Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

COLONIAL OIL COMPANY

1. The corporate title of said company is Colonial Oil Company
2. The names of the incorporators are:

A. A. Rotwein	Postoffice	Jackson, Mississippi
George W. Harrison	Postoffice	Jackson, Mississippi
H. Tillman Guy	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Capital stock of Ten Thousand ($10,000.00) Dollars represented by (100) One Hundred shares common stock only with a par value of One Hundred ($100.00) Dollars per share.

5. Number of shares for each class and par value thereof:

One Hundred (100) shares of common stock only at par value of One Hundred ($100.00) Dollars per share.

The period of existence (not to exceed fifty years) is 50 years

7. The purpose for which it is created: To establish and maintain an oil business with authority to contract for the lease and purchase of the right to prospect for, develop and use, coal and other minerals, petroleum and gas; also the right to erect, build and own all necessary oil tanks, cars and pipes necessary for the operation of the business of the same.

To establish and maintain a drilling business, with authority to own and operate drilling rigs, machinery, tools, and apparatus necessary in the boring, or otherwise sinking of wells in the production of oil, gas, or water, or either, and the purchase and sale of such goods, wares, and merchandise used for such business.

To acquire, bring together, hold, dispose of and deal in royalty and other interests in minerals, and to manage, control and operate said mineral interests, and to collect the revenues arising therefrom. To acquire, hold, and deal in oil and gas and the products thereof, and to buy, sell and deal in oil and gas mining leases and royalty interests, to sink wells, and in other ways search for, produce, store, refine, manufacture, transport, buy, sell, and otherwise dispose of all varieties of oil and gas and any product, by-product, combination, or composition thereof.

To buy, exchange, contract for, lease, and in any and all other ways acquire, take, hold, and own, and to deal in, sell, mortgage, lease, or otherwise dispose of lands, mining claims, mineral rights, oil lands, gas lands, and other real property, and rights and interest in and to real property, and to manage, operate, maintain, improve, and develop the said properties, and each and all of them. To enter into, make and perform contracts of every kind and description with any person, firm, association, or corporation, municipality, body politic, country, territory, state, government or colony or dependency thereof.

To borrow or raise money for any of the purposes of the corporation, without limit as to amount, and to grant collateral or other security either alone or jointly with any other person, firm or corporation, and to make, execute draw, accept, endorse, discount, pledge, issue, sell, or otherwise dispose of promissory notes, drafts, bills of exchange and other evidences of indebtedness in connection therewith, and to confer upon the holders of any of its obligations such powers, rights and privileges as from time to time may be deemed advisable by the Board of Directors, to lend and advance money, extend credit, take notes, open accounts and every kind and nature of indebtedness and collateral security in connection therewith.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the State of Mississippi, and other states, without restriction as to place of amount.

IN GENERAL to do any or all of the things herein set forth to the same extent as natural persons.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

The amount of capital that the corporation may begin business with is Three Thousand ($3,000.00) Dollars, represented by (30) Thirty shares of common stock at par value of One Hundred ($100.00) Dollars per share.

A. A. Rotwein

George W. Harrison

H. Tillman Guy

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority A. A. Rotwein, George W. Harrison and H. Tillman Guy

incorporators of the corporation known as the Colonial Oil Company

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~ their) act and deed on this the 21st day of October, 1948

My Commission Expires April 15, 1952 — Lamie Richmond
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

Received at the office of the Secretary of State this the 21st day of October A. D., 194__, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., October 25th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COLONIAL OIL COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this TWENTY-FIFTH day of OCTOBER 1948

F. Harrison

Governor

By the Governor

Heber Ladner

Secretary of State

Receipt No. 2178 L

Recorded in the Secretary of State's Office this the twenty-fifth day of October, 1948.

STATE OF MISSISSIPPI

TO CHARTER

IMPLEMENT SUPPLY COMPANY

THE CHARTER OF INCORPORATION

OF

IMPLEMENT SUPPLY COMPANY

1. The corporate title of said Company is:

   Implement Supply Company.

2. The names and post office addresses of the incorporators are:

   J. W. Tarver, Greenville, Mississippi
   Kenneth F. Edwards, Greenville, Mississippi.

3. The domicile of the corporation is at Indianola, Mississippi.

4. The amount of capital stock and particulars as to class or classes thereof:

   $15,000.00, all common stock, consisting of 1,500 shares without nominal or par value, but with a stated sale price of $10.00 per share.

5. The period of existence (not to exceed 50 years) is 50 years.

6. In addition to the rights and privileges conferred by the provisions of Chapter 4, Title 21, Mississippi Code of 1942 (Chapter 100, Mississippi Code of 1930), and amendments thereto, the purpose for which this corporation is created and the rights, powers, and privileges conferred upon it not contrary to law are as follows:

   (a) To conduct, engage in, and carry on a general farm equipment sales business. In connection with the operation of said business, the company shall have the right to buy and sell any and all types of trucks, tractors, equipment, trailers, accessories, and parts therefor, both new and used. Such purchases and sales may be made for cash or on credit. The company shall have the right to enter into such contracts and other agreements as may be necessary in connection with the business to be conducted, and to borrow money and pledge the company's property, including its contracts, choses in action, inventories, and other assets owned by it, as collateral therefor. However, nothing foregoing shall be considered as limitation upon the powers of the company, and it shall be entitled to do and engage in any other type of operation usually done in connection with the foregoing purposes, and perform all things, matters, and acts incident thereto.

   (b) To purchase, lease, hire, or otherwise acquire, own, hold, maintain, alter, sell, convey, mortgage, or otherwise dispose of real estate and personal property and any interest therein, including such items as shop machinery and equipment, service trucks and vehicles, and such other items as are usually employed in the business to be conducted, and to do all things incident to the purposes herein conferred and not contrary to law.

7. The corporation shall commence business when one thousand (1,000) shares of the capital stock shall be subscribed and paid for. The first meeting;

of persons in interest, for the purpose of organizing said corporation, may be called upon three days notice in writing signed by any one of the incorporators.

IN TESTIMONY WHEREOF, witness the signatures of each of the incorporators, hereunto affixed on this the 22nd day of October, 1948.

J W Tarver

Kenneth F. Edwards

STATE OF MISSISSIPPI:

COUNTY OF WASHINGTON:

Personally appeared before me, the undersigned authority in and for said state and county, the within named J. W. Tarver and Kenneth F. Edwards, incorporators of the corporation known as Implement Supply Company, who acknowledge that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 22nd day of October, 1948.

Given under my hand and official seal, this the 22nd day of October, 1948.

Notary Public

My commission expires [illegible].

Received at the office of the Secretary of State, on this the 25th day of October, 1948, together with $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Mississippi

I have examined this Charter of Incorporation and am of the opinion that it is not violative of the Constitution and Laws of this State, or of the United States.

This, the 25th day of October, 1948.

Greek L. Rice
Attorney General of Mississippi

James J. Kendall
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

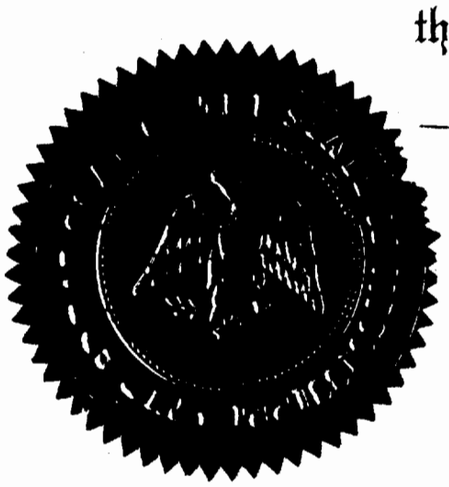
JACKSON

The within and foregoing Charter of Incorporation of

IMPLEMENT SUPPLY COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this TWENTY-FIFTH day of OCTOBER 1948



F. Barry

Governor

By the Governor

Heber Ladner

Secretary of State

Receipt No. 2192 L

Recorded in the Secretary of State's Office this the twenty-fifth day of October, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Winona Concrete Products Company

1. The corporate title of said company is Winona Concrete Products Company
2. The names of the incorporators are:

A. E. Neal	Postoffice	Winona, Miss.
W. S. Gerard	Postoffice	Winona, Miss.
A. C. Jacks	Postoffice	Winona, Miss.
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Winona, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Twenty Thousand Dollars common stock

5. Number of shares for each class and par value thereof:

200 shares of common stock of the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created: To buy, sell, and deal generally at retail and wholesale in lumber, brick, lime cement, roofing and all kinds of building materials and any and all other kinds of goods, merchandise or materials that may be desirable or expedient; to manufacture concrete block, brick, and culverts and related items; and to engage in the construction, erecting, equipping, repairing and improving of houses and buildings and other types of construction, and generally to engage in the construction business; to buy, own and sell real estate; and to do and perform any and all things that may be found necessary, desirable or profitable incident to the above named purposes, not contrary or inconsistent with the laws of the state of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

15 shares of common stock

A. B. Neal

W. S. Gerard

A. C. Jinks

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Montgomery

This day personally appeared before me, the undersigned authority A. E. Neal, W. S. Gerard, and A. C. Jacks

incorporators of the corporation known as the Winona Concrete Products Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 27th day of September, 1948

[illegible]
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

Received at the office of the Secretary of State this the 25th day of October A. D., 1948, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[illegible]
Secretary of State.

Jackson, Miss., October 25th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WINONA CONCRETE PRODUCTS COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this TWENTY-FIFTH day of OCTOBER 1948



F. J. Wright

Governor

By the Governor

Receipt No. 2193 L

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the twenty-fifth day of October, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

"TOTE-SUM" ICE STORES

1. The corporate title of said company is "Tote-Sum" Ice Stores
2. The names of the incorporators are:

J. F. WOODS Postoffice Jackson, Mississippi

J. B. WOODS Postoffice Dallas, Texas

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Capital stock of Fifty Thousand ($50,000.00) Dollars, Common stock only, represented by Five Hundred (500) shares common stock. Par value One Hundred ($100.00) per share. No preferred stock to be issued.

5. Number of shares for each class and par value thereof:

Five Hundred (500) shares common stock only at par value of One Hundred ($100.00) Dollars per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) Years

7. The purpose for which it is created:

To engage in the business of operating stores and locations for the sale of groceries, meats, ice and general merchandise, including the sale of kindred merchandise ordinarily sold in such stores.

To operate said business as a retail outlet, and in connection therewith to be able to operate a wholesale company or business enterprise supplying such commodities as aforesaid, including the manufacture of ice, bottled beverages, food comodities and kindred lines.

To own and operate stores, warehouses and plants throughout the State of Mississippi and throughout the United States.

To have the right to own, sell, dispose of, borrow money on, and negotiate for real and personal property for the business needs. To make loans; to erect and construct buildings for the business needs, and to have the right to do any and all acts for the furthurance of the foregoing business consistent with the needs of said business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Three Hundred (300) shares of Common stock at par value of One Hundred ($100.00) Dollars per share.

($30,000.00)

J. B. Woods

J. B. Woods

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority J. F. WOODS one of the incorporators of the corporation known as the "Tote-Sum" Ice Stores who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 21 day of October, 1948

My Commission Expires January 15, 1950

Rose A Rotwein
Notary Public

STATE OF ~~MISSISSIPPI~~ TEXAS

County of Dallas

This day personally appeared before me, the undersigned authority J. B. WOODS one of the incorporators of the corporation known as the "Tote-Sum" Ice Stores who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 19th day of October, 1948

L. E. Eastman
Notary Public
In and for
Notary Public, for Dallas County, Texas

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 22nd day of October A. D., 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., October 25th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kimbrell
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

"TOTE-SUM" ICE STORES

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this TWENTY-FIFTH day of OCTOBER 1948

Governor

By the Governor

Receipt No. 2185 L

Secretary of State

Recorded in the Secretary of State's Office this the twenty-fifth day of October, 1948.

[illegible], duly seconded, the following Resolution was adopted:

[illegible] RESOLVED by the stockholders of J J Newman Lumber Company, a corporation chartered under the laws of the State of Mississippi, that the present capital stock of said corporation be reduced from $450,000 to $300,000., and that the proposal to amend the Charter of said corporation so that Section 4 thereof shall read as follows:

"Sec. 4 - The capital stock of said corporation shall be Three Hundred Thousand Dollars of common stock, divided into Three [illegible] shares of the par value of One Hundred Dollars each, [illegible]

[illegible] adopted and approved;

[illegible] RESOLVED that J [illegible] Platt, President of said corporation, [illegible] authorized, [illegible] and directed to do and cause to [illegible] all things necessary to [illegible] to effect such reduction of said capital stock, and to secure such [illegible] of said charter, as provided by law.

This, the 20th day of September, 1948

****

I, M C BARRETT, Assistant Secretary of the above name [illegible] Newman Lumber Company, do hereby certify the above and foregoing [illegible] true and correct copy of a Resolution adopted and passed by [illegible] of said J J Newman Lumber Company at a special meeting of said [illegible] duly called and held at office of said corporation in Scranton, Pennsylvania, September 20, 1948, at three o'clock in the afternoon, [illegible] Resolution is in full force and effect as of this date.

[illegible] signature and the corporate seal affixed, this [illegible] of [illegible] 1948.

M. C. Barrett

PROPOSED AMENDMENT

It is proposed to amend the Charter of Incorporation of J J Newman Lumber Company, a corporation under the laws of the State of Mississippi, so that Section 4 thereof shall read as follows:

> "Section 4. The Capital Stock of said corporation shall be Three Hundred Thousand Dollars of common stock, divided into Three Thousand shares of the par value of One Hundred Dollars each, fully paid."

This, September 20th, 1948

J J NEWMAN LUMBER COMPANY

By J C Platt
President.

Attest:

M S Bennett
Assistant Secretary

****

STATE OF PENNSYLVANIA)
COUNTY OF LACKAWANNA)

This day personally appeared before the undersigned Notary Public in and for Lackawanna County, Pennsylvania, the above named J C PLATT, President of J J Newman Lumber Company, a Mississippi corporation, who acknowledged that he, as such President, signed, sealed and delivered the above and foregoing instrument in the name of said corporation and for and on its behalf, and as its own act and deed, and on the date therein shown, and that said amendment is sought by virtue of a resolution of the stockholders of said corporation, a certified copy of which is attached hereto.

WITNESS my signature and seal of office this 20th day of October, 1948.

NOTARY PUBLIC

Received at the office of the Secretary of State this the 1st day of October A. D., 1948 and re-filed October 25, 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

October 25th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James J. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

J. J. NEWMAN LUMBER COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this TWENTY-FIFTH *day of*

OCTOBER 19 48

Receipt No. 1957 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the twenty-fifth day of October, [illegible].

THE CHARTER OF INCORPORATION OF

WALTHALL NATURAL GAS COMPANY, INC.

1. The corporate title of said company is:

Walthall Natural Gas Company, Inc.

2. The names of the incorporators are:

James H. Blackburn - Tylertown, Mississippi
Walter W. Crawford - Tylertown, Mississippi
Camille B. Blackburn - Tylertown, Mississippi

3. The domicile is:

Tylertown, Walthall County, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof:

There shall be Two Hundred Fifty Thousand Dollars, ($250,000.00) of Common Stock which class of stock shall carry full and unrestricted voting privilege.

There shall be Two Hundred Fifty Thousand Dollars, ($250,000.00) of Preferred Capital Stock which class shall carry privilege and shall be subject to limitations as:

This Preferred Capital Stock shall be of the par value of Twenty Five Dollars ($25.00) per share, shall be subject to redemption on and after two years from date of issue at a price of Twenty Six Dollars ($26.00) per share and shall be given first preference as to net assets upon dissolution, whether voluntary or involuntary, shall

have the right to receive cumulative dividends at the rate of 5 per centum per annum payable semi-annually and payable as a whole before any dividends shall be declared or paid on the Common Stock. Such Stock shall not be given voting power and shall not be voted in corporate or stockholders meetings, except as is required by Section 194 of the Constitution of the State of Mississippi 1890; provided that in case of default in payment of dividends such stock shall be vested with voting power equal to other classes share for share and such power shall remain so vested until all dividends in arrears shall have been declared and paid.

5. Number of shares for each class and par value thereof:

(a) 250,000 Shares of Common Stock, par value One Dollar ($1.00) total, $250,000.00.

(b) 10,000 Shares of Preferred Stock, par value Twenty Five ($25.00) total, $250,000.00.

6. The period of existence is Fifty (50) Years.

7. The purpose for which it is created:

To acquire, to own, to sell and dispose of property both real and personal and all nature of estates therein which are subject to ownership whether contingent or vested. To acquire, to own, to sell, pledge or dispose of the power and privilege of franchise. To engage in the business of buying and selling at wholesale or

retail all lawful articles of merchandise, commodities or personal property. To own and to operate a complete system of pipe lines, conduits, properties, machinery and appliances for the transmission, sale and distribution of natural or artificial gas or gases, oils and fuels of whatever nature and for the purpose of consumption, transportation, storage, use, sale and resale of such gases, oils or fuels, together with all necessary or incident powers and privileges. To engage in the business of acquiring and disposing of mines and mineral lands and to engage in the business of buying, owning, exploring for, mining, producing, processing, transporting, selling and disposing of minerals, ore, oils, gases and gaseous streams and substances. To engage in the manufacture, transportation and sale of all lawful articles of personal property and to acquire own and dispose of copyrights, patents and articles, processes, machines and tools which are the subject of copyright and patent.

The right and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and ammendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business:

Thirty Thousand (30,000) Shares of Common Stock at the par value of One Dollar ($1.00) per share.

James W. Blackburn

Walter W. Crawford

Camille B. Blackburn

STATE OF MISSISSIPPI

COUNTY OF WALTHALL

This day personally appeared before me, the undersigned authority, James H. Blackburn, Walter W. Crawford and Camille B. Blackburn, incorporators of the corporation known as the Walthall Natural Gas Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 25 day of October, A. D., 1948.

Notary Public

M. Commission Expires November 29, 1951

Received at the office of the Secretary of State this the 25th day of October, A. D., 1948, together with the sum of $5.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Mississippi
October 25th, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Attorney General

BY: James D. Kendall
Assistant Attorney General

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WALTHALL NATURAL GAS COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-fifth day of October 1948

Governor

By the Governor

Secretary of State

Record No. 2196 I.

Recorded in the Secretary of State's Office this the Twenty-fifth day of October, 1948.

"RESOLUTION

BE IT RESOLVED by the stockholders and directors of Lake Washington Gin, Inc. that the Charter of Incorporation be amended so as to decrease the capital stock from Eighty Thousand Dollars ($80,000.00) to Thirty Thousand Dollars ($30,000.00), to be divided into three thousand shares of common stock having a par value of Ten Dollars ($10.00) a share.

BE IT FURTHER RESOLVED that the President and Secretary be and they are hereby authorized and directed to execute the necessary amendment so as to decrease the authorized common capital stock from Eighty Thousand Dollars ($80,000.00) to Thirty Thousand Dollars ($30,000.00), to be divided into three thousand shares of common stock having a par value of Ten Dollars ($10.00) per share and to do all things necessary and proper in the premises."

We, Charles A. Perkins, President, and F. M. Ricketts, Secretary, of Lake Washington Gin, Inc. hereby certify that the foregoing is a true and correct copy of a resolution adopted at a special meeting of the stockholders and directors of Lake Washington Gin, Inc. held at 10:30 A. M., September 21, 1948, at the offices of the company in Glen Allen, Miss., pursuant to notice as prescribed by the by-laws of the corporation, at which all the stockholders and directors were present, which meeting was called for the purpose of amending the Charter of Incorporation, at which meeting the above resolution was adopted by a majority vote of the stockholders and a majority vote of the Board of Directors.

GIVEN UNDER THE HAND AND SEAL of the corporation, this 22nd day of September, 1948.

Charles A. Perkins
President

F. M. Ricketts
Secretary

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said state and county, the within named F. M. Ricketts, Secretary of the Lake Washington Gin, Inc., who stated that the above and foregoing is a true and correct copy of a resolution adopted by the Lake Washington Gin, Inc., September 21, 1948.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 22nd day of September, 1948.

M. L. Wamfold
Notary Public

My commission expires:

Jan 4, 1951

AMENDMENT TO THE CHARTER OF INCORPORATION OF LAKE WASHINGTON GIN., INC.

Article IV of the Charter of Incorporation of Lake Washington Gin, Inc., is hereby amended so as to decrease the common capital stock from Eighty Thousand Dollars ($80,000.00) to Thirty Thousand Dollars ($30,000.00), all of said stock to be common stock of one class and to consist of three thousand shares, each share thereof to have a par value of Ten Dollars ($10.00).

This, the 22nd day of September, 1948.

LAKE WASHINGTON GIN, INC.

By Charles A. Perkins
Charles A. Perkins, President

ATTEST: F. M. Ricketts
F. M. Ricketts, Secretary

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

PERSONALLY APPEARED BEFORE ME, the undersigned Notary Public in and for said state and county, Charles A. Perkins, President, and F. M. Ricketts, Secretary, of Lake Washington Gin, Inc, who acknowledged that as such officers of such corporation they executed and delivered the foregoing amendment to the Charter of Incorporation of Lake Washington Gin, Inc. on the date therein mentioned.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this, the 22nd day of September, 1948.

M. L. Wampold
Notary Public

My commission expires:

Jan 4, 1951

Received at the office of the Secretary of State, this the 22nd day of October

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

October 22, 1948

I have examined this Amendment to charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greta L. Rice
ATTORNEY GENERAL.

By John C. Stone
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

LAKE WASHINGTON GIN, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-fifth *day of* October *19* 48

Receipt No. 2183 L

By the Governor.

Heber Ladner

Secretary of State.

Recorded in the Secretary of State's Office this the twenty-sixth day of October, [illegible]

Heber Ladner

Furnished by ~~Walter Weed~~, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

MISSISSIPPI SCHOOL OF REFRIGERATION

1. The corporate title of said company is MISSISSIPPI SCHOOL OF REFRIGERATION
2. The names of the incorporators are:

H. A. LEWIS, Jr. Postoffice Jackson, Mississippi

J. M. DODD Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$20,000.00 Common Stock

5. Number of shares for each class and par value thereof: Two Hundred (200) shares of Common Stock of the par value of One Hundred ($100.00) Dollars per share

6. The period of existence (not to exceed fifty years) is: Fifty (50) years

7. The purpose for which it is created:

To the same extent as natural persons might or could do, to own, conduct and operate trade and vocational schools; and for the better attainment of the general purposes of the corporation, to purchase, lease, hold and convey all necessary property, real or personal, wheresoever the same may be situated.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Ten (10) shares of Common Stock

W. G. Lewis, Jr.
Jot Ladd

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named M. A. Lewis, Jr., and J. H. Dodd,

incorporators of the corporation known as the Mississippi School of Refrigeration,

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 27th day of October, 1948

Louise Melton
(Louise Melton)
Notary Public
My commission expires: July 31, 1951

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 28th day of October A. D., 1948, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., October 28th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James S. Kendall
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI SCHOOL OF REFRIGERATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-eighth day of October 19 48

Receipt No. 2206 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-eighth day of October, 1948.

CERTIFIED COPY OF RESOLUTION
AMENDING ARTICLES OF INCORPORATION

of

MISSISSIPPI ADVERTISER, INC.

I, the undersigned [illegible] O. Vick, the duly elected, qualified and acting [illegible] of Mississippi Advertiser, Inc., a Mississippi Corporation with its [illegible] office [illegible] 2412 Twenty-First Street, Gulfport, Mississippi, [illegible] certify that [illegible] acting [illegible] the office of the Corporation on [illegible] October, [illegible], at which all of the stockholders of said Corporation [illegible] to vote on a proposal to amend the original Articles of Incorporation thereof were present either in person or by proxy, said stockholders [illegible] by [illegible] vote the following resolution, to-wit:

That the original [illegible] Advertiser, Inc., be amended as follows, to-wit:

That Article 4 be amended to [illegible] as follows:

(4) Amount of capital stock and particulars as to class, or classes, thereof: 20,000 of common stock.

That Article 5 of the original charter [illegible] to read as follows:

([illegible]) Number of shares for each class [illegible] par value thereof: 2,000 shares of common stock with a par value of [illegible] per share.

[illegible] I have hereunto set my name and have affixed the seal of said Corporation [illegible] day of October, 19[illegible].

_____
Secretary.

[illegible]

[illegible]

[illegible] ally [illegible] ted [illegible] instrument [illegible]

[illegible]

_____ day of October, 19[illegible].

_____
Notary Public.

[illegible] Expires: _____

AMENDMENT TO
THE CHARTER OF INCORPORATION OF
MISSISSIPPI ADVERTISER, INC.

That the original charter of the Mississippi Advertiser, Inc., be amended as follows, to-wit:

That Article 4 be amended to read as follows:

(4) Amount of capital stock and particulars as to class, or classes, thereof: $20,000 of common stock.

That Article 5 of the original charter be amended to read as follows:

(5) Number of shares for each class and par value thereof: 2,000 shares of common stock with a par value of $10.00 per share.

Witness the signature and seal of the Corporation, this the 1st day of October, 1948.

MISSISSIPPI ADVERTISER, INC.

By _____ President

(Corp. Seal)

_____ Secretary

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for said County and State, the within named E. O. Vick, Secretary of the Mississippi Advertiser, Inc., who acknowledged that he signed and executed the above and foregoing amendment to the Charter of Incorporation of Mississippi Advertiser, Inc., as the act and deed of the said Corporation after being duly authorized to do so on the date above written.

Given under my hand and seal of office this 1st day of October, 1948.

_____ Notary Public

This day personally appeared before me, the undersigned authority in and for said County and State, the within named Alvin Levy, President of the Mississippi Advertiser, Inc., who acknowledged that he signed and executed the above and foregoing amendment to the Charter of Incorporation of Mississippi Advertiser, Inc., as the act and deed of the said Corporation after being duly authorized to do so on the date above written.

Given under my hand and seal of office this _____ day of October, 1948.

_____ Notary Public

Received at the office of the Secretary of State, this the 28th day of October

A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

October 28th, 1948

I have examined this Amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Hugh L. Rice
ATTORNEY GENERAL.

By James J. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

MISSISSIPPI ADVERTISER, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-eighth *day of* October *19* 48

Receipt No. 2205 L

By the Governor.

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the twenty-eighth day of October

Heber Ladner

Furnished by ~~Walter Nash~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

THE STARKVILLE BROADCASTING COMPANY

1. The corporate title of said company is THE STARKVILLE BROADCASTING COMPANY
2. The names of the incorporators are:

Grady Imes	Postoffice	Starkville, Mississippi
Joe Phillips	Postoffice	Starkville, Mississippi
James P. Hartness	Postoffice	Starkville, Mississippi
C. C. Hollinshead	Postoffice	Starkville, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Starkville, Oktibbeha County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of capital stock for said corporation shall be Twenty-Thousand Dollars ($20,000.00). All of said stock to be common stock with a par value of one-hundred dollars per share ($100.00)

5. Number of shares for each class and par value thereof:

Two-hundred shares with a par value of one-hundred dollars($100.00)

6. The period of existence (not to exceed fifty years) is Fifty (50)

7. The purpose for which it is created:

The general nature of the business of this corporation shall be to own, maintain, operate and control a Radio Broadcasting and Receiving Station; to acquire, hold and dispose of any and all privileges, rights, and franchises; and to buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of said business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

All to be paid in.

Grady Sims

C. Hartness

James P. Hartness

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____

_____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

_____

STATE OF MISSISSIPPI

County of Oktibbeha

This day personally appeared before me, the undersigned authority _____

Grady Imes, James P. Hartness, _____

Joe Phillips, C. C. Hollinshead, _____

incorporators of the corporation known as the Starkville Broadcasting Co.

who acknowledged that ~~that~~ (they) signed and executed the above and ~~foregoing~~ articles of incorporation as ~~his~~ (their) act and deed on this the 26 day of October, 194 8

Walter Poff

Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

Received at the office of the Secretary of State this the 28th day of October A. D., 194 8, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., October 28th 194 8

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Hugh L. Rice

Attorney General.

By James J. Kimbrough

Assistant Attorney General.

NOTE: In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE STARKVILLE BROADCASTING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-eighth day of October 19 48

Receipt No. 2207 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the Twenty-eighth day of October, 1948.

THE CHARTER OF INCORPORATION

Mississippi Drink-O-Mat Company, Inc.

1. The corporate title of said company is Mississippi Drink-O-Mat Company, Inc.

2. The names of the incorporators are:

   Harry Corneil Postoffice Jackson, Mississippi

   Mrs. Adeline Corneil Postoffice Jackson, Mississippi

3. The domicle is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof:

   500 shares of common stock, the amount of said stock being $50,000.00.

5. Number of shares for each class and par value thereof:

   500 shares of common stock of the par value of $100.00 per share.

6. The period of existence (Not to exceed fifty years) is fifty years.

7. The purpose for which it is created:

   To purchase, acquire, own, maintain and operate a franchise for the ownership, operation and distribution of a soft drink vending machine known as "Drink-O-Mat" and all equipment, accessories and properties which are accessories thereto or in anyway connected therewith; to purchase, acquire, own, operate and maintain franchises for any other type of lawful vending machines; to buy, acquire, own, maintain, operate, lease, rent and sell soft drink vending machines known as "Drink-O-Mat" and any other type of vending machine, and also any other type of personal property; to buy, sell and manufacture soft drinks, including any and all ingredients used in the manufacturing thereof; to buy, acquire, own, operate, maintain, lease and sell merchantile businesses and all types of goods, wares and merchandise; to buy, own, lease, exchange, sell and operate trucks, automobiles and other types of motor vehicles; to buy, own, lease, rent, maintain and sell real estate; to borrow and lend money, and to give and receive securities of any lawful type whatsoever therefor; to enter into any lawful contracts incidental to or in furtherance of any of the foregoing purposes; to execute notes, deeds of trust and any other types of instruments which may be necessary in the operation of any of the foregoing businesses; and, also, to do and perform any and all matters and things and to engage in any business which may be incidental to the above mentioned purposes or which may be or become necessary or desirable in connection therewith.

   The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by chapter Four (4) Title 21, Code of Mississippi 1942, and amendments

thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

150 shares of common stock.

Harry Corneil
HARRY CORNEIL

Mrs. Adeline Corneil
MRS. ADELINE CORNEIL

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, Harry Corneil and Mrs. Adeline Corneil incorporators of the corporation known as the Mississippi Drink-O-Mat Company, Inc. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 25th day of October, 1948.

Annie Laurie L. McCaa
NOTARY PUBLIC

My Commission Expires Oct. 23, 1951

25th Received at the office of the Secretary of State this the day of October A. D., 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., Octo 25th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General

By James J. Kendall
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI DRINK-O-MAT COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Twenty-eighth day of October 19 48

Receipt No. 2197 L

Governor

By the Governor

Secretary of State

Approved in the Secretary of State's office this the 28th day of October, 1948.

"Be it resolved that the Rod of Aaron be incorporated under the Laws of the State of Mississippi as a non-profit sharing corporation under the name of Rod of Aaron, and that C. S. Kelly, President, T. A. Marshall, Secretary-Treasurer, and Z. P. Polk, Vice-President, three members of said corporation in good standing are hereby authorized and empowered to apply for a charter from the State of Mississippi for said corporation and the Treasurer is authorized to pay the necessary expenses thereof."

Certificate

We, the undersigned officers and members of the Rod of Aaron certify that the foregoing is a true and correct copy of the resolution authorizing the application for a charter passed at a legal meeting of said corporation in the City of Jackson on the _____day of _____ 1948, as now appears on the mimutes of said meeting.

Witness our signatures this the _____day of _____, 1948.

C. S. Kelly
President

T. A. Marshall
Secretary-Treasurer

THE CHARTER OF INCORPORATION OF

ROD OF AARON

1. The corporate title of said corporation is Rod of Aaron.

2. The names of the incorporators are:

C. S. Kelly	Postoffice	Jackson, Mississippi
T. A. Marshall	Postoffice	Jackson, Mississippi
Z. P. Polk,	Postoffice	Jackson, Mississippi

3. The domicile is at McComb, Mississippi

4. The amount of capital stock is - None - shall issue no shares of stock, shall divide no dividends or profits amoung its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership death or otherwise the termination of all interests of such members on the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: No shares.

6. The period of existence is perpetual.

7. The purpose for which it is created:

(1) To unite fraternally and for mutual benefit, protection, improvement and association loyal American citizens of sound body and health not less than 21 nor more than 80 years of age, of good moral character and of reasonable desire and ambition to improve themselves and willingness to help others.

(2) To foster and cultivate the social, education, and business relations of the members; to broaden their interests in the pursuit of their occupations and professions; and to improve their standards of efficiency and productivity.

(3) To encourage among the members closer personal acquaintance and a friendly spirit of mutual cooperation.

(4) To gather, receive and disseminate such information as may seem helpful to the members; to interchange ideas in rendering mutual assistance and to provide helpful vocational advice and guidance.

(5) To forward and promote the general welfare and prosperity of the members and to improve by any and all lawful and honorable means

their status and condition.

(6) To encourage the promotion and establishment of subsidiary local Rod Of Aaron organizations to improve, maintain and conduct club and recreational facilities and reading rooms for the members and their friends.

(7) To purchase, lease, hold, sell, develop, mortgage, convey or otherwise acquire or dispose of real and personal property necessary or proper for the carrying out of the purposes of this corporation in such communities in the state of Mississippi, and in such states and communities outside the state of Mississippi as the officers of the said organization may in their discretion deem wise; and to erect, equip and maintain social club houses and other appropriate buildings for the use and enjoyment of all the members of the organization upon and under such terms and conditions and subject to such rules, regulations and restrictions as the officers may from time to time determine.

(8) To invest and reinvest surplus funds in such securities or properties as the officers may from time to time determine.

(9) To publish and circulate publication of any kind and description.

(10) To assist in any other matters pertaining to the welfare and advancement of the members and for the attainment of the highest order of American citizenship.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

Z. P. Polk

T. A. Marshall

C. S. Kelly
Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
COUNTY OF HINDS.

This day personally appeared before me, the undersigned authority in and for the said county and state, C. S. Kelly, T. A. Marshall, and Z. P. Polk, incorporators of the corporation known as Rod Of Aaron, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 26th day of October, 1948.

(SEAL)

Louise Fant
Notary Public

My commission expires 11-24-49

Received at the office of the Secretary of State this the 26th day of October, 1948, together with the sum of $10.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss.
October 27, 1948

I have examined this Charter of incorporation and am of the opinion that it is not violative of the Constitution and Laws of the state, or of the United States.

Greek L. Rice
Attorney General

By James T. Kendall
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ROD OF AARON

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-eighth day of October 1948

Receipt No. 2201 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-eighth day of October, 1948.

THE
CHARTER OF INCORPORATION
OF THE
VICKSBURG HUNTING AND FISHING CLUB

1. The corporate title of said corporation is the Vicksburg Hunting and Fishing Club.

2. The names of the incorporators are:-

Pat Kelly, 720 Dabney Street, Vicksburg, Mississippi.
Jos. E. Bonelli, P. O. Box 471, Vicksburg, Mississippi.
Leo Koestler, P. O. Box 386, Vicksburg, Mississippi.
J. W. Evans, 2608 Drummond Street, Vicksburg, Mississippi.

3. The domicile is on Star Route, Warren County, Mississippi.

4. The amount of capital stock is $5000 common stock of the par value of $100 per share.

5. The period of existence shall be Fifty years.

6. The purposes for which the corporation is created are recreation and pleasure and to engage in lawful fishing and hunting and other like sports, and to own and maintain a hunting and fishing lodge and real and personal properties, including the rights and powers that may be exercised by this corporation as are conferred by the statutes of Mississippi.

7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be Twenty shares.

Pat Kelly
Jos. E. Bonelli
Leo Koestler
J. W. Evans

State of Mississippi

Warren County.

This day personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the above named, Joseph E. Bonelli, Leo Koestler, J. W. Evans and Pat Kelly, the incorporators of the Vicksburg Hunting and Fishing Club who acknowledged that they signed, executed and delivered the foregoing instrument of writing on the day, month and year, and for the purposes therein set forth.

In testimony whereof I have hereunto set my hand and seal of office this 21st day of October, 1948.

Emily C. [illegible]
NOTARY PUBLIC

My commission expires _____

52

Received at the office of the Secretary of State, this the 27th day of October, 1948, together with the sum of $20.00 deposited to cover recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss
October 27, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.
By James D. Kendall
Assistant Attorney General

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

VICKSBURG HUNTING AND FISHING CLUB

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-eighth day of October 19 48

Receipt No. 2202 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-eighth day of October, 1948

54

Furnished by Heber [illegible]

Use this form and [illegible] Charter of Incorporation [illegible] Mississippi.

THE CHARTER OF INCORPORATION OF

SHAW BUS LINE, INCORPORATED

1. The corporate title of said company is SHAW BUS LINE, INCORPORATED
2. The names of the incorporators are:

J. S. Shaw	Postoffice Box 103, Bay St. Louis, Miss.
Mrs. Eunice S. Shaw	Postoffice Box 103, Bay St. Louis, Miss.
Francis [illegible] Shaw	Postoffice Box 103, Bay St. Louis, Miss.
	Postoffice
	Postoffice
	Postoffice
	Postoffice
	Postoffice

3. The domicile is at Sellers Community, Hancock County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof: $21,000.00

100 shares of Common Stock $10.00 par value; 400 shares perferred stock $50.00 par value, non-comulative 6% per annum.

5. Number of shares for each class and par value thereof:

100 shares of Common Stock $10.00 par value; 400 shares perferred stock $50.00 par value.

6. The period of existence (not to exceed fifty years) is Fifty years

7. The purpose for which it is created:

To operate bus lines, truck lines and transportation facilities of any kind now known or hereafter to become known or used in the transportation of persons or freight.

To buy, sell, own, alienate, hypothicate, mortgage, rent, lease, use, operate, possess or control transportation equipment of whatever kind which might be necessary, required, or convenient for the transportation of people or freight.

To buy, sell, own, alienate, hypothicate, mortgage, rent, lease, use, operate, possess or control machinery, equipment, fixtures, buildings, or real estate of whatever nature is necessary, required, or convenient for the repair, maintenance of motor vehicles, trucks, or transportation equipment or any and all other things incident thereof or connected therewith or for the operation of a machine shop or garage for any purpose.

To invest, speculate, deal in stocks, bonds, mortgages, deeds of trust, liens, encumbrances and any and all evidences of debt secured or unsecured.

To operate a bus terminal or terminals including a restaurant and recreational and amusement facilities.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

51 shares Common Stock

160 shares of Preferred Stock

9. The first meeting of persons in interest to organize the corporation shall be held at 151 Main Street, Bay St. Louis, Mississippi, at 10 o'clock A. M. Thursday November 4, 1948.

J S Shaw

Mrs. Eunice D. Shaw

Francis H. Shaw

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of [illegible]

This day personally appeared before me, the undersigned authority [illegible]

incorporators of the corporation known as the [illegible]

who acknowledged that (he) (they) severally signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the [illegible] day of [illegible], 1948

[illegible]
NOTARY PUBLIC

STATE OF MISSISSIPPI

County of HANCOCK

This day personally appeared before me, the undersigned authority

J. S. Shaw, Mrs. Eunice S. Shaw, Francis H. Shaw

incorporators of the corporation known as the SHAW BUS LINE, INCORPORATED

who acknowledged that (he) (they) severally signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 27th day of October, 1948

Edward E. Jones.
NOTARY PUBLIC

My Commission Expires March 31, 1952

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

_____

Received at the office of the Secretary of State this the 28th day of October A. D., 1948, together with the sum of $52.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., October 28th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kimball
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

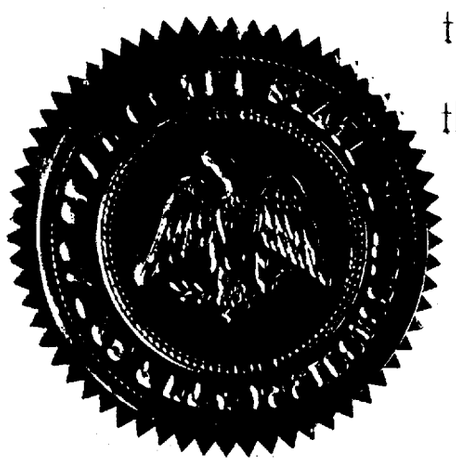
JACKSON

The within and foregoing Charter of Incorporation

SHAW BUS LINE INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this Twenty-eighth day of October 1948



By the Governor

Heber Ladner

Secretary of State
October 28, 1948

Heber Ladner

Furnished by Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

LINCOLN HARDWARE AND APPLIANCE COMPANY, INC.

1. The corporate title of said company is Lincoln Hardware & Appliance Company, Inc.
2. The names of the incorporators are:

W.H.Anderson Postoffice Brookhaven, Mississippi

Walter B. Dickson Postoffice Crystal Springs, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Brookhaven, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Authorized capital stock shall be $30,000.00, all common stock.

5. Number of shares for each class and par value thereof:

There shall be 300 shares of common stock, of the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty years.

7. The purpose for which it is created:

To operate a general retail and/or wholesale hardware, appliance, supply and/or mercantile business at one or more places.

To acquire, purchase, own, hold, sell at retail or wholesale, merchandise of any kind or character, but particularly (although not limited thereto) such as is usually handled by a dealer engaged in the hardware and supply business.

To acquire, purchase, hold, own, exchange, sell at retail or wholesale appliances of any kind or character, building or construction materials, farm or home equipment, electrical, gas, plumbing or other fixtures, equipment, or appliances, and any and all other items of merchandise or personal property of any kind which may be lawfully sold.

To serve as agent or distributor for manufacturers or others in the sale and/or distribution of any merchantable products, items, appliances, equipment, or personal property of any kind which may be lawfully sold.

To install, maintain and/or repair electrical, gas, plumbing, refrigeration or other appliances, fixtures, equipment, radios, motors, or other personal property.

To acquire, hold, own, store, and sell at retail or wholesale all kinds of builders' supplies, tools, equipment, materials, or other personal property used or useful in the erection, construction, maintenance or repair of buildings, or structures of any type.

To do any and all acts necessary, convenient or desired in the accomplishment of the general purposes hereinbefore stated, and to lease, rent, buy, own, acquire, mortgage, encumber, sell, use, or dispose of such property, either real, personal or mixed, as may be deemed necessary, convenient or desirable in the conduct of such business, and as shall be permitted by the laws of Mississippi.

The foregoing clauses shall be construed both as objects and powers; and it is expressly provided that the foregoing enumeration of specific powers of the corporation shall not be held to limit or restrict in any manner the powers of the corporation, and the objects and powers specified in the several clauses above are and shall be independent objects and powers.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

150 shares of common stock.

W.H. Anderson
~~W.B. Dickson~~
Walter B. Dickson

Incorporators.

60

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Copiah Lincoln

This day personally appeared before me, the undersigned authority W.H. Anderson, one of the incorporators of the corporation known as the Lincoln Hardware & Applianee Company, Inc., who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 27th day of October, 1948

Gladys Wallace

My commission expires: Oct 24-1951 Notary Public

STATE OF MISSISSIPPI

County of Copiah

This day personally appeared before me, the undersigned authority Walter B. Dickson, , , one of the incorporators of the corporation known as the Lincoln Hardware & Appliance Company, Inc. who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 27th day of October, 1948

Gladys Wallace

My commission expires: Oct 24-1951 Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority , , , , , incorporators of the corporation known as the , who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 29th day of October A. D., 1948, together with the sum of $70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., October 29th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice

Attorney General.

By James D. Kendall

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LINCOLN HARDWARE AND APPLIANCE COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-ninth day of October 19 48

Governor

By the Governor

Secretary of State

Receipt No. 2225 L.

Recorded in the Secretary of State's Office this the twenty-ninth day of October, 1948.

THE CHARTER OF INCORPORATION

OF

GREATER PICAYUNE, INC.

WHEREAS, the people of the City of Picayune, Mississippi, several years prior to the date hereof, subscribed the sum of approximately Eighty Thousand ($80,000.00) Dollars for the purpose of constructing a building to house a textile plant, for the sole purpose of furnishing employment to local citizens, in the interest of the community as a whole, and

WHEREAS, the Picayune Chamber of Commerce, a Mississippi Corporation, who controlled the above mentioned project, made a contract with a certain textile manufacturer, by the terms of which the above mentioned building and the land on which it is situated should become the property of said manufacturer after the total pay roll paid by it reached a certain stipulated figure, and

WHEREAS, the above mentioned manufacturer did operate a textile plant in the said building for several years and did actually satisfy all the provisions of the original contract made by it with the said Picayune Chamber of Commerce, and did receive a good and valid deed conveying the above mentioned property to it, and

WHEREAS, the above mentioned property was conveyed to Picayune Shirt Factory, Inc., and

WHEREAS, the said Picayune Shirt Factory, Inc., terminated its manufacturing operations on the above mentioned premises and has since granted an option in favor of the Picayune Chamber of Commerce to purchase the said premises, and

WHEREAS, in order to regain the ownership of said building and to perpetuate the operation of a factory within it, it is necessary that the Picayune Chamber of Commerce form a corporation for the exclusive purpose of holding title to the above mentioned property within the City of Picayune, collecting the income therefrom, and turning over the entire amount thereof, less expenses, to the

said Picayune Chamber of Commerce, which is itself a tax-exempt corporation, in order that the said Picayune Chamber of Commerce might cause to be paid the purchase price contracted to be paid therefor, and thereafter supplement the income of the said Picayune Chamber of Commerce, which operates solely in the interest of the community as a whole, and

WHEREAS, the Picayune Chamber of Commerce is desirous of forming this said corporation to own the above mentioned property which is more particularly described as follows, to-wit:

Blocks 66 and 67 in the Williams-Goodyear Addition to the City of Picayune, Pearl River County, Mississippi, as per official plat of said Addition now on file in the Office of the Chancery Clerk of Pearl River County in Poplarville, Mississippi.

NOW, THEREFORE, Witnesseth the following charter of incorporation of Greater Picayune, Inc.:

1. The corporate title of said corporation is GREATER PICAYUNE, INC..

2. The names of the incorporators are: S. G. Thigpen, H. R. McIntosh, and A. E. Nestler, all of Picayune, Mississippi.

3. The domicile of the corporation is at Picayune, Mississippi.

4. The period of existence of said corporation shall be fifty years.

5. This corporation is hereby empowered and authorized to have and to hold, to purchase, receive and enjoy both real and personal property, necessary for the convenience or accomplishment of its corporate purpose, and to sell, convey, rent, release or otherwise encumber the same, to issue notes, bonds, debentures, or other evidences of debt, to contract and be contracted with, to sue and be sued, to plead and be impleaded in the courts of the country, and

to have and use a common seal and to change, alter, or renew the same at pleasure. And this corporation is further authorized and empowered to do all other acts necessary to promote its welfare which are not in conflict with the laws of the State of Mississippi, or the United States of America, and not inconsistent with the provisions of Paragraph 6 hereof.

6. This corporation is created for the sole and exclusive purpose of holding title to the real property described as follows:

> Blocks 66 and 67 in the Williams- Goodyear Addition to the City of Picayune, Pearl River County, Mississippi, as per official plat of said addition now on file in the Office of the Chancery Clerk of Pearl River County, in Poplarville, Mississippi;

together with any other real or personal property which may hereafter be acquired and to be used in connection with the herein described property; collecting the income therefrom and turning over the entire amount thereof, less expenses to the Picayune Chamber of Commerce, which is itself a tax exempt corporation, and in the furtherance of such purpose, to buy such property, to sell, convey, rent, mortgage, or otherwise encumber the same for the purpose of financing the purchase thereof, and of repairing and maintaining same, and to use same in any other manner deemed necessary or convenient in the furtherance of the purposes hereof.

7. The capital stock of this corporation shall consist of five hundred (500) shares, of no par value, all of which shares shall be issued to the Picayune Chamber of Commerce, with the exception of four (4), which four shares shall be issued, one to each of the following: the President, the Vice President, the Secretary, and the Treasurer, of the Picayune Chamber of Commerce, and his or her respective successor in office in order that they may serve as such respective officers of this corporation. The sale price of said shares of stock shall be in the sum of Ten Dollars ($10.00) per share with power in the Board of Directors of this corporation to fix or change said sale price and when as many as fifty (50) of said shares

shall have been subscribed and paid for in full, then this corporation shall be authorized to commence business.

8. The management of this corporation shall be entrusted to the President, Vice President, Secretary, and Treasurer thereof, who shall be elected annually by the membership of the Picayune Chamber of Commerce, a Mississippi corporation, and who shall also be such respective officers of the Picayune Chamber of Commerce.

9. This is a non-profit corporation, organized in compliance with the provisions of Section 29.101 (14) of Federal Regulations #111 of the Federal Revenue Code, whose entire net income will inure to the benefit of the Picayune Chamber of Commerce, likewise a non-profit Mississippi corporation; and none of the net income from this building derived through rents, or otherwise, shall be used to benefit any individual, or individual firm, or private corporation, except bona fide employees of the corporation, who are employed to carry out the purpose thereof.

10. The rights and powers that may be exercised by this corporation are those conferred by the provisions of Chapter 4, Title 21, of the Mississippi Code of 1942, and laws amendatory thereto.

WITNESS our signatures, this 25th day of October, 1948.

J. G. Thigpen

H. R. McIntosh

A. E. Nestler

STATE OF MISSISSIPPI

COUNTY OF PEARL RIVER

This day personally appeared before me, the undersigned authority in and for said county and state, J. G. THIGPEN, H. R. McINTOSH, and A. E. NESTLER, incorporators of the corporation known as GREATER PICAYUNE, INC., who acknowledged that they signed, delivered and executed the above and foregoing articles of incorporation as

their act and deed on this the 25th day of October, 1948.

NOTARY PUBLIC

MY COMMISSION EXPIRES: Oct. 17, 1949

At a regular meeting of the Board of Directors of the Picayune Chamber of Commerce, held at Ford Hotel in the City of Picayune, Mississippi, on the 21st day of October, 1948, the following resolution was introduced and duly passed in accordance with the Charter and by laws of said organization:

WHEREAS, the people of the City of Picayune heretofore subscribed the approximate sum of $80,000.00 for the purpose of constructing a factory building on Blocks 66 and 67 in the Williams-Goodyear Addition to the City of Picayune, Pearl River County, Mississippi, for the purpose of furnishing employment to local citizens, in the interest of the community as a whole, and

WHEREAS, the Picayune Chamber of Commerce, who controlled said project, contracted with a certain textile manufacturer to give it title to the said building when the payrolls paid out in the operation thereof reached a certain stipulated figure, which figure was actually reached, and

WHEREAS, the title to the said building and land finally passed into the Picayune Shirt Factory, Inc., and

WHEREAS, the said Picayune Shirty Factory, Inc., terminated its manufacturing operations on the above mentioned premises and has since granted an option in favor of the Picayune Chamber of Commerce to purchase the said premises, and

WHEREAS, the Picayune Chamber of Commerce is desirous of organizing a corporation for the purpose of holding title to the said property,

NOW, THEREFORE, Be It Resolved by the Board of Directors of the Picayune Chamber of Commerce, that S. G. Thigpen, H. R. McIntosh, and A. E. Nestler be, and they are hereby, authorized, empowered and

directed to apply for a charter for a corporation to be known as GREATER PICAYUNE, INC., whose exclusive purpose shall be that of holding title to the above mentioned property within the City of Picayune, collecting the income therefrom, and turning over the entire amount thereof, less expenses, to the Picayune Chamber of Commerce, and which corporation shall be owned and controlled by the Picayune Chamber of Commerce; and the Secretary of this corporation is hereby authorized and directed to pay all expenses incident to the incorporation of said corporation;"

I, A. E. Nestler, Secretary of the Picayune Chamber of Commerce, a Mississippi Corporation, do hereby certify that the above and foregoing resolution was duly passed at the aforesaid meeting of the Board of Directors of the said Picayune Chamber of Commerce, and that same now appears on the minutes of said meeting of said Board of Directors of said Picayune Chamber of Commerce.

Witness my signature and the official corporate seal of said Picayune Chamber of Commerce, on this, the 25th day of October, 1948.

A. E. Nestler

Secretary of the Picayune Chamber of Commerce

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Received at the office of the Secretary of State, this the 29th day of October

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

October 29th, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GREATER PICAYUNE, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-ninth day of October 19 48

Governor

Receipt No. 2210 L

By the Governor

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the twenty-ninth day of October, 1948.

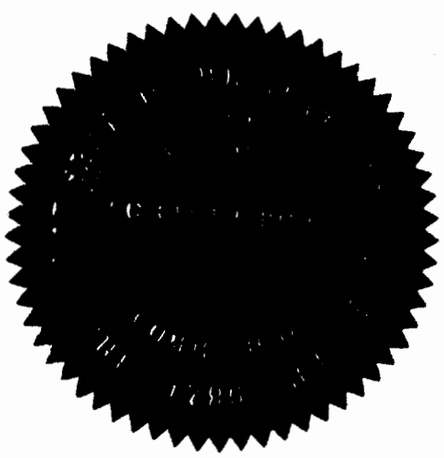
State of Tennessee



Department of State

I, JOE C. CARR, Secretary of State of the State of Tennessee, do hereby certify that the annexed is a true and correct copy of Amendment filed to the Articles of Incorporation of Saving Oil Company on the 5th day of June, 1948, and recorded on Volume 32, page 151, changing the name of the corporation to

SAVINGS OIL COMPANY



IN WITNESS WHEREOF, I have hereto affixed my signature and the Great Seal of the State, at Nashville, this 26th day of October **in the year of our Lord nineteen hundred** Forty-Eight.

Secretary of State

SAVING OIL COMPANY

CERTIFICATE OF AMENDMENT

KNOW ALL MEN BY THESE PRESENTS, that at a special called meeting of the Directors and Stockholders of the corporation SAVING OIL COMPANY the following resolution was in all respects duly passed:

RESOLVED that the Charter of the corporation be amended to the end that the name of the corporation shall be "SAVINGS OIL COMPANY.

"We, the undersigned, comprising the Board of Directors of SAVING OIL COMPANY, apply to the State of Tennessee for an amendment to the Charter of said corporation, for the purposes therein shown.

WITNESS our signatures this 1 day of July, 1948."

H. C. Dodge

H. C. DODGE

B. B. Hamilton

B. B. HAMILTON

Ronnie Smith

RONNIE SMITH

(CORPORATE SEAL)

H. C. Dodge

President

ATTEST:

B. B. Hamilton

Secretary

STATE OF TENNESSEE)
:
COUNTY OF SHELBY)

Personally appeared before me, NELL KANE, a Notary Public duly commissioned and qualified in and for the State and County aforesaid the within named bargainors H. C. DODGE, B. B. HAMILTON and RONNIE SMITH with whom I am personally acquainted and who acknowledged that they executed individually and severally the within instrument for the purposes therein contained.

WITNESS my hand and seal at office in Memphis, Tennessee, this 5th day of August, 1948.

(SEAL)

Notary Public

STATE OF TENNESSEE

COUNTY OF SHELBY

Before me, NELL KANE, a Notary Public duly commissioned and qualified in and for the State and County aforesaid, personally appeared H. C. DODGE, with whom I am personally acquainted, and , who, upon oath acknowledged himself to be the President of the Saving Oil Company, the within named bargainors, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation as President.

WITNESS my hand and official seal, at office in Memphis, Tennessee, this 5th day of August, 1948.

(SEAL) Neil Kane

NOTARY PUBLIC

My commission expires:

Oct. 7, 1951

I, JOE C. CARR, Secretary of State, do hereby certify that the within and foregoing instrument, with certificate attached, the foregoing of which is a true copy, was this day registered and certified to by me. This the 6th day of August, 1948.

JOE C. CARR,

SECRETARY OF STATE.

CERTIFIED COPY OF

RESOLUTION DESIGNATING MISSISSIPPI AGENT

THIS IS TO CERTIFY, That at a meeting of the Board of Directors of

Savings Oil Company

properly convened and held on the 5th day of July, 1948, the following Resolution was duly adopted:

"RESOLVED, that Guy Mitchell, Jr.

of Tupelo

Mississippi, be and he hereby is designated and appointed the resident agent of this Corporation in the State of Mississippi upon whom service of process against this Corporation may be had in the event of any suit against this Corporation in said State, but for no other purpose."

WITNESS my signature, and the Seal of said Company, at Memphis, Tennessee

this the 5th day of July A. D., 19 48.

Secretary.

Impress
Seal Here

ACCEPTANCE BY AGENT

The undersigned hereby accepts the above designation and appointment as resident agent for service of process.

Dated at Tupelo, Miss., this the 27th day of October, 19 48.

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Received at the office of the Secretary of State, this the 29th day of October

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

October 29th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Hugh L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

SAVING OIL COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-ninth *day of*

October, *19* 48

Receipt No. 2211 L

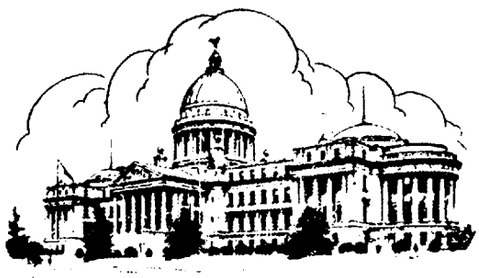
By the Governor

Secretary of State.

Recorded in the Secretary of State's Office this the twenty-ninth day of October, 1948.

MISSISSIPPI

Department of Secretary of State



JACKSON

I, Heber Ladner, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of SAVING OIL COMPANY

was pursuant to the provisions of Title 21, of the Mississippi Code, 1942, recorded in the Book of Incorporations in this office PHOTO-STAT *Book No.* FOURTEEN *Pages* 70-76.

Given under my hand and the Great Seal of the State of Mississippi hereto affixed, this 29th *day of* OCTOBER *19*48

Heber Ladner
Secretary of State

Furnished by [redacted] Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

INS-CEM BUILDING & MATERIALS COMPANY, INC.

1. The corporate title of said company is Ins-Cem Building & Materials Company, Inc.
2. The names of the incorporators are:

L. L. Gaiger	Postoffice	Jackson, Mississippi
W. J. Castanedo, Jr.	Postoffice	Jackson, Mississippi
Lewis L. Culley	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:

$10,000.00, composed of one class of common stock containing 10,000 shares of the par value of $1.00 per share.

5. Number of shares for each class and par value thereof:

The one class of common stock shall be composed of 10,000 shares, of the par value of $1.00 per share, totaling $10,000.00.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which the corporation is organized:

To buy, purchase, manufacture, process, develop, subdivide or otherwise acquire, and to use and/or to sell as owners, manufacturers, researchers, developers, experimenters, jobbers, brokers, middlemen, wholesalers and/or retailers, and/or as agents and/or through agents, on consignment or commission or otherwise, for cash or for any other consideration, and to hold, own, use, mortgage, pledge, distribute, assign, lease, rent, transfer, or otherwise dispose of and to invest, trade, deal in and deal with at wholesale and/or at retail, goods, wares, products, materials, and/or general merchandise and/or personal property of every class and description and of whatever kind and nature, whether tangible or intangible, through manufacturing and/or wholesale and/or retail outlets owned or otherwise acquired and held by this corporation and/or any agents of this corporation, and to do all things incidental to the operation of said business.

To manufacture, process, develop, and/or purchase or otherwise acquire, own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, to invest, trade, deal in and deal with goods, wares, products, materials, merchandise and real and personal property of every class and description.

To do research work, conduct experiments and/or otherwise to conduct any and all research, experiments, operations and work of whatever class and description, for the discovery of new materials, processes, products and business and/or for the development, improvement and expansion of the business of this corporation, and/or to patent or copyright or to otherwise secure any and all exclusive rights to such discoveries, developments, and/or improvements.

Without restriction as to limit or amount, to buy, purchase, lease, and/or otherwise to acquire, hold, own, develop and/or to sell, assign, lease, rent, lease for oil, gas and/or any and all other minerals of whatever kind and nature, convey, dispose of and/or mortgage, pledge, hypothecate or otherwise encumber, as owners, agents, brokers, middlemen, wholesalers, jobbers, underwriters, and/or retailers, and/or through agents, for cash and/or for any other consideration, with full or special warranty of title or otherwise, real, personal and/or mixed property of every kind and description, whether situated in the State of Mississippi or elsewhere, including all types of real estate, farming lands, timber, timber rights, buildings of every kind and description, houses, mortgages and/or any and all other types of written obligations secured by real, personal and/or mixed property, leases, oil, gas and other mineral leases, oil, gas, and/or other mineral rights of every kind and description, but not exclusive of all other classes and descriptions of real, personal and/or mixed property. not in excess of 10,000 acres.

To build and/or sell houses and/or buildings of every kind and description, and to carry on a general contracting and/or subcontracting business, including such activities as to the excavation of earth, earth moving, dredging, ditch digging, grading, landscaping, paving of roads, building of houses, buildings, roads, bridges, and any other general contracting and/or subcontracting activities and to do all things incidental thereto, and to own and operate all types of real and personal property necessary to any of the operations of this corporation.

To enter into, make and perform contracts of every kind and description with any person, firm, association, municipality, county, state, body politic or government or colony or dependency thereof.

To borrow or raise moneys for any of the purposes of the corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To acquire and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property and to undertake or assume the whole or any part of the obligation or liabilities of any person, firm, association or corporation.

To acquire, subscribe for, hold, own, pledge and otherwise dispose of and vote shares of stock, bonds and securities of any other corporation, domestic or foreign.

To buy, purchase or otherwise acquire, hold, use, own, sell, mortgage, pledge, grant, transfer, or assign licenses, franchises, agencies, exclusive sales agencies, exclusive manufacturing agencies, contracts, rights, and/or privileges of every class and description for the sale, distribution, or other disposition, at wholesale and/or retail, of goods, wares, and/or general merchandise and/or personal property of every class and description and of whatever kind and nature, whether tangible or intangible.

To have one or more offices, whether within or without the State of Mississippi, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and any and all foreign countries subject to the laws of such State, District, Territory, Colony or Country.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses, and privileges, inventions, improvements and processes, copyrights, trade marks and

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

5,000 shares of the one class of common stock.

L. L. Geiger
W. J. Castaneda Jr.
Lewis L. Colley

Incorporators.

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ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

L. L. Geiger, W. J. Castanedo, Jr., and Lewis L. Culley,

incorporators of the corporation known as the Ins-Com Building & Materials Company, Inc.

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 28 day of August, 1948

Robert J. Arnold

My Commission Expires June 7, 1952

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 23rd day of October A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., October 28th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice

Attorney General.

By James D. Kendall

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

INS-CEM BUILDING & MATERIALS COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-ninth Day of October 19 48

Governor

Receipt No. 2189 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-ninth day of October, 1948.

MEETING OF STOCKHOLDERS OF FARMERS PARTS & EQUIPMENT CO., INC., HELD IN THE OFFICE OF FARMERS PARTS & EQUIPMENT CO., INC., AT 308 SO. MOUND STREET, YAZOO CITY, MISSISSIPPI, ON SATURDAY AFTERNOON, OCTOBER 16, 1948, AT THREE O'CLOCK.

In accordance with the By-Laws of the corporation and after due notice to all stockholders as provided thereby, and in accordance with an announcement made at the regular annual meeting of the stockholders at the main office of the corporation in Yazoo City, Mississippi, at 7:30 P. M., on the 1st Tuesday of October, 1948, a special meeting of the stockholders of this corporation was held on the date and at the time set forth above. There were present the following stockholders, who own a majority of the stock of said corporation:

Wm. H. Hiedel, C. D. Hutchinson, W. J. Riley, L. R. Hancock and E. L. Byrd.

President E. L. Byrd called the meeting to order and the minutes of the last meeting were read and approved, election of the officers for the coming year was held and the following officers were elected:

E. L. Byrd, President & Manager, J. J. Erickson, Vice-President, Marjorie Brown, Secretary-Treasurer, and C. D. Hutchinson, L. R. Hancock, Dixon Peaster, J. J. Erickson as Board of Directors.

The financial statement of the corporation for the past year was presented to the stockholders and fully discussed and the advisability of increasing the capital stock of said corporation was considered. After full consideration a motion was made by Wm. H. Hiedel that the charter of the corporation be amended to increase the capital stock of said corporation from $30,000.00 to $50,000.00; said motion was seconded by W. J. Riley after which the following resolution was duly passed:

Be it resolved that the proper officers of this corporation shall prepare and present to the Secretary of State an amendment to the corporation charter increasing the capital stock of said corporation from $30,000.00 to $50,000.00, all of said stock to be common stock and said increase to be accomplished by the issuance of 200 additional shares of common stock of the par value of $100.00 per share, said corporation to continue business regardless of whether said additional stock is sold or not.

There being no further business the meeting adjourned.

(CORPORATE SEAL)

E. L. Byrd
E. L. BYRD, PRESIDENT

ATTEST:

Marjorie Brown
MARJORIE BROWN--Secty-Treas.

STATE OF MISSISSIPPI

COUNTY OF YAZOO

PERSONALLY appeared before me, the undersigned authority in and for the state and county aforesaid, E. L. Byrd and Marjorie Brown, who having been first by me duly sworn, certify that the foregoing is a true and correct copy of the minutes of the stockholders' meeting of the Farmers Tractor & Equipment Company, Inc., held October 16, 1948.

WITNESS our hands this 29th day of October, A. D., 1948.

(CORPORATE SEAL) E. L. Byrd

Marjorie Brown

SWORN to and subscribed before me this 29th day of October, A. D., 1948.

(SEAL OF NOTARY PUBLIC) Wm. B. Steinriede
NOTARY PUBLIC

My Commission Expires: July 15, 1952.

AMENDMENT TO THE CHARTER OF INCORPORATION

OF

FARMERS PARTS & EQUIPMENT COMPANY, INC.

1. The amount of capital stock of said corporation is increased from $30,000.00 to $50,000.00— all to be common stock.

2. The additional common stock is to be made up by the issuance of 200 shares of common stock of the par value of $100.00 per share.

3. The corporation is to continue its business regardless of whether or not said additional stock is subscribed or paid.

(CORPORATE SEAL)

E. L. Byrd
PRESIDENT OF FARMERS PARTS & EQUIPMENT COMPANY, INC.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI

COUNTY OF YAZOO

THIS DAY PERSONALLY appeared before me, the undersigned authority in and for said county and state, E. L. Byrd, President of the corporation known as the "Farmers Parts & Equipment Company, Inc.," who acknowledged that he signed and executed the above and foregoing amendment to the charter of incorporation of said company.

THIS the 26th day of October, A. D., 1948.

(SEAL OF NOTARY PUBLIC)

Wm. B. Steinriede
NOTARY PUBLIC

My Commission Expires: July 19, 1952

Received at the office of the Secretary of State, this the 30th day of October A. D. 1948, together with the sum of $40.00 deposited to cover the [illegible] and [illegible] the Attorney General for his opinion.

Heber Lodeen
SECRETARY OF STATE

[illegible]

October 30th, 1948

[illegible] this amendment to the charter of incorporation, [illegible] that [illegible] not violative of the Constitution and laws of this State or of the [illegible]

Greek L. Rice
ATTORNEY GENERAL.

By James S. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

FARMERS PARTS & EQUIPMENT CO., INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth *day of* October *19* 48

Receipt No. 2217 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the first day of November, 1948.

Heber Ladner
Furnished by Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

TRI-STATT OIL INC.

1. The corporate title of said company is Tri-State Oil Inc.
2. The names of the incorporators are:

Louis Gandy Postoffice Plantersville, Mississippi

Martha Gandy Postoffice " "

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Plantersville, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$5,000.00 common stock

5. Number of shares for each class and par value thereof:

500 shares of the par value of $10.00 per share

6. The period of existence (not to exceed fifty years) is 50 years

7. **The purpose for which it is created:**

To buy and sell at wholesale and retail gasoline, oil, greases, and other petroleum products, tires, tubes and auto accessories; to operate bulk plants and filling stations in Mississippi and other states and to do all things necessary to conduct such business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

100 shares of common stock

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lee

This day personally appeared before me, the undersigned authority Louis Gandy and Martha Gandy

incorporators of the corporation known as the Tri-State Oil Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 23rd day of September, 1948

My Commission Expires March 28, 1950

Margaret Mo[illegible]

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 30th day of October A. D., 194 , together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[illegible]

Secretary of State.

Jackson, Miss., October 30th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek S. Rice

Attorney General.

By James T. Kendall

Assistant Attorney General.

NOTE. In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation

TRI-STATE OIL INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth day of October 1948

Receipt No. 2216 L

By the Governor

Secretary

Recorded in the Secretary of State's Office this the first day of November, 1948.

AN ORDINANCE PROVIDING FOR AN AMENDMENT OF SECTION 2 OF THE ORIGINAL CHARTER OF THE TOWN OF INDIANOLA, PROVIDING FOR THE ELECTION OF OFFICERS, AS AMENDED, SO AS TO MAKE THE OFFICER OF MARSHAL APPOINTIVE BY THE MAYOR AND BOARD OF ALDERMEN INSTEAD OF ELECTIVE BY THE PEOPLE.

BE IT ORDAINED by the Mayor and Board of Aldermen of the town of Indianola that Chapter 298 of the Laws of 1890, the same being an Act of the Legislature of the State of Mississippi entitled, "An Act to Repeal an Act approved January 7, 1886, Incorporating the Town of Indianola and Defining the Boundaries and Corporate Limits of said Town", approved February 24, 1890, that being the charter of the Town of Indianola, as amended, be, and the same is hereby amended as follows, to-wit:

Section 1. That Section 2 of an Act entitled "An Act to Repeal an Act approved January 7, 1886, Incorporating the Town of Indianola and Defining the Boundaries and Corporate Limits of said Town", being Chapter 298 of the Laws of Mississippi of 1890, and the same being the charter of the City of Indianola, as amended, be, and the same is, hereby amended as follows, to-wit:

"Section 2. The officers of this municipality shall be a Mayor and five aldermen. All of said officers shall be elected by the people. The general municipal election shall be held in this municipality on the second Tuesday of December, A. D. 1949, and every four years thereafter, for the election of a Mayor and five Aldermen. The officers elected shall qualify and enter upon the discharge of their duties on the first Monday of January after such election, and shall hold their offices for four years and until their successors are duly elected and qualified.

a. Until otherwise changed, the Marshall shall be appointed by the Mayor and Board of Aldermen, to serve for a term of four years, but subject to be removed at any time, at the pleasure of the Mayor and Board of Aldermen. The Marshal shall perform the duties ordinarily incident to that office, as now provided by the charter of the City of Indianola, as amended, with the exception that hereafter the Marshal will not be superintendent or have charge of the streets and water works, and hereafter all matters pertaining to the repairing and maintaining of streets and the maintaining of water works and such, that have heretofore been supervised under the direction of the Marshal, will be done and maintained under the direction of the Mayor and Board of Aldermen. The Marshal shall perform the duties ordinarily incident to that office, as herein defined, and such other duties as may, from time to time, be imposed on him by the Mayor and Board of Aldermen.

b. The Mayor and Board of Aldermen of this municipality shall appoint

a Marshal for this municipality at their first regular meeting after such general election for Mayor and Aldermen for this municipality, or as soon thereafter as may be deemed practicable, having due regard for the public interest. The Mayor and Board of Aldermen shall employ such other officers, subordinate officers and employees as they may deem necessary and proper to the conduct of the City affairs.

c. This ordinance, amendatory to the charter of the City of Indianola, shall not be construed as taking effect or working any change whatsoever in the laws of this City now in force at the time this ordinance is adopted, or in anywise changing any of the rights, provisions or duties of the officers of this municipality and their subordinates, in office at the time this ordinance is adopted, during the term for which they have been elected, until the time set forth for it to go into full force and effect, under the provisions of Section 2-d of this ordinance.

d. This ordinance shall take effect and be in force on and after the first Monday of January, A. D. 1950.

e. BE IT FURTHER ORDAINED by the Mayor and Board of Aldermen of the town(now City) of Indianola that this ordinance, proposing an amendment to the charter of the Town of Indianola, shall be published in the Indianola Enterprise, for three consecutive weeks, and after such publication shall have been made, this ordinance, amending the charter of said town of Indianola, shall be submitted to the Governor for his approval, and when approved by the Governor, same shall be recorded, at the expense of the said town of Indianola, in the office of the Secretary of State, and upon the minutes and Ordinance Book of said town of Indianola."

The foregoing ordinance was first reduced to writing, and then read and adopted, section by section, and then as an entirety. On motion to adopt, made by Aldermen M. A. Moore, and seconded by Alderman Frank W. Baker, said ordinance was adopted as a whole by YEA and NAY vote, as follows:

YEAS	NAYS
Alderman K. C. Shaw	None
Alderman Frank G. Caldwell	
Alderman T. M. Pitts	
Alderman Frank W. Baker	
Alderman M. A. Moore	

Filed 9/24/1948 J. C. Boyd Clerk

Copy of Notice

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER
CITY OF INDIANOLA

Personally, appeared before me, [illegible] in and for said County and State W. W. Chapman, PUBLISHER of a Newspaper called the Indianola Enterprise, published weekly in the City of Indianola, and in the County and State aforesaid, who being duly sworn, deposes and says that the notice of which a true copy is hereto annexed was published in said paper 4 consecutive weeks, as follows:

In Vol. 52 No. 9 Dated 26 day of August, 1948
In Vol. 52 No. 10 Dated 2 day of Sept, 1948
In Vol. 52 No. 11 Dated 9 day of Sept, 1948
In Vol. 52 No. 12 Dated 16 day of Sept, 1948
In Vol. ..... No. ..... Dated ..... day of ....., 194.....
In Vol. ..... No. ..... Dated ..... day of ....., 194.....

And further that he has examined the copies above referred to of the said Indianola Enterprise and finds that the said notice has been published as stated; and that said newspaper has been established for at least twelve months next prior to the first publication of said notice.

W. W. Chapman Publisher

Publisher Fee $ 55.04

Sworn to and subscribed before me this 20 day of Sept, 1948

[illegible]

By [illegible]

My Commission Expires ....., 194.....

RE: AN ORDINANCE PROVIDING FOR AN AMENDMENT OF SECTION 2 OF THE ORIGINAL CHARTER OF THE TOWN OF INDIANOLA, PROVIDING FOR THE ELECTION OF OFFICERS, AS AMENDED SO AS TO MAKE THE OFFICE OF MARSHALL APPOINTIVE BY THE MAYOR AND BOARD OF ALDERMEN, INSTEAD OF ELECTIVE BY THE PEOPLE

WHEREAS, the Mayor and Board of Aldermen of the City of Indianola, at a regular meeting, held on August 19th, 1948, passed an ordinance, styled and entitled "An ordinance providing for an amendment of Section 2 of the original charter of the Town of Indianola, providing for the election of officers, as amended, so as to make the office of Marshall appointive by the Mayor and Board of Aldermen, instead of elective by the people", which ordinance was duly entered in Minute Book "12" at page 93 et seqr thereof, of the minutes of this Board, reference to which is here made; and

WHEREAS, said ordinance was published in accordance with the Charter of the City of Indianola, and ordinances of the City of Indianola, and in accordance with the statutes of the State of Mississippi, for three weeks in the Indianola Enterprise, a weekly newspaper being published, and having a general circulation within the City of Indianola for more than 40 years prior to this date, same having been published in the issues of said paper, on the following dates, August 26th, 1948; September 2nd, 1948; September 9th, 1948, and September 16th, 1948, due proof of which publication is now on file with the Clerk of this Board, reference to which is here made; and

WHEREAS, it appears to this Board that said ordinance aforesaid has been published for the required time and in manner and form, as required by law, and the ordinances of the City of Indianola and its Charter, and it further appearing to the Board, and the Board finds as a fact that none of the qualified electors of the municipality of the City of Indianola have filed, or made any protest against the proposed amendment, reference to which is here made, and the Board finds as a fact that no qualified electors of the City have made or filed any protest against the proposed amendment whatsoever, and that same has been published for more than three weeks, as required, as aforesaid; and

WHEREAS, by reason of the premises, it appears to this Board that it is now in order to submit the proposed amendment to the Attorney General for his opinion and approval of same by the Governor:

On motion made and carried, it is therefore considered by the Board and so ordered that a certified copy of the proposed amendment of the charter of the City of Indianola, together with a certified copy of publication of same, as above mentioned, together with a certified copy of this resolution, be certified by the Clerk of this

Board to the Attorney General of the State of Mississippi for his opinion approving said amendment, and in turn request that said amendment be approved by the Governor of the State of Mississippi, and upon same being done, that the Clerk of this Board, be, and he is hereby further directed to record said ordinance in the ordinance book of the City of Indianola, in the manner provided by law and the Charter of the City of Indianola.

The Board further makes record of the fact that no qualified elector has filed any protest against said amendment mentioned above, or any one of them, and that the time within which for such to be done has now expired.

CERTIFICATE

STATE OF MISSISSIPPI

SUNFLOWER COUNTY

CITY OF INDIANOLA:

I, J. C. Boyer, Clerk of the Mayor and Board of Aldermen of the City of Indianola, do hereby certify that I am the duly appointed, acting and serving Clerk of the City of Indianola and, as such, have in my custody and under my control in said office the records and other proceedings belonging to the Mayor and Board of Aldermen and the City of Indianola, Mississippi, and, in connection with such, hereby certify:

(a). That the foregoing constitutes a true copy of an ordinance providing for an amendment to Section 2 of the original charter of the town of Indianola, providing for the election of officers, as amended, so as to make the officer of Marshall appointive by the Mayor and Board of Aldermen instead of elective by the people, which ordinance was passed by the Mayor and Board of Aldermen of the City of Indianola during the regular August 1948 meeting of said Board, which was held on August 19, 1948, as fully and as completely as the same appears of record in Minute Book No. 12 of the minutes of said Board, at page 93 et seqr. thereof;

(b). That there is also attached to the foregoing due proof of the publication of said ordinance, in the Indianola Enterprise, a weekly newspaper published in the City of Indianola and having a general circulation therein, the original of which publication was made and filed with the undersigned, Clerk of said Board, on September 24, 1948, and that said proof of publication is a true and correct signed copy, in duplicate, of the original, which original is on file with the undersigned, as such Clerk; and

(c). That there is also attached a true and correct copy of an order with reference to an ordinance providing for an amendment to Section 2 of the original charter of the Town of Indianola, providing for the election of officers, as amended, so as to make the office of Marshall appointive by the Mayor and Board of Aldermen instead of elective by the people, which order was passed and adopted by the Mayor and Board of Aldermen of the City of Indianola during the regular October 1948 meeting of said Board, at a meeting which was held on October 11, 1948, at which meeting there was present the Mayor and all five of the Aldermen,

all Aldermen present voting "Yea" and no one voting "Nay", as fully and as completely as said order appears of record in Minute Book 12, at page 121 et seqr. of the minutes of the Mayor and Board of Aldermen of the City of Indianola, Mississippi.

Given under my hand and the corporate seal of the City of Indianola hereunto affixed, this, the 26th day of October, A. D., 1948.

J. C. Boyer, City Clerk.

STATE OF MISSISSIPPI
Department of Justice

GREEK L. RICE
ATTORNEY GENERAL
GEO. H. ETHRIDGE
R. O. ARRINGTON
ASSISTANT ATTORNEYS GENERAL

JAMES T. KENDALL
JOHN M. KUYKENDALL, JR.
JOHN E. STONE
JOE T. PATTERSON
ASSISTANT ATTORNEYS GENERAL

JACKSON 103

November 1, 1948

Honorable Fielding L. Wright
Governor, State of Mississippi
New Capitol
Jackson, Mississippi

Dear Sir:

RE: Amendment to Charter of Town of Indianola, Mississippi

I hereby certify that I have examined the proposed amendment to the special charter of the Town of Indianola, Mississippi, which is attached hereto, and it is my opinion that the same is consistent with the Constitution and laws of the United States and with the Constitution of the State of Mississippi.

Yours very truly,

GREEK L. RICE, ATTORNEY GENERAL

BY James T. Kendall
Assistant Attorney General

JTK/F

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

TOWN OF INDIANOLA, MISSISSIPPI

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this First *day of* November *19* 48.

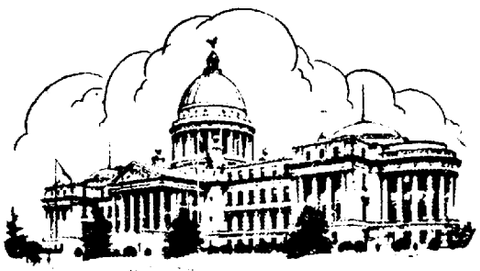
By the Governor.

Secretary of State.

Recorded in the Office of the Secretary of State's this the second day of November, 1948.

MISSISSIPPI

Department of Secretary of State



JACKSON

I, *Heber Ladner*, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of TOWN OF INDIANOLA, MISSISSIPPI

was pursuant to the provisions of Title 16, SECTION 3787, of the Mississippi Code, 1942, recorded in the Book of Incorporations in this office PHOTO-STAT Book No. FOURTEEN Pages 91-~~92~~ 100.



Given under my hand and the Great Seal of the State of Mississippi, this SECOND day of NOVEMBER 48.

Heber Ladner

Secretary of State

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

PHOTOGRAPHIC SPECIALTIES, INC.

1. The corporate title of said company is Photographic Specialties, Inc.
2. The names of the incorporators are:

R. L. Ledbetter Postoffice Jackson, Mississippi

H. F. Canterbury Postoffice Jackson, Mississippi

Z. E. Oswalt Postoffice Jackson, Mississippi

E. R. McMurtray, Jr. Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:

The stock of the Company shall be of one class of common capital stock in the amount of Twenty Thousand Dollars ($20,000.00).

5. Number of shares for each class and par value thereof:

There shall be two hundred (200) shares of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created: To take, develop, produce and sell pictures, photographs and portraits of all kinds and in all fields, both still pictures and motion pictures; to purchase, sell, and deal in frames, folders, and accessories, and other materials used in and about the taking, production and sale of such pictures, photographs and portraits; to maintain a studio or studios for such purposes and to do any and all things in connection with the said business as may be deemed necessary or advisable.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Twenty-five (25) shares of the common capital stock of the par value of One Hundred Dollars ($100.00) per share.

R. L. Ledbetter

H. F. Canterbury

Z. E. Oswalt

E. R. McMurtray, Jr.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority R. L. Ledbetter, H. F. Canterbury, Z. E. Oswalt, and E. R. McMurtray, Jr.,

incorporators of the corporation known as the Photographic Specialties, Inc.
who acknowledged that ~~this~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the ____ day of ~~October~~ Nov 1, 1948

John P. Maloney
Notary Public

My Commission Expires: Nov 25, 1950

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the ____ day of _____, 194____

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____
who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the ____ day of _____, 194____

_____

Received at the office of the Secretary of State this the 1st day of ~~October~~ November A. D., 1948, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 1st 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kimball
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PHOTOGRAPHIC SPECIALTIES, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Second day of November 19 48



Governor

By the Governor

Secretary of State

Receipt No. 2230 L

Recorded in the Secretary of State's Office this the second day of November, 1948.

THE CHARTER OF INCORPORATION

OF

HERCULES FISHING CLUB

1. The corporate title of this corporation is HERCULES FISHING CLUB.

2. The names and Post Office addresses of the incorporators are: R. A. Delmas, Jr., W. J. Joyner, C. A. Lambert, C. B. Patterson, Edward Samuel, Jr., E. W. Sheppard and E. L. Summers, Jr., all of Hattiesburg, Mississippi.

3. The domicile of the corporation in this state is in the City of Hattiesburg, Mississippi.

4. The amount of the authorized capital stock of this corporation is $8000.00, consisting of eighty shares of common stock of the par value of $100.00 per share, but the owners of said shares of stock shall not be entitled to receive any dividends or profits from this corporation, and the ownership of one share of stock in this corporation shall be a condition of membership in this corporation.

5. The period of existence of this corporation is fifty years.

6. The purposes for which this corporation is created are to promote the health, recreation and amusement of its members. This corporation shall have the right to acquire, own and dispose of such real and personal property within the State of Mississippi as it may find to be useful or convenient in carrying out the purposes for which it was organized. This corporation may provide fishing clubs, country clubs or other like facilities for the use of its members for recreational and amusement purposes. None of said recreational and entertainment facilities shall ever be used for or devoted to commercial purposes or as a commercial enterprise, but shall

always be kept and maintained only for the use of the members of this corporation and the members of their immediate families and invited guests, under such regulations as may from time to time be provided for by appropriate by-laws of this corporation. The management and control of the affairs of this corporation shall be vested in a Board of Directors of not less than five nor more than fifteen members; and the number of said Board of Directors shall be fixed from time to time by the by-laws of this corporation. Each member of this corporation must own one share of stock in this corporation, and no person shall become a member of this corporation who is not an employee of the Hercules Powder Company at the time he becomes a member of this corporation. This corporation may provide, by appropriate by-law, for the continuance of membership of any member who ceases to be an employee of Hercules Powder Company, on such terms and conditions as may be fixed in said by-law. Each member of this corporation shall have one vote at all elections for Directors of this corporation, and on all questions that may come before the membership of this corporation. No dividends or profits shall ever be paid to or divided among the members of this corporation, but all of its property and funds, from whatever source derived, shall always be devoted to carrying out the purposes of this corporation. This corporation shall provide, by appropriate by-law, for the election of new members; and shall also provide, by appropriate by-law, for the transfer of its shares of stock from any person ceasing to be a member of the corporation to any new member of the corporation; and may provide, by appropriate by-law, for the redemption or cancellation of the share of stock of any person ceasing to be a member of the corporation, but any share of stock redeemed or cancelled by the corporation may again be issued. In addition to all of the

rights and powers conferred upon it by this charter of incorporation, this corporation shall also have, in so far as the same may be applicable, all of the rights and powers conferred upon corporations by Article 1 of Chapter 4 of Title 21 of the Mississippi Code of 1942 and all amendments thereto.

7. This corporation may begin business when as many as seven of its shares of stock shall have been subscribed and paid for.

E. L. Summers Jr.
R. A. Delmas Jr.
W. J. Joyner
C. B. Patterson
Edward Samuel, Jr.
C. A. Lambert
E. W. Sheppard

STATE OF MISSISSIPPI

COUNTY OF FORREST

This day personally came and appeared before me, the undersigned authority in and for said State and County, R. A. Delmas, Jr., W. J. Joyner, C. A. Lambert, C. B. Patterson, Edward Samuel, Jr., E. W. Sheppard and E. L. Summers, Jr., who acknowledged to and before me that they signed, executed and delivered the foregoing and attached charter of incorporation of Hercules Fishing Club as their voluntary acts and deeds.

Given under my hand and seal of office on this, the 29th day of October, 1948.

NOTARY PUBLIC

RECEIVED at the office of the Secretary of State on this, the 2nd day of November, A. D., 1948, together with the sum of $26.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.
November 2nd, 1948

I HAVE EXAMINED this charter of incorporation, and am of the opinion that it does not violate the Constitution and the Laws of this State, nor of the United States.

This, the 2nd day of November, 1948.

Greek L. Rice
ATTORNEY GENERAL

By James D. Kendall
ASSISTANT ATTORNEY GENERAL

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation

HERCULES FISHING CLUB

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this Second day of November 1948



By the Governor

Secretary of State

Receipt No. 2232 L
Recorded in the Secretary of State's Office this the second day of November, 1948.

MINUTES OF ORGANIZATION MEETING OF TOWN & COUNTRY THEATRE GUILD

A meeting of the organizers of Town & Country Theatre Guild was held in the Byram Consolidated Schoolhouse at 8 O'clock, p. m., on Wednesday, October 27, 1948.

The meeting was called to order by Dr. E. J. Matranga who explained that the purpose of the meeting was to organize a theatre group. Dr. Matranga stated that the following list of persons had signified their agreement to be charter members:

Mr. R. D. Sanders	Mr. W. H. Cochran
Mr. George E. Shaw	Mrs. E. J. Matranga
Mr. Louis Cotten	Mrs. Louis Cotten
Mr. Leslie Pitts	Mrs. Leslie Pitts
Dr. D. E. Davidson	Mr. Billie Burton
Mr. J. W. Harpole	Mr. S. M. Bailey
Mr. M. Legler	Mrs. M. Legler
Dr. E. J. Matranga	Mrs. P. S. Montgomery
Miss Frances Rushton	Mrs. R. D. Sanders
Mr. E. M. Cunningham	Mr. Roy L. Heidelberg
Mr. W. P. Bridges	Mr. Fred Ross
Mr. W. M. Munger	

Upon roll call, it was found that the following were present:

Mr. George E. Shaw	Mr. W. H. Cochran
Mr. Louis Cotten	Mrs. E. J. Matranga
Mr. Leslie Pitts	Mrs. Leslie Pitts
Dr. E. J. Matranga	Mrs. Louis Cotten
Miss Frances Rushton	Mrs. M. Legler
Mr. J. W. Harpole	Mr. E. M. Cunningham
Mr. M. Legler	Mrs. P. S. Montgomery
Mr. Roy L. Heidelberg	

Mr. J. W. Harpole and Miss Frances Rushton were unanimously elected as Chairman and Secretary, respectively, of the meeting.

Mr. Harpole stated that the organization should have a name and should be incorporated, and it was unanimously decided that the

name would be "Town & Country Theatre Guild", and that the Chairman should appoint five members with authority to proceed at once to apply for a charter of incorporation under the name of "Town & Country Theatre Guild, Inc."

Whereupon, the Chairman appointed Mr. George E. Shaw, Mr. E. H. Cunningham, Mr. Louis Cotton, Dr. E. J. Matranga and Mr. Roy L. Heidelberg as a committee to do all things necessary to secure a charter of incorporation under the Laws of the State of Mississippi.

After a general discussion of the purposes and aims of the organization, the meeting was recessed to meet in the office of Mr. George E. Shaw, Century Building, Jackson, Mississippi, on Wednesday, November 3, 1948, at 8 O'clock, p. m.

/S/ J. W. HARPOLE
Chairman

/S/ FRANCES RUSHTON
Secretary

I, Frances Rushton, certify that the foregoing is a true and correct copy of the minutes of the organization meeting of the Town and Country Theatre Guild held at Byram Consolidated Schoolhouse, at 8 O'clock, p. m., on Wednesday, October 27th, 1948.

Frances Rushton
Secretary

Furnished by Heber Ladner Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

TOWN & COUNTRY THEATRE GUILD, INC.

1. The corporate title of said company is Town & Country Theatre Guild, Inc.
2. The names of the incorporators are:

George E. Shaw	Postoffice	Jackson, Mississippi
Louis W. Cotten	Postoffice	Jackson, Mississippi
E. H. Cunningham, Jr.	Postoffice	Jackson, Mississippi
E. J. Matranga	Postoffice	Jackson, Mississippi
Roy L. Heidelberg	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

There shall be no capital stock.

5. Number of shares for each class and par value thereof:

There shall be no capital stock.

6. The period of existence (not to exceed fifty years) is Fifty (50) Years.

7. The purpose for which it is created:

A. To cultivate social relations among its members; to develop amateur dramatic talent; to lease, establish, purchase, maintain and operate a theatre for the production of plays in which the members of the corporation, and others, shall take part as actors, producers and managers; to encourage the writing of plays by its members, and the submission of plays to it by other persons; to encourage dramatic art; to acquire and take by purchase, gift, devise and bequest, subject to the provisions of law relating to devises and bequests by last will and testament, or otherwise; to hold, transfer, mortgage, and convey all and any real and personal property that may be necessary for attaining the objects and carrying into effect the purposes of the corporation; and to do whatever properly may be incidental to such purposes.

B. It shall be operated exclusively for literary, educational, fraternal and benevolent purposes, and no part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual, and no substantial part of its activities shall be the carrying on of propaganda, or otherwise attempting, to influence legislation.

C. The corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all its officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

There shall be no capital stock.

George E. Shaw

Louis W. Cotten

E. H. Cunningham, Jr.

E. J. Matranga

Roy L. Heidelberg

Incorporators.

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ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority George E. Shaw, Louis W. Cotton, E. H. Cunningham, Jr., E. J. Matranga and Roy L. Heidelberg,

incorporators of the corporation known as the incorporators

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 2nd day of November, 1948.

Frances Rushton
Notary Public

My Commission Expires Jan. 7, 1950

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

Received at the office of the Secretary of State this the 3rd day of November A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Tucker Ladner
Secretary of State.

Jackson, Miss., November 3rd 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By Jos T. Patterson
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation

TOWN & COUNTRY THEATRE GUILD, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this Third Day of November 19 48



Receipt No. 2238 L.

By the Governor

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the 3rd day of November, 1948.

RESOLUTIONS ADOPTED BY THE STOCKHOLDERS OF DELTA CHEVROLET COMPANY, INCREASING THE AUTHORIZED CAPITAL STOCK FROM $100,000 TO $250,000.

BE IT RESOLVED, That paragraph four (4) of the Charter of Incorporation of Delta Chevrolet Company be and the same is hereby amended so as to read as follows:

"4. The amount of authorized capital stock is $250,000, divided into 2500 shares of the par value of $100. each, all common stock."

AND BE IT FURTHER RESOLVED That Wayne C. Williams, President, and A. E. Heidelberg, Secretary-Treasurer, be and they are hereby authorized and directed to do and perform any and all things necessary to give effect to these resolutions.

* *

STATE OF MISSISSIPPI

COUNTY OF LEFLORE

The within and foregoing is a true and correct copy of the resolutions adopted by the unanimous vote of all the outstanding capital stock in Delta Chevrolet Company, a corporation organized and existing under the laws of the State of Mississippi, in a specially called meeting held for that purpose in the office of the corporation in Greenwood, Leflore County, Mississippi on the 1st day of November, 1941.

Wayne C. Williams

President

A. E. Heidelberg

Secretary

Subscribed and sworn to before me, this the 2 day of [illegible] 1941.

Notary Public

My Commission expires 7/22/1950

AMENDMENT TO THE CHARTER OF INCORPORATION
OF
DELTA CHEVROLET COMPANY.

Paragraph four (4) of the Charter of Incorporation of Delta Chevrolet Company is hereby amended so as to read as follows:

" 4. The amount of authorized capital stock is $250,000.
divided into 2500 shares of the par value of $100.,
all common stock."

* * * * * * * *

WITNESS our signatures as President and Secretary, respectively, of the Delta Chevrolet Company, this the 2 day of November 1948.

DELTA CHEVROLET COMPANY

By _____
President

By _____
Secretary

(Corporate Seal)

STATE OF MISSISSIPPI

COUNTY OF LEFLORE

This day personally appeared before me, the undersigned authority in and for said State and County, Wayne C. Williams, President, and A. E. Heidelberg, Secretary-Treasurer, respectively, of the corporation known as Delta Chevrolet Company, each of whom acknowledged that they signed and delivered the foregoing instrument of writing for and on behalf of said corporation on the day and date therein mentioned.

Given under my hand and official seal, this the _____ day of November 1948.

_____
Notary Public

My Commission expires _____

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Received at the office of the Secretary of State, this the 3rd day of November A. D., 1948, together with the sum of $2.90/00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 5th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James V. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

DELTA CHEVROLET COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth *day of* November *19* 48

Receipt No. 2235 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

CERTIFIED COPY OF RESOLUTION

AUTHORIZING AMENDMENT TO CHARTER

"Whereas, in the judgment of all the stockholders, it is to the best interest of this corporation that its name be changed from the Jackson Retail Credit Association to the Credit Bureau of Jackson;

"Now, therefore, be it resolved, that the Charter of Incorporation of this corporation be amended in the following particular, to-wit:

(1) Amend Title 1 of the Charter of Incorporation so that the name shall read as follows, to-wit:

CREDIT BUREAU OF JACKSON

"Be it further resolved that the President of this corporation is hereby authorized, directed and empowered to file with the Secretary of State of Mississippi said proposed amendment to the Charter of Incorporation, duly acknowledged as required by law, together with a certified copy of this resolution, and to do and perform all things necessary to secure and complete the above amendment to said corporate charter, as provided by law.

(CORPORATE SEAL) Henry G. Flowers
PRESIDENT

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Henry G. Flowers, who acknowledged to me that he is President of the Jackson Retail Credit Association, a corporation chartered by the State of Mississippi, and who further acknowledged and certified that the above and foregoing Resolution is a true and correct copy of a resolution duly adopted by the stockholders of the Jackson Retail Credit Association on the 22nd day of October, 1948, at a duly called and held meeting of the stockholders of said corporation, held at the place of business at 242½ East Capitol Street, Jackson, Mississippi.

Given under my hand and official seal this the 3rd day of November 1948.

(SEAL OF NOTARY PUBLIC) Floyd P. Smith
NOTARY PUBLIC

My Commission Expires March 21, 1951

AMENDMENT TO THE CHARTER OF INCORPORATION
OF THE JACKSON RETAIL CREDIT ASSOCIATION

At a Special Meeting of the stockholders of the Jackson Retail Credit Association held at the place of business located at 242½ East Capitol Street, Jackson, Hinds County, Mississippi, at which time all stockholders were present and all stockholders voted that Title 1 of the said Charter of Incorporation be and is hereby amended so as to read as follows:

1. The Title of said Charter be and is amended to read as:

Credit Bureau of Jackson

(CORPORATE SEAL) Henry G. Flowers
PRESIDENT

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, Henry G. Flowers, who acknowledged to me that he is President of the Jackson Retail Credit Association, a corporation chartered under the laws of the State of Mississippi, and who further acknowledged that all of the stockholders of said corporation at a duly called and special meeting of the stockholders of said corporation held in the offices of the Jackson Retail Credit Association located at 242½ East Capitol Street, Jackson, Hinds County, Mississippi, adopted a resolution that the above and foregoing amendment to the Charter of said corporation be made; and the said Henry G. Flowers further acknowledged that he signed, sealed and executed the above and foregoing Amendment to the Charter of said corporation as President of said corporation as the act and deed of said corporation, having been duly authorized so to do, on the 22nd day of October, 1948.

Given under my hand and official seal, this the 3rd day of November, 1948.

(SEAL OF NOTARY PUBLIC) Floyd P. Smith
NOTARY PUBLIC

My Commission Expires March 21, 1951.

Received at the office of the Secretary of State, this the 3rd day of November

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 5th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE



JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

JACKSON RETAIL CREDIT ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth *day of* November *19* 48

Receipt No. 2239 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

I, Larry H. Allen, do hereby certify that I am the duly and regularly elected, qualified and acting President of Central Service Association and I certify that the following resolution is a full, true, correct and compared copy of a resolution adopted by the Board of Directors of Central Service Association at a meeting duly and regularly held on the 25th day of June 1948.

> RESOLVED: That the President of the Corporation make application to the Secretary of State to increase the amount of common stock from One Thousand Dollars ($1,000.00), consisting of one thousand (1,000) shares of a par value of One Dollar ($1.00) per share to Two Thousand Dollars ($ 2,000.00), consisting of two thousand (2,000) shares of a par value of One Dollar ($ 1.00).

Witness my signature and the seal of said corporation this 20th day of July 1948.

Larry H. Allen

STATE OF MISSISSIPPI)
) SS
COUNTY OF LEE)

On this 20th day of July, 1948, before me personally appeared Larry H. Allen, to me personally known, who being by me duly sworn, deposes and says that he is the President of said corporation, that the seal affixed to the above instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of the Board of Directors.

AMENDMENT TO CHARTER OF INCORPORATION OF CENTRAL SERVICE ASSOCIATION.

At a regular meeting of the stockholders of Central Service Association held in Memphis, Tennessee, September 17, 1948, at the Hotel Peabody, after due and legal notice as required by the by-laws of said corporation, the following amendment was proposed and unanimously adopted by said stockholders:

RESOLVED, that Section 4 be amended so as to read as follows:

A corporation shall have the power and right to issue its common stock in an amount not to exceed Two Thousand Dollars ($2,000.00) consisting of two thousand shares of par value of One Dollar ($1.00) per share. Subscribers to the capital stock of the corporation shall not be personally or individually liable for the debts or obligations of the corporation, but only for the payment of the full par value price of the share or shares of stock to which they subscribe. The entire corporate property and assets of the corporation shall be liable for the claims of creditors of the corporation. Each share of stock in the corporation subscribed and paid for shall entitle the holder thereof to one vote in the corporate affairs, but neither treasury stock nor stock issued but unpaid for shall be voted. No share of the capital stock of the corporation shall be issued to any person, association, corporation or organization unless the same shall agree to abide by all the provisions of the charter and by-laws of the corporation and to use services or facilities of the corporation and pay for the same in accordance with the appropriate rules, regulations, terms and conditions prescribed by the board of directors of the corporation.

If any shareholder of the corporation shall discontinue the use of the services or facilities of the corporation, the corporation shall repurchase his share or shares of stock at their par value.

WITNESS MY HAND AND SEAL OF SAID CORPORATION, this the 17th day of September, 1948.

Larry H. Allen,
President

STATE OF MISSISSIPPI
LEE COUNTY

Personally appeared before me, W. H. Patton, a Notary Public in and for the City of Tupelo, Lee County, Mississippi, Larry H. Allen, President of the Central Service Association, who acknowledged that he signed, sealed and delivered the above and foregoing proposed amendment to the corporation of said Central Service Association on the day and date therein mentioned.

WITNESS MY HAND AND SEAL OF OFFICE, this the 19th day of October, 1948.

Notary Public, Lee County, Miss.

(SEAL)

Received at the office of the Secretary of State, this the 25th day of October

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 5th, 1948

I have examined this Amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

CENTRAL SERVICE ASSOCIATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth *day of* November *19* 48

Receipt No. 2191 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

THE CHARTER OF INCORPORATION OF BUILDERS LUMBER COMPANY INC.

I.

The corporate title of said company is "Builders Lumber Company, Inc."

II.

The names and addresses of the Incorporators are:

NAME	ADDRESS
W. P. Kelly	Winona, Mississippi
M. L. Branch	Winona, Mississippi
Kennedy Bryan	Winona, Mississippi
D. B. Dotson	Winona, Mississippi
W. S. Gerard	Winona, Mississippi
A. B. Neal	Winona, Mississippi
John Tabor	Winona, Mississippi
James A. Tabor	Winona, Mississippi

III.

The domicile of the Corporation is Winona, Montgomery County, Mississippi, and the Corporation may establish and maintain such other offices or places of business elsewhere as it may deem expedient or profitable.

IV.

The amount of authorized capital is $30,000.00 divided into 300 shares of the par value of $100.00 each, all common stock.

V.

The period of existence is 50 years.

VI.

The purposes for which it is created are to buy, sell, and deal generally at retail and wholesale in lumber, brick, lime, cement, roofing and all kinds of building materials and any and all other kinds of goods, merchandise, or materials that may be desirable or expedient; and to engage in the construction, erecting, equiping, repairing and improving of houses and buildings and other types of construction, and generally to engage in the construction business; and to do and perform any and all things that may be found necessary, desirable or profitable incident to the above named purposes, not contrary to or inconsistent with the laws of the State of Mississippi.

The rights, powers and privileges generally that may be exercised by this Corporation in addition to the foregoing are those conferred by Chapter 4 of Title 21 of the Mississippi Code of 1942, Annotated.

VII.

The number of shares of capital stock to be subscribed and paid for before the said Corporation may begin business is 45 shares and any or all of said capital stock may be paid for in money or property.

Witness our signatures this the 20th day of October, 1948.

Incorporators:

W. P. Kelly

M. L. Branch

Kennedy Bryan

D. B. Dotson

W. S. Gerard

A. B. Neal

John Tabor

James A. Tabor

STATE OF MISSISSIPPI
COUNTY OF MONTGOMERY

This day personally appeared before me, the undersigned authority in and for said State and County, W. P. Kelly, M. L. Branch, Kennedy Bryan, D. [illegible] Hotson, [illegible] S. Gerard, A. B. Neal, John M. Tabor and James A. Tabor, the Incorporators of the Corporation known as "Builders Lumber Company, Inc.", each of whom acknowledged that they signed and delivered the foregoing Charter of Incorporation on the day and year therein mentioned.

WITNESS my signature and official seal this the 3rd day of October 1948.

[illegible]
Notary Public

My Commission expires [illegible]

Received at the office of the Secretary of State, this the 3rd day of November A. D., 1948, together with the sum of $ 70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

November 5th, 1948

[illegible] this [illegible] charter of [illegible] opinion that it is not violative of the Constitution and laws of this State [illegible]

Greek L. Rice
ATTORNEY GENERAL

By James D. Kendall
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation

BUILDERS LUMBER COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth day of November 1948

Receipt No. 2237 L

By the Governor

Secretary

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Farm Supply Co.

1. The corporate title of said company is Farm Supply Co.
2. The names of the incorporators are:

W. S. Gerard Postoffice Winona, Mississippi

Mary P. Gerard Postoffice Winona, Mississippi

W. S. Gerard Postoffice Winona, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Winona, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Twenty Thousand Dollars ($20,000) of common stock

5. Number of shares for each class and par value thereof:

shares of common stock with the par value of

The period of existence (not to exceed fifty years) is fifty ( ) years

7. **The purpose for which it is created:**

To buy, sell, trade and deal generally with automobiles, trucks, tractors, farm equipment, hardware, electrical appliances, milking equipment, outboard motors and sporting goods, all types of motor vehicles, and horse and tractor drawn farm equipment, together with parts and accessories for same; to repair, renovate and adjust the same; to execute, endorse and assign promissory notes, contracts and other instruments incident to the purchase and sale of the aforesaid property; and to accept such property and commercial paper in payment of or to secure the payment of such property; to acquire, own and dispose of all forms of property including real estate; to accept security for the payment of tractors and other property and to foreclose such security and to own, hold and dispose of such property so covered by said security; and to do any and all things which may be necessary for the operation of the business above described, especially to acquire, hold, operate and dispose of local agencies for the handling of farm equipment, machinery and supplies.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. **Number of Shares of each class to be subscribed and paid for before the corporation may begin business.**

Ten shares of common stock of the par value of $100.00 each.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Montgomery

This day personally appeared before me, the undersigned authority

W. S. Gerard, ~~Mrs.~~ Mary P. Gerard and F. S. Gerard

incorporators of the corporation known as the Farm Supply Co.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 23rd day of October, 1948

M. B. Gerard
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 4th day of November A. D., 1948, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 5th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek J. Kee
Attorney General.

By James J. Kendall
Assistant Attorney General.

NOTE. In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FARM SUPPLY CO.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Fifth day of November 19 48

Receipt No. 2245 L

By the Governor

Secretary

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

M. L. S. SERVICE COMPANY

1. The corporate title of said company is M. L. S. Service Company
2. The names of the incorporators are:

I. S. Sanders	Postoffice	Jackson, Mississippi
M. J. Lyells	Postoffice	Jackson, Mississippi
W. E. Miller	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Fifteen thousand and no/100 Dollars ($15,000.00) capital stock, all of which is common stock.

5. Number of shares for each class and par value thereof:

One hundred and fifty (150) shares of common stock, of the par value of One hundred and no/100 Dollars ($100.00) per share.

The period of existence (not to exceed fifty years) is Fifty (50) years

7. The purpose for which it is created:

To own, operate, manage and engage in the business or businesses of selling, at wholesale or at retail, drugs, cosmetics, dry goods, clothing, sundries, hardware, groceries, food products and all other types of merchandise, generally. To carry on, either at retail or wholesale, a general merchandising business or businesses.

To own, lease, operate, manage and engage in the operation of drug stores, cleaning and pressing shops, barber shops, restaurants and similar operations and activities, designed and intended to provide for the public the sale of services, goods, wares and merchandise.

To own, hold, buy, sell, lease and manage generally real and personal property which may be necessary or incidental to the carrying out and performance of any merchandising or service business conducted by the corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

One hundred and twenty (120) shares of the common stock of the corporation, of the par value of One hundred and no/100 Dollars ($100.00) per share, shall be subscribed and paid for before the corporation may begin business.

E. J. Sanders

B. E. Miller

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority I. S. Sanders, M. J. Lyells and W. E. Miller

incorporators of the corporation known as the M. L. S. Service Company

who acknowledged that (~~the~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 2nd day of November, 1948

My Commission Expires: February 10, 1949

My commission exoires _____

Notary Public.

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

Received at the office of the Secretary of State this the 4th day of November A. D., 1948, together with the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., November 5th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice

Attorney General.

By James D. Kendall

Assistant Attorney General.

NOTE: In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

M. L. S. SERVICE COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Fifth day of November 19 48

Governor

Receipt No. 2244 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

Heber Ladner
Furnished by [redacted] Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

EUREKA VOCATIONAL SCHOOL

1. The corporate title of said company is Eureka Vocational School
2. The names of the incorporators are:

Sydney A.Smith,Jr. Postoffice Jackson,Mississippi.

Paul Chambers Postoffice Jackson,Mississippi.

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson,Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:

$1,000.00 Capital Stock, all of one class, all being common stock.

5. Number of shares for each class and par value thereof:

One Thousand shares, all of one class, of the par value of $1.00 per share, all being common stock.

6. The period of existence (not to exceed fifty years) is Fifty years

7. The purpose for which it is created:

To buy, trade for or otherwise acquire, and to own, operate and sell schools and colleges anywhere in Mississippi, or elsewhere, including the owning of all personal and real property which may be necessary or convenient in the conduct of the corporation's business; and to make any and all sorts of contracts in connection therewith.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Three hundred shares

Sydney A. Smith, Jr.
Paul Chambers

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned ~~authority~~ Notary Public, in and for said county and state aforesaid, Sydney A. Smith, Jr. and Paul Chambers

incorporators of the corporation known as the Eureka Vocational School

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 3rd day of November, 1948

Marian P. Shields
Notary Public

Commission expires Feb. 3, 1952

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

Received at the office of the Secretary of State this the 4th day of November A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 5th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Rice
Attorney General.

By James D. Kimball
Assistant Attorney General.

NOTE. In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EUREKA VOCATIONAL SCHOOL

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifth day of November 19 48



Governor

By the Governor

Receipt No. 2242 L

Secretary of State

Recorded in the Secretary of State's Office this the fifth day of November, 1948.

CERTIFIED COPY OF RESOLUTION OF THE STOCKHOLDERS OF MAGNOLIA CHEMICAL COMPANY, INC., ADOPTING AND APPROVING PROPOSED AMENDMENT TO CHARTER

RESOLVED, by the stockholders of Magnolia Chemical Company, Inc., a Mississippi corporation, That the Charter of Incorporation of the Corporation be amended as follows, to-wit:

That Sections 4 and 5 of the Charter of said Corporation be amended so as to read as follows, to-wit:

4. Amount of capital stock and particulars as to class or classes thereof: $250,000, all common stock, of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof: 2500 shares common stock of the par value of $100.00 per share.

BE IT FURTHER RESOLVED, That the President and Secretary of the Corporation be and they are hereby authorized to perform all acts requisite to secure the approval of the foregoing amendment to the Charter of Incorporation of this Corporation.

R. E. Wilner
President

Thurmon L. Pitts
Secretary

STATE OF MISSISSIPPI,
COUNTY OF HINDS.....

This day personally appeared before me, the undersigned authority in and for the county and state aforesaid, the above named R. E. Wilner and Thurmond L. Pitts, the President and Secretary, respectively, of Magnolia Chemical Company, Inc., who being duly sworn on oath, say: That the above resolution was adopted at a meeting of the stockholders of said

Corporation duly and legally called and held on the 1st day of November, 1948, and who then and there each acknowledged that as such President and Secretary they signed and executed the above and foregoing proposed amendment to the Charter of Incorporation of said Corporation as their act and deed and for and on behalf of said Corporation.

Sworn to and subscribed before me, this the 2nd day of November, 1948.

Notary Public

My commission expires: 1-2-51

PROPOSED AMENDMENT TO CHARTER OF MAGNOLIA CHEMICAL COMPANY, INC., A MISSISSIPPI CORPORATION

That Sections 4 and 5 of the Charter of said Corporation be amended so as to read as follows, to-wit:

4. Amount of capital stock and particulars as to class or classes thereof: $250,000, all common stock, of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof; 2500 shares of common stock of the par value of $100.00 per share.

President

STATE OF MISSISSIPPI,
COUNTY OF HINDS.....

Personally appeared before me, the undersigned authority in and for the county and state aforesaid, the above named R. E. Milner, the President of Magnolia Chemical Company, Inc., a Mississippi corporation, who acknowledged that as such President of said Corporation and for and on behalf of said Corporation he executed the above and foregoing proposed amendment to the Charter of Incorporation of said Corporation as his act and for and on behalf of said Corporation.

Given under my hand and official seal, this the 2 day of November, 1948.

Notary Public

My commission expires: 1-24-51

Received at the office of the Secretary of State, this the 6th day of November

A. D., 1948, together with the sum of $3.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 6th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

MAGNOLIA CHEMICAL COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth *day of* November *19* 48

Receipt No. 2249 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the eighth day of November, 1948.

Furnished by Heber Lifner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

EARLY CHEVROLET COMPANY OF VICKSBURG, INC.

1. The corporate title of said company is Early Chevrolet Company of Vicksburg, Inc.
2. The names of the incorporators are:

Mrs. Loraine N. Early	Postoffice	Ruston, Louisiana
Mrs. James H. Early	Postoffice	Vicksburg, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at City of Vicksburg, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: The total number of shares which may be issued by the Corporation is 1,000, all of which shall have no nominal or par value. Without action by the stockholders the shares of stock may be issued by the Corporation from time to time for such consideration, not exceeding $100.00 per share, as may be fixed from time to time by the Board of Directors thereof, and any and all shares so issued, the consideration for which has been paid or delivered, shall be deemed fully paid stock and not liable to any call or assessment thereon, and the holder of such shares shall not be liable for any further payment thereon. By action of the stockholders at any regular meeting or at any special meeting called for that purpose, held following the organization of the Company and the initial issuance of the stock thereof, the price of any unissued stock of this Company may be fixed at a sum in excess of $100.00 per share, but, before actual sale of any stock by the Company for a sum exceeding $100.00 per share, report thereof shall be made to the Secretary of State of Mississippi and any prescribed additional fee promptly paid.

5. Number of shares for each class and par value thereof: 1,000 shares of common stock of no par value, as stated in Item 4 hereof.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created: To buy and sell at retail, at auction or at wholesale, to lease, hire, mortgage, deal in and with, and to store and repair automobiles, trucks, motor vehicles, bicycles, airplanes, boats, electric and home appliances of every nature, and all parts, supplies and accessories which appertain thereunto; to buy and sell gasoline, lubricating oil, grease, tires, tubes, supplies, tools, equipment and accessories of whatever nature as are customarily dealt, used or consumed in connection with the operation of motor vehicle service stations; to solicit, issue, write, execute and deliver, for insurance companies qualified to do business in the State of Mississippi, policies of insurance, which cover loss or damage to, or caused by, motor propelled vehicles of every description; to sell, buy, lease and deal in and with property of every kind, real, personal or mixed, for cash or on terms; to make loans secured by motor vehicles and parts, appurtenances, supplies and accessories, and to deal in such securities; and generally to own, lease, manage, operate and conduct an automobile agency, or agencies, automobile garage, or garages, and service stations for automobiles or trucks, and generally to do any and all things pertinent to, necessary for, incidental to, connected with or complimentary to the accomplishments of the above objects.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

300 shares of the capital stock of the Company, of no par value.

Mrs Frances A. Early

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of WARREN

This day personally appeared before me, the undersigned authority James H. Early, an

incorporator of the corporation known as the Early Chevrolet Company of Vicksburg, Inc. who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 2nd day of November, 1948

Lucy Acaro
Notary Public
My commission expires 4-2-50

STATE OF ~~MISSISSIPPI~~ LOUISIANA

Parish of LINCOLN

This day personally appeared before me, the undersigned authority Mrs. Loraine N. Early, an

incorporator of the corporation known as the Early Chevrolet Company of Vicksburg, Inc. who acknowledged that (~~he~~) (~~they~~) signed and executed the above and foregoing articles of incorporation as her (his) (~~their~~) act and deed on this the 3rd day of November, 1948

Howard H. Talbright, Jr.
NOTARY PUBLIC

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

Received at the office of the Secretary of State this the 6th day of November A. D., 1948, together with the sum of $210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 6th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EARLY CHEVROLET COMPANY OF VICKSBURG, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Sixth day of

November 19 48

Governor

Receipt No. 2248 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the eighth day of November, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

LAWRENCE DRUG COMPANY

1. The corporate title of said company is Lawrence Drug Company
2. The names of the incorporators are:

Kimsey Lawrence	Postoffice	Laurel, Mississippi
W. A. Beard, Jr.	Postoffice	Laurel, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Laurel, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Fifty Thousand and NO/100 Dollars ($50,000.00) of capital stock, represented by five hundred (500) shares of COMMON STOCK of the par value of One Hundred and No/100 Dollars ($100.00), only.

5. Number of shares for each class and par value thereof:

Five hundred (500) shares of COMMON STOCK of the par value of One Hundred and No/100 Dollars ($100.00) each.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created:

To own, lease, erect, and operate a wholesale and retail drug store or stores, pharmacy, apothecary and/or pharmaceutical service; to manufacture, compound, buy and sell drugs, medicines, drug sundries, pharmaceutical supplies and all other goods, wares and merchandise usually dealt in, bought and sold by drug stores, and to fill, compound and dispense physician's prescriptions, all for profit; to generally buy and sell goods, wares and merchandise and to own and operate a store or stores therefor; to own and operate a soda fountain, and to deal generally in confections, toiletries, and notions all for profit; to employ registered pharmacists and pharmaceutical chemists to compound and dispense drugs, medicines and render professional pharmaceutical services, all as by law required; to own, buy, lease or otherwise acquire real and personal property, including such store buildings and warehouses as may be incidental to the operation of a retail and wholesale drug and related business.

The foregoing statement of purposes for which the corporation is created shall be construed as enumerating specific objects and powers, but no recitation, expression or declaration of specific purposes herein stated shall be deemed to be exclusive, but it is expressly declared that all other lawful powers not inconsistent herewith are hereby included.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Two hundred (200) shares of COMMON STOCK of the par value of

One Hundred and No/100 Dollars ($100.00) each.

W. H. Brand Jr.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JONES

This day personally appeared before me, the undersigned authority in and for jurisdiction aforesaid, the within and above named KIMSEY LAWRENCE and W. A. BEARD, JR.,

incorporators of the corporation known as the Lawrence Drug Company

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 5th day of November, 1948

Notary Public

My Commission Expires Sept. 10, 1952

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____,

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____,

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

_____

Received at the office of the Secretary of State this the 6th day of November A. D., 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., November 6th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Attorney General.

By _____ Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAWRENCE DRUG COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Sixth day of November 1948



Governor

Receipt No. 2251 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the eighth day of November, 1948.

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Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SUNBEAM BAKERS, INC.

1. The corporate title of said company is SUNBEAM BAKERS, INC.
2. The names of the incorporators are:

Davis J. Stolzar Postoffice 165 Broadway, New York, N.Y.

Jerome L. Green Postoffice 165 Broadway, New York, N.Y.

Catherine Wayne Postoffice 165 Broadway, New York, N.Y.

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at 127 Buschman St., Hattiesburg, Miss.
4. Amount of capital stock and particulars as to class or classes thereof:

The total amount of authorized capital stock is $1000.00.

All the stock shall be of the same class and the holders thereof shall share, in proportion to their stock ownership, all the powers and privileges relative to voting, distribution of assets and other rights.

5. Number of shares for each class and par value thereof:

100 shares of Common Stock having a par value of $10.00.

6. The period of existence (not to exceed fifty years) is 50 years.

7. The purpose for which it is created:

(a) To manufacture, prepare, buy, sell, export, and otherwise deal in and with breads, biscuits, crackers, cakes, pastries, Italian paste flour, confectionery, candies, and any and all other food products, whether of the character aforesaid or otherwise; and any and all articles and things in which, or in the production or preparation of which, any product or commodity used in the manufacture or preparation of any or all of the articles or things aforesaid, is an ingredient or a factor; or products materials, supplies, commodities, or products, which may be used in or in connection with the manufacture, preparation, production, or use of any of the articles or things aforesaid.

(b). To apply for, obtain, register, purchase, issue or in any manner to acquire, hold, own, use, operate under, sell, assign, lease, grant licenses or other rights in respect of, mortgage or otherwise dispose of and acquire licenses and privileges under, letters patent of the United States or any foreign country, as well as patent rights, copyrights, trade-marks, and trade-names, inventions, apparatus, appliances, improvements and processes used in connection with or secured under letters patent or copyright or trade-marks of the United States or other countries, and to make, operate or develop the same and to carry on any business relating to the same in connection with the business of this corporation.

(c) To acquire and hold, and to sell, mortgage or lease, a plant or plants for the conduct of said business; to acquire all the motor trucks, automobiles, and all and every type, style, and design of vehicle necessary to the distribution of such products, and for other uses in connection therewith.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

10. shares of common stock shall be subscribed and paid for before this corporation may begin business.

9. The stockholders may hold their meetiongs, annual or special, within or without the state of Mississippi, as may be provided in the By-laws, and the Board of Directors, or any committee therof, may hold all or any of its meetings within or without the state of Mississippi, at such places as the By-laws or the Board Of Directors may designate. The Corporation may have one or more offices and keep any of the books of the Corporation, subject to the provisions of the laws of the state of Mississippi within or without the state of Mississippi, at such places as may from time to time be designated by the Board of Directors.

Davis J. Stokes
Jerome L. Green
Catherine Wayne

Incorporators.

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ACKNOWLEDGMENT

STATE OF NEW YORK

County of NEW YORK

This day personally appeared before me, the undersigned authority Davis J. Stolzar, Jerome L. Green and Catherine Wayne

incorporators of the corporation known as the SUNBEAM BAKERS, INC.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 1st day of November, 1948

Rosetta M. Neary

ROSETTA M. NEARY
Notary Public in the State of New York
Qualified in New York County
N. Y. Co. Clerk's No. [illegible]
Commission Expires [illegible]

Form 1

State of New York
County of New York, } *ss.:*

No. 69390

I, **ARCHIBALD R. WATSON,** County Clerk and Clerk of the Supreme Court, New York County, a Court of Record having by law a seal, DO HEREBY CERTIFY that

Rosetta M. Neary

whose name is subscribed to the annexed affidavit, deposition, certificate of acknowledgment or proof, was at the time of taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such throughout the State of New York; that pursuant to law a commission, or a certificate of his official character, and his autograph signature, have been filed in my office; that as such Notary Public he was duly authorized by the laws of the State of New York to administer oaths and affirmations, to receive and certify the acknowledgment or proof of deeds, mortgages, powers of attorney and other written instruments for lands, tenements and hereditaments to be read in evidence or recorded in this State, to protest notes and to take and certify affidavits and depositions; and that I am well acquainted with the handwriting of such Notary Public, or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and believe that the signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 1 day of Nov, 1948

FEE PAID 25¢

[illegible]94

[signature]
County Clerk and Clerk of the Supreme Court, New York County

Received at the office of the Secretary of State this the 8th day of November A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 9th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James T. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SUNBEAM BAKERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Ninth day of November 19 48

Governor

Receipt No. 2254 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the ninth day of November, 1948.

EXCERPT FROM THE MINUTES OF THE MERIDIAN AVIATION CLUB, MERIDIAN MISSISSIPPI, OF THE MEETING HELD OCTOBER 18th, 1948.

The meeting of the Meridian Aviation Club was called to order by the president. The clerk called the roll and a quorum was present.

.....

The following resolution was introduced, and read by the secretary. On motion of Mr. Joe Holsomback, seconded by Mr. Jack Young Wood, the resolution was unanimously adopted, as follows:

A RESOLUTION AUTHORIZING Joe Tatom and Elmer Tossett and Joe Holsomback to make application for a charter of incorporation of the club to be known as AERO-MERIDIAN, INC., a non-profit corporation for the teaching of aviation to its members.

WHEREAS, the Meridian Aviation Club is an unincorporated association of individuals organized for the purpose of teaching and training its members to fly in aeroplanes, and as such is actually an aviation training school; and

WHEREAS, the Meridian Aviation Club desires to become a non-profit corporation, under the laws of Mississippi

NOW, THEREFORE, be it resolved by the Meridian Aviation Club, that Joe Tatom, and Elmer Tossett and Joe Holsomback three of the members of the Meridian Aviation Club, be, and they are hereby, authorized by the Meridian Aviation Club to apply for a charter of incorporation in the name of AERO-MERIDIAN, INC., as a non-profit corporation under the laws of Mississippi

.....

There being no further business to come before the meeting, the meeting was adjourned by the president.

Elmer Tossett
SECRETARY

I, Elmer Gossett, Secretary of the Meridian Aviation Club, do hereby certify that the foregoing is a true excerpt from the minutes of the meeting

of the Meridian Aviation Club, an unincorporated association of individuals, held on October 18th, 1948. This 21 day of October, 1948.

SECRETARY.

CHARTER OF INCORPORATION

OF

AERO-MERIDIAN, INCORPORATED

1. The corporate title of the company shall be AERO-MERIDIAN, Incorporated.

2. The domicile of the corporation shall be Meridian, Mississippi.

3. The names and post office addresses of the incorporators are:

   Joe Saxon, Post Office Address, Meridian, Mississippi
   J. O. Holsomback, Post OfficeAddress, Meridian, Mississippi
   Elmer Gossett, Post Office Address, Meridian, Mississippi

4. The corporation will be a non-profit corporation, shall issue no shares of stock, shall divide no dividends among the members, expulsion shall be the only remedy for non-payment of dues, and each member shall have the right to vote one vote in the election of all officers. Loss of membership by death or otherwise shall terminate all interest of such members as may lose such membership in the corporate assets. There shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. The period of existence shall be perpetual.

6. The purposes for which the corporation is formed shall be to teach and train its members to fly in aeroplanes, and as such, be an aviation training school; to encourage interest in aviation generally, and within the sphere of aviation, be and become an organization for the physical, mental and moral condition of mankind.

   The rights and powers that may be exercised by said corporation in addition thereto shall be those conferred by the provisions of Chapter 4, Title 21, Mississippi Code of 1942, Annotated.

7. The corporation shall be a non-profit, non share corporation.

Joe Saxon

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

Personally appeared before me the undersigned authority in and for said county and state Joe Saxon, Elmer Gossett, and Joe Holcomback, who acknowledged that they each executed the foregoing Charter of Incorporation of Aero-Meridian, Incorporated, on the 22nd day of October, 1948, they being duly authorized so to do by resolution duly adopted by the membership of the Meridian Aviation Club, an unincorporated association of individuals, which said resolution is evidenced by a duly certified copy of an excerpt from the minutes of such association, duly attested by the Secretary.

Given under my hand and official seal this 22nd day of October, 1948.

Mrs. Nellie Harmon
Notary Public

My Commission Expires Jan. 20, 1950

Received at the office of the Secretary of State, this the 25th day of October

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By Joe T. Patterson
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

AERO-MERIDIAN, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Tenth day of November 1948

Receipt No. 2190 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the tenth day of November, 1948.

Heber Ladner
Furnished by ~~[illegible]~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

OVER THE TOP, INC.

1. The corporate title of said company is Over The Top, Inc.
2. The names of the incorporators are:

E. R. Edwards	Postoffice	Jackson, Mississippi
James L. Spencer	Postoffice	Jackson, Mississippi
W. V. Ludlam, Jr.	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at City of Picayune, Pearl River County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$10,000.00, composed of one class of 100 shares of common capital stock of the par value of $100.00 per share.

5. Number of shares for each class and par value thereof:

One class of common capital stock, composed of 100 shares of the par value of $100.00 per share, totaling in all $10,000.00

6. The period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is created:

To buy, purchase, manufacture, process, develop, or otherwise acquire, and to use and/or to sell as owners, manufacturers, researchers, developers, experimenters, jobbers, brokers, middlemen, wholesalers, and/or retailers and/or as agents and/or through agents on consignment or commission, or otherwise, for cash or for any other consideration, and to hold, own, use, mortgage, pledge, distribute, assign, lease, rent, transfer, or otherwise dispose of and to invest, trade, deal in and deal with at wholesale, and/or at retail, wearing apparel of every kind and nature, garments of every kind and nature, goods, wares, products, materials, and/or general merchandise and/or personal property of every class and description and of whatever kind and nature, whether tangible or intangible, through manufacturing and/or wholesale and/or retail outlets owned or otherwise acquired and held by the corporation and/or any agents of this corporation, and to purchase, lease or otherwise acquire lands, buildings, improvements, appurtenances, engines, machinery, and equipment and materials for the aforesaid purposes or any of them, and to do all things incidental to the operation of said business.

To do research work, conduct experiments and/or otherwise to conduct any and all research experiments ~~and/or otherwise to conduct any and all research experiments~~, operations and work of whatever class and description for the discovery of new materials, processes, products and business, and/or for the development, improvement and expansion of the business of this corporation, and/or to patent or to copyright and to otherwise secure any and all exclusive rights to such discoveries, developments and/or improvements.

To acquire and pay for in cash, stock or bonds of this corporation, or otherwise, the good will, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To acquire, subscribe for, hold, own, pledge and otherwise dispose of and vote shares of stock, bonds and securities of any other corporation, domestic or foreign.

To buy, purchase or otherwise acquire, hold, use, own, sell, mortgage, pledge, grant, transfer, or assign licenses, franchises, agencies, exclusive sales agencies, exclusive manufacturing agencies, contracts, rights and/or privileges of every class and description for the sale, distribution, or other disposition at wholesale and/or retail of wearing apparel, garments, goods, wares and/or general merchandise, and/or personal property of every class and description and of whatever kind and nature, whether tangible or intangible.

To buy, purchase, or otherwise acquire, own, use, mortgage, pledge, sell, distribute, assign, transfer, lease, rent, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise and/or personal property of every class and description and of whatever kind and nature, whether tangible or intangible.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

To have one or more offices, within or without the State of Mississippi, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

To borrow or raise moneys for any of the purposes of the corporation and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

All of the 100 shares of stock of this corporation.

W. V. Fudlam, Jr.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority E. R. Edwards, James L. Spencer, and W. V. Ludlam, Jr.,

incorporators of the corporation known as the Over The Top, Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 8th day of November, 1948

Laura Jones

NOTARY PUBLIC

My commission expires: June 12, 1950

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____,

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____,

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

Received at the office of the Secretary of State this the 9th day of November A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., November 10th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Dunbar S. Rice

Attorney General.

By James L. Kendrick

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

OVER THE TOP, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Tenth day of November 19 48

Receipt No. 2257 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the tenth day of November, 1948.

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Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Developers, Inc.

1. The corporate title of said company is Developers, Inc.
2. The names of the incorporators are:

Homer V. Cruise, Jr.	Postoffice	Jackson, Mississippi
James L. Cruise	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Hinds County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of capital stock is Five thousand and no/100 Dollars ($5,000.00).

There are fifty (50) shares of common stock.

5. Number of shares for each class and par value thereof: There are fifty (50) shares of common stock at a par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is created:

To buy, own, sell, rent, make contracts with respect to, and mortgage land and to construct buildings of all kinds thereon, and to rent, sell, mortgage and otherwise dispose of and generally deal in improved and unimproved real estate by purchase, sale and rental thereon; to negotiate loans, lend money, accept, endorse, discount, buy, sell and deal in stocks, bonds, notes, debentures and other negotiable instruments and securities; to acquire, own, improve, manage, develop, lease, mortgage, sell, dispose of and otherwise deal in and with property of all kinds in any manner and to any extent not prohibited by law; to act in making loans either on its own account, or as a broker or agent for others, to carry on and engage in a general real estate development, investment and mortgage business; and to engage in a general real estate or mortgage loan brokerage business; and to do any and all other things that may be necessary or incident to the carrying out of the purposes for which the corporation is organized not inconsistent with the law. Nothing herein contained shall be construed as conferring upon the corporation the right to do a banking business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Ten (10) shares of common stock shall be subscribed and paid for before the corporation may begin business.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Homer V. Cruise, Jr. and James L. Cruise

incorporators of the corporation known as the Developers, Inc.

who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 10th day of November, 1948

Mrs. D.L.O. Balling

Notary Public

My Commission Expires Feb. 7, 1950

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 10th day of November A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., November 10th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice

Attorney General.

By James J. Kendall

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DEVELOPERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Tenth day of November 1948



Governor

By the Governor

Secretary of State

Receipt No. 2261 L

Recorded in the Secretary of State's Office this the tenth day of November, 1948.

To The Honorable Lee M. Russell, Governor of Mississippi.

I, R.E. Stratton, Jr. duly qualified and acting Clerk of the City of Clarksdale, Mississippi, and custodian of the records thereof, do hereby certify that under the provisions of Section five (5) Chapter 108 of the Laws of 1908 an election was duly and legally held in the City of Clarksdale, Mississippi on June 19th, 1920, whereunder the question was submitted to the voters of Clarksdale, Mississippi, whether the Charter to the said City should be amended as follows:

" Section 2. On the second Tuesday in December A.D.1910 and every two years thereafter until otherwise provided by law, during the life of this charter, an election shall be held in said City of Clarksadle for the election of the officers hereinafter provided for, by the qualified electors of said city. At said election there shall be elected three Commissioners to serve as an aldermanic body, all of whom shall be elcted from the municipality at large without regard to ward lines, and one of whom shall be voted for and elected as Mayor. The said Commissioners may elect one of their number to act as MAYOR pro tem in case of absence or disability of the Mayor. Each of said Commissioners shall be required to devote during each day not less than two hours of his time and such other time as the same may require to the discharge of his duties in the service of said city; and the salary of each of said Commissioners shall not exceed one hundred fifty dollars ($150.00) per month, and the salary of said Mayor or Commissioner shall not exceed two hundred dollars ($200.00) per month. And the said Commissioner shall be required to enter into bond as required by law before beginning the discharge of their duties.

Said bonds may be indorsed by legal surety bond companies or by three or more individuals, or by both bond companies or individuals, and shall be in the sum of not less than one thousand dollars ($1000.00) each. All fees for such bond company indorsements shall be paid by the municipality. The solvency of the bonds signed by the individuals shall be certified by a Justice of the Peace or by a Notary Public of the Municipality. Said bonds shall be conditioned for the faithful discharge of all duties as Commissioners and against malfeasance in office. The bonds shall be approved by the Board of Commissioners and filed with the City Clerk and by him recorderd in any book in his office suitable for such recordation. The Governor of the State shall issue a commission to each of the Commissioners Elected, to the effect that said Commissioner and Mayor have been so elected."

And 914 votes were cast in said election 471 being cast in favor of said amendment and 443 being cast against said amendment.

In witness whereof I have affixed my signature this the 19 day of July 1920

R.E. Stratton Jr.

The following resolution having been duly proposed by Commissioner L.A.Ross, was duly seconded and unanimously passed as follows, to-wit:-

Whereas, the Board of Commissioners of the City of Clarksdale, Mississippi, did on the 29 day of June 1920, at a regular session held at the City Hall in the City of Clarksdale, Mississippi, at 8 o'clock P.M., resolve that it was their intention to offer an amendment to the Charter of the City of Clarksdale, said resolution appearing at page 401 of Minute Book No.4 of this Board; and,

Whereas, due and legal publication was heretofore made of such intention as required by law, and on the 29 day of June, 1920, the Board of Commissioners of said City ordered a Special Election to be held in the City of Clarksdale, Mississippi, on the 19th, day of July, A.D.1920, when and where the question as to whether said amendment to the Charter of said City of Clarksdale should be made should be voted on by the qualified voters of said City; and,

Whereas, due and legal notice of said election was given to the qualified voters of the City of Clarksdale, as evidenced by proof of publication of said notice, made by the Clarksdale Daily Register, a news paper published in the City of Clarksdale, Mississippi, which said notice is hereby ordered to be spread upon the Minutes of this Board; and,

Whereas, the Commissioners of said election, duly and legally appointed to hold said election, have made report that they did on the said 19th, day of July, 1920, duly and legally hold said election, which said report appears in words and figures as follows, to-wit:-

"To the Hon. Board of Mayor and Commissioners of the City of Clarksdale, Mississippi:-

We the undersigned Commissioners, duly appointed, sworn and qualified to hold this special election, duly ordered by the aforesaid Board of Commissioners of said City, to be held on the 19th, day of July, A.D.1920, in the City of Clarksdale,

Mississippi, to determine whether or not the charter of the City of Clarksdale, Miss., should be amended as follows, to-wit:-

'Section 2. On the second Tuesday in December, A.D. 1910, and every two years thereafter until otherwise provided by law, during the life of this charter, an election shall be held in said City of Clarksdale for the election of the officers hereinafter provided for, by the qualified electors of said City. At said election there shall be elected three commissioners to serve as an aldermanic body, all of whom shall be elected from the municipality at large without regard to ward lines, and one of whom shall be voted for and elected as Mayor. The said Commissioners may elect one of their number to act as Mayor pro tem in case of the absence or disability of the Mayor. Each of said Commissioners shall be required to devote during each day not less than two hours of his time and such other time as the same may require to the discharge of his duties in the service of the said City; and the salary of each of said Commissioners shall not exceed One Hundred Fifty Dollars ($150.00) per month, and the salary of the said Mayor Commissioner shall not exceed Two Hundred Dollars ($200.00) per month. And said Commissioner shall be required to enter into bond as required by law before beginning the discharge of their duties.

Said bonds may be endorsed by legal surety bond companies or by three or more individuals, or by both bond companies and individuals and shall be in the sum of not less than One Thousand Dollars ($1000.00) each. All fees for such bond company endorsements shall be paid by the municipality. The solvency of the bonds signed by individuals shall be certified by a Justice of the Peace or by a Notary Public of the municipality. Said bonds shall be conditioned for the faithful discharge of all duties as Commissioners and against malfeasance in office. The bonds shall be approved by the Board of Commissioners and filed with the City Clerk and by him recorded

in any book in his office suitable for such recordation. The Governor of the State shall issue a commission to each of the Commissioners of Election upon the request of the Commissioners to the effect that said Commissioner and Mayor have been so elected.' do hereby certify that we did on the said 19th, day of July, 1920, at the City Hall, in and for the City of Clarksdale, Miss., hold, conduct and conclude said special election in the manner and form and as required by law, and that at said election there were a total of 312 votes cast, of which 171 votes of the votes cast at said election were cast for the amendment to the said charter, and 141 votes of the votes cast at said election were cast against the amendment of the said charter, and there were None spoiled ballots, and that a majority of all the votes cast at said election were cast for the amendment to the said Charter of the said City of Clarksdale, Mississippi, and that we hereby make return of said election to you accordingly.

Witness our signatures this the 19 day of July, A.D.1920.

Luther Gilbert,

R.E.Stratton, Sr.,

Glen Lacy."

And, whereas, it appears from said report of said election commissioners that the said amendment to the said charter received a majority of 28 votes cast in favor of the said amendment;

Therefore, Be It Resolved, that the City Clerk be authorized and directed to make a report of said foregoing election to the Governor of the State of Mississippi, including with said report a certified copy of said amendment to the charter of the City of Clarksdale, proof of publication, report of the election commissioners, together with certified copy of this resolution.

To the Honorable Board of Mayor and Commissioners of the City of Clarksdale, Mississippi : -

We the undersigned Commissioners, duly appointed, sworn and qualified to hold this special election, duly ordered by the aforesaid Board of Commissioners of said City, to be held on the 19th day of July 1920, A.D., in the City of Clarksdale, Miss., to determine whether or not the Charter of the City of Clarksdale Miss., should be amended as follows, to-wit :-

"Section 2. On the second Tuesday in December, A.D. 1910 and every two years thereafter until otherwise provided by law, during the life of this Charter, an election shall be held in said City of Clarksdale for the election of the officers hereinafter provided for, by the qualified electors of said City. At said election there shall be elected three commissioners to serve as an aldermanic body, all of whom shall be elected from the municipality at large without regard to ward lines, and one of whom shall be voted for and elected as Mayor. The said Commissioners may elect one of their number to act as Mayor pro tem in case of the absence or disability of the Mayor. Each of said Commissioners shall be required to devote during each day not less than two hours of his time and such other time as the same may be required to the discharge of his duties in the service of said City; and the salary of each of said Commissioners shall not exceed One Hundred fifty Dollars ($150.00) per month, and the salary of the said Mayor Commissioner shall not exceed Two Hundred Dollars ($200.00) per month. And said Commissioners shall be required to enter into bond as required by law before beginning the discharge of their duties.

Said bonds may be indorsed by legal surety bond companies or by three or more individuals, or by both bond companies and individuals and shall be in the sum of not less than One Thousand Dollars ($1000.00) each. All fees for such bond company indorsements shall be paid by the municipality. The solvency of the bond signed by individuals shall be certified by a Justice of the Peace or by a Notary Public of the municipality. Said bonds shall be conditioned for the faithful discharge of all duties as Commissioners and against malfeasance in office. The bonds shall be approved by the Board of Commissioners and filed with the City Clerk and by him recorded in any book in his office suitable for for such recordation. The Governor oft the State shall issue a commission to each of the Commissioners so elected upon the certificate of the Commissioners of the Commissioners of election to the effect that said Commissioners and Mayor have been so elected".

do hereby certify that we did on the 19th day of July, 1920, at the City Hall, in and for the City of Clarksdale, Mississippi, hold, conduct and conclude said special election in the manner and form and as required by law, and that at the said election there were a total of 314 votes cast, of which _____ votes cast at said election were cast for the amendment of the said Charter, and 77 votes of the votes cast at said election were cast against the amendment of the said Charter, and there were no spoiled ballots; and that a full ...

all the votes cast at said election were cast for the amendment to the said Charter of the said City of Clarksdale, Mississippi, and that we hereby make return of said election to you accordingly.

Witness our signatures this the 12 th day of July 1920

R E Stratton Sr

Luther Gilbert

[illegible]

CLARKSDALE, MISS.

Commission Form of Government.

Be it Remembered--

THAT WHEREAS, a proper petition of the qualified electors pf the City of Clarksdale, County of Coahoma, State of Mississippi, was duly and properly filed with the Mayor and Board of Aldermen of said City, praying that an election be ordered by said Mayor and Board of Aldermen to determine whether or not the City of Clarksdale aforesaid should adopt a Commission form of Government as provided in Chapter 10 of the Laws of Mississippi of 1908, which petition was as follows to-wit:--

To the Mayor and Board of Aldermen of the City of Clarksdale:--
The undersigned qualified voters of the City of Clarksdale hereby petition your Honorable body to order an election to be held in the City of Clarksdale as required by law, to determine whether or not the qualified voters of the City of Clarksdale will elect and determine to adopt a Commission form of Government as is provided by law, with the following named elective officers, to-wit:--Three commissioners, one of whom shall be voted for and elected as Mayor.
That each of said Commissioners shall be required during each day to devote not less than two hours in the service of the City of Clarksdale, and that the salary of each of the said Commissioners shall be not exceeding Fifty Dollars per month, and that each of said Commissioners shall be required to give bond as required by law. Your petitioners pray that said election be ordered and held at as early a date as may be done in compliance with law.

And Whereas, the Mayor and Board of Aldermen of the City of Clarksdale did order an election to determine whether said Commission form of government should be adopted, which said election was duly and legally held on the 30th day of August, 1910, and resulted in the adoption by the qualified electors of said City of Clarksdale of the Commission form of government for said City, and the said Mayor and Board of Aldermen by resolution did declare the result of said election and declared the adoption of the said Commission form of Government, and

Whereas, the Clerk of the said City of Clarksdale has duly and properly certified to me the result of said election as set forth and declared by resolution of the said Mayor and Board of Aldermen as the law directs.

Now Therefore, I, Joseph W Power, Secretary of State, by virtue of the authority and requirements of the said Chapter 108 of the Laws of 1908, do hereby issue this charter of the City of Clarksdale, signed by the Governor, to put into effect the Commission form of Government under the terms and provisions of the said Chapter 108 of the Laws of 1908, and as set forth in the said petition, election and resolution aforesaid, with

Section 1. The City of Clarksdale, county of Coahoma and State of Mississippi, having elected to adopt the Commission form of Government as provided for by Chapter 108 Laws of Mississippi of 1908, is hereby authorized and empowered to establish the said Commission Form of Government under the terms and provisions of this Charter and the conditions and requirements of said Chapter 108, Laws of 1908.

Section 2. On the second Tuesday in December, A D 1910, and every two years thereafter, until otherwise provided by law, during the life of this charter, an election shall be held in said City of Clarksdale for the election of the officers hereinafter provided for by the qualified electors of said City. At said election there shall be elected three Commissioners to serve as an aldermanic body, all of whom shall be elected from the municipality at large, without regard to ward lines, and one of said Commissioners shall be voted for and elected as Mayor. The said Commissioners may elect one of their number to act as Mayor pro tem to act as Mayor in case of the absence or disability of the Mayor, Each of said Commissioners shall be required to devote during each day not less than two hours to the discharge of his duties in the service of the City, and the salary of each of said Commissioners shall be not exceeding Fifty dollars per month; and said commissioners shall be required to enter into bond as required by law before beginning the discharge of their duties.

Said bonds may be indorsed by legal surety bond companies or by three or more individuals, or by both bond companies and individuals, and shall be in the sum of not less than One Thousand Dollars each. All fees for such bond company endorsements shall be paid by the municipality. The solvency of a bond signed by individuals shall be certified by a Justice of the Peace or a Notary Public in the municipality. Said bonds shall be conditioned for the faithful discharge of all duties as Commissioners and against mal-feasance in office. The bonds shall be filed with and accepted by the Governor who shall immediately after acceptance, issue a Commission to each of the Commissioners.

Section 3. All the powers and duties, rights and privileges heretofore conferred upon and vested in the Mayor and Board of Aldermen of the City of Clarksdale, and of all municipal officers elected by the City of Clarksdale, or elected or appointed by the Mayor and Board of Aldermen of said City, shall be and are hereby declared to be vested in and conferred upon the said Commissioners provided for in Section 1 of this Charter, subject to such provisions and restrictions as may be herein

contained, or as may be otherwise provided for by law, and in such officers, clerks or subordinates as may be elected or appointed by the said Commissioners. And full power and authority is hereby conferred upon said Commissioners to appoint or elect all such subordinate officers and employes as may be deemed necessary by said Commissioners to properly conduct the municipal affairs of the city of Clarksdale. The said Commissioners arehereby also empowered to prescribe the duties and fix th salaries of all such subordinate officers and employes of the said City; provided the same shall be just and in proportion to the time required and the service rendered, and the commissioners shall have the right to discharge any such subordinate officer or employe for good cause and to fill the vacancy by appointment, and to abolish all appointive offices or employments ~~at pleasure~~ except that of school trustee; or they may consolidate any two of such offices or employments when in their judgment the same may be necessary or advisable.

Section 4. All subordinate officers and employes shall give bond to the municipality in such sums as may be required by the Commissioners, which bonds shall be in accordance with the duties and responsibilities of the office or employment. If said bonds are given in surety bond companies the premiums shall be paid by the municipality.

Section 5. Immediately after entering upon the discharge of their duties, the said commissioners shall meet and formulate a plan of government for the said city of Clarksdale, and shall divide the duties of the municipal government into departments with one of the Commissioners at the head of each, and the commissioners shall hold regular meetings at least once in each week to confer and decide upon matters pertaining to their respective departments; to adopt and put into effect all necessary ordinances and to transact such other business as may come before them. The Commissioners shall also hold a regular meeting on the First Tuesday in each month at which the minutes of the previous month's meeting shall be read, adopted and approved and at which the reports of all officers and employes shall be read and acted upon. All accounts and bills for work and labor and supplies shall be audited, and if found correct shall be audited and allowed. The commissioner designated as Mayor shall preside at all meetings of the Commissioners, and in case of a tie or any question the Mayor shall cast the deciding vote. At all regular monthly meetings of the Commissioners the public shall be allowed to attend and to come before said Commissioners any matter and to be heard upon any petition they may desire to bring before the Commissioners; and the

public or any citizen who may be interested, shall be allowed to be present at any regular weekly meeting of the Commissioners as which ordinances may be adopted, or any public matter finally determined upon. The Commissioners shall have the power to require the attendance of any officer or employe of the municipality at any monthly meeting if they so desire, and every officer elected by the municipality shall be and is required hereby to attend all regular meetings of the Commissioners, unless excused by the Mayor for good cause.

Section 6. The Three Commissioners provided for by this charter shall in their collective capacity hereby vested with all the powers and charged with all the duties conferred by Chapter 99 of the Code of Mississippi of 1906, and all amendments thereto heretofore or hereafter adopted, upon and to the Mayor and Board of Aldermen, and shall jointly exercise and perform such powers and duties equally and co-ordinately, but each Commissioner shall supervise and control such of the departments of the municipality provided for in Section 5 of this charter, as may be assigned to him, subject to the ratification and revocation of the joint body. And the Mayor shall exercise the authority and discharge the duties defined in the said Chapter 99 of the Code of 1906, and amendments thereto as aforesaid, except as the same may be inconsistent with the provisions of this charter, and except as the same may conflict with the powers, rights and duties conferred upon and assigned to the other Commissioners, or vested in the said three Commissioners as a body.

Section 7. If any subordinate officer or school trustee, or any Commissioner, other than the Mayor, shall fail or refuse or neglect to discharge any of the duties of his office, or be guilty of mal-feasance in office, and the same is reported to the Mayor, ~~or Mayor xxxxxxxxxx~~, by petition of ten or more qualified electors, it shall be the duty of the Mayor, ~~as xx case xxx xxxxxxxxx

of the qualified electors of the City of Clarksdale voting in an election called for that purpose; and if such franchise be not approved or v voted for, by a majority of the qualified electors voting in said election, the said franchise shall not be again submitted to an election in less than six months from the dte of the election.

Section 10. This charter may be amended as to the number of Commissioners, the time required of each, the amount of salary paid to each, and the bond required of each, and also as to the subordinate officers, by an election to be held for that purpose, at least three months before the regular election for City officers. In any such election held for the purpose of amending this charter, if such proposed amendment shall receive a majority of the votes cast, the Clerk of the City shall certify a copy of the amendment with the result of the election to the Governor, who shall thereupon issue his proclamation authorizing the said amendment.

Section 11. In the event that the said City of Clarksdale shall at any time desire to abolish this charter and re-establish the municipal form of Government as provided by Chapter 99 of the Code of Mississippi of 1906, and the amendments thereto, it may do so with the consent of a majority of the qualified electors of said city voting at an election to be held for that purpose, and to be called on petition of ten per cent of the qualified electors, and conducted in the same manner as provided for the adoption of the Commission form of Government. If such an election shall result in favor of the proposed change of government, the Clerk shall forward to the Governor a certifed copy of the order for the election and a certified copy of the election returns, and if found to be correct, the Governor shall issue his proclamation authorizing the proposed change of Government.

Approved--Dec 30/1910

E. F. Noel

Governor.

By The Governor:--

Jas W. Power

Secretary of State.

STATE OF MISSISSIPPI.

EXECUTIVE OFFICE.

JACKSON.

The within and foregoing amendment to the Charter of Incorporation of

CITY OF CLARKSDALE

is hereby approved.

In testimony whereof I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed this 2nd - - - - - *day of* [illegible] - - - - - - - - - - - - 1880

L. M. [illegible]

By the Governor

Joseph W. Power

Secretary of State

State of Mississippi



OFFICE OF

Secretary of State

I, Heber Ladner, Secretary of State, do certify that the Charter of Incorporation AND AMENDMENT hereto attached entitled the Charter of Incorporation of

CITY OF CLARKSDALE

was pursuant to the provisions of Title 16, ~~21~~, Code of Mississippi of 1942, Recorded in the Records of Incorporations in this Office PHOTO-STAT Book No., FOURTEEN Page s 176-188.



Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this 13th day of NOVEMBER 19 48.

Heber Ladner

Secretary of State

Heber Ladner
Furnished by ~~Walter Wood~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SWAN LAKE TRAINING SCHOOL

1. The corporate title of said company is Swan Lake Training School
2. The names of the incorporators are:

H.L.Lang Postoffice Jackson,Miss.

R.W.Woullard Postoffice Hattiesburg,Miss.

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson,Miss.
4. Amount of capital stock and particulars as to class or classes thereof:

$1,000.00 Capital stock, all of one class, all being common stock

5. Number of shares for each class and par value thereof:

One Thousand shares, all of one class, of the par value of $1.00 per share, all being common stock.

6. The period of existence (not to exceed fifty years) is 50 years

7. The purpose for which it is created:

To buy, trade for or otherwise acquire, and to own, operate and sell schools and colleges anywhere in Mississippi, or elsewhere, including the owning of all personal and real property, which may be necessary or convenient in the conduct of the corporation's business; and to make any and all ~~sorts-of-~~ sorts of contracts in connection therewith.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Three hundred shares

Incorporator

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority H.L.Lang ~~and R.W.Woullard~~ one of the incorporators of the corporation known as the Swan Lake Training School who acknowledged that ~~(he)~~ he ~~(they)~~ signed and executed the above and foregoing articles of incorporation as ~~(his)~~ his ~~(their)~~ act and deed on this the 11th day of November, 1948

Commission expires June 3 1951.

Sidney E. Smith, Jr.
Notary Public

STATE OF MISSISSIPPI

County of Forrest

This day personally appeared before me, the undersigned authority _____, R.W.Woullard, one of the _____, _____, _____, incorporators of the corporation known as the Swan Lake Training School who acknowledged that (he) ~~(they)~~ signed and executed the above and foregoing articles of incorporation as (his) ~~(their)~~ act and deed on this the 12 day of November, 1948

~~Commission expires~~ MY COMMISSION EXPIRES MAR. 17, 1949

Eugene Jordan
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

Received at the office of the Secretary of State this the 15th day of November A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., _____ 194__

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By John M. Kuykendall
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SWAN LAKE TRAINING SCHOOL

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifteenth day of November 19 48

Governor

Receipt No. 2274 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

Furnished by Heber Ladner ~~Walker Wood~~, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Canton Creamery

1. The corporate title of said company is Canton Creamery
2. The names of the incorporators are:

C. H. James	Postoffice	Canton, Mississippi
Virgil L. Hayes	Postoffice	Canton, Mississippi
H. A. Gillespie	Postoffice	Canton, Mississippi
W. K. Gilbert	Postoffice	Canton, Mississippi
Tom McFarran	Postoffice	Canton, Mississippi
G. L. Crawford	Postoffice	Madison, Mississippi
Nelson Cauthen	Postoffice	Canton, Mississippi
	Postoffice	

3. The domicile is at Canton, Madison County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Fifty-Thousand ($50,000.00) Dollars, divided into five-hundred shares of common stock, each share of the par value of One Hundred ($100.00) Dollars.

5. Number of shares for each class and par value thereof:

Five-Hundred (500) shares of common stock of the par value of One Hundred ($100.00) Dollars each.

6. The period of existence (not to exceed fifty years) is Fifty years

7. The purpose for which it is created:

To own and operate a creamery or creameries located in Madison County, Mississippi, and engage in the business of buying and selling milk and milk products.

To buy, manufacture and sell ice cream, ice cream mix, and soft drinks.

To buy and sell all kinds of farm products and livestock.

To buy, own, mortgage, sell and encumber real estate and personal property, to purchase and own land for the proper conduct of its business, to rent property, to borrow money, to do all things incidental to the above purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Two Hundred shares of common stock to be sold and paid for before the corporation may begin business.

C. J. Dennis
Virgil L. Hayes
H. A. Gillespie
W. L. Gilbert
G. L. Crawford
Nelson Cauthen

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Madison

This day personally appeared before me, the undersigned authority C.H. James, Virgil L. Hayes, H. A. Gillespie, W. K. Gilbert, Tom McFerran, G. L. Crawford and Nelson Cauthen

incorporators of the corporation known as the Canton Creamery

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 13th day of November, 1948

My commission expires 7-6-1950 Abbie M. Fisher
Notary Public.

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 15th day of November A. D., 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 15th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE--In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CANTON CREAMERY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Fifteenth day of November 19 48

Governor

Receipt No. 2275 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

THE STATE OF MISSISSIPPI

COUNTY OF JONES

TO THE HONORABLE HEBER LADNER, SECRETARY OF STATE:

We, V. A. Liberto and R. C. Corley, President and Secretary-Treasurer respectively of Corley-Liberto Music Mart, Inc., a corporation domiciled in the City of Laurel, County and State aforesaid, do hereby certify the following to be a resolution of the stockholders of said corporation duly passed by the stockholders at a special meeting held on November 5, 1948, properly called for the purpose of considering a resolution as the same appears of record in the minutes of said Special Stockholders' Meeting, to-wit:

"V. A. Liberto offered the following resolution:

"BE IT REMEMBERED, That Whereas, for purposes of business expediency the name of the corporation should be changed from Corley-Liberto Music Mart, Inc., to Corley's, Inc.

"THEREFORE, Be it resolved that the name of the corporation be changed to Corley's, Inc., and that the President and Secretary of the corporation prepare and present to the Secretary of State this proposed amendment to the Charter of Incorporation in writing, acknowledged by the President and Secretary before some officer authorized to take acknowledgments, together with a certified copy of this resolution as approved by the stockholders when put, and that the Secretary affix thereto the seal of the corporation."

"Upon motion duly seconded and when put carried, the foregoing resolution was adopted and ordered spread upon these minutes.

"Those voting "Aye" to the motion to adopt the resolution were: V. A. Liberto and R. C. Corley. Those voting "Nay" were: None.

There being no further business, the meeting adjourned.

(SEAL)

V. A. Liberto
President

R. C. Corley
Secretary - Treasurer.

Sworn to and subscribed before me, this [illegible] day of November, 1948.

V. A. Liberto
President

[illegible]
Notary Public.

R. C. Corley
Secretary - Treasurer.

My commission expires Sept. 16, 19[illegible]

APPLICATION TO AMEND CORPORATION CHARTER

THE STATE OF MISSISSIPPI

TO THE HONORABLE HEBER LADNER, SECRETARY OF STATE:

Corley-Liberto Music Mart, Inc., a corporation, makes this application, acknowledged by its proper officers, to amend its Charter of Incorporation in the following particulars:

1. The corporate title of said Company is:

CORLEY'S, INC.

and in support of this application submits herewith a duly authenticated copy of proposed amendment and a resolution of the stockholders of Corley-Liberto Music Mart, adopting and approving the proposed amendment, said copy being under seal of the corporation.

CORLEY-LIBERTO MUSIC MART, INC.

By: V. A. Liberto
President

By: R. C. Corley
Secretary-Treasurer

STATE OF MISSISSIPPI
COUNTY OF JONES

This day personally appeared before me, the undersigned authority in and for jurisdiction aforesaid, V. A. LIBERTO and R. C. CORLEY, President and Secretary-Treasurer respectively of Corley-Liberto Music Mart, Inc., a corporation, who acknowledged that they signed and sealed the foregoing Application to Amend Corporation Charter of Corley-Liberto Music Mart, Inc., a corporation, as the act and deed of said corporation, after having been first duly authorized, directed and empowered so to do.

Given under my hand and official seal of office, at Laurel, Mississippi, on this 6th day of November, A. D., 1948.

Sue Brewer
Notary Public.

My Commission Expires Sept. 10, 19[illegible]

Received at the office of the Secretary of State, this the 12th day of November

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 12th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

CORLEY-LIBERTO MUSIC MART, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this THIRTEENTH *day of* NOVEMBER *19* 48

Receipt No. 2263 L

By the Governor.

Heber Ladner

Secretary of State.

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

THE CHARTER OF INCORPORATION OF:

DIXIE BROKERAGE AND GUARANTY COMPANY OF LAUREL

1. The corporate title of said company is: Dixie Brokerage and Guaranty Company of Laurel.

2. The names and post office addresses of the incorporators are:

J. C. Williams Post Office Meridian, Mississippi

Ella Mae Williams Post Office Meridian, Mississippi

3. The domicile of the corporation is at Laurel, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Ten Thousand Dollars ($10,000.00)-All common stock. There are no classes of common stock; each share of stock having equal preference, rights and privileges without qualifications upon the voting powers of any of such stock.

5. Number of shares for each class and par value thereof; One Hundred (100) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence is: Fifty (50) years.

7. The purposes for which it is created: To act as agent and/or broker in securing loans for individuals from loan companies, associations, credit unions, banks and corporations and to charge a brokerage fee or commission for such service; to endorse and guarantee to the lending agency evidences of the indebtedness executed by those for whom loans are secured; to act as agent in the collection of loans for lending agencies and to enforce the collection of loans in those cases where the Company is required to make good its endorsement to the lending agency; to do and perform any and all things necessary and incidental to the rights and powers herein described which are not contrary to the laws of the State of Mississippi or of the United States; in addition, to exercise all the rights and powers conferred by the provisions of Chapter 4, Title 21, Volume 4 of the Mississippi Code of 1942 and amendments thereto.

8. Number of shares to each class to be subscribed and paid for before the corporation may commence business: 10 shares-$1,000.00.

J. C. Williams

Ella Mae Williams

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for the above named County and State, J. C. Williams and Ella Mae Williams, incorporators of the corporation known as Dixie Brokerage and Guaranty Company of Laurel, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 10th day of November, 1948.

Ethel Odom

NOTARY PUBLIC

Commission Expires Mar. 24, '52

Received at the office of the Secretary of State, this the 12th day of November, A.D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

SECRETARY OF STATE

JACKSON, MISSISSIPPI

November 12th, 1948

I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
Attorney General

By: James D. Kendall
Assistant Attorney General

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DIXIE BROKERAGE AND GUARANTY COMPANY

OF LAUREL

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this THIRTEENTH day of NOVEMBER 19 48

Receipt No. 2265 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgement in making Application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Buffalo Drilling Company

1. The corporate title of said company is Buffalo Drilling Company
2. The names of the incorporators are:

D. L. Reynolds	Postoffice	Laurel, Mississippi
F. E. Davis	Postoffice	Laurel, Mississippi
Wiley Wedemeyer	Postoffice	Laurel, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Laurel, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Thirty Thousand Dollars ($30,000.00), all common stock.

5. Number of shares for each class and par value thereof:

Three Hundred shares common stock, par value $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty years.

7. **The purpose for which it is created:** To engage in the business of drilling for hire, or for an interest therein or for any other valuable consideration, oil wells and gas wells; to acquire, own and operate drilling rigs; to deal in drillers' supplies; to acquire, sell and deal generally in oil, gas and mineral rights; to acquire, own and operate heavy duty trucks; to engage in the business of drilling, promoting and operating oil and gas wells; to operate stores and commissaries; to own real estate or any interest therein with the right to buy, sell and trade in real estate and any kind of interest therein, mineral or otherwise; to make operating agreements for drilling for oil, gas and other minerals; to engage generally in the promotion of the oil industry and any and all branches thereof.

The corporation may issue stock certificates, showing the interest of any share holder in the corporation and adopt reasonable and lawful regulations for the transfer thereof on the books of the company.

The corporation may issue stock for assets acquired by the corporation from stockholders.

The corporation may adopt by-laws for the proper management of the corporation and it may hold meetings of its stockholders and of its directors at places without or within the State of Mississippi, if the stockholders and directors shall respectively so elect.

The corporation may borrow money and issue its notes, bonds, debentures or other evidences thereof and secure same by mortgage pledge of assets or otherwise.

The corporation may be consolidated with or merged with any other corporation, or it may have merged with it any other corporation or corporations, not in violation of the laws of the State of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. **Number of Shares of each class to be subscribed and paid for before the corporation may begin business.**

One Hundred (100) shares of the common stock of the corporation.

D. C. Reynolds
F. E. Davis
Wiley Wideney Jr

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jones

This day personally appeared before me, the undersigned authority D. L. Reynolds, F. E. Davis and Wiley Wedemeyer,

incorporators of the corporation known as the Buffalo Drilling Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 11th day of November, 1948.

Mary L. Lewis
Notary Public

My commission expires September 4, 1950.

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 12th day of November A. D., 1948, together with the sum of $70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 12th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James J. Kirkpatrick
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BUFFALO DRILLING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of November 19 48

Receipt No. 2269 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

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Heber Ladner

Furnished by ~~[illegible]~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SOUTHERN HEATING COMPANY

1. The corporate title of said company is Southern Heating Company
2. The names of the incorporators are:

Sue Alday	Postoffice	618-26th Avenue
	Postoffice	Meridian, Mississippi
Edwin Henson	Postoffice	2333½ 41st Street
	Postoffice	Meridian, Mississippi
J. F. Shumate, Jr.	Postoffice	1724-24th Avenue
	Postoffice	Meridian, Mississippi
	Postoffice	
	Postoffice	

3. The domicile is at Meridian, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

FIVE THOUSAND & no/100 DOLLARS ($5,000.00),
all stock to be common stock.

5. Number of shares for each class and par value thereof:

Fifty (50) shares, par value of ONE HUNDRED & no/100 DOLLARS ($100.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty years

7. The purpose for which it is created:

To own, buy and sell heating equipment, machinery, real estate, groceries and merchandise.

To execute promissory notes, mortgages, deeds of trust, deeds and contracts for legal purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Twenty shares of the common stock of the corporation.

Sue Alday

Sue Alday

Edwin Henson

Edwin Henson

J. F. Shumate, Jr.

J. F. Shumate, Jr.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lauderdale

This day personally appeared before me, the undersigned authority Sue Alday, Edwin Henson and J. F. Shumate, Jr.

incorporators of the corporation known as the Southern Heating Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 11th day of November, 1948

Annie Seeger
NOTARY PUBLIC

(SEAL) My Commission Expires July 15, 1952

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

Received at the office of the Secretary of State this the 12th day of November A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 12th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James J. Purdie
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTHERN HEATING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirteenth day of November 19 48

Receipt No. 2265 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

Furnished by Heber Ladner Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SUCCESS LAUNDRY & CLEANERS, INC.

1. The corporate title of said company is Success Laundry and Cleaners, Inc.
2. The names of the incorporators are:

P. L. Pitts	Postoffice	Clarksdale, Mississippi
J. T. Jenkins, Jr.	Postoffice	Clarksdale, Mississippi
Leighton S. Miller	Postoffice	Clarksdale, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Clarksdale, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$25,000.00 of Common Stock

5. Number of shares for each class and par value thereof:

Two hundred fifty (250) shares of common stock of a par value of $100.00 each share.

6. The period of existence (not to exceed fifty years) is fifty years

7. The purpose for which it is created:

To own, lease, rent, operate, and conduct a laundry and dry cleaning plant and business; to own, purchase, lease, rent, or otherwise acquire all necessary machinery and equipment incidental thereto; to purchase, own, lease and rent such real and personal property as is incidental and necessary to said business; to execute all contracts, of whatever kind or nature, incidental to said business; to do and perform all kinds of laundering, cleaning, dyeing, altering, and otherwise processing of clothes, garments, and all other types of wearing apparel, and all other washable or cleanable articles, and to do and perform any and all other acts not violative of the laws of the State of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Fifty (50 Shares)

P L Pitts

J T Jenkins Jr

Leighton S Miller

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Coahoma

This day personally appeared before me, the undersigned authority P. L. Pitts, J. T. Jenkins, Jr Leighton S. Miller

incorporators of the corporation known as the Success Laundry and Cleaners, Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 10th day of November, 1948

B. T. Hughey
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 12th day of November A. D., 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 12th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Rice
Attorney General.

By James D. Kimbrell
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SUCCESS LAUNDRY AND CLEANERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Thirteenth day of November 1948

Governor

By the Governor

Secretary of State

Receipt No. 2268 L

Recorded in the Secretary of State's Office this the fifteenth day of November, 1948.

ARTICLES OF ASSOCIATION AND INCORPORATION

of

Copiah-Lincoln Artificial Breeders Association (AAL)

Sec. 1. We, K. V. Estess of Copiah County, Mississippi, (P.O. address Route 1, Hazlehurst, Miss.);
D. E. Patterson of Lincoln County, Mississippi, (P.O. address Wesson, Miss.);
Will L. White of Copiah County, Mississippi, (P.O. address Wesson, Miss.);
Carl E. Hutson of Lincoln County, Mississippi, (P.O. address Route 1, Brookhaven, Miss.);
Asa L. King of Copiah County, Mississippi, (P.O. address Route 3, Wesson, Miss.);
Roy L. Dixon of Lincoln County, Mississippi, (P.O. address Brookhaven, Miss.);
Russell Sasser of Lincoln County, Mississippi, (P.O. address Route 3, Bogue Chitto, Miss.);
Carl Douglas of Lincoln County, Mississippi, (P.O. address Route 3, Bogue Chitto, Miss.);
Herman A. Johnson of Lincoln County, Mississippi, (P.O. address Route 3, Bogue Chitto, Miss.);
J. P. Cagle of Lincoln County, Mississippi, (P.O. address Route 2, Wesson, Miss.);
the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the Laws of Mississippi of 1930 and as amended in Section 4500, Code of 1942, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State of the State of Mississippi, and recorded as required by said statute for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said statute, with all the rights, powers, privileges, and immunities by said statute given or allowed, setting forth the following:

Sec. 2. The name of the organization shall be Copiah-Lincoln Artificial Breeders Association (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Wesson, , in the County of Copiah : in the State of Mississippi.

Section 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930 and as amended in Section 4500, Code of 1942.

Sec. 6. The primary purpose of this cooperative, hereinafter referred to as the association, shall be to improve the dairy herds of its membership by: (1) providing breeding services at reasonable fees, by artificial insemination practices, with semen obtained from meritorious sires, and (2) rendering such other services as may appear desirable, and exercising and enjoying all rights, powers, privileges and immunities given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi, 1930, and as amended in Section 4500, Code of 1942, or by other Laws of Mississippi or the United States.

In testimony whereof we have hereunto set our hand in duplicate, this 5th day of November 1948.

K. V. Estess — Roy L. Dixon

D. E. Patterson — Russell Sasser

Will L. White — Carl Douglas

Carl E. Hutson — Herman A. Johnson

Asa L. King — J. P. Cagle

State of Mississippi)
County of Copiah)

Before me, the undersigned authority competent to take acknowledgments personally came and appeared the above named

K. V. Estess — Roy L. Dixon

D. E. Patterson — Russell Sasser

Will L. White — Carl Douglas

Carl E. Hutson — Herman A. Johnson

Asa L. King — J. P. Cagle

Who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 5th day of November, 1948.

Mildred Wallace
Notary Public
My Commission expires
June 23, 1951

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the ARTICLES OF ASSOCIATION AND INCORPORATION OF COPIAH-LINCOLN ARTIFICIAL BREEDERS ASSOCIATION, (A. A. L.),**********

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 13th day of NOVEMBER, A. D., 1948, and one copy thereof recorded in this office in Record of Incorporations/Photostat Book No. 14, at pages 216-218, and the other copy thereof returned to said association.



Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 13th day of NOVEMBER, , 1948.

Heber Ladner

Secretary of State

xbox Receipt No. 2272 L

At a called meeting of the Bay St. Louis Little Theatre group, held in the City of Bay St. Louis, Mississippi, on the 9th day of November, 1948, at 8:00 a. m., at which there were present the following:

Mrs. John E. Bell
Mr. John E. Bell
Mrs. Oliver Radford
David N. McDonald
Mrs. Ruth K. Hoefeld
J. Roland Weston
Dennie L. Tonkel
Walter J. Phillips
Mrs. Antoinette Trasteur

On motion duly made and seconded, the following resolution was unanimously adopted:

"RESOLVED that Mr. John E. Bell, David N. McDonald and Mrs. Antoinette Trasteur be and they are hereby authorized to make application to the Secretary of the State of Mississippi for a charter of incorporation of the Bay St. Louis Little Theatre, Inc., as a non-profit and non-share corporation".

The above and foregoing resolution having been duly moved and seconded, the following vote was recorded:

THOSE VOTING YEA:

Mrs. John E. Bell
Mr. John E. Bell
Mrs. Oliver Radford
David N. McDonald
Mrs. Ruth K. Hoefeld
J. Roland Weston
Dennie L. Tonkel
Walter J. Phillips
Mrs. Antoinette Trasteur

THOSE VOTING NAY:

None.

* * * * * * * *

I, Antoinette Trasteur, Secretary of the Bay St. Louis Little Theatre, do hereby certify that the foregoing is a true and correct copy of a resolution adopted by said Bay St. Louis Little Theatre on the 9th day of November, A. D. 1948.

WITNESS my signature this the 9th day of November, A. D. 1948.

_____
SECRETARY

Furnished by Heber Ladner ~~[illegible]~~, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

BAY SAINT LOUIS LITTLE THEATRE, INC.

1. The corporate title of said company is Bay Saint Louis Little Theatre, Inc.
2. The names of the incorporators are:

John E. Bell	Postoffice	Bay St. Louis, Mississippi
David N. McDonald	Postoffice	Bay St. Louis, Mississippi
Mrs. Antoinette Trasteur	Postoffice	Bay St. Louis, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Bay St. Louis, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: -------

6. The period of existence (not to exceed fifty years) is Perpetual

7. The purpose for which it is created:

To promote a spirit of benevolence, good will and social intercourse among its members. To promote and produce plays, minstrals, and other forms of entertainments; to furnish its members with reading rooms, study halls, recreationsl quarters where members may, from time to time, enjoy same; to conduct dances, and all types of sports and entertainments; all facilities purchased to be for the mutual benefit and enjoyment and civic improvement of the members.

The corporation is not to be conducted for profit.

The corporation may assess such dues against its members as may be necessary to defray the expenses of the organization or to defray the expenses of plays or other forms of entertainment, but no such dues, except actual operating expenses, shall be used for pecuniary profit of any of its members.

The powers intended to be exercised by said corporation are to make contracts, to sue and be sued; to have and to hold such property, real and personal, as it may become lawfully possessed of, and to transfer, assignand convey the same.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

None

David N. McDonald
Mrs. [illegible]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hancock

This day personally appeared before me, the undersigned authority John E. Bell, David N. McDonald and Mrs. Antoinette Trastour,

incorporators of the corporation known as the Bay St. Louis Little Theatre, Inc. who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 10th day of November, 1948

Walter J. Phillips
NOTARY PUBLIC

My Commission Expires [illegible]

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 15th day of November A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 16th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Lambdin
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BAY SAINT LOUIS LITTLE THEATRE, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Seventeenth day of November 19 48

Receipt No. 2281 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the seventeenth day of November, 1948.

224

STATE OF MISSISSIPPI
Department of Justice

GREEK L. RICE
ATTORNEY GENERAL
GEO. H. ETHRIDGE
R. O. ARRINGTON
ASSISTANT ATTORNEYS GENERAL

JAMES T. KENDALL
JOHN M. KUYKENDALL, JR.
JOHN E. STONE
JOE T. PATTERSON
ASSISTANT ATTORNEYS GENERAL

JACKSON 103

November 16, 1948

Honorable Fielding L. Wright
Governor, State of Mississippi
Jackson, Mississippi

Dear Sir:

I transmit to you herewith [illegible] to the charter of incorporation of the City of Columbus, Mississippi. I have examined said amendment and I am of the opinion that same is consistent with the constitution and laws of the United States and with the constitution of the State of Mississippi.

Yours very truly,

GREEK L. RICE, ATTORNEY GENERAL

BY James T. Kendall
Assistant Attorney General

JTK/F

CITY OF COLUMBUS

MISSISSIPPI

CHARTER AMENDMENT NO. 29

AN ORDINANCE TO AMEND SECTIONS NINETEEN (19) AND TWENTY (20) OF THE CHARTER OF THE CITY OF COLUMBUS, MISSISSIPPI, AS AMENDED AUGUST 13, 1946, WITH REFERENCE TO THE SALARIES OF THE MAYOR, THE SECRETARY-TREASURER AND THE CITY MARSHAL, AND PRESCRIBING THE RESPECTIVE DUTIES THEREOF.

BE IT ORDAINED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF COLUMBUS, MISSISSIPPI, That Sections Nineteen (19) and Twenty (20) and all amendments of and to said sections of the Charter of the City of Columbus, Mississippi, be and the same are hereby amended so as to read as follows, to-wit:

SECTION 19. BE IT FURTHER ENACTED, That the salary of said Mayor shall be $5,000.00 per annum, and for all criminal matters of which he shall take cognizance under the criminal laws of this state, he shall be entitled to such fees as are allowed by law to justices of the peace.

SECTION 20. BE IT FURTHER ENACTED, That there shall be elected or appointed by said Mayor and City Council a Secretary-Treasurer, a City Marshal, a Street Commissioner, a Chief of Police and a sufficient number of police to preserve the peace, keep good order and enforce the ordinances of said City. The Mayor and City Council may appoint any other officers deemed by them necessary for the public welfare, and said Council shall have power to remove from office at their pleasure, any officer appointed or elected by them, and they shall prescribe the duties of such officers, except as fixed by this act, and fix their compensation and change the same as they may see fit. They may also require any and all officers appointed by them to enter into bond with security in such sums, and with such sureties as they shall designate, which bonds shall be payable to the City of Columbus and shall be conditioned as said Council may require: such bonds shall be filed and recorded in the office of the Chancery Clerk of Lowndes County, after approval by said Council and said Mayor and City Council shall have authority to bring suit on any such bonds, for breach thereof, in any court of competent jurisdiction; all officers of said city shall take the oath of office provided by the Constitution of this State.

BE IT FURTHER ENACTED that this ordinance shall be in force and take effect upon its approval by the Governor and its recordation by the Secretary of State.

Adopted: October 21, 1948.

Wm. G. Hairston, Mayor — T. W. Lewis, Jr. Secy.-Treas.

4t: Oct. 22: 29; Nov. 5:12-1948

STATE OF MISSISSIPPI,
County of Lowndes

PERSONALLY CAME before me, the undersigned, a notary public in and for Lowndes County, Mississippi, the CLERK of the Commercial Dispatch, a newspaper published in the City of Columbus, who, being duly sworn, deposes and says that the COMMERCIAL DISPATCH is a newspaper as defined and prescribed in Senate Bill No. 203 enacted at the regular session of the Mississippi Legislature of 1948, amending Section 1858, of the Mississippi Code of 1942, and that the publication of a notice, of

which the annexed is a copy, in the matter of Charter amendment No 29

has been made in said paper 4 times consecutively, to-wit:

On the 22nd day of October, 1948
On the 29th day of October, 1948
On the 5th day of November, 1948
On the 12th day of November, 1948
On the ____ day of ____, 194_
On the ____ day of ____, 194_

SWORN TO and subscribed before me, this
__ day of ____, 194_

Notary Public

My Commission Expires Dec. 9, 1950

Clerk

CHARTER AMENDMENT NO. 29
City of Columbus
Mississippi

AN ORDINANCE TO AMEND SECTIONS NINETEEN (19) AND TWENTY (20) OF THE CHARTER OF THE CITY OF COLUMBUS, MISSISSIPPI, AS AMENDED AUGUST 13, 1946, WITH REFERENCE TO THE SALARIES OF THE MAYOR, THE SECRETARY-TREASURER AND THE CITY MARSHAL, AND PRESCRIBING THE RESPECTIVE DUTIES THEREOF.

BE IT ORDAINED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF COLUMBUS, MISSISSIPPI, That Sections Nineteen (19) and Twenty (20) and all amendments of and to said sections of the Charter of the City of Columbus, Mississippi, be and the same are hereby amended so as to read as follows, to-wit:

SECTION 19. BE IT FURTHER ENACTED, That the salary of said Mayor shall be $5,000.00 per annum, and for all criminal matters of which he shall take cognizance under the criminal laws of this state, he shall be entitled to such fees as are allowed by law to justices of the peace.

SECTION 20. BE IT FURTHER ENACTED, That there shall be elected or appointed by said Mayor and City Council a Secretary-Treasurer, a City Marshal, a Street Commissioner, a Chief of Police and a sufficient number of police to preserve the peace, keep good order and enforce the ordinances of said City. The Mayor and City Council may appoint any other officers deemed by them necessary for the public welfare, and said Council shall have power to remove from office at their pleasure, any officer appointed or elected by them, and they shall prescribe the duties of such officers, except as fixed by this act, and fix their compensation and change the same as they may see fit. They may also require any and all officers appointed by them to enter into bond with security in such sums, and with such sureties as they shall designate, which bonds shall be payable to the City of Columbus and shall be conditioned as said Council may require: such bonds shall be filed and recorded in the office of the Chancery Clerk of Lowndes County, after approval by said Council and said Mayor and City Council shall have authority to bring suit on any such bonds, for breach thereof, in any court of competent jurisdiction; all officers of said city shall take the oath of office provided by the Constitution of this State.

BE IT FURTHER ENACTED that this ordinance shall be in force and take effect upon its approval by the Governor and its recordation by the Secretary of State.

Adopted: October 21, 1948.
T. W. LEWIS JR.,
Secy.-Treas.
WM. G. HAIRSTON,
Mayor. 10-22-29 11 5 12

STATE OF MISSISSIPPI }
LOWNDES COUNTY }
CITY OF COLUMBUS }

Certificate

We, Wm. G. Hairston, Mayor and T. W. Lewis, Jr. Secretary-Treasurer, respectively, of the City of Columbus, Mississippi, hereby certify that the annexed Charter Amendment of the City of Columbus, Mississippi, was passed and adopted at a regular adjourned session of the Mayor and City Council of said City of Columbus, Mississippi, held on October 21, 1948; that the minutes of said Mayor and City Council in which said Charter Amendment was passed and adopted, is recorded on page 147 of Minute Book 11 of the proceedings of said Mayor and City Council; that the attached and foregoing is a true and accurate copy of said amendment.

We further certify that the said amendment was duly published in "The Commercial Dispatch," a newspaper published in the City of Columbus, Mississippi for more than 12 months preceding this date, on the following dates, to-wit:

October 22nd and 29th and November 5th and 12th, 1948, proof of publication being attached hereto. We further certify that to the best of our knowledge and belief, no protests or objections of any kind have been made or filed by any of the qualified electors of said City of Columbus, against said proposed amendment, as provided by Section 3787 of the Code of Mississippi of 1942.

In witness whereof, the said Mayor and Secretary-Treasurer of said City of Columbus, Mississippi, a municipal corporation, have hereunto affixed their signatures and caused the corporate seal of the said City of Columbus, Mississippi, to be attached, this 15th day of November, 1948.

Attest:

Wm G. Hairston
Mayor

Secretary-Treasurer

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

CITY OF COLUMBUS, MISSISSIPPI

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this SEVENTEENTH *day of* NOVEMBER *19* 48

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the seventeenth day of November, 1948.

MISSISSIPPI

Department of Secretary of State



JACKSON

I, *Heber Ladner*, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of CITY OF COLUMBUS, MISSISSIPPI

was pursuant to the provisions of Title 16, SECTION 3787, of the Mississippi Code, 1942, recorded in the Book of Incorporations in this office. PHOTO -STAT Book No. FOURTEEN Pages 224-229.

Given under my hand and the seal of the State of Mississippi, this 17th day of NOVEMBER 48.

Heber Ladner
Secretary of State

THE CHARTER OF INCORPORATION OF

EDGEWATER PARK WATER AND LIGHT COMPANY

1. The corporate title of said Company shall be EDGEWATER PARK WATER AND LIGHT COMPANY.

2. The names and postoffice addresses of the incorporators, are:

B. F. Abel	Gulfport, Mississippi
J[illegible] I. Miller	Gulfport, Mississippi
[illegible]. H. White	Gulfport, Mississippi

3. The domicile of the corporation in this State is Edgewater Park, Mississippi

4. The amount of authorized capital stock of the corporation shall be two hundred (200) shares of the par value of Twenty-Five Dollars ($25.00) per share. All said stock shall be common stock. The privileges and restrictions applicable to said stock shall be those prescribed and fixed by Section 5326 Mississippi Code of 1942, annotated, and Section 194 of the Mississippi Constitution of 1890.

5. The sale price per share of said stock shall be Twenty-Five Dollars ($25.00) per share. The Directors shall have authority, from time to time, if desired, to change the sale price of said stock.

[illegible] The period of existence of said corporation [illegible] years.

[illegible] The purpose [illegible] the corporation is [illegible] construct, [illegible] water [illegible] lines, electric light lines, and street [illegible] furnishing to the inhabitants, [illegible] owners [illegible] subdivision, known as Edgewater [illegible] Section 33, township 7 South, [illegible] persons and [illegible] immediately adjacent hereto, water and light. [illegible] pumps, water and lighting [illegible] ce. To issue stock in said corporation [illegible] supplied with said facilities. [illegible]

for furnishing to anyone the facilities aforesaid, but stockholders only shall be entitled to receive such service. The amount of water or light to be used by a stockholder shall be based on the number of shares so held by such stockholder, and shall be set forth in the by-laws of the corporation. The owners in lots in said Subdivision shall be entitled, in all events, to purchase one share of stock in the corporation, for each lot so owned.

3. The number of shares of common stock necessary to be subscribed and paid for before the corporation shall commence business shall be one hundred (100) shares of common stock of the par value of Twenty-five Dollars ($25.00) per share.

B. F. Abel

J. P. Miller

W. M. Mitchell

Incorporators

STATE OF MISSISSIPPI

COUNTY OF HARRISON

Personally appeared before the undersigned authority in and for said County and State, B.F.Abel, J[illegible] 1.Miller and [illegible], who each acknowledged they signed, executed and delivered the foregoing Articles of Incorporation on the day of the date hereof.

Given under my hand and seal of office, this 12th day of [illegible], 1[illegible].

Mona L. Hornor

Notary Public in and for
Harrison County, Mississippi

My commission expires December 5, 19[illegible]

Received at the office of the Secretary of State, this the 15th day of November

A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 16th, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EDGEWATER PARK WATER AND LIGHT COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Seventeenth day of November 1948

Governor

Receipt No. 2276 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the seventeenth day of November, 1948.

ARTICLES OF ASSOCIATION AND INCORPORATION OF GOOD HOPE GIN COMPANY (A.A.L.)

We, the within named and undersigned, all of whom are engaged in the production of agricultural products in the State of Mississippi, do hereby voluntarily associate ourselves together for the purpose of forming and incorporating a cooperative association with capital stock under the provisions of Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, known as the "Agricultural Association Law", and amendments thereto, with all of the benefits, rights, powers, privileges and immunities given or allowed by said law or other laws of the State of Mississippi, in relation to corporations so formed, or amendments thereto; and for that purpose hereby adopt the following Articles of Association and Incorporation.

ARTICLE I.

The name of the Association shall be Good Hope Gin Company (A.A.L.).

ARTICLE II.

The domicile of the Association shall be at Thornton, Holmes County, Mississippi.

ARTICLE III.

The period of existence of the Association shall be fifty years from the date hereof.

ARTICLE IV.

The Association shall be organized and operated under Article 1 of Chapter 5 of Title 19 of the Mississippi Code of 1942, and amendments thereto.

ARTICLE V.

The names of the incorporators are:

J. R. Peaster,	Tchula, Mississippi, RFD #2
F. H. Barnwell,	Tchula, Mississippi, RFD #2
Frank Eakin,	Thornton, Mississippi
R. L. Peaster,	Tchula, Mississippi, RFD #2
D. C. Peaster,	Tchula, Mississippi, RFD #2
Mrs. M. M. Cunningham,	Tchula, Mississippi, RFD #2
Montfort Jones,	Tchula, Mississippi, RFD #2
C. G. Campbell,	Thornton, Mississippi
S. S. Love,	Tchula, Mississippi, RFD #2
R. S. Love,	Tchula, Mississippi, RFD #2
Bernard B. Jones,	Tchula, Mississippi, RFD #2
Sara Virginia Jones,	Tchula, Mississippi.

ARTICLE VI.

The purpose for which the Association is created is to own, lease, rent, operate and maintain public cotton gins, buy and sell cottonseed and buy and sell cotton cooperatively for its stockholders and members; to enable producers of agricultural products to cooperate in the production, processing, packing, distribution, financing and marketing of agricultural products, and to do and perform any and all other acts and things authorized by law, necessary or expedient to carry out and further the purposes for which it is created. The rights, powers and privileges that may be exercised by this Association in addition to the foregoing are those conferred by Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, and amendments thereto.

ARTICLE VII.

Section 1: The Association is organized with capital stock and the amount of capital stock authorized is $75,000.00, all of which shall be common stock consisting of 750 shares of the par value of $100.00 each.

Section 2: The Association may begin business whenever as many as ten members shall have subscribed for and paid for one or more shares of stock each.

Section 3: The common stock of the Association shall only be issued to or held by producers of agricultural products who make use of the services and facilities of the Association, and all transfers of stock shall be made on the books of the Association on surrender of the certificate covering the same by the owner thereof, or by attorney properly authorized.

Section 4: Shares of stock of the Association shall not be transferable except to producers of agricultural products, or organizations to whom they could be issued, and no person shall acquire them by operation of law. If any shareholder shall cease to be eligible to hold his shares, or shall die, or shall be dissolved, and if his shares be not promptly transferred to some producer or organization eligible to hold the same, the Association shall take up such shares at par value or at the option of the Association, at appraised value, such value to be conclusively fixed by the Board of Directors of the Association, and the Association may pay therefor in cash or by certificate of indebtedness to be thereafter paid from the income of the Association.

Section 5: All shareholders shall be members of the Association, but there may be members who are not shareholders. Members who are not shareholders shall have no vote in the management of the Association; but they shall be entitled to all other benefits of the Association equally with members who are shareholders as if the Association were organized without capital stock, except that they shall have no right to stock dividends.

Section 6: If any shareholder shall attempt to transfer his shares except as permitted, such shares may at the option of the Association be taken up as in case of the death of a shareholder.

Section 7: Each share of stock shall entitle the holder thereof to one vote in the management of the Association.

Section 8: The Association may render the services mentioned in Section 4488 of the Mississippi Code of 1942 to producers of agricultural products who are not members thereof, as well as to members, provided the Association shall not deal in the agricultural products of non-members to an amount greater in value than such as are handled by it for its members, and the Association shall not purchase supplies and equipment for non-members in an amount greater in value than such as are purchased for its members.

Section 9: At the close of each fiscal year the net earnings of the Association shall be ascertained and after having created proper and adequate reserves for the purpose of paying expenses of operation, retiring obligations, acquiring, maintaining and operating property necessary or useful in carrying out the purposes for which the Association is created and caring for contingencies, the remainder of the net earnings shall be used or distributed as may be deemed proper by the Board of Directors under the by-laws but not in conflict with Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942. Dividends upon the capital stock shall not be declared or paid in excess of eight per cent (8%) per annum.

R L Reaster
L C Reaster
T H Barnwell
Wendell Jones
C G Campbell
S S Love
R S Love
Frank Erskine
R L Reaster
Bernard B. Jones
Sara Virginia Jones
Mrs. M. M. Cunningham

STATE OF MISSISSIPPI

COUNTY OF HOLMES

This day personally appeared before me, the undersigned, a Notary Public in and for said County and State, J. R. Peaster, F. H. Barnwell, Frank Eakin, R. L. Peaster, D. C. Peaster, Mrs. M. M. Cunningham, Montfort Jones, C. G. Campbell, S. S. Love, R. S. Love, Bernard B. Jones and Sara Virginia Jones, who severally acknowledged that they signed and delivered the above and foregoing instrument of writing on the day and year therein named and for the purposes therein set forth.

Given under my hand and official seal of office, on this the 12th day of November, 1948.

Jean M. Rae
Notary Public
My commission expires 2/1/51.

(Seal)

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the ARTICLES OF ASSOCIATION AND INCORPORATION OF GOOD HOPE GIN COMPANY, (A. A. L.),**********

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 17th day of NOVEMBER, A. D., 1948, and one Photostat copy thereof recorded in this office in Record of Incorporations Book No. 14, at page 234-238, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 17th day of NOVEMBER, , 1948.

Heber Ladner
Secretary of State.

Receipt No. 2282 L.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SERVICE IMPLEMENT CO., INC.

1. The corporate title of said company is Service Implement Co., Inc.
2. The names of the incorporators are:

Joel Barrett	Postoffice	Indianola, Mississippi
L. A. Coleman		Doddsville, Mississippi
Gordon DeMent	Postoffice	Indianola, Mississippi
D. R. Gibson	Postoffice	Indianola, Mississippi
John Hough	Postoffice	Indianola, Mississippi
H. Lipe	Postoffice	Indianola, Mississippi
C. H. McClatchy	Postoffice	Sunflower, Mississippi
R. M. McClatchy	Postoffice	Sunflower, Mississippi
Forrest G. Cooper	Postoffice	Indianola, Mississippi

3. The domicile is at Indianola, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Authorized capital stock - Sixty Thousand Dollars ($60,000.00), all to be of one class, to-wit: Common Stock.

Number of shares for each class and par value thereof:

Six Hundred (600) shares, each of the par value of One Hundred Dollars ($100.00).

[illegible] Existence (not to exceed fifty years) is

7. The purpose for which it is created:

To buy, sell, distribute, service, repair, acquire, and dispose of farm implements, farm tools, farm and home appliances, farm supplies, goods, wares and merchandise, automobiles, automotive appliances, trucks, petroleum products, hardware; to buy, acquire and sell livestock; to make construction and farm harvesting contracts; to operate garages, service stations, repair and maintenance shops, machinery shops; to buy, process and sell feed, seed, and other farm products; to own, purchase, lease and rent any property, real or personal, deemed advisable for any one or more of the above projects; to do any act and to perform any kind of service permitted by the laws of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

One hundred sixty (160) shares of Common Stock of the total par value of Sixteen Thousand Dollars ($16,000.00), to be subscribed and paid for before the corporation may begin business.

9. The incorporators waive the requirement of publication of notice for the organization meeting, and agree that said meeting may be held without written or published notice.

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Sunflower

This day personally appeared before me, the undersigned authority Gordon DeMent, John Hough, D. R. Gibson, Hoel Barrett, C. H. McClatchy, R. M. McClatchy, H. Lipe, L. A. Coleman, and Forrest G. Cooper incorporators of the corporation known as the Service Implement Co., Inc. who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 17th day of November, 1948

Notary Public

My Commission expires: 10/16/51

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 18th day of November A. D., 1948, together with the sum of $130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., November 18th, 1948

I have examined the charter of incorporation and am of the opinion that it is not violative of the Constitution or laws of the State, or of the United States.

Attorney General.

By Assistant Attorney General.

NOTE: Where several incorporators are together when acknowledgment is taken, one acknowledgment will

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SERVICE IMPLEMENT CO., INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighteenth day of November 19 48



Governor

By the Governor

Secretary of State

Receipt No. 2287 L

Recorded in the Secretary of State's Office this the eighteenth day of November, 1948.

Furnished by Heber Ladner Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

DAVIS FURNITURE COMPANY

1. The corporate title of said company is Davis Furniture Company
2. The names of the incorporators are:

Jack L. Davis	Postoffice	Cleveland, Mississippi
Richard R. Davis	Postoffice	C/o Western Electric Corporation, 120 Broadway, New York, N.Y.
Joy Somerville Davis	Postoffice	Cleveland, Missossippi
Abe D. Somerville Sr.	Postoffice	Cleveland, Mississippi
A. Douglas Somerville Jr.	Postoffice	1722 Cadiz St.,New Orleans,15,La.
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Cleveland, Mississippi

4.. Amount of capital stock and particulars as to class or classes thereof:
The amount of capital stock shall be fifty thousand dollars ($50,000.00), all stock is to be common stock and of the same class . The corporation is to be authorized to commence business when twenty-five thousand ($25,000.00) of stock has been issued and authority to issue additional stock when desired. While all stock is to be on the same basis as to voting , yet the Board of Directors is to have the authority to direct that certain stock be issued and sold on the basis of a preference in the matter of dividends., as well as final dissolution.

5. Number of shares for each class and par value thereof: Five hundred (500) shares of common stock of the par value of one hundred dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created:

To operate a retail furniture and house furnishings business. To buy, own and sell, furniture, fixtures, and house furnishings at wholesale and retail. To purchase, own and sell real, personal and mixed property. To retain liens on any property sold and to take cumulative and other security on real, personal and mixed property, and in case of default to foreclose and sell same; and the right to purchase, own and sell said property, and before such sale to operate such property and to take any action which may be necessary to operate the same. To perform all acts and deeds which may be necessary for or incident to the operation of said business, including: the purchase, repair, reconditioning and resale of second hand property; the acting as agent for other persons or corporations in conducting such business; the rental of such property as its sale; the purchase, discount, rediscount of commercial paper and conditional sales contracts ; and the advertising of said business, including the holding of contests and giving of prizes in the same. The right to deliver such property when sold either within or beyond the bounds of the state of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Two hundred fifty (250) shares of common stock.

Jack L Davis

Richard R. Davis

Joy Somerville Davis

Ella D Somerville

A. Douglas Somerville Jr.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of BOLIVAR

This day personally appeared before me, the undersigned authority Jack L. Davis Joy Somerville Davis and Abe D. Somerville

incorporators of the corporation known as the

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 13 day of November 1948

Clara W. Kimmer
Notary Public

My commission expires 9 Jan. 1949

STATE OF ~~MISSISSIPPI~~ LOUISIANA

Parish ~~County~~ of ORLEANS

This day personally appeared before me, the undersigned authority

A. Douglas Somerville Jr

incorporators of the corporation known as the Davis Furniture Company

who acknowledged that (he) ~~(they)~~ signed and executed the above and foregoing articles of incorporation as (his) ~~(their)~~ act and deed on this the 27th day of October, 1948

Notary Public

STATE OF ~~MISSISSIPPI~~ NEW YORK

County of

This day personally appeared before me, the undersigned authority

Richard R. Davis

incorporators of the corporation known as the Davis Furniture Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 5th day of November, 1948

John J. Henry
Notary Public

JOHN J. HENRY
Notary Public in the State of New York
Residing in New York County
N.Y. Co. Clk's #91 Reg. #21d H-9
Commission Expires March 30, 1949

My commission expires,

Received at the office of the Secretary of State this the 18th day of Nov. A. D., 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 18th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Rice
Attorney General.

By James D. Kimbrell
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DAVIS FURNITURE COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Eighteenth day of November 19 48

Governor

By the Governor

Secretary of State

Receipt No. 2288 L

Recorded in the Secretary of State's Office this the nineteenth day of November, 1948.

CERTIFIED COPY OF RESOLUTION OF THE STOCKHOLDERS OF H. E. ROEBKE, INCORPORATED, ADOPTING AND APPROVING PROPOSED AMENDMENTS TO THE CHARTER OF INCORPORATION

RESOLUTION

RESOLVED, that the authorized capital stock of H. E. Roebke, Incorporated be increased from $60,000.00 to $150,000.00, and that the number of authorized shares of common stock of the par value of $100.00 per share be increased from six hundred shares to fifteen hundred shares.

FURTHER RESOLVED, that the Charter of Incorporation of H. E. Roebke, Incorporated, be amended as follows, to-wit:

AMENDMENTS TO THE CHARTER OF INCORPORATION OF H. E. ROEBKE, INCORPORATED

Paragraph Four (4) of the Charter of Incorporation of H. E. Roebke, Incorporated is hereby changed and amended to read as follows:

4. The amount of authorized capital stock and particulars as to class or classes thereof:

One Hundred Fifty Thousand ($150,000.00) Dollars authorized capital stock, all of which shall be common stock, with the right to begin and continue business when 100 shares of said capital stock shall have been subscribed and paid for.

Paragraph Five (5) of the Charter of Incorporation of H. E. Roebke, Incorporated, is hereby changed and amended to read as follows:

5. Number of shares of each class and par value thereof:

Fifteen Hundred (1500) shares of common stock of the par value of $100.00 per share.

RESOLVED, that the foregoing amendments to the Charter of Incorporation of H. E. Roebke, Incorporated are hereby unanimously adopted and approved by all of the stockholders of the corporation, who own all of the issued capital stock of the corporation and who have voted personally for said amendments; and H. E. Roebke, President of the corporation is hereby authorized for and on behalf of the corporation to prepare and present to the Secretary of State of the State of Illinois the said amendments; and he is further authorized for and on behalf of the corporation to acknowledge said amendments and present them for approval as required by law, and to do any and all things necessary, proper and incident to obtaining the proposed amendments to the Charter of Incorporation of H. E. Roebke, Incorporated.

STATE OF MISSISSIPPI,)
ALCORN COUNTY)

Personally appeared before me, the undersigned Notary Public within and for the aforesaid State and County, H. E. Roebke, who, having first been duly sworn by me, states on oath that he is President of H. E. Roebke, Incorporated, Corinth, Mississippi, and that the foregoing is a true, correct and perfect copy of a Resolution adopted at a meeting of the stockholders of said corporation held in the offices of said corporation in the City of Cotinth, Alcorn County, Mississippi at three o'clock P.M. on the 10th day of November, 1948.

H. E. Roebke

SWORN to and subscribed before me, this the 10 day of November, 1948.

Lucy Smith

NOTARY PUBLIC

AMENDMENTS TO THE CHARTER OF INCORPORATION
OF H. E. ROEBKE, INCORPORATED

Paragraph Four (4) of the Charter of Incorporation of H. E. Roebke, Incorporated, is hereby changed and amended to read as follows:

4. The amount of authorized capital stock and particulars as to class or classes thereof:

One Hundred Fifty Thousand ($150,000.00) Dollars authorized capital stock, all of which shall be common stock, with the right to begin and continue business when 100 shares of said capital stock shall have been subscribed and paid for.

Paragraph Five (5) of the Charter of Incorporation of H. E. Roebke, Incorporated, is hereby changed and amended to read as follows:

5. Number of shares of each class and par value thereof:

Fifteen Hundred (1500) shares of common stock of the par value of $100.00 per share.

H. E. Roebke

PRESIDENT, H.E.ROEBKE,INCORPORATED

STATE OF MISSISSIPPI,)
ALCORN COUNTY)

Personally appeared before me, the undersigned Notary Public within and for the aforesaid State and County, H. E. Roebke, personally known to me to be the President of H. E. Roebke, Incorporated, Corinth, Mississippi, who, having first been duly sworn by me, acknowledged on oath that as such President and for and on behalf of said corporation he signed and executed the above and foregoing Amendments to the Charter of Incorporation of H. E. Roebke, Incorporated, he being duly authorized so to do by a resolution unanimously adopted and duly spread upon the minutes of a meeting of the stockholders of said corporation held in the offices of said corporation in the City of Corinth, Alcorn County, Mississippi at three o'clock P.M. on the 10th day of November, 1948.

Given under my hand and official seal of office this the 10th day of November, 1948.

NOTARY PUBLIC WITHIN AND FOR
COUNTY OF ALCORN, STATE OF
MISSISSIPPI

My commission expires January 5, 1951

RECEIVED at the office of the Secretary of State, this the 13th day of November, A.D. 1948, together with the sum of $180.00 deposited to cover the recording fee and referred to the Attorney General for his opihion.

Heber Ladner

SECRETARY OF STATE

Jackson, Mississippi
November 18th, 1948

I have examined these Amendments to the Charter of Incorporation of H. E. Roebke, Incorporated and am of the opinion that they are not violative of the Constitution and laws of this State or of the United States.

GREEK L. RICE, ATTORNEY GENERAL

By James J. Kendall

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

H. E. ROEBKE, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this EIGHTEENTH *day of* NOVEMBER *1948*

By the Governor.

Heber Ladner

Secretary of State. Receipt No. 2273 L

Recorded in the Secretary of State's Office this the nineteenth day of November, 1948.

MINUTES OF A SPECIAL MEETING OF THE STOCKHOLDERS OF GULF SOUTH UTILITIES, INC.

A special meeting of the stockholders of Gulf South Utilities, Inc., was held in the Meeting Room of the Business Girls' Club in Lucedale, Mississippi, at 2:00 P. M. on Friday, October 1, 1948.

The following stockholders were present in person, representing the common and preferred stock listed against their names:

	Preferred	Common
Dr. L. H. Eubanks	30	1500
Lee Havard	14	
Frank A. Bailey	4	
S. G. Hall		4950
Robert R. Baker		1500
Wayne F. Palmer		1500

The following stockholders appointed Dr. L. H. Eubanks and Wayne F. Palmer as proxies:

M. F. Sibley	5	
R. W. Cowart	2	
Roy Welford	20	
	75	9450

Written notices of the special stockholders' meeting to be held October 1, 1948, had been forwarded to every stockholder by the Secretary by mail on September 27th in accordance with the By-Laws and Regulations of the Corporation, such notice reading as follows:

"September 27, 1948

To the Stockholders of Gulf South Utilities, Inc.:

Notice is hereby given that a special meeting of the stockholders of Gulf South Utilities, Inc., is called to be held in the meeting room of the Business Girls' Club in Lucedale, Mississippi, at 2:00 o'clock P.M., Friday, October 1, 1948. This is a special meeting called by the directors of the Corporation for the purpose of acquainting the stockholders with recent events which are of interest to the stockholders and the Corporation and in that connection to advise them, in particular, relative to the present financial status of the Corporation and our plans in connection therewith. Any other matters may be brought before this meeting which appear to be of advantage to the affairs of the Corporation.

If you are unable to attend the meeting, it is suggested that you execute the enclosed proxy authorizing Dr. L. H. Eubanks and Mr. Wayne F. Palmer, or either of them, to vote your stock at this meeting.

/s/ Robert R. Baker
Secretary

Enclosure"

PROXY

"The undersigned does hereby appoint L. H. Eubanks and Wayne F. Palmer, or either of them, to vote in my name and stead the _____number of shares of preferred stock and _____number of shares of common stock owned by the undersigned at the special meeting of the stockholders called to be held at 2:00 o'clock P. M. on the 1st day of October, 1948."

_____

Witness:

_____

Dr. Eubanks proposed, and Mr. S. G. Hall seconded, that the reading of the Notice of the Meeting by the Secretary be waived. The motion was put to the meeting and carried unanimously.

Mr. Wayne F. Palmer, President of the Corporation, acted as Chairman of the meeting and Mr. Robert R. Baker as Secretary. The President stated that a quorum was present and the meeting was open for consideration of business.

Mr. Palmer reported to the meeting on the recent past history of the Corporation, outlining in detail events which led up to the Directors' meeting of September 27th, at which meeting Mr. Wayne F. Palmer and Mr. Robert R. Baker were elected Directors of the Corporation and Mr. Detrio was removed as President and Mr. Palmer elected as President in his place. Mr. Palmer also advised that Mr. Baker had been elected Secretary. Mr. Palmer discussed in general the present distressed financial condition of the Company. Mr. Palmer then called upon Mr. Judlin H. Girot, a Certified Public Accountant, to read his audit of the accounts and records of the Corporation, dated September 30, 1948. The stockholders were advised that foreclosure had been started on the mortgage given Mr. Detrio by the Corporation on all of the assets of the Corporation, and that the Sheriff had advertised the sale of the Corporation properties for taxes.

Mr. Palmer directed the attention of the meeting to the fact that an attempt had been made to sell the assets of the Corporation to the United Gas Corporation, which sale would have resulted in a complete loss to the holders of common stock. Mr. Palmer went on to outline how Palmer and Baker, Inc., proposed to finance Gulf South Utilities, Inc. He stated that they would acquire Louis Detrio's mortgage notes and unsecured notes

and pay the outstanding bills and tax liens in an amount not to exceed $50,000.00 provided that the stockholders of Gulf South Utilities, Inc., would, for purposes of comparison, agree to increase the number of shares of common stock to 100,000, no par value, of which 88,000 would be issued to Palmer and Baker, Inc., exclusive of its other stock acquisitions, for this financing--provided the preferred stockholders would waive their accrued dividends up to and including December 31, 1948, and that any payments due Mr. Hall or due the Corporation from Mr. Hall would be the subject of later audit. Mr. Palmer stated that it would be advisable to reduce the common shares from 100,000 to 10,000, no par value, in which case outstanding shares of common would be exchanged at the rate of ten shares of old for one of new.

Mr. Palmer then introduced the attorney of Palmer and Baker, Inc., C.M.A. Rogers, to the meeting, and asked him to discuss with the stockholders the attitude of Palmer and Baker, Inc., relative to the ultimate acquisition by it of the outstanding obligations of Gulf South Utilities, Inc.

Mr. Rogers then advised the meeting that while Palmer and Baker, Inc., were agreeable to acquiring certain notes, the deed of trust, interest, and all other legal obligations incident to indebtednesses originally created by Gulf South Utilities, Inc., at a cost not in excess of $50,000.00 it would be necessary, until the 88% of common stock hereinafter described is transferred to it, that Palmer and Baker, Inc., be secured by the corporation for the advances thus made, and that while the deed of trust undertook to convey all of the assets of the corporation to secure the consideration

named therein of $[illegible] also be essential that the stockholders agree that the deed of trust secure also the amounts required to purchase notes not specifically described in the deed of trust, taxes, and other obligations of Gulf South Utilities, Inc., acquired by Palmer and Baker, Inc.

Mr. Palmer explained to the stockholders that he had been advised that there might be some possibility of a usurious rate of interest having been charged Gulf South Utilities, Inc., by Louis Detrio or his assigns in the matter of two notes, one in the sum of $2,000.00 and the other in the sum of $3,500.00, given to Louis Detrio, the said notes being dated February 3rd, 1947, and January 14th, 1947, respectively. Mr. Palmer stated that Palmer and Baker, Inc., would make it a condition of their entering into negotiations to acquire these notes, the deed of trust, and to advance the other sums not to exceed $50,000.00 that the stockholders waive any and all questions of usurious interest in so far as these obligations are concerned since Palmer and Baker, Inc., had been in no way responsible for the creation of the usurious obligation and were simply acquiring it to avoid foreclosure of the deed of trust, and the demand by the owner of these notes of the sums due him and litigation at a time when the financial situation of the corporation is most precarious.

Dr. Eubanks then offered the following resolution:

"BE IT RESOLVED, that in consideration of the acquisition by Palmer and Baker, Inc., of certain promissory notes, a deed of trust and all other legal obligations incident to such promissory notes and deed of trust originally created by and between Gulf South Utilities, Inc., and Louis Detrio, and in consideration also of the

payment of taxes by Palmer and Baker, Inc., in order to avoid a sale of the properties of Gulf South Utilities, Inc., by the Sheriff for past due taxes, and in consideration also of Palmer and Baker, Inc., avoiding the foreclosure of the deed of trust and litigation incident to the collection of the promissory notes originally given Louis Detrio, and in consideration of the further agreement on the part of Palmer and Baker, Inc., to advance sums in addition to the hereinabove listed considerations to make the advances by Palmer and Baker, Inc., to Gulf South Utilities, Inc., total $50,000 in order to accomplish the ends hereby enumerated, the stockholders of Gulf South Utilities, Inc., do hereby agree that the deed of trust given Louis Detrio and presently owned by him or his assigns shall secure not only the consideration of $20,000.00 therein recited but also the advances over and above that sum made by Palmer and Baker, Inc., until such time as recapitalization of the common stock of the corporation shall have been effected in the manner hereinafter more particularly set out, and the said Palmer and Baker, Inc., shall have received eighty-eight per cent of all of the common stock of Gulf South Utilities, Inc., exclusive of any stock presently owned or to be acquired by Palmer and Baker, Inc.

BE IT FURTHER RESOLVED, that the stockholders of Gulf South Utilities, Inc., do hereby waive any and all defense of usury to and against its promissory notes dated January 14th and February 3rd, 1947, in event of their acquisition by Palmer and Baker, Inc.

BE IT FURTHER RESOLVED, that the charter of incorporation of Gulf South Utilities, Inc., be lawfully and properly amended to provide for the recapitalization of the common stock of said corporation with all common stock heretofore issued by the corporation to be cancelled by the officers and directors of the corporation, and that 10,000 shares of new no par value common stock shall be issued by the corporation.

BE IT FURTHER RESOLVED, that Palmer and Baker, Inc., shall receive eighty-eight per cent of said new common stock in consideration of their advancing the said sum of $50,000.00 to the corporation in the manner hereinabove more particularly outlined, and in consideration also of the simultaneous cancellation by Palmer and Baker, Inc., of the deed of trust originally given Louis Detrio and all liens held by them on the assets of the corporation, said eighty-eight per cent of the common stock to be exclusive of any other stock acquired by Palmer and Baker, Inc., through purchase or otherwise.

BE IT FURTHER RESOLVED, that the officers and directors of the corporation be and they are hereby authorized to issue to each of the present owners and holders of the present common stock one share of the new no par value common stock for each ten shares of the old par value common stock now held by said owners and holders when the common stock of the corporation shall be recapitalized in the manner hereinabove more particularly set out."

The resolution was seconded by S. G. Hall, and upon being put to a vote was unanimously carried by a vote of the stockholders present and represented by proxies.

Mr. Palmer then stated that in consideration of the adoption of the foregoing resolution he, speaking as President of Palmer and Baker, Inc., would agree to the terms of said resolution and that Palmer and Baker, Inc., would bind itself to perform the obligations which it had agreed to perform as a matter of contract.

There being no further business, the meeting on motion adjourned.

/s/ Robert R. Baker
Secretary

/s/ Wayne F. Palmer
Chairman

AFFIDAVIT OF PRESIDENT AND SECRETARY

STATE OF Alabama

COUNTY OF Mobile

Personally appeared before me, the undersigned notary public in and for said county and state, Wayne F. Palmer and Robert R. Baker, who, being by me first duly sworn, on oath state and say as follows:

That they, affiants, are the President and Secretary, respectively, of Gulf South Utilities, Inc., a Mississippi Corporation; that the attached and foregoing six (6) pages are a true and exact copy of the minutes, as the same appear in the minute book of said corporation, of a special meeting of the stockholders of said corporation as shown in said minutes held on October 1, 1948; and that the resolution relative to the amendment of the Charter of Incorporation of said corporation was enacted at said stockholders' meeting as shown by said minutes.

Wayne F. Palmer
WAYNE F. PALMER

Robert R. Baker
ROBERT R. BAKER

Subscribed and sworn to before me, this the 19th day of November, 1948.

William Hall
NOTARY PUBLIC

MY COMMISSION EXPIRES:

Nov. 1, 1952

(SEAL)

AMENDMENT TO THE CHARTER OF INCORPORATION OF

GULF SOUTH UTILITIES, INC.

BE IT REMEMBERED That a special meeting of the stockholders of Gulf South Utilities, Inc., was called and held in the Town of Lucedale, George County, Mississippi, at 2:00 o'clock P.M. on Friday, October 1, 1948, pursuant to a proper notice of the calling and holding of such meeting given to each and all of the stockholders of said corporation in the manner and form as provided by the bylaws of said corporation.

Of the owners and holders of the 12,000 shares of common stock issued by said corporation and of the owners and holders of the 313 shares of preferred stock issued by said corporation, the charter of said corporation providing for the issuance of 12,000 shares of common stock and 1,000 shares of preferred stock, there were present in person and in attendance at said stockholders' special meeting the following stockholders who were the owners of said stock shown as follows:

	Preferred	Common
Dr. L. H. Eubanks	30	1500
Lee Havard	14	
Frank A. Bailey	4	
S. G. Hall		4950
Robert R. Baker		1500
Wayne F. Palmer		1500

There were also present and in attendance at said meeting by duly executed proxies the following owners and holders of the stock of said corporation shown as follows:

M. F. Sibley	5	
R. W. Cowart	2	
Roy Welford	20	
	75	9450

There were therefore present and in attendance at said meeting, either in person or by proxy, the owners and holders of seventy-five shares of the preferred stock of said corporation, and the owners

holders of 1,000 shares of common stock of said corporation, a total of 9,425 shares of stock of the total of 13,000 charter authorized shares of stock of said corporation, the stockholders present in person and by proxy being a quorum under and by virtue of the bylaws of said corporation.

Upon motion duly made and seconded the following resolution was unanimously adopted by the affirmative vote of all the stockholders represented in person or by proxy at said meeting:

> "BE IT RESOLVED, that the charter of incorporation of Gulf South Utilities, Inc., be lawfully and properly amended to provide for the recapitalization of the common stock of said corporation with all common stock heretofore issued by the corporation to be cancelled by the officers and directors of the corporation, and that 10,000 shares of new no par value common stock shall be issued by the corporation."

THEREFORE, Section 4 of the Charter of Incorporation of Gulf South Utilities, Inc., be and the same is hereby amended to read as follows:

> THE AMOUNT OF THE CAPITAL STOCK AND PARTICULARS AS TO THE CLASS OR CLASSES THEREOF SHALL BE: 10,000 SHARES OF COMMON STOCK OF NO PAR VALUE, and 1,000 SHARES OF PREFERRED STOCK OF THE PAR VALUE OF $50.00 PER SHARE.

Wayne F. Palmer
President and Treasurer, Gulf South Utilities, Inc.

Robert R. Baker
Secretary, Gulf South Utilities, Inc.

We, Wayne F. Palmer and Robert R. Baker, President and Secretary, respectively, of Gulf South Utilities, Inc., hereby certify that the above and foregoing resolution relative to the amendment of the charter of said corporation was adopted and approved at a meeting of the stockholders of said corporation, at which a quorum was present, on November 1, 19..

Wayne F. Palmer
President, Gulf South Utilities, Inc.

Robert R. Baker
Secretary, Gulf South Utilities, Inc.

Alabama
Mobile

Subscribed and sworn before me,

Public in and for said county and state, the within and above named Wayne F. Palmer, President and Treasurer, and Robert R. [illegible], [illegible], of Gulf South Utilities, Inc., a corporation, who acknowledged that in such President and Treasurer and Secretary they signed and executed the foregoing amendment to the charter of incorporation of Gulf South Utilities, Inc., for and on behalf of said corporation and caused the seal of said corporation to be thereunto affixed on the 17th day of November, 1948.

Given under my hand and seal of office, this the 17th day of November, 1948.

My commission Expires:

Nov. 1, 1952

William Steer
Notary Public

Received at the office of the Secretary of State this the 19th day of November, A. D., 1948, together with the sum of $100.00 deposited to cover the recording fee, and together with a certified copy of the minutes of the meeting of the stockholders of Gulf South Utilities, Inc., containing a resolution adopting and approving the foregoing amendment to the charter of incorporation of said corporation, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

November 19th, 1948
Jackson, Mississippi

I have examined this amendment of the charter [illegible] of Gulf South Utilities, Inc., and I am of the opinion that it is [illegible] with the Constitution and laws of this State, [illegible].

Geo. L. Rice

James D. Kendall

State of Mississippi

EXECUTIVE  **OFFICE**

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

GULF SOUTH UTILITIES, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Nineteen *day of* November *19*

Receipt No. 2291 L

By the Governor

Secretary of State.

[illegible] in the Secretary of State's Office this the nineteenth day of November, [illegible]

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Duplex Homes, Inc.

1. The corporate title of said company is Duplex Homes, Inc.
2. The names of the incorporators are:

David E. Lutsky Postoffice Memphis, Tennessee

Esther F. Lutsky Postoffice Memphis, Tennessee

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of capital stock is Ten thousand and no/100 Dollars ($10,000.00). There are ten thousand (10,000) shares of common stock.

5. Number of shares for each class and par value thereof: There are ten thousand (10,000) shares of common stock at a par value of One Dollar ($1.00) per share.

... period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is created:

To buy, own, sell, rent, make contracts with respect to, and mortgage land, and to construct buildings of all kinds thereon, and to rent, sell, mortgage and otherwise dispose of, and generally deal in improved and unimproved real estate by purchase, sale and rental thereon; to negotiate loans, lend money, accept, endorse, discount, buy, sell and deal in stocks, bonds, notes, debentures and other negotiable instruments and securities; to acquire, own, improve, manage, develop, lease, mortgage, sell, dispose of and otherwise deal in and with property of all kinds in any manner and to any extent not prohibited by law; to act in making loans, either on its own account or as a broker or agent for others, to carry on and engage in a general real estate development, investment and brokerage business; to act as a broker for insurance of all kinds, including fire, extended coverage, comprehensive coverage and windstorm, and to handle the same, either as an agent or as a broker; to act as a general contractor for the purpose of constructing, repairing, improving and building houses, buildings and structures of all kinds; and to do any and all other things that may be necessary or incident to the carrying out of the purposes for which the corporation is organized not inconsistent with law. Nothing herein contained shall be construed as conferring upon the corporation the right to do a banking business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Five thousand (5,000) shares of common stock shall be subscribed and paid for before the corporation may begin business.

Incorporator

ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ TENNESSEE

County of Shelby

This day personally appeared before me, the undersigned authority David B. Lutsky

incorporators of the corporation known as the Duplex Homes, Inc.

who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 19th day of November, 1942

E. T. Mason Jr.
Notary Public

STATE OF ~~MISSISSIPPI~~ TENNESSEE

County of Shelby

This day personally appeared before me, the undersigned authority Esther F. Lutsky

incorporators of the corporation known as the Duplex Homes, Inc.

who acknowledged that (~~she~~) (she) signed and executed the above and foregoing articles of incorporation as (~~her~~) (her) act and deed on this the 19th day of November, 1942

E. T. Mason Jr.
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194_

Received at the office of the Secretary of State this the 22nd day of November A. D., 1942, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 23, 1942

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Attorney General.

By _____
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DUPLEX HOMES, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Twenty-third day of November 19 48

Governor

Receipt No. 2296 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of November, 1948.

Furnished by Heber Ladner Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

JONES COUNTY CONSTRUCTION COMPANY

1. The corporate title of said company is Jones County Construction Company
2. The names of the incorporators are:

Cola L. Geddie Postoffice Ellisville, Mississippi

J. P. Geddie Postoffice Ellisville, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Ellisville, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Ten Thousand Dollars ($10,000.00) Common Stock

5. Number of shares for each class and par value thereof: One Hundred (100) shares of Common stock at a par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) Years

7. The purpose for which it is created:

To engage in the business of a general contractor and builder; to construct, build and erect buildings, houses, and dwelling units of all kinds; to erect, build, construct and maintain communication lines and equipment, including telegraph and telephone lines; to erect, build, construct and maintain electric transmission and distribution lines and equipment, both overhead and underground; to perform interior electric wiring work; to transport materials used or useful in performance of above types of work; to do any and all acts necessarily incident to the accomplishment of powers herein enumerated; to borrow money, issue notes, checks and bills of exchange; to buy, own, sell, lease, and use real and personal property; to sue and be sued.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

One Hundred (100) Shares.

X [signature]

[signature]

.270

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JONES

This day personally appeared before me, the undersigned authority

Cola L. Geddie and J. P. Geddie

incorporators of the corporation known as the Jones County Construction Company

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 18th day of November, 1948

Pauline Lindsey
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

, , ,

, , ,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

, , ,

, , ,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 22nd day of November A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 22nd, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Joe T. Patterson
Attorney General.

By James D. Kimbrell
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JONES COUNTY CONSTRUCTION COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Twenty-third day of November 19 48

Governor

Receipt No. 2295 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of November, 1948.

THE CHARTER OF INCORPORATION

OF THE

W & D CONTRACTING COMPANY

1. The corporate title of said Company is the W & D Contracting Company.

2. The names of the incorporators are:

C. H. Wells-----Postoffice-----Grenada, Mississippi

Tom Darras -----Postoffice-----Grenada, Mississippi

3. The domicile is at Grenada, Grenada County, Mississippi.

4. The amount of capital stock and the particulars as to the class or classes thereof:

SIX THOUSAND DOLLARS, being SIXTY SHARES of preferred stock, at a value of ONE HUNDRED DOLLARS per share. The dividends on the preferred stock shall be cumulative and shall be payable before any dividend on any common stock hereafter authorized to be issued by any amendment hereto, shall be paid or set apart so that, if in any year, dividends amounting to six per centum on the preferred stock shall not have been paid thereon, the deficiency shall be payable before any dividend shall be paid upon, or set apart for any common stock, hereafter authorized to be issued.

5. Number of shares of each class and par value thereof:

SIXTY SHARES OF PREFERRED STOCK AT ONE HUNDRED DOLLARS PER SHARE.

6. The period of existence is twenty five years. ~~from the day of November 1945.~~

7. The purpose for which it is incorporated:

To make and perform contracts for the clearing and grubbing of land and right of way: to employ and discharge all necessary personnel for the performance of any such contract; to purchase and own all proper and necessary equipment incidental to the prosecution of the work of clearing and grubbing real property and right of way: to enter into contracts for the leasing, sub-leasing, purchase, ownership and sale of such real property as shall be necessary and properly incidental to the prosecution of said work: to contract for and to hold all types of insurance necessary and proper for the prosecution of said purposes.

The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 4, Title 21, Code of Mississippi 1942 and amendments thereto.

8. Number of shares of each class to be subscribed and paid in money or property before the corporation may begin business:

SIXTY SHARES OF PREFERRED STOCK AT ONE HUNDRED DOLLARS PER SHARE.

G. N. Hills

Tom Lamar

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI)
:
COUNTY OF GRENADA)

This day personally appeared before me, the undersigned authority of law in and for the said County and State, C. H. Wells and Tom Darras, incorporators of the corporation known as the W & D Contracting Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 20th day of November 1948.

June R. Patterson
Notary Public

Received at the office of the Secretary of State this the 22nd day of November A.D. 1948, together with the sum of $22.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss., November 22nd 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

Greek L. Rice
Attorney General
by James D. Kimball
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

W & D CONTRACTING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Twenty-third day of

November 19 48

Governor

Receipt No. 2294 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of November, 1948.

The Charter of Incorporation of

MOSS CHEVROLET COMPANY

1. The corporate title of said company is: Moss Chevrolet Company.

2. The names and post-office addresses of the incorporators are:

J. O. Moss, Batesville, Mississippi, and

Elsie H. Moss, Batesville, Mississippi.

3. The domicile of the corporation is at: Sardis, Mississippi.

4. The amount of the authorized capital stock is $50,000.00, all being common stock, divided into 500 shares of the par value of $100.00 each, and each share having the same privileges.

5. The period of existence is: Fifty (50) years.

6. The purposes for which the corporation is created are: To engage in the business of buying, selling and servicing motor vehicles and other merchandise; and to do all things incidental thereto not contrary to law. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Sections 5309-5359 of the Mississippi Code of 1942.

7. The corporation shall have the right to commence business when 25% of its said authorized capital stock has been subscribed and paid for.

Witness the signatures of the incorporators on this the 20th day of November, 1948.

J. O. Moss

Elsie H. Moss

STATE OF MISSISSIPPI
COUNTY OF PANOLA

Before me, the undersigned Notary Public in and for the aforesaid county and state, this day personally appeared the above named J. O. Moss and Elsie H. Moss, who each acknowledged that they executed the foregoing instrument on the date thereof as their free and voluntary act.

Given under my hand and official seal on this the 20th day of November, 1948.

Notary Public

(SEAL)

My commission expires: October 11, 1949.

Received at the office of the Secretary of State on this the 23rd day of November, 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney-General for his opinion.

Helen Ladner
Secretary of State

Jackson, Mississippi
November 23rd, 1948

I have examined this Charter of Incorporation and am of the opinion that it does not violate the Constitution or laws of this State or of the United States.

GREEK L. RICE, ATTORNEY-GENERAL

By James D. Kendall
Assistant Attorney-General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MOSS CHEVROLET COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Twenty-third day of November 19 48

Receipt No. 2352 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of November, 1948.

THE CHARTER OF INCORPORATION OF

POLLARD APPLIANCE COMPANY

1. The corporate title of said company is Pollard Appliance Company

2. The names of the incorporators are:

J. G. Pollard	Postoffice	Jackson, Mississippi
Fannie Ruth Pollard	"	Jackson, Mississippi
F. L. Dean	"	Jackson, Mississippi

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof:

(a) Fifty Thousand Dollars ($50,000.00) of common stock, all of which shall have full and equal voting rights.

The holders of this stock shall be entitled to all surplus or net profits of the corporation after the payment of the dividend on preferred stock hereinafter provided, which the directors, in the exercise of their discretion, may determine to be distributable as dividends.

Upon the dissolution of the corporation and the distribution of its net assets, the holders of this stock, after the payment to the holders of preferred shares of the full par value thereof plus any accumulated dividends unpaid thereon, shall be entitled to all the remaining net assets of the corporation.

(b) Twenty Thousand Dollars ($20,000.00) of preferred stock.

The holders of this stock shall be entitled to receive from the surplus or net profits of the corporation, as and when declared by the board of directors, cumulative dividends upon such shares at the rate of six (6) per cent per annum, payable annually, in preference and priority to the payment of any dividend upon the common stock. Upon the dissolution of the corporation and the distribution of its net assets, the holders of preferred stock shall be paid in full the par value of the shares held by them, plus any accumulated dividends unpaid thereon, before any amount shall be distributed among the holders of the common stock.

The preferred stock, however, shall be callable and redeemable, by previous order of the board of directors, on any dividend paying date, at $106.00 per share. Said stock shall be non participating and non convertible, and shall have no voting rights, subject only to the provisions of Section 194 of the Mississippi Constitution of 1890.

5. Number of shares for each class and par value thereof:

(a) Five hundred (500) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

(b) Two hundred (200) shares of preferred stock of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is fifty (50) years.

7. The purpose for which it is created:

(a) To manufacture, buy, sell, import, export and generally deal in and with gas and electrical fixtures and appliances, lamps, lamp shades, pendants, chandeliers, lambrequins and gas and electrical attachments of all kinds.

(b) To buy, sell, import, export, prepare and utilize glass, wood, metal, cloths, silks, leathers and other materials for the manufacture of such gas and electrical fixtures, appliances and attachments.

(c) To buy, sell, import, export and generally deal in gas, oil and electric stoves, heating, cooking and lighting apparatus and all and singular devices for the utilization of gas, oil, electricity and other agencies for cooking, lighting and heating together with all parts, fixtures, instruments, mechanisms, attachments and machinery incident or appertaining thereto.

(d) To buy, sell, import, export, manufacture, distribute and generally deal in and with commercial and household refrigeration, refrigeration units, appliances and apparatus and all devices for the utilization of gas, oil, electricity and other agencies for household and commercial refrigerating and refrigeration.

(e) To manufacture, buy, sell, import, export and generally deal in and with air conditioning units, fixtures, appliances and attachments and all devices for the utilization of gas, oil, electricity and other agencies for comcomercial and household air conditioning.

(f) To manufacture, buy, sell, export, import, exchange, distribute and generally deal in and with all kinds of house, store, office and other furniture, carpets, curtains, fixtures and other furnishing goods and to engage generally in the business of furnishing, decorating, improving and altering rooms, houses, stores, offices and all kinds of halls, buildings and apartments.

(g) To act as agents, factors, brokers, contractors and commissioned merchants in entering into, undertaking, performing, carrying out and conducting any and all things set forth in this certificate as objects, purposes and powers that it may do for itself and to exercise its powers to the same extent that natural persons might do and in any part of the world to the full extent permitted to corporations organized under the laws of the State of Mississippi.

(h) To conduct, carry on and maintain a servicing and repairing department in connection with any and all of the powers, objects and purposes hereinabove set out.

(i) To conduct, operate, perform and carry on any and all of the above objects and purposes at wholesale and retail.

(j) To acquire all necessary real and personal property to effectuate and accomplish the powers herein granted.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

One hundred (100) shares of common stock of the par value of One Hundred Dollars ($100.00) per share totalling Ten Thousand Dollars ($10,000.00)

J. G. Pollard

Fannie Ruth Pollard

F. L. Dean

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, J. G. Pollard, Fannie Ruth Pollard and F. L. Dean, incorporators of the corporation known as the Pollard Appliance Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 19th day of Nov. , 1948.

John P Malony
Notary Public

My commission expires Nov. 25, 1950

Received at the office of the Secretary of State this the 22nd day of November, 1948, together with the sum of $150.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss., November 23, 1948.

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General

By James D. Kendall
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

POLLARD APPLIANCE COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-third day of November 19 48

Governor

Receipt No. 2351 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of November, 1948.

CERTIFIED COPY OF RESOLUTION

"BE IT RESOLVED that Paragraph 1 of Charter of Incorporation of Pearson Chevrolet Company, a corporation, be amended and changed to read as follows:

'1. The corporate title shall be Wiggins Chevrolet Company.'

"BE IT FURTHER RESOLVED that Paragraph 4 of said Charter be amended to increase the capital stock from $5,000.00 to $100,000.00, and which amended paragraph will read as follows:

'4. The amount of authorized capital stock is $100,000.00, and all of it is common stock.'

"BE IT FURTHER RESOLVED that H. McArthur, President, and R. P. Regan, Secretary-Treasurer, of the corporation, be and they are hereby authorized, empowered and directed to do the necessary to cause the amendment of the Charter of the corporation, as herein provided."

We, the undersigned President and Secretary of Pearson Chevrolet Company, a corporation, do hereby certify that the above and foregoing is a true and exact copy of resolution adopted by the stockholders of the Pearson Chevrolet Company, a corporation, at a meeting duly held on the 23rd day of November, A. D., 1948, at which meeting all of the stockholders were present and participated, either in person or by proxy.

WITNESS OUR SIGNATURES on this the 23rd day of November, A. D., 1948.

H. McArthur
President

R. P. Regan
Secretary-Treasurer

AMENDMENT TO CHARTER OF INCORPORATION
OF PEARSON CHEVROLET COMPANY, A CORPORATION

The Pearson Chevrolet Company, a corporation, requests approval of amendments to its charter, approved on December 11, 1940, and of record in Book Number 40-41, page 313, on file in the Office of the Secretary of State, so that Paragraphs 1 and 4 as amended will be in the following words and figures, to-wit:

"1. The corporate title shall be Wiggins Chevrolet Company.

"4. The amount of authorized capital stock is $100,000.00, and all of it is common stock."

And the original Charter of Incorporation in all other respects will remain in full force and effect; and presented herewith is a certified copy of the resolution of said corporation adopting and approving said proposed amendment.

WITNESS THE SIGNATURE OF the corporation through its officers hereunto duly authorized on this 23rd day of November, A. D., 1948.

PEARSON CHEVROLET COMPANY, A Corporation

BY _____
President

ATTEST:

_____
Secretary-Treasurer

STATE OF MISSISSIPPI

COUNTY OF FORREST

Personally appeared before me, the undersigned authority in and for said County and State, the within named H. Arthur, President, and R. P. Regan, Secretary-Treasurer, of the Pearson Chevrolet Company, a corporation, who acknowledged that they executed the foregoing instrument for and on behalf of said Pearson Chevrolet Company, a corporation, on the day and year therein mentioned.

Given under my hand and seal of office this 23 day of November, A. D., 1948.

_____
Notary Public

My commission expires _____

Received at the office of the Secretary of State, this the 26th day of November

A. D., 1948, together with the sum of $1.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 26th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

PEARSON CHEVROLET COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-sixth *day of* November *19* 48

By the Governor.

Secretary of State.

Receipt No. 2359 L

Recorded in the Secretary of State's Office this the twenty-sixth day of November, 1948

Furnished by Heber Ladner Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Jackson Technical Schools

1. The corporate title of said company is Jackson Technical Schools
2. The names of the incorporators are:

Carmen L.Curcio Postoffice Jackson,Mississippi

Winifred Curcio Postoffice Jackson,Mississippi

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

3. The domicile is at Jackson,Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:

$5,000.00 Capital Stock, all of one class, all being common stock

5. Number of shares for each class and par value thereof:

500 shares of common capital stock, of the par value of $10.00 per share.

6. The period of existence (not to exceed fifty years) is 50 years

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7. The purpose for which it is organized

To buy, [illegible] or otherwise acquire, and to own, operate and sell schools and colleges anywhere in Mississippi, or elsewhere, including the owning of all personal and real property, which may be necessary or convenient in the conduct of the corporation's business;and to make any andall sorts of contracts in connection therewith.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

100 shares

Carmen R. Curcio

Winifred Curcio

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned ~~authority~~ Notary Public, in and for said county and state aforesaid, Carmen L. Curcio and Winifred Curcio incorporators of the corporation known as the Jackson Technical Schools who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 18th day of November, 1948

Marion P. Shields
Notary Public

Commission expires
Feb. 3, 1952

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____ incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____ incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

_____

Received at the office of the Secretary of State this the 26th day of November A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 26th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Ricl
Attorney General.

By James D. Kimball
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JACKSON TECHNICAL SCHOOLS

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-sixth day of November 1948

Governor

By the Governor

Secretary of State

Receipt No. 2356 L

Recorded in the Secretary of State's Office this the twenty-sixth day of November, 1948.

RESOLUTION OF GULFPORT GRIDIRON CLUB AUTHORIZING P. D. GREAVES, JASON H.FLOYD, AND JAMES S. EATON TO APPLY ON BEHALF OF SAID ORGANIZATION FOR A NON-PROFIT CORPORATE CHARTER.

BE IT RESOLVED, That P. D. Greaves, Jason H. Floyd, and James S. Eaton, members of the Gulfport Gridiron Club, be and they are hereby authorized for and on behalf of said organization known as "Gulfport Gridiron Club" to apply to the Secretary of State of Mississippi for a charter of incorporation of the said Gulfport Gridiron Club as a non-profit civic organization.

THIS the 15th day of November, A. D. 1948.

Raymond Butler
Raymond Butler, President

I, L. R. Staton, Secretary of the Gulfport Gridiron Club, hereby certify that the above and foregoing is a true and correct copy of a resolution adopted by said organization on the 22nd day of November, 1948, at a regular meeting of said organization and that the same appears on the minutes of said organization at page 1 thereof.

WITNESS my signature on this the 23 day of November, 1948.

L. R. Staton
L. R. Staton, Secretary

SWORN to and subscribed before me on this the 23 day of November, A. D. 1948.

Carl E. Wallace
NOTARY PUBLIC

My Commission Expires Feb. 4, 1950

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Reber Ladner

Furnished by [redacted] Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

GULFPORT GRIDIRON CLUB, INCORPORATED

1. The corporate title of said company is Gulfport Gridiron Club, Incorporated
2. The names of the incorporators are:

P. D. Greaves	Postoffice	Gulfport, Mississippi
Jason H. Floyd	Postoffice	Gulfport, Mississippi
James S. Eaton	Postoffice	Gulfport, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Gulfport, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: None

This corporation is a non-profit, non-share civic organization. It shall distribute no dividends or profits among the members thereof. The interest of each member shall be represented only by the dues payable to the corporation and expulsion shall be the only remedy of the corporation against a member thereof for non-payment of dues. Said corporation shall issue no shares of stock, shall vest in each member the right to one vote in the election of all officers, and the loss of membership by death, or otherwise, shall constitute a termination of all interest of such member in the corporate assets. A certified copy of a resolution of the organization authorizing the making of this application is hereto attached.

5. Number of shares for each class and par value thereof: None

6. The period of existence (not to exceed fifty years) is Perpetual ~~Fifty (50) years~~

7. The purpose for which it is created:

To promote and advance the principles of good sportsmanship and fellowship.

To encourage worthwhile activities for the advancement of Gulfport and Mississippi in the realm of sports, and to develop a program for the promotion of civic and recreational activities of the citizens of Gulfport and surrounding area.

To buy, own, acquire, construct, sell, lease, mortgage, pledge, or hypothecate such property, real or personal, as is necessary for the carrying out of the objectives for which this corporation is created.
To sue and be sued in its corporate name.
To borrow money and to do any and all lawful acts in pursuance of the powers specifically granted.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

None

[illegible]
James S. Eaton
Jason H. Floyd

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HARRISON

This day personally appeared before me, the undersigned authority

P. D. GREAVES, JASON H. FLOYD, and JAMES S. EATON

incorporators of the corporation known as the Gulfport Gridiron Club, Incorporated

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 23rd day of November, 1948

Carl F. Mallon
Notary Public

My Commission Expires Feb. 4, 1950

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 26th day of November A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., November 26th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Frank E. Rice
Attorney General.

By James S. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULFPORT GRIDIRON CLUB, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-sixth day of November 19 48

Governor

By the Governor

Secretary of State

Receipt No. 2357 L

Recorded in the Secretary of State's Office this the twenty-sixth day of November, 1948.

MINUTES OF THAT CERTAIN MEETING OF THE MEMBERS OF JUDITH WOODS BRAHAN MEMORIAL FOUNDATION ASSOCIATION OF November 22, , 1948.

A meeting of the members of the Association was held in Meridian, Mississippi on November 22, 1948.

All members were present in person and participated therein, namely:

Hugh Curlin
Judith B. Curlin
Martha B. Smith

The following resolution was unanimously enacted and adopted:

The Chairman, Hugh Curlin, and the Secretary, Judith B. Curlin and Martha B. Smith are hereby authorized and directed to apply for a charter of incorporation so that the association may be incorporated as provided by law.

Hugh Curlin
CHAIRMAN

Judith B. Curlin
SECRETARY

CERTIFICATE

I, Judith B. Curlin, the Secretary of Judith Woods Brahan Memorial Foundation Association hereby certify that the above and foregoing is a true and correct copy of the resolution enacted by the members of said association on November 22, 1948, as such appears in the minutes of said association which is in my custody.

Judith B. Curlin
SECRETARY

CHARTER OF INCORPORATION OF JUDITH WOODS BRAHAN MEMORIAL FOUNDATION, INC.

1.

The corporate title of said company is Judith Woods Brahan Memorial Foundation, Inc.

2.

The names and post office addresses of the incorporators are:

Hugh Curlin, Meridian, Mississippi
Judith B. Curlin, Meridian, Mississippi
Martha B. Smith, Winter Garden, Florida

3.

The domicile in this state is Meridian, Mississippi.

4.

The amount of authorized capital stock is none. No shares of stock shall be issued and there shall be no division of dividends or profits.

5.

The sale price per share is none. No shares shall be issued and there shall be no division of dividends or profits.

6.

The period of existence ~~not to exceed fifty years, is fifty (50) years.~~ is perpetual.

7.

The purpose for which the corporation is created is to function as a literary and educational institution, the sole object of which shall be to foster and promote literary and musical learning, particularly to create and maintain scholarships by which worthy students may study literary and musical subjects in schools, colleges, and other institutions of learning; and to provide tuition, maintenance, support, and other expenses necessary for proper in aid of students under such study and instruction; to receive, hold, own, and dispense gifts and donations of money and property exclusively for said objects and purposes; and to do all

things incident thereto which may be necessary and proper for the accomplishment of the objects and purposes mentioned.

The rights and powers that may be exercised by said corporation in addition thereto are those covered by the provisions of Chapter 4 of Title 21 of the Mississippi Code of 1942 and amendemnts thereto.

8.

The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is none.

Signed by each of the incorporators on this the 22nd day of November, 1948.

Hugh Curlin
HUGH CURLIN

Judith B. Curlin
JUDITH B. CURLIN

Martha B. Smith
MARTHA B. SMITH

STATE OF MISSISSIPPI
COUNTY OF LAUDERDALE

Personally appeared before me the undersigned notary public in and for the above State and County, Hugh Curlin, Judith B. Curlin and Martha B. Smith who acknowledged that they each signed and delivered the above and foregoing application for charter of incorporation on the day and year therein mentioned as their act and deed and for the purposes therein expressed.

Witness my hand and official seal on this the 22nd day of November, 1948.

Annie Seeger
NOTARY PUBLIC

My Commission Expires July 15, 1952

Received at the office of the Secretary of State, this the 24th day of November

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 26, 1948

I have examined this ——— charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JUDITH WOODS BRAHAN MEMORIAL FOUNDATION, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-sixth day of November 1948

Governor

By the Governor

Secretary of State

Receipt No. 2353 L

Recorded in the Secretary of State's Office this the twenty-sixth day of November, 1948.

CERTIFIED COPY OF RESOLUTION

"BE IT RESOLVED that Paragraph 4 of Charter of Incorporation of Skipper Chevrolet Company, Incorporated, be amended and changed to read as follows:

'4. The amount of authorized capital stock is $150,000.00, and all of it is common stock.'

"BE IT FURTHER RESOLVED that H. Lawton, President, and J. L. Skipper, Secretary and Treasurer, of the corporation, be and they are hereby authorized, empowered and directed to do the necessary to cause the amendment of the Charter of the corporation, as herein provided."

We, the undersigned President and Secretary and Treasurer of Skipper Chevrolet Company, Incorporated, do hereby certify that the above and foregoing is a true and exact copy of resolution adopted by the stockholders of the Skipper Chevrolet Company, Incorporated, at a meeting duly held on the 22nd day of November, A. D., 1947, at which meeting all of said stockholders were present and participated, either in person or by proxy.

WITNESS OUR SIGNATURES on this the 24th day of November, A. D., 1947.

H. Lawton
President

J. L. Skipper
Secretary and Treasurer

AMENDMENT TO CHARTER OF INCORPORATION OF SKIPPER CHEVROLET COMPANY, INCORPORATED

The Skipper Chevrolet Company, Incorporated, requests approval of amendment to its charter, approved on October 1, 1937, and of record in Book Number 37-38, page 42, on file in the Office of the Secretary of State, so that Paragraph 4 as amended will be in the following words and figures, to-wit:

"4. The amount of authorized capital stock is $150,000.00, and all of it is common stock."

And the original Charter of Incorporation in all other respects will remain in full force and effect; and presented herewith is a certified copy of the resolution of said corporation adopting and approving said proposed amendment.

WITNESS THE SIGNATURE of the Corporation through its officers hereunto duly authorized on this 24th day of November, A. D., 1948.

SKIPPER CHEVROLET COMPANY, INCORPORATED

BY J. W. Skipper
President

ATTEST:

Secretary and Treasurer

STATE OF MISSISSIPPI

COUNTY OF FORREST

Personally appeared before me, the undersigned authority in and for said County and State, the within named ... Skipper, President, and J. W. Skipper, Secretary and Treasurer, of the Skipper Chevrolet Company, Incorporated, ... who acknowledged that they executed the foregoing ... for and on behalf of the Skipper Chevrolet Company, ... on the day and year therein mentioned.

Given under my hand and seal of office ... this ... of November, A. D., 1948.

Notary Public

My Commission Expires Jan. 9, 1951

Received at the office of the Secretary of State, this the 26th day of November

A. D., 1948, together with the sum of $2.50 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

November 26th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James J. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

SKIPPER CHEVROLET COMPANY, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-sixth *day of* November *19* 48

By the Governor.

Secretary of State.

Receipt No. 2360 L

Recorded in the Secretary of State's Office this the twenty-sixth day of November, 1948

CERTIFIED COPY OF RESOLUTION AMENDING THE CHARTER OF INCORPORATION OF PHILLIPS-RHYNE LUMBER COMPANY, INC.

I, Thomas R. Phillips, Secretary of Phillips-Rhyne Lumber Company, Inc., do certify that the attached resolution is a true and exact copy of a resolution unanimously adopted by the stockholders of Phillips-Rhyne Lumber Company, Inc. at a called and convened meeting on November 13, 1948.

In witness thereof I have hereunto affixed my signature as Secretary of Phillips-Rhyne Lumber Company, Inc. and the corporate seal of the said corporation, this 13th day of November, 1948.

Thomas R. Phillips
Thomas R. Phillips, Secretary

I, J. Ray Phillips, President of Phillips-Rhyne Lumber Company, Inc., have read the foregoing certificate of the Secretary of Phillips-Rhyne Lumber Company, Inc. and the attached resolution, and do certify that the foregoing certificate of the Secretary of Phillips-Rhyne Lumber Company, Inc. is true and correct in all respects.

This 13th day of November, 1948.

J. Ray Phillips Pres.
J. Ray Phillips, President

[illegible] that [illegible] corporation of Phillips-Rhyne [illegible], Inc., [illegible] amended in the following

[illegible] charter is amended to read, in lieu of its present [illegible]:

"1. The corporate title of said company is Phillips-Rhyne Lumber Company, Inc. The company may conduct its sales activities, after January 1, 1949, under the name of 'Phillips Wood Products Division of Phillips-Rhyne Lumber Company, Inc.'"

Part "4" of the charter is amended to read, in lieu of its present provision, as follows:

"4. The amount of [illegible] and particulars as to class or classes thereof: The amount of [illegible] capital stock shall be fifteen hundred shares of $100.00 par value common stock, each share issued and outstanding to possess the right of one vote at all stockholders meetings."

Part "5" of the charter is amended to read, in lieu of its present provision, as follows:

"5. The number of shares for each class and par value thereof: Fifteen hundred shares of $100.00 par value common stock, as above set forth, is the authorized capital stock of this corporation, the sale price per share upon the original issue of which shall be at least $100.00 per share."

AMENDMENT OF THE CHARTER OF INCORPORATION OF

PHILLIPS-RHYNE LUMBER COMPANY, INC.

In accordance with the [illegible] duly adopted by the stockholders of this corporation at a [illegible] meeting, adopting and approving the following amendment of the charter of Phillips-Rhyne Lumber Company, Inc., the Charter of Incorporation of Phillips-Rhyne Lumber Company, Inc. be and is herewith amended in the following respects:

Part "1" of the charter is amended to read, in lieu of its present provision, as follows:

"1. The corporate title of said company is Phillips-Rhyne Lumber Company, Inc. The company may conduct its sales activities, after January 1, 1949, under the name of 'Phillips Wood Products Division of Phillips-Rhyne Lumber Company, Inc.'"

Part "4" of the charter is amended to read, in lieu of its present provision, as follows:

"4. The amount of capital stock and particulars as to class or classes thereof: The amount of authorized capital stock shall be fifteen hundred shares of $100.00 par value common stock, each share issued and outstanding to possess the right of one vote at all stockholders meetings."

Part "5" of the charter is amended to read, in lieu of its present provision, as follows:

"5. The number of shares for each class and par value thereof: Fifteen hundred shares of $100.00 par value common stock, as above set forth, is the authorized capital stock of this corporation, the sale price per share upon the original issue of which shall be at least $100.00 per share."

We, J. Ray Phillips, President, and Thomas R. Phillips, Secretary, of Phillips-Rhyne Lumber Company, Inc., do execute the foregoing amendment as President and Secretary of the said company and do certify the adoption by the stockholders of [illegible] day of the aforesaid resolution amending the charter of incorporation of the said company in the above respects.

[illegible] our signatures this 11th day of November, 1948.

PHILLIPS-RHYNE LUMBER COMPANY, INC.

Attest:

Thomas R Phillips
Thomas R. Phillips - Secretary

J. Ray Phillips
J. Ray Phillips - President

STATE OF TENNESSEE }

COUNTY OF SHELBY }

This day personally appeared before me, the undersigned authority, J. Ray Phillips and Thomas R. Phillips, President and Secretary, respectively, of the corporation known as the Phillips-Rhyne Lumber Company, Inc., who acknowledged that they signed and executed the above and foregoing Amendment of the Charter of Incorporation of Phillips-Rhyne Lumber Company, Inc. in the name and behalf of said corporation and as its act and deed, and as their act and deed as such officers of said corporation on this the 15th day of November, 1948.

J M Summerauer
Notary Public

My commission expires:
July 17, 1949

Received at the office of the Secretary of State this the 27th day of November, 1048, together with the sum of $200.00, deposited to cover the recording fee and the fee for increase in capital stock, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss., November 27th 1948.

I have examined this amendment to charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Hugh L. Rice
Attorney General

By James J. Kenkel
Assistant Attorney General

State of Mississippi

EXECUTIVE OFFICE



JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

PHILLIPS-RHYNE LUMBER COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-ninth *day of* November *19* 48

By the Governor.

Secretary of State.

Receipt No. 2362 L

Recorded in the Secretary of State's Office this the twenty-ninth day of November, 1948.

RESOLUTION TO AUTHORIZE INCORPORATION

OF

J. D. HOLCOMB POST NO. 5046

VETERANS OF FOREIGN WARS OF THE UNITED STATES

BE IT RESOLVED That J. D. HOLCOMB POST NO. 5046, VETERANS OF FOREIGN WARS OF THE UNITED STATES, herewith incorporate the Post, and the following active members thereof to-wit:

PERRY F. GIBSON

A. P. RAHAIM

J. C. IVY

CECIL DOBBINS

HENRY [illegible]

are herewith authorized and directed to take such action and proceedings as is necessary to incorporate said post under the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto:

Adopted this 20 day of [illegible], 194[illegible].

Henry N. Stevens adj.

State Of Mississippi)
) SS:
County Of PERRY)

I, [illegible], Adjutant of J. D. Holcomb Post No. 5046, Veterans of Foreign Wars of the United States, do hereby certify that the foregoing is a true and correct copy of the minutes of the meeting of said Post held on the date set out above, authorizing and directing the incorporation of the Post.

Dates this 27 day of [illegible], 194[illegible].

Henry N. Stevens
Adjutant

CHARTER OF INCORPORATION

_____ POST NO. _____

VETERANS OF FORLIGN WARS OF THE UNITED STATES

ARTICLE I

The corporate title of said Association is _____

_____ Post No. _____, VETERANS OF FORLIGN WARS OF THE UNITED STATES.

ARTICLE II

The names of the incorporators are:

_____

_____

_____

_____

_____

ARTICLE III

The domicile of this Association is located at _____ City, _____ County, Mississippi.

ARTICLE IV

This corporation shall not be required to make publication of this Charter; shall issue no shares of stock and shall divide no dividends or profits among its members, but shall be a non-profit corporation solely; expulsion will be the only remedy for non-payment of dues; each member of the corporation shall have the right to one vote in the election of all elected officers; loss of membership in the corporation by death or otherwise shall terminate all intrest of such member in the corporate assets, and the members shall be in no manner whatsoever liable in their property and person for the debts of the corporation, but the entire corporate shall be subject for the claimes of creditors.

ARTICLE V

The period of existence of this corporation shall be perpetual. ~~fifty (50) years~~.

ARTICLE VI

The general nature and purpose of the corporation shall be:

(1) Fraternal, patriotic, historical and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate the memory and history of our dead, and to assist their widows and orphans; to maintain true allegiance to the Goverment of the United States of America and fidelity to its Constitution and laws; to foster true patriotism; to maintain and extend the Institutions of American freedon; and to preserve and defend the United States from all her enemies, whomsoever.

(2) To take by gift or devise and to purchase, sell, transfer, mortgage and lease or rent real and personal property and do all things necessary and essential thereto.

(3) To do all things necessary and essential to carry on the activities, rehabilitation, welfare and social work of the Post, including the establishment and operation of recreation rooms and club facilities for the use and comfort of the members and Auxiliary and other veterans.

ARTICLE VII

The qulalifications of the members and the manner of their admission into this corporation not-for-profit shall be as follows:

The membership of this corporation shall at all times be confined to the active membership in good standing in _____ Post No. 5048, Veterans of Foreign Wars of the United States, with eligibility to, acquiring of supension from and discontinuance of membership being in accordance with the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

ARTICLE VIII

Section 1: The officers of this corporation (sometimes referred to as "Directors" and/or "Trustees"), their nomination, election or appointment, installation, power and authority shall be in accordance with the provisions of the National By-Laws of the Veterans of Foreign Wars of the United States.

Section 2: The number of officers (Directors) of this corporation shall be eleven (11), the number as provided for a Post of the Veterans of Foreign Wars of the United States by the National By-Laws thereof.

Section 3: The names and addresses of the present persons who are to act in the capacity of principal officers (Directors) until the selection of their successors are as follows:

NAME	ADDRESS	TITLE OF OFFICER IN POST
_____	_____	Commander
_____	_____	Sr. Vice-Commander
_____	_____	Jr. Vice-Commander
_____	_____	Quartermaster
_____	_____	Chaplain
_____	_____	SURGEON
_____	_____	Post Advocate
_____	_____	Trustee
_____	_____	Trustee
_____	_____	Trustee
_____	_____	Adjutant

ARTICLE IX

In the event of a dissolution of this corporation, all its assets shall be the property of _____ Post No. _____ Veterans of Foreign Wars of the United States; and, in the event of the simultaneous dissolution of this corporation and the forfeiture of the Charter issued by the Veterans of Foreign Wars of the United States; to said subordinate unit, then, and in that event, title to all of the assets of this corporation shall be in the Veterans of Foreign Wars of the United States to be disposed of in accordance with the National By-Laws, Rules and Regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of this corporation be distributed or divided among its members thereof.

This corporation not-for-profit shall have the following general powers:

> To have the power to sue and to be sued in courts of law and equity; to receive, hold, own, use and dispose of such real estate, personal property, money, contact, rights and privileges as shall be deemed necessary and incidental for its corporate purposes; to adopt, amend, apply, and administer By-Laws and Regulations to carry out its purposes, not inconsistend with the laws of the United States or of any State; and not inconsistent or in conflict with the Constitution and By-Laws of the Veterans of Foreign Wars of the United States.
>
> The corporation shall not purchase, sell or mortgage any real estate without notice therefor to the members of the corporation at a regular or special meeting called for said purpose and by vote of approval of a majority of those members present at such regular or special meeting called for such purpose.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, and those conferred by Chapter 100, Code of Mississippi of 1930, and amendments thereto.

ARTICLE XI

This subordinate unit of the Veterans of Foreign Warsof the United States, a corporation organized under and by virture of an Act of the Seventy-Fourth Congress of the United States of America, shall at all times, subject to the provisions of the laws of the State of Mississippi, remainunder the jurisdiction of and be governed by and according to the Constitution and By-Laws of the said National Organization.

ARTICLE XII

These Articles may be amended in the manner provided by law.

Perry F. Wilson

A. P. Rahaim

J. C. Ivy

Gene Dobbins

Henry N. Gilmore

APPROVED 11-12-47

FOR THE COMMANDER IN CHIEF

H. N. Hendrix

ADJUTANT GENERAL

STATE OF MISSISSIPPI)
)
COUNTY OF PERRY)

This day personally appeared before me, the undersigned authority

[illegible]

incorporators of the corporation known as the [illegible] Post No. [illegible] Veterans of Foreign Wars of the United States, who acknowledged that (he) (they) signed and excuted the above and foregoing Articles of Incorporation as (his) (their) act and deed on this the 27 day of October, 1948.

My com. expires 1/3/49

Notary Public

Received at the office of the Secretary of State this the 27th day of November, A.D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Mississippi,
November 27th 1948

I have examined this Charter of Incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

Attorney General

By
Assistant Attorney General

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

J. D. HOLCOMB POST NO. 5046, VETERANS OF FOREIGN WARS

OF THE

UNITED STATES

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-ninth day of November 19 48

Governor

By the Governor

Secretary of State

Receipt No. 2363 L

Recorded in the Secretary of State's Office this the twenty-ninth day of November, 1948.

CHARTER OF INCORPORATION OF

BEAR GARDEN RICE COMPANY

1. The corporate title of this company shall be:

Bear Garden Rice Company

2. The names and post office addresses of the incorporators are as follows:

M. L. Wampold - Greenville, Mississippi

J. A. Lake - Greenville, Mississippi

Charles L. Tidwell, Jr. - Greenville, Mississippi

3. The domicile of the corporation in this state shall be:

Greenville, Mississippi

4. The amount of authorized capital stock shall be Twenty Thousand Dollars ($20,000.00) and said stock shall all be common capital stock of one class and shall have a par value of $25.00 per share.

5. The period of existence of said corporation shall be fifty years.

6. The purposes for which the corporation is created are as follows: To own and operate farm lands; to buy, lease and sell lands; to own, improve, sell and operate machinery, equipment and other things necessary or proper in and to the conduct of the business of the corporation; to buy and sell merchandise; to buy and sell evidences of indebtedness and to pledge or hypothecate personal property, agricultural products and real property as security for loans; to borrow money and to execute such evidences of indebtedness and such security therefor as may be needful or proper in the operation of the corporation's business; to do any and all things necessary or convenient to, and usual or customary in, the operation and conduct of a general farming business;

In addition to the powers and rights herein set forth, the corporation shall have all powers and rights conferred by the provisions of Article 1 of Chapter 4, Title 21, being Sections 5305 to 5356, inclusive, of the Mississippi Code of 1942.

7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be 100 shares.

Witness my signature, this, the 28th day of November,

1952.

M. L. Wampold

M. L. Wampold

J. A. Lake

J. A. Lake

Charles L. Tidwell, Jr.

Charles L. Tidwell, Jr.

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the above named state and county, the within named M. L. Wampold, J. A. Lake and Charles S. Tindall, Jr., each of whom acknowledged that they signed and delivered the foregoing instrument as the act and deed of each of them on the day and year therein mentioned.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this, the 28th day of November, 1948.

Kate Hickerson
Notary Public

My commission expires:

7-21-50

Received at the office of the Secretary of State, this the 29th day of November

A. D., 1948, together with the sum of $50 ~~00~~ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 29, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State or of the United States.

Greek L Rice
ATTORNEY GENERAL.

By John E. Stone
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BEAR GARDEN RICE COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-ninth day of November 19 48

Governor

Receipt No. 2364 L

By the Governor

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the thirtieth day of November, 1948.

IN THE MATTER OF THE AMENDMENT OF THE CHARTER OF INCORPORATION

OF

STATE STREET COMPANY

RESOLUTION

"WHEREAS, by Section 5323 of the Mississippi Code of 1942, it is provided that every corporation desiring an amendment to its charter shall prepare and present to the Secretary of State the proposed amendment in writing, acknowledged by its President or Secretary, before a Notary Public or other officer authorized to take acknowledgments, together with a certified copy of the Resolution of the stockholders adopting and approving the proposed amendment; and

"WHEREAS, it is now deemed expedient by the stockholders of State Street Company to amend its charter;

"NOW, THEREFORE, BE IT RESOLVED by the stockholders of State Street Company, a corporation, in a special meeting duly called, consented to and held for all purposes, including this purpose, that the charter of incorporation of this corporation heretofore granted by the State of Mississippi, which charter was filed in the office of the Secretary of State of the State of Mississippi, and is recorded in the records of incorporation in said office of said officer in Book No. 45-46 at Page 66 thereof, and as amended pursuant to the authority and grant by the State of Mississippi, which amendment is recorded in said office in the records of incorporation in Book No. 46-47 at Page 427 thereof, be further amended so that the name of the corporation be changed, that its authorized capital be increased to $100,000.00, and that its authorized powers and purposes be increased and that to effectuate this, the following Articles shall hereafter read as follows:

"1. The corporate title to said company is Standard Truck Equipment, Inc."

"4. Amount of capital stock and particulars as to class and classes thereof:

"The amount of capital stock of this corporation is One Hundred Thousand ($100,000.00) Dollars, divided into One Thousand (1,000) shares of the par value of One Thundred ($100.00) Dollars each. All of said stock shall be common stock and the owner of any share shall be entitled to all of the rights, privileges and benefits as the owner of any other share."

"5. Number of shares for each class and par value thereof:

One Thousand (1,000) shares of common stock of the par value of One Hundred ($100.00) Dollars per share."

"7. The purpose for which it is created:

To acquire, own, improve, sell, subdivide, manage, rent, lease and mortgage real estate; to erect and construct buildings and make improvements thereon; to buy and sell all kinds of building materials; to deal generally in contracts pertaining to the purchase, sale and disposition of real estate; to engage generally in the business of buying and selling of real estate and the erection, repairing, remodeling and construction of homes and all other classes of buildings; to deal in all kinds of building material necessary for any of said purposes; to engage in all kinds of business allied with the above and foregoing purposes or any of them.

To acquire by purchase, trade, agency or otherwise, and to repair, sell, trade, rent, lease, pledge, mortgage and otherwise deal in any manner with automobiles, trucks, tractors, trailers, draglines, and all types of similar heavy equipment and all other allied vehicles, bodies, accessories, parts and machinery, and all types of diesel or gasoline engines, stationary or movable, generators and all other types of electrical equipment, marine engines and boats of all types, and related wares, and to engage generally in the business of purchasing, marketing and repairing thereof.

To operate a general insurance business in the selling and writing of insurance, as agent, for all kinds of insurance except life and industrial insurance."

"BE IT FURTHER RESOLVED, that the President and Secretary of the Corporation be and they are hereby authorized, empowered and directed to take such action, and to execute such instruments, and do all things necessary to cause said amendment of the charter of incorporation to take effect, to prepare and to present to the Secretary of State of the State of Mississippi the proposed amendment in writing, together with a certified

copy of this resolution, and to take all necessary steps to secure the approval of the amendment by the State of Mississippi through its proper officers."

WITNESS the seal and signature of the State Street Company, by its duly authorized officers, to-wit: The President and the Secretary, this the 29th day of October, 1948.

STATE STREET COMPANY

By _____
President

ATTEST:

_____
Secretary

I, MRS. MARIE I. MARTIN, duly elected and qualified and acting Secretary of STATE STREET COMPANY, a corporation, do hereby certify that the above and foregoing is a true, full and correct copy of the Resolution unanimously adopted by all the stockholders of State Street Company, at a special joint meeting of all the stockholders and directors, duly called and consented to for all purposes and especially for the purpose of amending the Charter of Incorporation of the said State Street Company, on the 29th day of October, 1948, the original of said Resolution being on file and recorded in the minute book of said corporation.

I further certify that all of the holders of the stock of State Street Company were present at said meeting, and all of said stockholders voted in the affirmative and for the adoption of said Resolution amending the charter of said corporation.

WITNESS my signature and the official seal of said corporation, this the 1st day of November, 1948.

_____
Secretary

AMENDMENT TO THE CHARTER OF INCORPORATION

OF

STATE STREET COMPANY

Pursuant to a resolution, a certified copy of which is attached hereto, passed at a special joint meeting of all of stockholders and directors of the State Street Company, which meeting was held at 9 o'clock A. M., on the 29th day of October, 1948, with all stockholders being present and consenting to the meeting to be held for all purposes and especially for the purpose of amending the charter of incorporation of the corporation, the charter of incorporation was amended by the affirmative and unanimous vote of all those stockholders present, being all the stockholders, so that the name of the corporation be changed, its authorized capital be increased to $100,000.00, and the powers and purposes of the corporation be enlarged, and that the following clauses of the charter of incorporation of State Street Company hereafter shall read as follows:

That Article I be amended to read as follows:

"1. The corporation title of said company is Standard Truck Equipment, Inc."

That Articles IV and V be amended to read as follows:

"4. The amount of capital stock and particulars as to class or classes thereof:

The amount of capital stock of this corporation is One Hundred Thousand ($100,000.00) Dollars, divided into One Thousand (1,000) shares of the par value of One Hundred ($100.00) Dollars each. All of said stock shall be common stock and the owner of any share shall be entitled to all of the rights, privileges and benefits as the owner of any other share."

"5. Number of shares for each class and par value thereof:

One Thousand (1,000) shares of common stock of the par value of One Hundred ($100.00) Dollars per share."

That Article VII be amended to read as follows:

"7. The purpose for which it is created:

To acquire, own, improve, sell, subdivide, manage, rent, lease and mortgage real estate; to erect and construct buildings and make improvements thereon;

to buy and sell all kinds of building materials; to deal generally in contracts pertaining to the purchase, sale and disposition of real estate; to engage generally in the business of buying and selling of real estate and the erection, repairing, remodeling and construction of homes and all other classes of buildings; to deal in all kinds of building material necessary for any of said purposes; to engage in all kinds of business allied with the above and foregoing purposes or any of them.

To acquire by purchase, trade, agency or otherwise, and to repair, sell, trade, rent, lease, pledge, mortgage and otherwise deal in any manner with automobiles, trucks, tractors, trailers, draglines, and all types of similar heavy equipment and all other allied vehicles, bodies, accessories, parts and machinery, and all types of diesel or gasoline engines, stationary or movable, generators and all other types of electrical equipment, marine engines and boats of all types, and related wares, and to engage generally in the business of purchasing, marketing and repairing thereof.

To operate a general insurance business in the selling and writing of insurance, as agent, for all kinds of insurance except life and industrial insurance."

That the other Articles of said charter remain as originally set out in the original charter.

WITNESS the signature of the Corporation under its corporate seal, this the 1st day of November, 1948.

STATE STREET COMPANY

By _____
President

ATTEST:

_____
Secretary

STATE OF MISSISSIPPI,)
) ss.
County of Hinds)

This day personally appeared before me, the undersigned authority in and for the County and State aforesaid, MRS. ANNE HOLDER MORGAN and MRS. MARIE I. MARTIN, personally known to me to be the President and the Secretary, respectively, of the STATE STREET COMPANY, who each acknowledged that as such officers and in their official capacity executed the foregoing amendment to the charter of incorporation of State Street Company as the act and deed of said corporation after having been duly authorized so to do.

Given under my hand and seal of office this the 15th day of November, 1948.

Chas W Geisler Sr.
Notary Public

My Commission Expires August 12, [illegible]

Received at the office of the Secretary of State, this the 29th day of November A. D., 1948, together with the sum of $100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 29, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State or of the United States.

Greek S. Rice
ATTORNEY GENERAL

By John E. Stone
Assistant Attorney General

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

STATE STREET COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Twenty-ninth *day of* November *19* 48

Receipt No. 2369 L

By the Governor.

Heber Ladner

Secretary of State.

Recorded in the Secretary of State's Office this the thirtieth day of November, 1948

[illegible] SHOE STORES, INC.

1. [illegible] said company is SMART SHOE [illegible], INC.

2. The names and post-office addresses of the incorporators are:

George M. Habeeb [illegible] Pascagoula, Mississippi

[illegible] Post Office Mobile, Alabama

Joseph A. Habeeb Post Office Mobile, Alabama

3. The domicile of the corporation in this state is Pascagoula, Mississippi.

4. The amount authorized capital stock is 500 shares of common stock, all of one class, of the par value of $100.00 per share.

5. The sale price per share shall be One Hundred ($100.00) Dollars, all stock to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

6. The period of existence is FIFTY (50) YEARS.

7. The purposes for which the corporation is created are to buy, sell, trade, manufacture, deal in and deal with shoes, hosiery, hats, purses, and with goods, wares and merchandise of every kind and nature, and to engage in such business as wholesalers, retailers, [illegible] and operators; to [illegible] all such [illegible], supplies, materials and other articles [illegible]

shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey real and personal property so far as necessary or expedient in conducting the business of the corporation. The rights and powers that may be exercised by the corporation, in addition thereto, are those conferred by Chapter 100, Code of Mississippi of 1930, and acts amendatory thereof and supplemental thereto.

8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is Three Hundred (300) shares of common stock.

George M. Habeeb
George M. Habeeb

Alma Habeeb
Alma Habeeb

Joseph A. Habeeb
Joseph A. Habeeb

STATE OF MISSISSIPPI

COUNTY OF JACKSON

This day personally came and appeared before me, the undersigned authority within and for the jurisdiction aforesaid, GEORGE M. HABEEB, ALMA HABEEB and JOSEPH A. HABEEB, incorporators of the corporation known as SMART SHOE STORES, INC., who each duly acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed, on this the 26th day of November, A. D., 1948.

Mrs R.M. Frellsen Notary Public
My commission expires
January 17, 1952.

330

JACKSON, MISSISSIPPI

Received at the office of the Secretary of State, this the 29th day of November, A. D., 1948, together with the sum of $110.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State

NOVEMBER 29, 1948, JACKSON, MISSISSIPPI

I have examined this Charter of Incorporation, and am of the opinion that it is not violative of the constitution and laws of this state, or of the United States.

Greek L. Rice
Attorney General

By John E. Stone
Assistant Attorney General

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SMART SHOE STORES, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Thirtieth day of November 19 48

Receipt No. 2370 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the thirtieth day of November, 1948.

THE CHARTER OF INCORPORATION

OF

BEEVERS INSURANCE AGENCY

1. The corporate title of the Company (Agency) is : BEEVERS INSURANCE AGENCY.

2. The names of the incorporators and their addresses are:

R. G. Beevers,	Union, Mississippi
Mrs. Mary S. Beevers,	Union, Mississippi
L. W. Whittle,	Union, Mississippi

3. The domicile of the corporation is: UNION, Newton County, Mississippi.

4. The amount of capital stock and particulars as to classes thereof:

TEN THOUSAND DOLLARS ($10,000.00) ---- all common stock.

5. Number of shares of each class and the par value thereof:

TWO HUNDRED SHARES COMMON STOCK, PAR VALUE $50.00 PER SHARE.

6. The period of existence of the Corporation is: FIFTY (50) YEARS.

7. The purposes for which the corporation is created are:

(A) To engage in business as general, local, and special agents for all kinds of insurance, casualty, surety and bonding Companies; to own and operate general, local, and special insurance agencies, to engage in the business as agents for the writing of all kinds of insurance and bonds of every character; and generally to do and perform all those things usual and customary in or about the business of such insurance agencies.

(B) To interchange business with other insurance agents, and companies not represented by the corporation, and to act as brokers in the placing of insurance with other insurance agents, and in such other insurance companies.

(C) To act as adjusters of insurance claims of every kind and character, and of claims arising under bonds of every kind.

(D) To engage in the business of buying, selling, trading and dealing in all kinds of real property, both on its own account and as broker or agent for others.

(E) To purchase, lease, trade for or otherwise acquire, and to own, hold, use, operate and enjoy, and to sell, lease, mortgage, hypothecate or otherwise dispose of, all such real and personal property as may be necessary or useful in the conduct of such business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4 of Title 21 of the Code of Mississippi, 1942, and amendments thereto.

8. The number of shares of each class to be subscribed and paid for before the corporation may begin business :

FORTY (40) SHARES, COMMON STOCK.

R. G. Beevers

Mrs. Mary S. Beevers

L. W. Whittle

Incorporators.

ACKNOWLEDGEMENTS

STATE OF MISSISSIPPI
COUNTY OF NEWTON

This day personally came before me, the undersigned Notary Public in and for said County and State, the above named R. G. Beevers, Mrs. Mary S. Beevers and L. W. Whittle, incorporators of the corporation known as --- BEEVERS INSURANCE AGENCY, who each acknowledged that they signed and delivered the above and foregoing articles of incorporation as their act and deed, on this 29th day of November, A.D., 1948.

Mary Jo White (Seal)

My Commission expires Jan. 18, 1951

MARY JO WHITE, Notary Public
Newton County, Mississippi
My Commission Expires Jan. 18, 1951

Received at the office of the Secretary of State, this the 30th day of November A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

November 30, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By John C. Stone
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BEEVERS INSURANCE AGENCY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this THIRTIETH day of NOVEMBER 19 48

Governor

By the Governor

Secretary of State

Receipt No. 2372 L

Recorded in the Secretary of State's Office this the thirtieth day of November, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

FARMERS GIN COMPANY OF COLDWATER, MISSISSIPPI

1. The corporate title of said company is Farmers Gin Company of Coldwater, Mississippi
2. The names of the incorporators are:

J. P. George Postoffice Crenshaw, Mississippi

J. R. Hudson Postoffice Coldwater, Mississippi

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

3. The domicile is at Coldwater, Tate County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$25,000.00, all Common

5. Number of shares for each class and par value thereof: 250 shares of the par value of $100.00.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created: To own and operate a cotton gin; to buy and sell seed, cotton, cotton seed products, feed, fertilizer and such other things or commodities as may be incidental thereto.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Twenty-five per cent.

J. P. George

J. R. Hudson

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Tate

This day personally appeared before me, the undersigned authority J. P. George and J. R. Hudson

incorporators of the corporation known as the Farmers Gin Company of Coldwater who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 22nd day of November, 1948

[signature], Notary Public

My Commission Expires Jan. 17, 1952

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 30th day of November A. D., 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., November 30 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice

Attorney General.

By [signature]

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FARMERS GIN COMPANY OF COLDWATER, MISSISSIPPI

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this THIRTIETH day of NOVEMBER 1948

Governor

By the Governor

Secretary of State

Receipt No. 2374 L

Recorded in the Secretary of State's Office this the thirtieth day of November, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

DIXIE ENTERPRISES, INCORPORATED

1. The corporate title of said company is DIXIE ENTERPRISES, INCORPORATED
2. The names of the incorporators are:

Hamilton H. Havis, Jr.	Postoffice	Vicksburg, Miss.
Warren R. Asher	Postoffice	Vicksburg, Miss.
George Q. Cain	Postoffice	Vicksburg, Miss.
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Vicksburg, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:
The amount of the total authorized capital stock of this corporation is TWENTY-FIVE THOUSAND Dollars ($25,000.00) of common stock, deemed Series A.

Number of shares for each class and par value thereof:
The number of shares of the above named common capital stock, deemed Series A, is TWENTY-FIVE THOUSAND shares (25,000), of a par value of ONE Dollar ($1.00) each.

[illegible] (not to exceed fifty years) is 50 years.

7. The purpose for which it is created: (Nature of Business)

The nature of the business of the corporation and the objects and purposes proposed to be transacted, promoted, or carried on by it, are as follows, to-wit:

(a) To buy or otherwise acquire, own, hold, manage, and control real and personal property of every description, and to sell and convey, mortgage, pledge, lease, or otherwise dispose of such property or any part thereof.

(b) To purchase or otherwise acquire, lease, assign, mortgage, pledge, or otherwise dispose of any trade-names, trade-marks, concessions, inventions, formulae, improvements, processes of any nature whatsoever, copyrights, and letters patent of the United States and of foreign countries, and to accept and grant licenses thereunder.

(c) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company or association, or any other form of business enterprise, now or hereinafter existing, and whether created by or under the laws of the state of Mississippi or otherwise; and while owners of any of said shares of capital stock or bonds or other property to exercise all the rights, powers, and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(d) To purchase, hold, sell, and re-issue the shares of its own capital stock.

(e) To buy, lease, or otherwise acquire, to the extent permitted by law, the whole or any part of the business, good will, and assets of any person, firm, association, corporation, or any other form of business enterprise (either foreign or domestic). This includes the power to organize, incorporate, or otherwise bring into being other corporations, joint ventures, or any other form of business activity.

(f) To indorse, guarantee and secure the

satisfaction of bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations and evidences of indebtedness, and also to guarantee and secure the payment or satisfaction of interest on obligations and of dividends on shares or the capital stock of other corporations, also to assume the whole or any part of the liabilities, existing or prospective, of any person, corporation, firm, or association, and to aid in any manner any other person, corporation, or any other form of business enterprise with which this corporation has business dealings, or whose stocks, bonds, or other obligations are held or are in any manner guaranteed by this corporation, and to do any other acts and things for the preservation, protection, improvement, or enhancement of the value of such stocks, bonds, or other obligations.

(g) To engage in any manufacturing, mercantile, agricultural, or other business of any kind or character whatsoever, insofar as is permitted by the law, and to that end to acquire, hold, own and dispose of any and all property, assets, stocks, bonds and rights of any and every kind.

(h) Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that this corporation shall have power to do all things hereinbefore enumerated, and also to issue or exchange stocks, bonds and other obligations in payment for property or services purchased or acquired by it, or for any other object in or about its business; to lend or borrow money either upon or without security and without limit (except as limited by law); to mortgage or pledge its franchises, real or personal property, income and profits accruing to it, any stocks, bonds or other obligations, or any property which may be acquired by it; and to secure any bonds or other obligations by it issued or incurred.

(i) To carry on any business whatsoever which the corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interests of the corporation, or to enhance the value of its property, or rights; to conduct its business in this state, in other states, in the District of Columbia, in the territories and

colonies of the United States, and in foreign countries; and to hold, purchase, mortgage and convey real and personal property, either in or out of the state of Mississippi, and to have and to exercise all the powers conferred by the laws of Mississippi upon corporations formed under the act pursuant to and under which this corporation is formed.

(j) To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof: Provided, the same be not inconsistent with the laws under which this corporation is organized.

(Liability)

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever, except as may be provided by law.

(Directors)

The number of directors of the corporation, not less than three, shall be fixed from time to time by the by-laws, and the number may be altered as therein provided. In case of any increase in the number of directors, the additional directors shall be elected as provided by the by-laws. In case of any vacancy in the board of directors, the remaining directors, by affirmative vote of a majority thereof, may elect a successor to hold office for the unexpired portion of the term of the director whose place is vacant and until his successor shall be duly elected and qualified. Payment to members of the board of directors shall be at such time and in such manner as is provided by the by-laws.

In furtherance and not in limitation of the powers conferred by law, the board of directors are expressly authorised:

(a) To make, alter, amend and repeal the by-laws of the corporation as provided by the by-laws.

(b) To remove at any time any officer elected or appointed by the board of directors, but only by the affirmative vote of a majority of the whole board of directors. Any other

officer or employee of the corporation may be removed at any time by a vote of the board of directors or by any committee or superior officer upon whom such power of removal may be conferred by the by-laws or by the vote of the board of directors.

(c) To designate, by resolution passed by a majority of the whole board, two or more of their number to constitute an executive committee, who, to the extent provided in said resolution or in the by-laws of the corporation, shall have and exercise the powers of the board of directors in the management of the business and affairs of the corporation, and shall have power to authorize the seal of the corporation to be affixed to all papers which may require it. A majority of such committee shall constitute a quorum for the transaction of business.

To designate any other standing committees by the affirmative vote of a majority of the whole board of directors, and such standing committees shall have and may exercise such powers as shall be conferred or authorized by the by-laws, including the power to cause the seal of the corporation to be affixed to any papers which may require it.

(d) The corporation may by its by-laws confer upon the directors powers and authorities additional to the foregoing and to those expressly conferred upon them by statute.

(Meeting Outside the State of Mississippi)

Both the stockholders and the directors of this corporation may hold their meetings and the corporation may have an office or offices in such place or places outside the state of Mississippi as the by-laws may provide, and the corporation may keep its books outside the state of Mississippi as provided by the by-laws, except as otherwise provided by law.

(Amendments)

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this certificate of incorporation, in the manner now or hereinafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

This corporation may begin business when FIVE THOUSAND Dollars ($5,000.00) of the common capital stock, deemed Series A, has been subscribed for and has been paid for either in cash or property or services or any other legal medium.

Hamilton H. Havis, Jr.

Warren R. Asher

George Q. Cain

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of WARREN

This day personally appeared before me, the undersigned authority Hamilton H. Havis, Jr; Warren R. Asher; George Q. Cain

incorporators of the corporation known as the DIXIE ENTERPRISES, INCORPORATED who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 26th day of November, 1948

E L Land Notary Public
My Com Exp 9-15-50

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of, 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of, 194

Received at the office of the Secretary of State this the 30th day of November A. D., 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 2nd 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

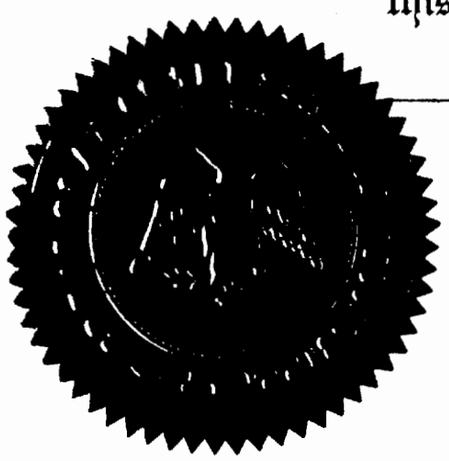
JACKSON

The within and foregoing Charter of Incorporation of

DIXIE ENTERPRISES, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this SECOND day of DECEMBER, 1948



Fielding Wright

Governor

By the Governor

Heber Ladner

Secretary of State

Receipt No. 2373 L

Recorded in the Secretary of State's Office this the second day of December, 1948.

BRYAN BROTHERS PACKING COMPANY

CERTIFIED COPY OF RESOLUTIONS OF
STOCKHOLDERS ADOPTED ON NOVEMBER 24, 1948

RESOLVED, that Sections 4 and 5 of the original charter of incorporation of Bryan Brothers Packing Company, approved by the Governor of the State of Mississippi under date of January 2, 1946, and recorded in the records of incorporations in the office of the Secretary of State of the State of Mississippi in Book No. 45-46, Page 347, and also of record in Corporation Record No. 2 at Page 158 of the records in the office of the Chancery Clerk of Clay County, Mississippi, be and the same are hereby amended to read as follows:

"4. The amount of the total authorized capital stock of the corporation is $500,000.00 of common stock.

"5. Such authorized capital stock is divided into 5,000 shares of the par value of $100.00 each."

RESOLVED, FURTHER, that the President of this Corporation be and he is hereby authorized and directed to make, execute and acknowledge such charter amendment, under the corporate seal of this Corporation, and to apply for the approval of the charter amendment provided for in these resolutions, and that the Secretary of this Corporation be and he is hereby authorized and directed to make and certify, as provided by law, a copy of these resolutions and to forward the same with the said amendment to the Secretary of State of the State of Mississippi, as provided by law in such cases, and when approval of such charter amendment has been made and received, to cause the same to be filed and recorded in the manner required by law.

- - - - - -

CERTIFICATE

I, the undersigned J. H. Bryan, Secretary of Bryan Brothers Packing Company, a Mississippi Corporation domiciled at West Point, Mississippi, do hereby certify that the above and foregoing constitutes a true and correct copy of resolutions duly adopted by the stockholders of said Corporation at a special meeting duly called, convened and held on November 24, 1948, the originals of which resolutions now appear of record in the

original minutes and records of said Corporation, and that at said special meeting of the stockholders of said Corporation called for that expressly stated purpose, all of the shares of the capital stock of said Corporation, issued and outstanding, were represented in person, and that said resolutions were duly adopted by the unanimous vote of all of said issued and outstanding stock.

GIVEN under my hand and the seal of said Corporation, on this the 30th day of November, 1948.

Secretary

s e a l

AMENDMENT OF THE CHARTER OF INCORPORATION

OF

BRYAN BROTHERS PACKING COMPANY

Acting pursuant to the provisions of Section 5323 of the Mississippi Code of 1942, and of resolutions adopted by the stockholders at a special meeting thereof held on November 24, 1948, and subject to the prior approval required by law in such cases, and effective as of the date of such approval, Sections 4 and 5 of the original Charter of Incorporation of Bryan Brothers Packing Company, approved by the Governor of the State of Mississippi under date of January 2, 1946, and recorded in the Records of Incorporations in the office of the Secretary of State of the State of Mississippi in Book 45-46, Page 347, and also of record in Corporation Record No. 2 at Page 158 of the records in the office of the Chancery Clerk of Clay County, Mississippi, are amended to read as follows:

"4. The amount of the total authorized capital stock of the corporation is $500,000.00 of common stock.

"5. Such authorized capital stock is divided into 5,000 shares of the par value of $100.00 each.",

the effect of which amendment is to increase the authorized capital stock of the said Corporation from 2,000 shares of $100.00 par common stock to 5,000 shares of $100.00 par common stock.

IN WITNESS WHEREOF, the said Bryan Brothers Packing Company has caused this instrument to be signed and its corporate seal to be hereunto affixed, by its duly authorized officer, on this the 30th day of November, 1948.

BRYAN BROTHERS PACKING COMPANY

By _____
President

STATE OF MISSISSIPPI)
)
COUNTY OF CLAY)

Personally appeared before me, the undersigned authority of law in and for said County and State, the above named W. B. Bryan, known to me to be the President of Bryan Brothers Packing Company, the corporation referred to in the foregoing Charter Amendment, who, as such officer, acknowledged that he signed and executed the above and foregoing Charter Amendment, and affixed the seal of said Corporation thereto, as the act and deed of the said Corporation, on this the 30th day of November, 1948.

Notary Public

My commission expires July 8, 1952.

Received at the office of the Secretary of State, this the 30th day of November

A. D. 1948, together with the sum of $90.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 2nd, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  **OFFICE**

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

BRYAN BROTHERS PACKING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this SECOND *day of* DECEMBER, *19*

By the Governor.

Heber Ladner

Secretary of State. Receipt No. 2365 L

Recorded in the Secretary of State's Office this the second day of December, [illegible].

COPY OF

RESOLUTION ADOPTED BY STOCKHOLDERS OF MORTON MOTOR COMPANY AMENDING THE CHARTER OF INCORPORATION TO INCREASE THE AUTHORIZED CAPITAL STOCK THEREOF

Be It Resolved by the stockholders of Morton Motor Company, Morton, Mississippi, that Article 4 of the charter of incorporation of Morton Motor Company is hereby amended to read as follows, to-wit:

"4. Amount of capital stock and particulars as to class or classes thereof:

" The authorized capital stock shall consist of Seventy-five Thousand Dollars ($75,000.00), divided into seven hundred fifty (750) shares of common stock of the par value of One Hundred Dollars ($100.00) each, all of one class."

Be it further resolved that Article 5 of the said charter of incorporation be and it is hereby amended to read as follows, to-wit:

"5. Number of shares for each class and par value thereof:

" Seven Hundred Fifty (750) shares of the par value of One Hundred Dollars ($100.00) each, all of one class."

Unanimously adopted this the 7th day of December, 1948.

STATE OF MISSISSIPPI

SCOTT COUNTY

Personally appeared before me, the undersigned authority in and for said county and state, the within

named Jack E. Lee, Secretary of Morton Motor Company, Morton, Mississippi, who certified under oath that the above and foregoing instrument is a true and correct copy of a resolution adopted by the stockholders of said corporation at a meeting duly and legally held on the 2nd day of December, 1948, pursuant to call and waiver of notice duly executed by all said stockholders, and at which meeting all said stockholders were present, and all voted for the adoption of said resolution.

Secretary, Morton Motor Company

Sworn to and subscribed before me this the 2 day of December, 1948.

Notary Public

My commission expires:

AMENDMENT TO CHARTER OF INCORPORATION

OF

MORTON MOTOR COMPANY

Article 4 of the charter of incorporation of Morton Motor Company is hereby amended to read as follows, to-wit:

"4. Amount of capital stock and particulars as to class or classes thereof:

" The authorized capital stock shall consist of Seventy-five Thousand Dollars ($75,000.00), divided into seven hundred fifty (750) shares of common stock of the par value of One Hundred Dollars ($100.00) each, all of one class."

Article 5 of the charter of incorporation of Morton Motor Company is hereby amended to read as follows, to-wit:

"5. Number of shares for each class and par value thereof:

" Seven Hundred Fifty (750) shares of the par value of One Hundred Dollars ($100.00) each, all of one class."

Witness our corporate signature this the 22nd day of December, 1948.

MORTON MOTOR COMPANY

BY Tracy W. Hardy
President

BY Jack E. Lee
Secretary

We, the undersigned President and Secretary of Morton Motor Company do hereby certify that the above and

foregoing amendment to the charter of incorporation of Morton Motor Company was duly and legally adopted at a meeting of the stockholders of said corporation held on the 2nd day of December, 1948.

Percy W Gordy
President

Jack E. Lee
Secretary

STATE OF MISSISSIPPI

SCOTT COUNTY

Personally appeared before me, the undersigned authority in and for said county and state, Percy W. Gordy, President of Morton Motor Company, and Jack E. Lee, Secretary of said Morton Motor Company, who acknowledged that they each signed and delivered the above and foregoing amendment to the charter of incorporation of Morton Motor Company, and the above and foregoing certificate, on the day and year therein mentioned.

Witness my hand and official seal of office this the 2 day of December, 1948.

[illegible]
Notary Public

My commission expires:
16-1950

Received at the office of the Secretary of State, this the 2nd day of December

A. D., 1948, together with the sum of $100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 2nd, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

MORTON MOTOR COMPANY,

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this SECOND *day of* DECEMBER, *1948*

By the Governor.

Secretary of State.

Receipt No. 2386 L

Recorded in the Secretary of State's Office this the third day of December, 1948.

SCRIPT OF MINUTES OF MEETING AUTHORIZING INCORPORATION

On the night of October 25, 1948, the Mississippi State Chapter of Sigma Phi Epsilon Social Fraternity met in Room 305, Montgomery Hall at Mississippi State College, State College, Mississippi for the purpose of incorporating for the business transactions concerning the construction of a fraternity house. There were twenty-three (23) members present and four (4) absent.

A motion was presented on the floor by Tom McGehee to authorize the chapter officers, Henry Flemming, James Clarke, Phillip Turner, and E. A. Crafton, to be the incorporators of the "House Corporation of Mississippi State Beta of Sigma Phi Epsilon" giving them all powers in forming and applying for charter of incorporation of said corporation.

The motion as read was seconded by Jack Mallon.

The motion as stated passed with unanimous vote of twenty-three (23) for the motion and none (0) against the motion.

Phillip D. Turner
Secretary Miss. State
of Sigma Phi Epsilon

Approved

Henry Flemming
Henry Flemming
President, Miss. State
Sigma Phi Epsilon

360

Heber Ladner

Furnished by Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

HOUSE CORPORATION OF MISS. BETA OF SIGMA PHI EPSILON

1. The corporate title of said company is HOUSE CORPORATION OF MISS. BETA OF SIGMA PHI EPSILON
2. The names of the incorporators are:

H. F. Flemming	Postoffice	State College, Mississippi
Cyrus Clarke	Postoffice	State College, Mississippi
Phillip Turner	Postoffice	State College, Mississippi
S. A. Grafton	Postoffice	State College, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at State College, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof: None

5. Number of shares for each class and par value thereof: None

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created:

The advancement and improvement of the fraternal, charitable and educational purposes of Miss. Beta Chapter of Sigma Phi Epsilon Fraternity, an established and functional fraternal, charitable and educational association at Mississippi State College, State College, Mississippi, promoting educational and research work and increasing the efficiency and usefulness of such chapter and for such purposes to own, hold, acquire by gift or otherwise, to sell, mortgage or dispose of title to real and personal property, including the acquiring, constructing, erecting, altering, repairing, operating and maintaining one or more fraternity houses and such other additional buildings and houses as may be required or necessary, and conducting all transactions which may be necessary for the proper management, maintenance, and administration thereof, and the right to lease, grant or accept property by deeds, to execute or take options, to execute deeds or trust deeds or mortgages, to create liens, to make or receive all other evidences of indebtedness necessary and required in the promotion and management of said fraternal organization and to borrow money and to give security on any and all property owned by the corporation, to execute notes, contracts and all other forms of indebtedness when necessary or required for the benefit of or the promotion and advancement of the corporation.

****

The charter is for a non-share corporation, and

1. No dividends or profits shall be divided among the members of this corporation.
2. Each member of the corporation shall be entitled to one vote in the election of all officers.
3. Expulsion shall be the only remedy for non-payment of dues to the corporation.
4. Loss of membership in the corporation by death or otherwise shall terminate all interest of such members in the corporate assets.
5. There shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for claims of creditors.
6. Vacancies in the membership of this corporation caused by death or otherwise or any additions to the present number of such membership shall be filled at any time by election by majority vote of the members thereof on recommendation of a name or names submitted by Miss. Beta Chapter of Sigma Phi Epsilon.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

NONE

H. F. Flemming
Cyrus Clarke
[illegible]
[illegible]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Oklibbeha

This day personally appeared before me, the undersigned authority H. F. Flemming, Cyrus Clarke, Phillip Turner, and B. A. Grafton

incorporators of the corporation known as the House Corporation of Miss. Beta [illegible]

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 16th day of November, 1948.

Julia Pulley
Notary Public

My commission expires January 4, 1949.

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 3rd day of December A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 4th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By [illegible]
Assistant Attorney General.

NOTE. In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HOUSE CORPORATION OF MISS. BETA OF SIGMA PHI EPSILON

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this FOURTH day of

DECEMBER 1948

Receipt No. 2388 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the sixth day of December, 1948.

ARTICLES OF ASSOCIATION AND INCORPORATION
OF
DELTA RICE GROWERS ASSOCIATION (A. A. L.)

WE, THE UNDERSIGNED, all of whom are engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of organizing, incorporating and operating a cooperative association with capital stock under the provisions of Article I, Chapter 5, Title 19, being Sections 4475 through 4493, of the Mississippi Code of 1942, known as the Agricultural Association Law, and amendments thereto, with all the rights, powers, privileges and immunities given or permitted by said statute, or by other laws of the State of Mississippi relating to such corporations; and for that purpose hereby adopt these Articles of Association and Incorporation:

ARTICLE I

The name of the Association shall be Delta Rice Growers Association (A. A. L.).

ARTICLE II

The domicile of the Association shall be at Greenville, Washington County, Mississippi, where its principal office will be located.

ARTICLE III

The period of existence of the Association shall be fifty years from and after the date of its incorporation.

ARTICLE IV

The Association shall be organized and operated under the provisions of Article I, Chapter 5, Title 19, of the Mississippi Code of 1942, and amendments thereto.

ARTICLE V

The purpose of the Association shall be, primarily, to engage in the business of drying and storing rice, oats and other grains and agricultural products; to maintain and operate warehouses, offices and facilities of all kinds necessary to the conduct of its business; to market, sell and distribute agricultural products for and on account of its members; to do any and all acts and things necessary to promote and carry into effect the businesses for which said Association is organized; its powers being extended to include any and every kind of business granted, authorized or permitted to Associations organized under the provisions of Article I, Chapter 5, Title 19, of the Mississippi Code of 1942, and all laws amendatory thereof.

ARTICLE VI

The Association shall have all the powers, privileges and rights granted, authorized or allowed to Associations organized and operated under the provisions of Article I. Chapter 5, Title 19, of the Mississippi Code of 1942, and amendments thereto, and all other powers authorized or allowed to corporations by other laws of the State of Mississippi, in so far as they are not in conflict with the express provisions of the law under which the Association is organized.

ARTICLE VII

Section 1. The authorized capital stock of the Association shall be $101,000.00, of which the sum of $1,000.00 shall be common stock divided into 100 shares of $10.00 each, and $100,000.00 shall be preferred stock divided into 10,000 shares of a par value of $10.00 each.

Section 2. The common stock of the Association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the Association; and no person, firm or corporation shall own or

hold more than one share of such common stock at any one time. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations or corporations, organized under Article I, Chapter 5, Title 19, of the Mississippi Code of 1942, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold more than 20 per cent of the preferred stock outstanding at any one time.

Section 3. All transfers of stock shall be made on the books of the Association only on surrender of the certificate evidencing the same properly endorsed by the holder thereof or by attorney duly authorized, and only upon the approval of the board of directors. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the Association unless the recipient thereof is eligible, as herein defined, to hold such stock and such transfer is approved by the board of directors.

Section 4. Each fully paid-up share of stock shall entitle the holder thereof to one vote in transacting business at meetings of the stockholders, provided, however, that holders of preferred stock shall have only such voting rights on account of such stock as are required by Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the Association shall not bear dividends. The preferred stock of the Association shall bear such non-cumulative dividends as the board of directors may declare, if earned, not exceeding 8 per cent per annum, and such dividends shall have preference over any and all other dividends or distributions made in any year. In the discretion of the board of directors all dividends on preferred stock or any part thereof may be paid in additional certificates of preferred stock and/or credits on preferred stock.

Section 6. The Association shall have a lien on all stock, and on any dividends declared thereon, for all indebtedness of the holder thereof to the Association.

Section 7. The stock of any member who shall die or whose membership is terminated as provided in the bylaws, unless transferred to some producer or organization eligible to hold same, shall be called and retired at the end of the current year or as soon thereafter as may be decided upon by the directors. All such stock so retired shall be paid for at its par or book value, whichever is less, as determined by the board of directors. The payment for such retirement of common stock may be made by a certificate of indebtedness payable without interest within one year from date thereof, and the preferred stock shall be converted into such a certificate, or certificates, retirable at the time such stock would normally have been retired as hereinafter provided in these articles and in the bylaws, provided that the Association shall have the right to retire such certificates earlier at the discretion of the board of directors, such certificates to bear interest at a rate determined by the board of directors, not to exceed 8 per cent per annum, payable annually, and to be transferable only upon approval of said board of directors.

Section 8. The preferred stock, or any part thereof, may be redeemed or retired upon call of the board of directors from time to time, provided said stock is called and retired in the same order as originally issued. All such preferred stock so retired shall be paid for at the par value thereof, plus any dividend declared thereon and unpaid. No stock called for retirement under any of the conditions set out above shall bear dividends or carry any voting rights after the date fixed in the call for its retirement, and upon failure of the holder to deliver the certificate or certificates evidencing such stock the Association may cancel same on its books by providing for the payment thereof as set forth.

Section 9. In the event of dissolution or liquidation of the Association, no holder of stock shall be entitled to receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their preferred stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock. Any assets remaining after the payment of all debts, the retirement of all stock and credits on stock, at par value, and the unexhausted interest of the patrons in the general reserves, shall be distributed on a patronage basis as provided in the bylaws.

ARTICLE VIII

The Association, by action of its board of directors, may establish equity accounts to evidence ownership in the Association in addition to the ownership evidenced of issued and outstanding capital stock. Such equity accounts shall be carried on the books of the Association as book credits, shall carry no voting rights, and shall be transferable only upon approval of the board of directors. Such book credits may be evidenced by certificates of equity in such form as may be prescribed by the board of directors consistent with the conditions therein contained and may bear such rate of interest not to exceed 8 per cent per annum as the board of directors may prescribe from time to time or year to year without any obligations on the part of the board to declare or the Association to pay interest thereon. In the discretion of the board of directors such interest as may be authorized or any part thereof may be paid by crediting the same to the respective equity accounts of the patrons.

ARTICLE IX

There shall be no personal liability on any officer, stockholder or director for any of the obligations of the Association.

ARTICLE X

This Association shall be operated on a cooperative basis without profit and is authorized to retain from the sales proceeds of farm products and from gross receipts or deposits for farm supplies and other goods and services furnished, only such amounts as are necessary and adequate:

(1) For all expenses including provision for depreciation and other evaluation reserves;

(2) For the payment of dividends on preferred stock and for the payment of interest on certificates of indebtedness and certificates of equity, if any;

(3) For all capital purposes including such amounts as are necessary for the further capitalization of the Association.

The remainder of all sales proceeds and other gross receipts or deposits, after the retention of the amounts herein authorized for expenses, dividends, interest and capital purposes, shall be allocated to the patrons of the Association on a patronage basis.

WITNESS the signatures of the hereinafter named incorporators, this, the 30th day of November, 1948.

[signature]	[signature]
[signature]	[signature]
[signature]	[signature]
[signature]	
[signature]	
[signature]	
[signature]	

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

This day personally appeared before me, the undersigned authority for and within said County and State:

[signature]	[signature]
[signature]	[signature]
[signature]	[signature]
[signature]	
[signature]	
[signature]	
[signature]	

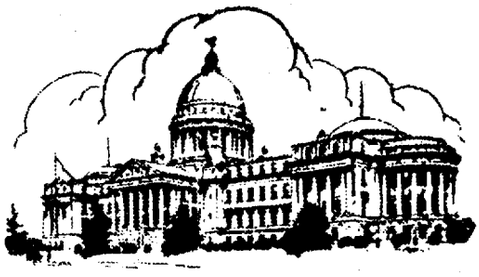
who each acknowledged before me that he signed and delivered the above and foregoing articles of incorporation of Delta Rice Growers Association on the day and year therein mentioned as his act and deed.

Given under my hand and seal of office, this, the ____ day of November, 1948.

_____
Notary Public.

My commission expires _____.

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the ARTICLES OF ASSOCIATION AND INCORPORATION OF DELTA RICE GROWERS ASSOCIATION (A. A. L.),**********

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 4th day of DECEMBER, A. D., 1948, and one copy thereof recorded in this office in Record of Incorporations/Photostat Book No. FOURTEEN at pages 364-371, and the other copy thereof returned to said association.



Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 4th day of December, , 1948.

Heber Ladner

Secretary of State.

xxx Receipt No. 2391 L

Heber Ladner

Furnished by [redacted] Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

ALAMO DRUG CO.

1. The corporate title of said company is Alamo Drug Co.

2. The names of the incorporators are:

F. P. Hemphill Postoffice Jackson, Mississippi

William Ostrov Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Hinds County, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:

Total authorized capital stock shall be $10,000.00, all common stock.

5. Number of shares for each class and par value thereof:

There shall be 100 shares of common stock of a par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty Years.

7. The purpose for which it is created: To prepare, compound, manufacture, buy, sell, import, export and to deal generally in merchandise of every name and nature including, but not limited to drugs, medicines, chemicals, perfumes, soaps, toilet articles, cosmetics, drug supplies, minerals, soft drinks, ice cream products, magazines and periodicals, electrical apparatus, surgical apparatus, physicians supplies, hospital supplies, cameras, camera supplies, and all kinds of pharmaceutical, chemical, and medicinal preparations, compounds and materials, at wholesale or at retail, as principals or as agents for others, within the State of Mississippi or within any or all other states of the United States by complying with the laws of such other states and to operate branch stores in any part of such territory as may be deemed advisable. To operate restaurants, lunch counters, lending libraries, camera rentals, and camera repair shops, in any part of the aforesaid territory. To purchase, lease, construct or otherwise acquire and to hold, sell or otherwise dispose of all land, buildings, machinery or equipment which may be required for the successful operation of the business of this corporation, and to contract freely with all persons, firms and corporations to the same extent as though a natural person. To borrow money and to pledge the assets of this corporation as security therefor; and to engage in any other lawful business in connection with this company's business and in furtherance of the main purposes for which this corporation is created.

It is expressly provided that the foregoing enumeration of specific powers shall in no way limit or restrict the general powers of this corporation that are conferred upon it by the laws of the State of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Twenty shares of common stock of a par value of $100.00 per share or a total of $2,000.00.

T. P. Humphrey
William Cohen

Incorporator

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority

F. P. Hemphill and William Ostrov

incorporators of the corporation known as the Alamo Drug Co.

who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 29 day of ~~December~~ November 1948

J. W. HARDIN, NOTARY PUBLIC
My Commission Expires Aug. 28, 1951

J. W. Hardin
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

, ,

, ,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

, ,

, ,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 6th day of December A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 6th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James J. Kendrick
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ALAMO DRUG CO.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Seventh day of December 19 48

Governor

Receipt No. 2396 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the seventh day of December, 1948.

At a regular meeting of the Scooba, Lions Club, Scooba, Mississippi, held at Scooba, Mississippi, on the 9th day of Nov, 1948, the following resolution was introduced and duly passed in accordance with the Constitution and By-laws of said organization.

BE IT RESOLVED BY THE Scooba Lions Club of the Town of Scooba, Kemper County, Mississippi, upon recommendation of its Board of Directors that such Club be incorporated and that H. G. Frost, W. S. Carter and James E. Dean, President, First Vice President, and Secretary respectively, be and they are hereby authorizedand directed to apply for and procure a Charter of Incorporation from the State of Mississippi, as a non-share, non-profit Association or Civic Improvement Society, all as is provided by the Laws of the State of Mississippi, for the creation of such Corporation.

BE IT FURTHER RESOLVED That such officers be and they are hereby authorised and empowered and directed to do all things needed and necessary to accomplish the purpose of this resolution.

We hereby certify that the above and foregoing resolution was duly passed at the aforesaid meeting of said Organization and that same has been incorporated and now appears on the minutes of said meeting of said Club.

Witness our signatures, this the 27th day of Nov, 1948.

H G Frost
President

James E. Dean
Secretary

THE CHARTER OF INCORPORATION

OF

SCOOBA LIONS CLUB

SCOOBA, MISSISSIPPI

1. The corporate title of said company is Scooba Lions Club.

2. The names of the incorporators are:

H. G. Frost, Postoffice, Scooba, Mississippi

W. S. Carter, Postoffice, Scooba, Mississippi

James E. Dean, Postoffice, Scooba, Mississippi

3. The domicile is at Scooba, Mississippi.

4. The amount of capital stock is none. It shall be a non-share corporation and shall be supported by the dues paid by its membership. Its membership shall consist of any citizen of the County of Kemper, Mississippi, selected by said corporation for membership in said Club and who assumes the obligations of said membership and is received into the Club as a member.

5. The par value of the shares is: No stock. Non-profit corporation.

6. The period of existence is: Perpetual.

7. The purpose for which it is created:

(1) To create and foster a spirit of generous consideration among the people of the world through a study of the problems of international relationships from the standpoint of business and professional ethics.

(2) To promote the theory and practice of the principles of good government and good citizenship.

(3) To take an active interest in the civic, commercial, social and moral welfare of the community.

(4) To unite the members in the bonds of friendship, good fellowship and mutual understanding.

(5) To provide a forum for the full and free discussion of all matters of public interest, partisan politics and sectarian religion alone excepted.

(6) To encourage efficiency and promote high ethical standards in business and professions; provided that no club shall hold out as one of its objects financial benefits to its members.

(7) To affiliate with other State, District and National Organizations of Lions, and to promote, encourage and conduct recreational activities, entertainments and functions in furtherance of the aims and ideals of Lions International.

(8) To do any and all things generally undertaken and done by service clubs and other civic associations and civic improvement societies.

(9) To own, purchase, lease in whole or in part, acquire, operate, use, mortgage, pledge, sell, assign, or otherwise dispose of real estate necessary and expedient or proper to carry out the usual and general purpose of such Club.

(10) Such organization shall be strictly non-partisan, non-political, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

H. G. Frost, Pres.
W. S. Carter
James E. Dean, Sec.
(Incorporators)

STATE OF MISSISSIPPI

KEMPER COUNTY

This day personally appeared before me, the undersigned authority in and for said County and State, H. G. Frost, W. S. Carter, and James E. Dean, incorporators of the corporation known as the Scooba Lions Club, who acknowledged before me that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27th day of Nov., 1948.

J. E. Robinson
Notary Public

My commission expires:
May 4, 1952

Received at the office of the Secretary of State, this the 17th day of November

A. D., 1948, and re-filed December 6, 1948, together with the sum of $10 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

December 6th, 1948

I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

James S. Rice
ATTORNEY GENERAL.

By James D. Kimball
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SCOOBA LIONS CLUB

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Sixth day of

December 19 48

Governor

Receipt No. 2284 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the seventh day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

FABTRIX SALES CORPORATION

1. The corporate title of said company is FABTRIX SALES CORPORATION
2. The names of the incorporators are:

Marvin A. Cohen	Postoffice	Jackson, Mississippi
Bernard W. Chill	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

   Fifteen Thousand Dollars ($15,000.00) of capital stock, all of one class, which is Common Stock.

5. Number of shares for each class and par value thereof:

   One Hundred and Fifty (150) shares of Common Stock of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty years.

7. The purpose for which it is created:

To buy, sell, lease, trade, manufacture, deal in and with goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles, as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey personal and real property and to construct thereon such building as may be necessary or useful in the conduct of its business; and to sell, mortgage or hypothecate the same, and to borrow money with or without security; and generally to do and perform all such acts and enter into the perform all such contracts as may be usual, incident or necessary to the business aforesaid; and to operate any where within the State of Mississippi or elsewhere.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Twenty-five (25) shares of Common Stock

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority in and for said County and State aforesaid, Marvin A. Cohen and Bernard W. Chill

incorporators of the corporation known as the Fabtrix Sales Corporation who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 30th day of November, 1948

My Commission Expires [illegible] 19 [illegible]

Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 6th day of December A. D., 1948, together with the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner

Secretary of State.

Jackson, Miss., December 8, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Attorney General.

By

Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FABTRIX SALES CORPORATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Sixth day of December 19 48

Governor

Receipt No. 2393 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the Seventh day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

MERIDIAN AUTO PARTS, INC.

1. The corporate title of said company is MERIDIAN AUTO PARTS, INC.
2. The names of the incorporators are:

G. F. PEAVY Postoffice MERIDIAN, MISSISSIPPI

MRS. DOROTHY M. PEAVY Postoffice MERIDIAN, MISSISSIPPI

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at 2307 - Front Street, Meridian, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

500 shares, of the par value of $100.00 each share, amounting to the total capital stock of $50,000.00, all being common stock, there being no preferred stock and no classes of common stock, and each and all of said stock having the same and equal preferences, rights and privileges, without restriction, and without any restrictions or qualification upon the voting power of any of such stock.

5. Number of shares for each class and par value thereof: As stated in Item 4, all of the stock of said corporation is common stock and there are no classes thereof; there being 500 shares of said stock, all common, of the par value of $100.00 each share, or a total par value of $50,000.00 for all of said shares.

6. The period of existence (not to exceed fifty years) is 50 years

7. The purpose for which it is created:

To buy and sell automobile parts and to acquire, buy, own, hold, sell, rent, lease or mortgage real estate and personal property; to acquire, construct, build or erect or have constructed, built or erected, houses, buildings, mills, manufacturing establishments and other structures and improvements for its own uses or for sale as for rental; to borrow, or loan money with or without interest and to deal in securities and to take, enforce, hold, assign, negotiate or pledge such securities, promissory notes or other evidence of indebtedness of its own or of others as the corporation may require and receive including mortgages, mineral rights, mineral leases and mineral royalties or other liens on real estate or personal property of all kinds; to own and hold government securities; to endorse or guarantee the payment of the obligations of others in the furtherance of the company's business; to own, buy, hold, pledge and sell bonds, stock and other securities of other persons, firms or corporations to buy, own, sell, operate by contract or otherwise, the business of an automobile supply and equipment firm, or other related business either at wholesale or retail, for its own account or for the account of other persons, firms or corporations as agent, broker, commission salesman, employee, independent contractor or otherwise; to do and perform any and all things necessary and incidental to the rights and power within described which are not contrary to the laws of the State of Mississippi or the United States of America; to acquire, buy, own, sell, rent, lease, mortgage and operate by contract or otherwise, any business or businesses, the operation of which is not contrary to the laws of the State of Mississippi or the United States of America and in addition, to exercise all rights and powers conferred by the provision of Chapter 4, Title 21, Volume 4 of Mississippi 1942 Code and Amendments thereto.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

[illegible] of the corporation being common stock and there being no classes thereof, the corporation may commence [illegible] when not less than 100 shares of said common stock [illegible] been subscribed and paid for.

G J Leavoy

Mrs Dorothy M. Leavoy

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of [illegible]

This day personally appeared before me, the undersigned authority [illegible] Dorothy Peavy

incorporators of the corporation known as the Meridian Auto Parts, Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 3 day of December, 194[illegible]

Lucia O'Leary
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

Received at the office of the Secretary of State this the 6th day of December A. D., 194 8, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., Dec. 6th 194[illegible]

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

[illegible]
Attorney General.

By [illegible]
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MERIDIAN AUTO PARTS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this SIXTH day of DECEMBER 19 48

Receipt No. 2394 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the seventh day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SOUTHERN BUILDERS, AND SUPPLY COMPANY

1. The corporate title of said company is Southern Builders, and Supply Company
2. The names of the incorporators are:

Henry Brakefield	Postoffice	Jackson, Mississippi
H. M. Kendall	Postoffice	Jackson, Mississippi
G. B. Herring	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Five Thousand Dollars ($5,000.00) of common stock, with full and equal voting rights, of par value of One Hundred Dollars ($100.00) per share.

5. Number of shares for each class and par value thereof: Fifty (50) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is created: To buy, sell, and generally to deal in and with building materials of all kinds.

To take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, cultivate, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right therein.

To erect or to have erected, to construct or to have constructed, houses, works, buildings, storerooms, factories, tenements, edifices and structures of every description; and to rebuild, enlarge, improve, and alter existing houses, works, buildings, storerooms, tenements, edifices, and structures of every description; and to buy, sell, own, use, manage, and lease the same or similar structures.

To make, enter into, perform, and carry out, contracts for constructing, building, altering, improving, repairing, decorating, maintaining, furnishing, and fitting up buildings, tenements, and structures of every description; and to advance money to, and to enter into agreements of all kinds, with builders, contractors, property owners, and others, for said purposes.

To collect rents, and to make repairs, and to transact, on commission or otherwise, the general business of a real estate agent, and generally, the sale, leasing, control and management of lands, buildings, and property of all kinds.

To buy, sell, hold, and generally to deal in and with stocks, bonds, debentures, mortgages, and securities of all kinds; to borrow money, make loans, advance money on contracts, make investments, and generally act as investment brokers; to issue notes, bonds, securities, and debentures which may be secured by mortgage or otherwise upon property real and personal of the corporation, and to purchase, hold, improve, sell, lease, or exchange real estate.

To act as agents, factors, brokers, commission merchants, contractors, lessees, and managers of estates or otherwise in entering into, undertaking, performing, negotiating, executing, conducting, and transacting for persons, firms, and corporations upon commission or otherwise, any and all the things set forth in this certificate that it can do for itself; and to exercise all of its powers to the same extent that a natural person might do, and in any part of the world to the full extent permitted to corporations organized under the laws of Mississippi.

To manufacture, buy, sell, and generally to deal in and with cement, lime, plaster, and artificial stone; and to erect or purchase or lease kilns, store houses, factories, warehouses and other structures necessary for the conduct of said business, and for the manufacture and storing of such materials and for other structural materials, supplies, and the implements and tools useful in connection therewith.

To acquire, own, hold, lease, maintain, establish, and operate quarries, brickyards, lime-kilns, cement and plaster mills, and furnaces, factories, and establishments for the manufacture, preparation, production, and adaption of all kinds of structural material and supplies, and for the manufacture and repair of any and all machinery, tools, implements, vehicles, elevators, apparatus, and appliances used in or necessary in the prosecution of the said work, business, and undertaking of the corporation.

To carry out, do, and perform any and all the rights, powers, and privileges herein granted, both at wholesale and retail.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Five (5) shares of common stock, totaling Five Hundred Dollars ($500.00)

Henry D. Brakefield
H. M. Kendall
[illegible]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Henry Brakefield, H. M. Kendall, and G. B. Herring

incorporators of the corporation known as the Southern Builders and Supply Company who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 3rd day of December, 1948

John P Maloney
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 6th day of December A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 6th, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Attorney General.

By

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTHERN BUILDERS AND SUPPLY COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Sixth day of December 19 48

Receipt No. 2392 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office
this the seventh day of December, 1948.

CERTIFIED COPY OF RESOLUTION

I, the undersigned, Secretary and Treasurer of the Ray Barrett Jewelers, Inc., hereby certify that the resolution attached hereto is a true copy of a resolution of all of the stockholders of said Corporation adopting and approving a proposed amendment to the Charter of Incorporation, at a stockholders' meeting of September 22, 1948.

RESOLUTION

RAY BARRETT JEWELERS, INC.

RESOLVED:

That the Charter of the RAY BARRETT JEWELERS, INC. be amended so that Section 7 have added to it the following:

> That the Corporation have for its further purpose the right to engage in the business of brokering or lending funds on jewelry and kindred items and personal property as collateral, and to do all things necessary to carry out the function of a jewelry loan office or Loan Office as provided for by statute under the laws of the State of Mississippi, and any other State where a Corporate store might engage in said business.

That Section 4 be amended covering the capital stock and shall be as follows:

> 4. Amount of capital stock and particulars as to class thereof:
>
> Capital stock of One Hundred Thousand ($100,000.00) Dollars represented by One Thousand (1,000) shares of common stock only at par value of One Hundred ($100.00) Dollars per share

That Section 5 be amended and shall be as follows:

5. Number of shares for each class and par value thereof:

The Corporation shall be authorized to issue One Thousand (1,000) shares of common stock only at par value of One Hundred ($100.00) Dollars per share.

That Section 8 be amended and shall be as follows:

8. Number of shares of each class to be subscribed and paid for before the Corporation may begin business:

When Two Hundred and Fifty (250) shares of commoh stock at One Hundred ($100.00) Dollars per share are subscribed and paid for.

CERTIFICATE

I, the undersigned, Ray Barrett, Secretary and Treasurer of the Ray Barrett Jewelers, Inc, a Mississippi Corporation , do hereby certify that the above and foregoing is a true copy and an exact copy of a resolution obtained at a meeting of the full stockholders of said Corporation and said resolution having been unanimously adopted at a special meeting of said stockholders on September 22, 1948, at Jackson, Mississippi.

Ray Barrett
Secretary - Treasurer

SEAL

RAY BARRETT JEWELERS, INC.

To the Secretary of State
State of Mississippi

Ray Barrett Jewelers, Inc., a Mississippi Corporation which was duly incorporated in the State of Mississippi on the 30th day of September, 1947, proposes and hereby presents a proposed amendment to its Charter of Incorporation; said Charter having been granted to it on the date of September 30, 1947.

Said proposed amendment hereby submitted was duly resolved at a meeting of the full stockholders of said Corporation on September 22, 1948, and is presented as follows:

AMENDMENT

That the Charter of Ray Barrett Jewelers, Inc. be amended so that Section 7 have added to it the following:

That the said Corporation have for its further purpose the right to engage in the business of brokering or lending funds on jewelry and kindred items and personal property as collateral, and to do all things necessary to carry out the function of a jewelry loan office or Loan Office as provided for by statute under the laws of the State of Mississippi, and any other State where a Corporate store might engage in said business.

That Section 4 be amended covering the capital stock, and shall be as follows:

4.) Amount of capital stock and particulars as to class thereof:

Capital stock of One Hundred Thousand ($100,000.00) Dollars represented by One Thousand (1,000) shares of common stock only at par value of One Hundred ($100.00) Dollars per share.

That Section 5 be amended and shall be as follows:

5.) Number of shares for each class and par value thereof:

The Corporation shall be authorized to issue One Thousand (1,000) shares of common stock only at par value of One Hundred ($100.00) Dollars for each share.

That Section 8 be amended and shall be as follows:

8.) Number of shares of each class to be subscribed and paid for before the Corporation may begin business.

When Two Hundred and Fifty shares (250) of common stock at One Hundred ($100.00) Dollars per share are subscribed and paid for.

RAY BARRETT JEWELERS, INC.

By: _____
Secretary-Treasurer

SEAL

STATE OF MISSISSIPPI

COUNTY OF HINDS

PERSONALLY appeared before me, the undersigned authority, in and for the said County and State, Ray Barrett, Secretary and Treasurer of Ray Barrett Jewelers, Inc., a Mississippi Copporation, who acknowledged to me that the foregoing proposed amendment was resolved by all of the stock holders of said Corporation at a stockholders' meeting on September 22, 1948.

SIGNED this 30 day of October, 1948.

Grace A Rotwein

Notary Public

My commission Expires:
January 15, 1950

Received at the office of the Secretary of State, this the 9th day of December A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 9, 1948

I have examined this amendment to the charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL

By John M. [illegible]
Assistant Attorney General

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

RAY BARRETT JEWELERS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Ninth *day of* December *19* 48

Receipt No. 2411 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the thirteenth day of December, 1948.

[illegible]

Furnished by [illegible]

Use this form and [illegible] for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

COPLEN--ELLSWORTH--SPANG REALTY CO., INC.

1. The corporate title of said company is Coplen--Ellsworth--Spang Realty Co., Inc.
2. The names of the incorporators are:

N. A. Coplen Postoffice Summit, Mississippi

Morgan Ellsworth Postoffice McComb, Mississippi

Henry Spang Postoffice McComb, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at McComb, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$5,000.00 of common stock, consisting of fifty shares of common stock, par value $100.00 per share. Having a total capital stock of $5,000.00 and all stock having equal voting value. The corporation may insert in the face of each stock certificate a provision reading: "This stock certificate whall be transferrable according to the laws and statutes of the State of Mississippi, and before any transfer thereof shall be made the stock to be transferred shall be so endorsed in blank and deposited with the corporation with advice as to whom it is proposed to transfer the certificate; and to remain non-transferrable for a period of 15 days, during which period the corporation, so far as is lawful, may acquire such stock so proposed to be transferred at the book value as disclosed by the corporate records at the closing of said records on the preceeding month. Each stockholder makes this undertaking for the benefit of every other stockholder."

5. Number of shares for each class and par value thereof:

Common Stock: 50 shares of common stock at the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is fifty (50) years

7. **The purpose for which it is created:**

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every kind and nature, including stocks and securities of other corporations, and to loan money and take security for the payment of all sums due to the corporation, and to sell, assign, or release such securities.

To buy, own, improve, plat, sell, develop and deal in houses, portions, tenements, lands and hereditaments and real, mixed and personal estate and property.

To do a general appraisal business, either in its own right or as agent for any other person, firm or corporation, to design, plan, erect, construct, purchase, lease or otherwise acquire any and all types of improvements on real estate including residential and commercial improvements and for itself or as agent or correspondent for others to deal in stocks, bonds, commercial paper, mortgages and other securities, to manage estates and properties and to conduct a general insurance agency and a general real estate and rental business.

To do and perform any and all functions and acts that a natural individual citizen might do in so far as not prohibited by law to be done and performed by a corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Common Stock: [illegible] shares at the par value of [illegible] per share

[illegible]

[illegible]

[illegible]

Incorporator

400

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Pike

This day personally appeared before me, the undersigned authority

N. A. Coplen, Morgan Ellsworth and Henry Spang

incorporators of the corporation known as the Coplen--Ellsworth--Spang Realty Co., Inc. who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 8th day of December, 194 8

My Commission Expires April 25, 1950

Louis Alford
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 11th day of December A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 13th, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE--In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

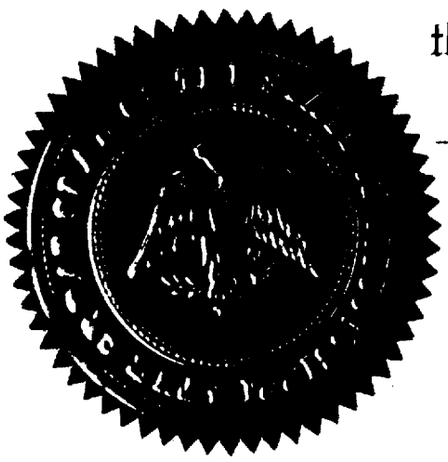
COPLEN-ELLSWORTH-SPANG REALTY CO., INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this FOURTEENTH day of

DECEMBER 19 48



Lieutenant & Acting Governor

Receipt No. 2413 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fourteenth day of December, 1948.

402

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is Picayune Transportation Company
2. The names of the incorporators are:

R.E. Moseley Postoffice Picayune, Mississippi

L. Moseley Postoffice Picayune, Mississippi

George E. Dozier Postoffice Picayune, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Picayune, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

TWENTY FIVE THOUSAND DOLLARS ($25,000.00) common stock divided into TWO HUNDRED AND FIFTY (250) shares of the par value of ONE HUNDRED DOLLARS ($100.00) each.

5. Number of shares for each class and par value thereof:

[illegible] shares of said common stock [illegible] by the Company, but not be less than the par value thereof to-wit: One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is

FIFTY (50) years.

7. **The purpose for which it is created:** To own and operate a line of omnibuses, cabs, [illegible], [illegible], and automobiles for hire for the purpose of conveying, [illegible] and transporting passengers and the public generally over and through the street of the City of Picayune, Miss. and to furnish individual persons and [illegible] conveyances for business, pleasure or trips, in, through and about the [illegible] City or from the said City to other near-by towns and cities and to any and all places where any individual person, parties or groups of persons and the [illegible] generally desire to go and to be hauled, carried and transported.

Operating and maintaining an interurban bus line within the City of Picayune, Miss. and for the transportation of passengers, [illegible] freight by automobiles, buses and trucks and to build and maintain [illegible] and waiting rooms, with power to build, maintain and operate [illegible] in connection [illegible] with and to hold and maintain real and personal property necessary or [illegible] for the purposes aforesaid and the doing of all things necessary or incident thereto.

The Company shall exercise such rights and powers [illegible] to the foregoing as are conferred by the provisions of Chapter 4, [illegible], of the Mississippi Code of [illegible] and [illegible] thereto.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

[illegible] common stock [illegible] ($100.00) per share shall [illegible].

W. L. Mosley
K. E. Moschel
George E. Dozier

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Pearl River

This day personally appeared before me, the undersigned authority R.E. Moseley, W.L. Moseley and George E. Dozier

incorporators of the corporation known as the Picayune Transportation Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 2nd day of December 194[illegible]

Grayson B. Keeton

NOTARY PUBLIC

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____, incorporators of the corporation known as the _____ who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

Received at the office of the Secretary of State this the 8th day of December A. D., 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 10th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James J. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PICAYUNE TRANSPORTATION COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this FOURTEENTH day of

DECEMBER 19 48

Fred Sampley

Lieutenant and Acting Governor

Receipt No. 2407 L

By the Governor

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the fourteenth day of December, 1948.

AMENDMENT TO THE CHARTER OF INCORPORATION

OF

MISSISSIPPI TRACTOR PARTS & IMPLEMENT COMPANY, A CORPORATION.

BE IT RESOLVED, that Articles 4 and 5 of the Charter of Incorporation of Mississippi Tractor Parts & Implement Company be, and the same are hereby amended to read as follows:

4. Amount of capital stock and particulars as to class or classes thereof:

$100,000.00 all common stock.

5. Number of shares of each class and par value thereof:

1000 shares of common stock of the par value of $100.00 per share.

Witness the signature of Mississippi Tractor Parts and Implement Company, a corporation, by J. K. Garner, President and Mrs. Mary Little Garner, Secretary-Treasurer, and the corporate seal hereunto attached and affixed on this the 10 day of December, 1948.

MISSISSIPPI TRACTOR PARTS & IMPLEMENT COMPANY

By J. K. Garner
President

Mrs. Mary Little Garner
By
Secretary-Treasurer.

STATE OF MISSISSIPPI

LEFLORE COUNTY.

This day personally appeared before me, the undersigned authority in and for said County and State, J. K. Garner and Mrs. Mary Little Garner, personally known to me to be the president and secretary-treasurer, respectively, of Mississippi Tractor Parts and Implement Company, a corporation, who severally acknowledged that they signed and delivered the foregoing instrument of writing as the act of, and for and on behalf of said corporation and that by virtue of the authority vested in them by said corporation on

the day and year therein mentioned.

Given under my hand and official seal this the 10th day of December, 1948.

W. C. Brewer

Police Justice in and for the City of Greenwood in Leflore County, Mississippi

RESOLUTIONS OF THE STOCKHOLDERS OF MISSISSIPPI TRACTOR PARTS & IMPLEMENT COMPANY, A CORPORATION, AMENDING THE CHARTER OF INCORPORATION.

BE IT REMEMBERED, that at a special meeting of the stockholders of Mississippi Tractor Parts & Implement Company, a corporation, held in the offices of the Corporation on Friday, December 10th, 1948, pursuant to the call, and in accordance with the Bay-Laws of the Corporation and waiver by all the stockholders, the following Resolutions were unanimously adopted by the stockholders, to-wit:-

"BE IT RESOLVED, that Articles 4 and 5 of the Charter of Incorporation of Mississippi Tractor Parts & Implement Company be, and the same are hereby amended to read as follows:-

4. Amount of capital stock and particulars as to class or classes thereof:

$100,000.00 all common stock.

5. Number of shares of each class and par value thereof:

1000 shares of common stock of the par value of $100.00 per share.

BE IT FURTHER RESOLVED, that J. K. Garner, President, and Mrs. Mary Little Garner, Secretary-Treasurer, of this corporation be, and they are hereby, authorized, empowered and directed to certify that the foregoing resolution was unanimously adopted by the stockholders, and to take such steps as may be necessary and proper to have the Charter of Incorporation of this corporation amended and approved in the manner provided by the laws of the State of Mississippi and to do and perform any and all acts or

things for and on behalf of this corporation necessary to give effect to these resolutions."

C E R T I F I C A T E.

We, J. K. Garner, President, and Mrs. Mary Little Garner, Secretary-Treasurer, of Mississippi Tractor Parts & Implement Company, a corporation, do hereby certify that the above and foregoing is a true and correct copy of the Resolutions amending the Charter of Incorporation, unanimously adopted by the stockholders of the corporation at a special meeting of the stockholders of the corporation duly called and held for the purpose of amending the Charter of Incorporation, increasing the capital stock of corporation to $100,000.00, said meeting having been held in the office of the corporation in Greenwood, Leflore County, Mississippi at 10:00 A.M. on Friday, December 10th, 1948, pursuant to proper call and notice in accordance with the By-Laws and waiver of all the stockholders of the corporation, as shown by the Minutes of said Corporation.

We do further certify that we are the duly elected, qualified and acting President and Secretary-Treasurer, respectively, of said corporation.

Witness our signatures and the corporate seal hereunto attached and affixed on this the 10th day of December, 1948.

J. K. Garner
President,
Mississippi Tractor Parts & Implement Company.

Mrs. Mary Little Garner
Secretary-Treasurer,
Mississippi Tractor Parts & Implement Company.

STATE OF MISSISSIPPI

LEFLORE COUNTY.

Personally appeared before me, the undersigned authority

in and for said county and state, within named J. K. Garner and Mrs. Mary Little Garner, personally known to me to be the president and secretary-treasurer, respectively, of Mississippi Tractor Parts & Implement Company, a corporation, who severally acknowledged that they signed and delivered the foregoing instrument of writing as the act of, and for and on behalf of said corporation under and by virture of the authority vested in them by said corporation on the day and year therein mentioned.

Given under my hand and official seal this the 10th day of December, 1948.

W. C. Briscoe

Police Justice in and for the City of Greenwood in Leflore County, Mississippi

Received at the office of the Secretary of State, this the 11th day of December A. D., 1948, together with the sum of $150.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 13th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Hugh L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

MISSISSIPPI TRACTOR PARTS AND IMPLEMENT COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this FOURTEENTH *day of* DECEMBER 19 48

Receipt No. 2414 L

By the Governor.

Lieutenant and Acting Governor

Secretary of State.

Recorded in the Secretary of State's Office this the fourteenth day of December, 1948

ARTICLES OF ASSOCIATION AND INCORPORATION

of

CLARK-DALE PEACH GROWERS (AAL)

Sec. 1. We, Peach growers of Lauderdale and Clark Counties ~~County~~ Mississippi, (P.O. address Rt. 1, Meridian, Miss.);

N. P. Taylor and Leonard Taylor of Lauderdale County, Mississippi, (P.O. address Rt. 3, Meridian, Miss.);

J. A. Butler of Lauderdale County, Mississippi, (P.O. address Rt. 7, Meridian, Miss.);

G. B. Moffett of Clark County, Mississippi, (P.O. address Rt. 3, Meridian, Miss.);

G. W. Moffett of Clark County, Mississippi, (P.O. address Rt. 3, Meridian, Miss.);

S. L. Anderson of Lauderdale County, Mississippi, (P.O. address Rt. 1, Meridian, Miss.);

H. L. Walker of Lauderdale County, Mississippi, (P.O. address Rt. 1, Meridian, Miss.);

Andrew Hicks of Clark County, Mississippi, (P.O. address Rt. 1, Meridian, Miss.);

F. L. Moffett of Clark County, Mississippi, (P.O. address Rt. 3, Meridian, Miss.);

E. G. Moffett of Clark County, Mississippi, (P.O. address Rt. 3, Meridian, Miss.);

the undersigned producers of agricultural products in the State of Mississippi, desiring that we, our associates and successors, shall come under Chapter 109 of the laws of Mississippi of 1930, known as the Agricultural Association Law, and enjoy its benefits hereby enter into Articles of Association and Incorporation thereunder, in duplicate and signed and acknowledged by all those named herein, to be filed with the Secretary of State, of the State of Mississippi, and recorded as required by said statute, for the purpose of beginning a corporation without capital stock and without individual liability, as provided and allowed in said

statute, grab all the rights, powers, privileges, and immunities by said statute given or allowed setting forth the following:

Sec. 2. The name of the organization shall be CLARK-DALE PEACH GROWERS (A.A.L.)

Sec. 3. The period of existence shall be fifty years.

Sec. 4. The domicile shall be at Clarkdale School, in the Counties of Lauderdale and Clark, in the State of Mississippi.

Sec. 5. Said incorporated association is to be organized and operated under said Chapter 109 of the Laws of Mississippi of 1930.

Sec. 6. The purposes of said incorporated association are to promote the interests of agriculture and to exercise and enjoy all the rights, powers, privileges and immunities, given, allowed or contemplated by said Chapter 109 of the Laws of Mississippi of 1930 or by other laws of the State of Mississippi or the United States.

Sec. 7. This association shall have no capital stock, but membership therein shall be evidenced by Membership Certificates in such form as may be prescribed by the Board of Directors. The property rights and interests of the members of this association shall be unequal and shall be determined annually in the proportion that the patronage of each member bears to the total patronage of the association, with proper allowance made for any capital received by the association, by virtue of individual contributions other than by retains from patronage. The books of the association shall show the property rights and interests of each member in the form of book credits, and such book credits shall be evidenced by Certificates of Equity or Revolving Fund Certificates in such form as may be prescribed by the Board of Directors. The book credits or the certificates issued in evidence thereof shall not be transferred except with the approval of the Board of Directors, and they may bear such rates of interest (in no event to exceed 4%) as the Board of Directors in its sole discretion may, from time to time, prescribe, without any obligation on the part of the Board of Directors to declare or the association to pay interest thereon.

In testimony whereof we have hereunto set our hands in duplicate, this 9th day of December, 1948.

J A Butler
G B Moffett
M P Taylor
Leonard Taylor
G W Moffett
S L Anderson
H L Walker
Andrew Hicks
J L Moffett
L G Moffett

State of Mississippi)

County of Lauderdale)

Before me, the undersigned authority competent to take acknowledgments personally came and appeared the above named

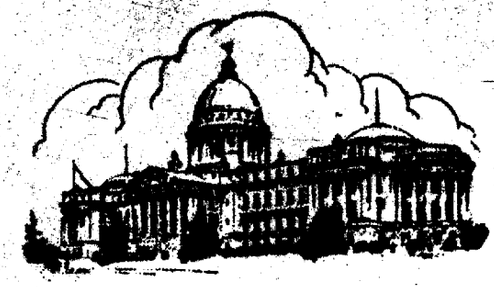
J. A. Butler, S. L. Anderson
G. B. Moffett, H. L. Walker
M. P. Taylor, Andrew Hicks
Leonard Taylor, J. L. Moffett
G. W. Moffett, L. G. Moffett

Who then and there acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned.

Given under my hand and seal this 13 day of Dec, 1948.

Howard Cameron, Chancery Clerk
By Catherine Hancock, D.C.

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the Articles of association and incorporation of Clark-Dale Peach Growers (A. A. L.).

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 14th day of December, 1948, and one Photostat copy thereof recorded in this office in Record of Incorporations/Book No. Fourteen at page 411-414, and the other copy thereof returned to said association.



Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 14th day of December, 1948

Heber Ladner

Secretary of State.

Receipt No. 2421 L

Heber Ladner
Furnished by ~~Robert Reed~~, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

PICKETT MANUFACTURING COMPANY

1. The corporate title of said company is Pickett Manufacturing Company
2. The names of the incorporators are:

J. D. Pickett Postoffice Columbia, Mississippi

Naomi Pitts Pickett Postoffice Columbia, Mississippi

Elizabeth Inez Pittman Postoffice Columbia, Mississippi

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

_____ Postoffice _____

3. The domicile is at Columbia, Marion County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Twenty Thousand Dollars ($20,000.00), divided into 200 shares of common stock of the par value of $100.00 per share, all stock to be common stock and the owner of any share, shall be entitled to all of the rights, privileges and benefits as is the owner of any other share of said capital stock.

5. Number of shares for each class and par value thereof:

Two hundred (200) shares of Common Stock of the par value of One Hundred Dollars ($100,00) per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is created:

To purchase, lease, or otherwise acquire lands and buildings in the State of Mississippi or elsewhere on and within which to erect, equip and maintain and operate plants or factories for the manufacture, production, and distribution, wholesale or retail of paint, and building materials of every kind and character necessary and that can be used in the construction and repair of any and all character of buildings without regard to the material out of which said buildings may be constructed or repaired, and including material for construction and repair of farm buildings, fences, etc., and in the furtherance of said business to purchase, store, sell and distribute at wholesale or retail any and all kinds of building materials and supplies, including paints and all as hereinabove set out in detail, and to engage, if desired, in a general contracting business for the erection of any and all kind and character of structures or buildings and to sell any of said products or building supplies, whether manufactured by the corporation or purchased, for cash or credit or on time payment or installment payments and to secure the balance of the purchase price of said products or supplies by notes, deed of trust and title retention contracts or other security, and to charge, receive and collect carrying charges, interest and finance charges within the amount authorized by law; to sell, trade, discount and hypothecate any notes, deeds of trust, mortgages, title retention contracts or other securities so taken and held and in the furtherance of the corporate business, to buy, lease, rent, sell, own, mortgage, pledge, hypothecate and hold any real or personal property and to borrow money thereon and to do any and every thing necessary, suitable and proper for the accomplishment of the objectives and the furtherance of the business of this corporation, and which is not prohibited by law.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Fifty (50) shares of Common Stock of the par value of One Hundred Dollars ($100.00) per share or a total of Five Thousand Dollars ($5,000.00).

J. D. Pitts

Elizabeth Gray Pitts

Naomi Pitts

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of MARION

This day personally appeared before me, the undersigned authority J. D. Pickett, Naomi Pitts Pickett and Elizabeth Inez Pittman,

incorporators of the corporation known as the Pickett Manufacturing Company who acknowledged that ~~the~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the ____ day of December, 1948

(Seal) Ruth Dillman
Notary Public

My commission expires: August 28-1951

STATE OF MISSISSIPPI

County of ____

This day personally appeared before me, the undersigned authority ____

____, ____, ____

____, ____, ____

incorporators of the corporation known as the ____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the ____ day of ____, 194____

____

STATE OF MISSISSIPPI

County of ____

This day personally appeared before me, the undersigned authority ____

____, ____, ____

____, ____, ____

incorporators of the corporation known as the ____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the ____ day of ____, 194____

____

Received at the office of the Secretary of State this the 14th day of December A. D., 1948, together with the sum of $50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 15th 1948

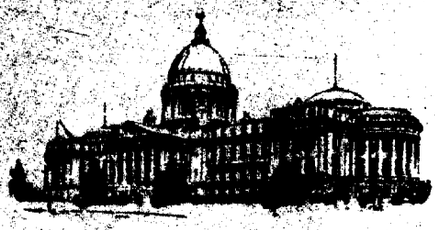
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Heard F. Rice
Attorney General.

By James J. Kimbrough
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PICKETT MANUFACTURING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Sixteenth day of December 19 48

Lieutenant & Acting Governor

Receipt No. 2423 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the sixteenth day of December, 1948.

Be it remembered that the Veteran's Club of Mississippi, assembled in regular meeting at its club house in Moss Point, Mississippi on November 22, 1948, did transact the following business:

EXTRACT FROM MINUTES OF MEETING OF VETERAN'S CLUB OF MISSISSIPPI, NOVEMBER 22, 1948.

"After a discussion of the advisability of the club's incorporating, the following resolution was offered by Johnny Spencer:

RESOLUTION

"Whereas it is the considered opinion of the members of this organization that it should be incorporated as a non-profit, civic improvement society; therefore, BE IT RESOLVED that C. W. Lucy, Cartel Rogers, and Ray Myers be named incorporators and that they be instructed and authorized to apply to the proper authorities of the State of Mississippi for a charter of incorporation of this organization under the corporate title of "VETERAN'S CLUB OF MISSISSIPPI, INCORPORATED."

"After further discussion, a motion was made by Johnny Spencer that the resolution be adopted; it was seconded by Sidney Hansen and put to a vote. The vote was unanamously in favor of the resolution."

The foregoing is a true, correct and compared extract of the minutes of a meeting of the Veteran's Club of Mississippi, convened in their clubhouse in Moss Point, Mississippi on November 22, 1948.

Duncan M. Goff
Secretary

STATE OF MISSISSIPPI
JACKSON COUNTY

Personally appeared before me, the undersigned authority, Duncan M. Goff, who acknowledged that he is the duly elected secretary of the Veteran's club of Mississippi and that the above foregoing is a true, correct, and compared extract of the minutes of a meeting of said club on November 22, 1942.

Witness my signature and seal of office this the 27 day of November A.D., 1948.

Lois Taylor

My Commission Expires [illegible]

Furnished by [illegible] of State [illegible]

Use this form and [illegible] in [illegible] for Charter [illegible] in Mississippi.

THE CHARTER OF INCORPORATION OF

VETERAN'S CLUB OF MISSISSIPPI, INCORPORATED

1. The corporate title of said company is VETERAN'S CLUB OF MISSISSIPPI, INCORPORATED

2. The names of the incorporators are:

Cecil W. Lacy	Postoffice	Moss Point, Mississippi
Ray Myers	Postoffice	Moss Point, Mississippi
Cartel Rogers	Postoffice	Moss Point, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Moss Point, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: None.

This is a non-profit, non share, civic improvements society organized under the provisions of Chapter 4, Title 21, Section 5310 of the Mississippi Code of 1942; is incorporated on application of three members authorized by the organization on its minutes to apply for the charter; is not required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None.

6. The period of existence (not to exceed fifty years) is Perpetual

7. The purpose for which it is created:

The purpose of this corporation shall be to form clubs or posts in various communities of the State of Mississippi which shall be dedicated to the promotion of patriotism, good fellowship, and community service among the members and the people of Mississippi; to provide clubhouses and meeting places where the members may gather for business meetings, entertainment, and recreation; to employ personnel to supervise and maintain said clubhouses; to provide aid for underpriviledged school children and to generally promote the welfare of the community, state and nation, insofar as it is within the power of said corporation to do so. The corporation shall have the right and power to own and operate said clubhouses and whatever other property, either real or personal, as shall be necessary to carry out the purposes herein set out and to do all lawful things necessary and incidental to carry out said purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.
None.

Cecil W. Lacy
Ray Myers
Castel Rogers

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jackson

This day personally appeared before me, the undersigned authority Cecil W. Lacy

incorporators of the corporation known as the Veteran's Club of Mississippi, Incorp.
who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 13th day of December, 1948

Notary

My Commission Expires March 3, 1952

STATE OF MISSISSIPPI

County of Jackson

This day personally appeared before me, the undersigned authority Ray Myers

incorporators of the corporation known as the Veteran's Club of Mississippi, Incorp.
who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 13th day of December, 1948

Notary Public

My Commission Expires March 3, 1952

STATE OF MISSISSIPPI

County of Jackson

This day personally appeared before me, the undersigned authority Cartel Rogers

incorporators of the corporation known as the Veteran's Club of Mississippi, Incorp.
who acknowldeged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (~~their~~) act and deed on this the 13th day of December, 1948

Notary Public My Commission Expires March 3, 1952

Received at the office of the Secretary of State this the 16th day of December A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 16th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Hugh L. Rice
Attorney General.

By James J. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

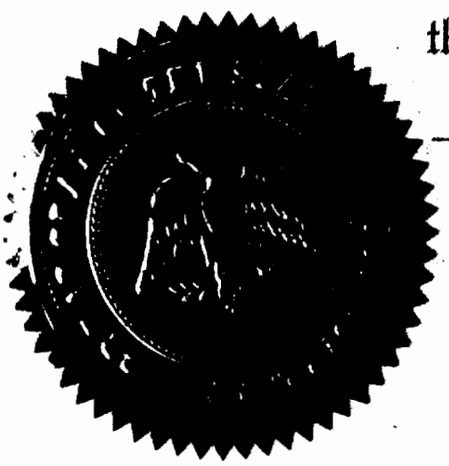
JACKSON

The within and foregoing Charter of Incorporation of

VETERAN'S CLUB OF MISSISSIPPI, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Sixteenth day of December 19 48



Dan Lumpkin
Lieutenant and Acting Governor

Receipt No. 2382 L

By the Governor

Heber Ladner
Secretary of State

Recorded in the Secretary of State's Office this the sixteenth day of December, 1948.

ARTICLES OF INCORPORATION OF MID-SOUTH BUILDERS & DECORATORS, INC.

The name of said company is Mid-South Builders & Decorators, Inc.

The names and post office addresses of the incorporators are:

Name	Address
W. Roberts Reynolds	[illegible] Street South, Columbus, Mississippi.
Wm. P. Brandon	[illegible] North Graham, Memphis, Tennessee.
A. L. Livingston, Jr.	201 Louisville Street, Starkville, Mississippi.

3. The domicile of the corporation is Starkville, Mississippi.

4. The amount of authorized capital stock is $5000.00 consisting of 50 shares of common stock of par value of $100.00 each.

5. The period of existence is fifty years.

6. The purposes for which the corporation is created, not contrary to law, are:

(a) To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvement of houses, factories, buildings, works or erections of every kind and description whatsoever, including the locating, laying out and constructing of roads, avenues, sewers, bridges, wells, walls, canals, power plants, and generally in all classes of buildings, erections and works, both public and private, or integral parts thereof, and to perform engineering and architectural work, including the preparation of plans and specifications in expert work, as acting and consulting and superintendent engineers and architects, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting. business and the work connected therewith.

(b) To manufacture, buy, sell, trade and deal in all and every kind of material, product, manufactured or unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, to buy, acquire, hold, use, employ, mortgage, convey, lease, and dispose of patent rights, letters patent, processes, devices, inventions, trademarks, formulas, goodwill and other rights; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property or any interest or rights therein within the limitations authorized by law; to lend money on bonds secured by mortgage and real property and to make advances from time to time on bonds secured by mortgage for future advance on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

(c) To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of buildings or machinery, stores or works, in so far as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

(d) Subject to the limitations herein prescribed and the requirements of the statutes of this state, to borrow or raise money for any purposes of the company, and to secure the same and interest, or for such purpose or any other purpose, to mortgage or execute deeds of trust on all or any part of the property corporeal or incorporeal rights or franchises of this

pompany now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, deeds of trust, bills of exchange, promissory notes or other obligations or negotiable instruments and to secure any and all obligations of the company with deeds of trust on any and all property real, personal or mixed of the company, all within the limitations prescribed by law.

(e) And further to do and perform and cause to be done or performed each, any and all of the acts and things above enumerated, and any and all other acts and things in so far as the same may be incidental to or included in any or all of the general powers given, all within the limitations prescribed by law.

(f) The rights and powers that may be exercised by said corporation in addition to those heretofore enumerated are those conferred by Chapter 4, Title 21 of the Mississippi Code of 1942, as amended or as may hereafter be amended.

(g) All the rights and privileges granted under this charter are subject to the restrictions and limitations prescribed by law.

7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business are 24.

8. The first meeting of persons in interest to organize the corporation shall be held at 2 o'clock P. M. on the 23 day of December 1948 in the office of the company in the City of Starkville, Mississippi.

Witness our signatures this the 15 day of December, 1948.

W. Roberts McReynolds

Wm. P. Brennan

A. L. Livingston, Jr.

Incorporators

State of Mississippi,
Oktibbeha County.

Personally appeared before me, the undersigned authority of law in and for said County and State, the within named W. Roberts McReynolds, Wm. P. Brennan and A. L. Livingston, Jr. who acknowledged that they signed and delivered the foregoing articles of incorporation on the date therein mentioned.

Witness my hand and seal this the 15th day of December, 1948.

W. M. Caperton
Notary Public

My commission expires June 15th, 1949

Filed at the office of the secretary of state this the 16th day of December, 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the attorney-general for his opinion.

Heber Ladner
Secretary of State

Jackson, Miss
December 16th, 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the constitution and laws of this state, or of the United States.

Hugh L. Rice
Attorney General

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MID-SOUTH BUILDERS & DECORATORS, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Sixteenth day of December 1948

Lieutenant and Acting Governor

By the Governor

Secretary of State

Receipt No. 2430 L

Recorded in the Secretary of State's Office this the sixteenth day of December, 1948.

Heber Ladner
Furnished by ~~Walter Nash~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

The Mississippi Corporation

1. The corporate title of said company is ~~The Mississippi Corporation~~
2. The names of the incorporators are:

W. B. Campbell	Postoffice	Jackson, Mississippi
C. M. Campbell	Postoffice	Jackson, Mississippi
W. D. Keets	Postoffice	Jackson, Mississippi
H. H. Lord	Postoffice	Jackson, Mississippi
C. C. Lowe	Postoffice	Jackson, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Jackson, Hinds County, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: 500 shares of common stock of a par value of $100.00 per share. Each share of stock evidenced by certificates issued by this corporation is subject to the condition and agreement on the part of the owner and holder thereof that none of said shares or certificates may be sold or transferred without the holder and owner thereof first affording this corporation the opportunity and option to purchase such stock at the same price which the owner is offered in good faith by any other bona fide purchaser, and before any such sale or transfer can be validly made such holder and owner shall notify the Secretary-Treasurer of the corporation, in writing, of the number of shares and certificates which he desires to sell and transfer, and the purchase price offered therefor and the name of the prospective purchaser or purchasers together with supporting evidence of the validity of the offer; and the corporation shall then have the exclusive option and privilege to purchase such shares at the same price for a period of ten days after receipt of said written notice by the Secretary-Treasurer of this corporation.

5. Number of shares for each class and par value thereof: 500 shares of common stock, of a par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is 50 years

7. The purpose for which it is created:

To borrow money; to make loans either without security or which may be secured by mortgages, trust receipts, deeds of trust, retained-title or purchase contracts, or any other method or form of security other than a pledge of tangible personal property; to buy, sell and exchange stocks, bonds, debentures, drafts, and other commercial paper and securties and evidences of indebtedness of all other kinds; to buy, sell and exchange accounts receivable, purchase money contracts or notes with securing collateral, conditional sales or title retention contracts, trust receipts, stock purchase notes, warehouse receipts, and chattel or real mortgages and deeds of trust with accompanying evidences of indebtedness; and to do all other acts necessary and incident to the conduct of the business of a finance company including the power to buy, sell, lease, mortgage and otherwise convey real estate.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

100 Shares

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority A. B. Campbell, J. W. Campbell, R. D. Peets, G. H. Ford, and C. G. Lowe

incorporators of the corporation known as the Mississippi Corporation who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 16 day of December, 1948

Charles E. [illegible]

My Commission Expires Sept. 2, 1951

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 17th day of December A. D., 1948, together with the sum of $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., December 17th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice

Attorney General.

By James D. Kendall

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  **OFFICE**

JACKSON

The within and foregoing Charter of Incorporation of

THE MISSISSIPPI CORPORATION

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Seventeenth day of

December 19 48

Sam Lumpkin
Lieutenant and Acting Governor

Receipt No. 2432 L

By the Governor

Heber Ladner
Secretary of State

Recorded in the Secretary of State's Office this the seventeenth day of December, 1948.

Epsilon Chi-Zeta
OF
Lambda Chi Alpha

BOX 236
State College, Miss.

December 13, 1948

TO WHOM IT MAY CONCERN:

- - - - - - "Brother Joe A. Williams, Jr. moved that the House Corporation of Epsilon-Chi Zeta of Lambda Chi Alpha Fraternity at Mississipoi State College be created, and that Brother Joe A. Williams, Jr., Brother Gordon K. Bryan, and Brother Mitchell Butts be the incorporators, and that Ten (10) Dollars be withdrawn from the House Fund for incorporation fees. Seconded and passed." - - - - - -

We the undersigned officers of Epsilon-Chi Zeta of Lambda Chi Alpha hereby certify that the above is a true and correct excerpt from the minutes of the meeting of Epsilon-Chi Zeta of Lambda Chi Alpha on August 9, 1948. Witness our hand and seal affixed below.

W. E. BYRD, PRESIDENT
W. E. Byrd

J. P. BARTAIN, SECRETARY
J. P. Bartain

Subscribed and sworn to before me at State College, Miss., this the 14th day of December, 1948.

Julia Hulett
Notary Public.

My commission expires January 4, 1949.

432

Furnished by Heber Ladner Secretary of State Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is Epsilon Chi Zeta of Lambda Chi Alpha Fraternity
2. The names of the incorporators are:

Gordon K. Bryan Postoffice State College, Mississippi

Mitchell Butts Postoffice State College, Mississippi

Joseph A. Williams, Jr. Postoffice 939 North St., Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at State College, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof: None

5. Number of shares for each class and par value thereof: None

6. The period of existence (not to exceed fifty years) is perpetual

7. The purpose for which it is created: a corporation created for fraternal purposes only. The corporation shall issue no shares of stock; shall divide no dividends or profits among its members; shall make expulsion the only remedy for non-payment of dues; shall vest in each active member the right to one vote in the election of all officers; shall make the loss of membership by death or otherwise the termination of all interests of such members in and to the corporate assets; and shall bring no individual liabilities against the members for corporate deeds but the entire corporate property shall be liable for the claim of creditors.

This is a non-profit fraternal organization to be governed by the constitution and by-laws of the Lambda Chi Alpha Fraternal Organization so long as the constitution and by-laws of the Lambda Chi Alpha Fraternal Organization shall not violate the constitution and laws of the state of Mississippi and of the United States.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

None

Mitchell B. Gill

Incorporators.

ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ Louisiana

~~County~~ Parish of Jefferson

This day personally appeared before me, the undersigned authority (a Notary Public in and for the Parish of Jefferson, La.) Joseph A. Williams, Jr. one of the incorporators of the corporation known as the Epsilon Chi Zeta of Lambda Chi Alpha Fraternity who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 20th day of September, 1948

Joseph A. Williams Jr.

Julian Hammel
Notary Public.

My commission is for life.

STATE OF ~~MISSISSIPPI~~ Louisiana

~~County~~ Parish of Tensas

This day personally appeared before me, the undersigned authority, a Notary Public in and for the Parish of Tensas, State of Louisiana, Mitchell B. Butts, - , - , - one of the incorporators of the corporation known as the Epsilion Chi Zeta of Lambda Chi Alpha Fraternity who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 29 day of October, 1948

My commission is for life

Camilla Massony
Notary Public

STATE OF MISSISSIPPI

County of Oktibbeha

This day personally appeared before me, the undersigned authority, a Notary Public in and for Oktibbeha County, State of Mississippi, Gordon A. Bryan incorporators of the corporation known as the Epsilon Chi Zeta of Lambda Chi Alpha Fraternity who acknowledged that (he) ~~(they)~~ signed and executed the above and foregoing articles of incorporation as (his) ~~(their)~~ act and deed on this the 30th day of October, 1948

Julia Lugo, Notary Public

Received at the office of the Secretary of State this the 16th day of December A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 17th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James T. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

EPSILON CHI ZETA OF LAMBDA CHI ALPHA FRATERNITY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this SEVENTEENTH day of DECEMBER, 1948

Sam Lumpkin
Lieutenant and Acting Governor

By the Governor

Heber Ladner
Secretary of State

Receipt No. 2431 L

Recorded in the Secretary of State's Office this the seventeenth day of December, 1948.

436

Furnished by [illegible], Secretary of State, [illegible]

Use this form and submit in duplicate to obtain approval for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

COUNTY LINE GIN COMPANY

1. The corporate title of said company is County Line Gin Company
2. The names of the incorporators are:

G. C. Brown Postoffice Jonestown, Miss.

Sam Johnson Postoffice Jonestown, Miss.

J. S. Matthews Postoffice Jonestown, Miss.

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jonestown, Miss.
4. Amount of capital stock and particulars as to class or classes thereof:

$15,000.00, all common stock.

5. Number of shares for each class and par value thereof: 1500 and the par value thereof is $10.00 per share.

6. The period of existence (not to exceed fifty years) is 50 years

7. The purpose for which it is created:

To own, operate, manage and control a complete cotton ginning and processing system; to acquire and own all lands and buildings necessary and incidental to the operation of the said business, to own and operate one or more mercantile businesses and stores for the purchase, sale, handling, on commission or otherwise all articles of merchandise usually handled in a general mercantile business. To buy, sell, and dispose of generally all articles of merchandise handled as aforesaid at wholesale and retail; to own, operate, and engage in the business at one or more locations, one or more gasoline service stations for the sale, handling and delivery at either wholesale or retail gasoline, oil and all kinds of combustible fuels, including but not limited to gasoline tractor fuel, propane and butane gas, Diesel fuel, and all tanks and appliances incidental to the handling and disposal of said products; to engage in the business of ginning, wrapping, processing and preparing for market cotton, cotton seed, and bi-products thereof; to buy, own, sell, lease, rent and dispose of any and all tracts or parcels of land and buildings necessary or incidental to any of the several said businesses; to execute, lease and rental contracts, deeds, deeds of trust, promissory notes, bills of exchange and any and all other written instruments for said purposes.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

1000 shares.

G. C. Brown
Sam Johnson
J. S. Matthews

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Yazoo

This day personally appeared before me, the undersigned authority H. S. Brown, Sam Johnson and J. L. Matthews

incorporators of the corporation known as the County Line Gin Company who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 16th day of December, 1918

My Commission expires October 8, 1950

Layne Muirhead
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

Received at the office of the Secretary of State this the 17th day of December A. D., 1918, together with the sum of $40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 17th 1918

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COUNTY LINE GIN COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this SEVENTEENTH day of DECEMBER, 19 48

Sam Lumpkin
Lieutenant and Acting Governor

By the Governor

Heber Ladner
Secretary of State

Receipt No. 2434 L

Recorded in the Secretary of State's Office this the seventeenth day of December, 1948.

CHARTER OF INCORPORATION

OF

BUILDING SERVICE COMPANY

I. The corporate title of said corporation is Building Service Company.

II. The names and post office addresses of the incorporators are:

NAME	ADDRESS
J. T. Harrell	West Point, Mississippi
H. W. Stevens	West Point, Mississippi

III. The domicile of the corporation is the City of West Point, Mississippi.

IV. The amount of the total authorized capital stock of the corporation is Two Hundred Thousand Dollars ($200,000.00) of common stock.

V. Such authorized capital stock is divided into two thousand (2,000) shares of the par value of One Hundred Dollars ($100.00) each.

VI. The period of existence is fifty (50) years.

VII. The purposes for which the corporation is created are:

(A) To conduct and carry on a general retail or wholesale building supply business or businesses and, in connection therewith, to manufacture, buy, sell, exchange, trade, and deal in all and every kind of building material, hardware, equipment, supplies, heating and plumbing and electrical equipment and supplies, electrical refrigeration and air conditioning equipment and supplies, products, manufactured or unmanufactured, iron, steel, wood, brick, cement, granite, stone, and other products, materials and goods, wares and merchandise, and to buy, acquire, hold, use, employ, mortgage, convey, lease, and dispose of patent rights, letters patent, processes, devises, inventions, trade marks, formulas, good will, and other rights in personal property;

(B) To conduct and carry on the business of builders and contractors for the purpose of building, erecting, equipping, altering, repairing, or doing any other work, including the installation of heating, plumbing and electrical equipment and electric refrigeration and air conditioning fixtures and equipment,

in connection with any and all classes of building and improvements of any kind and nature whatsoever, including the building, rebuilding, alteration, repairing, or improving of houses, factories, buildings, works, or erections of every kind and description whatsoever, including the locating, laying out and constructing of roads, streets, avenues, sewers, bridges, walls, and, generally, all classes of buildings, erections and works, both public and private, or integral parts thereof, and to perform engineering and architectural work and, generally, to do and perform any and all work as builders and contractors, including subcontractors, and to do and perform all acts and things generally embraced in the building and contracting business and the work connected therewith;

(C) To take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve, and otherwise deal in and dispose of real estate and real property or any interests or rights therein; and

(D) To do all other acts and things and engage in all other enterprises necessary, convenient or incidental to any of the rights, powers and privileges herein specified.

(E) The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Volume 4 of the Mississippi Code of 1942, and amendments thereto.

VIII. The number of shares to be subscribed and paid for, in cash or in property at a fair valuation, before the corporation may begin business, is one thousand (1,000) shares, at par value.

J. T. Harrell

H. Hall Stevens

INCORPORATORS

STATE OF MISSISSIPPI)
)
COUNTY OF CLAY)

Personally appeared before me, the undersigned authority of law in and for said County and State, the above named J. T. Harrell and H.

W. Stevens, incorporators of the corporation known, or to be known, as Building Service Company, who each acknowledged that they signed and executed the above and foregoing Articles of Incorporation, as their act and deed, on this the 16 th day of December, 1948.

D. H. Coleman - Chancery Clerk

By Grace G. Elliott - D. C.

My commission expires 1st Monday January 1952.

Received at the office of the Secretary of State, this the 17th day of December A. D., 1948, together with the sum of $410.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 17th, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BUILDING SERVICE COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this SEVENTEENTH day of

DECEMBER, 19 48

Lieutenant and Acting Governor

By the Governor

Secretary of State

Receipt No. 2435 L

Recorded in the Secretary of State's Office this the seventeenth day of December, 1948.

CERTIFIED COPY OF RESOLUTION OF STOCKHOLDERS AMENDING CHARTER OF INCORPORATION

RESOLVED: That paragraphs 4 and 5 of the charter of said corporation be amended as follows:

Paragraph 4 - The amount of authorized capital stock and particulars as to the class or classes thereof:

(A) One thousand shares of Prior Preferred Capital stock with a par value of $100.00 per share, said Prior Preferred Stock shall constitute a lien on the assets and earnings of the Corporation and shall have preference to the extent of its par value over all other classes of preferred and common stock as to dividends and liquidation. The holders of Prior Preferred Stock shall be entitled to receive dividends from the earned surplus or earned profits of the corporation at the rate of $5.00 per share per annum, and no more, payable semi-annually on January 1st and July 1st, before any dividends shall be set apart for or paid on any other class of preferred or common stock, said dividends shall be full cumulative as hereinafter defined.

All Prior Preferred Stock or any share thereof shall be subject to redemption by the corporation at any time at $100.00 per share plus accrued dividends, the redemption to be effected as hereinafter set out.

(B) Ten thousand shares of Preferred Capital Stock without nominal or par value. This class of preferred stock shall constitute a lien on the assets and earnings of the corporation and shall have preference over all common stock as to dividends and liquidation. The holders of this class of preferred stock shall be entitled to receive when and as declared by the Board of Directors, dividends from the earned surplus or net profits of the corporation at the rate of $4.00 per share per annum, and no more, payable quarterly on January 1st, April 1st, July 1st, and October 1st before any dividends shall be set apart for or paid on any common stock, and said dividends shall be full cumulative as hereinafter defined.

In the event of the death of any holder of this class of preferred stock or in the event any holder of this class of preferred stock, who is an officer, director, agent or employee of this corporation, ceases for any reason to be an officer, director, agent, or employee of this corporation, then in either of said events this corporation shall thereupon have the continuing right and option to purchase or redeem all such preferred stock of this class held

person or by his administrator or executor or testamentary trustee or heirs or other successors or legatee. If the corporation elects to exercise such right of redemption or purchase, the price to be paid for this class of preferred stock shall be $80.00 per share, plus all accrued dividends.

In addition to the above, all preferred stock of this class or any share thereof shall be subject to redemption by the corporation at any time, but not prior to two years from the date of issue, at $[illegible].00 per share, plus all accrued dividends, such redemption to be effected as hereinafter [illegible] out.

(C) Four thousand shares of common stock without nominal or par value.

The term "accrued" whenever used herein with reference to dividends on either class of preferred stock means an amount equal to five per cent per annum on the par value of the Prior Preferred Stock and an amount equal to $4.00 per share per annum on Preferred Stock, both computed from the date from which dividends thereon shall have first begun to accrue, less such amount or amounts as is from time to time paid as dividends thereon, and without regard to whether there shall be or shall have been at any time any net profits or surplus, and without regard to the amount of net profit or surplus at any time.

The term "full cumulative" as used herein with reference to dividends means that such dividends shall be cumulative so that if for any dividend period or periods, dividends shall not have been paid or declared and set apart for payment upon all outstanding Prior Preferred Stock or Preferred Stock entitled thereto, at the aforesaid rates for the respective series, the deficiency shall be fully paid or declared and set apart for payment (but such deficiency shall not bear interest while remaining unpaid) before any dividends shall be declared or paid upon or set apart for the common stock of the corporation.

Out of any [illegible] or net profits of the corporation remaining after all dividends, current and accumulated on Prior Preferred and Preferred Stock have been fully paid or provided for, and not until then, dividends may be declared and paid upon the common stock in such amounts and at such [illegible] the Board of Directors may determine.

[illegible]

determine, the shares of any class to be redeemed; or (2) redeem such proportion of any class of preferred stock held by each holder thereof as the aggregate number of shares of such preferred stock then to be redeemed shall bear to the total number of shares of such preferred stock then outstanding: provided that if the redemption of such proportion of such preferred stock held by any such holder would require the redemption of a fraction of a share thereof, the whole of such share may be redeemed.

In addition to all other methods of redemption of preferred stock of either class as hereinabove set forth, all Prior Preferred and Preferred Stock or any share thereof shall be subject to redemption by the corporation in any manner which the Board of Directors shall deem proper, and their action shall be final.

The holders of preferred stock of both classes shall have equal voting power, share for share with the holders of common stock, one vote for each share.

Each share of stock whether Prior Preferred, Preferred or Common Stock evidenced by certificate issued by this corporation is subject to the condition and agreement on the part of the owner and holder thereof that none of said shares or certificates may be sold or transferred without the holder and owner thereof first affording this corporation the opportunity and option to purchase such stock at the same price which the owner is offered in good faith by any other bona fide purchaser, and before any such sale or transfer can be validly made, such holder and owner shall notify the Secretary-Treasurer of the corporation, in writing, of the number of shares and certificates which he desires to sell and transfer, and the purchase price offered therefor and the name of the prospective purchaser or purchasers, together with supporting evidence of the validity of the offer; and the corporation shall then have the exclusive option and privilege to purchase such shares at the same price for a period of ten days after receipt of said written notice by the Secretary-Treasurer of this corporation.

The corporation shall have the right to treat the person in whose name a share of stock is registered as the owner thereof for all purposes. No stockholder shall have any preferential or pre-emptive right of subscription to any shares of any class of stock now or hereafter created unless such right [illegible] by the Board of Directors.

The Board of Directors shall have the power [illegible] by vote or in writing of the holders [illegible] in number of the total of all shares [illegible] to sell, convey, mortgage, or [illegible] the whole or any part of the real property of the corporation.

[illegible] of a certificate of stock shall [illegible] the holder thereof to all the [illegible] of the charter and [illegible] of this corporation.

Paragraph 5 - Sale price per share of stock without par value and authority for the Board of Directors to fix or change such sale price;

Ten thousand shares of Preferred Capital stock without nominal or par value with the sale price of $50.00 per share.

Four thousand shares of Common Capital Stock without nominal or par value with a sale price of $100.00 per share.

The Board of Directors may from time to time as they see fit change such sale price for which either or both classes of said no par stock may be issued.

I, G. H. Ford, Secretary-Treasurer of Mississippi School Supply Company, do hereby certify that the foregoing is a true and correct copy of the resolution amending the Charter of said corporation as unanimously adopted at a special meeting of the stockholders held at 4:30 P.M. on December 7, 1945, pursuant to waiver of notice and call and consent thereto executed by all stockholders and as shown by the minutes of said stockholders meeting.

Given under my hand and seal of said corporation on this the 7th day of December, 1945.

G. H. Ford

G. H. Ford, Secretary-Treasurer
Mississippi School Supply Company

(CORPORATE SEAL)

AMENDMENT TO THE CHARTER OF INCORPORATION OF MISSISSIPPI SCHOOL SUPPLY COMPANY

At a special meeting of the stockholders of Mississippi School Supply Company held on December 7th, 1948 pursuant to waiver of notice and call and consent thereto by all stockholders, the following amendment of said Charter was unanimously adopted, to-wit:

Paragraph 4 - The amount of authorized capital stock and particulars as to the class or classes thereof:

(A) One thousand shares of Prior Preferred Capital stock with a par value of $100.00 per share, said Prior Preferred Stock shall constitute a lien on the assets and earnings of the Corporation and shall have preference to the extent of its par value over all other classes of preferred and common stock as to dividends and liquidation. The holders of Prior Preferred Stock shall be entitled to receive dividends from the earned surplus or earned profits of the corporation at the rate of $5.00 per share per annum, and no more, payable semi-annually on January 1st, and July 1st, before any dividends shall be set apart for or paid on any other class of preferred or common stock, said dividends shall be full cumulative as hereinafter defined.

All prior Preferred Stock or any share thereof shall be subject to redemption by the corporation at any time at $100.00 per share plus accrued dividends, the redemption to be effected as hereinafter set out.

(B) Ten thousand shares of Preferred Capital Stock without nominal or par value. This class of preferred stock shall constitute a lien on the assets and earnings of the corporation and shall have preference over all common stock as to dividends and liquidation. The holders of this class of preferred stock shall be entitled to receive when and as declared by the Board of Directors, dividends from the earned surplus or net profits of the corporation up to the rate of $4.00 per share per annum, and no more, payable quarterly on January 1st, April 1st, July 1st, and October 1st before any dividends shall be set apart for or paid on any common stock, said dividends shall be full cumulative as hereinafter defined.

In the event of the death of any holder of this class of preferred stock or in the event any holder of this class of preferred stock, who is an officer, director, agent or employee of this corporation, ceases for any reason to be an officer, director, agent, or employee of this corporation, then in either of such events this corporation shall thereupon have the [illegible] right and option to purchase or redeem such preferred stock of this class held by such

person or by his administrator or executor or testamentary trustee or heirs or other successors or legatee. If the corporation elects to exercise such right of redemption or purchase, the price to be paid for this class of preferred stock shall be $80.00 per share, plus all accrued dividends.

In addition to the above, all preferred stock of this class or any share thereof shall be subject to redemption by the corporation at any time, but not prior to two years from the date of issue, at $80.00 per share, plus all accrued dividends, such redemption to be effected as hereinafter set out.

(C) Four thousand shares of common stock without nominal or par value.

The term "accrued" whenever used herein with reference to dividends on either class of preferred stock means an amount equal to five per cent per annum on the par value of the Prior Preferred Stock and an amount equal to $4.00 per share per annum on Preferred Stock, both computed from the date from which dividends thereon shall have first begun to accrue, less such amount or amounts as is from time to time paid as dividends thereon, and without regard to whether there shall be or shall have been at any time any net profits or surplus, and without regard to the amount of net profit or surplus at any time.

The term "full cumulative" as used herein with reference to dividends means that such dividends shall be cumulative so that if for any dividend period or periods, dividends shall not have been paid or declared and set apart for payment upon all outstanding Prior Preferred Stock or Preferred Stock entitled thereto, at the aforesaid rates for the respective series, the deficiency shall be fully paid or declared and set apart for payment (but such deficiency shall not bear interest while remaining unpaid) before any dividends shall be declared or paid upon or set apart for the common stock of the corporation.

Out of any earned surplus or net profits of the corporation remaining after all dividends, current and accumulated on Prior Preferred and Preferred Stock have been fully paid or provided for, and not until then, dividends may be declared and paid upon the common stock in such amounts and at such times as the Board of Directors may determine.

In addition to the specific terms of redemption or repurchase of Preferred Stock as set forth in paragraph B above, the corporation shall have the right to redeem either in whole or in part either class of preferred stock (Prior Preferred or Preferred) at any time, and the corporation may redeem either class of preferred stock in part or in total without redeeming any part of the other class of preferred stock unless the corporation shall so desire. In case the corporation shall at any time elect to redeem less than the whole of any class of outstanding preferred stock it may (1) select by lot, in such manner as its Board of Directors shall determine, the shares of any class to be redeemed; or (2) redeem such proportion of any class of preferred stock held by each holder thereof as the aggregate number of shares of such preferred stock then to be redeemed shall bear to the total number of shares of such preferred stock then outstanding; provided that if the redemption of such proportion of such

preferred stock held by any such holder would require the redemption of a fraction of a share thereof, the whole of such share may be redeemed.

In addition to all other methods of redemption of preferred stock of either class as hereinabove set forth, all Prior Preferred and Preferred Stock or any share thereof shall be subject to redemption by the corporation in any manner which the board of directors shall deem proper, and their action shall be final.

The holders of preferred stock of both classes shall have equal voting power, share for share with the holders of common stock, one vote for each share.

Each share of stock whether Prior Preferred, Preferred or Common Stock evidenced by certificate issued by this corporation is subject to the condition and agreement on the part of the owner and holder thereof that none of said shares or certificates may be sold or transferred without the holder and owner thereof first affording this corporation the opportunity and option to purchase such stock at the same price which the owner is offered in good faith by any other bona fide purchaser, and before any such sale or transfer can be validly made, such holder and owner shall notify the Secretary-Treasurer of the corporation, in writing, of the number of shares and certificates which he desires to sell and transfer, and the purchase price offered therefor and the name of the prospective purchaser or purchasers, together with supporting evidence of the validity of the offer; and the corporation shall then have the exclusive option and privilege to purchase such shares at the same price for a period of ten days after receipt of said written notice by the Secretary-Treasurer of this corporation.

The corporation shall have the right to treat the person in whose name a share of stock is registered as the owner thereof for all purposes. No stockholder shall have any preferential or pre-emptive right of subscription to any shares of any class of stock now or hereafter created unless such right be granted by the Board of Directors.

The Board of Directors shall have the power with the consent by vote or in writing of the holders of a majority in number of the total of all shares of stock outstanding to sell, convey, mortgage, or hypothecate the whole or any part of the real property of the corporation.

Acceptance of a certificate of stock shall constitute an agreement by the holder thereof to all the terms and conditions of the charter and bylaws of this corporation.

Paragraph 5 - Sale price per share of stock without par value and authority for the Board of Directors to fix or change such sale price;

Ten thousand shares of Preferred Capital stock without nominal or par value with the sale price of $10.00 per share.

Four thousand shares of Common Capital Stock without nominal or par value with a sale price of $100.00 per share.

The Board of Directors may from time to time as they see fit change such sale price for which either or both classes of said no par stock may be issued.

Witness the signature of the President and Secretary-Treasurer, respectively of said corporation with the corporate seal affixed in Jackson, Hinds County, Mississippi, on this the 7th day of December, 1948.

A. B. Campbell

A. B. Campbell, President, Mississippi School Supply Company

G. H. Ford

G. H. Ford, Secretary-Treasurer, Mississippi School Supply Company

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, the within named A. B. Campbell and G. H. Ford, each to me personally known, who acknowledged to me that they signed and delivered the foregoing amendment to the Charter of said Corporation in the capacity aforesaid, and all being duly thereunto authorized.

Given under my hand and seal this the 7 day of December, 1948.

(SEAL OF NOTARY PUBLIC)

Notary Public

My Commission Expires:

[illegible]

Received at the office of the Secretary of State, this the 15th day of December A. D., 1948, together with the sum of $290.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

SECRETARY OF STATE

Jackson, Miss.,

December 17th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State or of the United States.

Greek L. Rice

ATTORNEY GENERAL

By James D. Kendall

Assistant Attorney General

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

MISSISSIPPI SCHOOL SUPPLY COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Eighteenth *day of* December *19* 48.

Receipt No. 2427 L

By the Governor.

Heber Ladner

Secretary of State.

Recorded in the Secretary of State's Office this the eighteenth day of December, 1948.

I, S. W. PICKEL, Commissioner-Clerk of the City of Hattiesburg, Mississippi, do hereby certify that the foregoing pages from 1 to 17 contain a true and exact copy of the proceedings of the Mayor and Commissioners with regard to the adoption of an Ordinance calling an election for the purpose of submitting to the qualified electors of the said City of Hattiesburg the question of raising the salaries of the Mayor and Commissioners as of January 1, 1949; a true and correct copy of the Ordinance adopting the raising of said salaries; a true and correct copy of the Order of the Mayor and Commissioners to publish notice of said election; a true and correct copy of the Report of the Election Commissioners and a true and correct copy of the Ordinance adjudicating and finding that the Ordinance so raising said salaries was adopted at a special municipal election held in the City of Hattiesburg, Miss., on April 20, 1948.

WITNESS my hand and official seal of said City, this the 15th day of December, A. D., 1948.

(SEAL OF THE CITY OF HATTIESBURG)

COMMISSIONER-CLERK

BE IT REMEMBERED that there was begun and held a regular weekly meeting of the Mayor and Commissioners of the City of Hattiesburg, Mississippi, in the Mayor's Office in the City Hall of said City at 9:00 O'clock A.M. on the [illegible], March 4th, 1948. Members Present were Mayor Geo. E. [illegible] and Commissioners Ferell Thompson and S. W. Pickel, and the proceedings of previous meeting were read and approved.

ORDINANCE NO. 1089

AN ORDINANCE PROVIDING FOR AN ELECTION TO DETERMINE WHETHER OR NOT THE CHARTER OF THE CITY OF HATTIESBURG, MISSISSIPPI, SHALL BE AMENDED SO AS TO INCREASE THE SALARIES OF THE MAYOR AND COMMISSIONERS OF THE CITY TO $6,000.00 PER ANNUM FOR THE MAYOR AND $4800.00 PER ANNUM FOR EACH COMMISSIONERS.

BE IT ORDAINED BY THE MAYOR AND COMMISSIONERS OF THE CITY OF HATTIESBURG, MISSISSIPPI:

SECTION 1. That a special municipal election shall be held in the City of Hattiesburg on the 20th of April, 1948, for the purpose of amending the Charter of the City of Hattiesburg so as to increase the salary of the Mayor from $4200.00 to $6,000.00 per annum and so as to increase the salaries of the Commissioners from $3600.00 to $4800.00 per annum.

SECTION 2. M. C. Smith, Paul Draughn AND E. A. Kernaghan are hereby appointed election commissioners to revise the poll books and hold said election. M. C. Smith is hereby appointed to have the tickets for the election prepared.

SECTION 3. The proposed Ordinance amending the Charter of the City of Hattiesburg, Mississippi, excepting caption, shall be printed on the tickets and there shall also be printed on the tickets the following: "For the Ordinane", "Against the Ordinance" the voter shall make a cross mark opposite the words "For the Ordinance or opposite the words "For the Ordinance" or opposite the words "Against the Ordinance" in order to express his preference.

SECTION 4. That the election commissioners shall give notice of the holding of said election by posting notices of same at the Courthouse door, facing Main Street, and the front door of the City Hall and shall cause notice to be published in the Hattiesburg American one time, not less than 30 days prior to date of said election. The commissioners shall make due report of the holding of said election and the Mayor and Commissioners shall declare the result of said election.

SECTION 5. The public interest requiring it, this Ordinance shall take effect and be in force from and after its adoption and approval.

Adopted and approved, this the 11th day of March, 1948.

ATTEST:

/s/ S. W. Pickel
COMMISSIONER-CLERK

/s/ Geo. M. Calhoun
MAYOR

The foregoing Ordinance having been reduced to writing and read, the same was introduced and voted upon, Section by Section, and then the ordinance as a whole, with the following results:

Those present and voting "Yea" and in favor of the passage, adoption and approval of Section 1 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 1 of the foregoing Ordinance:

None.

Those present and voting "Yea" and in favor of the passage, adoption and approval of Section 2of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 2 of the foregoing Ordinance:

None.

Those present and voting "Yea" and in favor of the passage, adoption and approval of Section 3 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 3 of the foregoing Ordinance:

None.

Those present and voting "Yea" and in favor of the passage, adoption and approval of Section 4 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 4 of the foregoing Ordinance:

None.

Those present and voting "Yea" and in favor of the passage, adoption and approval of Section 5 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 5 of the foregoing Ordinance:

None.

WHEREUPON, the foregoing Ordinance No. 1089 was unanimously passed, adopted and approved, this the 11th day of March, 1948.

(SEAL)

GEO. M. CALHOUN
MAYOR

ATTEST:

S. W. Pickel
Commissioner-Clerk

ORDINANCE NO. 1088

AN ORDINANCE AMENDING SECTION 2 OF THE CHARTER OF THE CITY OF HATTIESBURG, MISSISSIPPI, AS AMENDED BY ORDINANCE NO. 837, APPROVED THE 5th DAY OF SEPTEMBER, 1929, SO AS TO INCREASE THE SALARIES OF THE MAYOR AND COMMISSIONERS BY FIXING THE MAYOR'S SALARY AT $6,000.00 PER ANNUM AND THE SALARY OF EACH OF THE COMMISSIONERS AT $4800.00 PER ANNUM.

BE IT ORDAINED BY THE MAYOR AND COMMISSIONERS OF THE CITY OF HATTIESBURG, MISSISSIPPI:

SECTION 1. That Section 2 of the Charter of the City of Hattiesburg, Mississippi, as to salaries as amended by Ordinance No. 837, approved the 5th day of September, 1929, shall be amended so as to read as follows:

The Commissioner, who is elected Mayor, shall receive an annual salary of $6,000.00 and the other two Commissioners shall receive annual salaries of $4800.00 each, and said salaries shall be paid in equal monthly installments.

SECTION 2. That Ordinance No. 837, approved September 5, 1929, amending the Charter of the City of Hattiesburg, Mississippi, as to the salaries of the Mayor and Commissioners and all Ordinances in conflict with this Ordinance are hereby repealled in the event this Ordinance is adopted at an election to be held for that purpose.

SECTION 3. This Ordinance shall take effect and be in force January 1, 1949, if a Majority of the qualified electors in an election to be held for that purpose shall vote for the Ordinance, otherwise it shall be null and void.

Adopted and approved, this the 11th day of March, 1948.

Geo. M. Calhoun
Mayor

(SEAL)

ATTEST:

S. . . Pickel
Commissioner-Clerk

The foregoing Ordinance having been reduced to writing and read, the same was introduced and voted upon, Section by Section, and then the Ordinance as a whole, with the following results:

Those present and voting "Yea" and in favor of the passage, adoption and approval of Section 1 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 1 of the foregoing Ordinance:

None.

Those present and voting "yes" and in favor of the passage, adoption and aproval of Section 2 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 2 of the foregoing Ordinance:

None.

Those present and voting "Yes" and in favor of the passage, adoption and approval of Section 3 of the foregoing Ordinance:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of Section 3 of the foregoing Ordinance:

None.

Those present and voting "Yes" and in favor of the passage, adoption and approval of the foregoing Ordinance as a whole:

S. W. Pickel
Fewell Thompson

Those present and voting "Nay" or against the passage, adoption and approval of the foregoing Ordinance as a whole:

None.

WHEREUPON, the foregoing Ordinance No. 1088 was unanimously passed, adopted and approved this the 11th day of March, 1968.

SEAL

Geo. M. Calhoun
Mayor

ATTEST:
S. W. Pickel
Commissioner-Clerk

ORDERED by the Mayor and Commissioners of the City of Hattiesburg, Mississippi that the Commissioner-Clerk be and he is hereby directed to cause the following notices to be published in the Hattiesburg American, a daily newspaper having a general circulation within said City, to-wit:

NOTICE TO THE QUALIFIED ELECTORS OF THE CITY OF HATTIESBURG, MISSISSIPPI OF A SPECIAL MUNICIPAL ELECTION TO BE HELD IN SAID CITY ON TUESDAY THE 20th DAY OF APRIL, 1948.

That the Mayor and Commissioners of the City of Hattiesburg, Mississippi, have ordered a special municipal election to be held on Tuesday the 20th day of April, 1948, in the City of Hattiesburg, at the usual voting places, to-wit:

The City Hall, the Courthouse, the Y.M.C.A., the Fire Hall on 5th Street, Camp School and Eaton School building for the purposes of submitting to the qualified electors of the City of Hattiesburg, Mississippi, the question of whether or not they will vote to amend Section 2 of the Charter of the City of Hattiesburg as to salaries as amended by Ordinance No. 837, approved the 5th day of September, 1929, so as to increase the salary of the Mayor from $4200.00 to $6,000.00 per annum, and the salary of each Commissioner from $3600.00 to 4800.00 per annum.

All qualified electors of the City of Hattiesburg may vote in this election.

Signed this the 11th day of March, 1948.

Paul V. Draughn
Marshall C. Smith
Election Commissioners

STATE OF MISSISSIPPI
COUNTY OF FORREST
CITY OF HATTIESBURG

I, C. J. PICKEL, Commissioner-Clerk of the City of Hattiesburg, Mississippi, hereby certify that the attached is a true and correct copy of the original as the same appears of record in my office in the City Hall of said City, in Municipal Minute Book V at pages 438-439.

WITNESS my signature and official seal of said City, this 14th day of December, 1948.

Commissioner-Clerk

HATTIESBURG AMERICAN

PROOF OF PUBLICATION

NOTICE TO THE QUALIFIED ELECTORS OF THE CITY OF HATTIESBURG, MISSISSIPPI OF A SPECIAL MUNICIPAL ELECTION TO BE HELD IN SAID CITY ON TUESDAY THE 20TH DAY OF APRIL, 1948.

That the Mayor and Commissioners of the City of Hattiesburg, Mississippi, have ordered a special municipal election to be held on Tuesday the 20th day of April, 1948, in the City of Hattiesburg at the usual voting places, to-wit:

The City Hall, the Courthouse, the Y. M. C. A., the Fire Hall on 5th Steet, Camp School and Eaton School building for the purposes of submitting to the qualified electors of the City of Hattiesburg, Mississippi, the question of whether or not they will vote to amend Section 2 of the Charter of the City of Hattiesburg as to salaries as amended by Ordinance No. 837, approved the 5th day of September, 1929, so as to increase the salary of the Mayor from $4200.00 to $6,000.00 per annum, and the salary of each Commissioner from $3600.00 to $4800.00 per annum.

All qualified electors of the City of Hattiesburg may vote in this election.

Signed this the 12th day of March, 1948.

PAUL V. DRAUGHN
MARSHALL C. SMITH
Election Commissioners.
March 18-1T-C

MBV/442

STATE OF MISSISSIPPI,

FORREST COUNTY.

Personally appeared before me, Mrs. Frances Doas a Notary Public of the City of Hattiesburg, Forrest County, Mississippi, [illegible] ST. JOHN, Publisher of the HATTIESBURG AMERICAN, a daily

newspaper published in the City of Hattiesburg, Mississippi who, being d ly sworn, says that the notice, a true copy of which is hereto annexed, appeared in the issues of said newspaper as follows:
DATE 3-18, 1948, Number Words 217, Published 1 Times

Printer's Fee	$6.51
Making Proof	$ .50
Total	$7.01

(Signed) Thos. St. John
Publisher

Sworn to and subscribed before me this
25 day of March 1948

/s/ Mrs. Frances Deas
Notary Public

My Commission Expires April 5, 1950

ORDERED by the Mayor and Commissioners that the Board adjourn this the 17th day of March, 1948.

/s/ Geo. M. Calhoun
Mayor

REPORT OF ELECTION COMMISSIONERS

The report of the special election commissioners, Marshall C. Smith and Paul V. Draughn, of the holding of a special municipal election in the City of Hattiesburg, Mississippi, on Tuesday the 20th day of April, 1948, to determine whether or not the qualified electors of the City of Hattiesburg would vote to increase the salary of the Mayor from $4200.00 per annum to $6000.00 per annum and to increase the salary of each commissioner from $3600.00 per annum to $4800.00 per annum, was duly filed with this Board on the 22nd day of April, 1948 together with proof of publication and posting of notice of holding said election and said report having been examined by this board and it appearing therefrom that the notice of holding said election was duly given by the said commissioners and that said election was duly and legally held in the City of Hattiesburg on Tuesday the 20th day of April, 1948, and that a majority of the qualified electors voting in said election cast their votes in favor of the increase of said salaries and said report is hereby accepted, approved and adopted and it is hereby found and adjudged that the election has resulted in favor of the raise of said salaries as provided in Ordinance No. 1088, adopted and approved March 11, 1948. It is further ordered that said report and exhibits attached thereto be spread on the Municipal Minutes of the City as follows:

REPORT OF ELECTION COMMISSIONERS

TO THE MAYOR AND BOARD OF COMMISSIONERS OF THE CITY OF HATTIESBURG, MISSISSIPPI:

We, the undersigned election commissioners appointed to hold a special municipal election on April 20, 1948, to determine whether or not the Charter of the City of Hattiesburg should be amended so as to increase the salaries of the Mayor and Commissioners, beg to report that we caused said election to be held on said day at the voting places provided by law and within legal hours and herewith report that votes cast at said election as follows:

At the Courthouse the following votes were cast:

For the Ordinance.....145

Against the Ordinance.....125

Majority for the Ordinance..... 20

At the City Hall the following votes were cast:

For the Ordinance.....114

Against the Ordinance.....128

Majority against the Ordinance..... 14

At the Fire Hall the following votes were cast:

For the Ordinance.....59

Against the Ordinance.....66

Majority against the Ordinance..... 7

At Eaton School the following votes were cast:

For the Ordinance.....36

Against the Ordinance.....75

Majority against the Ordinance.....39

At the Y.M.C.A. the following votes were cast:

For the Ordinance.....58

Against the Ordinance.....64

Majority against the Ordinance..... 6

At Camp School the following votes were cast:

For the Ordinance.....191

Against the Ordinance..... 89

Majority for the Ordinance.....102

Total Votes cast.....1150

Total votes for the Ordinance..... 603

Total votes against the Ordinance..... 547

Majority for the Ordinance..... 56

We caused said notice for said election to be published as required by Ordinance No. 1088, approved March 11, 1948, in the Hattiesburg American, a daily newspaper published in the City of Hattiesburg, Mississippi, and having a general circulation therein, and we attach hereto proof of publication of said notice, and we also posted notices of said election at the door of the Courthouse facing Main Street, and at the front door of the City Hall facing Front Street for ten days and more prior to said election. A copy of said notice is attached hereto.

This April 21st, 1948.

/s/ Paul V. Draughn

/s/ Marshall C. Smith

ELECTION COMMISSIONERS

STATE OF MISSISSIPPI
COUNTY OF FORREST
CITY OF HATTIESBURG

I, S. W. PICKEL, Commissioner-Clerk of the City of Hattiesburg, Mississippi, hereby certify that the above and foregoing is a true and correct copy of the original as the same appears of record in my office in the City Hall of said City in Municipal Minute Book V at pages 464-465.

WITNESS my signature and official seal of said City, this the 9th day of December, A.D., 1948.

Commissioner-Clerk

SEAL

BE IT REMEMBERED that there was begun and held a regular weekly meeting of the Mayor and Commissioners of the City of Hattiesburg, Mississippi, in the Mayor's Office at the City Hall of said City at 2:00 O'Clock P.M. (C.S.T.) on Thursday, April 22, 1948. Members present were Mayor Geo. M. Calhoun and Commissioners Powell Thompson and S. W. Pickel. Minutes of the previous meeting were read and approved.

ORDINANCE NO. 1092

AN ORDINANCE FINDING AND ADJUDGING THAT ORDINANCE NO. 1088, AMENDING SECTION 2 OF THE CHARTER OF THE CITY OF HATTIESBURG, AS AMENDED BY ORDINANCE NO. 839 APPROVED THE 26th DAY OF SEPTEMBER , 1929, SO AS TO INCREASE THE SALARIES OF THE MAYOR AND COMMISSIONERS BY FIXING THE MAYOR'S SALARY AT $6000.00 PER ANNUM AND THE SALARY OF EACH OF THE COMMISSIONERS AT $4800.00 PER ANNUM, WAS DULY ADOPTED AT A SPECIAL MUNICIPAL ELECTION HELD IN THE CITY OF HATTIESBURG ON TUESDAY THE 20th DAY OF APRIL, 1948:

WHEREAS, it appears to the Mayor and Commissioners of Hattiesburg, Mississippi, from the written report of the election commissioners, Marshall C. Smith and Paul V. Draughn, that a special municipal election was d ly and legally held in the City of Hattiesburg on Tuesday the 20th of April, 1948, to determine whether or not the salary of the Mayor should be increased so as to make it $6000.00 per annum and the salary of each commissioner should be increased so as to make it $4800.00 per annum, and it further appearing to the Mayor and Commissioners that said election commissioners gave due and legal notice of the holding of said election as required by law and Ordinance governing such notice, and it further appearing that Ordinance No. 1088 approved the 11th day of March, 1948, raising the salary of the Mayor so as to make it $6000.00 per annum and raising the salary of each commissioner so as to make it $4800.00 per annum was duly and legally carried at such special municipal election by a majority of qualified electors voting in said election casting their votes in favor of said Ordinance.

NOW, THEREFORE, BE IT ORDAINED:

SECTION 1. That said Ordinance No. 1088 approved March 11, 1948, and voted on in said special municipal election on Tuesday, April 20, 1948, is hereby adjudged and found to have been duly and legally adopted by a majority of the qualified electors of the City of Hattiesburg voting in said special municipal election held and

Ordinance is hereby declared to be in full force and effect on and after the 1st day of January, 1949.

Adopted and approved, this the 22nd day of April, 1948.

GEO. M. CALHOUN
MAYOR

(SEAL)

ATTEST:

S. W. Pickel
Commissioner-Clerk

Section 1 of the foregoing Ordinance is read and approved and votes cast as follows:

S. W. Pickel and Fewell Thompson voting "Yea".

Then the foregoing Ordinance was taken as a whole read and approved and votes cast as follows:

S. W. Pickel and Fewell Thompson voting "YEA".

ORDERED that the Board adjourn this the 28th day of April, 1948.

/s/ Geo. M. Calhoun
Mayor

STATE OF MISSISSIPPI
Department of Justice

GREEK L. RICE
ATTORNEY GENERAL
GEO. H. ETHRIDGE
R. O. ARRINGTON
ASSISTANT ATTORNEYS GENERAL

JAMES T. KENDALL
JOHN M. KUYKENDALL, JR
JOHN E. STONE
JOE T. PATTERSON
ASSISTANT ATTORNEYS GENERAL

JACKSON 103

December 15, 1948

Honorable Fielding L. Wright
Governor
Jackson, Mississippi

Dear Sir:

I return herewith the proposed amendment to the charter of the City of Hattiesburg, Mississippi, which you submitted to me for my opinion as to the legality thereof.

I advise you that I have examined said proposed amendment and I am of the opinion that the same is consistent with the Constitution and laws of the United States and with the Constitution of this State.

Yours very truly,

GREEK L. RICE, ATTORNEY GENERAL

BY James T. Kendall
Assistant Attorney General

JTK/E

Encls.

Mississippi
Executive Department
Jackson

PROCLAMATION

TO ALL TO WHOM THESE PRESENTS SHALL COME------GREETING:

WHEREAS, There has been furnished me a transcript of the Ordinance of the Mayor and Commissioners of the City of Hattiesburg, proposing an amendment to the charter of said City, raising the salaries of the Mayor and Commissioners of said City, respectively, to $6,000.00 per annum for the Mayor, and $4,800.00 per annum each for the Commissioners, and a transcript of the ordinance of said Mayor and Commissioners referring said proposed amendment to a vote of the Citizens of said City in an election duly ordered by said Mayor and Commissioners, and a transcript of the result of said election, which shows that a majority of the voters of said City voting in said election voted in favor of said proposed amendment; all of which said instruments were duly certified by the City Clerk of said City of Hattiesburg; and

WHEREAS, Said proposed amendment has been submitted to the Attorney General of the State of Mississippi, for his opinion as to whether the same be consistent with the Constitution and laws of the United States, and of this State, and said Attorney General has endorsed his opinion that said proposed amendment is not violative of the Constitution and laws of the United States, and of this State; now

THEREFORE, I, FIELDING L. WRIGHT, Governor of the State of Mississippi, by virtue of the authority vested in me by Chapter 108, Laws of Mississippi of 1908, do issue this my

PROCLAMATION

declaring the charter of the said City of Hattiesburg, amended as proposed so as to provide a salary of $6,000.00 per annum for the Mayor, and $4,800.00 per annum for each of the Commissioners, respectively, of said City of Hattiesburg.

IN TESTIMONY, WHEREOF, I have hereunto set my hand and caused the Great Seal of the State to be affixed, this the 18th day of December, 1948.

Fielding L. Wright
GOVERNOR

By the Governor:

Heber Ladner
Secretary of State

MISSISSIPPI

Department of Secretary of State



JACKSON

I, *Heber Ladner*, Secretary of State, do certify that the amendment hereto attached, amending the Charter of Incorporation of CITY OF HATTIESBURG was pursuant to the provisions of Title 16, SECTION 3787, ~~xxxx~~/ of the Mississippi Code, 1942, recorded in the Book of Incorporations in this office PHOTO-STAT / Book No. FOURTEEN Pages 453-469.



Given under my hand and the Great Seal of the State of Mississippi hereto affixed, this 18th day of DECEMBER 19 48.

Heber Ladner
Secretary of State

Receipt No. 2438 L

470

Furnished by [illegible]

Use this form and acknowledgment in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

APPROVED APPLIANCES

1. The corporate title of said company is Approved Appliances

2. The names of the incorporators are:

James L. Spencer Postoffice Jackson, Mississippi

E. R. Edwards Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi

4. Amount of capital stock and particulars as to class and [illegible] thereof:

The total amount of capital stock shall be Ten Thousand and No/100 ($10,000.00) Dollars, of which Five Thousand and No/100 ($5,000.00) Dollars shall be preferred stock, and of which Five Thousand and No/100 ($5,000.00) shall be common stock.

The preferred class of stock shall consist of 50 shares of the par value of $100.00 per share. The privileges, restrictions, limitations and qualifications affecting the preferred class of stock shall be as follows, to-wit:

for each share,

The holders of the preferred stock shall be entitled to receive, when and as declared by the Board of Directors, dividends from the surplus or net earnings of the corporation in the amount of $5.00 per annum and no more, payable annually upon the 1st day of January hereafter, beginning January 1st, 1950, and such dividends shall not be cumulative and shall be payable or shall be set apart before any dividends shall be paid or declared upon the common stock.

In event of any dissolution, liquidation or winding up of the corporation, the holders of the preferred stock shall be entitled, before any assets of the corporation shall be distributed among or paid over to the holders of the common stock, to be paid in full the par amount of their shares, together with any unpaid dividend thereon. The holders of the common stock shall be entitled, to the exclusion of the holders of the preferred stock, to share ratably in all assets of the corporation remaining after such payment to the holders of the preferred stock.

The preferred stock may be retired by the corporation in whole or in part at any time at the option of the Board of Directors upon not less than 30 days prior notice to the holders of record of the shares to be retired given in such form and manner as may be fixed by resolution of said Board, by payment in cash for each share so to be retired of $100.00 plus any unpaid dividend accrued thereon, provided, however, that if the preferred stock to be retired by the corporation in whole or in part during the period of one year from the organization for business of this corporation, then the payment for each share so to be retired shall be $100.00 plus any unpaid dividend accrued thereon plus a bonus of $10.00, all to be paid in cash. Resignation of the particular shares to be so retired shall be fixed by the Board of Directors, in any manner they may deem proper, and their actions shall be final. From and after the date fixed by such notice, unless the corporation shall fail to pay the retirement price, dividends shall cease to accrue on the stock to be so retired, and all rights of the holders thereof as stockholders of the corporation, except the right to receive such retirement price, shall cease and determine.

Holders of the preferred stock shall have no voting power, except as required by Section 194 of the Mississippi Constitution of 1890.

Out of my surplus, or net earnings of the corporation remaining after dividends for the current dividend period shall have been declared and paid or provided for, then and not otherwise, so long as any of the preferred stock shall remain outstanding, dividends may be declared and paid upon the common stock in such amounts and at such times as may be determined by the Board of Directors.

The corporation shall have the right to treat the person in whose name any share of stock is registered as the owner thereof, for all purposes and shall not be bound to recognize any claim of any person thereto, except as may be provided by the laws of Mississippi; nor shall any stockholder have any pre-emptive or preferential right of subscription to any shares of any class of stock of the corporation, now or hereafter created, unless such rights be granted by the Board of Directors, and then only to the extent so granted; and acceptance of certificates of stock shall constitute an agreement by the holder to all of the terms and conditions of this charter.

The common class of stock shall be composed of Fifty (50) shares of the par value of $100.00 per share, and the privileges, restrictions, limitations and qualifications affecting the same shall be those ordinarily accorded to or imposed on shares of common stock in the State of Mississippi.

5. Number of shares for each class and par value thereof:

There shall be one (1) class of preferred stock, containing 50 shares, the par value of each share of preferred stock to be $100.00 per share.

There shall be one (1) class of common stock, containing 50 shares, the par value of each share of common stock to be $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is organized:

To buy, purchase, or otherwise acquire, and/or to sell at wholesale, and/or at retail as owners, wholesalers, retailers, and/or agents or through agents, and/or on consignment or commission or otherwise, for cash or for any other consideration, and/or to hold, own, use, mortgage, pledge, distribute, assign, lease, grant, transfer, or otherwise dispose of, and/or to invest, trade, deal in, and/or deal with, and/or service in any way or in any manner new and/or second-hand electrical appliances and parts, and/or appurtenances of every kind and nature and of whatever description, and/or all classes and descriptions of accessories and parts for any or all of the above and/or electrical equipment and supplies of every class and description and/or general merchandise and/or personal property of every class and description, whether tangible or intangible, through wholesale and/or retail outlets, owned, leased or otherwise acquired by this corporation.

To maintain and to operate for a profit a general machine shop or shops.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government.

To buy, purchase, or otherwise acquire, hold, use, own, sell, mortgage, pledge, grant, transfer, or assign licenses, franchises, contracts, rights and/or privileges of every class and description for the sale, distribution, or other disposition of goods, wares, and/or general merchandise and/or personal property of every class and description and of whatever kind and nature, whether tangible or intangible.

To have one or more offices, whether within or without the State of Mississippi, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states or districts of the United States, subject to the laws of such state or district.

To borrow or raise monies for any of the purposes of the corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Ten (10) shares of the Preferred Class of stock and ten shares of the common class of stock.

James L. Spencer

E. C. Edwards

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
County of Hinds }

This day personally appeared before me, the undersigned authority James L. Spencer and E. R. Edwards

incorporators of the corporation known as the Approved Appliances

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 21 day of December, 1948

Laura Jones
NOTARY PUBLIC
My commission expires: June 4, 1950

STATE OF MISSISSIPPI }
County of }

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

STATE OF MISSISSIPPI }
County of }

This day personally appeared before me, the undersigned authority _____, _____, _____, _____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

Received at the office of the Secretary of State this the 21st day of December A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 21st 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Hugh L. Rice
Attorney General.

By James D. Kimball
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

APPROVED APPLIANCES

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this TWENTY-FIRST day of

DECEMBER 1948

Governor

By the Governor

Secretary of State

Receipt No. 2443 L

Recorded in the Secretary of State's Office this the twenty-first day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

DIXIE LUMBER COMPANY

1. The corporate title of said company is DIXIE LUMBER COMPANY
2. The names of the incorporators are:

J. H. Campbell	Postoffice	Brookhaven, Mississippi
Winson L. George	Postoffice	Brookhaven, Mississippi
Coney Burgess	Postoffice	Brookhaven, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Brookhaven, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

There shall be authorized Thirty Thousand ($30,000.00) Dollars of Stock, all of which shall be Common Stock. Dividends are to be paid from free surplus as declared by the Board of Directors.

5. Number of shares for each class and par value thereof:

There shall be Three Hundred (300) shares of Common Stock with par value of One Hundred ($100.00) Dollars per share to account for Thirty Thousand ($30,000.00) Dollars of Common Stock authorized.

(... period of existence (not to exceed fifty years) is: Fifty Years

7. The purposes for which this corporation is created and the enterprises which it may transact, promote and carry on are:

1. To engage generally in manufacturing and dealing in lumber and timber products, ~~trading and servicing of plumbing and electric supplies and home appliances,~~ wholesale and retail, domestic and foreign. R. omit

2. To purchase, lease, and otherwise acquire; to own, hold, lease and encumber; to sell, exchange and otherwise dispose of, lands, cut-over lands, timber lands and timber, logs, lumber and forest products of all kinds whatsoever, sawmills, dry-kilns, planing mills, factories, wood-working plants, and any and all other plants and mills whatsoever, for the manufacture of timber, trees, lumber and their and all other forest products and by-products, and for the fabrication of vehicles, furniture and parts thereof, and all other articles, and things which may be made from trees, shrubs, bushes and woody growths of any character, and the products and by-products thereof, and to engage in all or any of such activities, and operate such mills, plants and other businesses.

3. To manufacture, handle and deal in anything and everything used or which may be used in the construction of public buildings, mercantile establishments, industrial plants, homes and other structures for public business and private uses.

4. To own, lease, operate and maintain, at such place or places as it may deem advisable, yards and depots for the storage and sale, wholesale and retail, of lumber and timber, and lumber and timber products and by-products, building materials, plumbing and electrical supplies and home appliances of all kinds.

5. To build, purchase, lease, own and operate tramroads, log roads, and lumber roads, by steam or other motive power, to acquire, lease, own and operate schooners, steamboats, and other water crafts; and adopt such other modes of transportation by rail, water, land or otherwise as may be deemed requisite to manufacture and market its products advantageously.

6. To construct, acquire, own, operate, sell, mortgage and lease retail lumber yards together with everything whatsoever pertaining thereto.

7. To buy, sell, deal in, own, operate, and develop oil, gas and mineral lands and to engage in the oil, gas and mining business generally.

8. To furnish for gain or otherwise light, heat and power by natural or artificial gas, electricity, steam, water and other means to the State of Mississippi, to any and all municipalities therein, to corporations, to co-partnerships, to other organizations, and to any and all persons whatsoever, and to acquire, operate and dispose of all such real and personal property, and such rights, privileges and franchises, as shall be necessary, useful or convenient to such ends.

9. To purchase, lease, own and sell lands, and thereon to lease, own, operate and maintain dwelling houses, boarding houses, hospitals, commissaries, mercantile establishments, and other structures deemed necessary, incidental or expedient to the conduct of, or in connection with, the enterprises above provided for, or any of them.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

One Hundred Shares or Ten Thousand ($10,000.00) Dollars of Common Stock must be paid for before the Corporation may begin business.

Incorporator

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lincoln

This day personally appeared before me, the undersigned authority [illegible], Winson L. George, and Coney Burgess,

incorporators of the corporation known as the Dixie Lumber Company

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 14 day of December, 1948

MY COMMISSION EXPIRES FEBRUARY 20, 1952

John L. Magee
Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 21st day of December A. D., 1948, together with the sum of $70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 21st 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James T. Kendall
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DIXIE LUMBER COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-first day of December 19 48



Receipt No. 2444 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-first day of December, 1948.

CHARTER OF INCORPORATION

OF

PIPER SUPPLY, INC.

1. The corporate title of said company is PIPER SUPPLY, Inc.

2. The names of the incorporators, and their post office addresses are as follows:

Frank L. Jacobs,
Meridian, Mississippi

Mrs. Maxine Jacobs,
Meridian, Mississippi

3. The domicile of the corporation is at Greenville, Mississippi

4. The amount of capital stock and particulars as to class or classes thereof:

Five Hundred shares of common stock, of the par value of One Hundred Dollars per share, amounting to a total of Fifty Thousand Dollars authorized capital stock, all being of the same class, each share having the same rights, privileges and preferences, with no restrictions.

5. The number of shares is five hundred, all common stock, of the par value of One Hundred Dollars per share, as set out in Paragraph 4, above.

6. The period of existence is fifty years.

7. The purposes for which the corporation is created are:

To buy, own, hold, deal and trade in plumbing supplies, steel, structural steel, machine shop supplies, electrical supplies, and mill supplies at wholesale and retail; to manufacture, sell, and distribute paints and varnishes; to buy, own, hold, and deal in real estate; to be a factor and agent; to lend money and the corporation's credit to other persons or corporations; to borrow money, with or without security; to engage in the wholesale or retail trade, handling any and all kinds of goods, wares and merchandise;

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. The number of shares that must be subscribed and paid for before the corporation may begin business:

Two Hundred Fifty shares, at the par value of One Hundred Dollars, each, or a total value of paid in capital stock of Twenty Five Thousand Dollars.

Witness our signatures, this 10th day of December, 1948.

Frank L. Jacobs

Maxine B. Jacobs

STATE OF MISSISSIPPI
LAUDERDALE COUNTY.

This day personally appeared before me, the undersigned authority in and for said state and county, Frank L. Jacobs and ~~Mrs.~~ Maxine ~~Brock~~ Jacobs, incorporators of the corporation known as the Piper Supply, Inc. who acknowledge that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 10th of December, 1948.

Robert L. Lee
Notary Public

MY COMMISSION EXPIRES.

My Commission Expires June 1, 1952

Received at the office of the Secretary of State, this 20th day of December, 1948, A. D., together with the sum of ~~$100.00~~ $110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Mississippi
December 21st, 1948

I have exercised this charter of incorporation, and am of the opinion that it is not violation of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

BY James S. Kimbrell
(Assistant Attorney General)

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PIPER SUPPLY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Twenty-first day of December 1948

Fielding L. Wright
Governor

Receipt No. 2442 L

By the Governor

Heber Ladner
Secretary of State

Recorded in the Secretary of State's Office this the twenty-first day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is VETERANS CAB COMPANY, INCORPORATED
2. The names of the incorporators are:

Isidor F. Gross Postoffice Jackson, Mississippi

Carrie A. Gross Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$25,000 Common Stock

5. Number of shares for each class and par value thereof: 2,500 shares

$10.00 per share

(Period of existence (not to exceed fifty years) is Fifty (50) years.

7. The purpose for which it is created:

To procure, obtain, own, lease, buy and operate taxi-cabs, automobiles and trucks for hire; to own, procure, obtain, buy, sell and otherwise deal in all types, makes, models and all sorts of motor vehicles; to buy, sell, lease, and deal in real estate incident to the business of the corporation; to buy, sell, own, operate and lease gasoline service stations and repair shops, and to do all things incidental to the functions of the corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

500 shares of Common Stock

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Isidor E. Gross and Carrie A. Gross

incorporators of the corporation known as the Veterans Cab Company, Incorporated who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 20 day of December, 1948

Earle H. Bapis
Notary Public

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194____

Received at the office of the Secretary of State this the 21st day of December A. D., 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 21st 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Hunt P. Rice
Attorney General.

By James D. Kendrell
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

VETERANS CAB COMPANY, INCORPORATED

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this TWENTY-FIRST day of DECEMBER, 19 48

Fielding L. Wright

Governor

Receipt No. 2445 L

By the Governor

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the twenty-first day of December, 1948.

THE CHARTER OF INCORPORATION OF

MOORE'S TRIM SHOP, INC.

1. The corporate title of said company is:

Moore's Trim Shop, Inc.

2. The names and post office addresses of the incorporators are:

Elbert J. Moore, Post Office Box 388, Pensacola, Florida

Bennett E. Murphy, 113 Buschman Street, Hattiesburg, Mississippi

Mrs. Margaret T. Murphy, 113 Buschman Street, Hattiesburg, Mississippi.

3. The domicile of the corporation in the State of Mississippi is Hattiesburg, Forrest County, Mississippi.

4. The amount of authorized capital stock is $5,000.00, divided into 50 shares, each having a par value of $100.00, and all to be common stock, with none of it having any privileges or restrictions over the other but all to be of the same class.

5. THE SALE PRICE PER SHARE, IF DESIRED, OF STOCK WITHOUT PAR VALUE, ETC:

There shall be no stock without par value.

6. The period of existence shall be fifty years.

7. The purpose for which the corporation is created is to engage in the business of making, assembling, installing, repairing and selling automobile seat covers, upholstery, accessories and parts; to engage in the business of sale, both wholesale and retail, of all kinds of goods, wares, merchandise and other articles and property; to operate repair shops, machine shops and assembly plants; to [illegible] in the business of producing and processing all kinds of materials, with the right to own and otherwise [illegible] operate plants for this purpose; to operate [illegible] warehouses, storage plants and [illegible] manufacturers' agents, merchants and [illegible]

of all kinds of merchandise, material or other property; to engage in the general contracting and construction business; to own, buy, acquire, rent and lease lands, buildings, equipment, timber, minerals and mineral leases and rights and other property, except as prohibited by law, and to sell, exchange, rent, lease or otherwise dispose of any and all of the aforesaid property; to buy, acquire, own sell, exchange or otherwise dispose of notes, bonds and other indebtedness and stocks of other corporations, except as prohibited by law; to do any and all things which can be legally done and which are deemed necessary, convenient or expedient in connection with the carrying on of the above enumerated businesses. Without limitation to the various businesses hereinabove specified, it shall also have all of the rights and powers which might be exercised by a corporation under the provisions of Title 21, Chapter 4 of the Mississippi Code of 1942, and all amendments thereto, if any.

8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is forty (40) shares

STATE OF MISSISSIPPI

[illegible] COUNTY

Personally appeared before me, the undersigned authority in and for said county and state, Bennett E. Murphy and Mrs. Margaret T. Murphy who each acknowledged that they on this date executed the above and foregoing

application for the charter of Moore's Trim Shop, Inc.

Given under my hand and seal of office on this the 30th day of December, A. D., 1948.

Elbert J. Moore

Notary Public

My Commission Expires

My Commission Expires Jan. 9, 1951

STATE OF FLORIDA

ESCAMBIA COUNTY

Personally appeared before me, the undersigned authority in and for said county and state, the above named Elbert J. Moore who acknowledged that he on this date executed the above and foregoing application for charter of Moore's Trim Shop, Inc.

Given under my hand and seal of office on this the 30 day of December, A. D., 1948.

Notary Public

My Commission Expires

Received at the office of the Secretary of State, this the 22nd day of December

A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 23rd, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MOORE'S TRIM SHOP, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Twenty-third day of December 1948

Governor

Receipt No. 2448 L.

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

THE RIVER OAKS CORPORATION

1. The corporate title of said company is The River Oaks Corporation
2. The names of the incorporators are:

Robert Burns Postoffice Jackson, Mississippi

Kathleen Thornton Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of authorized capital stock shall be Twenty-five Thousand Dollars ($25,000.00), all being of one class of common stock.

March 23, 1949

"Affidavit dated March 22 executed by Robert Burns and Kathleen Thornton, incorporators of the River Oaks Corporation setting out the fact that this corporation has not been perfected; that it has been abandoned and there will be no attempts to perfect this corporation; that it is now surrendered to the State of Mississippi. Heber Ladner, Secretary of State."

5. Number of shares for each class and par value thereof:

There shall be two hundred fifty (250) shares of common capital stock of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is fifty years.

7. The purpose for which it is created: To lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, mortgage, improve, and otherwise handle, deal in, and dispose of, real property and any interest or right therein. To construct or to have constructed buildings and structures of every kind and description, and to repair, improve, alter, or rebuild the same; and to buy, sell, own, use, manage, or lease the same.

To make, enter into, and perform contracts for constructing buildings, altering, improving, repairing, decorating, maintaining real estate or any buildings or structures thereon.

To buy, sell, hold, and generally to deal in stocks, bonds, debentures, mortgages, and securities of all kinds; to borrow or to lend money, with or without security; to act for others in the exercise or performance of the foregoing powers and to make any and all contracts or agreements in performing or carrying out any of such powers.

To do any and all things deemed necessary or advisable for carrying out the foregoing purposes which are not contrary to law.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

One hundred (100) shares of the common capital stock.

/ Robert Burns

Robert Burns

Kathleen Thornton

Incorporators

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority, Robert Burns and Kathleen Thornton,

incorporators of the corporation known as ~~the~~ The River Oaks Corporation who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the _____ day of December, 1948

John P Maloney
Notary Public

My Commission Expires: Nov. 25, 1950

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as the _____ who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as the _____ who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

Received at the office of the Secretary of State this the 29th day of December A. D., 1948, together with the sum of $ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 30th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General

By James D. Kennedy
Assistant Attorney General

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The [illegible] foregoing Charter [illegible]

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this [illegible] day of

19 [illegible]



By the Governor

[illegible]

SPECIAL MEETING OF STOCKHOLDERS

At a special meeting of the Vicksburg Laundry & Cleaners, Inc., a Mississippi Corporation, duly and legally called was held at its place of business in the City of Vicksburg on this 29th day of December, 1948, there being present all of the Stockholders of said Corporation.

On motion, duly recorded, the following resolution was unanimously adopted, to-wit:

R E S O L U T I O N

"BE AND IT IS HEREBY RESOLVED by all of the stockholders of The Vicksburg Laundry & Cleaners, Inc., that Section 1 of the Charter of Incorporation of said corporation be and the same is hereby amended so as to read as follows:

"SECTION 1: The corporate title of said Company is:

ROGERS BROTHERS LAUNDRY & CLEANERS, INC."

BE IT FURTHER RESOLVED by the stockholders of the Vicksburg Laundry and Cleaners, Inc., that Section 5 of the Charter of Incorporation of said corporation be and the same is amended to read as follows:

"SECTION 5: The amount of capital stock and particulars as to class or classes thereof $200,000.00 Common Stock represented by 2,000 shares of the par value of $100.00 each."

Geo. W. Rogers
PRESIDENT OF THE VICKSBURG LAUNDRY & CLEANERS, INC.

I, Edwin J. Rogers, the duly elected, qualified and acting Secretary of the Vicksburg Laundry & Cleaners, Inc., do hereby certify that the above and foregoing is a true and correct copy of resolution adopted by all of the stockholders of the Vicksburg Laundry & Cleaners, Inc., amending Section 1 and 5 of its Charter so that the name of said Company will be Rogers Brothers Laundry & Cleaners, Inc. and also amending Section 5 of its Charter so as to change its

capital stock from 25,000 shares of stock without nominal or par value to 2,500 shares of common stock with par value of $100.00 per share.

SECRETARY OF VICKSBURG LAUNDRY & CLEANERS, INC.

Sworn to and subscribed before

me this [illegible] day of September,

1947.

NOTARY PUBLIC

BE IT REMEMBERED that on the 29th day of December, 1948, [illegible] was duly called, held and concluded a special meeting of the stockholders of the Vicksburg Laundry & Cleaners, Inc., a Mississippi Corporation having its domicile in the City of Vicksburg, in the State of Mississippi, at the office of said corporation, after due and actual notice of the call, time, place and purpose of said meeting was given to each and all of the stockholders, when and where, all of the stockholders of said corporation being present in person or by proxy adopted the following resolution which was submitted to said meeting in writing, to-wit:

R E S O L U T I O N

"BE AND IT IS HEREBY RESOLVED by all of the stockholders of The Vicksburg Laundry & Cleaners, Inc., that Section 1 of the Charter of Incorporation of said corporation be and the same is hereby amended so as to read as follows:

"SECTION 1: The corporate title of said Company is:

ROGERS BROTHERS LAUNDRY & CLEANERS, INC."

BE IT FURTHER RESOLVED by the stockholders of the Vicksburg Laundry and Cleaners, Inc., that Section 5 of the Charter of Incorporation of said corporation be and the same is amended to read as follows:

"SECTION 5: The amount of capital stock and particulars as to class or classes thereof $900,000.00 Common Stock represented by 9,000 shares of the par value of $100.00 each."

The rights and powers that may be exercised by this corporation are those conferred by Title 21, Chapter 4 of the Mississippi Code of 1942.

PRESIDENT OF THE VICKSBURG LAUNDRY & CLEANERS, INC.

STATE OF MISSISSIPPI

COUNTY OF WARREN

PERSONALLY appeared before me, the undersigned authority in and for said County and State, the above signed and within named George J. Rogers, President, President of The Vicksburg Laundry & Cleaners, Inc., who, as such President, acknowledged that the above and foregoing instrument of writing is the amendment to and of Section 1 and 5 of the Charter of said Corporation, as proposed and unanimously adopted by all of the stockholders of said corporation in the resolution of December 29, 1948, and that he signed the same on the day and year therein mentioned.

GIVEN under my hand and official seal this the 27 day of December, 1948.

NOTARY PUBLIC

STATE OF MISSISSIPPI

WARREN COUNTY

I, Edwin J. Rogers, the duly elected, qualified and acting Secretary of the Vicksburg Laundry & Cleaners, Inc., do hereby certify that the above and foregoing instrument of writing is a true and correct copy of a resolution of all of the stockholders of said corporation, unanimously adopting and approving the amendment proposed to and of said Section 1 and 5 of the Charter of said Corporation, as said proposed amendment above appears.

WITNESS my signature and seal of said corporation on this the 27 day of December, 1948.

SECRETARY OF VICKSBURG LAUNDRY & CLEANERS, INC.

AMENDMENT TO CHARTER

Pursuant to a resolution of the Stockholders of the Vicksburg Laundry & Cleaners, Incorporated, duly and legalled called and held on the 29th day of December, 1948, the Charter of Incorporation of said Company is amended in the following particulars, to-wit:

"SECTION 1: The corporate title of said Company is:

ROGERS BROTHERS LAUNDRY & CLEANERS, INC."

"SECTION 5: The amount of capital stock and particulars as to class or classes thereof $200,000.00 Common Stock represented by 2,000 shares of the par value of $100.00 each."

IN TESTIMONY WHEREOF, this instrument has been executed on this the 29th day of December, 1948.

THE VICKSBURG LAUNDRY & CLEANERS, INC.

BY: George Rogers
PRESIDENT

ATTEST:
Edwin Rogers
SECRETARY

STATE OF MISSISSIPPI

WARREN COUNTY

PERSONALLY appeared before me the undersigned, a Notary Public in and for the jurisdiction above, George W. Rogers, President and Edwin J. Rogers, Secretary of The Vicksburg Laundry & Cleaners, Inc., a Mississippi Corporation, who each acknowledged that they signed, sealed and delivered the foregoing amendment to the Charter of said Company on the day and year therein mentioned pursuant to a resolution of the Stockholders dated December 29, 1948.

GIVEN under my hand and official this the 29th day of December, 1948.

Eleanor A. Collins
NOTARY PUBLIC

Received at the office of the Secretary of State, this the 30th day of December

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

December 30th, 1948

I have examined this Amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

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State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

VICKSBURG LAUNDRY AND CLEANERS

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth *day of* December *19* 48

By the Governor.

Heber Ladner

Secretary of State.

Receipt No. 2590 L.

Recorded in the Secretary of State's Office this the thirtieth day of December, [illegible].

AMENDMENT TO THE CHARTER OF INCORPORATION OF U. KOEN & COMPANY, INC., OF JACKSON, A CORPORATION, OF JACKSON, MISSISSIPPI.

The Charter of Incorporation of U. KOEN & COMPANY, INC., OF JACKSON, a corporation, of Jackson, Mississippi, approved by the Governor of the State of Mississippi November 16, 1932, and recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi in Book Number 31, Page 221, and filed for record November 19, 1932, and recorded in Corporation Charter Record Number 4, at Page 284 of the First Judicial District of Hinds County, Mississippi, on file in the office of the Chancery Clerk thereof is amended to the following extent, such amendment to be effective January 1, 1949:

Article 1 of said Charter of Incorporation is amended to read as follows:

"1. The corporate title of said company is JACKSON CIGAR AND TOBACCO COMPANY, INC."

Witness the seal and signature of U. KOEN & COMPANY, INC., OF JACKSON, by its President.

U. KOEN & COMPANY, INC.,
OF JACKSON,

BY W. H. Boggan
W. H. BOGGAN, PRESIDENT.

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me, the undersigned authority in and for said state and county, W. H. BOGGAN, President of U. KOEN & COMPANY, INC., OF JACKSON, a corporation, of Jackson, Mississippi, who acknowledged that, as such officer of said corporation and for and on behalf of said corporation, and as he was thereunto duly and legally authorized and directed to do by resolution of the stockholders of said corporation, he signed, sealed and executed the above and foregoing Amendment to the Charter of Incorporation on the date therein written.

Witness my hand and official seal this 28th day of De-

MINUTES OF A SPECIAL MEETING OF THE STOCKHOLDERS OF U. KOEN & COMPANY, INC., OF JACKSON, HELD AT THE OFFICE OF SAID CORPORATION ON DECEMBER 28, 1948.

Be it remembered that on December 28, 1948,—at a special meeting of the stockholders of U. Koen & Company, Inc., of Jackson, at which meeting all stockholders and directors were present in person, the following resolution was proposed for adoption:

"WHEREAS, the stockholders of U. Koen & Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, desire to change the name of said corporation to Jackson Cigar and Tobacco Company, Inc., the change in name to become effective January 1, 1949, and,

WHEREAS, in order to so change the corporate title of said corporation it is necessary that the Charter of Incorporation be amended,

NOW, THEREFORE, BE IT RESOLVED:

That the Charter of Incorporation of U. Koen & Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, approved by the Governor of the State of Mississippi November 16, 1932, and recorded in the Records of Incorporation in the office of the Secretary of State of the State of Mississippi in Book Number 31, Page221, and filed for record November 19, 1932, and recorded in Corporation Charter Record Number 4, at Page 284, of the First Judicial District of Hinds County, Mississippi, on file in the office of the Chancery Clerk thereof, be amended so that the corporate title of said Company shall be and is, effective January 1, 1949, changed from U. Koen & Company, Inc., of Jackson, to Jackson Cigar and Tobacco Company, Inc.

Be it further resolved, that the Amendment of the Charter of Incorporation, in the manner and to the extent hereinabove set forth, be here and now unanimously adopted and approved by the stockholders of said corporation now in meeting assembled.

Be it further resolved, that the President and Secretary of the corporation be and they are hereby authorized, empowered and directed to do any and all things necessary to effect, procure and perfect the Amendment of the Charter of Incorporation in the manner and to the extent hereinabove set forth."

The foregoing resolution having been offered, was discussed, submitted to a vote and unanimously carried and adopted, and the Secretary was ordered to spread same upon the minutes of the corporation.

Secretary

Attested and
Approved:

President

I, C. T. Estess, Secretary of U. Koen & Company, Inc., of Jackson, a corporation, of Jackson, Mississippi, hereby certify that the above and foregoing is a full, true and complete copy of the resolution of the stockholders of said corporation adopting and approving the proposed Amendment to the Charter of Incorporation as therein set forth.

Witness my hand and the official seal of said corporation this 28th day of December, 1948.

Received at the office of the Secretary of State, this the 29th day of December

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 30th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kimball
Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

U. KOEN & COMPANY, INC., OF JACKSON

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this THIRTIETH *day of* DECEMBER *19* 48

By the Governor.

Secretary of State. Receipt No. 2514 L.

Recorded in the Secretary of State's Office this the thirtieth day of December, 1948.

AMENDMENTS TO CHARTER OF INCORPORATION OF KILE KILLMAN CONSTRUCTION COMPANY, INC. INCREASING THE AUTHORIZED CAPITAL STOCK FROM $100,000.00 to $200,000.00, THE INCREASE TO CONSIST OF 1,000 ADDITIONAL SHARES OF COMMON STOCK OF THE PAR VALUE OF $100.00 PER SHARE.

TO THE SECRETARY OF STATE

STATE OF MISSISSIPPI

JACKSON, MISSISSIPPI.

Application is hereby made by KILE KILLMAN CONSTRUCTION COMPANY, INC., a corporation chartered, organized and existing under and by virtue of the Laws of the State of Mississippi and domiciled at Columbus, Mississippi, pursuant to and in accordance with the attached minutes and resolution of said corporation, to amend its original Charter of Incorporation (which is recorded in the office of the Secretary of State of the State of Mississippi in Records of Incorporations Photo-State Book No. Four, pages 24-27 and in the office of the Chancery Clerk of Lowndes County, Mississippi, in Corporation Record No. 8, pages 71-77), as follows:

I.

That Article 4 of the original Charter of Incorporation of Kile Killman Construction Company, Inc., a corporation, be and the same is hereby amended so as to read as follows:

" 4. Amount of capital stock and particulars as to class or classes thereof:

The total amount of capital stock is Two Hundred Thousand Dollars ($200,000.00), divided into one Thousand seven hundred fifty (1,750) shares of common stock of the par value of One Hundred Dollars ($100.00) per share and two hundred fifty (250) shares of 4% Preferred Stock of the par value of One Hundred Dollars ($100.00) per share.

The holders of the preferred stock shall be entitled to receive, when and as declared by the board of directors, dividends from the surplus or net profits of the corporation at the rate of 4% per annum and no more, which shall be non-cumulative, and which shall be set aside and paid before any dividend shall be set aside or paid upon the shares of the common stock.

In the event of any liquidation, dissolution or winding up of the corporation, whether voluntary or involuntary, the holders of the preferred stock shall have preference and priority over the holders of the common stock.

The preferred stock shall be subject to redemption, in whole or in part, at the option of the board of directors, at par plus accrued dividends, at any time after one year from date of issue, in such manner and at such time and place as said board shall determine.

The voting power of shares shall be vested solely and exclusively in the holders of the common stock, and the holders of preferred stock shall have no voting power, except as otherwise provided by law."

II.

That Article 5 of the original Charter of Incorporation of Kile Killman Construction Company, Inc. be and the same is hereby amended so as to read as follows:

" 5. Number of shares for each class and par value thereof:

One thousand seven hundred fifty (1,750) shares of common stock of the par value of One Hundred Dollars ($100.00) per share, and two hundred fifty (250) shares of preferred stock of the par value of One Hundred Dollars

($100.00) per share. "

DATED at Columbus, Mississippi, this the 30th day of December, A.D. 1948.

KILE KILLMAN CONSTRUCTION COMPANY, INC.

By Kile Killman
Its President

(CORPORATE SEAL)

and

By Louis Gene Killman
Its Secretary

STATE OF MISSISSIPPI
COUNTY OF LOWNDES

Personally appeared before me, the undersigned Notary Public in and for said county and state, KILE KILLMAN and LOUIS GENE KILLMAN, president and secretary respectively of KILE KILLMAN CONSTRUCTION COMPANY, INC., a corporation chartered, organized and existing under and by virtue of the Laws of the State of Mississippi, who acknowledged before me that they signed, sealed and delivered the foregoing application for amendment of the original charter of incorporation of KILE KILLMAN CONSTRUCTION COMPANY, INC., a corporation aforesaid, in their respective official capacities and that they were duly authorized by said corporation so to do.

Given under my hand and seal of office at Columbus, Mississippi, on this the 30th day of December, A.D. 1948.

Notary Public in and for the County of Lowndes, State of Mississippi. My Commission expires January 3, 1951.

(Notary Seal)

MINUTES OF A MEETING OF THE STOCKHOLDERS OF KILE KILLMAN CONSTRUCTION COMPANY, INC. HELD ON DECEMBER 30, 1948.

A meeting of the Stockholders of Kile Killman Construction Company, Inc., a corporation chartered, organized and existing under the laws of the State of Mississippi, was duly called, convened and held at its place of business and domicile at Columbus, Mississippi, on December 30, 1948. All Stockholders were present in person or by proxy, waived the notice required for said meeting, and agreed to consider and transact any and all business which should be presented at or come before said meeting. After the meeting was duly assembled, convened, and called to order, the following resolution was duly presented to the meeting by Kile Killman:

RESOLUTION INCREASING THE AUTHORIZED CAPITAL STOCK OF KILE KILLMAN CONSTRUCTION COMPANY, INC. FROM $100,000.00 to $200,000.00, THE INCREASE TO CONSIST OF 1,000 ADDITIONAL SHARES OF COMMON STOCK OF THE PAR VALUE OF $100.00 PER SHARE

BE IT RESOLVED by the Stockholders of Kile Killman Construction Company, Inc., a corporation chartered under the laws of the State of Mississippi and domiciled at Columbus, Mississippi, that:

SECTION 1. Article 4 of the original charter of incorporation of Kile Killman Construction Company, Inc., be and the same is hereby amended so as to read as follows:

" 4. Amount of capital stock and particulars as to class or classes thereof:

The total amount of capital stock is Two Hundred Thousand Dollars ($200,000.00), divided into one thousand seven hundred fifty (1,750) shares of common stock of the par value of One Hundred Dollars ($100.00) per share and two hundred fifty (250) shares of 4% Preferred Stock of the par value of One Hundred Dollars ($100.00) per share.

The holders of the preferred stock shall be entitled to receive, when and as declared by the board of directors, dividends from the surplus or net profits of the corporation at the rate of 4% per annum and no more, which shall be non-cumulative, and which shall be set aside and paid before any dividend shall be set aside or paid upon the shares of the common stock.

In the event of any liquidation, dissolution or winding up of the corporation, whether voluntary or involuntary, the holders of the preferred stock shall have preference and priority over the holders of the common stock.

The preferred stock shall be subject to redemption, in whole or in part, at the option of the board of directors, at par plus accrued dividends, at any time after one year from date of issue, in such manner and at such time and place as said board shall determine.

The voting power of shares shall be vested solely and exclusively in the holders of the common stock, and the holders of preferred stock shall have no voting power, except as otherwise provided by law."

SECTION 2. Article 5 of the original charter of Incorporation of Kilo Milling Construction Company, Inc., be and the same is hereby amended so as to read as follows:

" 5. Number of shares for each class and par value thereof:

One thousand seven hundred fifty (1,750) shares of common stock of the par value of One Hundred Dollars (₱100.00) per share, and two hundred fifty (250) shares of preferred stock of the par value of One Hundred Dollars (₱100.00) per share."

SECTION 3. Kile Killman, president, and Louis Gene Killman, secretary, respectively, of the corporation, be and they are hereby authorized and directed to take such steps, do such things, and make such application to the Secretary of State of the State of Mississippi as may be necessary or proper to effect the objects and purposes hereinabove set forth.

Upon motion duly made by Kile Killman, seconded by Louis Gene Killman and unamiously carried, all stockholders of the corporation being present in person or by proper proxy and voting for said motion, said resolution was declared adopted.

There being no further business to come before the meeting, the meeting was duly adjourned.

Kile Killman
President of the corporation and Chairman of the stockholder's meeting

Louis Gene Killman
Secretary of the corporation and of the stockholder's meeting

(CORPORATE SEAL)

CERTIFICATE

STATE OF MISSISSIPPI

COUNTY OF LOWNDES

Personally appeared before me, the undersigned Notary Public in and for said county and state, Kile Killman and Louis Gene Killman, president and secretary respectively of Kile Killman Construction Company, Inc., a corporation, who being by me first duly sworn on oath depose and say that the foregoing is a true and correct copy of the minutes of a meeting of the stockholders of Kile Killman Construction Company, Inc., a corporation, held at the office of the corporation at Columbus, Mississippi, at 10 o'clock A. M. on December 30, 1948.

Kile Killman
President

Louis Gene Killman
Secretary

Sworn to and subscribed before me by Kile Killman and Louis Gene Killman, president and secretary respectively of Kile Killman Construction Company, Inc., a corporation, on this the 30th day of December 1948.

(S E A L)

Estelle S. Dopla
Notary Public

My Commission Expires: Jan. 3, 1951

Received at the office of the Secretary of State, this the 30th day of December

A. D., 1948, together with the sum of $2.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

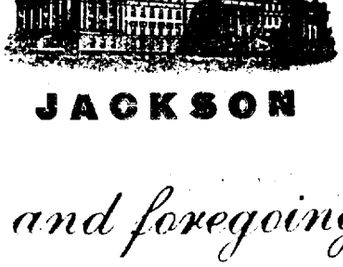
December 30th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

KILE KILLMAN CONSTRUCTION COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirty-first *day of* December *19* 48

Receipt No. 2527 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the thirty-first day of December, 1948.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

GRAY'S ICE CREAM COMPANY

1. The corporate title of said company is Gray's Ice Cream Company
2. The names of the incorporators are:

W. G. Gray, Sr. Postoffice Columbia, Mississippi

Mrs. Bernice Rogers Gray Postoffice Columbia, Mississippi

W. G. Gray, Jr. Postoffice Columbia, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Columbia, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of capital stock is SIXTY THOUSAND DOLLARS ($60,000.00) all of which shall be common stock.

5. Number of shares for each class and par value thereof: Six hundred shares of common stock having a par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty Years.

7. The purpose for which it is created:

To buy and sell at wholesale or retail whole milk, raw milk, cream, butter, cheese and any and all other kinds of dairy products and to receive, store, cool, pasteurize, process or otherwise handle or deal with any or all of the same; to engage in a general creamery business and to make and manufacture butter, cheese and any and all other kinds of milk products for sale at wholesale or retail or to exchange or trade any and all of the same; to operate, conduct, carry on and engage in a general ice cream business and to make, manufacture, process or otherwise handle ice cream, ice cream products, frozen ices, frozen desserts, frozen confections, ice cream cones, cakes, cookies, candies, confections and any and all other foods and food products which may be made or manufactured in whole or in part from dairy products and to buy and sell any and all of the same at wholesale or at retail; to operate retail ice cream stores and to buy and sell thereat ice cream, ice cream products, frozen ices, frozen desserts, frozen confections, combinations of ice cream and fruits or ice cream and milk products and desserts of all kinds, cakes, cookies, sandwiches, candies, fruits and other confections, desserts or combinations of any of the same; to combine and prepare the ingredients for use in the manufacture of ice cream and frozen desserts and to sell such preparations at wholesale or retail; to buy, sell, rent, lease and distribute ice cream cabinets and containers; to operate a cream and milk buying, cooling and separation station and to buy, receive, collect, separate, sell, transport and ship and to otherwise handle milk, cream and other dairy products; to buy, own, sell, exchange or trade in real estate of every kind and character; to transport and distribute milk, dairy products, ice cream, ice cream products and any and all other foods, preparations or goods, wares and merchandise hereinbefore mentioned or to which reference has been made.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Four Hundred shares of common stock.

Mrs. Bernice Rogers Gray

Incorporators.

518

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of MARION

This day personally appeared before me, the undersigned authority W. G. GRAY, SR., MRS. BERNICE ROGERS GRAY and W. G. GRAY, JR.,

incorporators of the corporation known as the GRAY'S ICE CREAM COMPANY who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 29 day of December, 1948

My Commission Expires: 1/30/1952 NOTARY PUBLIC

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 30th day of December A. D., 1948, together with the sum of $130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., December 30th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Attorney General.

By Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GRAY'S ICE CREAM COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Thirtieth day of December 1948

Receipt No. 2518 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the Thirty-first day of December, 1948.

520

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

1. The corporate title of said company is Tupelo Premium Candy Company
2. The names of the incorporators are:

L. E. Wilbanks Postoffice Box 757, Tupelo, Mississippi

W. E. Donaldson Postoffice Box 757, Tupelo, Mississippi

C. E. Wilbanks Postoffice Box 757, Tupelo, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Tupelo, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Five Thousand ($5,000.00) Dollars common stock, par value of $100.00 per share.

5. Number of shares for each class and par value thereof:

5,000.00 common stock, par value of $100.00 per share, 50 shares.

6. The period of existence (not to exceed fifty years) is Fifty years.

7. The purpose for which it is created: to sell at wholesale or retail prices all types, brands and kinds of candies, notions, salad dressings, patented medicines, sundries, fireworks, and to do all other things necessary or incidental to the conducting of aforesaid business.

To buy, lease, acquire, sell and own real estate, buildings, warehouse, lot and vehicles of all types necessary for the conducting of aforesaid business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

$2,500.00 common stock, par value of $100.00 per share, 25 shares

L. E. [illegible]

C. E. [illegible]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lee

This day personally appeared before me, the undersigned authority L. E. Wilbanks and C. E. Wilbanks

incorporators of the corporation known as the Tupelo Premium Candy Company who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as (~~his~~) (their) act and deed on this the 21st day of December, 1948

Ramon L. Burgess, Notary Public

My Commission Expires May 28, 1952

STATE OF MISSISSIPPI

County of Lee

This day personally appeared before me, the undersigned authority W. E. Donaldson

incorporators of the corporation known as the Tupelo Premium Candy Company who acknowledged that (he) (~~she~~) signed and executed the above and foregoing articles of incorporation as (his) (~~her~~) act and deed on this the 23rd day of December, 1948

Ramon L. Burgess Notary Public

My Commission Expires May 28, 1952

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 29th day of December A. D., 1948, together with the sum of $20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 30th 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Geo. P. Rice
Attorney General.

By James D. Kendall
Assistant Attorney General.

NOTE In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TUPELO PREMIUM CANDY COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Thirtieth day of December 19 48

Governor

Receipt No. 2509 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1948.

CHARTER OF INCORPORATION

OF

MAY'S WHOLESALE DRY GOODS COMPANY.

I. The corporate title of this corporation shall be "MAY'S WHOLESALE DRY GOODS COMPANY".

II. The names and post office addresses of the incorporators are:

Robert O. May	Greenville, Mississippi,
Lena Marie May	Greenville, Mississippi,
Walter C. May	Greenville, Mississippi.

III. The domicile of the corporation shall be at the City of Greenville, Washington County, Mississippi.

IV. The amount of capital stock shall be $200,000.00, all common stock of the same class, consisting of 2,000 shares having a par value of $100.00 per share.

V. The period of existence for this corporation shall be 50 years.

VI. In addition to the rights and powers conferred by the provisions of Chapter 4, Article 21, Mississippi Code of 1942 (Chapter 100, Mississippi Code of 1930), and all laws amendatory thereof, the purposes for which this corporation is created, and the rights, powers and privileges conferred upon it, not contrary to law, are as follows:

> To buy, sell, trade, market and handle, both at wholesale and retail, clothing, merchandise, notions, household furnishings, household hardware, farm implements and machinery, and all other kinds of articles and commodities usually sold in connection with a general mercantile business, which may be profitably handled in connection therewith; to operate, engage in and carry on a general mercantile business, including the transporting and hauling of commodities owned by said business; to acquire, buy,

own, lease, sell, dispose and deal in real estate; and to do and engage in all businesses usually done in connection with the foregoing purposes, and perform all things, matters and acts incident thereto.

VII. This corporation shall commence business when 25% of the capital stock shall be subscribed and paid for. The first meeting of persons in interest, for the purpose of organizing said corporation, may be called upon two days' notice in writing, signed by any one of the incorporators.

IN TESTIMONY WHEREOF, Witness the signatures of each of the incorporators hereunto affixed on this, the 22nd day of December, 1948.

Robert O. May

Lena Marie May

Walter C. May

STATE OF MISSISSIPPI,

COUNTY OF WASHINGTON.

Personally appeared before me, the undersigned Notary Public in and for the aforesaid State and County, the within named ROBERT O. MAY, LENA MARIE MAY and WALTER C. MAY, incorporators of the corporation known as "MAY'S WHOLESALE DRY GOODS COMPANY", who acknowledged that they signed and executed the above and foregoing articles of incorporation on the day and year therein mentioned.

Given under my hand and official seal, this, the ____ day of December, 1948.

_____
Notary Public.

My commission expires _____.

Received at the office of the Secretary of State, this the 29th day of December

A. D., 1948, together with the sum of $4.10 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Gardner
SECRETARY OF STATE

Jackson, Miss.,

December 30th, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Geo. H. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MAY'S WHOLESALE DRY GOODS COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Thirtieth day of December 19 48

Receipt No. 2511 L

Governor

By the Governor

Heber Ladner

Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1948.

Furnished by Heber Ladner ~~[illegible]~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

Midway Gin Co., Inc.

1. The corporate title of said company is Midway Gin Co., Inc.
2. The names of the incorporators are:

J. W. Nance, Jr.	Postoffice	Cleveland, Mississippi
Herbert Pearce	Postoffice	Cleveland, Mississippi
S. C. Bedwell, Jr.	Postoffice	Cleveland, Mississippi
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Cleveland, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$25,000.00 capital stock, all common.

5. Number of shares for each class and par value thereof:

250 shares of common stock of the par value of $100.00 a share

6. The period of existence (not to exceed fifty years) is Fifty (50) years

7. The purpose for which it is created:

To build and/or purchase a cotton gin or cotton gins, and to remodel, rebuild and/or repair the same; to control and operate said gin or gins; to purchase, control and operate all property, machinery and appliances necessary therefor; to lend and borrow money and do any and all things incident to and necessary for the purpose of, and in connection with, the operation of a cotton gin or gins; to buy and sell cotton and cotton seed; to purchase, own and dispose of real estate, except that it shall not hold and cultivate for agricultural purposes more than ten thousand acres of land in any one year; and to sue and be sued.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

50 shares of common stock

J. W. Nanee, Jr.

Herbert Pearce

(Herbert Pearce)

S. C. Bedwell, Jr.

(S. C. Bedwell, Jr.)

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Bolivar

This day personally appeared before me, the undersigned authority J. W. Nance, Jr., and Herbert Pearce ~~and S. C. Bedwell, Jr.~~

incorporators of the corporation known as the Midway Gin Co., Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 8 day of December, 1948

[signature]
Notary Public

My Commission Expires: June 15-1952

STATE OF MISSISSIPPI

County of Bolivar

This day personally appeared before me, the undersigned authority S C Bedwell Jr

, , , , one of the

incorporators of the corporation known as the Midway Gin Co., Inc.

who acknowledged that (he) (~~they~~) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 11 day of December, 1948

[signature] Notary Public

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

, , , , ,

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 29th day of December A. D., 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[signature]
Secretary of State.

Jackson, Miss., December 30th 1948

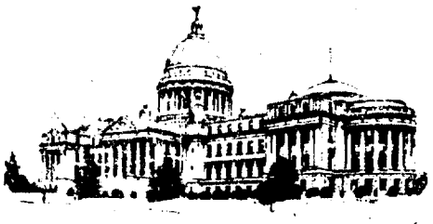
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

[signature]
Attorney General.

By [signature]
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MIDWAY GIN CO., INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Thirtieth day of December 1948

Receipt No. 2510 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the Thirty-first day of December, 1948.

RESOLUTIONS OF STOCKHOLDERS OF THE MODERN BLOCK & FLOOR CO., INC., AMENDING CHARTER OF INCORPORATION.

BE IT REMEMBERED, that at a special meeting of the stockholders of Modern Block & Floor Co., Inc., held in the office of Brewer & Brewer on the 20th day of December, 1948, pursuant to waiver of notice and in accordance with the by-laws of the corporation, the following resolutions were unanimously adopted by the stockholders, to-wit:

"BE IT RESOLVED: that Article I of the charter of incorporation of Modern Block & Floor Co., Inc., be and the same is hereby amended to read as follows;

1. The corporate title of said corporation is:

MODERN HOME SUPPLIES, INC.

"BE IT FURTHER RESOLVED: that W. O. Dismuke, president, and C. S. Longino, Jr., secretary-treasurer, be and they are hereby authorized, empowered and directed to certify that the foregoing resolution was unanimously adopted by the stockholders, and to take such steps as may be necessary and proper to have the charter of incorporation of this corporation amended and approved in the manner provided by the laws of the State of Mississippi, and to do and perform any and all acts or things for and on behalf of this corporation necessary to give effect to these resolutions."

CERTIFICATE.

We, W. O. Dismuke, president, and C. S. Longino, Jr., secretary-treasurer, respectively, of Modern Block & Floor Co., Inc., do hereby certify that the above and foregoing is a true and correct copy of resolutions amending the charter of incorporation unanimously adopted by the stockholders of the corporation at a special meeting of the stockholders of the corporation duly called and held for that purpose, amending the charter of the corporation so as to change the name to Modern Home Supplies, Inc., the said meeting having been held in the office of Brewer & Brewer in Clarksdale, Coahoma County, Mississippi, at 10:00 o'clock AM on Monday, December 20, 1948, pursuant to waiver of notice and in accordance with the by-laws, as shown by the minutes of said corporation.

We further certify that we are the duly elected, qualified and acting president and secretary-treasurer of said corporation.

WITNESS our signatures and the corporate seal hereunto affixed on this the 27th day of December, 1948.

President of Modern Block & Floor Co., Inc.

Secretary-Treasurer of Modern Block & Floor Co., Inc.

STATE OF MISSISSIPPI
---COAHOMA COUNTY---

This day before me, the undersigned authority within and for said county and state, personally appeared the within named W. O. Dismuke and C. S. Longino, Jr., personally known to me to be president and secretary-treasurer, respectively, of Modern Block & Floor Company, Inc., who severally acknowledged that they signed and delivered the foregoing instrument of writing as the act of and for and on behalf of said corporation under and by virtue of the authority vested in them by said corporation, on the day and year therein mentioned.

Given under my hand and seal of office this the 27th day of December, 1948.

Notary Public.

My commission expires:
10/18/50

AMENDMENT TO CHARTER OF INCORPORATION
OF MODERN BLOCK & FLOOR COMPANY, INC.

BE IT RESOLVED: that Article I of the charter of incorporation of Modern Block & Floor Co., Inc., be and the same is hereby amended to read as follows:

1. The corporate title of said corporation is:

MODERN HOME SUPPLIES, INC.

WITNESS the signature of Modern Block & Floor Co., Inc., by W. O. Dismuke, president, and C. S. Longino, Jr., secretary-treasurer, and the corporate seal hereto attached and affixed, this the 27th day of December, 1948.

MODERN BLOCK & FLOOR CO., INC.

BY W. O. Dismuke
President.

ATTEST:

C. S. Longino, Jr.
Secretary-Treasurer.

STATE OF MISSISSIPPI
---COAHOMA COUNTY---

This day before me, the undersigned authority within and for said county and state, personally appeared W. O. DISMUKE and C. S. LONGINO, Jr., personally known to me to be president and secretary-treasurer, respectively, of the Modern Block & Floor Co., Inc., who severally acknowledged that they signed and delivered the foregoing instrument of writing as the act of and for and on behalf of said corporation under and by virtue of the authority vested in them by said corporation, on the day and year therein mentioned.

Given under my hand and seal of office this the 27th day of December, 1948.

Notary Public.

My commission expires:
10/15/50

536

Received at the office of the Secretary of State this the 24th day of December

A. D., 1948, together with the sum of $.10 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 24th, 1948

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

MODERN BLOCK & FLOOR CO., INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Thirtieth *day of* December *19* 48

Receipt No. 2517 L

By the Governor.

Heber Ladner

Secretary of State.

Recorded in the Secretary of State's Office this the thirty-first day of December, 1948.

CHARTER OF INCORPORATION OF LEWY MOTOR FREIGHT

I.

The corporate title of said company is:

LEWY MOTOR FREIGHT

II.

The names and post offices addresses of the incorporators are:

Ernest B. Lewy, Greenville, Mississippi

R. M. Lewy, Greenville, Mississippi

III.

The domicile of the corporation in this state is Greenville, Mississippi.

IV.

The amount of authorized capital stock is Sixty Thousand and no/100 Dollars ($60,000.00), consisting of six hundred (600) shares at One Hundred Dollars ($100.00) par.

V.

The period of existence is fifty (50) years.

VI.

The purpose for which the corporation is created is for the operation of a general transfer, motor freight hauling, transportation and storage business. The corporation shall have the full right to buy, sell, purchase, mortgage and lease trucks, trailers and equipment of all kinds used in the business of transferring, hauling or storage, and shall own, lease, buy,

sell or mortgage real estate for corporate purposes. In general, the corporation shall have the right to acquire, own or sell franchises, either federal or state, for the purpose of carrying out its business, and shall have the rights and powers to do all things usual, necessary or customary in the proper conduct of a general transfer, hauling and storage business and shall, in addition, have the rights and powers conferred upon a corporation under the Laws of the State of Mississippi.

VII.

The corporation may commence business upon fifty per cent (50%) of its stock being subscribed and paid for.

Ernest B Lewy
Ernest B. Lewy

R. M. Lewy
R. M. Lewy

I N C O R P O R A T O R S

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

Personally appeared before me, the undersigned notary public, in and for the city of Greenville, state of Mississippi, the within named Ernest B. Lewy and R. M. Lewy, Incorporators, who acknowledged that they each signed and delivered the foregoing instrument on the day and year therein mentioned, and for the purposes therein stated.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the [illegible] day of [illegible] 194[illegible].

[illegible]
Notary Public

My Comm[illegible]

Received at the office of the Secretary of State, this the 30th day of December

A. D., 1948, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

December 31st, 1948

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Heath L. Reed
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LEWY MOTOR FREIGHT

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Thirty-first day of December 1948



Receipt No. 2526 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1948.

542

Heber [illegible]

Furnished by [illegible] Secretary of State

Use this form and acknowledgments in [illegible] Articles of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

MISSISSIPPI WHOLESALE HARDWARE, INC.

1. The corporate title of said company is MISSISSIPPI WHOLESALE HARDWARE, INC.

2. The names of the incorporators are:

R. A. McPherson Postoffice Columbus, Mississippi

H. E. Ready Postoffice Starkville, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Columbus, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:

One Hundred Thousand Dollars ($100,000.00), all common stock.

The stock of the corporation may be made subject to any one or more of the following restrictions:

(1) No certificate of stock shall be sold or transferred to any person who is not a stockholder until said stock shall have first been offered for sale to the other stockholders at the book value of the stock as shown on the books of the corporation, said offer to be made through and filed with the Secretary of the corporation, but in case the offer to sell is not accepted by a stockholder or stockholders within 30 days after such offer has been made and filed with the Secretary, this condition or restriction shall no longer attach.

(2) If any stockholder shall die, be adjudicated a bankrupt, or have his stock levied upon or sold under any legal process, the other stockholders, or such of them as may so desire, or the corporation acting by and through its board of directors, shall have the absolute right, privilege and option to purchase, within 60 days of the happening of either of such events, at the book value of the stock as shown on the books of the corporation, the stock of such stockholder.

(3) Shares of stock in this corporation shall not be sold, hypothecated or transferred until said sale, hypothecation or transfer shall have been reported to and approved by the board of directors.

~~Number of shares for each class and par value thereof~~

provided, however, that said restrictions, if any, be set forth in the By-Laws, on the stock subscription blanks, and on the stock certificates.

5. Number of shares for each class and par value thereof:
One Thousand (1,000) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

6. The period of existence (not to exceed fifty years) is Fifty years.

7. The purpose for which it is created:

To engage in, conduct and carry on a general wholesale hardware business, including the purchase, sale and handling of all types, kind and character of hardware; to buy, sell, broker, job, trade and deal in every type, kind and character of hardware and similar or related products and merchandise; to lease, buy, hold and sell all such property, real or personal, tangible or intangible, as may be necessary, desirable, useful or incidental to the prosecution of said business and business activities; and to do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Two hundred fifty (250) shares of common stock of the par value of One Hundred Dollars ($100.00) per share.

R. A. McPherson

H. E. Ready

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lowndes

This day personally appeared before me, the undersigned authority R. A. McPherson and H. E. Ready

incorporators of the corporation known as the Mississippi Wholesale Hardware, Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 11th day of December, 1948

John H. Holloman

Notary Public, Lowndes County, Mississippi.
My Commission Expires March 15, 1952.

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of, 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of, 194

Received at the office of the Secretary of State this the 31st day of December A. D., 1948, together with the sum of $210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., December 31st 1948

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Greek L. Rice
Attorney General.

By James D. Kendrick
Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI WHOLESALE HARDWARE, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Thirty-first day of December 1948

Receipt No. 2531 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1948.

THE CHARTER OF INCORPORATION OF MARILYN SHOES OF MISS., INC.

* * * *

1. The corporate title of said company is MARILYN SHOES OF MISS., INC.

2. The names of the incorporators are:

Sam Simowitz	Post Office Box 1051, Augusta, Georgia
I. D. Shapiro	Post Office Box 1051, Augusta, Georgia
Bernard A. Simowitz	Post Office Box 1051, Augusta, Georgia

3. The domicile is at 118 North Congress Street, Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: Twenty-five Thousand Dollars ($25,000.00), all Common stock.

5. Number of shares for each class and par value thereof: Two Hundred and Fifty (250) shares of the par value of One Hundred Dollars ($100.00) each.

6. The period of existence is Fifty (50) years.

7. The purpose for which it is created:

To conduct a general mercantile business, including the purchase and sale at retail or wholesale, or both, of goods, wares and merchandise and personal property of every class and description.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930 (Title 21, Chapter 4 of the Mississippi Code of 1942).

3. Number of shares of each class to be subscribed and paid for before the corporation may begin business: One Hundred and Twenty-five (125).

Sam Simonis

Incorporators.

ACKNOWLEDGMENT

STATE OF GEORGIA)
COUNTY OF RICHMOND)

This day personally appeared before me, the undersigned authority Sam Simowitz, I. D. Shapiro, and Bernard A. Simowitz, incorporators of the corporation known as the MARILYN SHOES OF MISS., INC., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 23rd day of December ,1948.

Lewis G. Carson
Notary Public.

Received at the office of the Secretary of State this the 29th day of Dec - A. D. 1948, together with the sum of $60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
Secretary of State.

Jackson, Miss., Dec. 30th, 1948.

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
Attorney General

By James D. Kendall
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MARILYN SHOES OF MISS., INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Third day of January 1949



By the Governor

Secretary of State

Receipt No. 2504 L

Recorded in the Secretary of State's Office this the third day of January, 1949.

550

Furnished by Hebor Ladner Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

PLASTIVENT AWNING COMPANY

1. The corporate title of said company is Plastivent Awning Company
2. The names of the incorporators are:

D. J. Showalter, Jr., Postoffice Jackson, Miss.

Lucille O. Showalter, Postoffice Jackson, Miss.

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:

$50,000.00 common capital stock, all of the same class.

5. Number of shares for each class and par value thereof:

500 shares of common capital stock, all of the same class, of the par value of $100.00 per share.

6. The period of existence (not to exceed fifty years) is Fifty Years.

7. The purpose for which it is created:

To engage in the manufacture, fabrication, assembly, sale and installation of all kinds of plastic, metal, fabric, glass and other kinds of awnings, shades, blinds, curtains, canopys, tents, umbrellas, and other like or similar products, useful or ornamental, and other kinds of articles and products used in or about, or in connection with, all kinds of buildings, parks, yards, play grounds, cottage camps, motor courts, air ports and other public and private grounds; and to buy, trade for, own, use, sell and deal in, at wholesale or retail, all such products, and the materials, tools, machinery and equipment for the manufacture, assembly and installation of all of the foregoing articles and products, both for its own account or as brokers or agents; and to buy, lease, trade for, or otherwise acquire, and to own, hold, use, trade, lease, sell, mortgage or otherwise dispose of all such real and personal property as may be necessary or useful in the conduct of said business.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 100, Code of Mississippi of 1930, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Ten Shares.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds.

This day personally appeared before me, the undersigned authority, in and for said County and State, the above-named D. J. Showalter, ~~Sr.~~, and Mrs. Lucille O. Showalter,

incorporators of the corporation known as the Plastivent Awning Company

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the 3rd day of January, 194[illegible]

Sydney [illegible]
Notary Public.
My Commission Expires ~~[illegible]~~.
June [illegible]

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

[illegible] the Secretary of State this the 3rd day of January 194[illegible]9, [illegible] of $110.00 deposited to cover the recording [illegible] Covered for [illegible] opinion.

Heber Lodner
Secretary

Jackson, Miss. January 3rd 194[illegible]

[illegible] incorporation and am of the opinion that it is not [illegible] United States.

[illegible]

B. [illegible]
Assistant [illegible]

[illegible]

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PLASTIVENT AWNING COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Third Day of January 19 49



By the Governor

Charter No. 2540 L

Secretary of State

Recorded in the Secretary of State's Office this the Third day of January, 1949.

THE CHARTER OF INCORPORATION

OF

BELZONI HANDLE COMPANY

(1) The corporation title of said company shall be Belzoni Handle Company.

(2) The names and addresses of the incorporators are:

Names	Addresses
H. H. Stillions	Belzoni, Mississippi
Jno.C. Halbrook	Belzoni, Mississippi
Joe Goldberg	Belzoni, Mississippi

(3) The domicile of the corporation shall be Belzoni, Mississippi.

(4) The amount of authorized capital stock shall be $75,000.00 composed of 750 shares of common stock of the par value of $100.00 per share.

(5) The sale price of the stock shall be $100.00 per share.

(6) The period of existence of the corporation shall be fifty years.

(7) The purposes for which the corporation is created shall be:-

To acquire, hold, own, dispose of, rent or lease lands, buildings or other facilities.

To acquire, hold, own, dispose of, rent or lease [illegible], appliances or other equipment.

To buy, sell, store, manufacture and export [illegible] merchandise, lumber and manufactured products [illegible] [illegible], to buy, sell, store, manufacture and export [illegible] [illegible] dispose of merchandise, lumber and manufactured [illegible]

and particularly any and all kinds of holders and handles or other products facilitating the use of and used in connection with such articles as brooms, mops, dusters, shovels, spades, axes, hatchets, hammers, hoes, rakes, pitchforks, and other articles.

To carry on a general manufacturing business and to make, manufacture and work wood into articles useful to and that may be sold in the markets as such articles.

To exercise any and all powers that may be necessary, convenient or proper to the full enjoyment of the afore mentioned powers so long as same are not inconsistant with the general provisions of Chapter IV of the Mississippi Code of 1942 and other provisions of law relating to corporations.

(8) The number of shares of the common stock that shall be necessary to be subscribed and paid for before the corporation shall commence business shall be $40,000.00.

(9) The corporation shall always declare a dividend of not less than [illegible] upon the common stock each year if the profits and conditions of the corporation are such that the dividend may be declared without jeopardizing the solvency of the corporation; and the corporation shall never expand and enlarge its buildings, machinery and general holdings, except and unless and until after a minimum dividend of [illegible] per year shall have been declared.

(10) No stock holder shall ever sell any stock of [illegible] corporation to any outsider who does not own [illegible] in [illegible]; [illegible] stock may only be sold by a stock [illegible] person, firm or corporation [illegible] is [illegible] in all instances whenever a sale of stock [illegible] corporation shall have the first right to [illegible] as a condition precedent to any sale of [illegible]

by any stock holder, the corporation shall always first approve any sale or sales of stock by any stock holder, and unless so approved, any such sale shall be null and void and of no effect.

(11) In the event any stock holder becomes dissatisfied, with or without reason, then such stock holder shall have the right to require a price to be fixed as the value of a share of stock in the corporation and the dissatisfied stock holder, at his option, may purchase all of the stock of the corporation at the agreed price or, at said dissatisfied stock holder's option, the dissatiffied stock holder may sell his stock to the corporation at the value per share so fixed by the majority stock holders.

Witness our signatures, this the 1st day of January, 1949.

H. H. Stillions
Incorporator

Joe Goldberg
Incorporator

Jno. C. Holbrook
Incorporator

STATE OF MISSISSIPPI
COUNTY OF HUMPHREYS

Personally appeared before me, the undersigned authority within and for said county and state within the territorial limits of my jurisdiction, the within named H. H. Stillions, Jno. C. Holbrook and Joe Goldberg, who acknowledged that they signed and delivered the foregoing instrument on the day and year therein for the purposes therein mentioned as their own voluntary act and deed.

Given under my hand and official seal, this the 1st day of January, 1949.

My commission expires 10-5-52

Notary Public

Received at the office of the Secretary of State, this the 3rd day of January

A. D., 1949, together with the sum of $160.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner
SECRETARY OF STATE

Jackson, Miss.,

January 3rd, 1949

I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Hugh L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BELZONI HANDLE COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Third day of January 19 49

Governor

Receipt No. 2537 L

By the Governor

Secretary of State

Received in the Secretary of State's Office this the fourth day of January, 1949.

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SHELBY IMPLEMENT COMPANY

1. The corporate title of said company is Shelby Implement Company
2. The names of the incorporators are:

H. C. Stapleton	Postoffice Cleveland, Mississippi
C. F. Hollingsworth	Postoffice Cleveland, Mississippi
Charles T. Ervin	Postoffice Cleveland, Mississippi
Charles Mullins	Postoffice Cleveland, Mississippi
J. R. Hollingsworth	Postoffice Shelby, Mississippi
	Postoffice
	Postoffice
	Postoffice

3. The domicile is at Shelby, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

$30,000.00 of Common Stock

Number of shares for each class and par value thereof: 300 shares of [illegible],

[illegible] shares of stock [illegible].

[illegible] exceed fifty years) is [illegible] years

7. The purpose for which it is created: To purchase, acquire, receive, own, sell, pledge and mortgage every kind of real and personal property and notes and choses in action; to buy and sell new and used automobiles, trucks, tractors and any and all farming implements and tools of any nature whatsoever; to own and operate a general automobile and truck agency; to own and operate a general farming implement agency; to own and operate a general repair and machine shop; to charge lawful fees, commissions or profits for or upon the performance of any and all of the acts and transactions engaged in by the corporation; to borrow and lend money, as may appear to the corporation to be necessary and proper in the performance of any of the powers of the corporation and to execute, enter into, make or receive any and all security, contracts, oral or written, deemed necessary or advisable in the performance of the above powers or conduct of the above businesses and to do all other things necessary to be done in carrying out the powers of the corporation; to perform and exercise all of said powers and operations in every state within the United States of America, unless prohibited by the laws of any state.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

Ten shares of common stock.

[illegible]
[illegible]
[illegible]
Charles [illegible]
[illegible]

Incorporator

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of BOLIVAR

This day personally appeared before me, the undersigned authority H. C. Stapleton, C. F. Hollingsworth, J. [illegible]. Hollingsworth, Charles [illegible]. Ervin, and Charles Mullins

incorporators of the corporation known as the Shelby Implement Company

who acknowledged that XXXX (they) signed and executed the above and foregoing articles of incorporation as XXXX (their) act and deed on this the 31st day of [illegible], 194[illegible]

[illegible]

My Commission Expires [illegible]

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the day of , 194

Received at the office of the Secretary of State this the 3rd day of January A. D. 1949, together with the sum of $70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner

Secretary of State.

Jackson, Miss., January 3rd 1949

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

[illegible]

Attorney General

By [illegible]

Assistant Attorney General

NOTE: In case all incorporators are together when acknowledgment is taken, one acknowledgment w[illegible]

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SHELBY IMPLEMENT COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Third day of January 1949

Governor

Receipt No. 2535 L

By the Governor

Secretary of

Recorded in the Secretary of State's Office this the fourth day of January, 1949.

R E S O L U T I O N

BE IT RESOLVED that the SOUTHERN CRAFT FISHERMEN'S SOCIAL CLUB, apply to the State of Mississippi for a corporate charter, and,

BE IT FURTHER RESOLVED, that P. R. Harbington, L. G. [illegible] Richard Knapp, W.R. Davidson, Grady Layfield and Selridge Allen [illegible] and are hereby authorized and directed to apply to the Secretary of the State of Mississippi for a corporate charter to [illegible] application, and said parties be and are hereby authorized and directed to execute any and all necessary applications and papers in connection with said application.

The above and foregoing resolution on motion was duly adopted at a regular meeting of the Southern Craft Fishermen's Social Club.

W. R. Davidson
W. R. Davidson, President

Richard Knapp
Richard Knapp, Secretary

I, [illegible]
[illegible] Club,
[illegible]

Richard Knapp

Furnished by Heber Ladner, Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

SOUTHERN KRAFT EMPLOYEES SOCIAL CLUB

1. The corporate title of said company is Southern Kraft Employees Social Club
2. The names of the incorporators are:

P. R. Warhington	Postoffice	Moss Point, Miss.
M. G. Koskela	Postoffice	Box 26, Kreole, Miss.
Richard Knapp	Postoffice	Box 57, Kreole, Miss.
W. R. Davidson	Postoffice	1216 Elder St., Moss Point, Miss.
~~Grady Mayfield~~	Postoffice	~~Box 202, Kreole, Mississippi~~
Selridge Alleman	Postoffice	Box 257, Kreole, Miss.
	Postoffice	
	Postoffice	

3. The domicile is at Moss Point, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Said Corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or ~~otherwise~~, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: a non-share, non-profit organization

6. The period of existence (not to exceed fifty years) is ~~30 years~~ perpetual

7. The purpose for which it is created:

For improving the physical, mental and moral conditions of mankind and to own and operate a gymnasium, club room and library and to equip said club room with such furniture, books, tables, chairs and all other types of furnishings and to own, buy, sell, rent or lease library books and all types of furniture and furnishings, and to do any and all things in connection with the ownership, operation and financing of a rest room, library, club room and gymnasium for the use and benefit of the employees of the Southern Kraft Paper Mill and for the improving the physical, mental and moral conditions of mankind.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business.

P. K. Warrington

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JACKSON

This day personally appeared before me, the undersigned authority P. R. Warbington, N. G. Kosicke, Richard Knapp, W. R. Davidson, Grady Mayfield, Selridge, Allman

incorporators of the corporation known as the Southern Kraft Employees Social Club who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 30th day of December, 1948

S C Bryan

Notary Public

My Commission Expires March 3, 1952

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

_____, _____, _____

_____, _____, _____

incorporators of the corporation known as the _____

who acknowldeged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the _____ day of _____, 194__

_____

Received at the office of the Secretary of State this the 3rd day of January A. D., 1949, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner

Secretary of State.

Jackson, Miss., January 3rd 1949

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

Heath L. Rice

Attorney General

By James D. Kimbrell

Assistant Attorney General.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTHERN KRAFT EMPLOYEES SOCIAL CLUB

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Third day of January 19 49



Receipt No. 2532 L

By the Governor

Secretary

Recorded in the Secretary of State's Office this the Fourth day of January, 1949.

THE CHARTER OF INCORPORATION OF REFRIGERATION & ELECTRICAL COMPANY, INC.

1. The corporate title of said company is REFRIGERATION & ELECTRICAL COMPANY, INC.

2. The names of the incorporators are:
John I. Hart, Post Office, Drew, Mississippi;
S. P. Young, Post Office, Drew, Mississippi;
Mrs. Lena Young, Post Office, Drew, Mississippi.

3. The domicile is at Drew, County of Sunflower, Mississippi.

4. Amount of capital stock: Ten Thousand ($10,000.00) Dollars all of which shall be common stock.

5. Number of shares: One Hundred shares par value One Hundred ($100.00) Dollars each.

6. The period of existence is Fifty (50) years.

7. The purpose for which it is created:
To levy, hold, own, manufacture, produce, sell and otherwise dispose of, at wholesale or retail, either as principal or agent, and upon commission or otherwise, any and all kinds of personal property whatsoever; to buy, sell, exchange, and otherwise trade or deal in or with, manufacture, repair, assemble, service, handle, equip, store and distribute mechanical and electrical appliances and supplies, refrigerating and air conditioning units, products and contrivances; to operate [illegible] and repair shops which are used in connection

installation of mechanical and electrical appliances, refrigeration, and air conditioning units, electrical wiring, and any and all kinds of goods, wares, merchandise, commodities and products, suitable or convenient to be carried on in connection therewith or upon the premises used therefor.

8. Number of shares to be subscribed and paid for before the corporation may begin business: Fifty shares of common stock of the par value One Hundred ($100.00) Dollars each.

9. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 31, Code of Mississippi of 1942, and amendments thereto.

John I. Hart

S. T. Young

Mrs. Lena Young

STATE OF MISSISSIPPI
COUNTY OF SUNFLOWER

This day personally appeared before me, the undersigned authority, John I. Hart, S. P. Young and Mrs. Lena Young, incorporators of the corporation known as Refrigeration & Electrical Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 30th day of December, 1948.

O M Marshall
Notary Public

My commission expires
My Commission Expires January 5, 1950

Received at the office of the Secretary of State, this the 3rd day of January A. D., 1949, together with the sum of $30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,
January 3rd, 1949

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL

By James D. Kendall
Assistant Attorney General

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

REFRIGERATION & ELECTRICAL COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Third day of January 19 49



By the Governor

Secretary of State

Receipt No. 2533 L

Recorded in the Secretary of State's Office this the Third day of January, 1949.

ARTICLES OF ASSOCIATION AND INCORPORATION

OF

BERKLEY CO-OPERATIVE GIN COMPANY (A.A.L.)

WE, THE UNDERSIGNED, all of whom are residents and citizens of the State of Mississippi, engaged in the production of agricultural products, do hereby voluntarily associate ourselves together for the purpose of organizing, incorporating and operating a co-operative association with capital stock under the provisions of Article 1, Chapter 5, Title 19, being Sections 4475 through 4493 of the Mississippi Code of 1942, known as the Agricultural Association Law, and amendments thereto, with all the rights, powers, privileges and immunities given or permitted corporations so formed; and for that purpose hereby adopt these Articles of Incorporation:

ARTICLE 1

The name of the Association shall be Berkley Co-Operative Gin Company (A.A.L.)

ARTICLE 11.

The domicile of the Association shall be at Chatham, Washington County, Mississippi, where its principal office shall be located.

ARTICLE 111

The period of existence of the Association shall be fifty years from and after the date of its incorporation.

ARTICLE 1V.

The Association shall be organized and operated under the provisions

of Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, and amendments thereto.

ARTICLE V

The Association is formed for the purpose of engaging in the following activities:

(a) Ginning, wrapping and otherwise processing cotton, and/or processing cottonseed and other farm products.

(b) Buying, selling, shoring, shipping, hauling and otherwise handling cotton, cottonseed and cottonseed products and/or other farm products and the by-products thereof.

(c) Buying, selling, dealing in and handling (1) bagging, ties and all other supplies necessary and incidental to ginning cotton, (2) any articles, materials and supplies and supplies used in processing amd/or handling farm products or the by-products thereof, and (3) any farm materials, supplies and equipment, and (4) to do any and all acts and things necessary to promote and carry into effect the business for which said Association is organized; its powers being extended to include any and every kind of business granted, authorized ot permitted to Associations organized under the provisions of Article 1, Chapter 5, Title 19 of the Mississippi Code of 1942 and all laws amendatory thereto.

ARTICLE VI

The Association shall have all the powers, privileges and rights granted, authorized or allowed to associations organized and operated under the provisions of Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, and amendments thereto, and all other powers authorized or allowed to corporations by other laws of the State of Mississippi, in so far as they are not in conflict with the express provisions of the law under which the Association is organized.

ARTICLE VII

Section 1. The authorized capital stock of the Association shall be $50,000.00 of which the sum of $500.00 shall be common stock divided into 50 shares of $10.00 each and $50,000.00 shall be preferred stock divided into 500 shares of a par value of $10.00 each.

Section 2. The common stock of the Association shall only be issued or transferred to, or held by producers of agricultural products who make use of the services and facilities of the Association in accordance with uniform terms and conditions prescribed thereby in a ginning agreement and no person, firm or corporation shall own or hold at any one time more than one share of such common stock. The preferred stock shall be held only by producers qualified to hold common stock, and by agricultural associations, organizations, federations or corporations, organized under Article 1, Chapter 5, Title 19, of the Mississippi Code of 1942, or whose purposes and operations are in harmony with the purposes of that act. No person, firm or corporation shall own or hold more than 20 per cent of the preferred stock outstanding at any one time.

Section 3. All transfers of stock shall be made on the books of the Association only on surrender of the certificate evidencing the same properly endorsed by the holder thereof or by attorney duly authorized, and only upon the approval of the board of directors. No purported transfer of stock shall pass any right or privilege on account of such stock, or any vote or voice in the control or management of the Association unless the recipient thereof is eligible, as herein defined, to hold such stock and such transfer is approved by the board of directors.

Section 4. Each fully paid-up share of stock shall entitle the holder thereof to one vote in transacting business at meetings of the stockholders, provided, however, that holders of preferred stock shall have only such voting rights on account of such stock as are required by Section 194 of the Mississippi Constitution of 1890.

Section 5. The common stock of the Association shall not bear dividends. The preferred stock of the Association shall bear such non-cumulative dividends as the board of directors may declare, if earned, not exceeding 8 per cent per annum, and such dividends shall have preference over any and all other dividends or distributions made in any year. In the discretion of the board of directors all dividends on preferred stock or any part thereof may be paid in additional certificates of preferred stock and/or credits on preferred stock/

Section 6. The Association shall have a lien on all stock, and on any dividends declared thereon, for all indebtedness of the holder thereof to the Association.

Section 7. The stock of any member who shall die or whose membership is terminated as provided in the by-laws, unless transferred to some producer or organization eligible to hold same, shall be called and retired at the end of the current year or as soon thereafter as may be decided upon by the directors. All such stock so retired shall be paid for at its par or book value, whichever is less, as determined by the board of directors. The payment for such retirement of common stock may be made by a certificate of indebtedness payable without interest within one year from date thereof, and the preferred stock shall be converted into such a certificate, or certificates, retirable at the time such stock would normally have been retired as hereinafter provided in these articles and in the by-laws, provided that the Association shall have the right to retire such certificates earlier at the discretion of the board of directors, such certificate to bear interest at a rate determined by the board of directors, not to exceed 8 per cent per annum, payable annually, and to be transferable only upon approval of said board of directors.

Section 8. The preferred stock, or any part thereof, may be redeemed or retired upon call of the board of directors from time to time

provided said stock is called and retired in the same order as originally issued. All such preferred stock so retired shall be paid for at the par value thereof, plus any dividend declared thereon and unpaid. No stock called for retirement under any of the conditions set out above shall bear dividends or carry any voting rights after the date fixed in the call for its retirement, and upon failure of the holder to deliver the certificate or certificates evidencing such stock the Association may cancel same on its books by providing for the payment thereof as set forth.

Section 9. In the event of dissolution or liquidation of the Association, no holder of stock shall be entitled to receive any distribution of the assets on such stock in excess of the par value thereof, plus any dividend declared thereon and unpaid. Upon such distribution, the holders of preferred stock shall be entitled to receive the par value of their preferred stock, plus any dividend declared thereon and unpaid, before any distribution is made on the common stock. Any assets remaining after the payment of all debts, the retirement of all stock and credits on stocks, at par value, and the unexhausted interest of the patrons in the general reserves, shall be distributed on a patronage basis as provided in the bylaws.

ARTICLE VIII

The Association, by action of its board of directors, may establish equity accounts to evidence ownership in the Association in addition to the ownership evidenced of issued and out-standing capital stock. Such equity accounts shall be carried on the books of the Association as book credits, shall carry no voting rights, and shall be transferable only upon approval of the board of directors. Such book credits may be evidenced by certificates of equity in such form as may be prescribed by the board of directors consistent with the conditions therein contained and may bear such rate of interest not to exceed 8 per cent per annum as the board of directors may prescribe from time to time or year to year without

any obligation on the part of the board to declare or the Association to pay interest thereon. In the discretion of the board of directors such interest as may be authorized or any part thereof may be paid by crediting the same to the respective equity accounts of the patrons.

ARTICLE IX

There shall be no personal liability on any officer, stockholder or director for any of the obligations of the Association.

ARTICLE X

This Association shall be operated on a cooperative basis without profit and is authorized to retain from the sales proceeds of farm products and from gross receipts or deposits for farm supplies and other goods and services furnished, only such amounts as are necessary and adequate:

(1) For all expenses including provision for depreciation and other evaluation reserves;
(2) For the payment of dividends on preferred stock and for the payment of interest on certificates of indebtedness and certificates of equity, if any;
(3) For all capital purposes including such amounts as are necessary for the further capitalization of the Association.

The remainder of all sales proceeds and other gross receipts or deposits, after the retention of the amounts herein authorized for expenses, dividends, interest and capital purposes, shall be allocated to the patrons of the association on a patronage basis.

WITNESS the signatures of the hereinafter named incorporators, this, the 4 day of January, 1949.

Neal O. Weller

T. R. Pittman

M. H. Rich Jr.

E. W. Stone

S. I. Law Jr.

E. E. Triplett

Susie B. Law
By S. I. Law Jr. Atty In Fact

E. G. Nelson

W. C. McKamy

M. H. Rich Jr.

W. C. McKamy Jr.

J. A. Oglesby

C. E. Lowry

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

This day personally appeared before me, the undersigned authority for and within said county and state,

Neal O. Weller

T. R. Pittman

M. H. Rich Jr.

E. W. Stone

S. I. Law Jr.

E. E. Triplett

Susie B. Law
By S. I. Law Jr. Atty In Fact

E. G. Nelson

W. C. McKamy

M. H. Rich Jr.

W. C. McKamy

J. A. Oglesby

WHO each acknowledged before me that he signed and delivered the above and foregoing articles of incorporation of Berkley Co-Operative Gin Company on the day and year therein mentioned as his act and deed. GIVEN under my hand and seal of office, this the 4 day of January, 1949.

Notary Public

My Commission Expires

12-21-1952

State of Mississippi



OFFICE OF

Secretary of State

JACKSON

I, HEBER LADNER, Secretary of State of the State of Mississippi, do hereby certify that the ARTICLES OF ASSOCIATION AND INCORPORATION OF BERKLEY CO-OPERATIVE GIN COMPANY, (A. A. L.),**********

hereto attached, together with a duplicate thereof, was pursuant to the provisions of Chapter 5, Title 19, Code of Mississippi of 1942, and amendments thereto, filed in my office this the 5th day of JANUARY, A. D., 194 9, and one copy thereof recorded in this office in Record of Incorporations/Photostat Book No. Fourteen at page s 572-579, and the other copy thereof returned to said association.

Given under my hand and the Great Seal of the State of Mississippi hereunto affixed this 5th day of JANUARY, 194 9.

Heber Ladner

Secretary of State.

~~Bx~~ Receipt No. 2541 L

A. F. LEFEVE, PRESIDENT
1418 25TH AVE

580

DR. LEWIS R. SUGG, SECRETARY
1315 25TH AVE.

HARRY LARSON, TREASURER
1411 ROBERTS ST.

VICE PRESIDENTS
RICHARD W. GAY
J. A. LATIMER

SERGEANT-AT-ARMS
W. A. TURNER

BOARD OF GOVERNORS
D. V. COCHRAN
HAROLD LASSERE
WM. ESTOPINAL
THOMAS E. MEEK
W. T. WOLEBEN
E. J. WHITING, JR.

Optimist Club of Gulfport

"Friend of the Boy"

Gulfport, Miss.

BE IT REMEMBERED.
THAT.

Whereas on the 7th day of December I948. The Optimist Club of Gulfport. Mississippi. in regular meeting assembeled at the Great Southern Hotel, said city. did, after due consideration, did enact and adopted an order that application for a Charter of incorporation of the said club be applied for at once, And in said order and enactment did authorize and direct its Board of Governors whose names appear hereinafter to make application for said charter at once. Said order and direction being given to D.V. Cochran. Wm. Estopinal. W.T. Woleben , Harold Lassere. Thomas E. Meek and E.J. Whiting Jr. The said order and direction now appearing on the regular minuite book of said Optimist Club, covering the meeting hereinbefore referred to, in minuite book No I. page 9

Dr. Lewis R. Sugg
Secretary of Otimist Club of Gulfport.

I. Lewis R. Sugg. Duly elected and acting secretary of the Optimist Club of Gulfport. Mississippi. Hereby certify that the above and foregoing directive order and resolution was duly passed at the meeting of the said Club, on the ____ day of December. I948. Same being a regular meeting of said club. to which all members of the club had been invited in writing. And that said resolution is now recorded in the minuite Book No I. at page 9 and is in my care and keeping, proceedings of said Gulfport Optimist Club of Gulfport. Miss. In Witness whereof I have hereunto affixed my signature as said secretary on the 31st day of December I948.

Dr. Lewis R. Sugg
Secretary of Optimist Club of Gulfport Mississippi.

Heber Ladner

Furnished by ~~Walter Wood~~ Secretary of State, Jackson, Miss.

Use this form and acknowledgments in making application for Charter of Incorporation in Mississippi.

The Charter of Incorporation of

OPTIMIST CLUB OF GULFPORT.

1. The corporate title of said company is OPTIMIST CLUB OF GULFPORT.

2. The names of the incorporators are:

D.V. COCHRAN	Postoffice	GULFPORT. MISS.
WM. ESTOPINAL,	Postoffice	GULFPORT, MISS,
W.T. WOLEBEN	Postoffice	GULFPORT, MISS,
HAROLD LASSERE	Postoffice	GULFPORT. MISS.
THOMAS E MEEK	Postoffice	GULFPORT. MISS.
E.J. WHITING Jr.	Postoffice	GULFPORT. MISS.
	Postoffice	
	Postoffice	

3. The domicile is at GULFPORT. HARRISON COUNTY MISSISSIPPI.

4. Amount of capital stock and particulars as to class or classes thereof:

NONE.
THIS IS A CORPORATION NOT FOR PROFIT. AND IS A NON SHARE CORPORATION.

5. Number of shares for each class and par value thereof: NONE.

6. The period of existence (~~not to exceed fifty years~~) is according to Chap,375,Laws 1948. Perpetual.

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7. The purpose for which it is created: To Develop optimism as a philosophy of life

To promote and active interest in good government. and in civic affairs, to inspire respect for law, to promote patriotism. to work for human accord among men, And to promote friendship among all people, AND To AID and encourage the development of youth, regardless of race creed or color. throughout the entire world,

And to carry out the above stated purposes, to buy. lease own and control property, real personal and mixed, to borrow money in the name and for the corporation , to give notes. mortgages deeds and etc. to secure such loans. to sell. property execute deeds therefor, to accept notes, deeds of trusts and other securities as payment for price of said properties. And to do and perform any and all things necessary proper and legal to carry out the purpose of the said corporation.

This corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for the non payment of dues, shall vest in each member the right to vote in the election of all officers, shall make the loss of membership by death or otherwise the termination of all interest of such members in the corporate assets, And there shall be no individual liabilities against the members for corporate debts, or obligations in any manner. but the entire corporate property shall be liable for the claims of creditors.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter ~~XXX~~ 4, Code of Mississippi of 1~~930~~ ~~XXX~~ 1942.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business. None.

x D.V. Cochran
x Wm. Estopinal
x W.T. Woleben
x Harold L. Lassere
x Thomas E. Meek
x E.J. Whiting Jr.
Incorporators.

NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will be sufficient.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
County of Harrison)

This day personally appeared before me, the undersigned authority D.V. Cochran. Wm. Estopinal. W.T. Woleben, Harold Lassere. Thomas E. Meek. and E.J. Whiting Jr.

incorporators of the corporation known as the Optimist Club. of Gulfport.

who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 2 ~~XX~~ day of December 19~~XX~~ 1948.

NOTARY PUBLIC.

STATE OF MISSISSIPPI
County of.....

This day personally appeared before me, the undersigned authority.....
....., ..., ...
....., ..., ...
incorporators of the corporation known as the.....
who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the.....day of....., 193....

.....

STATE OF MISSISSIPPI
County of.....

This day personally appeared before me, the undersigned authority.....
....., ..., ...
....., ..., ...
incorporators of the corporation known as the.....
who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the.....day of....., 193....

.....

Received at the office of the Secretary of State this the 5th day of January A. D., 1949, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Ladner
Secretary of State.

Jackson, Miss., January 5, 1949

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of this state, or of the United States.

Hubert D. Rice
Attorney General.

By John C. Stone
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

OPTIMIST CLUB OF GULFPORT

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Fifth day of January 19 49

Receipt No. 2542 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the fifth day of January, 1949.

STATE OF MISSISSIPPI

CHARTER OF INCORPORATION OF
HERNANDO IMPLEMENT COMPANY

Name. First. The name of this corporation is

HERNANDO IMPLEMENT COMPANY, INC.

Address Second. The address of the principal office of this corporation in the State of Mississippi is

Hernando, Mississippi

Business. Third. The corporation is authorized to conduct a general merchandise business including but not limited to the purchase, sale and repair of farm implements, farm equipment, farm supplies, tools, accessories, spare parts and including the repair, alteration, leasing of any implements and equipment and including the purchase and sale of general supplies such as fuels, farm materials farm supplies, seed and fertilizers.

Incorporators Fourth. The incorporators of this corporation are:

Bailey Brown, 1006 Exchange Bldg., Memphis, Tenn.
Jesse E. Johnson, Jr. 1006 Exchange Building, Memphis, Tenn.
James M. Manire, 1006 Exchange Bldg., Memphis, Tenn.

Stock with Classifications and Distinguishing Characteristics, if any. Sale price of Stock. Fifth. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is (a) 1,000 shares of Class A no par value common stock which shall be the sole wholly voting stock of the corporation. (b) 1,000 shares of Class B no par value common stock. Class B common stock shall not be voting stock, except so far as is required by the Constitution and Statutes of the State of Mississippi, but shall be entitled to participate in the distribution of earnings and in the event of liquidation upon an equal basis, share for share with Class A common stock. The sale price of both classes of stock shall be $20.00 per share, but the Board of Directors shall have the power to change the sale price at any time.

Initial Capital Sixth. The amount of capital with which this corporation shall begin business shall be not less than One Thousand Dollars ($1,000.00); and when such amount of Class A stock shall have been subscribed and paid for, all subscriptions of the stock of this corporation shall be enforcible and it may proceed to do business in the same manner and as fully as though the maximum number of shares authorized under the provisions of the preceding section hereof shall have been subscribed for.

Duration Seventh. The time of existence of this corporation shall be fifty years.

Other provisions Eighth. This corporation shall have power;

(a) To have succession by its corporate name for fifty years.

(b) To sue and be sued by its corporate name in any court of law or equity.

(c) To make contracts, and, at its option, to have and use a common seal and alter the same at pleasure. If no common seal, then the signature of the name of the corporation, by any duly authorized officer, shall be legal and binding.

(d) To purchase and hold, or receive by gift, real and personal property and also to accept and hold any real estate in payment of any debt due the corporation, and to sell and convey, or to lease, real property, and to sell or otherwise, dispose of personalty, for corporate purposes.

(e) To eastablish by-laws, and make all rules and regulations not inconsistent with the law, or the Constitution of this State, or of the United States, which may be deemed expedient for the management of corporate affairs.

(f) To appoint such subordinate officers or agents, other than those herein provided for, as the business of the corporation may require; to designate the name of such officers and to fix the compensation of such officers.

(g) To borrow money and contract debts when necessary or proper for the transaction of its corporate business or for the exercise of its corporate rights, privileges or franchises or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and convertible or other obligations and evidences of indebtedness, either unsecured or secured by mortgage or pledge or otherwise of the corporate property, real or personal, for money borrowed or in payment for property purchased or any other lawful objects.

(h) To guarantee, purchase, own, hold, sell, transfer, assign, mortgage, pledge or otherwise dispose of and deal in stocks, bonds, securities or evidences of indebtedness of other corporations, public or private, of this or any other State or Government, including bonds or securities of any State or political subdivision thereof; and while owner of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon.

(i) To purchase, guarantee, hold, sell and transfer shares of its own capital stock; provided, however, that it shall not purchase its own shares of capital stock except from the surplus of its assets over its liabilities, including capital; and provided, further, that the shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly or counted as outstanding for the purpose of any stockholder quorum or vote.

(j) To conduct business, have one or more offices and hold, purchase, mortgage and convey real estate and personal property in this State or any of the several states, territories, District of Columbia, possessions and dependencies of the United States and in foreign countries.

(k) To acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interests therein or thereunder.

(l) To guarantee the payment of dividends on any shares of the capital stock of any other corporation, joint stock company or association in which this corporation has, or may have an interest, whether as shareholder, security holder, or otherwise, and to endorse or otherwise guarantee the payment of the principal or interest of any bonds, securities or other obligations created by any such other corporations, joint stock company or association, and to endorse or otherwise to guarantee the fulfillment of any lease or other contract made by any such other corporation, joint stock company, or association, and generally to aid in any lawful manner any such other corporation, joint stock company or association, and to do any and all lawful acts or things designed to protect, preserve improve or enhance the value of any such interest.

(m) To do all and everything necessary and proper for the accomplishment of the objects enumerated in its charter of incorporation or any amendment thereof, or necessary or incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth in the charter of incorporation or such corporation or any amendment thereof; provided, however, that such incidental powers shall in no event be construed to include those objects for which corporations may not be formed under the law.

(n) To exercise all other powers granted to corporations of this type by the Statutes of the State of Mississippi.

We, the undersigned, apply to the State of Mississippi by virtue of the laws of the land, for a Charter of Incorporation for the purposes and with the powers, etc., declared in the foregoing instrument.

Witness our hands this the 6th day of Jan, 1949.

Subscribing witness:

Mary F. Rhea

Bailey Brown, 1006 Exchange Bldg. Memphis, Tenn.

Jesse E. Johnson, Jr. 1006 Exchange Bldg. Memphis, Tenn.

James M. Manire, 1006 Exchange Bldg. Memphis, Tenn.

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STATE OF TENNESSEE

COUNTY OF SHELBY

Personally appeared before me C. O. Franklin (Notary Public) the within named incorporators, Bailey Brown, Jesse R. Johnson, Jr., and James M. Manire, with whom I am personally acquainted, and who acknowledged that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Memphis, Tennessee, this 6th day of January, 1949.

C. O. Franklin
Notary Public.

My commission expires 2 day of October, 1949.

Received at the office of the Secretary of State, this the 6th day of January A. D., 1949, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE.

Jackson, Miss.,

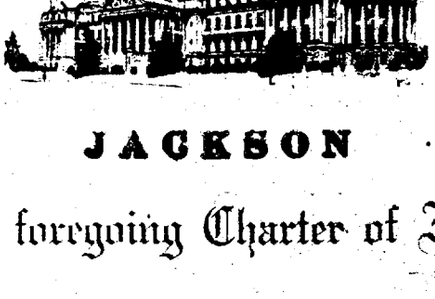
January 6, 1949

I have examined this charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Dunbar S. Rice
ATTORNEY GENERAL.

By John E. Stone
Assistant Attorney General.

State of Mississippi



EXECUTIVE OFFICE

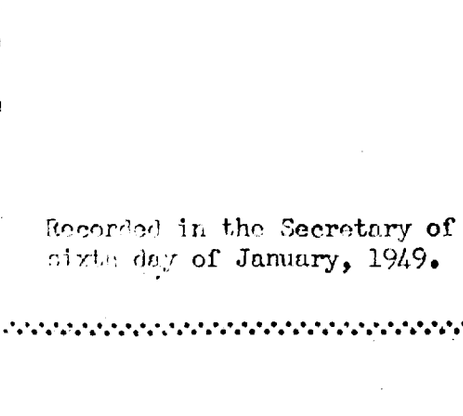
JACKSON

The within and foregoing Charter of Incorporation of

HERNANDO IMPLEMENT COMPANY, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed. this Sixth day of January 19 49



Governor

Receipt No. 2550 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the sixth day of January, 1949.

THE CHARTER OF INCORPORATION OF

GULF STATES TRACTOR & EQUIPMENT COMPANY

1. The corporate title of said company is Gulf States Tractor & Equipment Company

2. The names of the incorporators are:

J. J. Donovan, Post Office Box 778, Nashville 2, Tenn.

Andrew Ewing, 1029 Stahlman Building, Nashville 3, Tenn.

3. The domicile is at Jackson, Hinds County, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:

Fifty Thousand Dollars ($50,000) of common capital stock, all stock being of one class.

5. Number of shares of each class and par value thereof:

Five Hundred (500) Shares of the par value of One Hundred (100) Dollars each.

6. The period of existence if Fifty (50) Years.

7. The purpose for which it is created:

(a) To act as distributor and/or dealer in the distribution and sale of tractors, farm equipment, machinery, and industrial and contractors' machinery and equipment of every kind, nature, and description, and to act as agent for others in buying, selling, and trading in any of the foregoing.

(b) To transact any of the foregoing business with customers for cash or on credit, or to place equipment with others on consignment, or on a "floor-plan" arrangement, and to take as security any form of agreement or contract which is not prohibited by the laws of this state or any state as such contract may be executed in.

(c) To engage in the business of constructing, [illegible] general contracting, including, but not limited to, the construction of buildings of every kind and description, the construction of highways, roads, railroads, excavation, grading operations of every kind, and, in general, all of the things done by persons or corporations in the construction and general contracting businesses.

(d) The stockholders of record owning in excess of seventy-five percent (75%) of the issued and outstanding capital stock may, at any time by an instrument in writing, adopt any resolution

without any general or special meeting, and such resolution, when executed by the holders of more than seventy-five percent (75%) of the issued and outstanding capital stock, shall be as valid and effectual as an ordinary resolution duly passed at a general or special meeting of the Company, and may likewise, by such resolution, remove from office any director or officer at any time.

When so authorized by the by-laws, any resolution in writing adopted by all of the then qualified and acting directors, shall be as valid and effectual as any resolution duly passed at a general or special meeting of the directors.

(e) Stock holders meetings and directors meetings may be held either within or without the state of Mississippi.

(f) The incorporators shall have power to promulgate by-laws for the operation of the Company, and thereafter the power to make, amend, or alter by-laws shall be vested exclusively in the stockholders of the Company.

(g) Any contract of employment entered into by and between the corporation and any person shall be subject to termination by the corporation at any time upon notice to such employee, either written or parol, such termination of employment to be effective not earlier than one day from the date of such notice to such employee, unless the contract of employment for a stated period be executed in writing by the President or any Vice-President of the Company and the Secretary or any assistant Secretary, and approved by a majority vote of the directors in a regular or special called meeting or by a written resolution executed by all directors.

(h) The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Number of Shares of each class to be subscribed and paid for before the corporation may begin business:

One Hundred (100) Shares of Common Capital Stock.

ACKNOWLEDGEMENT

STATE OF MISSISSIPPI)
)
COUNTY OF Hinds)

This day personally appeared before me, the undersigned authority J. J. Donovan and Andrew Ewing incorporators of the corporation known as Gulf States Tractor & Equipment Company who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 7th day of January, 1949

I. T. ASHFORD, JR., CIRCUIT CLERK HINDS COUNTY

Received at the office of the Secretary of State this the 6th day of January A.D., 1949, together with the sum of $ 110.00 depcsited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., January 7th 1949

I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

Attorney General

By Assistant Attorney General.

State of Mississippi

EXECUTIVE OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULF STATES TRACTOR & EQUIPMENT COMPANY

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

This SEVENTH day of JANUARY 1949

Receipt No. 2611 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the seventh day of January, 1949.

Copy of Proposed Amendments to the Charter of

Brumfield and Townsend Inc.

The following is a copy of two proposed amendments to the charter of Brumfield and Townsend, Inc., Belzoni, Mississippi which is a corporation incorporated the 5th day of May, 1948 under the provisions of Title 21, Code of Mississippi of 1942, recorded in the records of incorporations in the office of the Secretary of State, Photo-Stat Book #11, pages 341-344.

The amendments read as follows to the provisions as numbered.

"1- In this provision (#1) of the aforesaid charter the corporate title of said corporation is hereby amended to read 'Belzoni Auto Parts' to replace the present corporate title 'Brumfield and Townsend, Inc.'

"4- In this provision (#4) of the aforesaid charter the amount of total authorized capital stock of the corporation is hereby amended to read $15,000.00 instead of $10,000.00, representing an increase of $5,000.00."

I attest that the above is a true copy of the amendments proposed to the charter of Brumfield and Townsend, Inc.

BRUMFIELD and TOWNSEND INC

Malcolm M. Fraser

Secretary of the Company

State of Tennessee)
County of Shelby)

Before me, the undersigned, a Notary Public within and for said County and State, duly commissioned and qualified, personally appeared MALCOLM FRASER with whom I am personally acquainted and who, upon his oath, acknowledged himself to be the Secretary of Brumfield and Townsend, Inc. a Mississippi corporation: and that he, as the Secretary, states that the above is an exact and true copy of the proposed amendments to the charter of the aforesaid Brumfield and Townsend and that said MALCOLM FRASER has subscribed as Secretary the corporate seal of said corporation and that said MALCOLM FRASER has subscribed the name of the corporation as Secretary.

WITNESS my hand and notarial seal at office this 5TH day of ~~December~~ January, ~~1948~~ 1949.

Notary Public

My commission expires 7-8-51.

BRUMFIELD AND TOWNSEND, INC.

Stockholders Meeting

On Wednesday, December 15, 1948 a meeting of the stockholders of Brumfield and Townsend, Inc. was convened at 10 A.M. at the offices of the company, 46 Jackson Avenue, Belzoni, Mississippi. There were present at this meeting, J. E. Hamer and Max Vanlandingham who represented all of the stockholders of the company excepting Malcolm Fraser whose stock interest was represented by proxy by J. E. Hamer. J. E. Hamer on nomination was elected Chairman of the meeting and Max Vanlandingham was elected Secretary.

The resignations of D. C. Brumfield and Director and President of the company and Robert Love Townsend as Director and Secretary and Treasurer of the company were presented to the meeting. They were accepted.

A resolution was presented to the meeting by Max Vanlandingham and seconded by J. E. Hamer and approved by the stockholders as follows:

> RESOLVED that the Secretary of State of the sovereign state of Mississippi be petitioned with reference to the charter issued to Brumfield and Townsend, Inc., Belzoni, Mississippi and recorded in Book #11, pages 341-344 of the records of incorporation of the office of the Secretary of State -- and that this charter be amended as follows:
>
> "1 - In this provision (#1) of the aforesaid charter the corporate title of said corporation is hereby amended to read 'Belzoni Auto Parts' to replace the present corporate title 'Brumfield and Townsend, Inc.'
>
> " 4 - In this provision (#4) of the aforesaid charter the amount of total authorized capital stock of the corporation is hereby amended to read $15,000.00 instead of $10,000.00, representing an increase of $5,000.00"

This resolution was passed by a unanimous vote of the stockholders and the Secretary of the company was requested to make such petition immediately.

It was then moved and seconded that the three stockholders of the company be elected as directors for the ensuing year - namely

Max Vanlandingham, J. E. Hamer and Malcolm Fraser. They were duly elected. The meeting was adjourned to be followed by a meeting of the new Board of Directors.

J. E. Hamer (signed)
Chairman

Max Vanlandingham (signed)
Secretary

This is to attest that the above is a true copy of the minutes of the stockholders meeting mentioned above.

Brumfield and Townsend, Inc.

M. Malcolm Fraser
Secretary of the Company

State of Tennessee)
County of Shelby)

Before me, the undersigned, a Notary Public within and for said County and State, duly commissioned and qualified, personally appeared MALCOLM FRASER with whom I am personally acquainted and who, upon his oath, acknowledged himself to be the Secretary of Brumfield and Townsend, Inc., a Mississippi corporation: and that he, as the Secretary, states that the foregoing, consisting of pages one and two, is an exact and true copy of the minutes of a stockholders meeting of foresaid Brumfield and Townsend, Inc. held on Wednesday, December 15, 1948 and that said MALCOLM FRASER has subscribed as Secretary the corporate seal of said corporation and said MALCOLM FRASER has subscribed the name of the corporation as Secretary.

WITNESS my hand and notarial seal at office this 5TH day of ~~December~~ JANUARY, 1949.

Notary Public

My commission expires 7-2-51.

BRUMFIELD and TOWNSEND, INC.

46 Jackson Avenue

Belzoni, Mississippi

December 31, 1948

Secretary of State
State of Mississippi
Jackson, Mississippi

Dear Sir:

We petition the Secretary of State of Mississippi in accordance with the corporate law of the State of Mississippi as included in the general article for general provisions of Charter 4, Title 21, Mississippi Code of 1942, to have the charter of Brumfield and Townsend, Inc. - a corporate existing under the laws of the State of Mississippi - amended as follows:

"1 - In this provision (#1) of the aforesaid charter the corporate title of said corporation is hereby amended to read 'Belzoni Auto Parts' to replace the present corporate title 'Brumfield and Townsend, Inc.'

"4 - In this provision (#4) of the aforesaid charter the amount of total authorized capital stock of the corporation is hereby amended to read $15,000.00 instead of $10,000.00, representing an increase of $5,000.00."

In accord with the fees stated in Section 5316 of your Code of 1942, check has been sent you for $10 for the increase in the authorized capital stock amounting to an increase of $5,000.00. Also enclosed as per Section 5223 of the above mentioned code, we enclose a certified copy of the resolution of the stockholders adopting and approving the proposed amendment which has been acknowledged by the secretary before a Notary Public.

Trusting that you will find the above application in order and that it may have your approval, we are

Very truly yours

BRUMFIELD and TOWNSEND, INC.

Malcolm Fraser
Secretary

MF:IC

enclosures (2)

Received at the office of the Secretary of State, this the 29th day of December

A. D., 1948, together with the sum of $10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner
SECRETARY OF STATE

Jackson, Miss.,

January 8th, 1949

I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

Greek L. Rice
ATTORNEY GENERAL.

By James D. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE  OFFICE

JACKSON

The within and foregoing Amendment to the Charter of Incorporation of

BRUFFIELD AND TOWNSEND, INC.

is hereby approved.

In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed, this Tenth *day of* January *19 49*

By the Governor.

Secretary of State.

Receipt No. 2512 L

Recorded in the Secretary of State's Office this the tenth day of January, 1949.