and supply the same; to operate, build, construct, pump and maintain oil and gas wells; to build and construct, purchase, maintain and operate warehouses, pumping plants, pipe lines, refineries, factories, mills, workshops, laboratories and dwelling houses for workmen and others; and generally to do and perform any and all other things necessary and incident to the carrying on and operating of a general oil and gas producing and marketing business.

ARTICLE IV—All citations and other legal process shall be served upon the president of the corporation, or in his absence upon the secretary-treasurer, or, in the absence of both of these officers, upon the vice-president, at the domicile of said corporation, as herein fixed.

ARTICLE V—The amount of capital stock of this corporation is hereby declared to be $100,000.00 (one hundred thousand dollars) to be divided into 10,000 shares of the par value of $10.00 (ten dollars) each, all of which shall be common stock.

That more than fifty per cent of said capital stock has been subscribed for and more than fifty per cent of that subscribed for has been paid in by transfer of property as shown on statement and resolution of appraisement attached hereto and made part hereof.

ARTICLE VI—All power of this corporation shall be vested in a board of directors, composed of seven stockholders, except that the officers of said corporation have and exercise the power granted to corporate officers by section 16 of Act No. 267 of 1914. A majority of the board of directors shall constitute a quorum for transaction of all business, and a majority vote of the quorum present at any meeting shall be empowered to do valid and corporate acts. Said directors shall be elected annually on the 2nd Monday of January of each year, except when the said day shall fall on a legal holiday, in which event said election shall be held on the day following, or as soon thereafter as practicable, and they shall hold office for a term of one year or until their successors shall be elected and qualified.

Each stockholder of record on the books of said corporation shall be entitled to cast at such meeting, either in person or by proxy, one vote for each share of stock held by him, and a majority of votes cast at such meeting shall elect or decide any other question before it. All meetings of said stockholders or directors shall be held at the domicile of the company except, with the written consent of all of the directors, valid meetings of the board of directors may be held outside the state or in the state elsewhere than at its domicile.

Any vacancy occurring, for any cause, in the board of directors, between the dates of the annual meetings herein provided for, shall be filled by the remaining members of the board of directors. Immediately after the election of the directors, they shall meet and elect from their number a president, vice-president, and secretary and treasurer. The duties of such officers shall be such as usually pertain to the position to which they are elected, and as such may be provided for in the by-laws or as may be designated by the board of directors at any regular or special meeting.

The first annual meeting of the stockholders shall be held on the 2nd Monday of January, 1923, subject to the foregoing provisions. Until that time, the following shall act as the board of directors: Robt. A. Davis, J. C. Allen, Maurice E. Brierre, R. E. Hartman, Bryan Bell, Frank L. Dusenberry, W. L. Clark, Jr., until said date and until their successors are elected.

ARTICLE VII—The capital stock of this corporation may be increased to $200,000.00 by the stockholders to carry on the business, provided said increase be made by a vote of not less than three-fourths (¾) of all outstanding stock; and providing further that notice of such meeting to increase the capital stock, or decrease the same in accordance with the law, shall be given as provided by law. This charter may be amended or altered, in any respect, by complying with the laws of the state relative to the amendment of charters, in force at such time as such amendment is completed.

ARTICLE VIII—This corporation may be dissolved either by limitation or otherwise, and when dissolved its affairs shall be liquidated by two commissioners elected from the stockholders, which liquidators shall, if required by the holders of not less than 25% of the stock, furnish bond not greater than the appraised value of the assets. Said liquidators shall remain in office until the affairs of the corporation shall be fully settled and liquidated with full power and authority to do any and all acts or things necessary or proper or conferred by law to wind up the affairs of the corporation.

No stockholder shall be held liable or responsible for the defaults or contracts of this corporation, or for any other matter or thing, for any further sum than the unpaid balance, if any, due upon the stock subsciption or upon stock owned by him, nor shall any mere formality or informality of the organization hereof have the effect of rendering this charter null, or of exposing any stockholder to any liability beyond the unpaid balance, if any, of his stock subscription.

Thus done and signed by the parties hereto this the 13th A. D. 1922, in the presence of me, notary, and the undersigned competent witnesses.

Witnesses: Ross E. Breazeale.

(ORIGINAL SIGNED):

Robert A. Davis, J. C. Allen, Maurice E. Bierre, R. E. Hartman, Bryan Bell, Frank L. Dusenberry.

W. MORGAN GURLEY, 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 Bienville Oil Company, Incorporated, was this day recorded in my office, in Book ——, folio —.

New Orleans, April 22nd, 1922.
(Signed): ROBT. SCOTT, Deputy Recorder.

I, the undersigned notary public, in and for the Parish of Orleans, State of Louisiana, certify that the above and foregoing to be a true and correct copy of the original Act of Incorporation of the Bienville Oil Company, Incorporated, and on file and of record in my office.

W. MORGAN GURLEY, Notary Public.

Apr. 27—June 1

MARRY A MILLION SURE THIS TIME

Mary Landon Baker, of Chicago, sailed for England last week where for the third time she will face her wedding day with Allister McCormick, of Chicago, and stockholder in the International Harvester Co. Twice she has left him waiting at the church. But this time she says she will go through with it.

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