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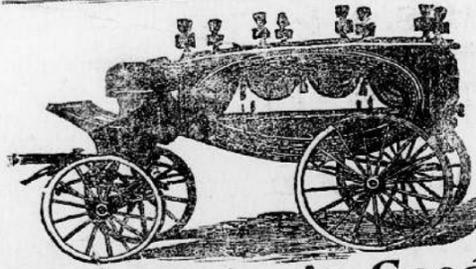
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CHARTER OF THE JENNINGS OIL COMPANY

STATE OF LOUISIANA, PARISH OF CALCASIEU.

Before the undersigned Notary Public, in and for the parish of Calcasieu, and in the presence of the undersigned competent witnesses residing in the said parish, personally came the persons whose names are hereunto subscribed who declared that, availing themselves of the laws of Louisiana relative to the formation and organization of corporations, they do hereby form and constitute themselves and their successors as well as such other persons as may hereafter become associated with them and their successors, into a corporation and body politic in law for the objects and purposes, and under the stipulations, articles and conditions, as follows:

ARTICLE I.

The name and title of the said corporation shall be JENNINGS OIL COMPANY, and by the said name it shall have and enjoy succession for the period of ninety-nine years from the date of this act. The Town of Jennings, in the parish of Calcasieu, La., is the place chosen for its domicile, and all citations against it may be served on its president, or in his absence or inability to act, on the vice-president.

ARTICLE II.

The purpose for which this corporation is established, and the nature of the business to be carried on by it, are any one, or more, or all, of the following: To construct, work and maintain railroads, canals, plank roads, bridges and ferries, whether within or without the limits of this State; to carry on manufactories of cotton, woolen, linen, silk and hempen cloth and cordage; to construct and carry on works to supply cities and towns with gas or water; to compress cotton; to construct and carry on iron, brass and copper foundries; to construct and maintain dry docks or floating docks for the building or repairing of ships and other vessels; to manufacture iron, copper, lead or other metals, earthenware or stoneware, engines, cotton gins, machinery, paper, gun powder, and agricultural implements; to refine sugar, and to navigate the sea by steam; to establish, maintain and operate lines of telegraph, and chemical laboratories; to construct and maintain docks, steamships and other vehicles for the transportation of freight and passengers; to construct, maintain and operate works of drainage, sewerage and land reclamation; and to open and work mines for developing and obtaining natural gas, petroleum, coal, asphaltum, salt, sulphur, ores, metals, and mineral and volatile substances of all kinds; and this corporation shall have power and authority to hold, receive, purchase and convey, and to hire, lease or, property both real and personal, in so far as the same may be incidental to its objects and purposes. This corporation is further organized for the purpose of acquiring the assets of the JENNINGS OIL COMPANY of Jennings, Calcasieu parish, Louisiana, at an agreed valuation thereof of SIXTY THOUSAND DOLLARS (\$60,000), to be paid for in full paid up Capital Stock of this Corporation, and the present corporation assuming all the liabilities of the said Company.

ARTICLE III.

The capital stock of this corporation is fixed at SIXTY THOUSAND DOLLARS, divided into Sixty Thousand Shares of par value of One Dollar each. Upon a transfer of all the assets of the said JENNINGS OIL COMPANY to this Corporation, the Sixty thousand Dollars Capital Stock of this Corporation shall be issued to said Company as full paid, and in addition thereto this Corporation shall assume all the liabilities of said Company. This issue of said stock and assumption of said liability being taken and considered a fair, equitable, and proper equivalent for the assets of said Company. All transfers of the Company at made on the books of the Company at its office in Jennings, Louisiana, and only on surrender of the certificates of stock shall be signed by the President and countersigned by the secretary.

ARTICLE IV.

All the corporate powers of this corporation shall be vested in and exercised by a Board of Directors composed of seven stockholders to be selected by a majority of the stockholders on the third Tuesday of April of each year, commencing with the year 1902. All such elections shall be by ballot, under the supervision of three commissioners to be appointed by the Board of Directors, who shall receive all votes cast by the stockholders in person or by proxy, and who shall canvass and declare the result of such election. All such elections shall be held after due notification thereof, given during thirty days previously in a daily or weekly newspaper, published in the Parish of Calcasieu. The Board of Directors herein named, as well as those subsequently elected shall continue in office until their successors are duly elected inducted. For the transaction of any and all business a majority of members of said Board shall constitute a quorum; the said Board shall have the right to establish all such By-Laws, rules and regulations which it may deem requisite for the support, management and regulation of the Corporation; it shall be authorized to appoint from time to time, such officers, agents and employees as may be deemed necessary for the proper management and carrying out of the business of the Corporation, and shall likewise fix the compensation to be paid them, as well as to the other officers provided for by this Charter. At the first meeting of said Board, after each annual election, they shall elect from their number a president, vice-president, secretary, treasurer and general manager. The Board of Directors, by resolution, passed by a two-thirds majority, may designate three or more directors to constitute an executive committee, which committee, to the extent provided for in said resolution, or in the By-Laws of the Corporation shall have the power of the Board of Directors in the management of the business of this corporation, and in affixing the seal of the corporation whatever required. The said Board shall from time to time determine the extent to which the

accounts and books of the Corporation or any of them, shall be open to the inspection of the stockholders, and the time, place, conditions and regulations of such inspection. Until the first annual election to be held under this charter, the following persons are designated and shall constitute the Board of Directors, and be the officers, respectively, of this corporation: Alba Heywood, W. Scott Heywood, S. A. Spencer, F. R. Jeanke, I. D. L. Williams, T. C. Mahaffey, and A. C. Wilkins, with the following members thereof respectively: S. A. Spencer, President; Alba Heywood, Vice-President; F. R. Jeanke, Treasurer; I. D. L. Williams, Secretary; and T. C. Mahaffey, General Manager.

ARTICLE V.

At all meetings of the stockholders, each stockholder shall be entitled to one vote, in person or by proxy, for each share of stock held by him.

ARTICLE VI.

Whenever this Corporation is dissolved either by liquidation of its Charter or from any other cause, its affairs shall be liquidated by the commissioners to be appointed from among the stockholders at a meeting of the stockholders to be held after due notification thereof given during thirty days previously in a daily or weekly newspaper published in the Parish of Calcasieu. Said commissioners shall remain in office until the affairs of the said Corporation shall have been fully liquidated; and in case of the death, inability to act, absence or resignation of any one or more of the said commissioners, the other commissioner or commissioners shall act alone.

ARTICLE VII.

This act of incorporation may be modified, added to or changed, and this corporation may be dissolved, in the manner set forth in Section Six Hundred and Eighty seven, Revised Statutes of 1870; and Capital Stock of said Corporation may be increased or diminished by pursuing the modes now or here after provided by Law.

ARTICLE VIII.

No stockholder shall ever be held liable or responsible for contracts or bills of this corporation in any sum more than the unpaid balance due to the Company on the shares owned by him; nor shall any mere information of the organization have the effect of rendering this Charter null or of exposing any stockholder to any liability beyond the amount which may be due on his stock.

ARTICLE IX.

The undersigned organizers of this corporation have respectively subscribed for stock therein in the amounts respectively set forth opposite their signatures thereto. Whenever Twenty-five Thousand Dollars of the Capital Stock of this Corporation shall have been subscribed for, it shall be authorized to do business and be considered a going concern. S. A. Spencer, 5,200 shares. Alba Heywood, 3,750 shares. W. Scott Heywood, 3,750 shares, by Alba Heywood, attorney in fact. O. W. Heywood, 3,750 shares, by Alba Heywood, attorney in fact. W. Scott Heywood, 3,750 shares, by Alba Heywood, attorney in fact. I. D. L. Williams, 5,855 shares. C. Wilkins, 4,900 shares. F. R. Jeanke, 5,475 shares. T. C. Mahaffey, 5,000 shares. Thus done, signed and passed, at my office, in the parish of Calcasieu, State of Louisiana, this 29th day of November 1901, in the presence of L. T. Moses and C. E. Cushing, both competent witnesses, who have signed hereto, with the appearers and me, notary, after reading of the whole. (Seal) C. E. WOOLEN, Notary Public.

Witnesses:

L. T. MOSES, C. E. CUSHING.

State of Louisiana, Parish of Calcasieu.

Having examined the above and foregoing Charter of JENNINGS OIL COMPANY, I am of the opinion that the purposes and objects of the said Corporation as specified in said Act, are legal, and that none of the provisions therein contained are contrary to law. Lake Charles, Louisiana, the 30th day of November, 1901. JOSEPH MOORE, District Attorney 15th District, La.

State of Louisiana, Parish of Calcasieu.

I do hereby certify that the above and foregoing is a true and correct copy of the charter of JENNINGS OIL COMPANY, and of the opinion of the District Attorney thereon, deposited and filed for registry in my office, this 30th day of November, 1901. A. S. GOSSETT, Dy. Clerk of Court, Calcasieu Parish, La.

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The First National Bank of Jennings

OFFICERS

E. F. ROWSON, President. F. E. BLISS, Vice-President. GEO. A. COURTNEY, Cashier. H. H. HOAG, Asst. Cashier.

DIRECTORS

F. F. MORSE, S. J. JOHNSON, E. F. ROWSON, J. P. HABER, F. E. BLISS

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We still have a few

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New lot of Gents' Furnishing Goods, Ladies' Shirtwaists, etc. FREE DELIVERY. JENNINGS, LA.

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