Never in Paris.

Badgers are rarely seen out of their burrows in the daytime, and this is the reason that, traveling over the Western plains, one so seldom sees a badger, although their burrows are very numerous and every indication exists of the presence of these animals, says the American Forestry Magazine. They chiefly come forth at night, and it is the rarest thing to find a pair together. For some reason or other, the sexes pursue their avocations usually apart.

Mother—Edith, you stood out on the porch quite a while last night.

Edith—Why, mother, I only stood there for a second.

Mother—But I am sure I heard the third and fourth.

CHARTER

CHARTER OF U. S. NOVELTY AND MANUFACTURING COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans, Be it known, that on this twenty-sixth day of October, in the year of our Lord, one thousand, nine hundred and twenty-two, before me, Clarence de Lucas, a notary public, in and for the Parish of Orleans, State of Louisiana, duly commissioned, qualified and sworn, personally came and appeared the parties whose names are hereunto subscribed and who declared that availing themselves of the laws of this state and particularly Act No. 267 of 1914, relative to the organization of corporations for any lawful purpose or purposes, they have covenanted and agreed, and do by these presents covenant and agree and bind themselves as well as such other persons as may hereafter become associated with them, to form themselves into a body politic in law for the objects and purposes and under articles, terms and considerations following, to-wit:

ARTICLE I—The name and title of this corporation shall be "U. S. Novelty and Manufacturing Company, Inc.", and under its corporate name it shall have power and authority to have and enjoy succession for the term of ninety-nine (99) years from 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 hold, receive, lease and purchase under its corporate name, property both real, personal and mixed, and the same to sell, mortgage, pledge, hypothecate, lease or otherwise dispose of, to lend any portion of its capital stock or income from other sources or mortgage or other security, to contract, make and indorse bills of exchange and promissory notes, to issue bonds, to name and appoint such officers and agents as the interest of said corporation may require, to make all necessary by-laws for the proper management of its affairs, to acquire stock and bonds of other corporations, to increase or diminish its capital stock, and generally to do and perform in this state or any other state all such things and exercise such rights and powers permitted by law to corporations.

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

To conduct and carry on the business of manufacturing, buying, selling and dealing in and with textile fabrics, leather goods and novelties of all kinds, ornaments, notions, fancy goods, devices, goods, wares, merchandise and commodities.

ARTICLE III—The domicile of this corporation shall be in the City of New Orleans, Parish of Orleans, State of Louisiana, but it may establish offices and agencies throughout the United States of America. All citations or other legal process shall be served upon the president of said corporation or in the event of his absence, upon the secretary-treasurer thereof.

ARTICLE IV—The capital stock of this corporation shall be fifteen thousand dollars ($15,000.00) to be divided into one hundred and fifty shares of the par value of one hundred dollars each, which shall be paid for in cash or equivalent, for property, for labor performed or services actually rendered. The amount to which the capital stock of this corporation may be increased shall be the sum of fifty thousand dollars.

This corporation shall be a going concern and authorized to begin business as soon as fifty per cent of the capital stock has been subscribed for and paid in to said corporation.

The board of directors shall have power to issue full paid stock for property transferred to said corporation or for labor and services rendered.

ARTICLE V—All the corporate powers of this corporation shall be vested in and exercised by a board of directors composed of not less than three stockholders who shall be elected by the stockholders at the annual meeting of the corporation, which shall be held on the 15th day of January, 1923, of each year following. A majority of the stockholders shall constitute a quorum for the transaction of business.

The officers of this corporation shall be a president, vice-president and a secretary-treasurer, provided, however, the secretary-treasurer may be one officer; they shall be elected annually by the board of directors from among their number; all directors and officers shall be elected for a term of one year, but shall hold office until their successors are elected and qualified.

Any vacancy in the board of directors or officers from whatever cause shall be filled from among the stockholders by the remaining members of the board.

The board of directors shall have power without reference to the shareholders of the company: to buy, sell, lease, mortgage, hypothecate, borrow, issue bonds, notes and pledges of all kinds whether movables or immovables and generally to exercise all powers conferred on this board of directors by these articles of incorporation.

All elections shall be by ballot, each share shall be entitled to one vote and the majority of the votes cast shall elect.

At all meetings each stockholder shall be entitled to one vote either in person or by written proxy for each share of stock standing in his name on the books of the corporation; provided that no stock shall be voted at any meeting which has been transferred upon the books within thirty days prior to the said meeting.

No stockholder may sell, assign, or transfer his stock in this corporation unless thirty days' previous notice in writing of such intention to sell, assign or transfer said stock be given to the company previous to said sale, assignment or transfer, and upon such notice the board of directors shall have the right to purchase the stock at its book value by reference to the balance sheet of the last fiscal year, upon failure of the board of directors to pass a resolution before the expiration of thirty days to purchase said stock at its book value, said stock may be sold in open market.

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

ARTICLE VII—The first board of directors shall consist of: John Behrend, president, whose post office address is 7611 Sycamore Street, New Orleans, Louisiana; Francis E. Getchell, secretary-treasurer, whose post office address is 1206 Seventh street, New Orleans, Louisiana; and Hubert M. Ansley, vice-president, whose post office address is 302 Louisiana Building, New Orleans, Louisiana.

ARTICLE VIII—This act of incorporation may be changed, modified, altered or amended or this corporation may be dissolved with the assent of stockholders owning three-fourths of the stock of the corporation present or represented at a general meeting convened for that purpose and after at least ten days' written notice has been given through mail, to each stockholder at his last known place or residence. In case of dissolution by the expiration of this charter or otherwise, the stockholders shall elect three liquida-

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tors from among their number to settle the business and affairs of the corporation.

In case of death or disability of any one of said commissioners or liquidators the survivors shall elect or appoint a successor to him and if they fail to agree on his appointment, then they shall wind up the affairs of said corporation.

Thus done and passed at my office in the presence of Eugene Thorpe and J. R. Wing, competent witnesses, who have hereunto signed their names with said appearers and me, notary, after reading of the whole.

Witnesses: Eugene Thorpe, J. R. Wing.
(ORIGINAL SIGNED)
John Behrend, 98 shares; Francis E. Getchell, 1 share; H. M. Ansley, 1 share.
C. deLUCAS.
(Seal) 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 U. S. Novelty and Manufacturing Co., Inc., was this day duly recorded in my office in Book 1279, folio 190.

New Orleans, Octo. 26, 1922.
Signed) ROBT. SCOTT,
Deputy Recorder.

A true copy:
C. deLUCAS.
(Seal) Notary Public.

Nov. 9—Dec. 14.

CHARTER OF METROPOLITAN CONSTRUCTION COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known, that on this 28th day of the month of October, 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-seventh, before me, William J. Guste, 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 whose names are hereunto subscribed, personally came and appeared the several persons whose names are hereunto subscribed, all of full age, who severally declared to me, notary, that, availing themselves of the laws of this State relative to the organization of corporations, they have covenanted and agreed, by these presents do covenant and agree and bind themselves, as well as all such other persons as may hereafter become associated with them, to form a corporation for the objects and purposes and under the articles and stipulations following, which they hereby adopt as their charter, to-wit:

ARTICLE I.—The name of this corporation shall be Metropolitan Construction Company, Inc., and under its corporate name it shall have power and authority to have and enjoy corporate existence for a period of nine-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 purchse, receive, lease, hold, or otherwise acquire and convey, as well as mortgage and hypothecate under its corporate name, property, real, personal and mixed, corporeal and incorporeal; to borrow money and make and issue bonds and other evidences of indebtedness, and, if desired, to secure the same by mortgage and otherwise; to buy and hold stock in other companies incident to the objects and purposes or the expansion of the business interest of the corporation; to name, elect and appoint such managers, agents, directors and officers as the interest and convenience of said corporation may require, and to make and establish as well as alter and amend at pleasure such by-laws, rules and regulations for its proper government, as may be deemed necessary and proper, and generally to do any and all things incident to or necessary and proper for the interest of the business of the corporation.

ARTICLE II.—The domicile of this corporation shall be in the city of New Orleans, in the State of Louisiana, and all citation and other legal process shall be served upon the President of the corporation, and, in the event of his absence, upon the Secretary-Treasurer.

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

To acquire by purchase or otherwise, to build, erect, establish, or construct upon; to cultivate and develop, to lease, rent, mortgage, pledge, sell and alienate, to utilize, enjoy and improve, and generally to deal in real estate and lands of every character and description, together with all rights, ways, privileges, and improvements thereon, situated or thereunto appertaining.

To conduct and carry on such other business as may be found necessary or convenient for properly effectuating the aforesaid privilege or enhancing the value of the properties, rights and privileges of said corporation.

ARTICLE IV.—The capital stock of this corporation is hereby fixed at the sum of five thousand dollars, ($5000.00), and shall be divided into and represented by fifty shares of $100.00 each.

The said stock shall be paid for in cash or its equivalent, as provided by law, and in such manner and at such times 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 when twenty-five hundred dollars ($2500.00) has in fact been subscribed and paid for in cash or its equivalent, as provided by law.

ARTICLE V.—The capital stock of this corporation may be increased to the sum of ten thousand dollars ($10,000.00) by a two-third vote of all the stockholders at a special meeting called for that purpose, or at a regular annual meeting of the corporation.

ARTICLE VI.—All certificates of stock issued by the Company shall be signed by the President and countersigned by the Vice-President, or if authorized by resolution of the Board of Directors, shall be signed by the President and countersigned by the Secretary-Treasurer.

The stock of this corporation can be transferred only on the books of the corporation and subject to such regulations and formalities as may be by the Board of Directors from time to time prescribed.

No stockholder shall be permitted to sell or otherwise dispose of his stock without first offering the same in writing to the other stockholders through the Board of Directors, at a price not exceeding the book value thereof, and the stockholders shall have an option and first right to purchase all the shares of stock to be thus disposed of by sale or by the death, resignation or otherwise of any of the stockholders of the corporation, and shall have a period of ten days in which to accept or decline such offer of stock. Should the Board of Directors or the stockholders decline to purchase the said stock, then the stockholder or stockholders who made the offer to sell or otherwise dispose of his stock, may sell or otherwise dispose of it in any manner and at any price that he or they may see fit. But each share of stock is issued under the condition and understanding that no stockholder shall make a sale or transfer of his stock in violation of this provision, and such sales or transfer, if made, shall be void, and this company shall be under no obligation to list said stock on its books or to regard the holder of the certificate thereof.

ARTICLE VII.—The corporate powers of this corporation shall be vested in and exercised by a Board of Directors composed of no less than three and no more than five stockholders, in the option of the Board of Directors. Two directors to constitute a quorum in the case of three constituting a full board, and three directors to constitute a quorum in the case of more than three constituting a full board.

The directors of this corporation may vote in person or by written proxy at any of the meetings of the Board of Directors; and the Board of Directors may delegate any of its powers to any officer or officers or any other representative of the Company by appropriate resolution to that effect.

The first Board of Directors of this corporation shall be composed of the following: Mrs. E. J. Gast, Alvin E Johnson, Edward Alba, with officers as follows: Mrs. E. J. Gast President, Alvin E. Johnson Vice-President, Edward Alba Secretary-Treasurer, and they shall serve until the second Monday in January, 1924, or until their successors are elected and qualified.

The directors shall be elected annually on the second Monday in January.

Notice of such meeting shall be given ten days prior to the date of the meeting, in writing, and sent to each stockholder at his last known address.

Each stockholder shall at such annual meeting or other meeting, general or special, be entitled in person or by proxy to one vote for each share of stock owned by him.

Elections shall be held under such rules and regulations as may from time to time be determined by the Board of Directors.

The directors, when elected, shall hold

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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 the directors shall not operate the forfeiture of this charter, or any rights thereunder.

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

ARTICLE X.—In case of 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 the stockholders, who may provide the number of said liquidators, and vest them with such power and authority as may, by law, be permitted; fix 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 shall be liable or responsible for any costs, contracts, debts or faults of the corporation, 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 any stockholders 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 by each of them, and their postoffice address, so that this charter may serve as the subscription list of the corporation; all of which subscriptions are payable in the manner and form set out herein.

Thus done and passed, at my office, in the city of New Orleans, on the day and in the month and year herein first above written, and in the presence of Wm. Mason Smith, Jr., and J. M. Sour, competent witnesses, who have hereunto signed their names, with the said appearers and me, notary, after reading of the whole.

(ORIGINAL SIGNED.)
Witnesses: Wm. Mason Smith, J. F. Sour.

WILLIAM GUSTE.
Notary Public.

A true copy.

WILLIAM GUSTE.
Notary Public.

Recorded in M. O. B. 1279, folio ——.
Nov.16-Dec21

CHARTER OF H. A. CABIRAC CO., INC.

State of Louisiana, Parish of Orleans, City of New Orleans, Be it known that on this 28th day of the month of October, 1922; before me, Martin H. Manion, a notary public, duly sworn, commissioned and qualified, in and for the Parish of Orleans, State of Louisiana, and therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared the persons 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, they have covenanted and agreed, and do, by these presents, covenant and agree and bind themselves, as well as all persons as 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 "H. A. Cabirac Co., Inc.", and under said corporate name it shall have power and authority to 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 alter or break at pleasure; to hold, receive, purchase and convey, as well as mortgage and hypothecate property, real, personal and mixed, corporeal and incorporeal; to name and appoint such managers, agents, directors and officers as its business 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 proper government of the affairs of said corporation as may be necessary and proper.

ARTICLE II—The domicile of this corporation shall be in the City of New Orleans, State of Louisiana, and all citations or other legal process shall be served upon the president of said corporation, or in his absence upon the vice-president, and in the absence of both of said officers, upon the secretary-treasurer of said corporation.

ARTICLE III—The objects and purposes for which this corporation is established and the nature of the business to be carried on by it, are hereby declared to be plumbing and heating and general contractors in any line whatsoever, and to do all things incidental to or connected with the purposes aforesaid.

ARTICLE IV—The authorized capital stock of this corporation is hereby declared to be fifteen thousand dollars ($15,000.00) divided into 150 shares of the par value of one hundred dollars ($100.00) per share; which said capital stock may be increased to the sum of twenty thousand ($20,000.00) dollars. This corporation shall be a going concern when fifty per cent of the capital stock shall have been subscribed and paid for, and may be for cash or in payment for labor or property actually received.

ARTICLE V—All the corporate powers of this corporation shall be vested in and exercised by a board of directors to be composed of not less than five stockholders, the majority of whom shall constitute a quorum for the transaction of business. The directors shall be elected annually by ballot on the first Monday of November of 1923. The board of directors elected with this charter shall remain in office until the meeting the first Monday in November 1923, or until their successors shall have been elected and qualified. The term of office of the first board of directors shall begin when this corporation is a going concern.

All directors shall hold office until their successors have been elected and qualified. Notice of election shall be given by registered letter not less than fifteen full days prior to such election, addressed to the last known residence or place of business of the stockholder.

Every stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the corporation, to be cast in person or by proxy, and a majority of the votes cast shall elect.

Any vacancy occurring among the directors by death, resignation, or otherwise, shall be filled by election for the balance of the term of the board by the remaining directors. A failure to elect directors on the date above specified shall not dissolve the corporation, but the directors then in office shall remain in office until their successors are elected and qualified, and shall cause an election to be held as soon as possible thereafter, when due notice thereof shall have been given as heretofore provided.

The following named persons shall constitute the first board of directors, and hold their office until the first Monday in November, 1923, or until their successors shall be elected and qualified: H. A. Cabirac, president; R. J. Cabirac, vice-president; Mrs. Ida Cabirac, secretary-treasurer; Henry Cabirac, Mrs. Marguerite E. Sarazan.

The board of directors shall elect from their number a president, vice-president, and secretary-treasurer, and the latter need not be a stockholder in the corporation. Said board of directors may appoint from time to time such clerks, agents and other employees as it may deem necessary, for the purposes and business of said corporation, and the board of directors may make and establish as well as alter and amend, any and all by-laws, rules and regulations necessary and proper for the support and management of the affairs of said corporation. The said board shall also have power to issue and deliver full paid shares of stock for cash, or in payment for labor done or property actually received by said corporation. Each director shall have authority to appoint in writing a proxy to represent him at all meetings of the board.

ARTICLE VI—Whenever this corporation shall be dissolved, either by limitation or by any other cause, its affairs shall be liquidated by three commissioners, to be appointed from among the stockholders at a general meeting to be convened for such purposes, of which meeting notice shall be given in the manner and time provided for stockholders' meetings by Article V of this charter, and a majority in amount of the capital stock of said corporation represented at such meeting shall be requisite to elect. Said

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commissioners shall remain in office until the affairs of said corporation shall have been fully liquidated. In case of death of one or more of said commissioners the vacancy shall be filled by election by the surviving commissioners.

ARTICLE VII—This act of incorporation may be modified, changed and altered, or said corporation may be dissolved with the assent of two-thirds of the capital stock represented at a general meeting of the stockholders convened for such purposes and after written notice by registered mail shall have been given fifteen days prior to the date fixed for said meeting to each stockholder.

Any changes proposed or made with reference to the capital stock shall be made in accordance with the laws of the State of Louisiana on the subject of altering the capital stock of corporations.

ARTICLE VIII—No stockholder shall be held liable for the contracts or faults of this corporation in any further sum than the unpaid balance due 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 of exposing a stockholder to any liability beyond the unpaid amount remaining due on his stock.

Thus done and signed in my office in the City of New Orleans, the day, month and year first above written, in the presence of Marguerite G. Stein and Gladys Jene, competent witnesses, who have hereunto signed their names, together with the said appearers and me, notary, after due reading of the whole.

Witnesses: M. G. Stein, Gladys Jene.
(ORIGINAL SIGND)
MARTIN H. MANION,
Notary Public.

I, the undersigned Recorder of Mortgages in and for the Parish and State of Louisiana, do hereby certify that the above and foregoing act of incorporation of the H. A. Cabirac Co., Inc., was this day duly recorded in my office in Book 1279, folio 203.

New Orleans, October 31, 1922.
ROBT. SCOTT,
Deputy Recrder.

Nov. 16-Dec. 21

CHARTER OF R. J. DORN CO., INC.

State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this the ninth day of the month of November, in the year of our Lord, one thousand nine hundred and twenty-two, before me, Edouard F. Henriques, a Notary Public in and for the parish of Orleans, state of Louisiana, duly commissioned and qualified, and in the presence of the witnesses hereinafter named and undersigned, came and appeared in person the persons whose names are hereunto subscribed, all above the full age of majority, who personally declared to me that, availing themselves of the privilege offered by the laws of the state of Louisiana relative to the formation of corporations, and more particularly by the terms of Act No. 267 of the General Assembly of the state of Louisiana for the year 1914, they have covenanted and agreed and by these presents do covenant and agree and bind themselves as well as such other persons as may hereafter become associated with them, to form themselves into and constitute a corporation and body politic in law for the purposes and objects and under the stipulations, articles and conditions following, to-wit:

ARTICLE I. The name and style of this corporation shall be R. J. Dorn Co., Inc., and under its said corporate name it shall have and enjoy all the rights, advantages and privileges granted by law to corporations.

This corporation, unless sooner dissolved in accordance with this charter, shall have and enjoy corporate existence and succession for the full term and period of ninety-nine (99) years from and after the date hereof.

It shall have the power and authority to contract, sue and be sued under its corporate name; to make and use a corporate seal, and the same to break and alter at pleasure; to hold, receive, have, purchase, improve, alienate, convey, sell, borrow, pledge, lease, mortgage and hypothecate under its said corporate name, property, real, personal and mixed, corporeal and incorporeal, without limit as to kind or amount; to name and appoint such directors, officers, agents, managers and employees as the business, interest or convenience of the corporation may require; to make and establish by-laws, rules and regulations for the proper management and regulation of its affairs as may be deemed necessary and proper, and the same to change and alter at pleasure; and to do all other acts and things permitted by law as shall or may be necessary and proper to carry out the objects and purposes of the corporation; it being hereby expressly provided that the foregoing and following enumeration of specific powers shall not be held to limit or restrict in any manner the powers accorded by law to such corporations.

ARTICLE II. The domicile of this corporation is hereby established in the city of New Orleans, state of Louisiana, but it may establish anid operate branch offices and agencies throughout the state of Louisiana, and in other states and foreign countries.

All citation and other legal process shall be served upon the President, or in his absence or inability to act from any cause, on either the Vice-President or the Secretary-Treasurer; and in the absence of all of said officers, service may be made on any other regularly employed officer, agent or employee found in the domiciliary office of the corporation, in accordance with law.

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:

(1) To manufacture, purchase, sell, export and import roofing material and supplies of stone, cement, asbestos, wood, sheet metal, paper or other materials; and to lay, erect, construct and sell or otherwise dispose of same.

(2) To establish warehouses, agencies, offices, etc., for the storage and sale of the articles and products manufactured by itself or others throughout Louisiana and other states or territories of the United States of America, and in foreign countries.

(3) To buy, sell, deal in, export and import any and every kind or description of material, merchandise, products or other property, and to act as purchasing and selling agents therefor.

(4) Generally to do and to engage in any other business, undertaking or enterprise connected with, growing out of, germane, necessary or incidental to the several objects and purposes hereinabove set forth or contemplated by this charter.

ARTICLE IV. The capital stock of this corporation is hereby fixed at the sum of One Hundred and Seventy-five Thousand Dollars ($175,000.00), divided into and represented by Seventeen Hundred and Fifty (1750) Shares of the par value of One Hundred Dollars ($100.00) each, all of which shall be common stock; said stock shall be paid for in cash, or same may be issued at not less than par, in payment for labor done or service performed for said corporation, or in exchange for property or rights actually received or purchased by said corporation, in accordance with law. All shares of stock shall be issued full paid and non-assessable.

This corporation shall have the right to increase its capital stock to any amount not exceeding One Million Dollars ($1,000,000.00).

Eighty-seven Thousand Five Hundred Dollars ($87,500.00) or Fifty (50) percent of the capital stock of this corporation has been subscribed for at the time of the execution of this act of incorporation; and this corporation shall become a going concern and shall be authorized to engage in business as soon as Fifty (50) percent of the amount so subscribed shall be actually paid in, in cash; the remainder of the amount so subscribed for shall be paid in, in cash, within one year from and after the date hereof. The residium of the stock shall be subscribed, issued and paid for in cash or property, etc., subject to the action and call of the Board of Directors, in conformity with the existing provisions of laws pertaining thereto.

No stock shall be sold or transferred until an opportunity is first afforded all other stockholders of record to purchase said stock at book value, as shown by the last inventory preceding such notice. Written notice of intention to sell shall be given by the owner to the Board of Directors and transmitted without delay by it to the stockholders, who are hereby given fifteen (15) days (from receipt of the Board's notice) to accept and pay for such stock in cash; each stockholder to have the right to purchase in proportion to his holdings the shares to be divided (in said ratio) among such stockholders as are desirous to participate in the purchase. Failure of the stockholders to buy shall, by expiration of the time limit, release the stockholders from the effect of this provision.

ARTICLE V. All the corporate powers of this corporation shall be vested in and exercised by a Board of three (3) directors, composed of bona fide stockholders, each of whom shall own at all times one full paid, unpledged share of stock; two directors shall constitute a quorum for the transaction of business.

Roger Joseph Dorn, Havana, Cuba; Rene Dorn, 82 Wall street, New York City, N. Y., and Charles A. Duchamp, 915 Maison Blanche building, New Orleans, La., shall constitute the first Board

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of Directors, with Roger Joseph Dorn as president, Rene Dorn as vice-president, and Charles A. Duchamp as secretary-treasurer. Said Board and officers shall serve until the third Monday in November, 1923, or until their successors have been duly elected and qualified.

Thereafter the directors shall be elected annually on the third Monday of November of each year, beginning with the year 1923, unless the same be a holiday, when the election shall be held on the next legal day thereafter; all elections of directors shall be held at the domicile of the corporation, preceded by fifteen (15) days notice, in writing, sent to each stockholder at his or her last known place of residence.

All elections shall be by ballot and the majority of the votes cast shall elect. Each share of stock shall be entitled to one vote, either in person or by proxy. Failure to elect shall not be regarded as a forfeiture of this charter, and the Directors in office shall continue to hold office until their successors are duly elected and qualified.

The Directors when elected shall take their seats immediately and shall hold office until their successors are chosen and qualified; and each succeeding Board shall elect its own officers, which shall consist of a President, a Vice-President and a Secretary-Treasurer, all of whom shall be Directors. Any vacancy occurring in the Board shall be filled for the unexpired term by the remaining Directors from among the stockholders.

The Board of Directors shall have full power and authority to adopt such by-laws, rules and regulations, not in conflict with this charter or with the laws of the state or the United States, as may be necessary for the government and direction of the business and affairs of the corporation, and to alter, amend or change same at pleasure; to appoint or elect such officers, agents, employees, servants and clerks as the Board may deem necessary for the proper conduct of the business of the corporation, and to fix their compensation and term of service, with the right to dismiss them at the pleasure of the directors.

On the written consent of all the directors, meetings of the Board may be held outside the state of Louisiana or within the state, but elsewhere than at the corporation's domicile.

ARTICLE VI. This act of incorporation may be changed, modified or amended or the capital stock increased by and with the consent of two-thirds (2-3) of all the stock.

A change in the objects and purposes may be made only by a vote of all the stock theretofore issued, but said corporation may be dissolved by a vote of two-thirds (2-3) of all the stock at a meeting called for that purpose. Notice of all stockholders' meetings shall be given in the manner and form required by law.

ARTICLE VII. Whenever said corporation is dissolved, either by limitation of its charter or by vote of the stockholders, or from any other cause, its affairs shall be liquidated by three commissioners to be elected by the stockholders from among their number; said commissioners shall have full power and authority to settle and wind up the business and affairs of said corporation, the term and compensation of said commissioners, shall be fixed by the stockholders. In case of the death or inability to serve from any cause, of any of said commissioners, before the final liquidation of the affairs of said corporation, the remaining commissoiners or commissioner shall fill said vacancy or vacancies.

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

ARTICLE IX. In order that this charter may also serve as the original subscription list, the incorporators have set opposite their respective signatures hereto their postoffice addresses and the number of shares subscribed for by each of them.

Thus done and passed at my office in the city of New Orleans, on the day, month and year first hereinabove written, in the presence of A. A. Schnell and J. L. Griggs, competent witnesses, who hereunto sign their names, together with the incorporators and me, Notary, after due reading of the whole.

(Names of subscribers omitted)
Witnesses: A. A. Schnell, J. L. Griggs.
EDOUARD F. HENRIQUES,
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 R. J. Dorn Co., Inc., was this day duly recorded in my office in Book 1279, Folio —

New Orleans, Nov. 13, 1922.
(Signed) ROBT. SCOTT,
Dy. Rec.

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

EDOUARD F. HENRIQUES,
Notary Public.

Nov. 16-Dec. 21

CHARTER OF VILLBERN COMPANY, INC.

United States of America, State of Louisiana, Parish of Orleans, City of New Orleans. Be it known that on this thirteenth (13) day of the month of November, 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-seventh, before me, Felix Joseph Puig, a notary public, duly commissioned and qualified in and for the parish of Orleans, state of Louisiana, therein residing, and in the presence of the witnesses hereinafter named and undersigned, personally came and appeared Miss Mathilde Louise Bernard, of the full age of majority and a resident of this city, who agrees to subscribe to two hundred and twelve (212) shares of stock of this corporation, and whose postoffice address is 1557 Henry Clay avenue, New Orleans, La.; L. Leon Villere, of the full age of majority and a resident of this city, who agrees to subscribe to forty-seven (47) shares of stock of this corporation, and whose postoffice address is 2023 Esplanade avenue, New Orleans, La.; St. Denis J. Villere, of the full age of majority and a resident of this city, who agrees to subscribe to forty-seven (47) shares of stock of this corporation, and whose postoffice address is 1557 Henry Clay avenue, New Orleans, La.; Corinne Marie Villere, of the full age of majority and a resident of this city, who agrees to subscribe to forty-seven (47) shares of stock of this corporation, and whose postoffice address is 1557 Henry Clay avenue, New Orleans, La.; Anais Josephine Villere, of the full age of majority and a resident of this city, who agrees to subscribe to forty-seven (47) shares of stock of this corporation, and whose postoffice address is 1557 Henry Clay avenue, New Orleans, La., who severally declared that, availing themselves of the provisions of the constitution and laws of the state of Louisiana relative to the organization of corporations they have contracted together and agreed and do by these presents contract and agree and bind and obligate themselves, as well as such persons as may hereafter become associated with them, to form and constitute a corporation and body politic in law for the objects and purposes and under the following agreements and conditions, to-wit:

ARTICLE I. The name of this corporation shall be Villbern Company, Inc., and under its name it shall have power and authority of a body corporate, and shall continue for a period of ninety-nine (99) years from the date hereof, and shall have and exercise for the purposes of the business to be carried on by it all the powers conferred by the laws of the state of Louisiana, and especially by Act No. 267 of the General Assembly of the state of Louisiana of 1914, and the amendments thereto, upon similar corporations, including the power to make and use a corporate seal if it may deem fit to do so, and the same to break or alter at pleasure.

ARTICLE II. The domicile of this corporation shall be in the city of New Orleans, state of Louisiana, and citation and all legal process shall be served upon the president of the corporation, and in his absence or inability to act, upon the vice-president, and in his absence or inability to act, upon the secretary of the 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 declared to be the owning, buying and selling of real estate, stocks and bonds, mortgage notes and other securities; to lease and let real estate of all kinds; to use whatever property the company may own as security for money borrowed; to manage the business of others and act as agent and attorney in fact for other persons; to do a general real estate business; to erect houses and tenements for sale or for investment, and generally to do any and all things that may be incidental or suitable to or necessary for the attainment of any of the above described objects and purposes, or the exercise of any of the powers conferred upon this corporation by this charter or by the laws of this or other states.

CHARTER.

ARTICLE IV. The authorized capital stock of this corporation is hereby fixed at the sum of Forty Thousand Dollars, divided into and represented by Four Hundred shares of the par value of One Hundred Dollars each, and shall be paid for in cash, or may be issued at not less than par in payment for property actually purchased by or services rendered to this corporation at such times and in such installments as the Board of Directors may direct.

The amount to which the capital stock of this corporation may be increased is hereby fixed at the sum of One Hundred Thousand Dollars, divided into and represented by One Thousand shares of the par value of One Hundred Dollars each, and said stock or any part thereof may be issued on complying with the requisites of the law, and said stock so issued may be paid for in cash or may be issued at not less than par in payment for property actually purchased by or for services rendered to this corporation at such times and in such installments as the Board of Directors may direct.

No stockholder shall sell his shares in this company without having first offered same to the Board of Directors, and said Board shall have the right to purchase the same for the benefit of the other stockholders within ten days thereafter at the book value as shown by the last annual statement.

There shall be written or printed across each certificate of stock: "These shares shall not be transferred, except in the manner required by the charter and by-laws of this company."

ARTICLE V. All the powers of this corporation shall be vested in and exercised by a Board of Directors to be composed of not more than five and not less than three stockholders, as may be determined by the Board of Directors, to be elected annually on the second Monday of January of each year, and a majority of whom shall constitute a quorum for the transaction of all business, and majority of votes cast shall decide all questions; all such elections shall be conducted at the office of this corporation under the supervision of two commissioners to be appointed by the president. Notice of such election and of all other meetings of stockholders whatsoever, unless waived in writing shall be given personally or by depositing in the United States postoffice in New Orleans, at least fifteen days before such meeting, a notice of the holding thereof, inclosed in a postpaid wrapper, addressed to each stockholder at the last address furnished to this corporation by said stockholders, at the last address furnished to this corporation by said stockholders, and in the event that no address is furnished then addressed "General Delivery" New Orleans. At least two days before said meeting a complete list of the stockholders entitled to vote shall be open to inspection by the stockholders at the place of said meeting. At said election and at all other meetings of stockholders the voting shall be by ballot, and each stockholder shall be entitled to one vote for each share of stock standing in his name on the books of the company, to be cast in person or by proxy.

Fifty per centum of the outstanding capital stock of this corporation shall constitute a quorum at any and all meetings for the transaction of any and all business, except as otherwise provided by law. The majority of stock voted at any said meeting shall decide all questions, except as otherwise provided by law or by this charter.

Vacancies occurring in the Board of Directors because of death, resignation or otherwise shall be filled by the remaining members of the board by selection from the other stockholders.

The failure to hold an annual election or to elect directors as above provided shall not dissolve the corporation, but the directors and officers then in office shall cause an election to be held as soon as possible thereafter, notice of which shall be given as above provided for the holding of the annual meeting of stockholders, pending which election the then directors and officers shall remain as such until their successors have been duly elected and shall have qualified.

The Board of Directors shall within thirty days of each annual election elect from their own number a president and a vice-president, and shall also elect a secretary and treasurer, and shall have power to combine the offices of secretary and treasurer in one person.

The Board of Directors shall have the power of delegating all or any of its power in the transaction of the business of this corporation to a committee or committees of its own body, or to officers and agents of this corporation, and the Board of Directors may appoint from time to time such officers, managers, clerks, agents or employees as they may deem necessary or proper for the conduct of the business of this corporation, and such officers, managers, clerks, agents and employees shall hold office only at the pleasure of the board.

Any and all directors shall hold office at the pleasure of the stockholders, who may at any general meeting for that purpose, on notice as above provided for the holding of the annual meeting of stockholders, declare such directorship vacant and elect their successors, and it shall be the duty of the president or secretary to call a meeting for that purpose at the request in writing of ten per centum of the capital stock of this corporation then outstanding.

The Board of Directors shall have the power to adopt by-laws for the government of this corporation, and to alter, amend and abolish the same at its pleasure, at any general or special meeting of the board, and no previous notice of any intention to alter, amend or abolish the by-laws shall be required.

The first Board of Directors shall be composed of L. Leon Villere, St. Denis J. Villere, Miss Corinne Marie Villere, Miss Mathilde Louise Bernard and Miss Anais Josephine Villere, whose postoffice addresses appear above, with L. Leon Villere as president, St. Denis J. Villere as vice-president, Miss Mathilde Louise Bernard as secretary, Miss Corinne Marie Villere as treasurer, and Miss Anais Josephine Villere as member of the board, who shall hold their offices and exercise their functions until