

MINUTES  
of the  
SPECIAL STOCKHOLDERS MEETING OF  
PLANTERS GIN COMPANY

at Sumner, Mississippi

August 2, 1951

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A special stockholders meeting of Planters Gin Company, Sumner, Mississippi was held in the home of D. M. Worley, President, Sumner, Mississippi on August 2, 1951 at 7:30 p. m. pursuant to the following waiver of notice of meeting:

We, the undersigned, being all the stockholders of Planters Gin Company, Sumner, Mississippi, do hereby waive notice and agree and consent that a meeting of the stockholders, being a special meeting thereof, be held in the home of D. M. Worley, President, Sumner, Mississippi on August 2, 1951, at 7:30 o'clock p. m., and that any and all business of the corporation whatsoever may be transacted thereat.

WITNESS our signatures, this August 2, 1951.

/s/ W. W. Pearson

/s/ D. M. Worley, President

/s/ E. I. McLellan

/s/ G. L. McFall, Vice-President

/s/ J. J. Webb, Jr.

/s/ A. J. Simpson, Sec'ty-Treas.

/s/ F. D. Cooper

D. M. Worley, President, presided, and called the meeting to order.

The roll was called, and the following were present: D. M. Worley, President; G. L. McFall, Vice-President; A. J. Simpson, Secretary-Treasurer; F. D. Cooper, W. W. Pearson, E. I. McLellan, and J. J. Webb, Jr., Stockholders. This constituting all the stockholders, it was declared that a quorum was present and that the meeting was properly and legally convened.

Mr. Pearson thereupon moved the adoption of the following

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Resolution, to-wit:

BE IT RESOLVED that Articles 4, 5, 6, and 7 of the Charter of Incorporation of Planters Gin Company, Sumner, Mississippi be amended to read as follows:

4. The amount of capital stock is One Hundred Thousand Dollars (\$100,000.00).

5. The capital stock shall be divided into ten thousand (10,000) shares of common stock of a par value of Ten Dollars (\$10.00) per share. Such stock shall bear dividends not to exceed six per centum (6%) per annum, payable only if earned during the preceding fiscal year and declared by the Board of Directors. Such dividends shall be entitled to preference in any year only in the discretion of the Board of Directors. Failure to declare a dividend in any year, if earned in the preceding fiscal year, shall not prevent its accumulation for subsequent payment, and capital and/or surplus accumulations shall be distributed on dissolution or partial distribution of assets upon stock ownership. This class of stock shall be the only class issued by the Company. The By-Laws of the Company may impose legal limitations on the holding, ownership, and transfer of such stock. The By-Laws may provide for the distribution of earnings on a patronage basis, and the capital stock and any dividends declarable thereon shall be subject to such provisions.

6. The period of existence is ninety-nine (99) years from the date of the approval hereof.

7. The purpose of the creation of the company is, and the company shall have the authority, to engage in the business of ginning and wrapping cotton and buying, selling, or otherwise handling cottonseed; to maintain and operate cotton gins, cottonseed warehouses, offices, and facilities of all kinds necessary to the conducting of its business; to conduct the

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business of a cotton-ginner; to cultivate, own, lease, control, operate, and improve farms and agricultural lands; to cultivate, gather, and harvest agricultural products whether owned by the company, by its stockholders, or by others; in connection with such business, to buy, own, and operate cotton ginning systems, trucks, trailers, planting equipment, cultivating equipment, harvesting equipment, and other personal property necessary to the conduct and operation of such business; to buy, own, and sell agricultural products, especially cotton and cottonseed, and generally to deal therein; to do the business of a merchant in the said products and in fertilizers, poisons, bagging, and ties, and other wares and merchandise, especially those ancillary to the businesses hereinbefore named; to do all and **every-**thing 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 hereinbefore 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; to borrow money, and to make and issue notes, bonds, debentures, obligations, and evidences of indebtedness of all kinds, whether secured by mortgage, deed of trust, pledge, or otherwise, without limit as to amount, and to secure the same by mortgage, deed of trust, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description; Provided, however, that no such act may be inconsistent with the laws under which this corporation is organized.

BE IT FURTHER RESOLVED that the President and Secretary-Treasurer of the Corporation be authorized and directed to take all necessary steps to effectuate the aforesaid amendment of the Charter of

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**Incorporation.**

The motion was thereupon seconded by Mr. Webb, and after full discussion was unanimously approved, and the Resolution declared to have been adopted.

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There being no further business, the meeting was adjourned.


/s/ D. M. Worley, President

/s/ A. J. Simpson, Sec'ty-Treas.

**THE STATE OF MISSISSIPPI  
COUNTY OF TALLAHATCHIE**

I, A. J. Simpson, Secretary-Treasurer of Planters Gin Company, Sumner, Mississippi, hereby certify that the foregoing four (4) pages (including this page) contain a full, true, and correct copy of the portion of the Minutes of the Special Stockholders Meeting of said company of August 2, 1951, pertinent to the amendment of the Charter of Incorporation of said company, as the same appear of record in the Minute Book of said company in my custody at the office of said corporation at Sumner, Mississippi, same being found at pages 124 through 127, both inclusive.

WITNESS my hand and the seal of said corporation, this the 31st day of August, 1951.

  
A. J. Simpson, Secretary-Treasurer  
of Planters Gin Company.





AMENDMENT I  
OF THE CHARTER OF INCORPORATION OF  
PLANTERS GIN COMPANY

Pursuant to the unanimous vote of the stockholders, at a duly called and authorized Special Meeting of the Stockholders of Planters Gin Company, Sumner, Mississippi, held in the home of the President, D. M. Worley, Sumner, Mississippi, on August 2, 1951 (all the stockholders being present) the following amendment is made in the Charter of Incorporation of said company, dated July 28, 1926, filed in the office of the Secretary of State of the State of Mississippi on August 26, 1926, and recorded therein on September 20, 1926 in the Record of Incorporations Book 26, page 365--and filed and recorded on May 31, 1927 in the office of the Clerk of the Chancery Court of Tallahatchie County, Mississippi, at Sumner, in Corporation Record Book 2, page 9, to-wit:

Articles 4, 5, 6, and 7 of said Charter of Incorporation are amended to read as follows:

4. The amount of capital stock is One Hundred Thousand Dollars (\$100,000.00).

5. The capital stock shall be divided into ten thousand (10,000) shares of common stock of a par value of Ten Dollars (\$10.00) per share. Such stock shall bear dividends not to exceed six per centum (6%) per annum, payable only if earned during the preceding fiscal year and declared by the Board of Directors. Such dividends shall be entitled to preference in any year only in the discretion of the Board of Directors. Failure to declare a dividend in any year, if earned in the preceding fiscal year, shall not prevent its accumulation for subsequent payment, and capital and/or surplus accumulations shall be distributed on dissolution or partial distribution of assets upon stock ownership. This class of stock shall be the only class issued by the Company. The By-Laws of the Company may impose legal limitations on the holding, ownership,

- 2 -

and transfer of such stock. The By-Laws may provide for the distribution of earnings on a patronage basis, and the capital stock and any dividends declarable thereon shall be subject to such provisions.

6. The period of existence is ninety-nine (99) years from the date of the approval hereof.

7. The purpose of the creation of the company is, and the company shall have the authority, to engage in the business of ginning and wrapping cotton and buying, selling, or otherwise handling cottonseed; to maintain and operate cotton gins, cottonseed warehouses, offices, and facilities of all kinds necessary to the conducting of its business; to conduct the business of a cotton-ginner; to cultivate, own, lease, control, operate, and improve farms and agricultural lands; to cultivate, gather, and harvest agricultural products whether owned by the company, by its stockholders, or by others; in connection with such business, to buy, own, and operate cotton-ginning systems, trucks, trailers, planting equipment, cultivating equipment, harvesting equipment, and other personal property necessary to the conduct and operation of such business; to buy, own, and sell agricultural products, especially cotton and cottonseed, and generally to deal therein; to do the business of a merchant in the said products and in fertilizers, poisons, bagging, and ties, and other wares and merchandise, especially those ancillary to the businesses hereinbefore named; 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 hereinbefore 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

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thereof; to borrow money, and to make and issue notes, bonds, debentures, obligations, and evidences of indebtedness of all kinds, whether secured by mortgage, deed of trust, pledge, or otherwise, without limit as to amount, and to secure the same by mortgage, deed of trust, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description; Provided, however, that no such act may be inconsistent with the laws under which this corporation is organized. WITNESS the signature of Planters Gin Company by its President and Secretary-Treasurer, who have hereunto affixed the seal of said Corporation, on this the 31st day of August, 1951.

PLANTERS GIN COMPANY

By: 

D. M. Worley, President

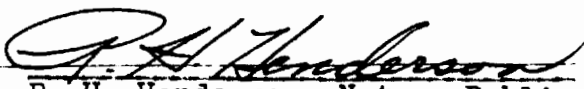
By: 

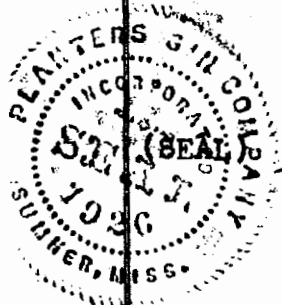
A. J. Simpson, Secretary-Treasurer

THE STATE OF MISSISSIPPI  
COUNTY OF TALLAHATCHIE

This day personally appeared before me, the undersigned authority in and for the said county and state, the within named D. M. WORLEY and A. J. SIMPSON, President and Secretary-Treasurer, respectively, of PLANTERS GIN COMPANY, who acknowledged that they signed and delivered the above and foregoing Amendment of the Charter of Incorporation of said Corporation in their official capacities, and they affixed the seal of said Corporation to said Amendment, and that in all their actions they were duly authorized in the premises, and that their actions were for and on behalf of the said PLANTERS GIN COMPANY and their actions were the actions of said Corporation.

WITNESS my hand and official seal, this the 31st day of August,

  
R. H. Henderson, Notary Public  
My Commission Expires:  
November 17, 1951.



Received at the office of the Secretary of State, this the 25<sup>th</sup> day of Sept.

A. D., 1951, together with the sum of \$ 160<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Brown  
SECRETARY OF STATE

Jackson, Miss.,

September 25<sup>th</sup>, 1951

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.

J. P. Calhoun  
ATTORNEY GENERAL.  
By James S. Randall  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
 Charter of Incorporation of*

PLANTERS 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 af-  
 fixed, this* Twenty-fifth *day of*

September 1951

Receipt No. 2411 L

*By the Governor.*

*Hugh L. Adams*

*Secretary of State.*

*Sam Lumphin*

Lieutenant and Acting Governor

Recorded in the Secretary of State's Office this the twenty-fifth day of September, 1951

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## RESOLUTION FOR AMENDMENT TO CHARTER

Be it resolved by the stockholders of Kaplan-Weinstein, Inc. that the charter of incorporation of the corporation be amended so as to change the name of the corporation to Ginsburg & Weinstein, Inc.

Be it resolved that Section 1 of the charter of incorporation of the said corporation be amended to read as follows:

"1. The corporate title of said Company is Ginsburg & Weinstein, Inc."

Be it resolved that the President and Secretary-Treasurer of this corporation be and they hereby are authorized to perform all acts necessary and requisite to secure the approval of this amendment to the charter of incorporation of Kaplan-Weinstein, Inc.

Nelson C. Weinstein  
President



Howard D. Ginsburg  
Secretary-Treasurer

I, Howard D. Ginsburg, do hereby certify that I am the duly elected and acting Secretary-Treasurer of Kaplan-Weinstein, Inc. and am the custodian of the records of said corporation; that at a meeting duly and legally called and held on the 14th day of September, 1951 at the business office of the corporation at 230 Monroe Avenue, Memphis, Tennessee in accordance with the by-laws of the said corporation the above resolution was unanimously adopted by all of the stockholders of every class; that the foregoing resolution is a true and correct copy of the original resolution passed by the stockholders at such meeting on such date as same appears in Minute Book 1 of the Minutes of said corporation and that

it is now in full force and effect.

Witness my signature and corporate seal of the corporation this the 22 day of September, 1951.



Howard D. Ginsburg  
Howard D. Ginsburg  
Secretary-Treasurer

### AMENDMENT TO CHARTER OF KAPLAN-WEINSTEIN, INC.

Section 1 of the charter of incorporation of Kaplan-Weinstein, Inc. is amended to read as follows: "1. The corporate title of said company is Ginsburg & Weinstein, Inc."



Howard D. Ginsburg  
Secretary-Treasurer of  
Kaplan-Weinstein, Inc.

STATE OF TENNESSEE

COUNTY OF SHELBY

Personally appeared before me, the undersigned notary public in and for the aforesaid State and County, Howard D. Ginsburg, who acknowledged that he is the duly elected and acting Secretary-Treasurer of Kaplan-Weinstein, Inc., a corporation, and that he signed, sealed, executed and delivered the above and foregoing amendment to charter of Kaplan-Weinstein, Inc. as his act and deed in his said official capacity and as the act and deed of Kaplan-Weinstein, Inc.

Witness my signature and official seal this the 22 day of September, 1951.



Herbert H. Glaze  
Notary Public

My commission expires:

May 26, 1954

Received at the office of the Secretary of State this the

26<sup>th</sup> day of Sept-, 1951 together with the sum of  
\$10.00 deposited to cover the recording fee and referred to  
 the Attorney General for his opinion.

Heber L. Loden  
 Secretary of State

Jackson, Mississippi

September 26<sup>th</sup>, 1951

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

J. P. Coleman  
 Attorney General

By James S. Kendall  
 Assistant Attorney General

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

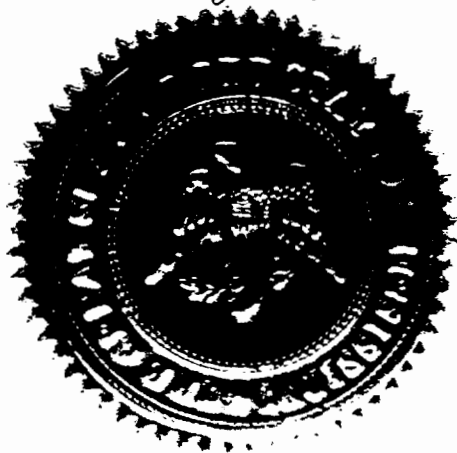
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

KAPLAN-WEINSTEIN, INC.

Changing Name to

GINSBURG & WEINSTEIN, 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 af-  
fixed, this* Twenty-sixth *day of*

September 1951

Receipt No. 2412 L

*By the Governor.*

*Heber L. Adams*

*Sam L. Lapham*  
Lieutenant and Acting Governor

*Secretary of State.*

Recorded in the Secretary of State's Office this the twenty-sixth day of September, 1951.

## AMENDMENT TO ARTICLES OF INCORPORATION

OF

MERCHANTS AND PLANTERS BANK,

HAZLEHURST, MISSISSIPPI.

WHEREAS, the Directors of this Bank have declared a thirty-three and one-third per cent common stock dividend, payable to the holders of the present common stock of this Bank of record as of this date, and have approved the issuance of seven hundred and fifty (750) shares of common stock of this Bank for the purpose of paying said stock dividend, and authorized that the amount of said dividend be charged to earned surplus of the Bank, and

WHEREAS, the stockholders of said Bank desire to ratify said action of the Directors of the Bank, and to take the necessary steps to make the same effective.

NOW THEREFORE BE IT RESOLVED:

FIRST: That the capital stock of this Bank be increased in the sum of \$25,000.00, by the issuance of seven hundred and fifty (750) shares of additional common stock of the par value of thirty-three and one-third dollars (\$33-1/3) per share making the total common stock of said Bank \$100,000.00 divided into 3,000 shares of common stock of the par value of \$33-1/3 per share.

SECOND: That the articles of incorporation of said bank as amended be further amended by striking out Section (1) of Article 2, and inserting in lieu thereof the following:

Article 2 (1) Amount, classes and shares of capital stock.  
The amount of capital stock of the corporation shall be \$100,000.00 divided into classes and shares as follows:

(a) \$100,000.00 of the par value of common stock divided into 3,000 shares.

At a special meeting of the shareholders of Merchants and Planters Bank, Hazlehurst, Mississippi, held on September 18, 1951, ten days' notice of the proposed business having been given by mail, the foregoing resolutions and amendment were adopted by the following vote, representing more than

two-thirds of the common stock of the Bank outstanding:

Total number of shares of preferred stock outstanding None

Total number of shares of common stock outstanding 2250

Total number of shares of common stock represented  
at the meeting 1970-1/2

Total number of shares of common stock voted in favor of the resolutions and amendment 1970-1/2

Total number of shares of common stock voted against the resolutions and amendment	None
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I hereby certify that this is a true and correct report of the vote and of the resolutions adopted at a meeting of the shareholders of this Bank held on the date mentioned and that a complete list of the shareholders voting therefor and of the number of shares voted by each is on file in the Bank.

PRESIDENT OF MERCHANTS AND PLANTERS  
BANK, HAZLEHURST, MISSISSIPPI

Subscribed and sworn to before me this 18 day of September,

NOTARY PUBLIC

MY COMMISSION EXPIRES:

10/9/1954



Received at the office of the Secretary of State, this the 27<sup>th</sup> day of Sept

A. D., 1951, together with the sum of \$50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

September 27<sup>th</sup>, 1951

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.

J. P. Calverton  
ATTORNEY GENERAL.  
By James J. Kendall  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

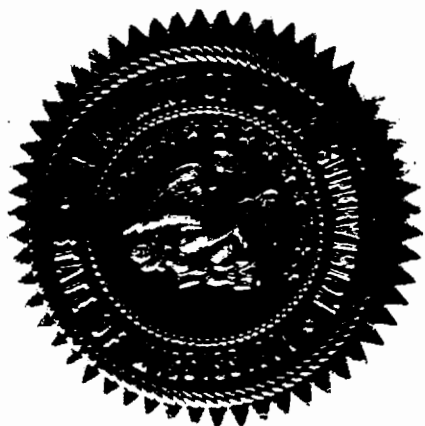
**MERCHANTS & PLANTERS BANK,**

**HAZLEHURST, MISSISSIPPI.**

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,*

*this* 26th *day of*  
September 19 51



*C. J. Johnson*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

MERCHANTS & PLANTERS BANK

*is hereby approved.*



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

September 19 51

Receipt No. 2414 L

By the Governor.

*Hubert L. ...*

Secretary of State.

*Sam Lumphin*

Lieutenant and Acting Governor

Recorded in the Secretary of State's Office this the twenty-seventh day of September, 1951

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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

MAGNOLIA METAL WORKS, INC.

1. The corporate title of said company is MAGNOLIA METAL WORKS, INC.
2. The names of the incorporators are:
 

<u>Charles M. Gordon</u>	Postoffice	<u>304 Medical Bldg., Jackson, Miss.</u>
<u>Robert G. Nichols Jr.</u>	Postoffice	<u>304 Medical Bldg., Jackson, Miss.</u>
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at 304 Medical Bldg., Jackson, Hinds County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:
 

\$10,000.00 common stock with a par value of \$100.00 per share

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

100 shares @ \$100.00 per share. All common stock with equal voting rights

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

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

To operate a business for the sale of roofing, sheet metal and all forms of metal objects, including air conditioning units, refrigeration units, heating units. To install roofing, sheet metal and metal objects and to provide and supply all materials and labor in connection therewith. To sell for wholesale or retail or both; to contract for the sale of roofing, lumber, cloth and metal objects, including plumbing and wiring and to sell and supply at wholesale or retail or both, roofing, lumber, cloth and metal objects and to contract for the installation of same. To sell for cash or credit; to endorse promissory notes; to generally engage in a roofing, sheetmetal, and metal business and plumbing and electrical wiring business at wholesale and retail; to borrow money with or without security therefor. To buy and sell land.

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 before the corporation may begin business.

Forty (40) shares @ \$100.00 each or the sum of \$4,000.00

Charles W. Gordon  
Robert G. Muckelbauer

Incorporators.



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority \_\_\_\_\_

Charles M. Gordon and Robert G. Nichols, Jr.incorporators of the corporation known as the Magnolia Metal Works, 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 26th day of SeptemberWinnie Green  
Notary PublicMy commission expires July 18, 1955

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_Received at the office of the Secretary of State this the 28th day of Sept.  
A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.Walter L. Adams  
Secretary of State.Jackson, Miss., September 28th 1951

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.

J. P. Calhoun  
Attorney General.  
By Magnolia Taylor Jr.  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

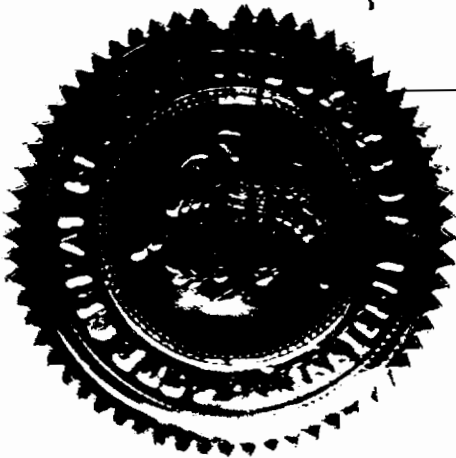
MAGNOLIA METAL WORKS, INC.

is hereby approved.

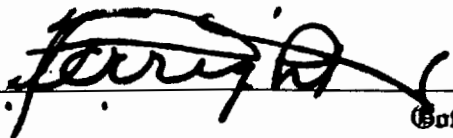
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twenty-eighth \_\_\_\_\_ day of

September 19 51



Receipt No. 2419 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-eighth day of September, 1951.

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

**V. O. JONES LUMBER COMPANY, INC.**

1. The corporate title of said company is V. O. Jones Lumber Company, Inc.
2. The names of the incorporators are:
 

<u>V. O. Jones</u>	Postoffice	<u>McComb, Mississippi</u>
<u>D. B. Jones</u>	Postoffice	<u>McComb, Mississippi</u>
<u>Mrs. Jessie L. Jones</u>	Postoffice	<u>McComb, Mississippi</u>
<u>Mrs. Norma Jones</u>	Postoffice	<u>McComb, Mississippi</u>
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
3. The domicile is at McComb, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:
 

\$25,000.00 of common stock, consisting of 250 shares of common stock, par value \$100.00 per share having a total capital stock of \$25,000.00 and all stock having equal voting value. The Corporation may insert in the fact of each certificate a provision reading: "This certificate shall 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 stock represented by 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 the preceding 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: 250 shares of common stock at the par value of \$100.00 per share, and subject to the restriction on transfer as set out in paragraph 4 above.
6. Period of existence (not to exceed ninety-nine years) is 99 years.  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To buy, sell, deal in and deal with, trade, traffic, and dispose of lumber, timber and lumber or timber products of all descriptions, including the purchasing, cutting, hauling and processing of timber and the purchasing, hauling and processing of rough lumber; selling, broking, and consigning lumber and other timber products.

To buy and sell at wholesale and retail timber, lumber and lumber products of all kinds and descriptions, and such other and further objects as may be necessary and incidental to the carrying on of such lumber business, including the buying, leasing, owning, and using of such necessary machinery and equipment for said business and the buying, leasing, holding, selling and conveying the real estate, timber rights, growing timber or other land holdings necessary or proper in connection with 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.

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 before the corporation may begin business.

Common Stock: 125 shares of common stock of the par value of \$100.00 per share.

*O. B. Jones*  
*V. O. Jones*  
*Mrs. Jennie L. Jones*  
*Mrs. Norma J. Jones*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of PIKE

This day personally appeared before me, the undersigned authority, V. O. Jones,  
D. B. Jones, Mrs. Jessie L. Jones, and Mrs. Norma Jones

incorporators of the corporation known as the V. O. JONES LUMBER COMPANY, INC.  
 who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as  
(their) act and deed on this the 20 day of September, A. D. 1951

LOUIS ALFORD, NOTARY PUBLIC  
 Pike County, Miss.  
 My Commission Expires Mar. 30, 1954

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 28<sup>th</sup> day of Sept.  
 A. D., 1951, together with the sum of \$ 60 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., September 28<sup>th</sup> 1951

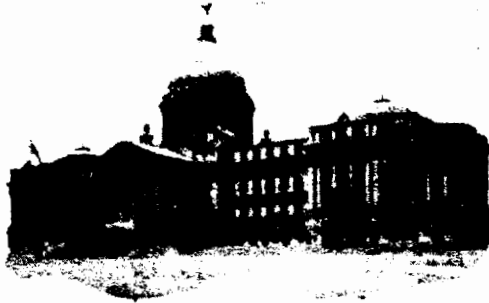
I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-  
 stitution and laws of the state, or of the United States.

J. P. Solomon Attorney General.  
 By Marshall L. Laper Jr. Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

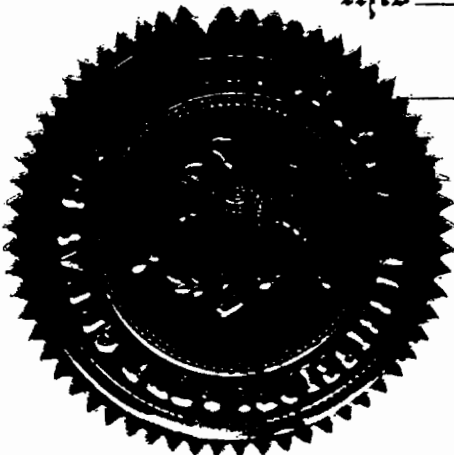
V. O. JONES LUMBER COMPANY, INC.

is hereby approved.

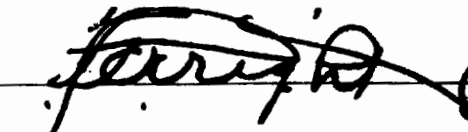
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this Twenty-eighth day of

September 19 51



Receipt No. 2420 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-eighth day of September, 1951.



## THE CHARTER OF INCORPORATION OF

## YEAGLEY'S NO. 3, INC.

1. The corporate title of said company is Yeagley's No. 3, Inc.
2. The names of the incorporators are:  
E. L. Freeman, 123 North Denver Street, Jackson, Miss.  
D. S. Yeagley, 208 Eureka Avenue, Jackson, Miss.  
E. H. Yeagley, 1656 First Avenue, Jackson, Miss.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:  
1000 shares of common stock of the par value of \$100.00 per share.
5. Number of shares for each class and par value thereof:  
1000 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 own, conduct, operate, maintain and carry on the business of a grocer and to sell and dispense, both at wholesale and retail, groceries, foods, beverages, candies, confections, novelties, gifts and any and all other types of merchandise whatsoever not prohibited by law. To carry on such business or businesses at such location or locations at Jackson, Mississippi or at any point within or without the State of Mississippi as may be designated

by the Board of Directors. To own, lease, control, maintain and operate any type of merchandising business, either wholesale or retail, at any location whatsoever, as may be designated by the Board of Directors. To lease, buy, own, mortgage, grant, bargain, sell and convey real and personal property necessary or convenient for the carrying on of business of the general nature herein specified or otherwise. To do all and everything necessary, suitable and proper for or incidental to the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore 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 pertinent 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.

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 the common stock.

C. L. Freeman  
D. S. Yeagley  
E. H. Peasley  
 Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, E. L. Freeman, D. S. Yeagley and E. H. Yeagley, incorporators of the corporation known as Yeagley's No. 3, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 28th day of September, 1951.



Mary Ruth Moffat  
Notary Public

My commission expires: Nov 4, 1957

Received at the office of the Secretary of State this the 29th day of Sept, A. D., 1951, together with the sum of \$210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Linder  
Secretary of State

Jackson, Miss., October 1st 1951.

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.

J. P. Coleman  
Attorney General

James J. McDall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

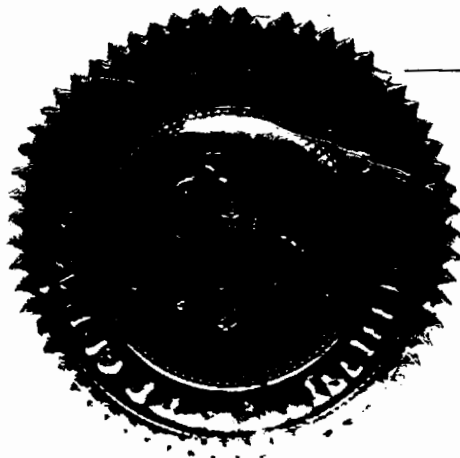
YEAGLEY'S NO. 3, INC.

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 \_\_\_\_\_ First \_\_\_\_\_ day of

October 19 51



Receipt No. 2426 L

*Sam Lumphin*  
Lieutenant and Acting Governor

By the Governor

*Walter L. Riden*  
Secretary of State

Recorded in the Secretary of State's Office this the  
first day of October, 1951.

CERTIFIED COPY OF RESOLUTION PASSED BY THE STOCKHOLDERS  
OF  
BELK-CROEN COMPANY OF HATTIESBURG, MISSISSIPPI, INCORPORATED

BE IT RESOLVED that the Charter of Incorporation of Belk-Croen Company of Hattiesburg, Mississippi, Incorporated, as originally issued, be amended to read as follows:

That Article 1 be amended to read as follows:


1. The corporate title of said company is Belk's Department Store of Hattiesburg, Mississippi, Incorporated.

That the other articles be and the same remain as originally granted.

BE IT FURTHER RESOLVED that the Vice-President and Assistant Secretary be authorized to execute an amendment to the Articles of Incorporation.

I, Thomas M. Belk, Assistant Secretary of the above corporation, do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by the stockholders of said corporation as same appears on the minutes of the corporation of which I am the official custodian.

Witness my signature and the seal of the corporation, this the 25th day of September, 1951.

  
Asst. Sec.



AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
BELK-CROEN COMPANY OF HATTIESBURG, MISSISSIPPI, INCORPORATED

That the charter of incorporation of Belk-Croen Company of Hattiesburg, Mississippi, Incorporated be amended to read as follows:

That Article 1 be amended to read as follows:

1. The corporate title of said company is: Belk's Department Store of Hattiesburg, Mississippi, Incorporated.

That the other articles be and the same remain as originally granted.

Witness the signature and seal of the corporation, this the 25th day of September, 1951.

Thomas M. Belk By W H Belk Jr  
Assistant Secretary Vice-President



STATE OF NORTH CAROLINA )  
COUNTY OF MECKLENBURG )

Personally came and appeared before me, the undersigned authority in and for said County and State, and while within my official jurisdiction, the within named W. H. Belk, Jr. and Thomas M. Belk, who acknowledged that they are the Vice-President and Assistant Secretary, respectively, of Belk-Croen Company of Hattiesburg, Mississippi, Incorporated, a corporation, and that as such officers, for and on behalf of said corporation, executed the above and foregoing amendment to the charter of incorporation of Belk-Croen Company of Hattiesburg, Mississippi, Incorporated as the act and deed of said corporation after having been duly authorized to do so.

Given under my hand and seal of office, this the 25th day of September, 1951.

Hazel R. Caton  
Notary Public

My Commission Expires September 3rd, 1953



Received at the office of the Secretary of State, this the 1<sup>st</sup> day of October

A. D., 1951, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

October 1st, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James C. Kendall  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

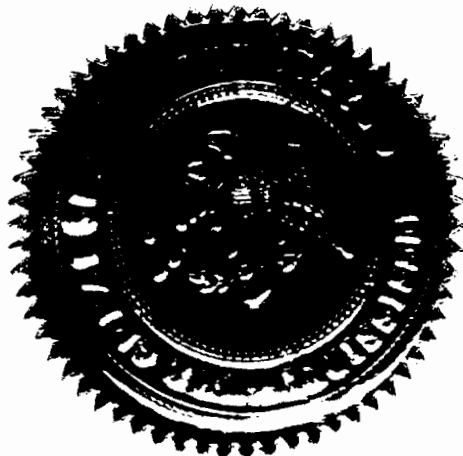
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

BELK-GREEN COMPANY OF HATTIESBURG, MISSISSIPPI, INCORPORATED

Changing name to

BELK'S DEPARTMENT STORE OF HATTIESBURG, 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 af-  
fixed, this* FIRST *day of*  
OCTOBER 1951

Receipt No. 2432 L

*By the Governor.*

*[Signature]*

*Secretary of State.*

*[Signature]*

Lieutenant and Acting Governor

Recorded in the Secretary of State's Office this the first day of October, 1951.



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

### SECURITY BANK BUILDING COMPANY, INC.

1. The corporate title of said company is SECURITY BANK BUILDING COMPANY, INC.

2. The names of the incorporators are:

J. C. Dunlap Postoffice Batesville, Mississippi

C. S. Smythe Postoffice Batesville, Mississippi

W. H. Wall Postoffice Sardis, Mississippi

N. C. House Postoffice Batesville, Mississippi

George C. Carlson Postoffice Batesville, Mississippi

Postoffice

Postoffice

Postoffice

3. The domicile is at Batesville, Mississippi

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

\$50,000.00 Par Value Common Stock, consisting of  
1,000 shares, having a par value of \$50.00 per share.

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

Common Stock - 1,000 shares, par value \$50.00 per share

6. The period of existence ~~(not to exceed fifty years)~~ is Ninety-nine (99) years

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

To acquire real estate; to hold, improve, develop, operate, manage, mortgage, sell, exchange, lease, and to generally deal in real estate, and personal property; to borrow money and to loan money, and to take security therefor.

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 before the corporation may begin business.

800 shares of Common Stock

J. C. Deenlap  
 J. C. Deenlap  
 J. H. Hall  
 R. C. House  
 L. C. Carlson

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Panola

This day personally appeared before me, the undersigned authority

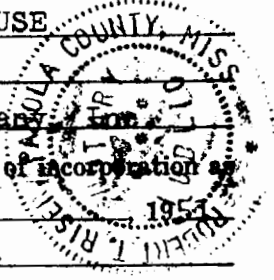
J. C. DUNLAP, C. S. SMYTHE, W. H. WALL, N. C. HOUSEand GEORGE C. CARLSON

incorporators of the corporation known as the Security Bank Building 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<sup>th</sup> day of September

(SEAL)

NOTARY PUBLIC

My Commission Expires June 23, 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 1<sup>st</sup> day of October  
 A. D., 1951, 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., October 1<sup>st</sup> 1951

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

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.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

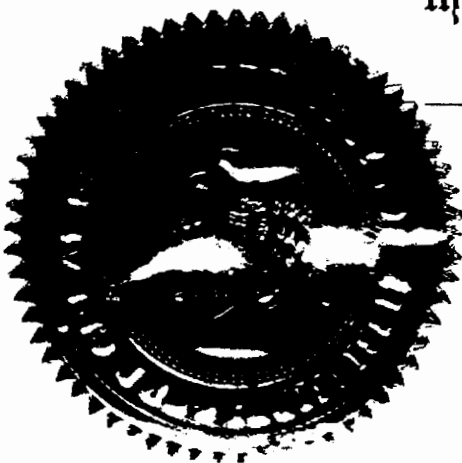
SECURITY BANK BUILDING COMPANY, INC.

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 \_\_\_\_\_ First \_\_\_\_\_ day of

October 19 51



Receipt No. 2433 L

*Sam Lumphin*

Lieutenant and Acting Governor

By the Governor

*Heber L. Adams*

Secretary of State

Recorded in the Secretary of State's Office this the  
first day of October, 1951.

R E S O L U T I O N

BE IT RESOLVED that the Charter of Incorporation of HOME TELEPHONE COMPANY, as originally issued, be amended to read as follows:

That Article 4 be amended to read as follows:

4. Amount of capital stock and particulars as to class or classes thereof: \$10,000.00 Common Stock; \$10,000.00 Preferred Stock, 5% interest, non voting except as required by Section 194 of the Constitution of 1890.

That Article 5 be amended to read as follows:

5. Number of shares for each class and par value thereof: 200 shares having a par value of \$50.00; 1,000. shares of 5% Preferred Stock at \$10.00 per share, non voting, except as required by Section 194 of the Constitution of 1890.

That Article 7 be amended to read as follows:

7. The purpose for which it is created: To buy, sell own and operate telephone exchanges, systems or lines in DeSoto, Marshall and other counties in the State of Mississippi, and to conduct a general telephone business incident thereto;
  - (a) To buy, sell, own, operate, maintain and otherwise deal in telephone exchanges, systems and lines in the State of Tennessee and to conduct within the State of Tennessee a general telephone business with all of the rights and incidents thereto pertaining; and to have the same and like powers to engage in the telephone business in any other state or states.
  - (b) To own, operate, maintain, service and in all respects deal in telephone exchanges, systems and lines in the Counties of DeSoto and Marshall in the State of Mississippi, more particularly

-2-

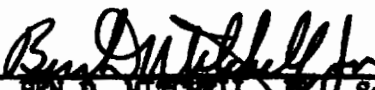
within and about the towns of Olive Branch and  
Byhalia and the communities of Pleasant Hill,  
Cedarview, Lewisburg, Mineral Wells, Miller,  
Stonewall, Ingram's Mill, Barton, Warsaw,  
Watson and Victoria; and in the County of  
Shelby, State of Tennessee, more particularly  
that section of the said Shelby County along  
and adjacent to Holmes Road east of Highway  
No. 78.

That the other Articles be and the same remain as  
originally granted.

Be it further resolved that the President be authorized  
to execute an Amendment to the Articles of Incorporation.

I, BEN D. MITCHELL, JR., Secretary of the above Corpora-  
tion, do hereby certify that the above and foregoing is a true and  
correct copy of the resolution passed by the stockholders of said  
Corporation as same appears on the Minutes of the Corporation of  
which I am the official custodian.

WITNESS my signature and the Seal of the Corporation,  
this the 27 day of September, 1951.

  
BEN D. MITCHELL, JR., Secretary.



AMENDMENT TO THE CHARTER OF INCORPORATION  
OF

HOME TELEPHONE COMPANY

That the Charter of Incorporation of HOME TELEPHONE COMPANY  
be amended to read as follows:

That Article 4 be amended to read as follows:

4. Amount of capital stock and particulars as to class  
or classes thereof: \$10,000.00 Common Stock;  
\$10,000.00 Preferred Stock, 5% interest, non voting,  
except as required by Section 194 of the Constitu-  
tion of 1890.

That Article 5 be amended to read as follows:

5. Number of shares for each class and par value  
thereof: 200 shares having a par value of \$50.00;  
1,000 shares of 5% Preferred Stock at \$10.00 per  
share, non voting, except as required by Section  
194 of the Constitution of 1890.

That Article 7 be amended to read as follows:

7. The purpose for which it is created: To buy, sell,  
own and operate telephone exchanges, systems or lines  
in DeSoto, Marshall and other counties in the State  
of Mississippi, and to conduct a general telephone  
business incident thereto;
- (a) To buy, sell, own, operate, maintain and otherwise  
deal in telephone exchanges, systems and lines  
in the State of Tennessee and to conduct within  
the State of Tennessee a general telephone busi-  
ness with all of the rights and incidents thereto  
pertaining; and to have the same and like powers  
to engage in the telephone business in any other  
state or states.
- (b) To own, operate, maintain, service and in all  
respects deal in telephone exchanges, systems and  
lines in the Counties of DeSoto and Marshall  
in the State of Mississippi, more particularly

-2-

within and about the towns of Olive Branch and  
 Byhalia and the communities of Pleasant Hill,  
 Cedarview, Lewisburg, Mineral Wells, Miller,  
 Stenswall, Ingram's Mill, Barton, Warsaw,  
 Watson and Victoria; and in the County of  
 Shelby, State of Tennessee, more particularly  
 That section of the said Shelby County along  
 and adjacent to Holmes Road east of Highway  
 No. 78.

That the other articles be and the same remain as originally  
 granted.

WITNESS the signature and Seal of the Corporation, this  
 the 27 day of September, 1951.

HOME TELEPHONE COMPANY

By Lon J. Darley  
 LON J. DARLEY, SR., President



ATTEST:

Ben D. Mitchell Jr.  
 BEN D. MITCHELL, JR., Secretary



## STATE OF MISSISSIPPI

## COUNTY OF DeSOTO

Personally came and appeared before me, the undersigned authority in and for said county and state and while within my official jurisdiction, the within named LON J. DARLEY, SR., who acknowledged that he is the President of Home Telephone Company, a Corporation, and that as such officer, for and on behalf of said Corporation, executed the above and foregoing Amendment to the Charter of Incorporation of Home Telephone Company, as the act and deed of said Corporation after having been duly authorized to do so.

Given under my hand and seal of office, this the 27 day of September, 1951.

Bruce Payne  
Notary Public  
 (Official Title)



My commission Expires:

January 27, 1954

Received at the office of the Secretary of State, this the

29<sup>th</sup> day of Sept.

A. D., 1951, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Rodden  
 SECRETARY OF STATE

Jackson, Miss.,

October 1st, 1951

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.

J. P. Coleman  
 ATTORNEY GENERAL  
 By James J. Kendall  
 Assistant Attorney General.

# State of Mississippi

EXECUTIVE



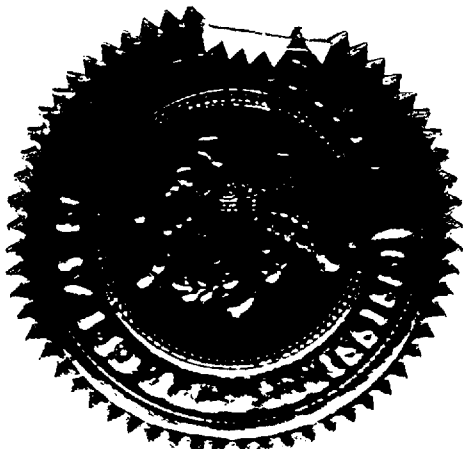
OFFICE

JACKSON

*The within and foregoing Amendment to the  
 Charter of Incorporation of \_\_\_\_\_*

HOME TELEPHONE COMPANY

*is hereby approved.*



*In testimony whereof, I have herunto set  
 my hand and caused the Great Seal  
 of the State of Mississippi to be af-  
 fixed, this \_\_\_\_\_ First \_\_\_\_\_ day of  
 \_\_\_\_\_ October \_\_\_\_\_ 19 51.*

Receipt No. 2427 L

*By the Governor.*

*Heber L. Linder*

*Secretary of State.*

*Sam Lumphin*  
 Lieutenant and Acting Governor

Recorded in the Secretary of State's Office this the first day of October, 1951.

RESOLUTION OF THE STOCKHOLDERS  
OF  
HOTEL BILOXI, INC.

"RESOLVED, that the charter of incorporation be amended as follows:

"(a) Amend Paragraph 4 so that the same shall hereafter be and read as follows:

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

"1,400 shares of \$100.00 par value common stock. No other class or series. Total capital stock - \$140,000.00.

"(b) Amend Paragraph 5 so that the same shall hereafter be and read as follows:

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

"1,400 shares of \$100.00 par value common stock.

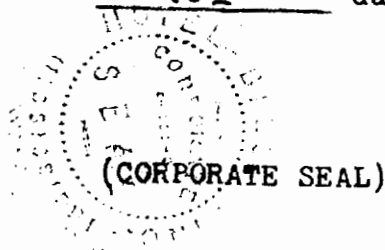
"(c) Amend Paragraph 8 so that the same shall hereafter be and read as follows:

"8. Number of shares of each class to be subscribed and paid for before the Corporation may begin business:

"1,400 shares of \$100.00 par value common stock."

I, SEBA MAHONY, the Secretary of HOTEL BILOXI, INC., a Mississippi corporation, hereby certify that the above and foregoing is a true and exact copy of a resolution of the stockholders of HOTEL BILOXI, INC., passed on the 29th day of August, 1951, at a stockholders' meeting called and held in accordance with the by-laws of said Corporation, at which time the holders of the entire outstanding capital stock of the Corporation were present in person or by proxy, and which resolution was passed and adopted by the unanimous vote of the holders of all of the shares of stock of said Corporation, and which resolution was duly entered upon and appears in the minutes of the Corporation.

WITNESS my signature and the seal of said Corporation this 26<sup>th</sup> day of September, 1951.



Seba Mahony  
Secretary

AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
HOTEL BILOXI, INC.

Amend Paragraph 4 by striking out the words and figures "1630 shares of \$100.00 par value common stock. No other class or series. Total capital stock - \$163,000.00" and substituting the following words and figures "1,400 shares of \$100.00 par value common stock. No other class or series. Total capital stock - \$140,000.00."

Amend Paragraph 5 by striking out the words and figures "1630 shares of \$100.00 par value common stock" and substituting the following words and figures "1,400 shares of \$100.00 par value common stock."

Amend Paragraph 8 by striking out the words and figures "1630 shares of \$100.00 par value common stock" and substituting the following words and figures "1,400 shares of \$100.00 par value common stock."



(CORPORATE SEAL)

HOTEL BILOXI, INC.

By

Seba Mahony  
Secretary

STATE OF ILLINOIS  
COUNTY OF COOK

} SS

Before me, the undersigned Notary Public in and for said County and State, personally came and appeared SEBA MAHONY, the Secretary of Hotel Biloxi, Inc., a Mississippi corporation, who acknowledged to and before me that for and on behalf of said Corporation, he signed the foregoing amendment to the charter of incorporation of said Corporation on the

- 2 -

1st day of September, 1951, as the act and deed of said Corporation, he being by his principal fully authorized so to do.

GIVEN under my hand and seal of office, this, the 24<sup>th</sup> day of September, 1951.



Jane Long  
Notary Public

Received at the office of the Secretary of State, this the 2<sup>nd</sup> day of October

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

October 3rd, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By

James S. Kendall  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



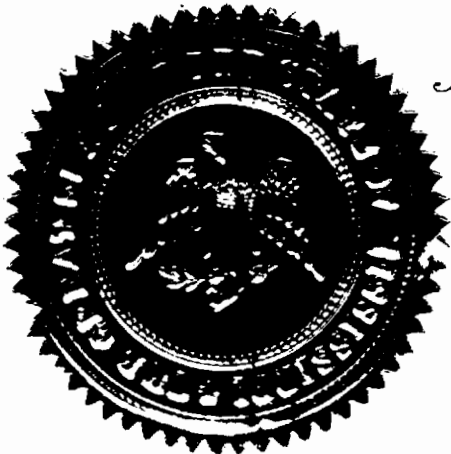
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

HOTEL BILOXI, 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 af-  
fixed, this* Third *day of*

October 19 51

Receipt No. 2440 L

*By the Governor.*

*[Signature]*

Secretary of State.

*[Signature]*

Lieutenant and Acting Governor

Whereas the Servian Club of Jackson, Mississippi has been organized with the chief purpose of organization being civic improvement; and whereas it is the feeling of the Board of Directors that the said Servian Club should be incorporated under the laws of the State of Mississippi

Now, therefore, it is hereby resolved that Fred L. Nelson, Jr., Gene Jones and Robert A. Biggs, Jr. be and they are hereby named incorporators of said club and they are hereby authorized to do any and all acts necessary to accomplish said incorporation.

I, Gene Jones, Secretary of the Servian Club of Jackson, Mississippi, do hereby certify that the above and foregoing is a true copy of the resolution of the Board of Directors of the Servian Club of Jackson, Mississippi, adopted in meeting held on October 2, 1951.

Gene Jones  
Secretary -

Furnished by Heber Leides, 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 SERBIAN CLUB OF JACKSON, MISSISSIPPI, INCORPORATED

1. The corporate title of said company is THE SERBIAN CLUB OF JACKSON, MISSISSIPPI, INCORPORATED
2. The names of the incorporators are:

FRED L. NELSON, JR. Postoffice JACKSON, MISSISSIPPI

GENE JONES Postoffice JACKSON, MISSISSIPPI

ROBERT A. HIGGS, JR. 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: NONE - This Corporation shall be a non profit organization, being a civic improvement society. Said corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among their 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 otherwise the entire Corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: This Charter is for a non-share Corporation.

6. The period of existence (not to exceed fifty years) is perpetual, provided nevertheless that same shall be subject at all times to alteration, amendment or repeal.



7. The purpose for which it is created: To promote civic improvement of the City of Jackson, Mississippi; to hold regular meetings; to foster organized programs for the improvement of recreational activities of the youth of Jackson, Mississippi; to own, rent, lease, operate and maintain concession stands for the purpose of raising funds with which to finance such programs, and to sponsor activities by which such funds might be raised; and generally with full power to perform any and all acts connected with the promotion of general civic improvement or arising therefrom or incidental thereto, and all acts proper or necessary for the purpose of carrying out such improvement.

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 before the corporation may begin business.

None

*Fred L. Nelson Jr.*  
*Gene Jones*  
*Robert A. Dwyer Jr.*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Fred L. Nelson, Jr.,  
Gene Jones, and Robert A. Biggs, Jr



incorporators of the corporation known as the Servian Club of Jackson, Mississippi, Inc.,  
 who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as  
 their act and deed on this the 3rd day of October, 19 51

My Commission Expires Aug. 5, 1955

Fred L. Nelson, 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 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 \_\_\_\_\_, 19 \_\_\_\_\_

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 \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 3rd day of October  
 A. D., 1951, together with the sum of \$10 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Walter Rodney

Secretary of State.

Jackson, Miss., October 3rd 1951

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

J. A. Coleman Attorney General.  
 By Maynard Hayden Jr. Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

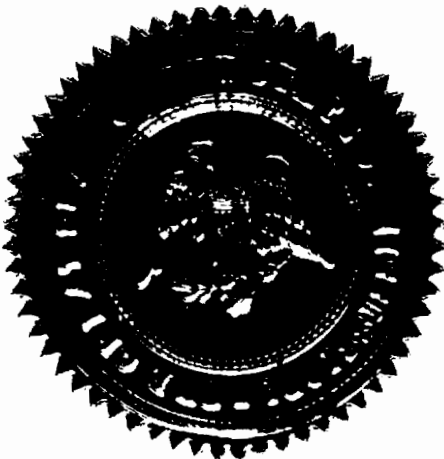
THE SERVIAN CLUB OF JACKSON, MISSISSIPPI, INCORPORATED

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 Third day of

October 19 51



Receipt No. 2445

*Sam Lumpkin*  
Lieutenant and Acting Governor

By the Governor

*Heber Roden*  
Secretary of State

Recorded in the Secretary of State's Office this the  
third day of October, 1951.

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EXCERPTS FROM MINUTES OF  
MEETING OF THE STOCKHOLDERS OF  
WALLACE E. JOHNSON LUMBER STORE, INC.

At a meeting of the Stockholders of Wallace E. Johnson Lumber Store, Inc., held at 875 Rayner Street, Memphis, Tennessee, on September 25, 1951, the following Resolution was adopted:

"RESOLVED, That the Stockholders of Wallace E. Johnson Lumber Store, Inc., declare that it would be to the best interest of the company that the following amendment be made to the Charter of Incorporation of said company:

WHEREAS, it is considered to be advisable that the Charter of Incorporation of Wallace E. Johnson Lumber Store, Inc., be amended as follows:

The first sentence of Paragraph (4) of said Charter be deleted in its entirety and the following sentence be substituted therefor:

"(4) Amount of capital stock and particulars as to class or classes thereof:

One Thousand and Ten (1,010) Shares of common and preferred stock of the nominal or par value of \$100.00 per share."

Paragraph (5) of said Charter be deleted in its entirety, and the following paragraph be substituted therefor:

"(5) Number of shares for each class and par value thereof:

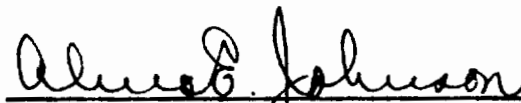
850 Shares of Preferred Stock of the par value of \$100.00 per share

160 Shares of Common Stock of the par value of \$100.00 per share."

FURTHER RESOLVED, That the President and Secretary of the Company be and they hereby are authorized to forward a copy of the above Resolution to the Secretary of State of the State of Mississippi, in order that said Resolution may be duly recorded in that office, thereby officially amending the Charter of Incorporation."

This is to certify that the above excerpt is a true copy of the resolution as adopted, said excerpt being taken from the Minute Book of the Corporation.

WITNESS my hand this 29th day of September, 1951.

  
Secretary

AMENDMENT TO CHARTER OF INCORPORATION

At a Meeting of the Stockholders of

WALLACE E. JOHNSON LUMBER STORE, INC.,

duly held at the office of said corporation in Memphis, Tennessee on the 25 day of September, 1951, the following resolution was adopted, its advisability being declared, which resolution is as follows:

"RESOLVED That the stockholders of Wallace E. Johnson Lumber Store, Inc., declare that it would be to the best interest of the company that the following amendment be made to the Charter of Incorporation of said company:

"WHEREAS, it is considered to be advisable that the Charter of Incorporation of Wallace E. Johnson Lumber Store, Inc., be amended as follows:

"The first sentence of Paragraph (4) of said Charter be deleted in its entirety and the following sentence be substituted therefor:

"(4) Amount of capital stock and particulars as to class or classes thereof:

One Thousand and Ten (1,010) Shares of common and preferred stock of the nominal or par value of \$100.00 per share."

"Paragraph (5) of said Charter be deleted in its entirety, and the following paragraph be substituted therefor:

"(5) Number of shares for each class and par value thereof:

850 Shares of Preferred Stock of the par value of \$100.00 per share

160 Shares of Common Stock of the par value of \$100.00 per share."

We, Wallace E. Johnson and Alma E. Johnson, the President and Secretary, respectively, of Wallace E. Johnson Lumber Store, Inc., a corporation chartered and organized under the laws of the State of Mississippi, in pursuance to directions from the stockholders of the corporation, hereby certify that at a meeting of the stockholders of said corporation, legally called and held at the office of said corporation in the City of Memphis, Tennessee, a resolution in writing was adopted by an affirmative vote of the stockholders, said affirmative vote representing 90% of the shares of stock in said corporation, declaring the desire of the stockholders to amend the charter of their said company for the purposes set forth in said resolution above set out, and that said resolution was duly entered on the minutes of said corporation.

Now, therefore, we hereby certify to the fact of the adoption of said resolution by the stockholders of said corporation for the purposes set out, to the end that this certificate may be duly recorded in the office of the Secretary of State.

In witness whereof, we have hereunto set our hands and affixed hereunto the corporate seal of said corporation this 29th day of Sept., 1951.

WALLACE E. JOHNSON LUMBER STORE, INC.

By Wallace E. Johnson  
President

By Alma E. Johnson  
Secretary

STATE OF TENNESSEE )  
COUNTY OF SHELBY )

This day personally appeared before me the undersigned authority and while within my jurisdiction, the within named Wallace E. Johnson and Alma E. Johnson, President and Secretary, respectively, of Wallace E. Johnson Lumber Store, Inc., a corporation, who acknowledged that they executed the above and foregoing amendment to the charter of the said corporation as the act and deed of the corporation, after having been duly authorized to do so, on the day and year therein mentioned.

Witness my signature and seal of office, this the 29th day of Sept., 1951.



Mary Oute Billingsley  
Notary Public

My Commission Expires:

My Commission Expires July 7, 1953

Received at the office of the Secretary of State, this the 31<sup>st</sup> day of October

A. D., 1951, together with the sum of \$130<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

October 4<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By

James S. Kendall  
Assistant Attorney General.



# State of Mississippi

EXECUTIVE



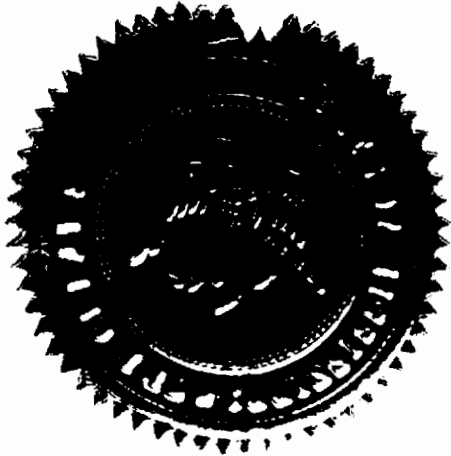
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

WALLACE E. JOHNSON LUMBER STORE, 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 af-  
fixed, this* Fourth *day of*

October 19 51

Receipt No. 2443 L

*By the Governor*

*Hubert L. ...*

*Secretary of State.*

*Ferris A. ...*

Recorded in the Secretary of State's Office this the fourth day of October, 1951.

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

### SHEPHERD'S CAMP

1. The corporate title of said company is Shepherd's Camp  
 2. The names of the incorporators are:

John L. O'Steen Postoffice Jackson, Mississippi

T. W. Crockett Postoffice Jackson, Mississippi

Luther Ammons 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

50 shares of Common Stock at par  
value of \$100 each.

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

6. Period of existence (not to exceed ninety-nine years) is Ninety-nine years.  
 (Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To acquire by purchase, or otherwise, and maintain and operate lakes, grounds lodges, club houses, hunting, fishing and camping paraphernalia and all kinds and classes of personal property used or useful in connection therewith so as to furnish and make available fishing, hunting, outing and club pleasures to the members of the club and their invited guests.

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 before the corporation may begin business.

Twenty share of common stock of par value of \$100.00 each.

*W. C. ...*  
*William ...*  
*John T. O'Steen*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority John L. O'Steen,  
T. W. Crockett and Luther Ammons

incorporators of the corporation known as the Shepherd's Camp  
 who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as  
 (his) (their) act and deed on this the 1<sup>st</sup> day of September

Notary Public

(My commission expires 12/1/1911)

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 3<sup>rd</sup> day of October  
 A. D., 1951, together with the sum of \$20.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., October 4<sup>th</sup> 1951

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

By \_\_\_\_\_

J. P. Calanan  
 Attorney General  
James J. Kendall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

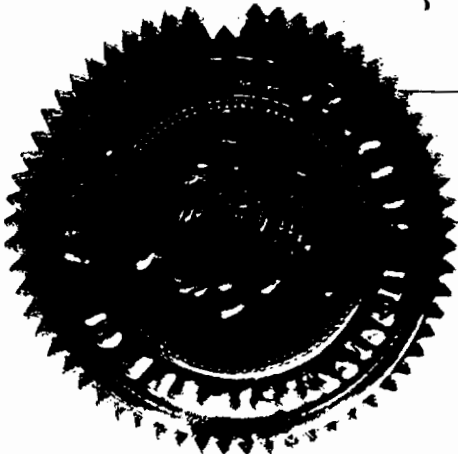
SHEPHERD'S CAMP

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

October \_\_\_\_\_ 19 51



Receipt No. 2442 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
fourth day of October, 1951.

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THE CHARTER OF INCORPORATION OF THE STONE COUNTY FAIR ASSOCIATION  
WIGGINS, MISSISSIPPI

I

The corporate title of said association is The Stone County Fair Association.

II

The names and Post Office addresses of the incorporators are:

W. E. Martin, Wiggins, Mississippi;  
Otho C. Rowell, Wiggins, Mississippi;  
H. H. Batson, Wiggins, Mississippi.

The foregoing persons being members of The Stone County Fair Association, having been previously authorized by said association, on its minutes, to apply for the charter of incorporation.

III

The domicile of the corporation in this state is Wiggins, Mississippi.

IV

This association is a non-share corporation and will issue no 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 laws of membership, by death or otherwise, the termination of all interest of such members in 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.

V

The period of existence shall be perpetual.


## VI

The principal purpose for which the corporation is created is to promote the agricultural and industrial development of Stone County, Mississippi; to promote fairs, livestock shows, other shows and other forms of entertainment for the purpose of promoting and advertising the agricultural and industrial development and advantages of said county. To buy, own, hold, lease or otherwise acquire and dispose of land and other property, to mortgage, encumber or pledge any property or other assets owned by the corporation for the successful conduct of its purpose. 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,

IN WITNESS WHEREOF, we, W. E. Martin, Otho C. Rowell and H. H. Batson, the three above named incorporators, have hereunto subscribed our signatures, on this the 1<sup>st</sup> day of October A. D. 1951.

  
W. E. Martin

  
Otho C. Rowell

  
H. H. Batson

STATE OF MISSISSIPPI

COUNTY OF STONE

Before me, the undersigned Notary Public in and for the aforesaid state and county, this day personally appeared the above named incorporators, W. E. Martin, Otho C. Rowell and H. H. Batson, who each separately acknowledged that they signed and delivered the above and foregoing instrument of writing, being a charter of incorporation, on the day and year therein written.



Given under my hand and official seal, this 1<sup>st</sup> day  
of October, A. D. 1951.



[Signature]  
Notary Public

My commission expires:  
Jan. 23, 1957

5<sup>th</sup> Received in the Office of the Secretary of State, this  
day of October, A. D. 1951, together with the  
sum of Ten Dollars (\$10.00) deposited to cover the recording fee,  
and referred to the Attorney General for his opinion.

[Signature]  
Secretary of State

Jackson, Mississippi  
October 5th, 1951

I have examined the charter of incorporation and am of the  
opinion that it does not violate the constitution of the laws of  
this state or of the United States.

J. P. Coleman  
Attorney General  
[Signature]  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

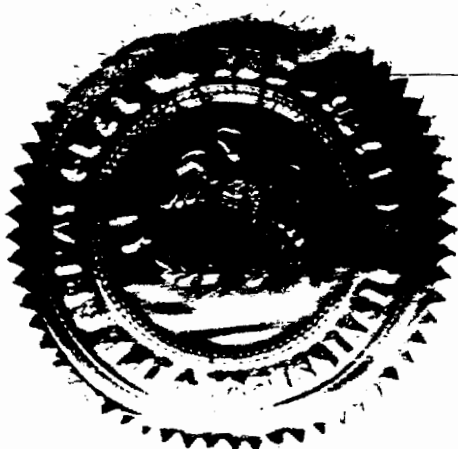
THE STONE COUNTY FAIR ASSOCIATION

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

OCTOBER 19 51



Receipt No. 2450

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
sixth day of October, 1951.

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 TUNGOLIN COMPANY, INC.

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

<u>John Watts</u>	<u>Postoffice</u>	<u>Gulfport, Mississippi</u>
<u>Edith Ballard Watts</u>	<u>Postoffice</u>	<u>Gulfport, Mississippi</u>
<u>Darby H. Gilmer</u>	<u>Postoffice</u>	<u>Gulfport, Mississippi</u>
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
3. The domicile is at 3030 - 25th Avenue, Gulfport, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of capital stock authorized shall be \$75,000.00. Said capital stock shall consist of common stock.

5. Number of shares for each class and par value thereof: The number of shares of common stock which shall be issued shall be 750 shares of the par value of \$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 engage in the business of manufacturing, selling, and distributing cosmetics and allied products.

To buy, sell, own and operate raw materials, machinery and equipment for the manufacture of the said cosmetics and allied products.

To purchase, maintain and operate real estate, plants, machinery, and equipment for the purpose of manufacturing, dealing in and with cosmetics and allied products.

To sell, distribute, and otherwise deal in and with cosmetics and other allied products through agencies, distributors, or otherwise, so as to merchandise them in the general course and conduct of the 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 before the corporation may begin business.

250 shares of the common stock hereby authorized.

*John Walth*

*Sammy H. Gilmer*

*Edith B. Green*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HARRISON

This day personally appeared before me, the undersigned authority \_\_\_\_\_

John Watts, Edith Ballard Watts, and Darby H. Gilmerincorporators of the corporation known as the The Tungolin Company, Inc.who acknowledged that ~~that~~ (they) signed and executed the above and foregoing articles of incorporation ~~and~~(his) (their) act and deed on this the 3<sup>rd</sup> day of OctoberDavid Cameron  
NOTARY PUBLICMy commission expires: 22 Jan 1954

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 \_\_\_\_\_, 19 \_\_\_\_\_

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 \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 5<sup>th</sup> day of OctoberA. D., 1951, together with the sum of \$ 160.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.Henry L. Linder  
Secretary of State.Jackson, Miss., October 5<sup>th</sup> 1951

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.

J. P. Cameron  
Attorney General.By W. J. Linder  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE TUNGOLIN 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

October 19 51



Receipt No. 2501 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
sixth day of October, 1951.

## COMMERCIAL BANK &amp; TRUST COMPANY

of

JACKSON, MISSISSIPPI

AMENDMENT TO CHARTER OF INCORPORATION

Section 4 of the Charter of Incorporation of the Commercial Bank & Trust Company of Jackson, Mississippi, as amended, is hereby amended so as to read as follows, to-wit:

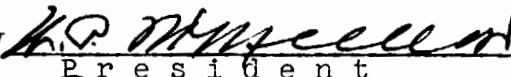
- "4. Amount of Capital Stock and particulars as to class or classes thereof: Capital Stock \$500,000.00 - all Common Stock."

Section 5 of the Charter of Incorporation of the Commercial Bank & Trust Company of Jackson, Mississippi, is hereby amended so as to read as follows, to-wit:

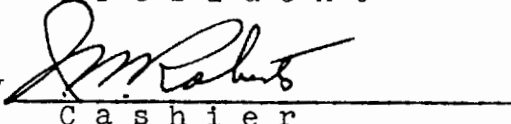
- "5. Number of shares of each class and par value thereof: 50,000 shares of Common Stock of a par value of \$10.00 per share."

COMMERCIAL BANK &amp; TRUST COMPANY

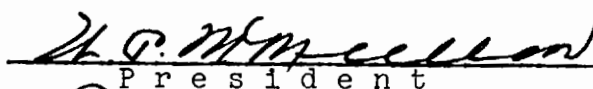
By

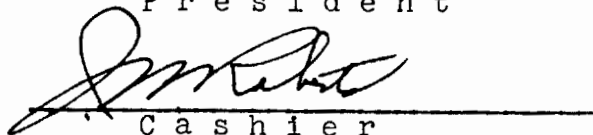
  
 President

By

  
 Cashier

We, the undersigned, hereby certify that the above Amendment to the Charter of Incorporation of the Commercial Bank & Trust Company of Jackson, Mississippi, and the attached Resolution were adopted at the special meeting of the stockholders of said Bank, held on the 16th day of June, 1951, at 2:00 o'clock P. M., pursuant to legal notice and call of said meeting.

  
 President

  
 Cashier

STATE OF MISSISSIPPI  
 COUNTY OF HINDS

Personally appeared before me, the undersigned authority at

law in and for the county and state aforesaid, W. P. McMULLAN, President of the Commercial Bank & Trust Company of Jackson, Mississippi, and J. W. ROBERTS, Cashier of said Bank, who each acknowledged that they signed and delivered the foregoing and attached Amendment to the Charter of Incorporation of the Commercial Bank & Trust Company of Jackson, Mississippi, on the 16th day of June, 1951.

Witness my signature and seal of office this the 1st day of October, 1951.



Anne L. Lester  
NOTARY PUBLIC



RESOLUTION OF STOCKHOLDERS OF  
COMMERCIAL BANK & TRUST COMPANY OF JACKSON, MISSISSIPPI  
AMENDING CHARTER OF INCORPORATION

RESOLVED that Section 4 as amended of the Charter of Incorporation of the Commercial Bank & Trust Company of Jackson, Mississippi, be and is hereby amended to read as follows, to-wit:

"4. Amount of capital stock and particulars as to class or classes thereof: Capital Stock \$500,000.00 - all Common Stock."

IT IS FURTHER RESOLVED THAT Section 5 as amended of the Charter of Incorporation of the Commercial Bank & Trust Company of Jackson, Mississippi, be and is hereby amended to read as follows, to-wit:

"5. Number of shares of each class and par value thereof:  
50,000 shares of Common Stock of a par value of \$10.00 per share."

BE IT FURTHER RESOLVED that the President and Cashier of this Bank be and are hereby authorized, empowered and directed to take the necessary action, and to do the necessary things, to effect said Amendment to the Charter of Incorporation.

---

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority at law, in and for the state and county aforesaid, W. P. McMullan, President of the Commercial Bank & Trust Company of Jackson, Mississippi, and J. W. Roberts, Cashier of said Commercial Bank & Trust Company, who being by me first duly sworn, state on oath that the above and foregoing is a true and correct copy of a Resolution adopted by a vote of more than a majority in amount of

all of the outstanding stock of the Commercial Bank & Trust Company of Jackson, Mississippi, at a special stockholders meeting of said Bank, duly and legally held pursuant to a legal call therefor, at 2:00 o'clock, P.M. on Saturday, the 16th day of June, 1951, in the offices of said Bank at Jackson, Mississippi.

H. P. McMillan  
President  
COMMERCIAL BANK & TRUST COMPANY

J. M. Roberts  
Cashier  
COMMERCIAL BANK & TRUST COMPANY

Sworn to and subscribed before me, this the 1st day of October, 1951.

Anna L. Lester  
Notary Public



My commission Expires:

My Commission Expires: 5, 1955

Received at the office of the Secretary of State, this the 5<sup>th</sup> day of October

A. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

October 5th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By Maplewood Taylor Jr.  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



### JACKSON

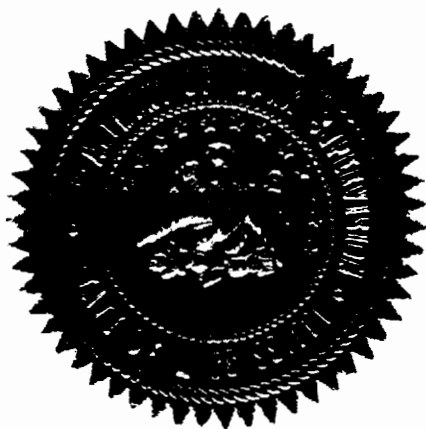
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

COMMERCIAL BANK & TRUST CO.

JACKSON, MISSISSIPPI.

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this* 4th *day of*  
October *19* 51.



*B. J. Johnson*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
 Charter of Incorporation of* \_\_\_\_\_

COMMERCIAL BANK & TRUST COMPANY

*is hereby approved.*



Receipt No. 2502 L

*In testimony whereof, I have hereunto set  
 my hand and caused the Great Seal  
 of the State of Mississippi to be af-  
 fixed, this* \_\_\_\_\_ *Fifth* \_\_\_\_\_ *day of*

October 19 51

*By the Governor.*

*Heber Ladner*

*Secretary of State.*

*[Signature]*

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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

PANOLA LIVESTOCK PRODUCERS MARKETING ASSOCIATION, INC.

1. The corporate title of said company is Panola Livestock Producers Marketing Association Inc.  
 2. The names of the incorporators are:

<u>Tom T. Floyd</u>	Postoffice	<u>Como, Mississippi</u>
<u>H. H. Fowler</u>	Postoffice	<u>Batesville, Mississippi</u>
<u>H. E. Hawkins</u>	Postoffice	<u>Como, Mississippi</u>
<u>Albert Barnett</u>	Postoffice	<u>Courtland, Mississippi</u>
<u>J. A. Speights</u>	Postoffice	<u>Sardis, Mississippi</u>
<u>F. W. Klyce, Jr.</u>	Postoffice	<u>Sardis, Mississippi</u>
	Postoffice	
	Postoffice	

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

\$10,000.00 Par Value Common Stock, consisting of  
 2,000 shares, having a par value of \$5.00 per share.

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

Common Stock - 2,000 shares; par value \$5.00 per share.

6. The period of existence (~~not to exceed ten years~~) is Ninety-nine (99) year.

7. The purpose for which it is created:

To engage in, either as principal or agent, producing, grading, marketing, buying and handling of livestock; to borrow and to loan money and to give and receive security therefor; to buy, hold, sell and exercise all privileges of ownership over such real or personal property, either tangible or intangible, as may be necessary or convenient for the conduct and operation of the business 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 before the corporation may begin business.

1,000 shares of Common Stock

Town of Troy of  
 H. E. & W. Kim  
 J. A. Sprenger  
 J. W. Hylce Jr.  
 Incorporators.



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Panola

This day personally appeared before me, the undersigned authority \_\_\_\_\_

TOM T. FLOYD, H. H. FOWLER, H. E. HAWKINS, ALBERT BARNETT,J. A. SPEIGHTS and F. W. KLYCE, JR.

incorporators of the corporation known as the Panola Livestock Producers Marketing Association, 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 4th day of October, 1951.

(SEAL)

NOTARY PUBLIC

My commission expires 23 June 1952.

STATE OF MISSISSIPPI

County of PanolaThis day personally appeared before me, the undersigned authority F. W. KLYCE, JR.

incorporators of the corporation known as the Panola Livestock Producers Marketing Association, 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 5th day of October, 1951.

(SEAL)

My commission expires: 1-1-1952.Title: Circuit Court Clerk

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 6th day of October  
 A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., October 6th 1951

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

By \_\_\_\_\_

Attorney General.

Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

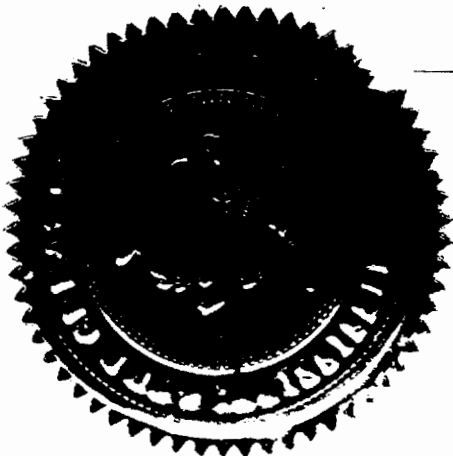
PANOLA LIVESTOCK PRODUCERS MARKETING ASSOCIATION, INC.

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

October 19 51



Receipt No. 2505 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
sixth day of October, 1951.

THE CHARTER OF INCORPORATION  
OF  
INTERSTATE ENGINEERING ASSOCIATES OF MISSISSIPPI

1. The Corporate title of said corporation is:

INTERSTATE ENGINEERING ASSOCIATES OF MISSISSIPPI

2. Names of the Incorporators are:

James Poyton Alexander, 404 Cherry St., Natchez, Mississippi,  
Patrick M. McCarthy, P. O. Box 78, Natchez, Mississippi.

3. The domicile of the corporation is at:

Natchez, Adams County, Mississippi.

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

Five Thousand (\$5,000.00) Dollars of Common Stock.

Twenty Thousand (\$20,000.00) of Preferred Stock.

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

One Hundred (100) shares of Common Stock of the par value of Fifty (\$50.00) Dollars per share.

Two hundred (200) shares of Preferred Stock of the par value of One hundred (\$100.00) Dollars per share.

6. The period of existence (not to exceed ninety-nine years) is:

Ninety-nine (99) years.

7. The purpose for which it is created:

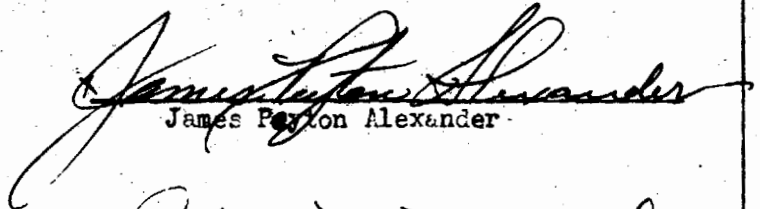
To acquire by purchase or lease, or otherwise, lands and interests in lands and minerals in and under such lands as may be acquired, and to own, hold, lease, improve, develop and manage any lands, real estate, and mineral rights so acquired, and to subdivide, plat, lease, rent and/or sell the same; and generally to buy, sell, and deal in real and personal property of every kind and character, both in this state and in all other states and territories and dependencies of the United States; to erect or cause to be erected on any lands owned, leased, held or occupied by the corporation, buildings or other structures, with their appurtenances; to manufacture

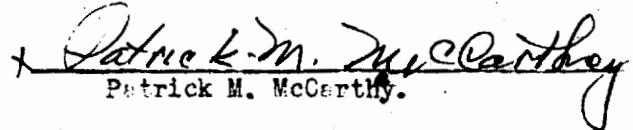
and/or process any and all raw materials which the corporation has a legal right to manufacture; to buy, own, acquire, hold and sell any and all raw materials used in manufacturing, processing and changing the raw materials into a finished or semi-finished product; to make, change, improve or otherwise alter any and all raw materials owned, held or otherwise legally in the possession of or under the control of the corporation; to sell, trade or otherwise dispose of materials purchased, grown, created or otherwise produced or acquired by the corporation before, during processing, or after the product has been made into a finished product; to buy, own, acquire, develop, sell, or otherwise use ideas both patented and those not patented which may be used in the manufacturing processes, or the process of changing raw materials into finished products; to promote the development and encourage the usefulness of ideas which may be used in the manufacturing processes; to acquire by purchase, trade or other agreement, patents, trade-marks, franchises and other privileges of manufacturing and processing; to manufacture or process and sell or exchange any item, article, or thing of use or ornamental value not contrary to law; to loan money, with or without security, to borrow money and to evidence the same by its notes, bonds, debentures, or certificates of indebtedness and to secure such loan with mortgages or deeds of trust, or, on assignments of pledges, of any of its real or personal property, or otherwise; to acquire, buy, own, sell, lease, rent, or manage by contract or otherwise, any business or businesses, factories, or manufacturing plants, the operation of which is not contrary to the laws of the State of Mississippi or of the United States; to furnish personal services in the nature of management, supervision or operation of any business, trade or industry, and to do or perform any act herein authorized for its own account or for the account of any other person, firm or corporation as agent, employee, independent contractor, or otherwise; and in addition to the powers herein specified, mentioned and described, to have such other and further powers not contrary to law, as are conferred by

the provisions of Title 21, Ch. 4, Vol. 4 of the Mississippi Code 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 (20) Shares of Common Stock of the par value of One Hundred (\$100.00) Dollars per share.

  
James Peyton Alexander

  
Patrick M. McCarthy.

INCORPORATORS

STATE OF MISSISSIPPI

COUNTY OF ADAMS

This day personally appeared before me, the undersigned authority in and for the aforesaid County and State, the within named JAMES PEYTON ALEXANDER and PATRICK M. MCCARTHY, incorporators of the corporation known as INTERSTATE ENGINEERING ASSOCIATES OF MISSISSIPPI, who acknowledged that they signed and executed the above and foregoing articles of Incorporation as their act and deed on this the 2 day of October A.D., 1951.

Witness my hand and official seal, this the 2 day of October A.D., 1951.

  
NOTARY PUBLIC

MY COMMISSION EXPIRES: 6/6/53

Received at the office of the Secretary of State, this the 5<sup>th</sup> day of October

A. D., 1951, together with the sum of \$60<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

October 8th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By

James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

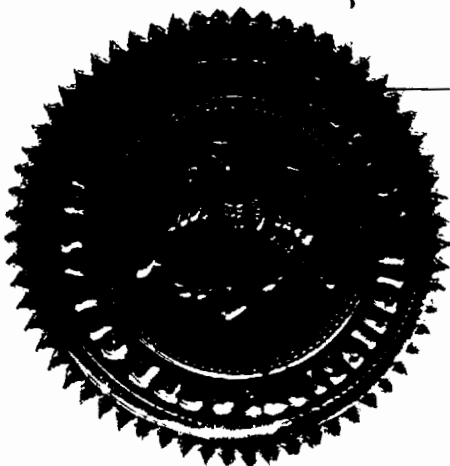
INTERSTATE ENGINEERING ASSOCIATES OF MISSISSIPPI

is hereby approved.

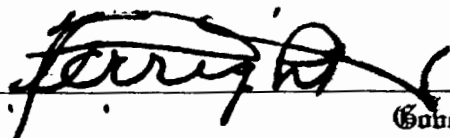
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ EIGHTH \_\_\_\_\_ day of

OCTOBER 19 51



Receipt No. 2504 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
eighth day of October, 1951.

THE CHARTER OF INCORPORATION OF  
McMULLAN EQUIPMENT COMPANY

---

1. The corporate title of said company is:

McMullan Equipment Company

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

Dillard McMullan, 109 Kimball Avenue, Hattiesburg,  
Mississippi

Mrs. Annette L. McMullan, 109 Kimball Avenue,  
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 \$150,000.00, divided into 1500 shares, each having a par value of \$100.00, and all to be common stock, without any privileges or restrictions.
5. There shall be no stock without par value.
6. The period of existence shall be ninety-nine years.
7. The purposes for which the corporation is created are:

To engage in the general automobile, truck, tractor and farm equipment business; to buy and sell new and used automobiles, trucks, tractors, farm equipment, heavy road building equipment, parts, oils, greases, tires, tubes, automobile accessories and home appliances; to engage in the garage business; to service and repair all of said property; to engage in the general business of purchase and sale, both wholesale and retail, of all kinds of goods, wares, merchandise, equipment and property; to engage in the operation of sawmills, planing mills, general manufacturing businesses, repair shops, machine shops, assembly plants, and plants for the manufacture, producing and processing of all kinds of materials, goods and equipment, together with the right to operate tram roads, logging roads and railroads, but not common carrier railroads; to engage in the business



of manufacturing, producing, processing, buying and selling building materials of all kinds; to operate stores, warehouses, storage plants and to act as jobbers, manufacturers' agents, merchants and dealers in the handling of all kinds of merchandise, equipment and other property; to own, buy, acquire, rent and lease lands, buildings, equipment, timber, minerals and mineral leases and rights and other property, both real and personal, except as prohibited by law; to sell, exchange, mortgage or otherwise dispose of and rent and lease any and all of the aforesaid property; to engage in the business of exploring for oil, gas and other minerals, together with the right to drill wells and operate same, and to carry on a general mining business, and to do all things incident to and in connection with said business; to buy, acquire, own, sell, exchange or otherwise dispose of conditional sales contracts, notes, bonds and other indebtednesses and evidence of indebtedness, and stocks in other corporations, except as prohibited by law; to do any and all things which can be legally done in connection with the above enumerated businesses and without limitation to the various businesses and rights hereinabove specified, it shall also have all 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 five hundred (500) shares.

Mrs. Annette L. McMillan  
Dilled McMillan

STATE OF MISSISSIPPI  
 COUNTY OF FORREST

Personally appeared before me the undersigned authority in and for said County and State, the above named

Dillard McMullan and Mrs. Annette L. McMullan, who severally acknowledged that they on this date executed the above and foregoing application for the charter of McMullan Equipment Company.

Given under my hand and official seal on this 3<sup>rd</sup>

day of October, A. D., 1951.



Mrs Earline G. Shoemaker  
Notary Public

MY COMMISSION EXPIRES MARCH 20, 1955

My Commission Expires: \_\_\_\_\_

Received at the office of the Secretary of State, this the 8<sup>th</sup> day of October

A. D., 1951, together with the sum of \$310.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

October 8<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

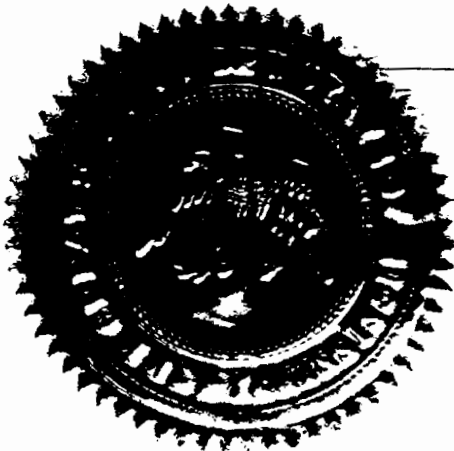
McMULLAN EQUIPMENT COMPANY

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 \_\_\_\_\_ Eighth \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51



Governor

By the Governor

Secretary of State

Receipt No. 2514 L

Recorded in the Secretary of State's Office this the  
eighth day of October, 1951.

# CHARTER OF INCORPORATION

OF

FIRESTONE HOME & AUTO SUPPLIES, INC.

\* \* \* \*

1. The corporate title of said corporation is:

FIRESTONE HOME & AUTO SUPPLIES, INC.

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

Stella B. Dismuke . . . . . Clarksdale, Mississippi

Sally M. Smith . . . . . Clarksdale, Mississippi

W. O. Dismuke . . . . . Clarksdale, Mississippi

C. G. Smith . . . . . Clarksdale, Mississippi

3. The domicile is: CLARKSDALE, MISSISSIPPI.

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

The capital stock shall be \$10,000.00 Common Stock at a par value of \$100.00 per share.

5. The number of shares of each class and par value thereof shall be:

100 Shares of Common Stock of the Par Value of \$100.00 per share.

6. The period of existence is: Ninety-nine Years.

7. The purpose for which it is created:

(a) To undertake, engage in and carry on in all their branches, parts and details, either for itself or as agent, trustee or broker for other persons, firms or corporations, the enterprises and operations of a general home, garden, yard, shop, machinery, tool, toy, electrical, gas and general auto supply businesses and to do all and everything necessary or

convenient, either directly or incidentally, for the accomplishment of any or all of the purposes, objects or powers set forth in this paragraph or hereinafter mentioned in these articles of incorporation.

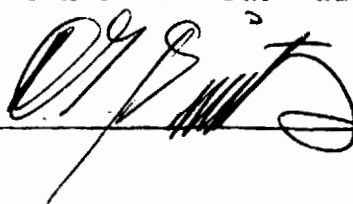
- (b) To purchase, acquire, repair, improve, assemble, store, sell (either at wholesale or retail), lease, hire, deal or traffic in, distribute and dispose of all types, kinds and character of general home, garden, yard, shop, machinery, tool, toy, electrical, gas and general auto supplies including, without limiting the generality of this paragraph, all types and kinds of electrical, gas or oil supplies, appliances, material and machinery, including refrigerators, deep freezers, cooling units, washing machines, heaters, air conditioners and any and all other devices for producing heat and cold, victrolas, phonographs, television apparatus and supplies, voice recording machines, transmitters and transcribers and their related appliances and equipment; and tires, bicycles, skates, toys, tools, implements and machinery of all kinds, character and description; and to build, purchase, rent or otherwise acquire and operate buildings, parking and storing lots or storage houses for the storing, caring and repairing and keeping therein any and all products handled by this corporation.
- (c) To buy, sell, receive, store and deliver all kinds of personal property; to act as broker or agent in the sale or purchase of any kind of real or personal property.
- (d) To acquire and pay for in cash, stocks or bonds of this corporation, or otherwise, the good-will, rights, assets and property, other than corporate stock thereof, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.
- (e) 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, concessions, inventions, improvements, processes and formulae, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation.
- (f) To issue bonds, debentures or obligations of this corporation from time to time for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.
- (g) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its shares of capital stock when such use would cause any impairment of its own capital; and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

- (h) To have one or more offices; to carry on all or any of its operations and business and without restrictions or limit 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, within or without the State of Mississippi.
- (i) In general, to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by the Laws of Mississippi, and to do any and all of the things hereinbefore set forth, provided the same is not contrary to law.
- (j) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.
- (k) In addition to the foregoing powers, said corporation shall have the power to determine the manner of calling and conducting meetings, the number of shares that shall entitle a member to vote and the mode of voting by proxy; may elect all necessary officers, and prescribe the duties, salaries and tenure of officers; may sue and be sued, and prosecute and be prosecuted to judgment and satisfaction before any court; may have a corporate seal; may contract and be contracted with within the limits of the corporate powers; may sell and convey real estate, and may sell personal property; may borrow money and secure the payment of the same by mortgage or otherwise; may issue bonds and secure them in the same way, and may hypothecate its franchises; and may make all necessary by-laws not contrary to law; may, by a majority of its stockholders, amend this charter in the manner and form provided by the laws of the State of Mississippi; may sell its corporate property in its entirety by a majority vote of the common stockholders and Board of Directors of this corporation.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Article 1 of Chapter 4 of Title 21 of the Code of Mississippi of 1942, and amendments thereto.

- 8. The number of shares of each class to be subscribed and paid for before the corporation may begin business is:

Ten (10) Shares of Common Stock of the Par Value of \$100.00 per share.



W. O. Disnake

Stella B. Disnake

Sally M. Smith  
INCORPORATORS

STATE OF MISSISSIPPI §

COUNTY OF COAHOMA §

This day personally appeared before me, the undersigned duly qualified and acting authority within and for the County and State aforesaid, STELLA B. DISNUKE, SALLY M. SMITH, W. O. DISMUKE and C. G. SMITH, Incorporators of FIRESTONE HOME & AUTO SUPPLIES, INC., each of whom acknowledged that he or she signed and executed the above and foregoing Articles of Incorporation as his and her act and deed on this the 29th day of September, A. D. 1951.

WITNESS my hand and seal of office this the 29th day of September, A. D. 1951.

R. E. McDaniel  
Notary Public



My Commission expires: My Commission Expires Aug. 31, 1952.

Received at the office of the Secretary of State, on this 8th day of October, A. D. 1951, together with the sum of \$30.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder  
SECRETARY OF STATE

Jackson, Mississippi

October ~~8th~~, 1951

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.

J. B. Coleman  
ATTORNEY GENERAL  
By James C. Kendall  
ASSISTANT ATTORNEY GENERAL



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

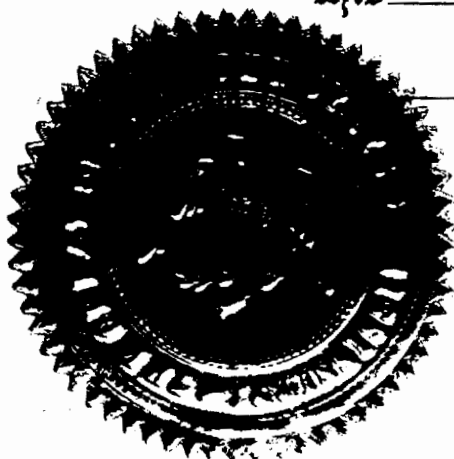
FIRESTONE HOME & AUTO SUPPLIES, INC.

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 \_\_\_\_\_ Eighth \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51



Receipt No. 2512 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
eighth day of October, 1951.

**THE CHARTER OF INCORPORATION OF STEWARTS' SALES, INC.**

The undersigned hereby unite and associate themselves and execute the following charter of incorporation:

1. J.H. Stewart, RubINETTE Stewart, Wilmon A. Stewart and Augusta Stewart, and their associates, successors and assigns are hereby created and constituted a body corporate by the name and style of the corporate title of STEWARTS' SALES, INC.

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

<u>Name</u>	<u>Address</u>
J.H. Stewart	Poplarville, Mississippi
RubINETTE Stewart	Poplarville, Mississippi
Wilmon A. Stewart	Poplarville, Mississippi
Augusta Stewart	Poplarville, Mississippi

3. The domicile of this corporation shall be at Poplarville, in the County of Pearl River, State of Mississippi.

4. The period of existence of this corporation shall be for forty-nine years.

5. This corporation is hereby empowered and authorized to have and to hold, to purchase, to receive and enjoy both real and personal property necessary for the convenience or accomplishment of its corporate purpose, and to sell, convey, rent, lease 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 empleaded 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 will not conflict with the laws of the State of Mississippi or the United States of America.

6. The purposes for which this corporation is created are to carry on the business of operating and conducting a store, or stores, for the buying and selling of hardware, consisting of farming implements, farmers, mechanics and laborers hardware, roofing, spouting, plumbing, sheeting, lighting, ventilating, electrical and building supplies; also housing and building furnishings, consisting of furniture, carpets, draperies, awnings, etc.; also for the buying and selling of auto parts and accessories, home appliances, electrical goods, rubber goods, paints, sporting goods, chemicals, tools, radio and television sets, freezing units, clothing; and water pumps and equipment; and for the purpose of installing, repairing and dealing generally in all of the foregoing; and to carry on any other business as principals or agents or otherwise which can be conveniently carried on in conjunction with any of the matters aforesaid; and to own and operate cars, trucks and trailers; to acquire, sell, mortgage, lease or otherwise acquire or dispose of all real or personal property necessary or convenient to such business.

7. And said corporation is further authorized and empowered to do all acts necessary and convenient in the judgment of the officers or directors thereof for its welfare and business.

8. And such corporation shall have, possess, and enjoy all the rights, powers and privileges enumerated, conferred or bestowed upon corporations by Chapter 4 of the Mississippi Code of 1942, which are necessary and proper for the carrying out of the purposes of the corporation charter.

9. The capital stock of the corporation shall be \$20,000, which shall be divided into 200 shares of common stock of the par value of \$100.00 each.

10. The management of the corporation shall be entrusted to such number of directors as may be established and determined from time to time by vote of a majority of the stock issued and

outstanding. The directors shall be elected annually by and from the stockholders. A majority of the stockholders shall constitute a quorum for the transaction of business. A president, vice-president, secretary and treasurer shall be elected by and from the directors. Officers so elected shall hold office until their successors are elected and qualified. The directors shall have power to fill any vacancy in their number occasioned by death, resignation or otherwise. Said directors shall have power further to make and enact all by-laws and regulations necessary for the control and management of the affairs of the corporation and its property, and may alter or renew by-laws or other regulations made by them as they may deem wise.

11. All questions legally submitted at any meeting of the stockholders shall be decided by a majority vote of all stockholders present in person or by proxy. At such meeting one vote shall be allowed for each share of stock held but all elections of directors or managers of the corporation shall conform to and be in accord with Section 194 of the Constitution of Mississippi and Section 5326 of the Mississippi Code of 1942.

12. No stockholder in the corporation shall be in any way liable for debts of the corporation beyond the amount due by him, her or it on any unpaid subscription to the stock of said corporation.

13. Upon subscriptions being taken to said stock to the extent of \$10,000.00, the corporation may organize, elect directors and enter upon the transaction of business.

Witness our hands and signatures, this 25<sup>th</sup> day of September, A. D., 1951.

J. H. Stewart  
Berlinette Stewart  
Wilmon A. Stewart  
Augusta Stewart

STATE OF MISSISSIPPI     )  
COUNTY OF PEARL RIVER    )

Personally came and appeared before me, the undersigned authority in and for said County and State, the within named J. H. Stewart, RubINETTE Stewart, Wilmon A. Stewart and Augusta Stewart, who acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal, this 25<sup>th</sup> day of September, A. D., 1951.



Mattie Foxworth  
Notary Public

My Commission Expires April 28, 1954

Received at the office of the Secretary of State, this the 8<sup>th</sup> day of October

A. D., 1951, together with the sum of \$50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Ladner  
SECRETARY OF STATE

Jackson, Miss.,

October 8th, 1951

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.

J. B. Coleman  
ATTORNEY GENERAL.

By James D. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

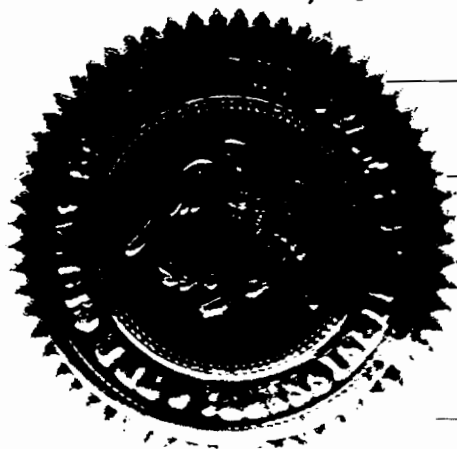
JACKSON

The within and foregoing Charter of Incorporation of

STEWARTS' SALES, 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.



\_\_\_\_\_ Eighth \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51 \_\_\_\_\_

Governor

Receipt No. 2513 L

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
eighth day of October, 1951.

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

COLUMBUS DISCOUNT COMPANY, INC.

1. The corporate title of said company is Columbus Discount Company, Inc.

2. The names of the incorporators are:

Wm. G. Burgin, Jr.

Postoffice Columbus, Mississippi

Lillian M. Burgin

Postoffice Columbus, Mississippi

Mary D. Freeman

Postoffice Columbus, Mississippi

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: Ten Thousand  
Dollars (\$10,000.00), all of common stock

5. Number of shares for each class and par value thereof: One Hundred (100) 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 (50) Years

7. The purpose for which it is created: To buy, lend money upon, sell, transfer, assign, discount, borrow money upon, and pledge as collateral and otherwise deal as principal, agent or broker in bill of lading, warehouse receipts, storage of personal property, bonds, stocks, promissory notes, commercial paper accounts, invoices, choses in action, interest in estates, contracts, mortgages on real and personal property, pledges of personal property and other evidence of indebtedness of persons, firms or corporations.

To own, hold or convey such real estate as may be necessary in the operation of this business, and to do any and all things necessary or incidental thereto.

To act as a broker, agent or factor for any persons, firms or corporations.

But not for the purpose of carrying on the business of banking or insurance.

To do any and all other acts or things not contrary to law which may be necessary for the purpose of carrying out the general powers granted herein.

The rights and powers that may be exercised by this corporation, in addition to those conferred by Chapter 4, Title 21, Code of Mississippi of 1912, are hereby granted.

8. Number of Shares of each class to be subscribed and paid for before the close

Ten (10) shares of a par value of \$100.00

*[Handwritten signature]*



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of LOWNDES

This day personally appeared before me, the undersigned authority Wm. G. Burgin, Jr.,  
Lillian M. Burgin and Mary D. Freeman

incorporators of the corporation known as the Columbus Discount Company, Inc.

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as  
~~this~~ (their) act and deed on this the 6th day of October

Wm. G. Burgin, Jr.  
 Notary Public

My Commission Expires: March 30, 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 9th day of October  
 A. D., 1951, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Wm. G. Burgin, Jr.  
 Secretary of State.

Jackson, Miss., October 9th 1951

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.

J. P. Coleman  
 Attorney General.  
 By James C. Hendall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

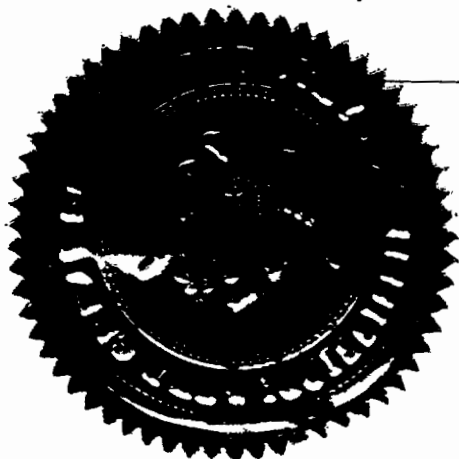
COLUMBUS DISCOUNT COMPANY, INC.

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 \_\_\_\_\_ Ninth \_\_\_\_\_ day of

October 19 51



Receipt No. 2515 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
tenth day of October, 1951.

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 FRIENDLY BROKERAGE COMPANY, INC.

1. The corporate title of said company is The Friendly Brokerage Company, Inc.

2. The names of the incorporators are:

R. C. Vaughan Postoffice Columbus, Mississippi

Mrs. Sarah H. Vaughan Postoffice Columbus, Mississippi

Minnie V. Howell Postoffice Roanoke, Virginia

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: Ten Thousand Dollars (\$10,000.00), all of common stock.

5. Number of shares for each class and par value thereof: One Hundred (100) 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 (50) years.

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

To buy, lend money upon, sell, transfer, assign, discount, borrow money upon, and pledge as collateral and otherwise deal as principal, agent, or broker in bills of lading, warehouse receipts, storage of personal property, bonds, stocks, promissory notes, commercial paper accounts, invoices, choses in action, interest in estates, contracts, mortgages on real or personal property, pledges of personal property, and other evidence of indebtedness of persons, firms, or corporations;

To own, hold, or convey such real estate as may be necessary in the operation of this business and to do all things incidental thereto;

To do a general brokerage business;

To act as agent or factor for any persons, firms, or corporation;

But not for the purpose of carrying on the business of banking or insurance.

To do any and all other acts not contrary to law which may be necessary to carry on a general brokerage 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 a par value of \$100.00 each.

*RP Vaughan*  
*Mrs. Sarah H. Vaughan*  
*Minnie J. Howell*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of LOWNDES

This day personally appeared before me, the undersigned authority R. C. Vaughan and Mrs. Sarah H. Vaughan

Incorporators of the corporation known as the The Friendly Brokerage 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 5th day of October, 1951

Mary FreemanNotary PublicMy commission expires March 27, 1954.STATE OF ~~MISSISSIPPI~~ VIRGINIACity of Panama  
County of Panama

This day personally appeared before me, the undersigned authority Minnie V. Howell

Incorporators of the corporation known as the The Friendly Brokerage Company, Inc. who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as her (their) act and deed on this the 2nd day of October

(S E A L)

MY COMMISSION EXPIRES: 5/4/54 General Leigh  
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 9th day of October A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Radner  
Secretary of State.Jackson, Miss., October 9th 1951

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.

By \_\_\_\_\_

J. P. Coleman  
Attorney General.  
James S. Kendall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE FRIENDLY BROKERAGE 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 \_\_\_\_\_ Ninth \_\_\_\_\_ day of

October 19 51



Receipt No. 2516 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
tenth day of October, 1951.

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

COAST BLIND & AWNING CO., INC.

1. The corporate title of said company is Coast Blind & Awning Co., Inc.
2. The names of the incorporators are:

Wilburn W. Stevens, Jr. Postoffice Hattiesburg, Mississippi

Fred V. Rose Postoffice Hattiesburg, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Gulfport, Harrison County, Mississippi

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

\$6,000.00 preferred stock of the par value of \$100.00 per share, bearing the right to dividends at the rate of 6% per annum, which said preferred stock shall be given preference over all other capital stock of the corporation as to net assets upon dissolution of the corporation; as to dividends, said 6% dividends being accumulative and payable annually.

The aforesaid preferred stock may not be voted in the affairs of the corporation, except that every stockholder thereof shall have the right to vote in person or by proxy the number of shares of stock owned by him for as many persons as there are directors or managers to be elected, or to cumulate said shares so as to give one candidate as many votes as the number of directors multiplied by the number of his shares of stock shall equal, or to distribute them on the same principle among as many candidates as he shall see fit.

\$2,500.00 common stock of the par value of \$10.00 per share which said common stock shall be entitled to vote in all of the affairs of the corporation.

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

60 Shares of 6% Preferred Stock having a par value of \$100.00 per share  
250 Shares of Common Stock having a 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 manufacture, buy, sell, exchange, produce, install, erect, maintain, repair, service, transport and deliver building supplies, specialties, materials and equipment, including, but not restricted to venetian and other type window blinds, window shades, awnings of all types, furniture and house or building furnishings, window frames, screens, windows, curtains and drapes, together with all appurtenances connected therewith.

To borrow, lend, pledge, discount and hypothecate money, notes, mortgages, securities, and evidences of indebtedness; to buy, own, lease, rent and sell real and personal property; to sue and be sued in its corporate name; to have a corporate seal. To do and perform acts incidental to, necessary to, or convenient in the exercise of the powers heretofore enumerated.

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 before the corporation may begin business.

60 Shares of Preferred Stock

250 Shares of Common Stock

*William W. Williams*  
*Inc. 11-1-42*

\_\_\_\_\_  
 Incorporators.



ACKNOWLEDGMENT

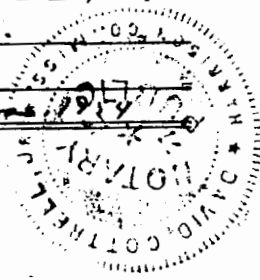
STATE OF MISSISSIPPI  
 County of HARRISON

This day personally appeared before me, the undersigned authority  
Wilburn W. Stevens, Jr., and Fred V. Rose

incorporators of the corporation known as the Coast Blind & Awning 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 3 day of October, 1951

David Cantrell  
 NOTARY PUBLIC

My commission expires: 27 Jan 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 9th day of October  
 A. D., 1951, together with the sum of \$28.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.  
Heber Ladner  
 Secretary of State.

Jackson, Miss., October 10th 1951

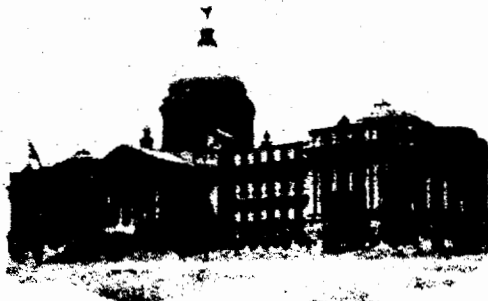
I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-  
 stitution and laws of the state, or of the United States.

By J. P. Coleman Attorney General  
James A. Marshall Assistant Attorney General

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

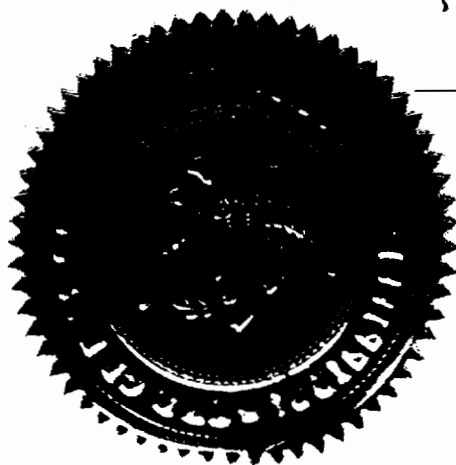
The within and foregoing Charter of Incorporation of

COAST BLIND & AWNING CO., INC.

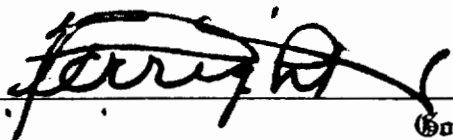
is hereby approved.

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

October 19 51



Receipt No. 2517 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
tenth day of October, 1951.

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

NATIONAL FARM & HOME STORES

1. The corporate title of said company is NATIONAL FARM & HOME STORES

2. The names of the incorporators are:

Jim D. Cockrell Postoffice Jackson, Mississippi

Roger L. Campbell 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:

Twenty thousand and no/100 dollars, (\$20,000.00), composed of one class of common stock, being two thousand (2,000) shares of the par value of \$10.00 per share.

Five thousand and no/100 dollars, (\$5,000.00), composed of one class of preferred stock, being fifty (50) shares of the par value of \$100.00 per share, such preferred stock bearing six per cent (6%), cumulative, annual dividend, with full voting power.

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

One class of common stock shall be two thousand (2,000) shares of par value of \$10.00 per share, totaling twenty thousand and no/100 dollars (\$20,000.00).

One class of preferred stock shall be fifty (50) shares of par value of \$100.00 per share, totaling five thousand and no/100 dollars (\$5,000.00).

6. Period of existence (not to exceed ninety-nine years) is ninety-nine years  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created: To operate a general store; to sell at wholesale and retail; to manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of; to invest, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description and to do each and everything necessary and requisite in the conduct and operation of a wholesale and/or retail store.

To acquire by lease, purchase, contract, concession or otherwise, and to possess, own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage or otherwise turn to account, mortgage, pledge, grant, sell, exchange, convey or otherwise dispose of, within or without the State of Mississippi, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests and properties of every description and nature whatsoever, real, personal or mixed, tangible or intangible, which the corporation may deem wise and proper in connection with the conduct of business or businesses herein enumerated.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, county, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

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 before the corporation may begin business.

One hundred (100) shares of common stock of the par value of ten and no/100 dollars (\$10.00) per share, totaling one thousand and no/100 dollars, (\$1,000.00).

*Jim D. Cockrell*

Jim D. Cockrell

*Roger L. Campbell*

Roger L. Campbell

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Jim D. Cockrell and  
Roger L. Campbell

incorporators of the corporation known as the NATIONAL FARM & HOME 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 10th day of October, 19 51

My Commission Expires:

My Commission Expires December 30, 1952

William A. Bacon  
 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 \_\_\_\_\_, 19 \_\_\_\_\_

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 \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 10th day of October  
 A. D., 19 51, together with the sum of \$ 60.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

William L. Adams  
 Secretary of State.

Jackson, Miss., October 11th 19 51

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

By \_\_\_\_\_

J. B. Coleman  
 Attorney General.  
James J. Randall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

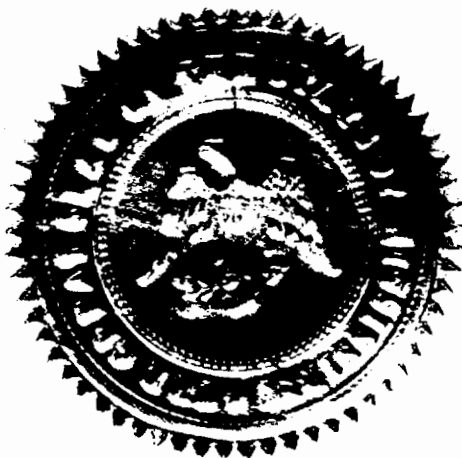
NATIONAL FARM & HOME STORES

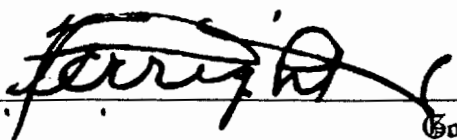
is hereby approved.

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

this \_\_\_\_\_ Eleventh \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51 \_\_\_\_\_



  
Governor

By the Governor

  
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

LOWE MOTOR COMPANY OF LAUREL, INC.

1. The corporate title of said company is Lowe Motor Company of Laurel, Inc.

2. The names of the incorporators are:

James C. Hobson, Jr. Postoffice Laurel, Mississippi

Mathew

B. Bankston 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:

There shall be a total authorized capital stock of Twenty Thousand Dollars, all common stock, consisting of two hundred shares with par value of one hundred dollars per share.

5. Number of shares for each class and par value thereof: Two hundred shares of common  
stock with par value of one hundred dollars per share. No pre-  
ferred stock authorized.

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, deal in and deal with, store and repair automobiles and motor vehicles of all descriptions, both new and used, including motor boats, marine engines, bicycles and vehicles of all kinds and descriptions, and all parts and accessories, and all parts and supplies used in connection therewith;

To buy, sell, deal in and deal with, appliances and fixtures of all descriptions, both new and used, including refrigerators, stoves, washing machines, deep freezers, and all parts and accessories, and all parts and supplies used in connection therewith;

To buy, sell, deal in and deal with, oil, gasoline and kindred products, including lubricants;

To buy, sell, lease and mortgage real property.

The directors of this corporation may adopt and promulgate such rules and regulations for the conduct of the business of the corporation as they may deem meet and proper, provided said rules and regulations are not contrary to law. Except for the organizational meeting, meetings of stockholders and directors may be held either within or without the state of Mississippi; the organizational meeting will be held within the state.

This corporation may purchase the stock of another corporation and may merge or be merged with another corporation, so long as said merger is 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 before the corporation may begin business.

Fifty shares of common stock with par value of one hundred dollars per share.

*James D. Johnson Jr.*  
*Matthew B. Banker*

Incorporators.



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jones.

This day personally appeared before me, the undersigned authority in and for the juris-  
diction aforesaid, James C. Hobson, Jr., and ~~Matthew~~ B. Bankston, -----

incorporators of the corporation known as the Lowe Motor Company of Laurel, 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 9th day of October, 1951.

My commission expires:  
 September 14, 1952.

C. Denton Linder, 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 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 10<sup>th</sup> day of October  
 A.D., 1951, together with the sum of \$50.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Walter Linder  
 Secretary of State.

Jackson, Miss., October 11<sup>th</sup> 1951

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

By \_\_\_\_\_

V. P. Coleman  
 Attorney General.  
James S. Randall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

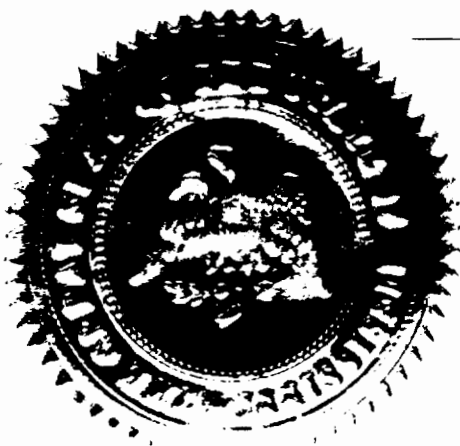
LOWE MOTOR COMPANY OF LAUREL, INC.

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 \_\_\_\_\_ Eleventh \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51



Governor

By the Governor

Secretary of State

RESOLUTION

WHEREAS, The Mississippi Cleaners, Tailors & Laundry Association does hereby recognize the advantages of operating under a Charter of Incorporation granted by the State of Mississippi in instances of non-profit Societies, and WHEREAS, The membership of this The Miss Cleaners, Tailors & Laundry Association an Un-incorporated organization dedicated to the improvement of the standards of the Cleaning, Dyeing and Dry Cleaning business through organized efforts of its members, does hereby express its desire to incorporate this organization as aforesaid; THEREFORE, BE IT RESOLVED that W.J. Oates Of Natchez, Miss, James Carter Of Greenville, Miss, Jessie Williams Of Jackson, Miss, Gladys R. Topp Of Jackson, Miss, C.W. Watson Of Greenville Miss, Oscar J. Wolf Of Jackson, Miss, Nathaniel Luse of Clarksdale, Miss, Nathaniel A. Bocclair Of Charleston, Miss, being Eight members in good standing of The Mississippi Cleaners, Tailors & Laundry Association, and they are hereby authorized, directed and empowered to make application to the State Of Mississippi for a Charter of Incorporation for this organization in the name of CLEANERS, TAILORS & LAUNDRY ASSOCIATION OF MISSISSIPPI, INC., a non-profit, non-share association, and to do and perform any and all other matters, acts and things necessary and required to complete and perfect said Charter of Incorporation.

CERTIFICATE

I, GLADYS R. TOPP, Secretary of The Mississippi Cleaners, Tailors & Laundry Association and Official custodian of the records of the said organization, do hereby certify that the above and foregoing is a full, true and correct copy of a resolution duly adopted by the said organization in regular meeting held on the 9th day of July, A.D. 1951 and at which meeting there was present and - Voting a Quorum of the membership of the said organization.

Witness my signature, this the 18th day of July, A.D., 1951

Gladys R. Topp  
Gladys R. Topp

Sworn to and Subscribed before me,  
the Undersigned Authority, on this the

18 Day of July, A.D. 1951.

Sarah M. Harvey  
NOTARY PUBLIC

My Commission Expires May 24, 1954

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

CLEANERS, TAILORS & LAUNDRY ASSOCIATION OF MISSISSIPPI, INC.

1. The corporate title of said company is Cleaners, Tailors & Laundry Association of Miss. Inc.  
 2. The names of the incorporators are:

<u>W. J. Oates</u>	Postoffice	<u>Natchez, Mississippi</u>
<u>Jessie Williams</u>	Postoffice	<u>Jackson, Mississippi</u>
<u>Gladys <sup>R.</sup> Toppe</u>	Postoffice	<u>Jackson, Mississippi</u>
<u>James Carter</u>	Postoffice	<u>Greenville, Mississippi</u>
<u>C. W. Watson</u>	Postoffice	<u>Greenville, Mississippi</u>
<u>Nathaniel A. Boclair, Sr.</u>	Postoffice	<u>Charleston, Mississippi</u>
<u>Oscar J. Wolf</u>	Postoffice	<u>Jackson, Mississippi</u>
<u>Nathaniel Luse</u>	Postoffice	<u>Clarksdale, Mississippi</u>

3. The domicile is at Jackson, Mississippi

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

None.

This 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 (1) vote in the election of all officers, and shall make the loss of membership, by death or otherwise, the termination of all interest of such member 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. Number of shares for each class and par value thereof: None

This corporation is a non-share corporation.

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

shall be perpetual, and all officers, directors, and members shall hold office for life, and shall be eligible for re-election, and shall be

7. The purpose for which it is created:

To encourage and promote all activities of benefit to the Laundrying, Tailoring, Dyeing and Dry Cleaning business and to thereby raise the standards of this type of business by actively promoting a higher standard of ethics within the trade; to take the initiative in disclosure in unfair business methods and practices; to serve as a means of solving the ever increasing regulation to this type of business; to associate for the mutual benefit of the members and for the benefit of the State as a whole; to do and perform any and all things incidental, related or customary to such and related organization of like or similar kind and character as to which either directly or indirectly, by the laws of the State of Mississippi, or its subdivisions or the Laws of the United States of America.

The first meeting of persons in interest to be held and held at anytime and place wherever they deem it proper and available for such purpose, without the necessity of calling a meeting, or consent.

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 before the corporation may begin business.

None.

W. J. [Signature]  
 James Carter  
 Gladys R. Topps  
 Jessie Williams  
 C. H. Watson  
 Nathaniel A. Boreau  
 George W. [Signature]  
 Nathaniel [Signature]  
 Incorporators.

County of CoshonaThis day personally appeared before me, the undersigned authority Nathaniel Luse

incorporators of the corporation known as the Cleaners, Tailors & Laundry Association of Miss, 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 10<sup>th</sup> day of September, 1951

My Commission Expires: 3/27/52 Charles C. Stinegar

STATE OF MISSISSIPPI

County of HinesThis day personally appeared before me, the undersigned authority W. J. OatesJessie Williams, Gladys R. Topp, Oscar J. Wolf,

incorporators of the corporation known as the Cleaners, Tailors & Laundry Association of Miss  
 who acknowledged that (~~he~~) (they) signed and executed the above and foregoing articles of incorporation as  
 (~~his~~) (their) act and deed on this the 2 day of August, 1951

My Commission Expires  
May 24, 1954

Sarah M. Harvey  
Notary Public

STATE OF MISSISSIPPI

County of Washington

This day personally appeared before me, the undersigned authority

James Carter, C.W. Watson

incorporators of the corporation known as the Cleaners, Tailors & Laundry Association of Miss, 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 6<sup>th</sup> day of August, 1951

My Commission Expires July 6, 1954Sarahy E. Edwards  
Notary Public

STATE OF MISSISSIPPI

County of Coshona Tallahatchie

This day personally appeared before me, the undersigned authority

Nathaniel A. Bocclair, Nathaniel Luse,

incorporators of the corporation known as the Cleaners, Tailors & Laundry Assoc. of Miss, 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 August, 1951

My Com Expires 1-13-55Mae Rich  
Notary Public

Received at the office of the Secretary of State this the 10<sup>th</sup> day of October  
 A. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

John L. Ladd  
 Secretary of State.

Jackson, Miss.,

October 11<sup>th</sup> 1951

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

By

J. P. Coleman  
 Attorney General  
James S. Randall  
 Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

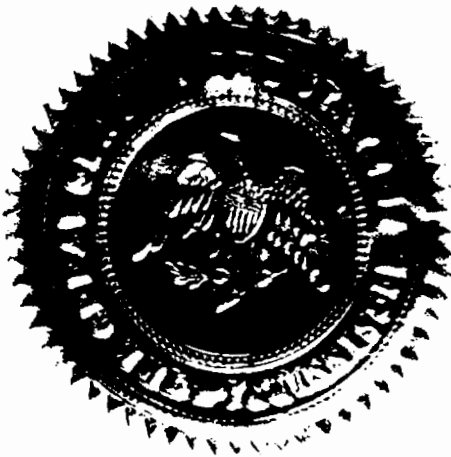
The within and foregoing Charter of Incorporation of

CLEANERS, TAILORS & LAUNDRY ASSOCIATION 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 \_\_\_\_\_ Eleventh \_\_\_\_\_ day of

October 19 51



*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

## ARTICLES OF ASSOCIATION AND INCORPORATION

of

Farmers Cooperative Association (AAL)

Sec. 1. We, J. J. Mills of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

Robert Mills of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

Robert C. Graham of Wayne County, Mississippi, (P.O. address Route No. 4, Waynesboro, Mississippi);

G. M. Sandersen of Wayne County, Mississippi, (P.O. address Bex 402, Waynesboro, Mississippi);

Fred Bazer of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

W. R. Singleterry of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

A. Mills of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

Alvin Ard of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

Cecil Mills of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

David W. Mills of Wayne County, Mississippi, (P.O. address Route No. 3, Waynesboro, Mississippi);

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, 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 Farmers Cooperative Association (A.A.L.)



Sec. 4. The domicile shall be at Waynesboro, 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 8th day of October, 1951.

1. Robert C. Gleason  
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 99. Robert C. Gleason  
 100. Robert C. Gleason

State of Mississippi)  
County of Wayne)

Before me, the undersigned authority competent to take acknowledgments personally came and appeared the above named

<u>J. J. Mills</u>	, <u>W. E. Singletary</u>
<u>Robert Mills</u>	, <u>A. Mills</u>
<u>Robert C. Graham</u>	, <u>Alvin Ard</u>
<u>G. M. Sanderson</u>	, <u>Cecil Mills</u>
<u>Fred Bazar</u>	, <u>David W. Mills</u>

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 9<sup>th</sup> day of October, 1951

My commission expires 9/6/1953.

Linwood E. Holley Jr.  
Notary Public

# 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 Farmers Cooperative Association (AAL)

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 11th day of October, 1951, and one copy thereof recorded in this office in Record of Incorporations <sup>Photo-Stat</sup> Book No. 30, at page 132-135, 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 11th day of October, 1951.

*Heber Ladner*  
Secretary of State.

By \_\_\_\_\_

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STATE OF MISSISSIPPI    )  
                                   )  
 LOWNDES COUNTY         )

THE CHARTER OF INCORPORATION OF "NICK SUPPLY, INC."

I.

The corporate title of said corporation is "Nick Supply, Inc."

II.

The names of the incorporators and their postoffice addresses are:

Nick E. Hairston - - - - - Crawford, Mississippi

Virginia Jacob Hairston - - - - - Crawford, Mississippi

Ben H. Bachus - - - - - Columbus, Mississippi

III.

The domicile of the corporation is in the Town of Crawford, Mississippi.

IV.

The amount of capital stock and particulars as to the classes thereof, including all their privileges and restrictions:

The amount of authorized capital stock of said corporation shall be Ten Thousand and 00/100ths Dollars (\$10,000.00), which shall consist of one hundred (100) shares of common stock having a par value of One Hundred and 00/100ths Dollars (\$100.00) per share.

The privileges and restrictions of said common stock shall be such privileges and restrictions, not contrary to law, that may be imposed or adopted from time to time by the Board of Directors of the corporation, by resolution, or in the adoption of By-Laws for said corporation, which such privileges and restrictions so adopted and approved by said Board of Directors shall be ratified or confirmed by the owners and holders of at least fifty-one percent (51%) of the capital stock issued and outstanding at the time of such ratification or confirmation.

## V.

The period of existence of said corporation (not to exceed ninety-nine years) is ninety-nine (99) years.

## VI.

The purposes for which said corporation is created and the powers which it shall possess shall be:

To carry on a general mercantile business and feed and farmer's supply business; to buy, sell, own, possess, barter and exchange, either at wholesale or retail, or as dealer, broker, or agent, any and all types of merchandise and personal property, including, but not limited to, groceries, hardware, feed, seeds, fertilizer, and any and all other types and kinds of farm and household supplies, merchandise or equipment; to purchase, or otherwise acquire, own, deal in, hold, lease, manage and sell real estate, or any and all interests therein; to purchase, or otherwise acquire, own, deal in, hold, lease, pledge, assign, transfer or sell, or otherwise dispose of, any and all types or kinds of personal or mixed property; to lend money for any purpose, or purposes not contrary to law, and to take notes, mortgages, and deeds of trust, and any and all other types or forms of security for the re-payment of same; and to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of all of the objectives, or the futherance of any of the powers herein above set forth, whether alone or in association with other corporations, associations or individuals; and to do every other act or acts, thing or things, incidental or appertaining to, or growing out of, or connected with the aforesaid business or powers, or any part or parts thereof; provided, however, the same be not 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 IV, Title 21 of the Mississippi Code of 1942 Annotated, together with any amendments thereto.

## VII.

The number of shares of the authorized capital stock to be subscribed and paid for before the corporation may begin business shall be Twenty-Five

shares of said common stock, having an aggregate par value of Twenty-Five Hundred and 00/100ths Dollars (\$2500.00).

Nick E. Hairston  
Nick E. Hairston

Virginia Jacob Hairston  
Virginia Jacob Hairston

Ben H. Bachus  
Ben H. Bachus  
(INCORPORATORS)

STATE OF MISSISSIPPI    )  
                                  )  
LOWNDES COUNTY         )

This day personally appeared before me, the undersigned authority of law in and for said County and State, Nick E. Hairston, Virginia Jacob Hairston and Ben H. Bachus, Incorporators of the corporation known as "Nick Supply, Inc.", of Crawford, Mississippi, who acknowledged that they signed and delivered the foregoing Articles of Incorporation, as and for their own act and deed, on this the 9<sup>th</sup> day of October, A. D., 1951.

Given under my hand and seal of office, on the date above written.

Mary Freeman  
NOTARY PUBLIC



My commission expires: March 27, 1954.

STATE OF MISSISSIPPI )

COUNTY OF HINDS )

The foregoing Charter of Incorporation of "Nick Supply, Inc" was received at the office of the Secretary of State, of the State of Mississippi, on this the 11<sup>th</sup> day of October, A. D., 1951, together with the sum of Thirty and 00/100ths Dollars (\$30.00), deposited to cover the recording fee; and referred to the Attorney General for his opinion.

*[Signature]*  
 SECRETARY OF STATE

\*\*\*\*\*

STATE OF MISSISSIPPI )

COUNTY OF HINDS )

*Jackson, Miss., October 11th, 1951*

I have carefully examined the foregoing Charter of Incorporation, and I am of the opinion that it does not violate the constitution and laws of the State of Mississippi, or of the United States.

This the 11th day of October, A. D., 1951.

*[Signature]*  
 ATTORNEY GENERAL

By

*[Signature]*  
 Assistant Attorney-General



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

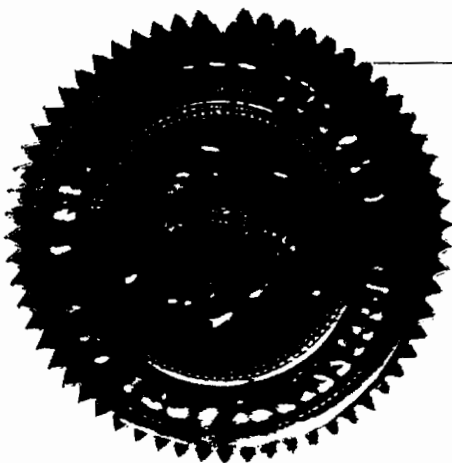
The within and foregoing Charter of Incorporation of

NICK 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 \_\_\_\_\_ Eleventh \_\_\_\_\_ day of

October 19 51



Receipt No. 2527 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
twelfth day of October, 1951.

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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

SKY - VUE CORPORATION

1. The corporate title of said company is SKY-VUE CORPORATION

2. The names of the incorporators are:

M. A. LEWIS, JR. Postoffice Jackson, Mississippi

MRS. SADIE VUE WATKINS LEWIS 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:

Twenty Thousand and No/100 (\$20,000.00) Dollars of common capital stock.

5. Number of shares for each class and par value thereof: Two hundred shares of common  
capital stock of the par value of One Hundred (\$100.00) Dollars  
per share.

6. Period of existence (not to exceed ninety-nine years) is Ninety-nine years  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To promote, manage and operate theatre companies and other amusement, entertainment and advertising enterprises; to conduct and supervise any and all forms of legitimate indoor and outdoor amusements, entertainments, exhibitions and enterprises; to own lease, control, maintain and operate theatres and other places of entertainment, amusement and recreation within and without the State of Mississippi, and to own, mortgage, grant, bargain, sell and convey real and personal property necessary or convenient for carrying on business of the general nature herein specified; to acquire by purchase, lease or otherwise interests in, and to erect, establish and equip theatres and places of amusement, and to produce, exhibit and exploit therein attractions of various kinds and natures, and to cater to public diversion, entertainment and amusement by and through motion pictures and other amusement devices, and to carry on the business of theatrical proprietors; to purchase, sell, lease and hire supplies and apparatus of every kind pertaining to theatrical exhibitions, motion picture exhibitions or other amusement devices; to buy, sell and deal in generally foods and beverages of all kinds; to buy, sell, trade, manufacture, deal in and deal with goods, wares and merchandise of every kind and nature; to acquire by purchase or lease or otherwise interests in real and personal property, and to own, hold, improve, develop and manage any real property and personal property so acquired; to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any such property; and to borrow money and execute evidences of indebtedness.

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 before the corporation may begin business.

Ten (10) shares of the common capital stock of the par value of  
\$100.00 per share

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
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 MRS. SADIE VEE WATKINS LEWIS,

incorporators of the corporation known as the SKY-VUE 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 9th day of October, 1951

Paul G. Alexander  
Notary Public

My commission expires: 9-1-52

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 12th day of October, A. D., 1951, together with the sum of \$50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
Secretary of State.

Jackson, Miss., October 12th 1951

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.

By \_\_\_\_\_

J. B. Coleman  
Attorney General.

James S. Kendall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

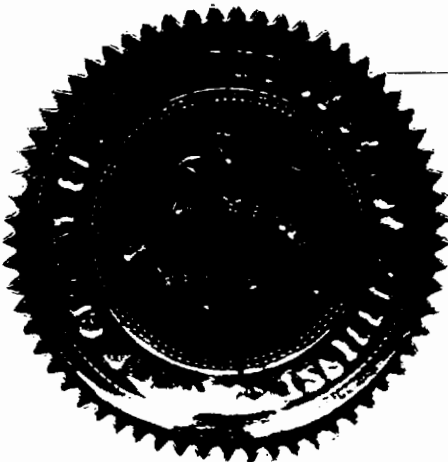
SKY-VUE CORPORATION

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 \_\_\_\_\_ Twelfth \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51 \_\_\_\_\_



Receipt No. 2533 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twelfth day of October, 1951.

THE CHARTER OF INCORPORATION OF  
C. AND G. OIL AND GAS DEVELOPMENT COMPANY  
GRENADA, MISSISSIPPI

1. The corporate title of said company is C. AND G. OIL AND GAS DEVELOPMENT COMPANY.

2. The names of the incorporators are:

Mr. W. A. Billups                      POSTOFFICE                      Holcomb, Mississippi

Mr. Groce Carver                      POSTOFFICE                      Holcomb, Mississippi

Mr. Fred Spain                      POSTOFFICE                      Grenada, Mississippi

3. The domicile is at Grenada, (Grenada County) Mississippi.

4. The authorized capital stock of the corporation shall consist of Five Hundred (500) shares of common stock of the nominal or par value of \$10.00 per share.

The designations, preferences, rights, qualifications, limitations, and restrictions of the common stock are as follows: (A) Dividends may be paid upon the common stock only when dividends have been paid, or funds have been set apart for the payment of dividends, on the common stock, out of any surplus or net profits of the corporation. (B) The common stock will receive, in addition to payment of dividends, equal shares in distribution of any assets of the corporation. (C) In all elections for directors or managers of the corporation, every stockholder shall have the right to vote in person or by proxy, the number of shares of stock owned by him, for as many persons as there are directors or managers to be elected; or to cumulate said shares so as to give one candidate as many votes as the number of directors multiplied by the number of his shares of stock shall equal, or to distribute them on the same principle among as many candidates as he shall see fit; and such directors or managers shall not be elected in any other manner. (D) The corporation may issue and dispose of its shares of stock authorized by these articles or by subsequent increase of its capital stock by amendment of these articles for such consideration and on such terms and in such a manner as may be fixed from time to time by the Board of Directors and authority so to fix such consideration, terms and manner is hereby granted by the stockholders.

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

Five Hundred (500) shares of stock of the nominal or par value of \$10.00 per share.

(12)

Continued - Charter of Incorporation - C. & G. Oil & Gas Development Co.

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

7. The purpose for which it is created:

(A) To purchase, lease, acquire, obtain and resell land, leases on land, royalties, and any other property pertaining to oil and mineral developments.

(B) 1. To survey and test on land and water for the possibilities of oil and minerals.

2. To drill, excavate and mine for oil and minerals.

(C) To engage in all other transactions and to do and perform all other things necessary or convenient or intended for the attainment of any of the purposes of this corporation to the same extent as natural persons lawfully might or could do insofar as such acts are permitted to be done by a corporation organized and pursuant to the general corporation law of the State of Mississippi, and in general to carry on any other business in connection therewith not forbidden by the STATE OF MISSISSIPPI together with all powers conferred upon said corporations by the law of the State of Mississippi.

8. Number of Shares Of Each Class To Be subscribed and paid for before corporation may begin business:

The number of shares of common stock of the corporation to be subscribed before the corporation commences business, shall be issued and paid for as follows:

100 shares of common stock in \$1,000.00 cash, property or service at actual value.

IN WITNESS WHEREOF, we the said incorporators of C. AND G. OIL AND GAS DEVELOPMENT COMPANY, have hereunto set our hands this 15th day of August, 1951.

W. A. Billups  
W. A. Billups  
Groce Carver  
Groce Carver  
Fred Spain  
Fred Spain

ACKNOWLEDGMENT

STATE OF MISSISSIPPI)  
County of Grenada )

This day personally appeared before me, the undersigned authority, W. A. Billups, Groce Carver, and Fred Spain, incorporators of the corporation known as the C. And G. Oil And Gas Development Company at



Grenada, Mississippi, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this 15th day of August, 1951.

MY COMMISSION EXPIRES JULY 20, 1954

Juel R. Batson  
JUEL R. BATSON

Notary Public-Grenada County, Miss.



\*\*\*\*\*

Received at the office of the Secretary of State this the 12<sup>th</sup> day of October A. D., 1951, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
Secretary Of State

\*\*\*\*\*

Jackson, Miss., October 12<sup>th</sup>, 1951

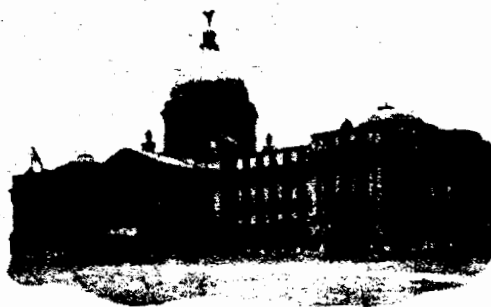
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitutions and Laws of the State, or of the United States.

J. P. Coleman  
Attorney General

BY James S. Hendace  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

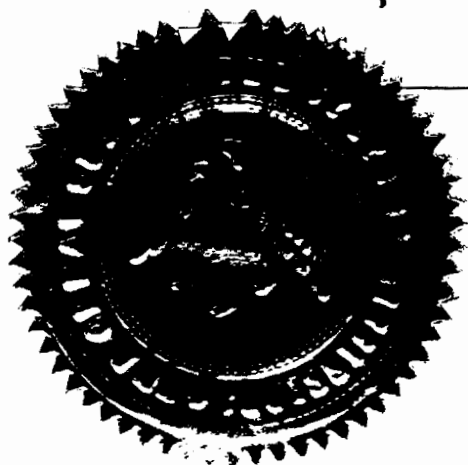
C. AND G. OIL AND GAS DEVELOPMENT COMPANY

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 \_\_\_\_\_ Twelfth \_\_\_\_\_ day of

October 19 51



*[Signature]*  
Governor

By the Governor

Receipt No. 2531 L

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twelfth day of October, 1951.

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

MALCO, INC.

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

M. A. LEWIS, JR. Postoffice Jackson, Mississippi

Mrs. Sadie Vee Watkins Lewis 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:

Five Thousand and no/100 (\$5,000.00) Dollars of common capital stock.

5. Number of shares for each class and par value thereof: Fifty shares of common capital  
stock of the par value of One Hundred (\$100.00) Dollars per share

6. Period of existence (not to exceed ninety-nine years) is Ninety-Nine years  
 (Non-profit corporations may have perpetual existence)

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

To promote, manage and operate theatre companies and other amusement, entertainment and advertising enterprises; to conduct and supervise any and all forms of legitimate indoor and outdoor amusements, entertainments, exhibitions and enterprises; to own, lease, control, maintain and operate theatres and other places of entertainment, amusement and recreation within and without the State of Mississippi, and to own, mortgage, grant, bargain, sell and convey real and personal property necessary or convenient for carrying on business of the general nature herein specified; to acquire by purchase, lease or otherwise interests in, and to erect, establish and equip theatres and places of amusement, and to produce, exhibit and exploit therein attractions of various kinds and natures; and to enter to public diversion, entertainment and amusement by and through motion pictures and other amusement devices, and to carry on the business of theatrical proprietors; to purchase, sell, lease and hire supplies and apparatus of every kind pertaining to theatrical exhibitions, motion picture exhibitions or other amusement devices; to buy, sell and deal in generally foods and beverages of all kinds; to buy, sell, trade, manufacture, deal in and deal with goods, wares and merchandise of every kind and nature; to acquire by purchase or lease or otherwise interests in real and personal property, and to own, hold, improve, develop and manage any real property and personal property so acquired; to convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise dispose of any such property; and to borrow money and execute evidences of indebtedness.

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 before the corporation may begin business.

Five (5) shares of the common capital stock of the par value of \$100.00 per share.

*M.A. Lewis*  
 Mrs. Sadie U. Lewis

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

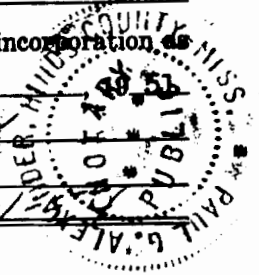
This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named M.A. Lewis, Jr. and Mrs. Sadie Vee Watkins Lewis,

incorporators of the corporation known as the Malco, 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 9th day of October

Paul H. Alexander  
Notary Public

My commission expires: 9-1-55



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 \_\_\_\_\_, 19 \_\_\_\_\_

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 \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 12th day of October  
A. D., 1951, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

W. H. Radner  
Secretary of State.

Jackson, Miss., October 12th 1951

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.

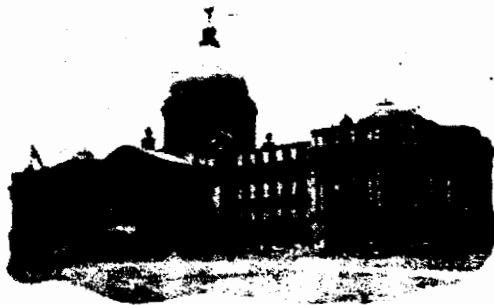
By \_\_\_\_\_

J. P. Coleman  
Attorney General.  
James S. Randall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

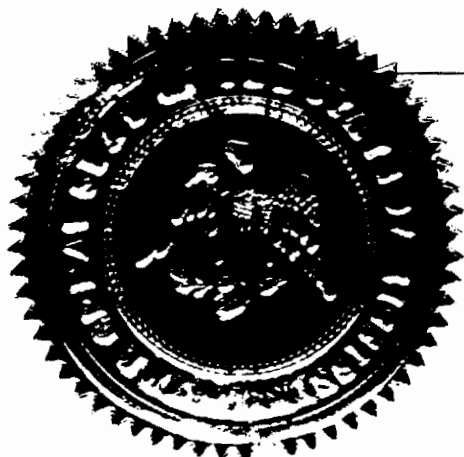
MALCO, INC.

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 \_\_\_\_\_ Twelfth \_\_\_\_\_ day of

October 19 51



Receipt No. 2532 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twelfth day of October, 1951.

THE CHARTER OF INCORPORATION OF  
JABOUR BROTHERS, INCORPORATED

1. The corporate title of said company is Jabour Brothers, Incorporated.
2. The names of the incorporators are:
 

Karl Jabour, Jr.	Post Office	Vicksburg, Mississippi
John E. Jabour	Post Office	Vicksburg, Mississippi
Mike Jabour	Post Office	Vicksburg, Mississippi
3. The domicile is at Vicksburg, Mississippi.
4. The amount of the total authorized capital stock of this corporation is FORTY THOUSAND (\$40,000.00) DOLLARS of common stock, deemed Series A.
5. The number of shares of the above named common capital stock, deemed Series A, is FOUR HUNDRED (400) SHARES, of par value per share of ONE HUNDRED (\$100.00) DOLLARS each.
6. The period of existence of this corporation is ninety-nine (99) years.
7. The nature of the business of the corporation and the objects and purposes proposed to be transacted, promoted and carried on by it, are as follows, to-wit:
  - (a) To buy, sell, acquire, at wholesale or retail, distribute, dispose of, and generally deal in and with boys' and men's wearing apparel of every kind, nature and description, and all articles used or useful in connection thereto; and to carry on the business as merchants of boys' and men's wearing apparel, and any trade or business incident thereto or connected therewith.
  - (b) In general, to do any and all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise within or without the State of Mississippi, either alone or in company with others, and to carry on any other business in

connection therewith, whether merchants or otherwise, and to do all things not forbidden, and with all the powers conferred upon corporations by the laws of the State of Mississippi.

8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is FOUR HUNDRED (400) SHARES, and the corporation may commence business when as much as FORTY THOUSAND (\$40,000.00) DOLLARS in cash, liquid securities, or property or other legal medium shall have been paid for in shares of stock subscribed for and sold.

WITNESS our signatures this the 27<sup>th</sup> day of September, 1951.

Karl Jabour Jr.  
Karl Jabour, Jr.

John E. Jabour  
John E. Jabour

Mike Jabour  
Mike Jabour

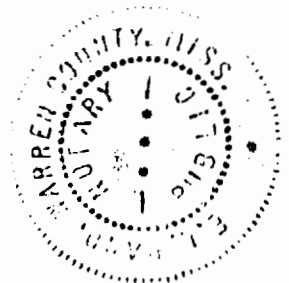
STATE OF MISSISSIPPI )  
COUNTY OF WARREN )

PERSONALLY appeared before me, the undersigned authority, Karl Jabour, Jr. and Mike Jabour, incorporators of the corporation known as JABOUR BROTHERS, INCORPORATED, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 27<sup>th</sup> day of September, 1951.

E. L. Land  
NOTARY PUBLIC

MY COMMISSION EXPIRES: -

Sept 15<sup>th</sup> 1954





STATE OF MISSISSIPPI )  
COUNTY OF WARREN )

PERSONALLY appeared before me, the undersigned authority,  
John E. Jabour, incorporator of the corporation known as JABOUR  
BROTHERS, INCORPORATED, who acknowledged that he signed and  
executed the above and foregoing articles of incorporation as  
his act and deed on this the 11 day of October, 1951.

Katherine M. Crompton  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

September 13 - 1955

Received at the office of the Secretary of State this  
the 12 day of October, A. D., 1951, together with the  
sum of \$90<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

John L. Linder  
Secretary of State

Jackson, Miss., October 15th 1951

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.

J. P. Coleman  
Attorney General

By: James D. Kendall  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

JABOUR BROTHERS, INCORPORATED

is hereby approved.

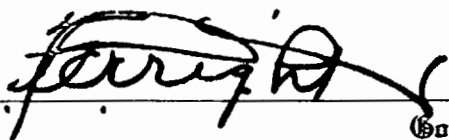
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Fifteenth \_\_\_\_\_ day of

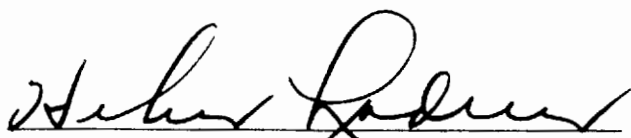
October \_\_\_\_\_ 19 51



Receipt No. 2541 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
fifteenth day of October, 1951.

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

### OXFORD RESORT, INC.

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

<u>C. S. Haney</u>	Postoffice	<u>Oxford, Mississippi</u>
<u>J. H. Mansel</u>	Postoffice	<u>Oxford, Mississippi</u>
<u>W. H. Smith</u>	Postoffice	<u>Oxford, Mississippi</u>
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
3. The domicile is at Oxford, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

The amount of the authorized capital stock is Thirty Thousand Dollars, all of which shall be common stock of the same class and having the privileges and restrictions authorized and imposed by the Constitution and Statutes of the State of Mississippi.

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

Said capital stock of \$30,000.00 shall be divided into (600) shares, having a par value of \$50.00 per share, and a total par value of \$30,000.00.

6. Period of existence (not to exceed ninety-nine years) is thirty years  
(Non-profit corporations may have perpetual existence)

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

To develop and operate recreational facilities on Sardis Lake and Reservoir in Lafayette County, Mississippi; to construct, build or lease cabins, cottages and buildings necessary to such project; and to purchase or lease the boats and equipment necessary to the operation of such project; to enter into leases and sub-leases and to make any and all necessary contracts and agreements with the United States of America through its proper agencies for land sites or rights on any Government lakes, waters or properties necessary to such project.

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 hereinbefore 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 of parts thereof.

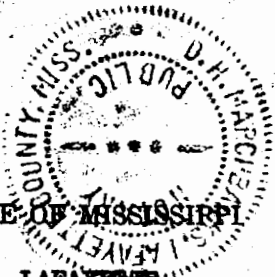
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

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

500 shares of common stock, par value \$50.00.

*M. H. H. H.*  
*G. H. H. H.*  
*A. H. H. H.*

Incorporators.



ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of LAFAYETTE

This day personally appeared before me, the undersigned authority \_\_\_\_\_

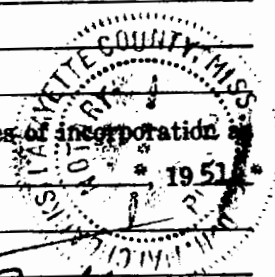
C. S. Haney and J. H. Mansel and W. H. Smith

incorporators of the corporation known as the Oxford Resort, 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 October

My commission Expires Jan. 11, 1952

*[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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 13th day of October

A.D., 1951, together with the sum of \$ 70 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*[Signature]*  
Secretary of State.

Jackson, Miss., October 13th 1951

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.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

OXFORD RESORT, 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 \_\_\_\_\_ Fifteenth \_\_\_\_\_ day of

October 19 51



Receipt No. 2542 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
fifteenth day of October, 1951.

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

### MUNICIPAL INVESTMENT COMPANY

1. The corporate title of said company is MUNICIPAL INVESTMENT COMPANY
2. The names of the incorporators are:
 

<u>LOUIS ALFORD</u>	<u>Postoffice</u>	<u>McComb, Mississippi</u>
<u>E. H. AUSTIN</u>	<u>Postoffice</u>	<u>Columbia, Mississippi</u>
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
3. The domicile is at Columbia, Mississippi (P. O. Box No. 297)
4. Amount of capital stock and particulars as to class or classes thereof:
 

One Thousand (1,000) shares of common stock with a par value of  
Ten Dollars (\$10.00) per share.
5. Number of shares for each class and par value thereof: One Thousand (1,000) shares of  
common stock with a par value of Ten Dollars (\$10.00) per share.
6. Period of existence (not to exceed ninety-nine years) is Ninety-nine (99) Years  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created: To purchase, acquire, hold, build, improve, sell, convey, assign, release, mortgage, incumber, rent, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of this and other corporations, and to loan money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

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 before the corporation may begin business.

The Corporation may begin business when as many as fifty (50) shares of common stock have been subscribed for and paid for at the value herein fixed.

*Louis Alford*  
*E. H. Austin*

Incorporators.



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of MARION

This day personally appeared before me, the undersigned authority LOUIS ALFORD  
and E. H. AUSTIN

Incorporators of the corporation known as the MUNICIPAL INVESTMENT 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 15th day of October, 1951

My Commission Expires: 12/10/54

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 15th day of October  
A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., October 15th 1951

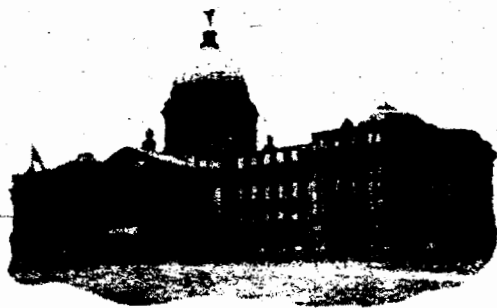
I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-  
stitution and laws of the state, or of the United States.

J. P. Coleman  
Attorney General.By James S. Haddock  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

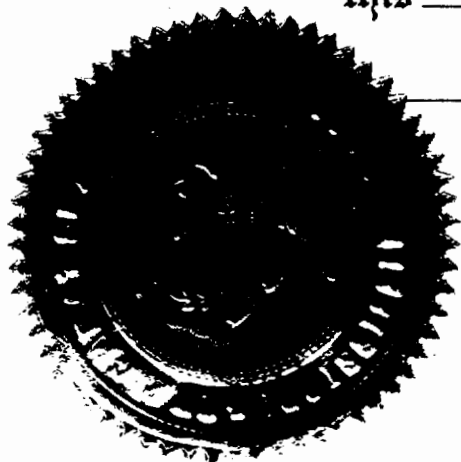
MUNICIPAL INVESTMENT COMPANY

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 Fifteenth day of

October 19 51



Receipt No. 2549 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
fifteenth day of October, 1951.

## AMENDMENT TO ARTICLES OF INCORPORATION

OF

GREENVILLE BANK & TRUST COMPANY  
GREENVILLE, MISSISSIPPI

RESOLVED FIRST, That the capital stock of this bank be increased in the sum of \$50,000.00 by the declaration and issuance, pro rata, to the holders of the outstanding common stock of the Bank, of a dividend in the sum of \$50,000.00 to be accomplished by the issuance of 5000 additional shares of common stock, such new shares to be issued and delivered to the holders of common stock on the basis of one additional share of common stock for each three (3) shares of common stock standing in the name of such stockholders on the books of the Bank as of the 10th day of October, 1951, making the total capital of the Bank \$200,000.00, all of which is common stock.

RESOLVED SECOND, That the Articles of Incorporation, as amended, be further amended by striking out Article 4 and inserting in place thereof the following:-

4. The capital stock of said corporation shall be Two Hundred Thousand (\$200,000.00) Dollars, divided into 20,000 shares, having a par value of Ten \$10.00 Dollars each.

At a special meeting of the Shareholders of the Greenville Bank and Trust Company, Greenville, Mississippi, held on the 10th day of October, 1951, at least ten days' notice of the proposed business having been given by registered mail, the foregoing resolutions and amendments were adopted by the following vote, representing a majority in amount of all common stock outstanding:-

Total number of Shares of Common Stock Outstanding	15,000
Total number of Shares of Common Stock Represented at the Meeting	14,670

Total number of shares of Common Stock  
voted in favor of the Resolutions and  
Amendment

14,670

Total number of shares of Common Stock  
voted against the Resolutions and  
Amendment

None

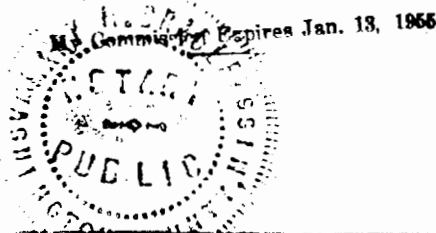
I hereby certify that this is a true and correct report of the  
vote and of the resolutions adopted at a meeting of the shareholders of  
this bank held on the date mentioned and that a complete list of the  
shareholders voting therefor and of the number of shares voted by  
each is on file in the bank.



Rich F. Zeller  
Exec. Vice-President

Subscribed and sworn to before me this 11 day of October, 1951.

Mary M. Bradley  
Notary Public



Received at the office of the Secretary of State, this the 15<sup>th</sup> day of October

A. D., 1951, together with the sum of \$100<sup>00</sup> deposited to cover the recording fee, and  
referred to the Attorney General for his opinion.

Walter L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

October 15<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By James J. Kendall  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

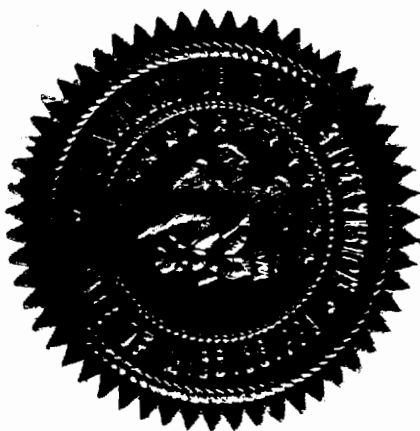
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

GREENVILLE BANK & TRUST CO.

GREENVILLE, MISSISSIPPI.

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this* 12th *day of*  
October *19* 51



*[Signature]*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



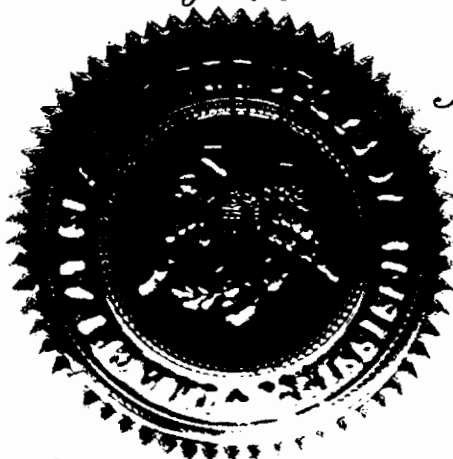
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

GREENVILLE BANK AND TRUST COMPANY

*is hereby approved.*



Receipt No. 2545 L

*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* Fifteenth *day of*  
October 19 51

*By the Governor.*

*John L. Davis*

*Secretary of State.*

*[Signature]*

THE CHARTER OF INCORPORATION  
OF  
MACON GARMENT CO., INC.

\* \* \* \* \*

1. The corporate title of said company is MACON GARMENT CO., INC.

2. The names of the incorporators are:

Fulton Thompson Jackson, Mississippi.

J. H. Thompson Jackson, Mississippi.

3. The domicile is at Jackson, Hinds County, Mississippi.

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

Five Thousand Dollars (\$5,000.00), all of which is common stock.

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

One hundred (100) shares of common stock of the par value of Fifty Dollars (\$50.00) each.

6. The period of existence is ninety-nine (99) years.

7. The purpose for which it is created:

To manufacture, buy, sell, import and export, distribute, deal and trade in at wholesale and retail, clothing and wearing apparel of every kind and description including men's and boys' pants.

To own, lease, operate and maintain, mortgage and sell factories for the manufacture of clothing and wearing apparel.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter A, 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 corporation may begin business when two (2) shares of stock have been subscribed and paid for at the par value above stated.

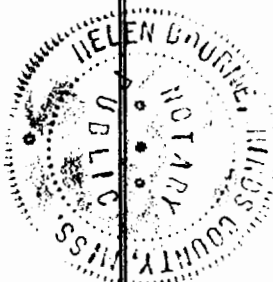
9. This corporation reserves the right to amend, alter, change or repeal any provision contained in this charter of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Julius Thompson  
J. H. Thompson  
Incorporators.



STATE OF MISSISSIPPI )  
COUNTY OF HINDS )

This day personally appeared before me, the undersigned authority, Fulton Thompson and J. H. Thompson incorporators of the corporation known as the MACON GARMENT CO., INC. who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 18<sup>th</sup> day of October, 1951.



My Commission Expires June 22, 1953

Helen Bourne

Received at the office of the Secretary of State this the 18<sup>th</sup> day of October, A. D. 1951, together with the sum of \$20.00 deposited to cover the recording fee and organization tax and referred to the Attorney General for his opinion.

Helen Bourne  
Secretary of State

Jackson, Mississippi.  
October 18<sup>th</sup>, 1951

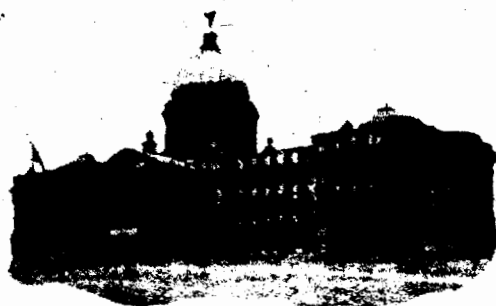
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

J. P. Coleman  
Attorney General

By James S. Handace  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

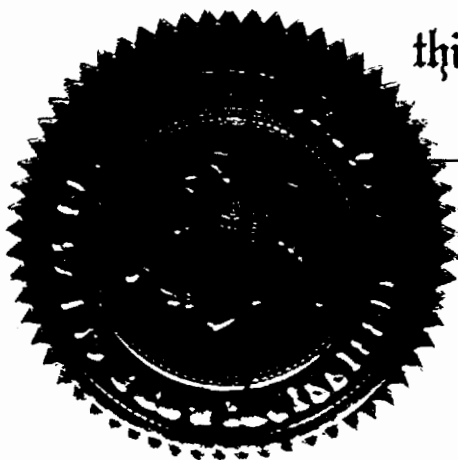
MACON GARMENT CO., INC.

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

October 19 51



Receipt No. 2609 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
eighteenth day of October, 1951.

## STATE OF MISSISSIPPI

## QUITMAN COUNTY

I, P. M. B. Self, hereby certify that I am President of Citizens Bank & Trust Co., of Marks, Mississippi, a banking corporation duly organized and existing under and by virtue of the laws of Mississippi, and as such president I have access to all original records of said corporation; and I do hereby further certify that at a meeting of the stockholders of said corporation, duly called, held and convened, according to law and the by-laws of said corporation, on October 15, 1951, stockholders holding a majority in amount of all stock outstanding being present and voting thereon, the following resolution was unanimously adopted:

RESOLVED: That the Charter of Incorporation of this Bank as heretofore amended be amended by revising Article Fourth thereof, so that such Article shall read:

"Fourth: The total authorized capital stock of said corporation is \$100,000., consisting of 2000 shares of capital stock of the par value of \$50. per share."

and further

RESOLVED: That the President and Cashier of said Bank be authorized and directed to take such action as may be necessary to amend the Charter of said Bank in accordance with the foregoing resolution.

In witness whereof, I have hereunto set my hand and attached the corporate seal of said corporation this 15th day of October, 1951.



*P. M. B. Self*  
\_\_\_\_\_  
President

Received at the office of the Secretary of State, this the

18<sup>th</sup> day of October

A. D., 1951, together with the sum of \$50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

April 18<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.  
By James C. Hendall  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

CITIZENS BANK & TRUST CO.

MARKS, MISSISSIPPI

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this* 18th *day of*  
October *19* 51.



*[Signature]*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



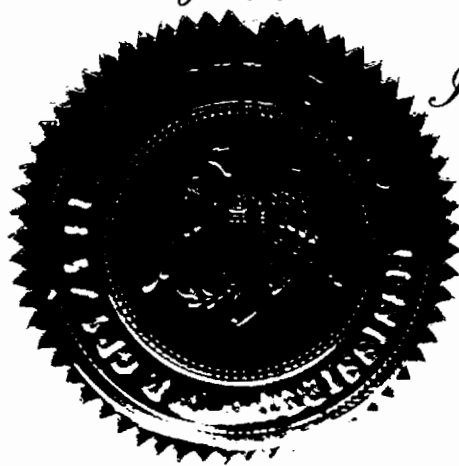
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

CITIZENS BANK & TRUST COMPANY OF MARKS, 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 af-  
fixed, this* Eighteenth *day of*

October 19 51

Receipt No. 2608 L

*By the Governor.*

*John L. Davis*

*Secretary of State.*

Recorded in the Secretary of State's Office this the eighteenth day of October, 1951

ARTICLES OF INCORPORATION

OF

REBEL MOTORS, INC.

OF

HATTIESBURG, MISSISSIPPI

---

ARTICLE I.

The name of the corporation is -

REBEL MOTORS, INC.

ARTICLE II.

The names and post office addresses of the incorporators are as follows:

William G. Boone, Jr.  
1325 Commerce Title Building  
Memphis, Tennessee

Virginia Simmons  
1325 Commerce Title Building  
Memphis, Tennessee

Pryor Young  
1325 Commerce Title Building  
Memphis, Tennessee

ARTICLE III.

The domicile of the corporation in the State of Mississippi is -

316 Hardy Street  
Hattiesburg, Mississippi

-2-

ARTICLE IV.

The amount of the authorized capital stock of the corporation which the corporation is authorized to issue and have outstanding is one thousand (1,000) shares, which is limited to one class, to-wit, common, all of which is subject to the same terms, limitations and provisions, and is of a par value of Ten Dollars (\$10.00) per share.

ARTICLE V.

The duration of the corporation is ~~perpetual, but not~~  
~~less than~~ ninety-nine (99) years.

ARTICLE VI.

The purpose or purposes for which the corporation is organized, are as follows:

1. To engage in the manufacture, sale and distribution of automobiles, motor cars, motor trucks, motorcycles, trailers, tractors and other mechanically operated or propelled vehicles, and automobile and vehicle parts and sundries; to vend and deal in automobiles, motor cars, motor trucks, motorcycles, trailers, tractors and other mechanically propelled or operated vehicles and automobile and vehicle parts and sundries and other articles; to acquire and own patents, improvements and franchises, and to operate under such patents, improvements and franchises pertaining to the matters and things enumerated herein, and to do all and singular the things provided in the acts of the general assembly under which this corporation is authorized to do business.
2. To buy, sell and manufacture all kinds of automobile, motor car, motor truck, trailer, tractor and automotive parts, machinery, batteries, tires, accessories, oils, paints, greases of every kind, nature and description; to operate chain stores and to do general merchandising pertaining to automobiles; to operate sales rooms for supplies, and generally to deal in all kinds of merchandise, fixtures, accessories and chattels relating to the sale and manufacture of automobiles and motor vehicles; to manufacture, buy, sell and generally deal in all kinds of general merchandise of every kind, nature and description.



-3-

3. To rent, store, repair and care for automobiles, motorcycles and motor vehicles of all kinds and appurtenances thereto; to build, purchase or otherwise acquire, and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of automobiles, motorcycles and motor vehicles of every kind, nature and description.
4. To conduct the business of a filling and service station, which business shall include the dealing in gasoline and all other petroleum products; all kinds of oils and products used for motor fuel or lubrication; all manner of accessories and appliances to be used on motor vehicles of every description; the washing, polishing and storing of motor vehicles, and in furtherance of such business to establish offices in any county, town, city, state or country, and to do any and all lawful things in and about the conduct of such business as are usual and necessary in such enterprise.
5. To finance the purchase of new and used automobiles, trucks, motorcycles, trailers and tractors and to buy, sell, hold, own and deal in open accounts, commercial paper, stocks, bonds, evidence of indebtedness, bills of lading, warehouse receipts, bank certificates, chattel mortgages and other securities, but not to engage in the dealing of commercial paper in the exercise of the functions of bank discount; to do a general brokerage and commission business; to do a general warehouse business.
6. To buy and sell radios, television equipment, radionic appliances or apparatus, to repair, install, rent and service same and to buy, sell and carry a stock of such articles and repair or replacement parts for same.
7. To do all and anything necessary, suitable, convenient or proper in the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation, either as a holder or owner of any interest in any property or otherwise.
8. The rights and powers that may be exercised by this said corporation, in addition to those enumerated above, are those conferred by the provisions of the corporation laws of the State of Mississippi.

#### ARTICLE VII.

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

business is one hundred (100).

William G. Boone, Jr.  
Virginia Simmons  
Pryor Young  
Incorporators

STATE OF TENNESSEE  
COUNTY OF SHELBY

I, Dora Lewin, a Notary Public,  
do hereby certify that on the 16th day of October, 1951, William  
G. Boone, Jr., Virginia Simmons, and Pryor Young personally  
appeared before me, and being first duly sworn by me, severally  
acknowledged that they signed the foregoing document in the  
respective capacities therein set forth and declared that the  
statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and  
seal the day and year above written.



Dora Lewin  
Notary Public

Received at the office of the Secretary of State, this the

19<sup>th</sup> day of October

A. D., 1951, together with the sum of \$30<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder

SECRETARY OF STATE

Jackson, Miss.,

October 19<sup>th</sup> 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By

James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

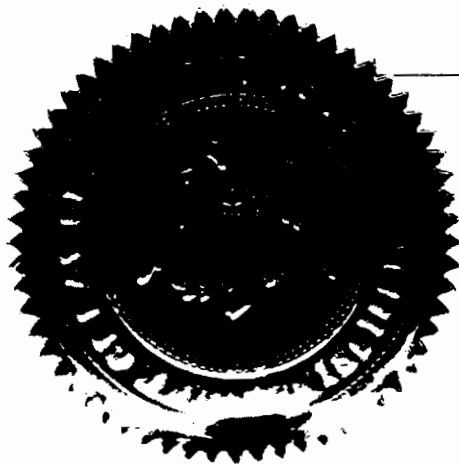
REBEL MOTORS, INC.

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 \_\_\_\_\_ Nineteenth \_\_\_\_\_ day of

October 19 51



Receipt No. 2617 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of States Office this the  
nineteenth day of October, 1951.

## RESOLUTION OF STOCKHOLDERS

"WHEREAS, the stockholders are unanimously of the opinion that it is for the best interest of the corporation that the capital structure be enlarged and increased to permit an authorized capital stock of \$60,000.00 of the same type share as presently authorized by the Charter of said corporation.

"NOW THEREFORE, be it resolved that S. C. Hart, President, be and he is hereby authorized, empowered and directed to make application, in manner and form as prescribed by law, for an amendment to the Charter of incorporation of this company, Woodland Realty Company, and that the authorized amendment shall be as follows:

"Amend the Charter, as amended, by striking out Article 2 thereof and inserting in lieu thereof the following:

"2. The authorized capital stock of said corporation shall be \$60,000.00, to be evidenced by common stock of the par value of \$100.00 per share, and said corporation is authorized to begin business whenever stock in the amount of \$7,500.00 shall have been subscribed for and paid in."

- - - - -

I, Felix Daniels, Secretary-Treasurer of Woodland Realty Company, a Mississippi corporation, hereby certify that the above and foregoing is a true and correct copy of a resolution, unanimously adopted by the stockholders of said corporation at a regular meeting of all the stockholders of said corporation. Said meeting was held, as provided by the By-Laws, on the 15th day of May, 1951.

Witness my signature and the seal of said corporation this the \_\_\_\_\_ day of \_\_\_\_\_, 1951.

\_\_\_\_\_  
Secretary-Treasurer

(SEAL)

HONORABLE HEBER LADNER, SECRETARY OF THE STATE OF MISSISSIPPI:

There is hereby presented proposed amendment to the Charter of Incorporation of Woodland Realty Company, a corporation created and organized under the laws of the State of Mississippi, as per original Charter recorded in Book of Incorporations No. 13 at page 140 with amendments heretofore made as recorded in Book of Incorporations Nos. 40-41 at page 442.

AMENDMENT

Amend by striking out Article 2 of the Charter of Incorporation aforesaid, as amended, and insert in lieu thereof the following:

"2. The authorized capital stock of said corporation shall be \$60,000.00, to be evidenced by common stock of the par value of \$100.00 per share, and said corporation is authorized to begin business whenever stock in the amount of \$7,500.00 shall have been subscribed for and paid in."

The undersigned, in pursuance of authority granted by the stockholders of said corporation, respectfully request that the foregoing amendment be allowed.

Executed this 16<sup>th</sup> day of Oct, 1951.

WOODLAND REALTY COMPANY

By S. C. Hart

President

STATE OF MISSISSIPPI  
COUNTY OF HINDS  
CITY OF JACKSON

Before me, the undersigned authority, within and for the above jurisdiction, this day personally appeared S. C. Hart who duly acknowledged that he, for and on behalf and by authority of said corporation, signed, executed and delivered the above and foregoing document and application for amendment to the Charter of said corporation on the day and year therein mentioned.

Witness my signature and official seal this 16 day of Oct, 1951.

H. M. [Signature]  
Notary Public

My commission expires 7/1/53.

Received at the office of the Secretary of State, this the 20<sup>th</sup> day of October

A. D., 1951, together with the sum of \$ 70<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

October 2nd, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James S. Marshall  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

THE WOODLAND REALTY 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 af-  
fixed, this* \_\_\_\_\_ *Twenty-second* \_\_\_\_\_ *day of*

October

1951

Receipt No. 2622 L

By the Governor.

Secretary of State

Lieutenant and Acting Governor

Recorded in the Secretary of State's Office this the twenty-second day of October, 1951.



Pascagoula, Mississippi  
October 18, 1951

Hon. Heber Ladner  
Secretary of State  
Jackson, Mississippi.

Dear Sir:

I have been directed by appropriate resolutions adopted by the Board of Directors and the Stockholders of the Talbott Motor Company, Inc. to request an amendment to the charter of said corporation as follows:

I. The corporate title of said company is Estabrook Motor Company, Inc.

I herewith enclose certified copies of the resolutions adopted and the filing fee required by statute.

Yours very sincerely,

*Thelma C. Estabrook*  
Thelma C. Estabrook, Secretary  
Talbott Motor Company, Inc.

STATE OF MISSISSIPPI  
COUNTY OF JACKSON

This day personally came and appeared before me the undersigned authority within and for the jurisdiction aforesaid, Thelma C. Estabrook, Secretary of the Corporation known as Talbott Motor Company, Inc., who acknowledged that she signed and executed the above and foregoing amendment to the charter of the Talbott Motor Company, Inc. as the act and deed of said corporation, on this the 18th day of October, A. D., 1951.

*V. G. Ramsay*  
VERTIS G. RAMSAY  
CIRCUIT CLERK  
JACKSON COUNTY, MISS.  
My Commission Expires Jan. 1, 1952



Be it remembered that a meeting of the stockholders of the Talbott Motor Company, Inc. was held at the office of said Talbott Motor Company, Inc., on the 15th day of October, 1951 at 10:00 o'clock a. m., at which meeting all of the stockholders were present, and that the following resolution was duly offered in writing, and having been put to a vote was unanimously adopted as follows:

WHEREAS it appears that the best interest of the corporation will be best served by amending the charter of said corporation so as to change the name of said corporation to Estabrook Motor Company, Inc.

NOW THEN, BE IT RESOLVED that the Secretary of said corporation, Mrs. Thelma C. Estabrook, be, and she is hereby authorized to make application to the Secretary of State of the State of Mississippi for the amendment of the charter of this corporation so as to change the name thereof to Estabrook Motor Company, Inc., granting unto the said Thelma C. Estabrook full authority to take any and all steps necessary to effectuate said purpose.

#### CERTIFICATE

I, Thelma C. Estabrook, do hereby certify that I am the Secretary-Treasurer of Talbott Motor Company, Inc., a corporation duly organized and existing under the laws of the State of Mississippi, and I do hereby further certify that a meeting of the stockholders of said corporation, duly called, held and convened according to the By-laws of said corporation, on the 15th day of October, A. D., 1951, all of the stockholders being present and voting thereon, the above resolution

was adopted unanimously; that the above is a full, true and correct copy of said resolution.

WITNESS MY HAND AND SEAL OF SAID CORPORATION, this the 18th day of October, A. D., 1951.

Thelma C. Estabrook  
Thelma C. Estabrook  
Secretary - Treasurer  
Talbot Motor Company, Inc.

JACKSON, MISSISSIPPI

Received at the office of the Secretary of State this the <sup>22<sup>nd</sup></sup> ~~22~~ day of October, A. D., 1951, together with the sum of Ten (\$10.00) Dollars, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE

OCTOBER 22<sup>nd</sup>, 1951, JACKSON, MISSISSIPPI

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.

J. P. Coleman  
ATTORNEY GENERAL

BY: James S. Kendall  
ASSISTANT ATTORNEY GENERAL

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

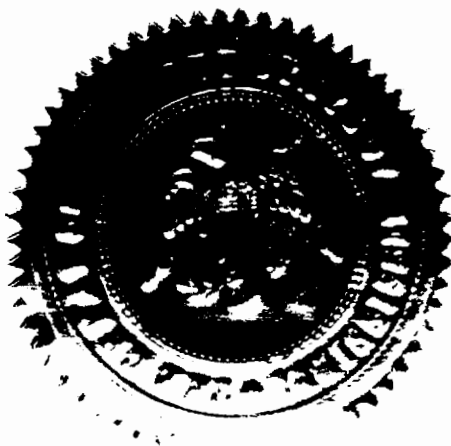
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

TALBOTT MOTOR COMPANY, INC.

Changing Name to

ESTABROOK MOTOR 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 af-  
fixed, this* Twenty-second *day of*

October 1951

Receipt No. 2624 L

*By the Governor.*

*Secretary of State.*

Lieutenant and Acting Governor

Whereas, the Board of Directors of the Tri-County Dairy Herd Improvement Association deem it advisable that said association be incorporated under authority of Section 5310 of the Mississippi Code of 1942 as amended.

Now therefore, be it resolved that H. I. Presley, James J. Gannaway, Jr., and J. C. Williams be and they are hereby directed, authorized, and empowered to make application to the proper authorities of the State of Mississippi for a charter of incorporation for the Tri-County Dairy Herd Improvement Association.

The above resolution was duly seconded and unanimously adopted.

I, R. C. Robison, the duly elected and acting Secretary of the Tri-County Dairy Herd Improvement Association, do hereby certify that the above and foregoing is a true and correct copy of a resolution adopted by the Board of Directors of the Tri-County Dairy Herd Improvement Association at its regular meeting on the 5th day of October, 1951.

Certified to by me in Hernando, Mississippi, this the 18th day of October, 1951.



Secretary of the Tri-County Dairy Herd  
Improvement Association

*Sworn to and subscribed before me this  
20<sup>th</sup> day of October, 1951.*

*James P. Lipton  
Chancery Clerk*

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

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

## THE CHARTER OF INCORPORATION OF

Tri-County Dairy Herd Improvement Association

1. The corporate title of said company is Tri-County Dairy Herd Improvement Association  
 2. The names of the incorporators are:

H. L. Presley Postoffice Nesbitt, Mississippi

James J. Gannaway, Jr. Postoffice Nesbitt, Mississippi

J. C. Williams Postoffice Hernando, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Hernando, Mississippi

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

No stock - non-share corporation - Section 5310 - 1942

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

No stock - non-profit

6. Period of existence (not to exceed ninety-nine years) is perpetual  
 (Non-profit corporations may have perpetual existence)

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

- (1) To foster, encourage, and promote better methods and practices in the development of the dairy industry in DeSoto County, Mississippi.
- (2) To help farmers keep production records for the development of a more economical operation and to eliminate unprofitable cows.
- (3) To serve as an overall program for the exchange of ideas for a more efficient operation.

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 before the corporation may begin business.

"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."

*H. L. P. King*  
*James J. King*  
*J. C. Williams*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of De Soto

This day personally appeared before me, the undersigned authority,

H. L. Presley,  
James J. Gannaway Jr and J. C. Williamsincorporators of the corporation known as the personswho 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 October, 1951James P. Foster  
Charney Cabit Clerk

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_Received at the office of the Secretary of State this the 22nd day of OctoberA. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.Walter L. Adams  
Secretary of State.Jackson, Miss., October 22nd 1951I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-  
stitution and laws of the state, or of the United States.

By \_\_\_\_\_

J. P. Coleman  
Attorney General.  
James S. Hendall  
Assistant Attorney General.NOTE—In case all incorporators are together when acknowledgment is taken, one acknowledgment will  
be sufficient.



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

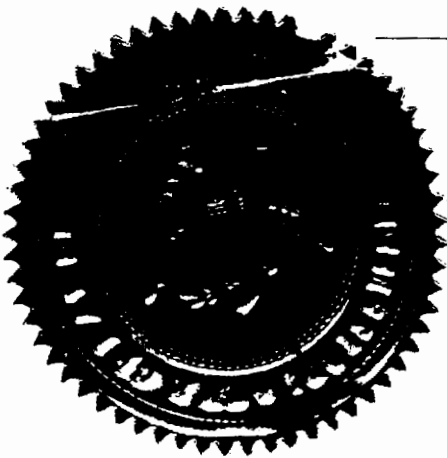
TRI-COUNTY DAIRY HERD IMPROVEMENT ASSOCIATION

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 \_\_\_\_\_ Twenty-third \_\_\_\_\_ day of

October 19 51



Receipt No. 2627 L

*Sam L. Lapham*  
Lieutenant and Acting Governor

By the Governor

*Heber Ladner*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of October, 1951.

---

THE CHARTER OF INCORPORATION OF  
BLACK & WHITE STORE OF MART 51.

---

1. The corporate title of said company is Black & White Store of Mart 51.

2. The names of the incorporators are:

Nathan Shainberg	Postoffice 285 Union Avenue, Memphis, Tennessee
Herbert Shainberg	Postoffice 285 Union Avenue, Memphis, Tennessee
Eugene Sebulsky	Postoffice 285 Union Avenue, Memphis, Tennessee

3. The domicile is at JACKSON, MISSISSIPPI

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

Twenty-Five Thousand (\$25,000.00) Dollars, 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 \$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:

Carrying on the trade of merchants, including, but not limited to, the owning and operating of a store, or stores, for the sale of general merchandise.

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

One Hundred (100) shares.

Nathan Shainberg  
Herbert Shainberg  
Eugene Sebulsky  
Incorporators.

## Acknowledgement

State of Tennessee )

County of Shelby )

This day personally appeared before me, the undersigned authority Nathan Shainberg, Eugene Sebulsky and Herbert Shainberg, incorporators of the corporation known as the Black & White Store of Mart 51 who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 16<sup>th</sup> day of October, 1951.

My commission expires:

January 7, 1954.

Margaret L. Shainberg  
Notary Public



Received at the office of the Secretary of State this the 23<sup>rd</sup> day of Oct A.D., 1951, together with the sum of \$ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion

Hubert L. Adams  
Secretary of State

Jackson, Miss., October 22<sup>nd</sup> 1951

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.

J. P. Coleman  
Attorney General.  
By James D. McCall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BLACK & WHITE STORE OF MART 51

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

OCTOBER

1951



Receipt No. 2659 L

*Sam Lumphin*  
Lieutenant and Acting Governor

By the Governor

*Walter K. Adams*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of October, 1951.

THE CHARTER OF INCORPORATION  
OF  
WOODLAWN LAND COMPANY

1. The corporate title of said company is WOODLAWN LAND COMPANY.

2. The names of the incorporators are:

L. J. Sievers Postoffice Greenville, Mississippi;  
Harvey P. Keller Postoffice Greenville, Mississippi;  
Wm. M. Taylor Postoffice Greenville, Mississippi;  
J. W. Scanlon Postoffice Greenville, Mississippi;  
R. C. Marck Postoffice Greenville, Mississippi.

3. The domicile is at Greenville, 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:  
Ten (10) shares of the par value of \$500.00 each - all common stock.

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

7. The purpose for which it is created: To purchase or otherwise acquire, own, lease, mortgage, rent, sell and convey real and personal property of every class and description; to construct, let, and enter into contracts for the erection of dwellings and the development of land and to finance the cost of such construction and development; to borrow money in the name of the corporation and pledge the assets of the corporation as security therefor; and to do and perform all lawful things necessary, convenient, desirable or incidental to carrying out the purpose for which the corporation is created. The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter 4, Title 21 of the Mississippi Code of 1942 Annotated.

8. Number of shares of each class to be subscribed and paid for before the corporation may begin business: 5 shares of common stock.

WITNESS our signatures, this the 19 day of October, 1951.

L. J. Sievers  
Harvey P. Keller  
Wm. M. Taylor  
J. W. Scanlon  
R. C. Marck  
 Incorporators

# ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
 COUNTY OF WASHINGTON

This day personally appeared before me, the undersigned authority, L. J. Sievers, Harvey P. Keller, Wm. M. Taylor, J. W. Scanlon and R. C. Marck, incorporators of the corporation known as the WOODLAWN LAND COMPANY, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 19 day of October, 1951.

Kate Dickerson  
 Notary Public

My Commission Expires:

9-21-54

Received at the office of the Secretary of State, this the 23<sup>rd</sup> day of October, A. D., 1951, together with the sum of \$20<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder  
 Secretary of State.

Jackson, Mississippi  
 October 23<sup>rd</sup>, 1951.

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.

J. P. Coleman  
 Attorney General

By James S. Kendall  
 Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WOODLAWN LAND COMPANY

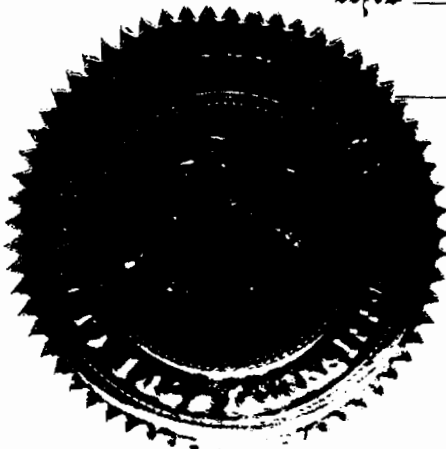
is hereby approved.

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

OCTOBER

19 51



Receipt No. 2631 L

*Sam L. Lumbkin*  
Lieutenant and Acting Governor

By the Governor

*Hubert L. Lumbkin*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of October, 1951.

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ARTICLES OF INCORPORATION  
OF  
B A T E S V I L L E   S E C U R I T Y   B A N K

We, the undersigned persons, hereby apply to the Banking Department of the State of Mississippi, for a charter to operate a banking corporation in the City of Batesville, Mississippi, known as BATESVILLE SECURITY BANK.

- (a) Name of Corporation:                   Batesville Security Bank
- (b) Place of Location:                    Batesville, Panola County,  
Mississippi
- (c) Nature of Business:                  Commercial and Savings banking
- To do and carry on a general banking business; to receive deposits; to loan money, and to take security therefor on real and personal property; to own real estate and personal property to an amount fixed by law; and to do and perform all acts incident to and usually done and carried on by a general banking business.
- (d) Capital Stock:                       \$50,000.00, composed of 1,000 shares  
at \$50.00 each.
- (e) The names and places of residence of the stockholders and number of shares held by each of them:

<u>NAMES</u>	<u>RESIDENCE</u>	<u>NO. SHARES</u>
✓ Albert Barnett	Courtland, Mississippi	10
✓ J. D. Brame, Jr.	Batesville, Mississippi	20
✓ Geo. C. Carlson	Batesville, Mississippi	80
✓ F. G. Craig	Batesville, Mississippi	10
✓ A. M. Douglas	Batesville, Mississippi	20
✓ K. V. Draper	Batesville, Mississippi	10
✓ J. C. Dunlap	Batesville, Mississippi	40
✓ H. N. Finnie	Courtland, Mississippi	5
✓ S. H. Gaines	Enid, Mississippi	20
✓ H. D. Graham	Batesville, Mississippi	5

✓Oliver D. Haltom	Batesville, Mississippi	20
✓ W. M. Harmon	Batesville, Mississippi	20
✓C. C. Holloman	Batesville, Mississippi	10
✓N. C. House	Batesville, Mississippi	80
✓Hiram S. Hudson	Batesville, Mississippi	5
✓T. O. Hunter	Sardis, Mississippi	5
✓T. O. Hunter, Jr.	Sardis, Mississippi	5
✓C. J. King	Batesville, Mississippi	5
✓John L. King	Batesville, Mississippi	10
✓S. H. Kyle	Clarksdale, Mississippi	20
✓John Lamb	Dyersburg, Tennessee	25
✓J. C. McCurdy	Pope, Mississippi	5
✓L. B. McMillan	Batesville, Mississippi	80
✓J. O. Moss	Sardis, Mississippi	10
✓O. V. Newman	Batesville, Mississippi	5
✓H. L. Pelegrin	Sardis, Mississippi	10
✓C. M. Randolph	Batesville, Mississippi	10
✓R. M. Randolph	Batesville, Mississippi	10
✓Robert T. Riser	Batesville, Mississippi	5
✓C. F. Scoggin, Jr.	Batesville, Mississippi	10
✓T. S. Shuford	Batesville, Mississippi	20
✓C. E. Smith	Batesville, Mississippi	5
✓C. S. Smythe	Batesville, Mississippi	20
✓John A. Tucker	Batesville, Mississippi	20
✓W. H. Wall	Sardis, Mississippi	170
✓J. C. West	Sardis, Mississippi	170
✓W. M. Westmoreland	Batesville, Mississippi	5
✓Wesley Whitten	Batesville, Mississippi	20

(r) Period for which organized: Fifty (50) years

We, the hereinafter subscribed persons, being composed of five or more, represent to the Banking Department that we are of full age and of good moral and sound business character, and we desire to organize ourselves into a banking corporation. We have executed the application for Articles of Incorporation in triplicate.

Witness our signatures, this the 11th day of October, 1951.

J. H. Bourne Jr.

John A. Tucker

Albert Barnett

C. J. King

H. N. Figgins

W. M. Harmon

E. B. Holloman

A. M. Douglas

C. S. Smith

E. H. Gannon

N. C. House

John L. King

~~John L. King~~

Wesley M. Miller

B. H. Harper

J. E. Casey

J. C. Hendrix

T. S. Shepard

H. A. Craig

W. W. Brown

J. E. McDecady

O. V. Newman

Robert J. Piser

W. H. Hoke

J. O. Smith

J. H. Pelham

J. B. McMillan

E. E. Smith

Oliver W. Halton

H. D. Graham

Hiram S. Hudson

E. W. Kauder

R. M. Randolph

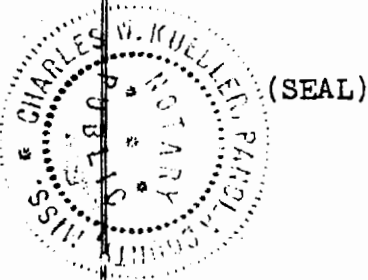
S. H. Kyle

STATE OF MISSISSIPPI

COUNTY OF PANOLA

This day personally appeared before me, the undersigned authority J. D. BRAME, JR., JOHN A. TUCKER, ALBERT BARNETT,  
C. J. KING, H. N. FINNIE, W. M. HARMON, C. C. HOLLOMAN, A. M.  
DOUGLAS, C. S. SMYTHE, S. H. GAINES, N. C. HOUSE, JOHN L. KING,  
C. F. SCOGGIN, JR., WESLEY WHITTEN, K. V. DRAPER, J. Q. WEST,  
J. C. DUNLAP, T. S. SHUFORD, F. G. CRAIG, J. O. MOSS, J. C. McCURDY,  
O. V. NEWMAN, ROBERT T. RISER, W. H. WALL,

incorporators of the banking corporation known as BATESVILLE SECURITY BANK, who acknowledged that they signed and executed the foregoing Articles of Incorporation as their act and deed on this the 11th day of October, 1951.



Charles W. Kueller

Title: NOTARY PUBLIC

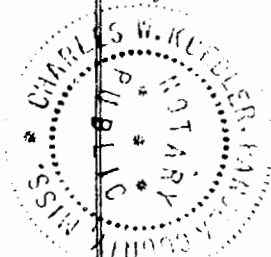
My commission expires April 12 1951.

STATE OF MISSISSIPPI

COUNTY OF PANOLA

This day personally appeared before me, the undersigned authority T. C. HUNTER, H. L. PELEGRIN, L. B. McMILLAN, C. E. SMITH,  
OLIVER D. HALTON, H. D. GRAHAM, HIRAM S. HUDSON, C. M. RANDOLPH,  
R. M. RANDOLPH, S. H. KYLE, W. M. WESTGORELAND, T. C. HUNTER, JR.  
and GEO. C. CARLSON

incorporators of the banking corporation known as BATESVILLE SECURITY BANK, who acknowledged that they signed and executed the foregoing Articles of Incorporation as their act and deed on this the 12th day of October, 1951.



(SEAL)

*Charles W. Kufeler*

Title: NOTARY PUBLICMy commission expires April 12 19 54.

STATE OF MISSISSIPPI

COUNTY OF PANOLA

This day personally appeared before me, the undersigned authority \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

incorporators of the banking corporation known as BATESVILLE SECURITY BANK, who acknowledged that they signed and executed the foregoing Articles of Incorporation as their act and deed on this the \_\_\_\_\_ day of October, 1951.

(SEAL)

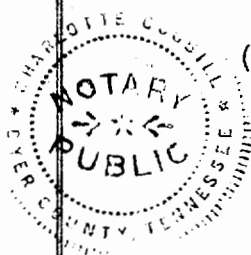
Title: \_\_\_\_\_

My commission expires \_\_\_\_\_ 19 \_\_\_\_.

STATE OF TENNESSEE

COUNTY OF DYER

This day personally appeared before me, the undersigned authority, JOHN LAMB, one of the incorporators of the banking corporation known as BATESVILLE SECURITY BANK, who acknowledged that he signed and executed the foregoing Articles of Incorporation as his act and deed on this the 15<sup>th</sup> day of October, 1951.



(SEAL)

Charlotte Cussill  
 Title: Notary Public

My commission expires August 8 1954.

Received at the office of the Secretary of State, this the 23<sup>rd</sup> day of October

A. D., 1951, together with the sum of \$ 110<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Lamm  
 SECRETARY OF STATE

Jackson, Miss.,

October 23rd, 1951

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.

J. P. Coleman  
 ATTORNEY GENERAL.  
 By James C. Kendall  
 Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing* [REDACTED]

*Charter of Incorporation of*

BATESVILLE SECURITY BANK,

BATESVILLE, MISSISSIPPI.

*is here approved.*

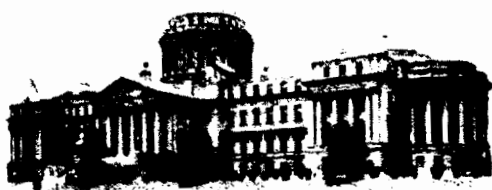
*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this 20th day of  
October 1951.*



*B. J. Johnson*  
STATE COMPTROLLER.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BATESVILLE SECURITY BANK

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

OCTOBER 1951



Receipt No. 2633 L

*Sam L. Lumbkin*  
Lieutenant and Acting Governor

By the Governor

*Hubert L. Lumbkin*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-fourth day of October, 1951.



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

MITCHELL, INC.

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

Sam Mitchell

Postoffice Biloxi, Mississippi

Mrs. Mae Mitchell

Postoffice Biloxi, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Biloxi, Harrison County, Mississippi

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

Seventy-five Thousand Dollars (\$75,000.00) capital stock, consisting of 750 shares of common stock of the par value of \$100.00 per share.

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

750 Shares of Common Stock of 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, lease, rent, mortgage, exchange and convey real and personal property; to construct, operate, maintain, buy, sell, and lease tourist courts, hotels, hotel cottages, inns, boarding houses, and places of lodging for rent or for hire; to build, operate, maintain, buy, sell and lease restaurants, cafes, cafeterias, and other establishments for the dispensing for sale of prepared food and meals; to acquire, buy, sell, erect, construct, lease and rent houses; to borrow money and secure the payment thereof by mortgage; to negotiate, buy, sell, pledge, discount and hypothecate bills, notes and other evidences of indebtedness; to do any and all lawful acts necessary or convenient in the exercise of 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 before the corporation may begin business.

Six Hundred Fifty (650) Shares of Common Stock

*Liam Mitchell*  
*Mrs. Mae Mitchell*

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Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

This day personally appeared before me, the undersigned authority \_\_\_\_\_

Sam Mitchell and Mrs. Mae Mitchellincorporators of the corporation known as the Mitchell, Inc.,

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as

~~this~~ (their) act and deed on this the 23<sup>rd</sup> day of OctoberDavid Courville, Jr.

NOTARY PUBLIC

My commission expires: 27 Jan 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 25 day of OctoberA. D., 1951, together with the sum of \$ 160<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.Heber Ladner

Secretary of State.

Jackson, Miss., October 25th 1951

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.

J. P. Coleman

Attorney General

By \_\_\_\_\_

James S. Hendall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MITCHELL, 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 51

Receipt No. 2637 L

*Sam Lumphin*  
Lieutenant & Acting Governor

By the Governor

*Heber Ladner*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-sixth day of October, 1951.

## CHARTER OF INCORPORATION

OF

PRODUCERS GIN OF BELEN, INC.ARTICLE I

The corporate title of said company is Producers Gin of Belen, Inc.

ARTICLE II

The names of the incorporators are as follows:

O. A. Davis

Lillie P. Butler

Aubrey Adams

T. E. Fisher

ARTICLE III

The Domicile of said company shall be Belen in Quitman County, Mississippi, where its principal office will be located.

ARTICLE IV

This company is organized under the general corporation statutes of the State of Mississippi and particularly under Chapter 4 of Title 21 of the Mississippi Code of 1942 and Laws Amendatory thereof. Its purpose shall be primarily to engage in the business of ginning and wrapping cotton and buying, selling, or otherwise handling cottonseed for, and on account of its stockholders as producers of agricultural products; to maintain and operate cotton gins, cottonseed warehouses, offices, and facilities of all kinds necessary to the conduction of its business; to conduct the business of a cottonginer; in connection with such business, to buy, own, and operate cotton-ginning systems; to buy, own, and sell agricultural products, especially cotton and cottonseed, and generally to deal therein; to buy, own, sell, and handle fertilizers, bagging and ties, and other wares and merchandise, especially those ancillary to the production of agricultural products, and to the principal business of cotton ginning; and to do and perform all things in, and incident to, the carrying on of such business.

ARTICLE V

The authorized capital stock of the company shall be \$20,000.00, which shall be divided into 2000 shares of common stock with a par value of \$10.00 each.

ARTICLE VI

Section 1. The capital stock of the company shall be issued, or transferred to, or held by, producers of agricultural products only, and the term producers as used herein shall include individuals, partnerships, corporations or associations who produce agricultural products either directly or as landlords or supervising said productions or receiving as rent part of the agricultural products raised on the leased premises, and 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 Company, except as may be guaranteed by Section 194 of the Constitution of 1890, unless the recipient thereof is eligible, as herein defined, to hold such stock and such transfer is approved by the board of Directors. Subject to the provisions of Section 194 of the Constitution of

1890, the voting rights of any holder of capital stock who ceases to be eligible to hold such stock shall be suspended immediately upon the finding by the Board of Directors that such holder is ineligible to hold such stock; and the voting rights of any holder of capital stock who fails to patronize the company for a period of two (2) consecutive years, or who violates any of the provisions of the articles of incorporation or bylaws of the company, may be suspended by a majority vote of the Board of Directors. The Company shall have the right to call in and retire the capital stock of any holder whose voting rights have been suspended by the Board of Directors at par or at appraised value, whichever is lower, as determined by the Board of Directors, and upon failure of the holder to present the certificate evidencing such stock when the same be so called, the company may cancel the same on its books by providing for the payment thereof on demand. Any payment, as herein provided for, may be made by certificate of indebtedness, ~~or by bonds~~ by bonds, as hereinafter provided, or by other evidence of indebtedness at the sole discretion of the Board of Directors. A non-cumulative dividend of not less than 4% nor more than 8% shall be paid on all stock of this corporation before any customer's (as that term is defined in the bylaws) dividends, rebates or refunds, or any other dividends, regates, refunds or distributions of any kind shall be declared or paid. The Board of Directors may, within its discretion, pay said stockholder's dividend in either cash, capital stock of this corporation at par value, or in some evidence of indebtedness of this corporation, bearing interest from the date of the declaration of said dividend at the rate of not less than 4% nor more than 8%, said evidence of indebtedness to be due not more than 10 years from date of issuance, provided, however, no cash dividend nor cash distribution shall be made, to customer's (as that term is defined in the bylaws) or other persons unless and until a cash dividend of not less than 4% nor more than 8% is paid to the stockholders of this corporation.

In the event that the stockholders of this corporation are paid a dividend in the form of evidences of indebtedness as provided above, the Board of Directors may, at its discretion, on the due date of such evidences of indebtedness pay the same, together with interest, in capital stock at par value of this corporation.

**Section 2.** The company shall have a lien on all capital stock, and on any dividends declared thereon, for all indebtedness of the holder thereof to the company.

#### ARTICLE VII

The company shall be authorized to issue evidences of indebtedness, including but not limited to notes, bonds, and debentures, or debts contracted, or for money borrowed, without specific security in such form and under such terms and conditions as may be prescribed in the bylaws of the company.

The company shall likewise have the right to issue such evidences of indebtedness, to contract such indebtedness, and to borrow money, giving as security therefor mortgages, deeds of trust, or other security subject to such terms and provisions, in such manner, and under such limitations as may be provided by the bylaws of the company.

#### ARTICLE VIII

The company, by enactment of proper bylaws, may provide for the making of contracts by the Board of Directors with stockholders and any other customers, as defined by the bylaws, providing that after the setting aside of reasonable reserves for depreciation and valuation and the payment of dividends on stock, that all or a portion of the remaining net profits of this corporation may be distributed to such "customers" (as defined by the bylaws of this corporation) of this corporation as the Board of Directors may select, said distribution to be in such proportions and on such terms and basis as said bylaws may direct. Said distribution within the discretion of the Board of Directors, may be made in cash, bonds, notes, certificates or other evidences of indebtedness of this corporation, bearing such interest and payable at such time or times as said board may elect. If a bylaw or bylaws of this corporation is or are adopted by authority of this sub-section said bylaws or bylaw may not altered, amended, nor repealed so as to affect the distribution of

profits during the fiscal year said bylaw or bylaws is or are altered, amended or repealed.

# ARTICLE IX

The period of existence of the company shall be fifty (50) years.

# ARTICLE X

The company shall be authorized to begin business upon the payment for, and issuance of, the capital stock of the company in the amounts of \$5,000.00.

WITNESS the signatures of the incorporators, this the 17 day of October, 1951.

O. A. Davis  
Lillie P. Butler  
T. E. Fisher  
Aubrey Adams

STATE OF MISSISSIPPI

COUNTY OF Quitman

This day personally appeared before me, the undersigned authority in and for the said County and State, the within named O. A. Davis,

Lillie P. Butler, Aubrey Adams, and T. E. Fisher

Known to me, who acknowledged that they signed and delivered the above and foregoing charter of incorporation on the day and year therein mentioned.

GIVEN under my hand and seal, this the 17 day of October, 1951.



Commission Expires Feb. 21, 1954

J. T. McKibben, Notary Public  
 Official Title

Received at the office of the Secretary of State, this the 26<sup>th</sup> day of Oct.

A. D., 1951, together with the sum of \$ 50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder  
 SECRETARY OF STATE

Jackson, Miss.,

October 26<sup>th</sup>, 1951

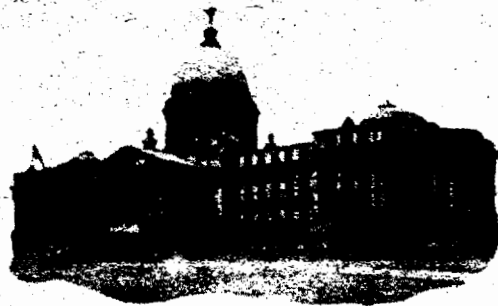
I have examined this \_\_\_\_\_ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Coleman  
 ATTORNEY GENERAL.  
 By James C. Kendall  
 Assistant Attorney General.



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

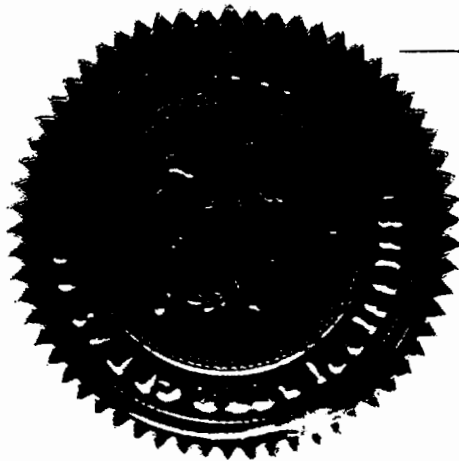
PRODUCERS GIN OF HELEN, INC.

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-seventh day of

October 1951



Receipt No. 2641 L

*Sam Lumphin*  
Lieutenant and Acting Governor

By the Governor

*Heber L. Linder*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-seventh day of October, 1951.



RESOLUTION

"BE IT RESOLVED by the stockholders that the Charter of Incorporation of Norris Motors be amended so as to include a new paragraph in Section 7 of said Articles of Incorporation stating the purposes for which the corporation was formed to read as follows:

"To buy, sell, deal and trade in common and preferred stocks, bonds, debentures, and other securities issued by corporations, both foreign and domestic, and to ratify and approve the purchase of corporate stocks already made by the Company."

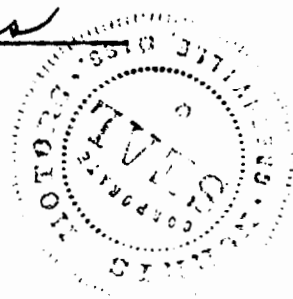
"BE IT FURTHER RESOLVED that J. Frank Norris, Jr., President, and Rita D. Norris, Secretary, be authorized to execute an amendment of the corporate charter and deliver the same to the Secretary of State at Jackson, Mississippi, for approval in the manner provided by law and to do any and all things and acts necessary to effectuate said amendment."

-----

I, RITA D. NORRIS, Secretary of Norris Motors, do hereby certify that the foregoing constitutes a true and correct copy of a Resolution adopted by the stockholders of said corporation at a meeting duly and legally held in the City of Greenville, Mississippi, on October 23, 1951.

Given under my hand and official seal this 24th day of October, 1951.

Rita D. Norris  
Secretary.



AMENDMENT TO CHARTER OF INCORPORATION OF  
NORRIS MOTORS

The Charter of Incorporation of Norris Motors, a corporation chartered, organized and existing under the laws of the State of Mississippi and domiciled at Greenville, Mississippi, is hereby amended so as to insert a new and additional paragraph in Section 7 of said Charter stating the purposes for which the corporation is created, to read as follows:

"To buy, sell, deal and trade in common and preferred stocks, bonds, debentures, and other securities issued by corporations, both foreign and domestic, and to ratify and approve the purchase of corporate stocks already made by the Company."

In all other respects the original Charter shall remain in full force and effect.

IN TESTIMONY WHEREOF, Norris Motors has caused this instrument to be executed on this, the 24th day of October, 1951.

NORRIS MOTORS

By

J. Frank Norris Jr.  
President

Attest:

Rita D. Norris  
Secretary

STATE OF MISSISSIPPI  
COUNTY OF WASHINGTON

Personally appeared before me, a Notary Public in and for the State and County aforesaid, the within named J. FRANK NORRIS, JR. and RITA D. NORRIS, being the President and Secretary respectively of Norris Motors, a corporation, who acknowledged that they signed and delivered the foregoing amendment to the



Charter of Incorporation of Norris Motors on the day and year therein mentioned.

Given under my hand and official seal this 24<sup>th</sup> day of October, 1951.

Mrs. Frank Foreman  
Notary Public

My commission expires October 3, 1954.



Received at the office of the Secretary of State, this the 26<sup>th</sup> day of Oct

A. D., 1951, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

October 26<sup>th</sup>, 1951

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.

J. P. Coleman  
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* \_\_\_\_\_

NORRIS MOTORS

*is hereby approved.*



*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* Twenty-seventh *day of*  
October 1951

Receipt No. 2642 L

By the Governor.

*[Signature]*

Secretary of State.

*[Signature]*  
Lieutenant and Acting Governor

Recorded in the Secretary of State's Office this the twenty-seventh day of October, 1951.

THE CHARTER OF INCORPORATION OF  
AGENTS FINANCE CORPORATION

1. The corporate title of said company is " Agents Finance Corporation ".
2. The names of the incorporators are:
 

Ben O. Logue, postoffice address, Jackson, Mississippi.

W. A. Miller, postoffice address, Hazlehurst, Mississippi.
3. The domicile is at Jackson, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:
 

\$ 100,000.00 Capital Stock, all common stock.
5. Number of shares for each class and par value thereof:
 

1,000 shares of Common Stock, all of the value of \$ 100.00  
per share.
6. The period of existence (not to exceed ninety-nine years):
 

Ninety-nine (99) years.
7. The purpose for which it is created:
  - (1) To engage in the general finance business in this state or in any other state of the United States.
  - (2) To lend money on open accounts, bills and accounts receivable, commercial paper of every kind and character, warehouse receipts, raw materials, stocks, bonds, choses in action, and any and all other forms of real, personal or mixed property and choses in action.
  - (3) To receive and accept, buy, sell, hold, own and otherwise deal in transfers, pledges, mortgages, conditional sales contracts, trust receipts, stocks, bonds and other evidences of indebtedness, inventories, stocks of merchandise including after-acquired property, pledges of accounts receivable in existence or those subsequently created as substitutes therefor, bills and notes receivable, contracts for pledges of future revenues, growing crops planted and to be planted and harvested, livestock including the increase thereof, standing timber to be cut and removed, raw materials to be manufactured and sold, and, without limitation, any contracts, choses in action and property of every character whatever; and to deal with the same as owner, lender, factor, consigner or otherwise as a means of security or of recovering money or property advanced, invested or loaned.
  - (4) To repossess by legal process or otherwise, for the enforcement of any property rights, liens or interest it may be entitled to or hold.
  - (5) To acquire, purchase, own, hold, operate, manage, develop, lease, mortgage, pledge, exchange, sell, transfer, invest, trade or otherwise deal in real or personal property of any kind or nature, stocks, bonds, securities of any kind, choses in action, or any interest therein.
  - (6) To draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, warehouse receipts, bonds, debentures, and any and all other negotiable and non-negotiable instruments.

- (7) To enter into contracts of any kind and every kind for the carrying out of its purposes and objects.
- (8) To conduct credit and business researches, enter into profit-sharing arrangements, promote, organize or cause to be organized, any corporation, firm or partnership in aid of its business.
- (9) To finance and aid by loan, subsidy, consignment or otherwise any corporation, association, syndicate or entity, and to conduct or co-operate in conducting any business or enterprise.
- (10) To do any and all things necessary or required incident to and germane to the above described business and its 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:

500 shares of Common Stock of the par value of \$ 100.00 per share, being a total of \$ 50,000.00.

Ben O. Logue  
Ben O. Logue

W. A. Miller  
W. A. Miller

Incorporators.

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, Ben O. Logue, one of the incorporators of the corporation known as the Agents Finance Corporation, who acknowledged that he signed and executed the above and foregoing articles of incorporation as his act and deed on this the 22nd day of October, 1951.

My commission expires Jan. 1952

STATE OF MISSISSIPPI

COUNTY OF COPIAH

CITY OF AZLEHURST

John Q. Ellis  
Notary Public.  
Chief Supreme Court  
of Miss -

This day personally appeared before me, the undersigned authority, W. A. Miller, one of the incorporators of the corporation known as the Agents Finance Corporation, who acknowledged that he signed and executed the above and

Charter - Agents Finance Corporation.

Page 3.

foregoing articles of incorporation as his act and deed on this the 20th day of October, 1951.

  
Mayor, City of Hazlehurst, Miss.

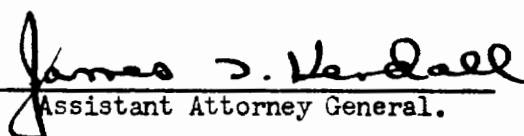
Received at the office of the Secretary of State this the 26<sup>th</sup> day of October, A.D., 1951, together with the sum of \$ 210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

  
Secretary of State.

Jackson, Miss. - October 26<sup>th</sup>, 1951.

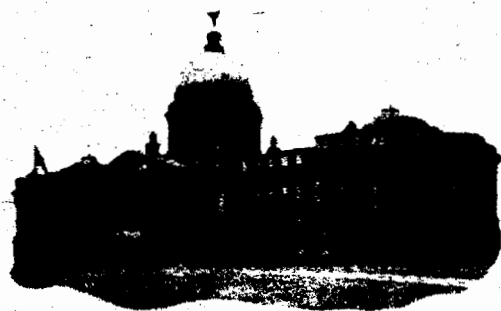
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the State, or of the United States.

J. P. COLEMAN, Attorney General.

By   
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

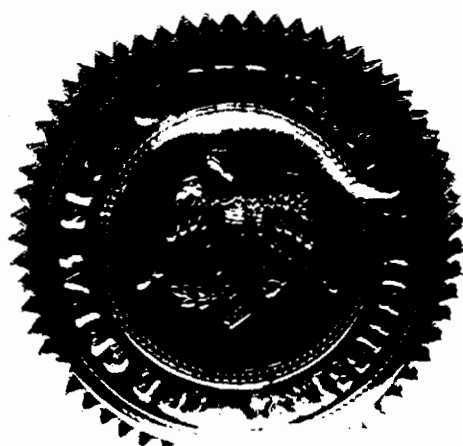
AGENTS FINANCE CORPORATION

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 Twenty-seventh day of

October 1951



Receipt No. 2645 L

*Sam L. Lumbkin*

Lieutenant and Acting Governor

By the Governor

*John R. Linder*

Secretary of State

Recorded in the Secretary of State's Office this the twenty-seventh  
day of October, 1951.



THE CHARTER OF INCORPORATION OF  
PICAYUNE SAVINGS AND LOAN ASSOCIATION

The undersigned hereby unite and associate themselves and execute the following charter of incorporation:

I

That Ray M. Stewart, Tate Thigpen, and S. G. Thigpen, Jr. and their associates, successors and assigns are hereby created and constituted a body corporate, by the name and style of the corporate title of Picayune Savings and Loan Association.

II

The names and the post office addresses of the incorporators of this proposed corporation are:

Ray M. Stewart	Picayune, Mississippi
Tate Thigpen	Picayune, Mississippi
S. G. Thigpen, Jr.	Picayune, Mississippi

III

The domicile of this corporation shall be at Picayune, in the County of Pearl River, State of Mississippi.

IV

The period of existence of this corporation shall be ninety-nine years.

V

The purposes for which this corporation is created are:

To organize and conduct a mutual savings and loan association, and to accumulate funds to be loaned on real estate and improvements thereon, or upon the capital stock of the association, and upon other approved collateral, to members of the association, thereby enabling the said members to purchase, build or improve homes and other real estate and improvements thereon, upon advantageous terms, and to do and perform all other acts necessary to effectuate and carry on the said purposes, including the legal right to take and receive proper securities for loans made by the

Page 2 - Charter of Picayune Savings and Loan Association.

association and the legal right to foreclose and enforce same when it becomes necessary; to do so for the enforcement of the payment of such loans; to purchase, own, sell or hypothecate such securities; to purchase, own and sell real estate and improvements thereon, improve the same, build and repair dwelling houses of every kind, and structures of all other kinds, and to sell, exchange, lease or hypothecate the same as it may be necessary or essential in furtherance of the proper prosecution of the business and affairs of the association, to borrow money for the furtherance of such business; to avail itself of the benefits provided by the provisions of any and all Congressional enactments now in effect, or that may hereafter be enacted, whereby: assistance to and relief of building and loan associations are made available to it, including the provisions relating to and providing for the insurance of the shares of stock and the accounts of such associations by the insurance of the shares of stock and the accounts of such associations by the Federal Savings and Loan Corporation; to convert itself, at its option, into a Federal Savings & Loan Association pursuant to the provisions of Chapter 173 of the Laws of the State of Mississippi enacted at the regular session of the Legislature in the year 1936 and any amendments thereto; to promote saving by and among its members; and to generally do and perform all acts and things necessary or incidental to the proper and usual conduct of a building and loan association, and of this association in particular, conformable to the provisions of Chapter 3, Title 21, Code of Mississippi of 1942, and Amendments thereto.

VI

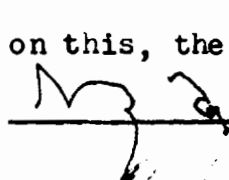
The amount of capital stock is One Million Dollars (\$1,000,000.00) composed of Ten Thousand (10,000) shares of common stock, each of the par value of One Hundred Dollars (\$100.00); each share of fully paid-up stock shall entitle the owner and holder thereof to one vote in the affairs of the Association and to


Page 3 - Charter of Incorporation - Picayune Savings & Loan Ass'n  
 participate equally with all other owners and holders of such stock, in the profits earned by the Association. The Capital Stock shall be issued, sold and paid for in such amounts and upon such terms and conditions as may be legally provided for by the duly constituted officers of the Association and by its by-laws.

## VII

Upon subscriptions being taken to said stock to the extent of Two Thousand (\$2,000.00) Dollars, the corporation may organize and enter upon the transaction of business.

WITNESS our hands on this, the 26th day of October, 1951.

  
 RAY M. STEWART

  
 TATE THIGPEN

  
 S. G. THIGPEN, JR.

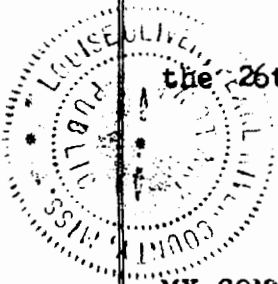
STATE OF MISSISSIPPI  
 COUNTY OF PEARL RIVER

This day came and personally appeared before me, the undersigned authority at law, in and for the aforesaid jurisdiction, the within named RAY M. STEWART, TATE THIGPEN, AND S. G. THIGPEN, JR., who acknowledged that they signed, executed and delivered the above and foregoing instrument of writing on the day and date and for the purposes therein mentioned as the free and voluntary act and deed of each.

GIVEN under my hand and official seal of office on this, the 26th day of October, 1951.

  
 NOTARY PUBLIC

MY COMMISSION EXPIRES: 11-26-51



Received at the office of the Secretary of State, this the 29<sup>th</sup> day of Oct.

A. D., 1951, together with the sum of \$100.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

October 29th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James C. Henderson  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

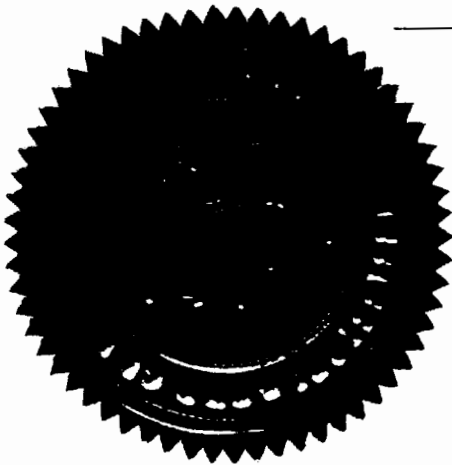
The within and foregoing Charter of Incorporation of

PICAYUNE SAVINGS AND LOAN 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 \_\_\_\_\_ Twenty-ninth \_\_\_\_\_ day of

October 19 51



*[Signature]*  
Governor

By the Governor

*[Signature]*

Secretary of State

Receipt No. 2652 L

Recorded in the Secretary of State's Office this the  
twenty-ninth day of October, 1951.

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

PEMBERTON-WARNER, INC.

1. The corporate title of said company is Pemberton-Warner, Inc.

2. The names of the incorporators are:

M. S. Pemberton Postoffice Cleveland, Mississippi

Geo. D. Warner Postoffice Cleveland, Mississippi

Louise C. Warner Postoffice Cleveland, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Cleveland, Bolivar County, Mississippi

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

Ten Thousand Dollars (\$10,000.00) capital stock, all common.

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

One Hundred (100) shares of common stock of a par value of  
One Hundred Dollars (\$100.00) each.

6. The period of existence (not to exceed <sup>99</sup>~~fifty~~ years)

is ninety-nine (99) years.

7. The purpose for which it is created:

To own, maintain and operate a business or businesses at retail or wholesale or both, dealing in appliances, heating and air-conditioning equipment, furniture, household equipment, hardware, and other goods, wares and merchandise of all kinds not to be restricted to any particular type of property set out herein; to receive, store and deliver all kinds of personal property; to act as broker or agent in the sale and purchase of any kind of real or personal property; for such purposes to buy and sell, for cash or credit, and to exchange, trade, distribute, lease, pledge and mortgage every kind of real, personal and mixed property and notes and choses in action; to borrow and lend money as may appear to the corporation to be necessary and proper in the performance of any of its business and to take or give security of any nature therefor; to install, repair, maintain and service any appliances, motors, equipment and other chattels and merchandise; to make or receive any and all contracts, oral or written, which may be necessary or convenient in the performance of the above powers or the conduct of the above businesses; to exercise all such powers in all parts of the State of Mississippi and in every State of the United States of America.

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 (20) shares of common stock.

*W. H. Pennington*  
*Geo D Warner*  
*Louis C Warner*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Bolivar

This day personally appeared before me, the undersigned authority, M. S. Pemberton,  
Geo. D. Warner and Louise C. Warner,

incorporators of the corporation known as the Pemberton-Warner, Inc.

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles

~~their~~ (their) act and deed on this the 27th day of October

My commission expires: July 27, 1952

William H. Byrd  
 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 29<sup>th</sup> day of Oct.

A. D., 1951, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Hubert L. Adams  
 Secretary of State.

Jackson, Miss., October 29th 1951

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

By \_\_\_\_\_

J. S. Coleman  
 Attorney General.

James S. Randall  
 Assistant Attorney General.

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



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

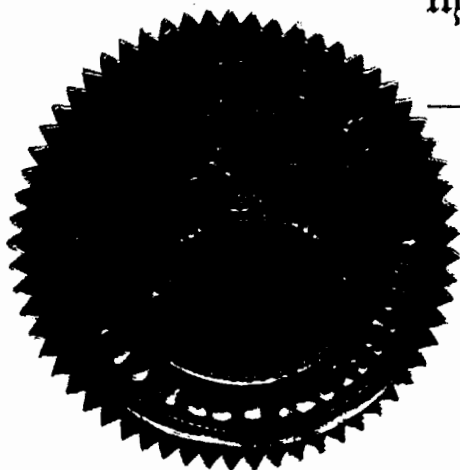
The within and foregoing Charter of Incorporation of

PEMBERTON-WARNER, 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 51



Receipt No. 2651 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-ninth day of October, 1951.

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

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

## THE CHARTER OF INCORPORATION OF

NOXURKE FIRM MILL

1. The corporate title of said company is NOXURKE FIRM MILL

2. The names of the incorporators are:

Samuel Ball

Postoffice

Macon, Miss.

<sup>Wm.</sup>  
William M. Hayes

Postoffice

Macon, Miss.,

L.J. Howard

Postoffice

Brooksville, Miss.

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Macon, Noxubee County, Miss.,

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

Twenty Five Thousand Dollars, all common, parvalue of each share \$100.00

5. Number of shares for each class and par value thereof: 250 shares, all common, par value \$100.00 per share

6. Period of existence (not to exceed ninety-nine years) is Ninety-Nine  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

(a) To acquire, by purchase or otherwise, erect, own, add to and operate a feed processing and mixing mill, and also to do custom grinding of feed and feed materials, and to engage in any activity connected with the processing of such feed and operating such feed mill and doing such custom grinding, including purchasing, marketing, harvesting, preserving, drying, transporting, manufacturing, storing, handling, production or utilization of feed and feed materials or products.

(b) To own, purchase and acquire necessary real estate for carrying on such feed mill business and to own, purchase and acquire all necessary machinery and equipment for said business, including equipment for custom grinding of feed and feed materials.

(c) To employ necessary managers, operators, and laborers and to do any and all things necessary or required for the proper operation of such business, including borrowing money and hypothecating any securities owned by the corporation, or giving mortgages or other liens on real or personal property, to borrow money or secure any indebtedness of such 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 before the corporation may begin business.

One hundred shares of common stock par value \$100.00 each.

*Emmett Beer*  
*Wm M Hayes*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Noxubee

This day personally appeared before me, the undersigned authority in and for said county and State. William H. Hayes, L. J. Howard and Emmett Bell

incorporators of the corporation known as the Noxubee Feed Mill

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as their act and deed on this the 26th day of October, 1951

My commission expires Jan. 2, 1954

Harry Lee Little  
Notary Public, Noxubee County, Miss.

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27th day of October  
A. D., 1951, together with the sum of \$ 60.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

Hubert L. Adams  
Secretary of State.

Jackson, Miss., October 29th 1951

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.

J. B. Calanan  
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.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

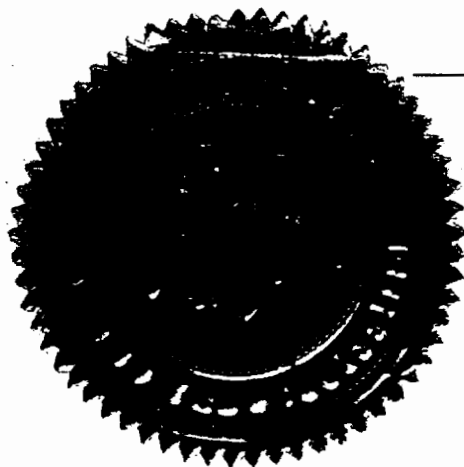
NOXURGE FEED MILL

is hereby approved.

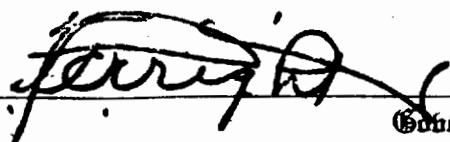
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twenty-ninth \_\_\_\_\_ day of

October \_\_\_\_\_ 19 51



Receipt No. 2647 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-ninth day of October, 1951.

RESOLUTION TO AMEND CHARTER OF INCORPORATION OF

MIDWAY GIN COMPANY

RESOLVED That it would be to the best interest of the stockholders of this corporation to amend the Charter of Incorporation so as to make the Midway Gin Company, a corporation, an eligible borrower from the New Orleans Bank for Cooperatives.

BE IT FURTHER RESOLVED That the Charter of Incorporation of Midway Gin Company, a corporation, be and the same hereby is amended, as follows, to-wit:

(a) That Paragraph 7 of the Charter of Incorporation be amended so as to read:

"7. The purpose for which it is created: To buy, erect or otherwise acquire, own, operate and maintain cotton gins; to engage in the business of ginning and wrapping cotton and preparing same for market; also, to buy, sell, or otherwise acquire, own, store, ship and handle cotton, cottonseed, cottonseed products, all kinds of fertilizer, grain, feed and other farm products, farming implements and equipment and supplies used in connection with farming; and generally to carry on any other lawful business whatsoever in connection with the foregoing which is calculated directly or indirectly to promote the interest of the stockholders of the corporation as producers of agricultural products or purchasers of agricultural supplies."

(b) That said Charter is further amended so as to add to and incorporate in said Charter following Paragraph 8 thereof, additional paragraphs 9, 10, 11 and 12, as follows, to-wit:

"9. Section 1. The capital stock of the company shall be issued, or transferred to, or held by, producers of agricultural products only, and 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 company, except as may be guaranteed by Section 194 of the Constitution of 1890, unless the recipient thereof is eligible, as herein defined, to hold such stock and such transfer is approved by the Board of Directors. Subject to the provisions of Section 194 of the Constitution of 1890, the voting rights of any holder of capital stock who ceases to be eligible to hold such stock shall be suspended immediately upon the finding by the Board of Directors that such holder is ineligible to hold such stock; and the voting rights of any holder of capital stock who fails to patronize the company for a period of two (2) consecutive years, or who violates any of the provisions of the articles of incorporation or bylaws of the company, may be suspended by a majority vote of the Board of Directors. The company shall have the right to call in and retire the capital stock of any holder whose voting rights have been suspended by the Board of Directors at par or at appraised value, whichever is lower, as determined by the Board of Directors, and upon failure of the holder to present the certificate evidencing such stock when the same be so called, the company may cancel the same on its books by providing for the payment thereof on demand. Any payment, as herein provided for, may be made by certificate of indebtedness, by bonds, as hereinafter provided, or by other evidence of indebtedness, at the sole discretion of the Board of Directors. In the event of dissolution or liquidation of the company, the holders of capital stock including holders of certificates issued in lieu of retired stock as provided in the next preceding sentence of this section shall be entitled to receive the par value of their capital

stock before any distribution is made on the book credits, hereinafter provided for, but after all other indebtedness has been paid. Included within the term book credit, as used herein, shall be certificates of equity, certificates of indebtedness, certificates of ownership, and any and all other kinds of evidence of indebtedness or ownership of similar or like kind, by whatsoever name the same shall be called. The capital stock of the company shall bear such non-cumulative dividends as the Board of Directors may declare, not to exceed eight per centum (8%) per annum, and such dividends shall be given preference in all distributions at the close of any fiscal year. In the discretion of the Board of Directors, all dividends on capital stock, or any part thereof, may be paid in cash, or in additional certificates of capital stock, and/or credits on capital stock. No person, firm or corporation shall at any time own, control or vote more than 20% of the issued and outstanding capital stock.

Section 2. The company shall have a lien on all capital stock, and on any dividends declared thereon, for all indebtedness of the holder thereof to the company.

"10. The company shall be authorized to issue evidences of indebtedness, including but not limited to notes, bonds, and debentures, for debts contracted, or for money borrowed, without specific security in such form and under such terms and conditions as may be prescribed in the bylaws of the company.

The company shall likewise have the right to issue such evidences of indebtedness, to contract such indebtednesses, and to borrow money, giving as security therefor mortgages, deeds of trust, or other security, subject to such terms and provisions, in such manner, and under such limitations as may be provided in the bylaws of the company.

"11. The company, by action of its Board of Directors, may establish accounts to evidence ownership of the company in addition to the ownership evidenced by the issued and outstanding capital stock. Such accounts shall be evidenced, in the discretion of the Board of Directors, either by issuance of certificates of indebtedness, by issuance of capital stock, or by issuance of such other evidence as may be deemed proper and appropriate, including any evidence of indebtedness authorized under Article VII of this charter. Such evidences of ownership, except when evidenced by capital stock, shall carry no voting rights, shall be transferable only upon the approval of the Board of Directors, and shall be subject to such classification and such further conditions as may be provided in the bylaws, and under the provisions thereof. Such evidences may bear such rate of interest, or different rates for different classes, not exceeding eight per centum (8%) per annum, as the Board of Directors may authorize, without any obligation on the part of the Board of Directors to declare, or the company to pay, interest thereon, and may be evidenced by certificates in such form or forms as the Board of Directors may prescribe, consistent with the conditions as may be provided in the bylaws and under the provisions thereof. In the discretion of the Board of Directors, such interest, if any, as may be authorized, or any part thereof, may be paid in additional certificates or credits. Such certificates of indebtedness or ownership, as are provided for in this article, may be held only by persons, firms, or corporations entitled to hold the capital stock of the company.

"12. Section 1. The bylaws of the company may make provision for the retention, for capital purposes, for all, or any part, of any distribution to stockholders, holders of other evidences of



ownership, and customers, provided that such retention shall be properly evidenced in a form to be prescribed in the bylaws, or subject to the provisions of the bylaws.

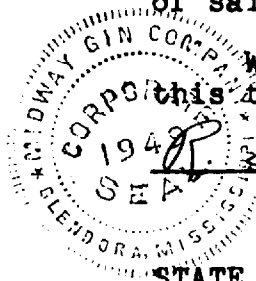
Section 2. The company, by enactment of proper bylaws, may provide for the making of contracts by the Board of Directors with stockholders and any other customers, as defined by the bylaws, providing for adjustable pricing for the services of the company and/or for the refund or rebate of all, or any portion, of the profits of the company attributable to the patronage of that particular user of any, or all, of the company's services."

BE IT FURTHER RESOLVED That the President and Secretary of this corporation be and they hereby are authorized, empowered and directed to duly authenticate this resolution for and on behalf of and as the act of the stockholders of this corporation for the purpose of having its Charter of Incorporation amended as provided in this resolution, and further that said officers be and they hereby are fully authorized and empowered to do all other acts and things necessary to have said Charter of Incorporation amended in accordance with the provisions of this resolution.

- - - - -  
C E R T I F I C A T E

We the undersigned President and Secretary respectively of Midway Gin Company, a corporation, do hereby certify that the above and foregoing is a true and correct copy of a resolution made, passed, approved and adopted at a Special Meeting of the stockholders of said corporation, duly called, and held in accordance with the bylaws on October 9, 1951, in the offices of the corporation, in full compliance with the law and said bylaws, at which a majority of stockholders of said corporation were present in person or by proxy and voted unanimously in favor of the adoption of said resolution as shown by the minutes of said meeting.

WITNESS our signatures and the seal of said corporation on this the 10 day of October, A. D., 1951.



*R. E. Seawright*  
SECRETARY  
MIDWAY GIN COMPANY

*E. C. Fedric*  
PRESIDENT  
MIDWAY GIN COMPANY

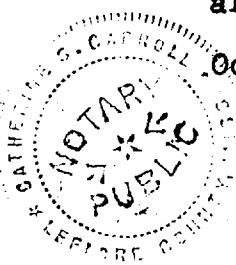
STATE OF MISSISSIPPI:  
COUNTY OF LEFLORE :

Personally appeared before me the undersigned authority in and for the above jurisdiction, the within named, E. C. FEDRIC, and R. E. SEAWRIGHT, personally known to me to be the President and the Secretary, respectively, of Midway Gin Company, a corporation, who severally acknowledged that they signed and delivered the foregoing instrument of writing on the day and year therein mentioned as President and Secretary, respectively, of Midway Gin Company, a corporation, for the purposes set forth therein, after being first duly authorized so to do.

Given under my hand and official seal on this the 26 day of October, A. D., 1951.

*Catherine S. Cassel*  
NOTARY PUBLIC.

My Commission Expires June 19, 1955





AMENDMENT TO CHARTER OF INCORPORATION  
OF  
MIDWAY GIN COMPANY

Amending Paragraph 7 of the Charter of Incorporation of  
Midway Gin Company to read as follows:

"7. The purpose for which it is created:  
To buy, erect or otherwise acquire, own, operate and maintain cotton gins; to engage in the business of ginning and wrapping cotton and preparing same for market; also, to buy, sell, or otherwise acquire, own, store, ship and handle cotton, cottonseed, cottonseed products, all kinds of fertilizer, grain, feed and other farm products, farming implements and equipment and supplies used in connection with farming; and generally to carry on any other lawful business whatsoever in connection with the foregoing which is calculated directly or indirectly to promote the interest of the stockholders of the corporation as producers of agricultural products or purchasers of agricultural supplies."

Further amending said Charter of Incorporation so as to add to and incorporate in said charter following Paragraph 8 thereof additional Paragraphs 9, 10, 11 and 12, as follows, to-wit:

"9. Section 1. The capital stock of the company shall be issued, or transferred to, or held by, producers of agricultural products only, and 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 company, except as may be guaranteed by Section 194 of the Constitution of 1890, unless the recipient thereof is eligible, as herein defined, to hold such stock and such transfer is approved by the Board of Directors. Subject to the provisions of Section 194 of the Constitution of 1890, the voting rights of any holder of capital stock who ceases to be eligible to hold such stock shall be suspended immediately upon the finding by the Board of Directors that such holder is <sup>no</sup> eligible to hold such stock; and the voting rights of any holder of capital stock who fails to patronize the company for a period of two (2) consecutive years, or who violates any of the provisions of the articles of incorporation or bylaws of the company, may be suspended by a majority vote of the Board of Directors. The company shall have the right to call in and retire the capital stock of any holder whose voting rights have been suspended by the

Board of Directors at par or at appraised value, whichever is lower, as determined by the Board of Directors, and upon failure of the holder to present the certificate evidencing such stock when the same be so called, the company may cancel the same on its books by providing for the payment thereof on demand. Any payment, as herein provided for, may be made by certificate of indebtedness, by bonds, as hereinafter provided, or by other evidence of indebtedness, at the sole discretion of the Board of Directors. In the event of dissolution or liquidation of the company, the holders of capital stock including holders of certificates issued in lieu of retired stock as provided in the next preceding sentence of this section shall be entitled to receive the par value of their capital stock before any distribution is made on the book credits, hereinafter provided for, but after all other indebtedness has been paid. Included within the term book credit, as used herein, shall be certificates of equity, certificates of indebtedness, certificates of ownership, and any and all other kinds of evidence of indebtedness or ownership of similar or like kind, by whatsoever name the same shall be called. The capital stock of the company shall bear such non-cumulative dividends as the Board of Directors may declare, not to exceed eight per centum (8%) per annum, and such dividends shall be given preference in all distributions at the close of any fiscal year. In the discretion of the Board of Directors, all dividends on capital stock, or any part thereof, may be paid in cash, or in additional certificates of capital stock, and/or credits on capital stock. No person, firm or corporation shall at any time own, control or vote more than 20% of the issued and outstanding capital stock.

Section 2. The company shall have a lien on all capital stock, and on any dividends declared thereon, for all indebtedness of the holder thereof to the company.

"10. The company shall be authorized to issue evidences of indebtedness, including but not limited to notes, bonds, and debentures, for debts contracted, or for money borrowed, without specific security in such form and under such terms and conditions as may be prescribed in the bylaws of the company.

The company shall likewise have the right to issue such evidences of indebtedness, to contract such indebtednesses, and to borrow money, giving as security therefor mortgages, deeds of trust, or other security, subject to such terms and provisions, in such manner, and under such limitations as may be provided in the bylaws of the company.

"11. The company, by action of its Board of Directors, may establish accounts to evidence ownership of the company in addition to the ownership evidenced by the issued and outstanding capital stock. Such accounts shall be evidenced, in the discretion of the Board of Directors, either by issuance of certificates of indebtedness, by issuance of capital stock, or by issuance of such other evidence as may

be deemed proper and appropriate, including any evidence of indebtedness authorized under Article VII of this charter. Such evidences of ownership, except when evidenced by capital stock, shall carry no voting rights, shall be transferable only upon the approval of the Board of Directors, and shall be subject to such classification and such further conditions as may be provided in the bylaws, and under the provisions thereof. Such evidences may bear such rate of interest, or different rates for different classes, not exceeding eight per centum (8%) per annum, as the Board of Directors may authorize, without any obligation on the part of the Board of Directors to declare, or the company to pay, interest thereon, and may be evidenced by certificates in such form or forms as the Board of Directors may prescribe, consistent with the conditions as may be provided in the bylaws and under the provisions thereof. In the discretion of the Board of Directors, such interest, if any, as may be authorized, or any part thereof, may be paid in additional certificates or credits. Such certificates of indebtedness or ownership, as are provided for in this article, may be held only by persons, firms, or corporations entitled to hold the capital stock of the company.

"12. Section 1. The bylaws of the company may make provision for the retention, for capital purposes, for all, or any part, of any distribution to stockholders, holders of other evidences of ownership, and customers, provided that such retention shall be properly evidenced in a form to be prescribed in the bylaws, or subject to the provisions of the bylaws.

Section 2. The company, by enactment of proper bylaws, may provide for the making of contracts by the Board of Directors with stockholders and any other customers, as defined by the bylaws, providing for adjustable pricing for the services of the company and/or for the refund or rebate of all, or any portion, of the profits of the company attributable to the patronage of that particular user of any, or all, of the company's services."

WITNESS our signatures on this the 10 day of October,

A. D., 1951.

ATTEST:

R. E. Seawright  
(R. E. Seawright) SECRETARY  
MIDWAY GIN COMPANY

STATE OF MISSISSIPPI  
COUNTY OF LEFLORE :

E. C. Fedric  
(E. C. Fedric) PRESIDENT  
MIDWAY GIN COMPANY

Personally appeared before me the undersigned authority in and for the above jurisdiction, the within named E. C. FEDRIC and R. E. SEAWRIGHT, known to me to be the President and the Secretary, respectively, of Midway Gin Company, a corporation, who severally acknowledged that they signed and delivered the foregoing instrument of writing on the 10 day of October, 1951, as President and Secretary, respectively, of said corporation, and affixed thereto the corporate seal of said corporation after being first duly authorized so to do, as shown by a certified copy of resolution of the stockholders attached hereto.

Given under my hand and official seal on this the 26 day of October, A. D., 1951.

Catherine S. Carroll  
NOTARY PUBLIC.

RECEIVED at the offices of the Secretary of State, this the 27 day of Oct, A. D., 1951, together with the sum of \$10.00, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner  
Heber Ladner, SECRETARY OF STATE

- - - - -

Jackson, Mississippi

October 29th, 1951

I have examined this Amendment to the Charter of Incorporation of Midway Gin Company, a corporation, and am of the opinion that it is not violative of the Constitution and laws of the State of Mississippi or of the United States.

J. P. Coleman

ATTORNEY GENERAL

By

James S. Kendall  
ASSISTANT ATTORNEY GENERAL

# State of Mississippi

EXECUTIVE



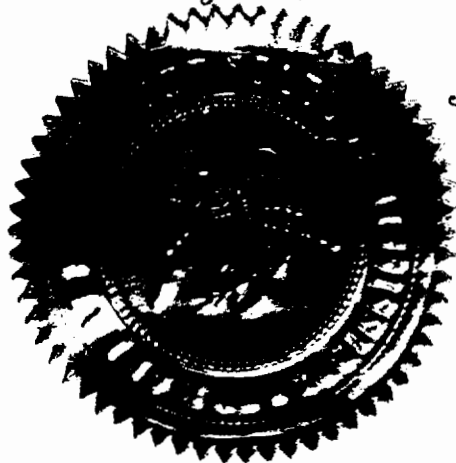
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

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 af-  
fixed, this* Twenty-ninth *day of*  
October 19 51

Receipt No. 2646 L

*By the Governor.*

*Heber Ladner*

*Secretary of State.*

Recorded in the Secretary of State's Office this the twenty-ninth day of October, 1951.

AMENDMENTS TO ARTICLES OF INCORPORATION  
of  
RANKIN COUNTY BANK  
BRANDON, MISSISSIPPI

RESOLVED FIRST, That the capital stock of this bank be increased in the sum of \$25,00.00, as follows:

(1) By the declaration and issuance to the holders of the outstanding common stock of this bank, of a dividend in the sum of \$12,500.00, to be accomplished by the issuance of 125 additional shares of common stock, such new shares to be issued and delivered to the holders of common stock on the basis of one additional share of common stock for each four shares of common stock standing in the name of such stockholders on the books of the bank as of October 1, 1951;

(2) By the issuance and sale for cash, for not less than par value, of \$12,500.00, aggregate par value of additional common stock, making the total capital of the bank \$75,000.00, consisting entirely of common stock.

RESOLVED SECOND, That Articles of Incorporation, as amended be further amended by striking out Section 1 of Article 3 and inserting in place thereof the following:

Article 3 (1) Amount, classes and shares of Capital stock.

The amount of capital stock of the corporation shall be \$75,000.00, divided into classes and shares as follows:

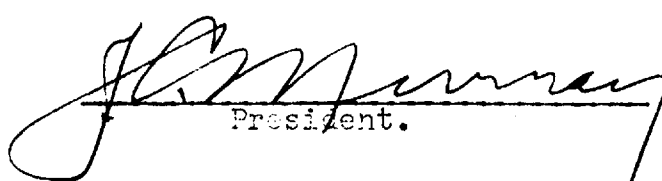
(a) \$75,000.00 par value of common stock, divided into 750 shares of the par value of \$100.00 each.

RESOLVED THIRD: That Articles of Incorporation, as amended, be further amended by striking out sections 2, 3, 4, 5, 6, 7, 8, 9, 12(c), 13 and 14 of Article 3.

At a special meeting of the stockholders of Rankin County Bank, Brandon, Mississippi, held on the 23 day of October, 1951, ten days notice of the proposed business having been given by ordinary United States mail, the foregoing resolutions and amendments were adopted by the following vote, representing more than two-thirds of the common stock of the bank outstanding, all preferred stock having been heretofore retired:

Total number of shares of common stock outstanding	<u>500</u>
Total number of shares of common stock represented at the meeting	<u>387</u>
Total number of shares of common stock voted in favor of the resolutions and amendment	<u>387</u>
Total number of shares of common stock voted against the resolutions and amendment	<u>none</u>

I hereby certify that the foregoing is a true and correct report of the vote and of the resolutions adopted at a meeting of the stockholders of the bank held on the date mentioned and that a complete list of the stockholders voting therefor and of the number of shares voted by each is on file in this bank.

  
President.

Sworn to and subscribed before me this the 24 day of October, 1951.

  
Notary Public.

Received at the office of the Secretary of State, this the 29<sup>th</sup> day of Oct.

A. D., 1951, together with the sum of \$ 50<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Green

SECRETARY OF STATE

Jackson, Miss.,

October 29<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James C. Kendall  
Assistant Attorney General.



# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
 Charter of Incorporation of*  
 \_\_\_\_\_  
 RANKIN COUNTY BANK,  
 \_\_\_\_\_  
 BRANDON, MISSISSIPPI.  
 \_\_\_\_\_  
 \_\_\_\_\_

*is here approved.*

*In testimony whereof, I have hereunto set my  
 hand and caused the Seal of the  
 Department of Bank Supervision  
 State of Mississippi to be affixed,  
 this 27<sup>th</sup> day of  
 October 19 51.*



*[Signature]*  
 STATE COMPTROLLER

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

RANKIN COUNTY BANK

*is hereby approved.*



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

October

1951

Receipt No. 2657 L

*By the Governor.*

*[Signature]*

*Heber Ladner*

Recorded in the Secretary of State's Office this the twenty-ninth day of October, 1951.

CERTIFIED COPY OF RESOLUTION  
OF STOCKHOLDERS

"BE IT RESOLVED by the stockholders of Eureka Enterprises, Inc., in a special meeting duly held at Jackson, Mississippi, at 10:30 o'clock A.M. on October 26, 1951, for all purposes, including the amending of the charter of said corporation, that the charter of incorporation of the corporation be amended so that paragraph 7 thereof shall read as follows:

"7. The purpose for which created:

To acquire by purchase or lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to subdivide, plat and sell the same; and generally to buy, sell and deal in real and personal property of every kind and description, both in this state and in all other states; to erect or cause to be erected on any lands owned, leased, held or occupied by the corporation buildings or other structures, with their appurtenances; to mortgage, sell, lease or otherwise dispose of any lands or interests in lands, and any buildings or other structures at any time owned or held by the corporation; to operate all types and kinds of amusement enterprises, including, but not limited to, golf ranges, swimming pools, skating rinks, various types of matches between contestants, sporting events, etc., together with any and all concessions which might be used in connection therewith; to borrow money and give as security therefor mortgages, pledges or other liens on any real or personal property owned by the corporation; to loan the capital of the corporation, and such other funds as it may from time to time lawfully acquire upon personal security or security of personal or real property, or without any security whatsoever; to invest funds of the corporation in all types of mortgages, deeds of trust, debentures, notes, obligations, stocks, bonds and securities; to act as trustee and in every kind of fiduciary capacity; and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned which a natural person might or could do.

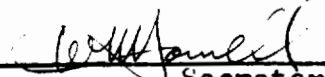
"BE IT FURTHER RESOLVED, that the President and the Secretary of the corporation be, and they are hereby, authorized and directed to take such action and to execute such instruments as may be necessary to place into effect the purposes of this resolution."

-----  
CERTIFICATE

STATE OF MISSISSIPPI  
COUNTY OF HINDS::::

I, W. H. Howell, the duly elected, qualified and acting Secretary of Eureka Enterprises, Inc., a corporation, do hereby certify that the above and foregoing one page contains a true, full and correct copy of a Resolution unanimously passed and adopted by the stockholders of said corporation at a special meeting of said stockholders held at the office of the corporation at Jackson, Mississippi, on October 26, 1951, as the same now appears in the Minute Book of the corporation, now in my possession and under my control.

DATED at Jackson, Mississippi, this the 26th day of October, 1951.

  
Secretary



AMENDMENT TO CHARTER OF INCORPORATION OF  
EUREKA ENTERPRISES, INC.

We, B. A. Totten and W. H. Howell, President and Secretary, respectively, of Eureka Enterprises, Inc., a corporation organized and existing under the laws of the State of Mississippi, hereby present to the Secretary of State of the State of Mississippi the following proposed amendment to the Charter of Incorporation of said company, so as to increase the powers authorized to the corporation, viz:

Amend paragraph 7 of said Charter of Incorporation so that the same shall read as follows:

"7. The purpose for which created:

To acquire by purchase or lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired and to subdivide, plat and sell the same; and generally to buy, sell and deal in real and personal property of every kind and description, both in this state and in all other states; to erect or cause to be erected on any lands owned, leased, held or occupied by the corporation buildings or other structures, with their appurtenances; to mortgage, sell, lease or otherwise dispose of any lands or interests in lands, and any buildings or other structures at any time owned or held by the corporation; to operate all types and kinds of amusement enterprises, including, but not limited to, golf ranges, swimming pools, skating rinks, various types of matches between contestants, sporting events, etc., together with any and all concessions which might be used in connection therewith; to borrow money and give as security therefor mortgages, pledges or other liens on any real or personal property owned by the corporation; to loan the capital of the corporation, and such other funds as it may from time to time lawfully acquire upon personal security or security of personal or real property, or without any security whatsoever; to invest funds of the corporation in all types of mortgages, deeds of trust, debentures, notes, obligations, stocks, bonds and securities; to act as trustee and in every kind of fiduciary capacity; and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned which a natural person might or could do."

We herewith submit a certified copy of the resolution of the stockholders of said corporation adopting the proposed amendment.

WHEREFORE, we request that the Charter of Incorporation of said corporation be amended accordingly.

DATED at Jackson, Mississippi, this the 26th day of October, 1951.

B. A. Totten  
President

W. H. Howell  
Secretary

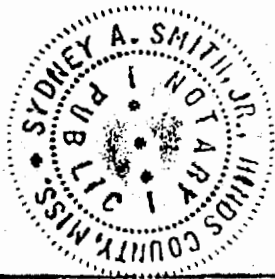


## STATE OF MISSISSIPPI

## COUNTY OF HINDS

Personally appeared before me, the undersigned Notary Public, in and for the above County and State, the above named B. A. Totten and W. H. Howell, personally known to me to be the President and Secretary, respectively, of Eureka Enterprises, Inc., who each acknowledged that as such officers of said corporation they signed sealed and delivered the foregoing instrument on the year and day therein mentioned for the purpose therein expressed, all of which they were duly authorized to do.

WITNESS my hand and seal this the 27<sup>th</sup> day of October, 1951.



Sydney A. Smith, Jr.  
Notary Public

My commission expires: June 5/1955

Received at the office of the Secretary of State, this the 31<sup>st</sup> day of Oct.

A. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

October 31<sup>st</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By

James S. Randall  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



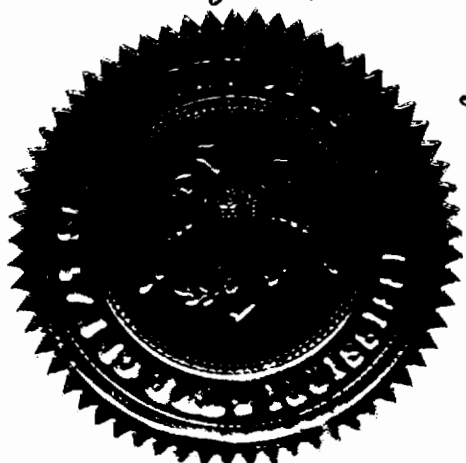
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

EUREKA ENTERPRISES, INC.

*is hereby approved.*



Receipt No. 2666LL

*In testimony whereof, I have herunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* Thirty-first *day of*

October 19 51

*By the Governor.*

*Hubert L. ...*

*Forrest ...*

*Secretary of State.*

Recorded in the Secretary of State's Office this the first day of November, 1951.

## AMENDMENTS TO ARTICLES OF INCORPORATION

OF

AMITE COUNTY BANK

GLOSTER, MISSISSIPPI

RESOLVED FIRST, That concurrently with the retirement of \$15,000 of this Corporation's presently outstanding \$30,000 par value of preferred stock, the common capital stock of this Corporation be increased from \$30,000 to \$45,000 by the declaration and payment of a common stock dividend in the amount of \$15,000, to be accomplished by the transfer of available funds other than preferred stock retirement funds to the capital stock account and the issuance and delivery therefor of 150 shares of common stock of the par value of \$100 per share pro rata to the holders of the outstanding common stock of the Corporation.

RESOLVED SECOND, That the Articles of Incorporation, as amended, be further amended by striking out section (1) of Article 4 and inserting in the place thereof a new section (1) as follows:

"(1) Amount, classes and shares of capital stock. The amount of capital stock of the Corporation shall be \$60,000, divided into classes and shares as follows:

- "(a) \$15,000 par value of preferred stock (subject to retirement as hereinafter provided), divided into 300 shares of the par value of \$50 per share; and
- "(b) \$45,000 par value of common stock (subject to increase upon the retirement of preferred stock as provided in section (4) of this Article 4) divided into 450 shares of the par value of \$100 per share."

\* \* \* \* \*

At a meeting of the stockholders of Amite County Bank, Gloster, Mississippi, held on Oct. 24, 1951, 10 days' notice of the proposed business having been given by ordinary mail, the foregoing resolutions and amendments were adopted by the following vote, representing all of the shares of preferred stock outstanding and at least two-thirds of the total number of shares of common stock outstanding:

Total number of shares of preferred stock outstanding	<u>300</u>
Total number of shares of preferred stock represented at the meeting	<u>300</u>
Total number of shares of preferred stock voted in favor of the resolutions and amendments	<u>300</u>
Total number of shares of preferred stock voted against the resolutions and amendments	<u>None</u>
Total number of shares of common stock outstanding	<u>450</u>
Total number of shares of common stock represented at the meeting	<u>299</u>
Total number of shares of common stock voted in favor of the resolutions and amendments	<u>299</u>
Total number of shares of common stock voted against the resolutions and amendments	<u>None</u>

Amite County Bank  
Gloster, Mississippi  
Page Two

I hereby certify that this is a true and correct report of the vote and of the resolutions adopted at a meeting of the stockholders of this Corporation held on the date mentioned and that a complete list of the stockholders voting therefor and of the number of shares voted by each is on file in the Corporation.



J. T. Lowrey  
President ~~or Vice President~~

Subscribed and sworn to before me, this 29<sup>th</sup> day of Oct,

1951.

[Signature]  
Notary Public

My Commission Expires January 1st, 1953.

(SEAL OF NOTARY)

Received at the office of the Secretary of State, this the 31<sup>st</sup> day of Oct.

A. D., 1951, together with the sum of \$10 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE

Jackson, Miss.,

Oct 31st, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By James S. Kendall  
Assistant Attorney General.



# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
 Charter of Incorporation of*

AMITE COUNTY BANK

GLOSTER, MISSISSIPPI.

*is here approved.*

*In testimony whereof, I have hereunto set my  
 hand and caused the Seal of the  
 Department of Bank Supervision  
 State of Mississippi to be affixed,*

this 20th day of  
 October 19 51.



*B. J. Johnson*  
 STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

AMITE COUNTY BANK

*is hereby approved.*



*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* \_\_\_\_\_ *First* \_\_\_\_\_ *day of*

November \_\_\_\_\_ 19 51

Receipt No. 2669 L

*By the Governor.*

*John L. Davis*

*[Signature]*

*Secretary of State.*

Recorded in the Secretary of State's Office this the first day of November, 1951.

CHARTER OF INCORPORATION OF  
GULF COAST SPEEDWAY, INC.

1. The corporate title of said corporation is Gulf Coast Speedway, Inc.

2. The names of the incorporators are:

A. J. A. Nichols, Postoffice, Biloxi, Mississippi.

B. Dan W. Richards, Postoffice, Little Rock Arkansas.

3. The domicile of said corporation is at Biloxi, in Harrison County, Mississippi.

4. The amount of capital stock with the particulars as to class or classes thereof are: \$15,000.00 consisting wholly of one class, to-wit: Common Stock.

5. Number of shares and par value thereof: 150 Shares of Common Stock at the par value of \$100.00 per share.

6. The period of existence not to exceed 25 years is 25 years.

7. The object and purposes for which this corporation is organized and the nature of the business to be carried on by it in the State of Mississippi or other states of the union, is hereby declared to be the establishment and conducting of a general amusement enterprise to furnish amusement to the public, specifically including the conduct and operation of stock car racing, but not limited thereto.

To acquire, establish, own, hold, sell, lease, conduct and manage affairs, carnivals, exhibitions, contest or amusement enterprises of every kind and nature.

To purchase, acquire, develop, sell, lease, let, own and manage tracks, fair grounds, theaters, play houses or other grounds or places or buildings for exhibitions, contest and amusements of every kind and nature.

To erect, maintain, purchase, rent, hire, lease, let or otherwise acquire and dispose of buildings, land, structures, equipment or devices for said purpose.

To acquire, sell, mortgage, lease, let or otherwise acquire and dispose of all real or personal property necessary or convenient to such business.

To employ performers, exhibitors, contestants or other persons for the purpose of the business, and to operate usual and incidental concessions in connection with the above principal operations.

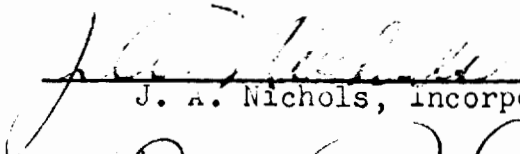
To grant to other persons, firms or corporations the right, privilege or concession to carry on any kind of business or enterprise on the premises of the corporation on such terms as may be deemed expedient or proper and not in violation of law.


To generally acquire, hold, manage and dispose of property of any and every kind pertaining to such business, and do everything necessary and proper to the conduct of said business, and generally to do and perform and engage in any function, operation, undertaking or enterprise not prohibited by law and connected with and growing out or germane or incidental to the foregoing operations not in consistent therewith.

8. The rights and powers that may be exercised by this corporation in the above connection and in carrying out the corporate objectives are those conferred by Chapter 4, Title 21, Mississippi Code of 1942, and amendments thereto, and including all powers necessary to the exercise of the aforesaid business operation and functions.

9. The number of shares of each class of stock necessary to be subscribed and paid for before the corporation shall commence business: 50 Shares of Common Stock, Par value, \$100.00 per share.

Witness our signatures this 24<sup>th</sup> day of October, 1951.

  
J. A. Nichols, Incorporator

  
Dan W. Richards, Incorporator

## STATE OF MISSISSIPPI

## COUNTY OF HARRISON

This day personally appeared before me, the undersigned authority, a Notary Public in and for the aforesaid County and State, the within named, J. A. Nichols, Incorporator, of the corporation known as Gulf Coast Speedway, Inc., who acknowledged that he signed, delivered and executed the above and foregoing Articles of Incorporation as his act and deed on this the 21<sup>st</sup> day of October, 1951.

Given under my hand and official seal this the 21<sup>st</sup> day of October, 1951.



J. A. Nichols  
Notary Public.

My Commission Expires:

2-28-52

## STATE OF ARKANSAS

COUNTY OF Pulaski

This day personally appeared before me, the undersigned authority, a Notary Public in and for the aforesaid County and State, the within named, Dan W. Richards, Incorporator of the corporation known as Gulf Coast Speedway, Inc., who acknowledged that he signed, delivered and executed the above and foregoing Articles of Incorporation as his act and deed on this the 24<sup>th</sup> day of October, 1951.

Given under my hand and official seal of office, this the 24<sup>th</sup> day of October, 1951.

My Commission Expires:

May 10-1952

C. A. Smith  
Notary Public

Received at the office of the Secretary of State, this the 10<sup>th</sup> day of Nov-

A. D., 1951, together with the sum of \$ 40<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

H. L. Ladd  
SECRETARY OF STATE

Jackson, Miss.,

November 22, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James C. Hendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

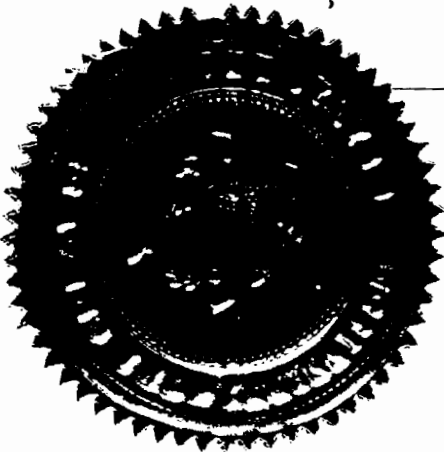
GULF COAST SPEEDWAY, INC.

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 51



Receipt No. 2673 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
second day of November, 1951.

BE IT REMEMBERED THAT on the 25<sup>th</sup> day of October, 1951, there was duly called, held and concluded a special meeting of the Stockholders of the Southern Barge Lines, 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, the following resolution, in writing, was offered, considered, and 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 Southern Barge Lines, 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:

VICKSBURG TOWING COMPANY, INC."

  
\_\_\_\_\_  
PRESIDENT

STATE OF MISSISSIPPI

COUNTY OF WARREN

PERSONALLY appeared before me, the undersigned authority in and for said County and State, the signed and within named J. W. Jordan, President of the Southern Barge Lines, Inc., who, as such President acknowledged that the above and foregoing instrument of writing is the amendment to and of Section 1 of the Charter of said Corporation, as proposed and unanimously adopted by all of the Stockholders of said Corporation in the resolution of October 25<sup>th</sup>, 1951, and that he signed the same on the day and year therein mentioned.

GIVEN under my hand and official seal this the 30<sup>th</sup> day of October,

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires: December 2, 1954



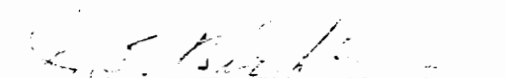


STATE OF MISSISSIPPI

COUNTY OF WARREN

I, J. E. Blackburn, the duly elected, qualified and acting Secretary of the Southern Barge Lines, 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 Section 1 of the Charter of said corporation, as said proposed amendment above appears.

WITNESS my signature and seal of said corporation on this the 30<sup>th</sup> day of October, 1951.

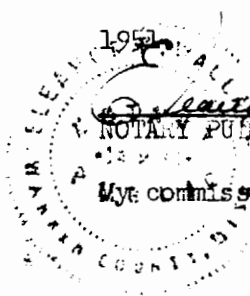
  
\_\_\_\_\_  
SECRETARY

SWORN to and subscribed before  
me this the 30<sup>th</sup> day of October,

1951

  
NOTARY PUBLIC

My commission expires: December 2, 1954



SPECIAL MEETING OF STOCKHOLDERS

AT a special meeting of the Southern Barge Lines, Inc., a Mississippi Corporation, duly and legally called was held at its place of business in the City of Vicksburg on this the 25<sup>th</sup> day of October, 1951, there being present all of the Stockholders of said corporation.

On motion, duly seconded, the following resolution was unanimously adopted, to-wit:

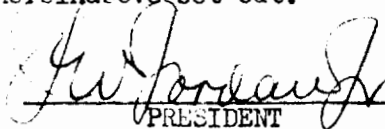
RESOLUTION

"BE AND IT IS HEREBY RESOLVED by all of the Stockholders of the Southern Barge Lines, 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:

VICKSBURG TOWING COMPANY, INC."

"BE IT FURTHER RESOLVED that J. W. Jordan, as President, and J. E. Blackburn, as Secretary, be, and they are hereby authorized to execute on behalf of this Company an amendment to the Charter of said Company as hereinabove set out."

  
PRESIDENT

I, J. E. Blackburn, the duly elected, qualified and acting Secretary of the Southern Barge Lines, 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 Southern Barge Lines, Inc., amending Section 1 of its Charter so that the name of said Company will be Vicksburg Towing Company, Inc.

  
SECRETARY

AMENDMENT TO CHARTER

Pursuant to a resolution of the Stockholders of the Southern Barge Lines, Inc., duly and legally called on the 25<sup>th</sup> day of October, 1951, the Charter of Incorporation of said Company is amended in the following particulars, to-wit:

"SECTION 1: The corporate title of said company is:

VICKSBURG TOWING COMPANY, INC."

IN TESTIMONY WHEREOF, this instrument has been executed on this the 30<sup>th</sup> day of October, 1951.

SOUTHERN BARGE LINES, INC.  
BY: J. W. Jordan  
President

ATTEST:

J. E. Blackburn  
Secretary

STATE OF MISSISSIPPI

COUNTY OF WARREN

PERSONALLY appeared before me the undersigned, a Notary Public in and for the jurisdiction above, J. W. Jordan, President, and J. E. Blackburn, Secretary of the Southern Barge Lines, Inc., 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 October 25<sup>th</sup>, 1951.

GIVEN under my hand and official seal this the 30<sup>th</sup> day of October, 1951.

Charles R. L. L. L.  
NOTARY PUBLIC

My commission expires: December 2, 1954

Received at the office of the Secretary of State, this the

2<sup>nd</sup> day of November

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 2nd, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By James S. Kirkell  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

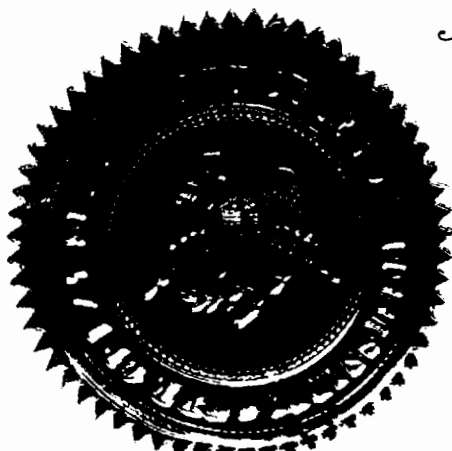
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

SOUTHERN BARGE LINES, INC.

Changing name to

VICKSBURG TOWING COMPANY, INC.

*is hereby approved.*



Receipt No. 2681 L

*By the Governor.*

*John L. Hodges*

*Secretary of State.*

*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* SECOND *day of*  
NOVEMBER 19 51

*[Signature]*

Recorded in the Secretary of State's Office this the second day of November, 1951.

CHARTER OF INCORPORATION  
OF  
LEVEE SIDE CORPORATION

---

1. The corporate title of said corporation is:  
Levee Side Corporation.
2. The names of the incorporators and their post office addresses are:  
H. H. Lawler, Deeson, Mississippi;  
A. L. Stephens, 1906 Overton Park, Memphis, Tennessee;  
C. A. Matthews, Deeson, Mississippi.
3. The domicile is: Deeson, Mississippi.
4. The amount of capital stock and particulars as to class and classes thereof:
  - A. The capital stock shall be \$40,000.00 in Common Stock at a par value of \$10.00 per share.
  - B. The stock of this corporation shall only be issued to or transferred to or held by producers of agricultural products, and the term "producers" as used herein shall include individuals, partnerships, corporations, or associations who produce agricultural products, either directly or as landlords supervising said production, or receiving as rent part of the agricultural products raised on the leased premises.

As hereinafter used in Article 4 of this Charter, the term "person or persons" shall include individuals, partnerships, corporation or associations.

Any person who is or becomes a stockholder of this corporation by virtue of purchase, gift, operation of law, or otherwise, who is or becomes ineligible to hold said stock by virtue of not being a producer, as defined above, shall, within thirty days after he, she, or it, respectively, obtains title to or becomes so ineligible, offer in writing by registered mail, return receipt requested, to sell said stock at its par value to this corporation.

If this corporation does not accept such offer within fifteen days after the date of the mailing of said offer, then the owner of said stock shall next offer the same in writing by registered mail, return receipt requested, to the remaining stockholders at its par value, as offered to the corporation, and if the remaining stockholders shall not within ten days from the date of the mailing of said offer, accept the same, then the owner of said stock shall be at liberty to sell his, her, its or their stock to any other person or persons who may be eligible to purchase or own such shares at the same or a higher price than that at which it was offered to the corporation and the other stockholders, but shall not sell the stock at a less price than that offered, as aforesaid, to any other person unless and until such stock shall have been offered first to the corporation as above set out, and then to the remaining stockholders, as set out above at such less price.

In making an election as to whether to purchase said stock, the corporation first, and the remaining stockholders next, may elect to purchase all or any portion of the stock offered. If more than one stockholder elects to purchase and there are not sufficient shares for all to purchase, the one or ones first offering to pay the purchase price shall be prior in right.

All stock purchased under this provision must be paid for in cash within ten days after the quoted price has been accepted.

Federal documentary stamp tax, if any, shall be paid by the seller.

If the person who is ineligible to hold said stock fails to comply with the provisions of this charter, no dividends shall be paid or allowed to such person upon any such share or shares until compliance has been made.

The option to purchase said stock at its par value shall be continuing insofar as the corporation and remaining stockholders are concerned. If no purchaser can be found for said stock at its said par value and said ineligible holder of said stock is unwilling to sell at a less price, or if willing, he is unable to sell at less price, said holder may retain the stock until a purchaser can be found. During said period of retention, said holder shall be entitled to any dividends declared on stock.

C. Any stockholder of this corporation eligible to hold stock therein who is desirous of selling any or all of his, her, or its corporate stock, shall first offer

in writing by registered mail, return receipt requested, to sell said stock to the corporation at a price designated by said seller, and if not accepted, then to the other stockholders of this corporation, all within the manner and time limits set out in Sub-section B above.

If neither the corporation nor the stockholders accept said offer, then said stockholder desiring to sell shall be at liberty to sell his, her or its shares of stock to any other person or persons who may be eligible to purchase or own such shares at the same or a higher price than that at which it was offered to the corporation and to the other stockholders, but shall not sell said stock to any person or persons at a less price than that offered first to the corporation as set out above, and then to the remaining stockholders as set out above, at such less price. These provisions shall not prevent a gift of said stock.

The options to purchase part or all of said stock and the priorities as between stockholders in said purchase shall be in the same as provided in Sub-section B of Article 4 of this Charter with reference to ineligible holders of stock.

When any stock is purchased by the corporation in accordance with the provisions of this sub-section or Sub-section B of Article 4 of this Charter, it may, at the discretion of the Board of Directors, be reissued to any eligible producer (as such producer is defined herein) at a price to be fixed by said Board; provided, however, said stock may not be sold at less than the price at which purchased by the corporation except with the consent of the holders of a majority of the outstanding stock of this corporation. The decision of said Board as to which producer (as defined herein) shall be given the prior right in the purchasing of said stock shall be conclusive.

- D. A non-cumulative dividend of not less than 4 per cent nor more than 8 per cent shall be paid on all stock of this corporation before any Customer's (as that term is defined in the by-laws) dividends, rebates, or refunds, or any other dividends, rebates, refunds or distributions of any kind shall be declared or paid.

The Board of Directors may, within its discretion, pay said stockholders' dividend in either cash, capital stock of this corporation at par value, or in some evidence of indebtedness of this corporation, bearing interest from the date of the declaration of said dividend at the rate of not less than 4 per cent nor more than 8 per cent, said evidence of indebtedness



to be due not more than 10 years from date of issuance; provided, however, no cash dividend nor cash distribution shall be made to Customers (as that term is defined in the by-laws) or other persons unless and until a cash dividend of not less than 4 per cent nor more than 8 per cent is paid to the stockholders of this corporation.

In the event that the stockholders of this corporation are paid a dividend in the form of evidences of indebtedness as provided above, the Board of Directors may, at its discretion, on the due date of such evidences of indebtedness pay the same, together with interest, in capital stock at par value of this corporation.

5. The number of shares of each class and par value thereof shall be:

4,000 shares of Common Stock of the Par Value of \$10.00 per share.

6. The period of existence is: Ninety-nine years.

7. The purposes for which it is created are:

- (a) To engage in the business of ginning, processing, buying and selling cotton, cottonseed, and all other agricultural products, and delinting and treating cottonseed.
- (b) To own, operate, buy and sell cotton gins and machinery and delinting and agricultural machinery of every kind, character and description.
- (c) To engage in the business of buying, selling, receiving, storing, processing, delivering and dealing in soy beans, and all of its by-products.
- (d) To buy, sell, receive, store, deliver and deal in agricultural products, fertilizer and all personal and real property deemed by this corporation necessary or useful in the performance of any of the purposes for which it is created.
- (e) To receive, store and deliver all kinds of personal property; to act as broker or agent in the sale and purchase of any kind of real or personal property, including agricultural products and fertilizers.
- (f) To manufacture, process, trade, exchange, distribute, buy, sell, service and lease all kinds of personal property.
- (g) To have, hold, own, process, lease, sublease, purchase, acquire, receive, own, sell, assign, pledge and

mortgage every kind of real, personal and mixed property and notes and choses in action, financing any of the above items or any other operations necessary to or commonly used in connection with a cotton gin or the other businesses authorized herein.

- (h) To do any and all other things incident to or necessary for the operation and conduct of said business or businesses; to maintain and operate plants, offices and facilities of all kinds necessary for the conduct of its business in all parts of the State of Mississippi, and every State within the United States of America.
- (i) To acquire and pay for in cash, stocks 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, provided the same is not contrary to law.
- (j) To acquire, hold, use, sell, assign, lease, grant, licenses in respect of, mortgage, or otherwise dispose of letters of patent of the United States or any foreign country, patent rights, licenses and privileges, concessions, inventions, improvements, processes and formulae, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation.
- (k) To issue bonds, debentures or obligations of this corporation from time to time for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.
- (l) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.
- (m) In general, to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by the Laws of Mississippi, and to do any and all of the things hereinbefore set out to the same extent as natural persons might or could do, provided the same is not contrary to law.
- (n) To provide by by-laws that after the setting aside of reasonable reserves for depreciation and valuation and the payment of dividends on stock, that all or a portion of the remaining net profits of this corporation may be distributed to such "customers" (as

defined by the by-laws of this corporation) of this corporation as the Board of Directors may select, said distribution to be in such proportions and on such terms and basis as said by-laws may direct. Said distribution, within the discretion of the Board of Directors, may be made in cash, bonds, notes, certificates or other evidences of indebtedness of this corporation, bearing interest at a rate not less than 4 per cent nor more than 8 per cent and payable in not more than ten years. If a by-law or by-laws of this corporation is or are adopted by authority of this sub-section, said by-law or by-laws may not be altered, amended nor repealed so as to affect the distribution, of profits during the fiscal year said by-law or by-laws is or are altered, amended or repealed.

This sub-section shall be subject to all of the provisions of Sub-section E of Article 4 of this Charter.

- (o) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.
  - (q) The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Article 1 of Chapter 4 of Title 21 of the Code of Mississippi of 1942, and amendments thereto.
8. The number of shares of stock of each class to be subscribed and paid for before the corporation may begin business is:

Fifty shares of Common Stock of the Par Value of \$10.00 per share.

H. H. Hawler

C. A. Matthews

A. L. Stephens

\_\_\_\_\_  
INCORPORATORS.

STATE OF MISSISSIPPI

COUNTY OF Bolivar

This day personally appeared before me, the undersigned duly qualified and acting authority within and for the State and

-6-

Adele Walters  
Notary Public

County aforesaid, H. H. LAWLER and C. A. MATTHEWS, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their voluntary act and deed on this the 4 day of October, A. D. 1951.

Witness my hand and seal of office on this the 4 day of October, A. D. 1951.

Adel. Walters  
NOTARY PUBLIC

My Commission Expires Mar. 28, 1953

My commission expires:

STATE OF TENNESSEE

COUNTY OF Shelby

This day personally appeared before me, the undersigned duly qualified and acting authority within and for the State and County aforesaid, A. L. STEPHENS, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation as his voluntary act and deed on this the 10th day of October, A. D. 1951.

Witness my hand and seal of office on this the 10th day of October, A. D. 1951.

J. P. Pendleton  
NOTARY PUBLIC

My commission expires:

April 5, 1953

Received at the office of the Secretary of State, this the 10th day of November

A. D. 1951, together with the sum of \$ 90.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

November 2, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By

James S. Kendall  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

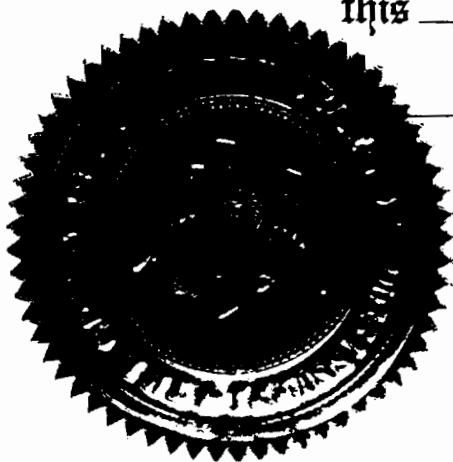
LEVEE SIDE CORPORATION

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 \_\_\_\_\_ Second \_\_\_\_\_ day of

November \_\_\_\_\_ 19 51



Receipt No. 2679 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
second day of November, 1951.

CHARTER OF INCORPORATION OF FIRE PROTECTION SERVICE COMPANY, INCORPORATED.

1. The corporate title of said company is the FIRE PROTECTION SERVICE COMPANY, INCORPORATED.
2. The names of the incorporators are W. O. JENKINS, Post Office, Jackson, Mississippi, and VERA R. JENKINS, Post Office, Jackson, Mississippi.
3. The domicile of said corporation is Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof, number of shares of each and par value thereof:  

50 shares of Preferred stock with nominal or par value of \$100.00 per share.
5. Period of existence not to exceed 99 years.
6. Purpose for which it is created is 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 taken in payment of all sums due the corporation and to sell, assign and release such securities.

To carry on plumbing, air conditioning and automatic sprinkler business together with all and every act and thing necessary or incident to the operation of plumbing, air conditioning and automatic sprinkler businesses including the licensing and use of automatic sprinkler devices of any and every nature.

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 hereinbefore set forth either alone or in association with other corporations, firms, or individuals and to every other act or acts, thing or things incidental or appertinent to or growing out of or connected with the

aforesaid business or powers, or any part or parts thereof: Provided, however, the same be not inconsistent with the laws under which this corporation is organized.

To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by a mortgage, or otherwise, without limit as to amount and to secure the same by mortgage or otherwise and generally to make and perform agreements and contracts of every kind and description.

To the same extent as natural persons might or could do to purchase or otherwise acquire, and to hold or maintain, work, develop, sell, lease, change, hire, convey, mortgage, or lease holds and any interest, estate and right in real property and any personal and mixed property, and any franchises, licenses, patents, or privileges necessary, convenient or appropriate for any franchises, licenses, patents, or privileges necessary, convenient or appropriate for any of the purposes herein set forth.

7. The rights and powers that may be exercised by the corporation in addition to the foregoing, are those conferred by permission of Chapter 100 of the Code of 1930. (Title 21, Chapter 4 of Mississippi Code of 1942, and amendments thereto.)
8. Numbers of shares of stock of each class to be subscribed and paid before commencing business - 10 shares of Preferred stock at a par value of \$100.00 per share.

Witness our signatures this the 30th day of October, 1951.

W. C. Jenkins  
W. C. JENKINS  
Vera R. Jenkins  
VERA R. JENKINS

STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me, the undersigned authority for and within the jurisdiction aforesaid, the within named W. C. Jenkins and Vera R. Jenkins, Incorporators of the company known as the Fire Protection Service Company, Incorporated, who, after having first been duly sworn, state on oath that they each signed and executed the foregoing Charter of Incorporation on the day and year therein stated as their own free act and deed.

Sworn to and subscribed before me this 30th day of October, 1951.

H. W. Brown  
Notary Public.

My Commission Expires January 2, 1954  
My commission expires:

Received at the office of the Secretary of State, this the

1<sup>st</sup> day of Nov-

A. D., 1951, together with the sum of \$20<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Ladd  
SECRETARY OF STATE

Jackson, Miss.,

November 22, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James S. Hendall  
Assistant Attorney General.



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

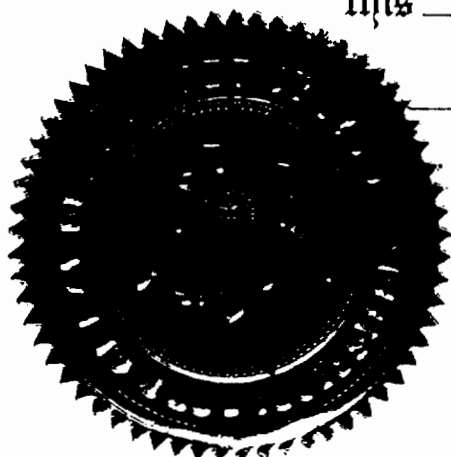
FIRE PROTECTION SERVICE COMPANY, INCORPORATED

is hereby approved.

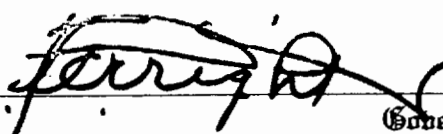
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Second \_\_\_\_\_ day of

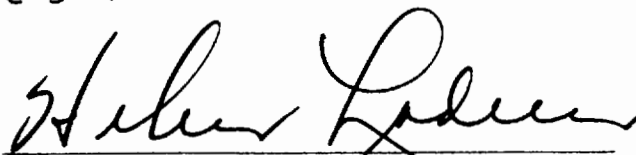
November 19 51



Receipt No. 2672 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
second day of November, 1951.

Secretary of State

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CHARTER OF INCORPORATION  
OF  
TRAILER CREDIT CORPORATION

-oOo-

1- The Corporate title of said Company is  
"Trailer Credit Corporation".

2- The names and postoffice addresses of the  
Incorporators are:

J. E. Bonelli, Jr.	Vicksburg, Miss.
R. H. Bonelli	Vicksburg, Miss.
J. E. Bonelli, Sr.	Vicksburg, Miss.

3- The domicile of the Corporation is Vicksburg,  
Warren County, Mississippi.

4- The amount of authorized capital stock is  
Fifty Thousand and No/100 (\$50,000.00) Dollars, evidenced by  
Five Hundred (500) Shares of common stock of the par value  
of One Hundred (\$100.00) Dollars per share.

5- The period of existence of the Corporation shall  
be fifty (50) years.

6- The Company is authorized to commence business  
when forty per cent (40%) of the stock is subscribed and paid  
for.

7- The purposes for which this Corporation is  
created are:

To buy, lend money upon, sell, transfer, assign, dis-  
count, borrow money upon, and pledge as collateral security,  
and otherwise deal as principal, agent or broker in bills of  
lading, warehouse receipts, storage of personal property,  
bonds, stocks, promissory notes, commercial paper accounts,  
invoices, choses in action, interest in estates, contracts,  
mortgages on real or personal property, pledges of personal  
property and other evidence of indebtedness of persons, firms

-2-

or corporations; to own, hold or sell and deal in real estate, and do all things incidental thereto; to do a general brokerage business; to act as agent or factor for any persons, firms or corporations; but not for the purpose of carrying on the business of banking or insurance; to do any and all other acts not contrary to Law which may be necessary to carry on a general brokerage business.

In addition to the rights and powers that may be exercised by this Corporation are those granted by the provisions of Chapter 4, Title 21 of the Mississippi Code of 1942, and amendments thereto.

J. E. Bonelli, Jr.  
J. E. Bonelli, Jr.  
R. H. Bonelli  
J. E. Bonelli, Sr.

STATE OF MISSISSIPPI

WARREN COUNTY

PERSONALLY appeared before the undersigned, a Notary Public, in and for said County and State, the within named J. E. Bonelli, Jr., R. H. Bonelli, and J. E. Bonelli, Sr., who acknowledged that they signed and delivered the foregoing Charter of Incorporation as their act and deed.

GIVEN under my hand and official Seal on this 30<sup>th</sup> day of October, 1951.

My Commission Expires August 18, 1955

Emily O. Harper  
 NOTARY PUBLIC

My Commission Expires:

RECEIVED at the office of the Secretary of State, this the 31<sup>st</sup> day of Oct, 1951, together with the sum of \$110.00 deposited to cover the recording fee and referred to the Attorney General for his opinion.

Hubert L. Adams  
 SECRETARY OF STATE

-3-

Jackson, Mississippi

November 5th, 1951

I have this day 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.

J. P. Coleman  
ATTORNEY GENERAL

by James D. Vandace  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

TRAILER CREDIT CORPORATION

is hereby approved.

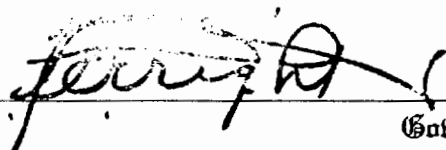
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Fifth \_\_\_\_\_ day of

November 19 51



Receipt No. 2667 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
sixth day of November, 1951.

AMENDMENT TO ARTICLES OF INCORPORATION  
OF

THE CARTHAGE BANK  
CARTHAGE, MISSISSIPPI

RESOLVED FIRST, That the Capital stock of this bank be increased in the sum of \$12,500.00, the said increase to be accomplished by the declaration and issuance, pro rata, to the holders of the outstanding common stock of the bank, of a dividend in the sum of \$12,500.00 to be accomplished by the issuance of 125 additional shares of common stock, such new shares to be issued on the basis of ONE-THIRD ( $1/3$ ) additional shares of common stock for each share of common stock standing in the name of such stockholders on the books of the bank as of November 1, 1951, making the total capital of the bank \$50,000.00 divided into 500 shares of common stock of a par value of \$100.00 per share, ALL of which is common stock.

RESOLVED SECOND, That the Articles of Incorporation dated June 24th 1920, as amended January 25th, 1923, and October 20, 1949, be further amended by striking out Section 5 thereof and inserting in lieu thereof the following:

"SECTION 5. The amount of capital stock of this Corporation shall be \$50,000.00 divided into 500 shares of common stock of a par value of \$100.00"

At a Special Meeting of the stockholders of The Carthage Bank, Carthage, Mississippi, held on the 1st day of November, 1951, at least 10 days notice of the proposed business having been given by mail to each stockholder of record, the foregoing resolution and amendment were adopted by the following vote representing at least a majority of all common stock outstanding:

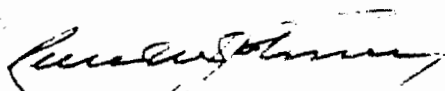
-2-

Total number of shares of common stock outstanding	375
Total number of shares of common stock represented at the meeting	<u>335</u>
Total number of shares of common stock voted in favor of the resolution and amendment	<u>335</u>
Total number of shares of common stock voted against the resolution and amendment	<u>None</u>


\*\*\*\*\*

I hereby certify that this is a true and correct report of the vote and of the resolution and amendment adopted at a Special Meeting of the shareholders of this bank held on the date mentioned, and that a complete list of the shareholders voting therefor and of the number of shares voted by each is on file in the bank.

Attest:

  
Russ M. Johnson, Vice-President  
~~President~~

(SEAL OF BANK)

  
J. H. Sasser  
President

Subscribed and sworn to before me this the 1st day of  
November, 1951.

  
Notary Public

My commission expires March 29, 1954

(NOTORIAL SEAL)



Received at the office of the Secretary of State, this the 5<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 5th, 1951

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.

P. Coleman  
ATTORNEY GENERAL.

By James D. Kendall  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

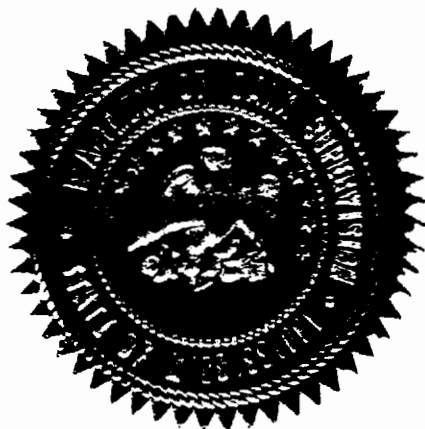
*The within and foregoing Amendment to the  
Charter of Incorporation of*

THE CARTHAGE BANK,

CARTHAGE, MISSISSIPPI.

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this 2nd day of  
November 19 51*



*[Signature]*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

THE CARTHAGE BANK

*is hereby approved.*



*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* \_\_\_\_\_ *Fifth* \_\_\_\_\_ *day of*

November 19 51

Receipt No. 2694 L

*By the Governor.*

*John L. Hodges*

*Ferris A. [Signature]*

*Secretary of State.*

Recorded in the Secretary of State's Office this the sixth day of November, 1951.



THE BOARD of Mayor and Commissioners finds that the United States Government, acting under an Act of Congress, caused a census to be taken in the City of Hattiesburg; and the Board further finds that the population, as shown by said census, has increased so as to class the said City of Hattiesburg as a Class No. 1 municipality, as set out under the Laws of the State of Mississippi; and the Board further finds that the said Census of 1950, taken under an Act of Congress, shows the population of the City of Hattiesburg as 29,474.

IT IS, THEREFORE, ORDERED by the Board of Mayor and Commissioners that Hattiesburg be and is hereby classified as a Class No. 1 municipality, as provided under the Laws of the State of Mississippi, and that a certified copy of this Order shall be forwarded to the Secretary of State of Mississippi by the City Clerk, all as provided by Section 26 of House Bill No. 71 of the General Laws of Mississippi of 1950.

STATE OF MISSISSIPPI |

COUNTY OF FORREST |

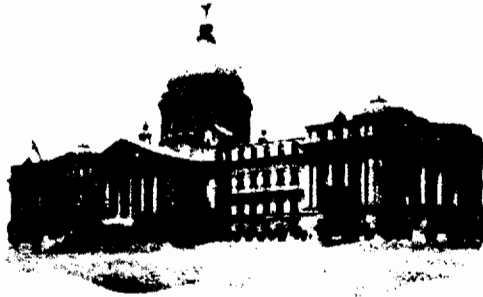
I, W. P. HARRINGTON, Commissioner-Clerk of the City of Hattiesburg, Mississippi, hereby certify that the above is a true and correct copy of an Order passed by the Board of Mayor and Commissioners and of record in Municipal Minute Book 2 at pages 99-100.

WITNESS my signature and seal of said City on this, the 5th day of November, A. D., 1951.

(SEAL)

*W. P. Harrington*  
COMMISSIONER-CLERK  
*By Anna L. Brown,*  
S.C.

# State of Mississippi



## office of Secretary of State Jackson

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

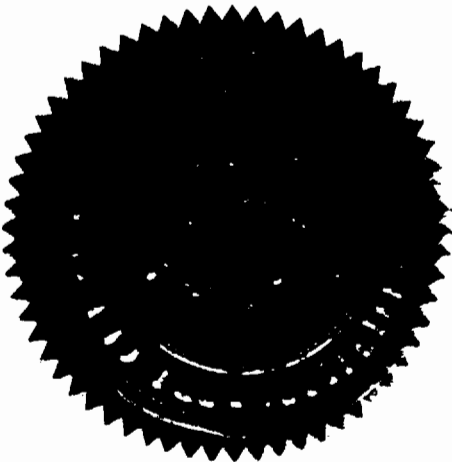
CITY OF HATTIESBURG

An Order of the Mayor and Commissioners of the CITY OF HATTIESBURG, MISSISSIPPI, classifying the City as a Class No. 1 Municipality.

CHAPTER 491, OF THE LAWS OF  
was pursuant to the provisions of ~~Article~~ *Code* of Mississippi of  
1950  
~~1942~~, recorded in the Records of Incorporations in this office, in

PHOTO-STAT BOOK, NUMBER THIRTY,

PAGES 296-297.



*Given under my hand and the Great Seal of  
the State of Mississippi hereunto affixed, this  
SIXTH day of NOVEMBER, 1951.*

*Heber Ladner*  
\_\_\_\_\_  
SECRETARY OF STATE

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R E S O L U T I O N

THAT WHEREAS, it appears that all of the stockholders, directors and officers of the Delta Lumber & Construction Corporation, formerly, the Delta Construction Corporation, are desirous of amending its Original and Amended Charter of Incorporation so that the corporate name thereof be changed; and

WHEREAS, it appears that it would be to the best interests of said Corporation that said change and amendment be made and effected in the Original and Amended Charter of Incorporation of said Corporation;

NOW THEREFORE, BE IT RESOLVED that W.S. Kincade, President, and Eva Dunn Kincade, Secretary-Treasurer, respectively of the Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, be and they are hereby authorized and directed for and on behalf of said Corporation to apply for and obtain an amendment to the Original and Amended Charter of Incorporation of said Corporation, so that Article 1) thereof may be amended to read, as amended, as follows, to-wit:

1) The corporate title of said company is DELTA MANUFACTURING COMPANY.

BE IT FURTHER RESOLVED, that the President and Secretary-Treasurer of said Corporation be and they are hereby fully authorized, empowered and directed to take such action and execute such papers and documents as might be necessary or expedient in effecting the aforesaid amendment of the Original and Amended Charter of Incorporation of said Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation.

RESOLVED, that the same be and it is hereby unanimously approved by the stockholders, board of directors and officers of the Delta Lumber & Construction Corporation, formerly the

Delta Construction Corporation, on this the 30th day of October, 1951.

We, the President, Vice President and Secretary-Treasurer, constituting all of the stockholders, directors and officers of the Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, do hereby certify that the foregoing is a true and correct copy of that certain resolution adopted, approved and confirmed by all of the stockholders, directors and officers of said Corporation, in meeting duly assembled and called for that purpose, at the offices of said Corporation at 701 Tallahatchie Avenue, in the City of Clarksdale, Coahoma County, Mississippi, at 2:00 o'clock p.m. on Tuesday, the 30th day of October, 1951. We do hereby further certify that said meeting was duly called and assembled pursuant to waiver of notice and written consent thereto by all of the stockholders, directors and officers of said Corporation.



[Signature] PRESIDENT

[Signature] VICE PRESIDENT

[Signature] SECRETARY-TREASURER



APPLICATION FOR AMENDMENT TO THE  
AMENDED CHARTER OF INCORPORATION OF  
DELTA LUMBER & CONSTRUCTION CORPORATION,  
FORMERLY DELTA CONSTRUCTION CORPORATION

WHEREAS, heretofore on the 8th day of May, 1947, the Charter of Delta Construction Corporation was duly approved by the Governor and filed and recorded in the office of the Secretary of State in Photo-Stat Book No. Five at Pages 152-156 of the Records of Incorporations on file in said office; and

WHEREAS, the Charter aforesaid was likewise filed for record and recorded in the office of the Clerk of the Chancery Court of Coahoma County, Mississippi, at Clarksdale, Mississippi, on the 13th day of May, 1947, in Book 3 at Page 211 of the Charter Records on file in the office of the Chancery Clerk aforesaid; and

WHEREAS, heretofore on the 21st day of February, 1951, the Charter of Incorporation of said Corporation was amended so that the corporate name thereof was changed to Delta Lumber & Construction Corporation, and the purposes and powers for which said Corporation was formed were amended and enlarged; and whereas, the aforesaid Amended Charter, as amended, was on said date duly approved by the Governor and filed and recorded in the office of the Secretary of State in Photo-Stat Book Number Twenty-Six at Pages 569-578 of the Records of Incorporations on file in said office; and

WHEREAS, the Amended Charter aforesaid was likewise filed for record and recorded in the office of the Clerk of the Chancery Court of Coahoma County, Mississippi, at Clarksdale, Mississippi, on the 24th day of February, 1951, in Book 4 at Page 415 of the Charter Records on file in the office of the Chancery Clerk aforesaid; and

WHEREAS, pursuant to proper and legal waiver of notice and unanimous consent by all of the stockholders, directors and officers of said Corporation, and all being present in person, a special meeting of said Corporation, Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, was held at its offices at Clarksdale, Coahoma County, Mississippi, on the 30th day of October, 1951; and

WHEREAS, at said special meeting a proper and legal resolution was unanimously passed and adopted directing that the name of said Corporation be changed;

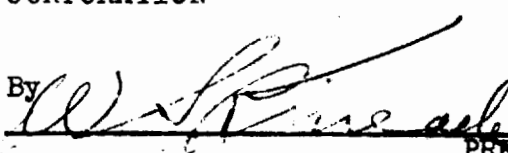
NOW THEREFORE, by virtue of the above and foregoing, application is hereby made that the Original and Amended Charter of Incorporation of the Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, be changed and amended so that the name of said Corporation be changed to Delta Manufacturing Company, and so that Paragraph 1) of the said Original and Amended Charter of Incorporation of said Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, be changed and amended to read, as amended, as follows, to-wit:

1) The corporate title of said company is DELTA MANUFACTURING COMPANY.


Respectfully submitted,

DELTA LUMBER & CONSTRUCTION CORPORATION

By

  
PRESIDENT

ATTEST:

  
SECRETARY-TREASURER

STATE OF MISSISSIPPI )  
 )  
 COUNTY OF COAHOMA )

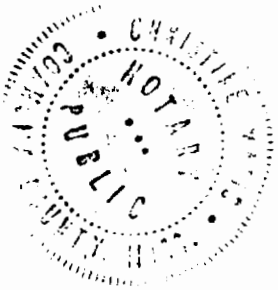
Personally appeared before me, the undersigned authority within and for the State and County aforesaid, W. S. KINCADE, President, and EVA DUNN KINCALL, Secretary-Treasurer of the Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, who individually and collectively acknowledged that on the day and year therein mentioned they signed and delivered the above and foregoing application for amendment to the Original and Amended Charter of Incorporation of the said Delta Lumber & Construction Corporation, formerly the Delta Construction Corporation, and affixed thereunto the corporate seal of said Corporation, and as and for the voluntary act and deed of said Corporation.

GIVEN under my hand and official seal on this, the 3/4 day of October, 1951.

*Christine Watb.*  
 \_\_\_\_\_  
 NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES  
 FEBRUARY 23, 1955



Received at the office of the Secretary of State, this the 6<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

November 6th, 1951

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.

J. P. Calhoun  
ATTORNEY GENERAL.

By

Stephen H. Langer Jr.  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

DELTA LUMBER & CONSTRUCTION CORPORATION

formerly

DELTA CONSTRUCTION CORPORATION

changing name to

DELTA 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 af-  
fixed, this*      *Sixth*      *day of*

November      19 51

Receipt No. 2698 L

*By the Governor.*

*John L. ...*

*Secretary of State.*

*Ferris ...*

Recorded in the Secretary of State's Office this the sixth day of November, 1951.

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THE CHARTER OF INCORPORATION  
OF  
FEDWAY STORES CORPORATION

\* \* \* \* \*

1. The corporate title of said company is  
FEDWAY STORES CORPORATION

2. The names of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Fulton Thompson,	Jackson, Mississippi
J. H. Thompson,	Jackson, Mississippi

3. The domicile is at Jackson, Hinds County,  
Mississippi.

4. Amount of capital stock and particular as to  
class thereof: One Thousand Dollars (\$1,000.00) all of one  
class, *and all common stock*

5. Number of shares and par value thereof:  
Ten (10) shares <sup>*Common stock*</sup> of the par value of One Hundred Dollars  
(\$100.00).

6. The period of existence is ninety-nine (99)  
years.

7. The purpose for which it is created:

To purchase, lease or otherwise acquire, to construct, establish, maintain and operate, and to sell, lease, mortgage or otherwise dispose of or deal with department and other stores of all kinds, shops, and mercantile and trading establishments of every kind and description and for any and all purposes; and to engage in, conduct and carry on a general merchandising, trading and manufacturing business in any and all branches thereof.

To provide, maintain and operate restaurants, lunchrooms, rest rooms, libraries, places of amusement and recreation and entertainment and other conveniences for the use of customers and others; to grant to other persons, firms, associations or corporations the right or privilege to carry on any kind of business on the premises of the corporation upon such terms as shall be deemed expedient or proper.

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 corporation may begin business when two (2) shares of <sup>Common</sup> stock have been subscribed and paid for.

Justin Thompson  
J. H. Thompson  
 Incorporators.



STATE OF MISSISSIPPI }  
COUNTY OF HINDS }

This day personally appeared before me, the undersigned authority Fulton Thompson and J. H. Thompson, incorporators of the corporation known as the FEDWAY STORES CORPORATION who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 1st day of November 1951.



Helen Bourne  
Notary Public.

My Commission Expires June 22, 1955

Received at the office of the Secretary of State this the 1st day of Nov A.D. 1951, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Linder  
Secretary of State.

Jackson, Miss.  
November 7, 1951.

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.

J. P. Calahan  
Attorney General.  
By James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FEDWAY STORES 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 \_\_\_\_\_ Seventh \_\_\_\_\_ day of

November

19 51



Receipt No. 2678 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
seventh day of November, 1951.

CHARTER OF INCORPORATION OF  
SLAY MUSIC COMPANY

1. The corporate title of said company is "Slay Music Company".
2. The names and post office addresses of the incorporators are:  
  
G. E. Slay, Hattiesburg, Mississippi.  
Mrs. Emma Kate Slay, Hattiesburg, Mississippi.  
O. P. Emerson, Jr., Hattiesburg, Mississippi.
3. The domicile of said corporation is Hattiesburg, Mississippi.
4. The amount of authorized capitol stock of said corporation is the sum of Sixty Thousand Dollars (\$60,000.00), consisting of Twelve Hundred (1200) shares of common stock of a par value of Fifty Dollars (\$50.00) per share.
5. The period of existence of said corporation, not to exceed Ninety-Nine (99) years, shall be Ninety-Nine (99) years.
6. The purposes for which said corporation is created are:
  - (A) To purchase, lease, rent, or otherwise acquire, to own, operate and maintain, to sell, lease, rent, or otherwise dispose of electrically or mechanically operated music machines, vending machines, amusement machines, and other similar devices.
  - (B) To purchase, lease, rent, or otherwise acquire, to own, occupy or maintain, to sell, lease, rent or otherwise dispose of real or personal property of any kind or character.

- (C) To borrow money and execute promissory notes and other evidences of indebtedness therefor; to execute and deliver mortgages, deeds of trust, or other encumbrances, covering any property owned by said corporation and securing the payment of any indebtedness owing by said corporation.
- (D) To buy, sell, hypothecate, hold, deal in and discount promissory notes and evidences of indebtedness of any and all kinds.
- (E) To otherwise do and perform any and all such acts as may be necessary in conducting a general amusement machine business, or in dealing with any property owned, held or possessed by said corporation, either real or personal.
- (F) In addition to the foregoing enumerated powers, said corporation shall have all the powers and rights conferred upon corporations by Chapter 4 of Title 21 of the Mississippi Code of 1942, and amendments thereto.

7. The number of shares of capitol stock to be purchased before said corporation shall be authorized to commence operations shall be one hundred (100) shares.

IN TESTIMONY WHEREOF, WITNESS THE SIGNATURE OF THE INCORPORATORS, ON THIS THE 15TH DAY OF OCTOBER, A. D., 1951.

G. E. Slay  
G. E. SLAY

Mrs. Emma Kate Slay  
MRS. EMMA KATE SLAY

O. D. Emerson, Jr.  
O. D. EMERSON, JR.

## STATE OF MISSISSIPPI

## COUNTY OF FORREST

Personally appeared before me, the undersigned authority in and for said County and State, G. E. Slay and Mrs. Emma Kate Slay, and O. D. Emerson, Jr., who each acknowledged to me that they executed the above and foregoing Charter of Incorporation of "Slay Music Company" on the day and year therein set forth as their own acts and deeds.



GIVEN UNDER MY HAND AND OFFICIAL SEAL THIS 29<sup>th</sup> DAY OF OCTOBER, 1951.

E. J. Guichard  
NOTARY PUBLIC  
My Commission Expires April 28, 1954  
My commission expires: \_\_\_\_\_

Received at the office of the Secretary of State, this 8<sup>th</sup> day of Nov-, A. D., 1951, together with the sum of One Hundred Thirty (\$130.00) Dollars deposited to cover the recording fees and referred to the Attorney General for his opinion.

John L. Ladd  
SECRETARY OF STATE

Jackson, Miss., November 8th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL  
by James S. Kendall  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SLAY MUSIC 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 \_\_\_\_\_ Eighth \_\_\_\_\_ day of

November 19 51



Receipt No. 2701 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
eighth day of November, 1951.

HEBER LADNER

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

### KIMBROUGH-TURNER CONSTRUCTION COMPANY

1. The corporate title of said company is Kimbrough-Turner Construction Company

2. The names of the incorporators are:

F. R. Kimbrough Postoffice Jackson, MississippiJ. Hozie Turner Postoffice Jackson, MississippiChas. W. Crisler, Jr., Postoffice Jackson, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Jackson, First Judicial District Hinds County, Mississippi

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

One Hundred (100) shares common stock..5. Number of shares for each class and par value thereof: One Hundred (100) shares common  
stock on a declared par value of \$100.00 per share.

Ninety Nine

6. The period of existence (not to exceed ~~thirty~~ years) is Ninety Nine (99) years

7. The purpose for which it is created:

To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings, roads, sidewalks, highways, bridges, or manufacturing plants; and to engage in iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction and to manufacture and furnish the building materials and supplies connected therewith, and incident thereto, to build, own and/or sell houses and/or buildings of every kind and description and to carry on a general contracting and/or sub-contracting business of any and every nature not prohibited by law.

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.

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 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, 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 not in excess of 12,500 acres, timber, timber rights, building 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.

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 money for any of the purposes of this corporation and from time to time, without limits 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 part thereof and of the interest thereof by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of this 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 purpose.



To acquire or 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, except as prohibited by law.

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, except as prohibited by law.

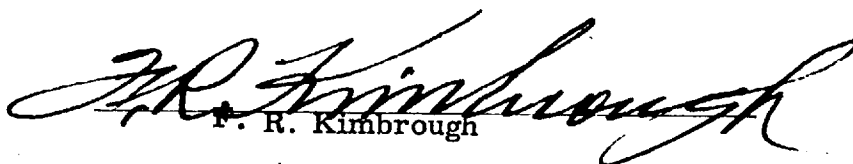
To have one or more offices, whether within or without the State of Mississippi, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property 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.

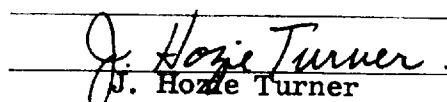
To acquire, hold, use, sell, assign, lease grant licenses in respect of, mortgage or to otherwise dispose of letters patent of the United States or any foreign country patent rights, licenses and privileges, inventions, improvements and process, copy rights, trade marks and trade names, relating to or useful in connection with any business of this corporation.

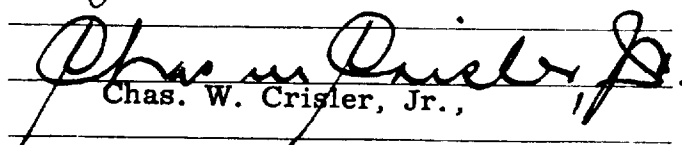
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Code of Mississippi of 1942, and amendments thereto.

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

One Hundred (100) shares of a declared par value of \$100.00  
per share, constituting \$10,000.00 paid in capitalization

  
F. R. Kimbrough

  
J. Hozie Turner

  
Chas. W. Crisler, Jr.,

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

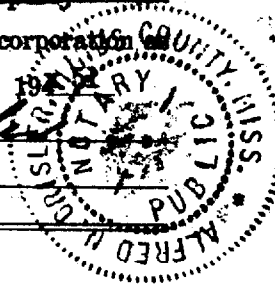
County of Hinds

This day personally appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, F. R. Kimbrough, J. Hozie Turner and Chas. W. Crisler, Jr.

incorporators of the corporation known as the Kimbrough-Turner Construction Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation (his) (their) act and deed on this the 5<sup>th</sup> day of November, 1951

ALFRED N. CRISLER

My Commission Expires May 11, 1954



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 7<sup>th</sup> day of Nov-

A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber L. Linder  
Secretary of State.

Jackson, Miss., November 8<sup>th</sup> 1951

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.

By \_\_\_\_\_

J. P. Coleman  
Attorney General.

James S. Hendall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

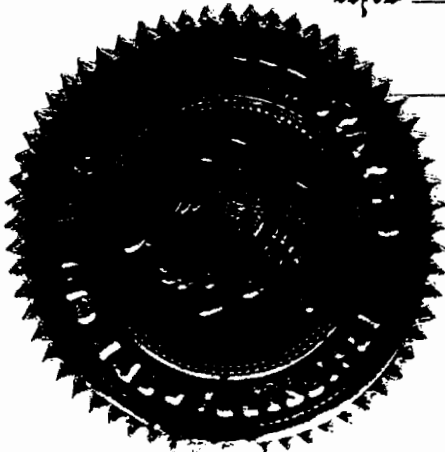
KIMBROUGH-TURNER CONSTRUCTION COMPANY

is hereby approved.

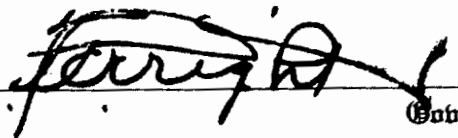
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Eighth \_\_\_\_\_ day of

November 19 51



Receipt No. 2700 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
eighth day of November, 1951.

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THE CHARTER OF INCORPORATION OF  
CENTRAL PACKING CO.

---

1. The corporate title of said company is:  
Central Packing Co.
2. The names and post office addresses of the incorporators are:  
W. W. Wright, 822 Avondale, Jackson, Mississippi  
W. O. Tatum, 110 Pinehurst, Hattiesburg, Mississippi  
F. M. Tatum, 1002 West Pine 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 \$500,000.00, divided into 5000 shares, each having a par value of \$100.00, and all to be common stock of one class without any privileges or restrictions.
5. There shall be no stock without par value.
6. The period of existence shall be ninety-nine years.
7. The purposes for which the corporation is created are:  
To engage in the general slaughtering, packing, processing and manufacturing businesses, including, but not limited to, the packing, slaughtering and processing of all kinds and character of meat and meat products, poultry and poultry products, fish and fish products, fruit, vegetables, produce and agricultural products, and the acquisition and operation of any and all kinds of slaughtering, meat, fish, fruit, vegetables, produce and agricultural plants and facilities of all kinds; to engage in the business of manufacturing, producing, processing, buying and selling all kinds of goods and materials; to operate cold storage plants, warehouses, stores, and other storage plants, and to act as jobber, manufacturers' agent, merchant and dealer in the handling of all kinds of merchandise, equipment and other property; to acquire, own and operate flour mills, flour mixing and blending plants, coffee roasting plants, fruit, vegetable and nut canning

and packing plants, corn meal mills, and feed mixing and manufacturing plants; to engage in the operation of saw-mills, planing mills, general manufacturing businesses, repair shops, machine shops, assembly plants, and plants for the manufacture, producing and processing of all kinds of materials, goods and equipment; to engage in the business of manufacturing, producing, processing, buying and selling building materials of all kinds; to own, buy, acquire, rent and lease land, buildings, equipment, timber, minerals and mineral leases and rights, and other property, except as prohibited by law; to sell, exchange or otherwise dispose of, rent and lease any and all of the aforesaid property; to engage in the business of exploring for oil, gas or other minerals, together with the right to drill wells and operate same, and to carry on a general mining business, and to do all things incident to and in connection with said businesses; to buy, acquire, own, sell, exchange, or otherwise dispose of notes, bonds and other evidences of indebtedness and stocks in other corporations, except as prohibited by law; to do any and all things which can be legally done in connection with the above enumerated businesses; and without limitation to the various businesses and rights hereinabove specified, it shall also have all 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.

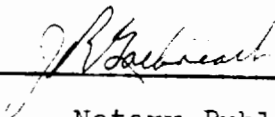
8 The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is 1500 shares.

W. W. Wright  
M. C. Fatur  
Mrs. Fatur

STATE OF MISSISSIPPI  
COUNTY OF FORREST

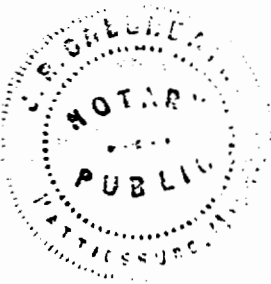
Personally appeared before me, the undersigned authority in and for said County and State, the above named W. W. Wright, W. O. Tatum and F. M. Tatum, who severally acknowledged that they on this date executed the above and foregoing application for the charter of Central Packing Co..

Given under my hand and seal of office on this the 8<sup>th</sup> day of November, A. D., 1951.

  
\_\_\_\_\_  
Notary Public

My Commission Expires

Feb. 8, 1953



Received at the office of the Secretary of State, this the 9 day of November


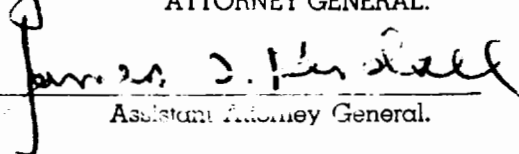
A. D., 1951, together with the sum of \$ 500<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

  
\_\_\_\_\_  
SECRETARY OF STATE

Jackson, Miss.,

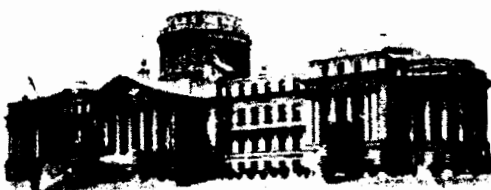
November 9th, 1951

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.

  
\_\_\_\_\_  
ATTORNEY GENERAL.  
By   
\_\_\_\_\_  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CENTRAL PACKING 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 \_\_\_\_\_ Ninth \_\_\_\_\_ day of

November 1951



*[Signature]*

Governor

By the Governor

*[Signature]*

Secretary of State

Receipt No. 2703 L

Recorded in the Secretary of State's Office this the ninth  
day of November, 1951.



CHARTER OF INCORPORATION  
of  
WILLIAMS AND LORD FUNERAL HOME, INC.

1. The corporate title of said company is:

Williams and Lord Funeral Home, Inc.

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

W. D. Lord, post office box 467, Greenwood, Mississippi.  
J. H. Aven, post office box 261, Greenwood, Mississippi.

3. The domicile of the corporation in this state is:

Greenwood, Mississippi.

4. The amount of authorized capital stock is:

Two hundred fifty (250) shares of common capital stock, each share having a par value of \$100.00, the total capitalization being \$25,000.00.

5. The period of existence, not to exceed ninety-nine years is:

Ninety-nine years.

6. The purposes for which the corporation is created are:

To carry on, conduct, and operate a general undertaking business; to embalm and bury the dead; to furnish complete funeral and burial services; to sell coffins, caskets, and shrouds; to operate hearses and ambulances for hire.

To own, hold, mortgage, sell, and otherwise dispose of land and personal property necessary in the undertaking business; to buy and sell at retail and wholesale all types and kinds of funeral and burial supplies, including monuments and mausoleums; to sell and service burial insurance policies issued by other companies.

In Addition:

All the rights and powers that may be exercised by said corporation are those conferred by the provisions of Chapter 4 of Title 21 of the Mississippi Code of 1942 and all amendments thereto.

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

One hundred (100) shares of common capital stock shall be paid for before the corporation may begin business; said shares may be paid for in cash or property.

W. D. Lord

J. H. Aven

STATE OF MISSISSIPPI

COUNTY OF LEFLORE

Personally appeared before me, the undersigned authority in and for said county and state, the within named W. D. Lord and J. H. Aven, Incorporators of the foregoing corporation, who acknowledged that they signed and executed the foregoing articles of incorporation as their act and deed on this the 8<sup>th</sup> day of November, 1951.

Josephine Shute  
NOTARY PUBLIC

My Commission Expires March 23, 1952



Received at the office of the Secretary of State, this the 20<sup>th</sup> day of October

A. D., 1951, together with the sum of \$60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 9th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

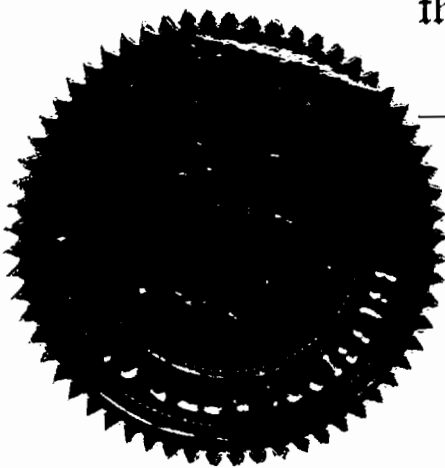
WILLIAMS AND LORD FUNERAL HOME, INC.

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 51



Receipt No. 2621 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's  
Office this the tenth day of November, 1951.

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

### STEPHENS FUNERAL HOME, INC.

1. The corporate title of said company is Stephens Funeral Home, Inc.

2. The names of the incorporators are:

Vance E. Stephens Postoffice Meridian, Mississippi

Mrs. Roxie M. Douris Postoffice Meridian, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Meridian, Mississippi

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

Two hundred fifty (250) shares, of the par value of One Hundred Dollars (\$100.00) each share, amounting to the total of \$25,000.00, 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 qualifications upon the voting powers of any of such stock.

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

As stated in Item Four above, all of the stock of said corporation is common stock and there are no classes thereof; there being two hundred fifty (250) shares of said stock, all common, of the par value of One Hundred Dollars (\$100.00) each share, or a total par value of Twenty-Five Thousand Dollars (\$25,000.00) for all of said shares.

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

7. The purpose for which it is created:

To engage in a general burial, undertaking and funeral business, including the embalming of the dead and funeral directing; to engage in any and all businesses and operations necessary, convenient or expedient in relation to a general burial, undertaking and funeral business; to buy, own, hold, sell, exchange, encumber, lease and use all types of motor vehicles and conveyances, all types of land and real property and all types of personal property necessary for the operation of the business of the corporation; to endorse or guarantee the obligation of others in the furtherance of any purposes of any business in which the corporation may be engaged or with which it may be affiliated; to buy, own, hold, pledge and sell stock, bonds and securities of such other corporations as permitted by law; to charge for any and all services rendered by the corporation and any and all business handled by it; to do whatever is necessary, essential, convenient and expedient to carry out any and all of said purposes; and to execute any or all of the powers of the corporation and to do any one or more or all of the matters and things herein provided for.

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 before the corporation may begin business.

All of the capital stock of the corporation being common stock, and there being no classes therefor, the corporation may commence business, when, and not before, fifty (50) shares of said common stock of said corporation have been subscribed and paid for.

Vance E. Stephens  
Vance E. Stephens

Mrs. Roxie M. Douris  
Mrs. Roxie M. Douris

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Incorporators.

## ACKNOWLEDGMENT

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 Vance E. Stephens and Mrs. Roxie M.

Douris

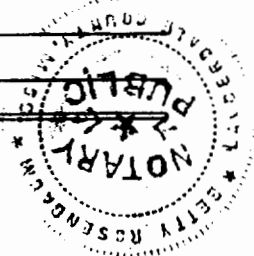
incorporators of the corporation known as the Stephens Funeral Home, Inc.

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as  
~~their~~ (their) act and deed on this the 8th day of November, 1951

Betty Rosenbaum  
 Notary Public

My commission expires:

My Commission Expires April 11, 1955



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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 9 day of November

A. D., 1951, together with the sum of \$ 60.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Heber Kadner  
 Secretary of State.

Jackson, Miss., November 9th 1951

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

J. P. Coleman  
 Attorney General.  
 By James S. Pendall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

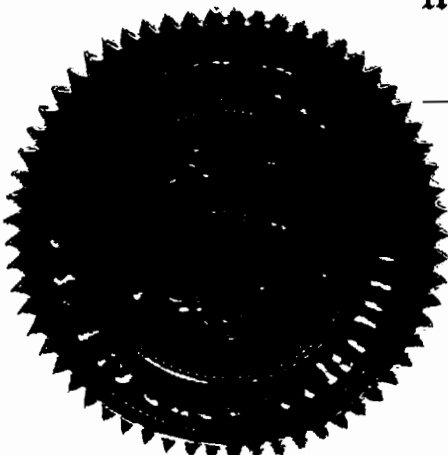
STEPHENS FUNERAL HOME, INC.

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 51



Receipt No. 2706 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
tenth day of November, 1951.

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RESOLUTION TO AUTHORIZE INCORPORATION  
OF THE  
CHRISTIAN WELFARE AND ASSISTANCE CLUB

BE IT REMEMBERED THAT at a regular meeting of the Christian Welfare and Assistance Club, an unincorporated charitable club of Greenwood, Mississippi, on the 15th day of October, 1951, the following resolution was introduced, second, considered, passed, and duly approved by all members present:

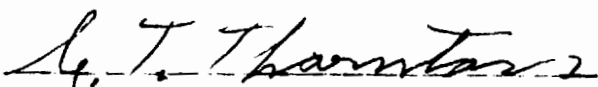
Be it resolved that the Christian Welfare and Assistance Club of Greenwood, Mississippi, be incorporated and the the following active members thereof, to-wit: Cleveland Griggs, Charlie Strong, Augustus Allen and C. T. Thornton be, and they are hereby, authorized and directed to do all things necessary to incorporate said Christian Welfare and Assistance Club of Greenwood, Mississippi, under the laws of the State of Mississippi.

Adopted this the 15th day of October, 1951.

  
Custodian

I, C. T. Thornton, custodian of the Christian Welfare and Assistance Club of Greenwood, Mississippi, an unincorporated charitable club, do hereby certify that the above resolution was introduced at a regular meeting of said Club held on the 15th day of October, 1951, and passed and approved by all members present.

Witness my signature this the 31st day of October, 1951.

  
Custodian

THE CHARTER OF INCORPORATION  
OF THE  
CHRISTIAN WELFARE AND ASSISTANCE CLUB

1. The corporate title of said company is The Christian Welfare and Assistance Club.
2. The names and addresses of the incorporators are:  
Cleveland Griggs, Itta Bena, Mississippi.  
Charlie Strong, Itta Bena, Mississippi.  
Augustus Allen, Itta Bena, Mississippi.  
C. T. Thornton, Greenwood, Mississippi.
3. The Domicile is at Greenwood, Mississippi.
4. Amount of capital stock and particulars as to the class or classes thereof: The corporation shall issue no shares of stock and shall be a non-profit organization and shall divide no dividends or profits among its members.
5. Number of shares for each class and par value thereof:  
The corporation is not to issue any stock or divide dividends or profits to its members.
6. The period of existence is Perpetual.
7. The purposes for which it is created:  
To assist those who are sick and in distress and render volunteer service to the unfortunate and those who are in need; promote the welfare of the unfortunate, and to cooperate with and to solicit the cooperation of all organizations and individuals interested in the assistance and advancement of the welfare of the unfortunate and those who are sick and in distress and in need; to improve the physical and moral condition of the people through proper recreation or otherwise; to acquire, hold, use

and manage real and personal property, and receive such gifts and bequests as may be bestowed upon it, and may employ officers, agents and employes and do all things which are not contrary to law to carry out the purposes for which the corporation is created. This corporation is vested with and may exercise all the rights and powers conferred by the provisions of Chapter 4 of Title 21 of the Mississippi Code of 1942, and amendments thereto.

The corporation shall issue no shares of stock and shall divide no dividends or property among its members; shall vest in each member the right of one vote in the election of all officers, and shall make expulsion the only remedy for non-payment of dues, and shall make the loss of membership by death or otherwise the termination of all interest of such member in the corporation and in the corporate assets.

The undersigned incorporators have been duly authorized by resolution placed on the minutes of The Christian Welfare and Assistance Club to apply for this charter.

8. The corporation may begin business after the approval of the charter in the manner provided by law and no stock shall be issued.

Witness the signatures of the incorporators at Greenwood, Mississippi, on this the <sup>29<sup>th</sup></sup>~~15<sup>th</sup>~~ day of October, 1951, A. D.

Le. T. Tharnton  
Cleveland Griggs  
Charlie Strong  
Augustus Allen

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

LEFLORE COUNTY

This day personally appeared before me, the undersigned authority, Cleveland Griggs, Charlie Strong, Augustus Allen and C. T. Thornton, who acknowledged that they signed and executed the above and foregoing articles of incorporation as the incorporators of the corporation known as The Christian Welfare and Assistance Club, as their act and deed on this the <sup>29<sup>th</sup></sup>~~15<sup>th</sup>~~ day of October, 1951, A.D.



My Commission Expires April 28, 1954

Joe C. Favara  
Notary Public

Received at the office of the Secretary of State, this the 10<sup>th</sup> day of Nov-  
A. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert Roden  
SECRETARY OF STATE

Jackson, Miss.,

November 13th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.  
By James J. Hindall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

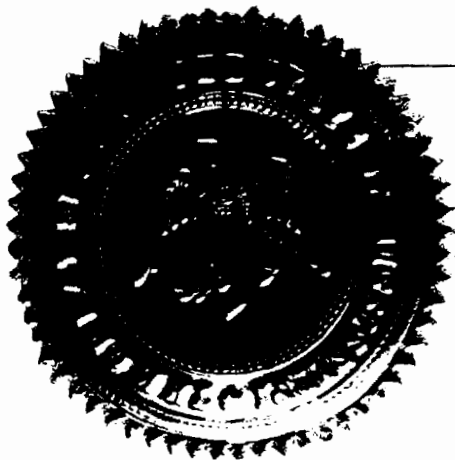
THE CHRISTIAN WELFARE AND ASSISTANCE CLUB

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 \_\_\_\_\_ Thirteenth \_\_\_\_\_ day of

November

19 51



Receipt No. 2708 L

*Sam Lumbkin*

Lieutenant and Acting Governor

By the Governor

*John L. Lumbkin*

Secretary of State

Recorded in the Secretary of State's Office this the  
thirteenth day of November, 1951.

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

**MISSISSIPPI MICROFILM SERVICE, INC.**

1. The corporate title of said company is MISSISSIPPI MICROFILM SERVICE, INC.
2. The names of the incorporators are:

Bert DeWees Postoffice Jackson, Mississippi

Homer Nielson 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:

**\$50,000.00 Common Stock**

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

**500 Shares Common Stock at Par Value of \$100.00 per share**

6. Period of existence (not to exceed ninety-nine years) is 99 years  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To operate a microfilm business in the State of Mississippi and elsewhere when qualified to do so. Said business or service shall consist of making microfilm or photographic pictures or copies of any and all types of written, printed or pictorial matter. To buy, own, sell or lease any and all types of personal, real or mixed property. To borrow money and to execute deeds of trust, mortgages and notes to secure any money borrowed. To do all things necessary and incidental in the operation 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 before the corporation may begin business.

120 shares Common Stock at \$100.00 per share.

*Beal Dewees*  
*Howard Dickson*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of CLATSOPThis day personally appeared before me, the undersigned authority, John Bert DeLoeand Homer Nielsenincorporators of the corporation known as the Mississippi Microfilm Service

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation

(his) (their) act and deed on this the \_\_\_\_\_ day of NovemberAline J. CallahanNotary PublicMy commission expires July 14, 1953

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 13<sup>th</sup> day of Nov.A. D., 1951, together with the sum of \$ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.Walter L. Hines  
Secretary of State.Jackson, Miss., November 13<sup>th</sup> 1951

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.

J. P. Calahan  
Attorney General.

By \_\_\_\_\_

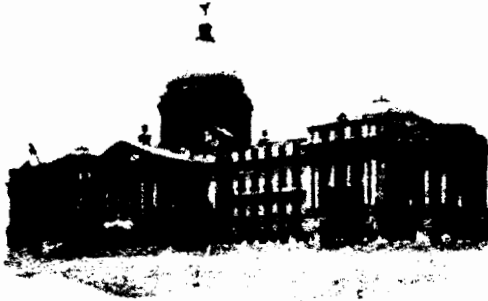
James E. Handall  
Assistant Attorney General.

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



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

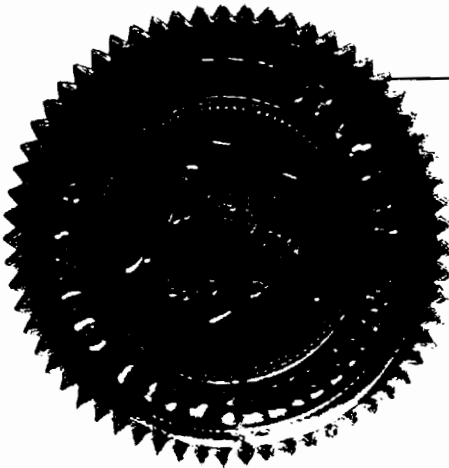
MISSISSIPPI MICROFILM SERVICE, INC.

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 51



Receipt No. 2712 L

*Sam Lumpkin*  
Lieutenant and Acting Governor

By the Governor

*Hubert L. Humphrey*  
Secretary of State

Recorded in the Secretary of State's Office this the  
thirteenth day of November, 1951.

## RESOLUTION

WHEREAS, The Benoit Hunting Club is a non-profit, unincorporated association for the purpose of providing hunting and fishing facilities for the members and associates thereof and to promote sportsmanship among members and associates and to preserve game and wildlife and educate members and associates as to the game and fish laws of the State of Mississippi and promote observance thereof; and

WHEREAS, it is the desire of the members of said Benoit Hunting Club to incorporate said association under the name of The Benoit Hunting Club, Inc., with domicile at Benoit, Mississippi, as a non-profit, fraternal corporation under Section 1, of Chapter 308 of the Laws of Mississippi of 1950 (Section 5310 of the 1942 Code as amended); and

WHEREAS, Charlie Williams, Ben Conger and Terrell Patterson are three members of The Benoit Hunting Club and it is the desire of the members of said Club that said parties do any and all things necessary or incidental to the incorporation of said Club.

THEREFORE, on motion duly made and seconded, all present voting "aye" in favor of the adoption hereof, Be it Resolved by the members of The Benoit Hunting Club that same be incorporated as a non-profit, fraternal corporation under the laws above mentioned and be it further resolved that Charlie Williams, Ben Conger and Terrell Patterson, three members of said Club, be and they hereby are authorized and directed to employ an Attorney to aid in the incorporation of this Club and to apply for a Charter for said Club and to do any and all things necessary and incidental to the incorporation of this Club and to pay out of the treasury of said Club all incorporation expenses and Attorney's fees.

Resolved and ordered this 26th day of October, 1951, at a regular meeting of The Benoit Hunting Club duly and legally begun and held at the Clubhouse in Bolivar County, Mississippi.

ATTEST

SECRETARY

*Ben Conger*

*Charlie Williams*  
PRESIDENT

I, Ben Canger, hereby certify that I am the Secretary of The Benoit Hunting Club, a non-profit fraternal association, and as such, I am the official clerk of said Club and custodian of the Minute Book of said Club and that the above and foregoing is a true and correct copy of a resolution duly and legally adopted by the members of The Benoit Hunting Club at a regular meeting duly and legally begun and held at the Clubhouse of said Association in Bolivar County, Mississippi, on October 26, 1971, as same appears of record on the minutes of said association in Minute Book I, at page 31. I certify further that Charlie Williams is the President of said association.

Ben Canger  
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

THE BENOIT HUNTING CLUB, INC.

1. The corporate title of said company is The Benoit Hunting Club, Inc.

2. The names of the incorporators are:

Charlie Williams Postoffice Benoit, Mississippi

Ben Conger Postoffice Benoit, Mississippi

Terrell Patterson Postoffice Benoit, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Benoit, Mississippi

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

This is a non-share corporation. It 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, and shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets.

5. Number of shares for each class and par value thereof: None

6. Period of existence (not to exceed ninety-nine years) is Perpetual  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created: To create a non-profit, fraternal organization, social in character, to establish good fellowship between the members and associates thereof; to provide hunting and fishing facilities for the members and associates thereof; to promote sportsmanship among the members and associates thereof in hunting and fishing activities; to preserve game and wildlife on lands leased by the corporation; to educate members and associates as to game and fish laws of the State of Mississippi and to require strict observance thereof; to prescribe rules and regulations to promote safety in hunting on property leased by the corporation and used by the members and associates thereof; to assess dues and special assessments against members and associates to defray expenses of maintaining club (corporation) facilities.

By-laws for the corporation will be enacted at the first meeting of members which shall be called by incorporator Charlie Williams within 30 days after recording of this Charter by Secretary of State. Written notice of the time, date and place of holding said first meeting will be mailed to members at least six days prior to such meeting.

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 before the corporation may begin business.

None

*Charlie Williams*  
*Ben Cager*  
*Terrell Patterson*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of BolivarThis day personally appeared before me, the undersigned authority Charlie H. H. H.Benjamin T. T. T.

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 9 day of Nov

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 13<sup>th</sup> day of NovA. D., 1951, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.Walter L. L.  
Secretary of State.Jackson, Miss., November 13, 1951

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.

By \_\_\_\_\_

J. P. Coleman  
Attorney General  
James S. Randall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

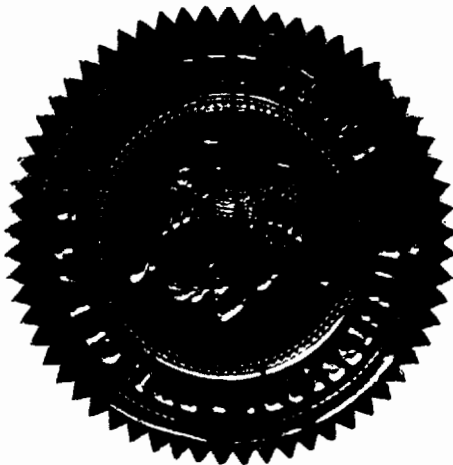
THE BENOIT HUNTING CLUB, INC.

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 51



Receipt No. 2710 L

*Sam L. Lumbly*  
Lieutenant and acting Governor

By the Governor

*John L. Lumbly*  
Secretary of State

Recorded in the Secretary of State's Office this the  
thirteenth day of November, 1951.

CERTIFIED COPY OF RESOLUTION TO AMEND  
CHARTER OF  
MERCHISTON-HALL GALLERIES, INC.

Be it resolved that the charter of incorporation of Merchiston-Hall Galleries, Inc., a Mississippi corporation, as originally issued, be amended as follows:

That Article 5 be amended to read as follows:

5. Number of shares and par value thereof: six hundred (600) shares of common stock at par value of one hundred dollars (\$100.00) per share, and one hundred fifty (150) shares of preferred stock at par value of one hundred dollars (\$100.00) per share.

The preferred stock issued hereunder shall be callable and retireable at one hundred three dollars (\$103.00) per share, at any interest or dividend date, and the preferred stock is to pay a prior dividend of six per cent (6%) before anything is paid on the common stock, with distribution of earned profits over six per cent (6%) to be allotted to the common and to the preferred stock in a proportion as fixed in the by-laws of the corporation. In case of liquidation or dissolution or distribution of the assets of this corporation, the owners of the preferred stock shall be paid the par value of their preferred shares and the amount of dividends accumulated and unpaid thereon, before any amount shall be distributed among the owners of the common stock, and after the payment of the par value of the common stock to the owners thereof, the balance of the assets and funds shall be distributed to the holders of the common stock. If the corporation should default in the payment of dividends on preferred stock according to the charter provisions at any time, then and



in such event the preferred stock will then carry equal voting power, share for share, with the common stock. At all times holders of the preferred stock shall have the voting rights provided by Section 194 of the Constitution of 1890.

That Article 6 be amended to read as follows:

6. The period of existence, not to exceed ninety-nine (99) years, is ninety-nine (99) years.


That the other articles be and the same remain as originally granted.

Be it further resolved that the president of the corporation be and he hereby is authorized to execute an amendment to Articles 5 and 6 of the charter of incorporation as hereinabove provided.

I, **Lee K. Crapo**, Secretary of Merchiston-Hall Galleries, Inc., do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by the stockholders of said corporation on the **17th** day of October, 1951, as the same appears on the minutes of said corporation, of which I am the official custodian.

I further certify that the foregoing resolution, including the amendments to the charter set out therein, was adopted by the affirmative vote of the holders of a majority of the common stock of said corporation and by the affirmative vote of the holders of a majority of the preferred stock of said corporation, the holders of the common stock having been entitled to vote on said resolution as a class, and the holders of the preferred stock having been entitled to vote on said resolution as a class.

Witness my signature and the Seal of the corporation, this **17th** day of October, 1951.

  
Secretary of Merchiston-Hall  
Galleries, Inc.



**AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
MERCHISTON-HALL GALLERIES, INC.**

The charter of incorporation of Merchiston-Hall Galleries, Inc., a Mississippi corporation, is amended, as follows:

Article 5 is amended to read as follows:

5. Number of shares and par value thereof: six hundred (600) shares of common stock at par value of one hundred dollars (\$100.00) per share, and one hundred fifty (150) shares of preferred stock at par value of one hundred dollars (\$100.00) per share.

The preferred stock issued hereunder shall be callable and retirable at one hundred three dollars (\$103.00) per share, at any interest or dividend date, and the preferred stock is to pay a prior dividend of six per cent (6%) before anything is paid on the common stock, with distribution of earned profits over six per cent (6%) to be allotted to the common and to the preferred stock in a proportion as fixed in the by-laws of the corporation. In case of liquidation or dissolution or distribution of the assets of this corporation, the owners of the preferred stock shall be paid the par value of their preferred shares and the amount of dividends accumulated and unpaid thereon, before any amount shall be distributed among the owners of the common stock, and after the payment of the par value of the common stock to the owners thereof, the balance of the assets and funds shall be distributed to the holders of the common stock. If the corporation should default in the payment of dividends on preferred stock according to the charter provisions at any time, then and

in such even the preferred stock will then carry equal voting power, share for share, with the common stock. At all times holders of the preferred stock shall have the voting rights provided by Section 194 of the Constitution of 1890.

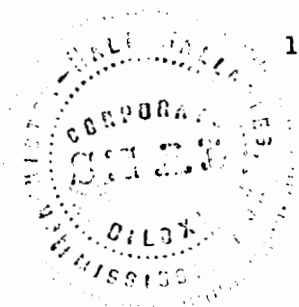
Article 6 is amended to read as follows:

6. The period of existence, not to exceed ninety-nine (99) years, is ninety-nine (99) years.

The other articles shall remain as originally granted.

Witness the signature and seal of the corporation, this the

17<sup>th</sup> day of October, 1951.



MERCHISTON-HALL GALLERIES, INC.,

By

L. E. Napier  
President

ATTEST:

Leo K. Crapin  
Secretary

STATE OF MISSISSIPPI

COUNTY OF HARRISON

Personally came and appeared before me, the undersigned authority in and for said county and state and while within my official jurisdiction, the within named L. E. Napier, who acknowledged to and before me that he is president of Merchiston-Hall Galleries, Inc., a Mississippi corporation, and that as such officer, for and on behalf of said corporation, he signed, executed and delivered the above and foregoing amendments to the charter of incorporation of said Merchiston-Hall Galleries, Inc., 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 17 day of October, 1951.



Mary J. Gordon  
Notary Public  
(Official Title)

Received at the office of the Secretary of State, this the 13<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]  
SECRETARY OF STATE

Jackson, Miss.,

November 13<sup>th</sup>, 1951

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.

[Signature]  
ATTORNEY GENERAL.

By [Signature]  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



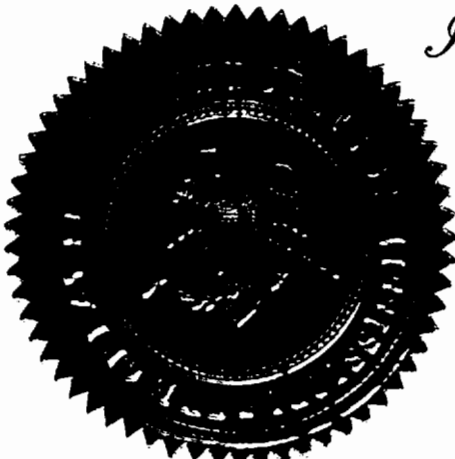
OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

MERCHISTON-HALL GALLERIES, INC.

*is hereby approved.*



Receipt No. 2713 L

*By the Governor.*

*Hubert L. ...*

*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* Thirteenth *day of*  
November 19 51

*Sam Lumphin*  
Lieutenant and Acting Governor

*Secretary of State.*

Recorded in the Secretary of State's Office this the thirteenth day of November, 1951.

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RESOLUTION OF MISSISSIPPI COMMERCIAL  
FISHERMEN'S ASSOCIATION

The following Resolution was duly adopted at a regularly called meeting of the Mississippi Commercial Fishermen's Association, held October 13, 1951, at the offices of Brunini, Everett, Grantham and Quin, Vicksburg, Mississippi, a quorum being present:

"BE IT HEREBY RESOLVED by the Mississippi Commercial Fishermen's Association at a regularly called and held meeting on October 13, 1951, that:

"Bill White, President, George Ashley, Vice-President, and Mrs. Viola White, Secretary, are empowered and directed to take such such steps as may be necessary to immediately incorporate the Mississippi Commercial Fishermen's Association as a non-profit Corporation in accordance with the laws of the State of Mississippi.

Said President, Vice-President and Secretary are named as incorporators."

.....

CERTIFICATE

I, Mrs. Bill White, duly elected Secretary of the Mississippi Commercial Fishermen's Association, do hereby certify that the above and foregoing is a true and correct copy of the Resolution duly adopted by and spread on the minutes of the Mississippi Commercial Fishermen's Association in the offices of Brunini, Everett, Grantham and Quin on the 13th day of October, 1951 at which meeting a quorum was present.

WITNESS my signature on this the 12<sup>th</sup> day of November, 1951.

*Mrs. Viola White*  
SECRETARY

THE CHARTER OF INCORPORATION OF  
MISSISSIPPI COMMERCIAL FISHERMEN'S ASSOCIATION

-oOo-

1- The Corporate title of this Company shall be  
"Mississippi Commercial Fishermen's Association".

2- The names and postoffice addresses of the  
incorporators are:

Bill White	Vicksburg, Miss.
Mrs. Viola White	Vicksburg, Miss.
George N. Ashley	Vicksburg, Miss.

3- The domicile of the Corporation shall be  
Vicksburg, Mississippi.

4- Said Corporation shall issue no shares of stock,  
shall divide no dividends or profits among its members; sus-  
pension or expulsion shall be the only remedy for non-payment  
of dues; each member in good standing shall be entitled to  
one vote in the election of all officers; the loss of member-  
ship by death or otherwise shall terminate all interest of  
any member in the corporate assets, and there shall be no  
individual liability against the members for corporate debts  
but the entire corporate property shall be liable for the  
claims of creditors.

5- The period of existence of the Corporation shall  
be ninety-nine (99) years.

6- The purposes for which the Corporation is created  
are:

(a) To develop, utilize and preserve the natural  
commercial fishing resources of the State of Mississippi.

(b) To own land and improvements thereon, together  
with personal property for the use and benefit of the members  
of the Company for the collection and sale of commercial fish.



-2-

(c) To foster and encourage sound conservation programs designed to increase the abundance of fish life in the waters in and adjacent to the State of Mississippi.

(d) To own land and improvements thereon, together with personal property for the hatching of fish eggs for the use and benefit of the members of the Company.

(e) To own land and improvements thereon together with personal property for the use of the members of the Company for a meeting place.

(f) To conduct research and study of the means and methods of taking commercial fish and to make suggestions and recommendations thereon to the State Game and Fish Commission.

(g) To encourage a program of ethical conduct among the members of the Company, and between the members of the Company and the sports fishermen.

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

Bill White  
Bill White

Mrs. Viola White  
Mrs. Viola White

George N. Ashley  
George Ashley

STATE OF MISSISSIPPI

WARREN COUNTY

PERSONALLY appeared before the undersigned authority in and for said County and State, the within named Bill White, Mrs. Viola White and George Ashley, who acknowledged that they executed the above and foregoing Charter of Incorporation.

-3-

GIVEN under my hand and official Seal on this

12<sup>th</sup> day of November, 1951.

Monteval Piazza  
NOTARY PUBLIC

My Commission Expires: 7-31-52CERTIFICATE OF SECRETARY OF STATE

RECEIVED at the office of the Secretary of State,  
this the 14<sup>th</sup> day of Nov-, A. D., 1951, together  
with the sum of \$ 10<sup>00</sup>, deposited to cover the  
recording fee, and referred to the attorney general for his  
opinion.

Walter L. Linder  
SECRETARY OF STATE

CERTIFICATE OF ATTORNEY GENERAL

Jackson, Miss., November 14th, 1951

I have examined the foregoing Charter of Incorpora-  
tion and am of the opinion that it does not violate the Con-  
stitution and laws of the State of Mississippi, or of the  
United States.

This the 14th day of November, 1951.

J. P. Coleman  
ATTORNEY GENERAL  
by James S. Keadell  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

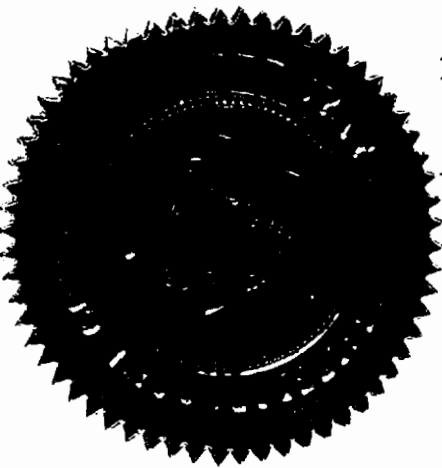
MISSISSIPPI COMMERCIAL FISHERMEN'S ASSOCIATION

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 \_\_\_\_\_ Fourteenth \_\_\_\_\_ day of

November 19 51



Receipt No. 2719 L

*Sam L. Lumbkin*  
Lieutenant and Acting Governor

By the Governor

*Walter L. Lumbkin*  
Secretary of State

Recorded in the Secretary of State's Office this the  
fourteenth day of November, 1951.

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THE CHARTER OF INCORPORATION  
OF  
CARTER INVESTMENT COMPANY, INC.,  
OF HATTIESBURG, MISSISSIPPI.

I.

The corporate title of said company is "Carter Investment Company, Inc., of Hattiesburg, Mississippi".

II.

The names and Post-Office addresses of the incorporators are:

<u>Names:</u>	<u>Post-Office Addresses:</u>
J. M. Carter, Jr.	Hattiesburg, Mississippi;
George H. Carter, Jr.	Hattiesburg, Mississippi;
J. P. Carter	Hattiesburg, Mississippi;
W. M. Carter	Natchez, Mississippi.

III.

The domicile of the corporation in this State is Hattiesburg, Forrest County, Mississippi.

IV.

The amount of authorized capital stock is TEN THOUSAND DOLLARS (\$10,000.00). All of said stock shall be of the same class and shall be common voting stock, and the privileges and restrictions incident thereto shall be all those privileges and restrictions provided and imposed by the Constitution and Statutes of the State of Mississippi. Said capital stock shall consist of one hundred (100) shares of the par value of \$100.00 per share, and of the total par value of \$10,000.00.

## V.

The period of existence of said corporation shall be fifty (50) years.

## VI.

Said corporation is created for the purpose of owning real estate, and any and all interests therein, including, but not limited to, oil, gas, gravel, and all other minerals; and for the purpose of acquiring, selling, leasing, exploring for, developing and otherwise dealing with said real estate, and any and all interests therein, in any lawful manner; to acquire, own and sell cattle, swine, poultry, and all other live stock, fowls and animals, and their products and by-products, and otherwise deal with any and all of the same in any lawful manner; to grow, buy, or otherwise lawfully acquire, timber and timber products and by-products, and to sell or otherwise dispose of the same in any lawful manner, and to manufacture the same into lumber or other products in any lawful manner; to engage in general farming; to buy or otherwise lawfully acquire fertilizer, and to use or dispose of the same in any lawful manner; to acquire, develop, maintain or otherwise deal with pastures and pasture lands in any lawful manner; to buy or produce feed, and use and deal with the same in any lawful manner; to engage in processing, manufacturing and merchandising in any lawful manner; to buy and dispose of supplies in any lawful manner; to

build and maintain any and all necessary structures for the purpose of carrying on the operations of the corporation; to own and operate all such machinery and equipment, including motor vehicles, as may be necessary, convenient or desired in carrying on the operations of the corporation; to buy, sell, and otherwise lawfully acquire and dispose of building materials; to borrow and to lend money in any lawful manner, and to acquire, own and dispose of stocks, bonds, mortgages or other evidences of indebtednesses and securities in any lawful manner; and to do any and all things necessary, convenient or desirable in the operation of the business and affairs of said corporation in any lawful manner.

The rights and powers that may be exercised by said corporation, in addition to those herein expressly set forth, are those conferred by the provisions of Chapter 4, Article I, Volume 4, Mississippi Code, 1942, as Amended.

#### VII.

Not less than twenty-five (25) shares of the capital stock of said corporation of the par value of One Hundred Dollars (\$100.00) per share, and of the total value of Twenty-Five Hundred Dollars (\$2500.00), shall be subscribed and paid for before the corporation shall commence business.

EXECUTED on this, the 8th day of November,

A. D., 1951.

*George H. Carter, Jr.*  
*J. P. Carter*  
*J. M. Carter, Jr.*  
*W. M. Carter*  
 INCORPORATORS

THE STATE OF MISSISSIPPI, }  
 FORREST COUNTY. }

This day personally came and appeared before me, the undersigned authority in and for said State and County, the above and within named J. M. CARTER, JR., GEORGE H. CARTER, JR., J. P. CARTER AND W. M. CARTER, all personally known to me, who acknowledged that they signed and delivered the above and foregoing Charter of Incorporation of "Carter Investment Company, Inc., of Hattiesburg, Mississippi" on the date therein written.

WITNESS my signature and official seal this, the 8th day of November, A. D., 1951.

*Mrs. Rosa L. Lee*  
 NOTARY PUBLIC  
 My Commission  
 Expires May 1-1952



Received at the office of the Secretary of State, this the 15<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$ 30<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

November 15th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James J. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

CARTER INVESTMENT COMPANY, INC. OF HATTIESBURG, 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 \_\_\_\_\_ Fifteenth \_\_\_\_\_ day of

November 19 51



Receipt No. 2723 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
sixteenth day of November, 1951.

## OCTOBER 1951 MEETING

There came on to be considered by the Lawrence County Conservation League in the regular October meeting held in Monticello, Mississippi, at 7:30 P.M. on October 1st, 1951, the motion of member J. N. Patterson, said motion being as follows:

"I hereby make a motion that in order for this League to promote and carry out its aims and purposes of the conservation of wild life and to promote better sportsmanship among the people of Lawrence County, Mississippi, that this League be incorporated under the Laws of the State of Mississippi so that the corporation may purchase, own and transfer land in Lawrence County, and other acts incident thereto, for the construction and maintenance of a Public Lake, at no profit to any member of this League or to any other person."

Said motion was duly presented to said members and they after discussing and considering same unanimously voted its adoption. W. P. Gibson, President, French Stamps and C. W. Tynes were appointed to apply for a Charter of Incorporation.

W. P. Gibson  
Pres. Lawrence County Conservation League.

I, S. J. Givens, Chancery Clerk of Lawrence County, Mississippi, hereby certify that the above motion is a true and correct copy of said motion as the same appears on page 8, Minute Book No. 1, of the Lawrence County Conservation League.

S. J. Givens  
Chancery Clerk  
By - Irene L. Boyd, D.C.

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 COUNTY CONSERVATION LEAGUE

1. The corporate title of said company is LAWRENCE COUNTY CONSERVATION LEAGUE.
2. The names of the incorporators are:

W. P. GIBSON Postoffice MONTICELLO, MISSISSIPPI

C. W. TYNES Postoffice MONTICELLO, MISSISSIPPI

FRENCH STAMPS Postoffice MONTICELLO, MISSISSIPPI

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at MONTICELLO, LAWRENCE COUNTY, 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: The corporation will issue no shares of stock, will divide no dividends of 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, and shall make the loss of membership, by death or otherwise, the termination of all interest of such member in the corporate assets.

6. Period of existence (not to exceed ninety-nine years) is PERPETUAL, A NON-PROFIT CORPORATION  
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created: To purchase, own and transfer land in Lawrence County, Mississippi, and other acts incident thereto, for the construction and maintenance of a Public Lake; to form a body of men thoroughly representative of the County of Lawrence; to unite its members in the closest bonds of good fellowship and to promote better sportsmanship and conservation among themselves and to promote them in the general public; to promote and encourage active participation in all things that have to do with conservation of wild life; and to uphold the principles of good government. All of the above acts being made on a non-profit basis to any member of said League or the owners of any share or shares of stock.

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 before the corporation may begin business.

NONE:

*W. P. Gibson*  
*C. W. Jones*  
*French Stamps*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of LAWRENCEThis day personally appeared before me, the undersigned authority W. P. GIBSON,C. W. TYNES AND FRENCH STAMPS.incorporators of the corporation known as the LAWRENCE COUNTY CONSERVATION LEAGUE,who acknowledged that ~~(HE)~~ (they) signed and executed the above and foregoing articles of incorporation as~~ONE~~ (their) act and deed on this the 27th day of OCTOBER, 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 29th day of OctA. D., 1951, 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, Miss., November 16th 1951

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.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

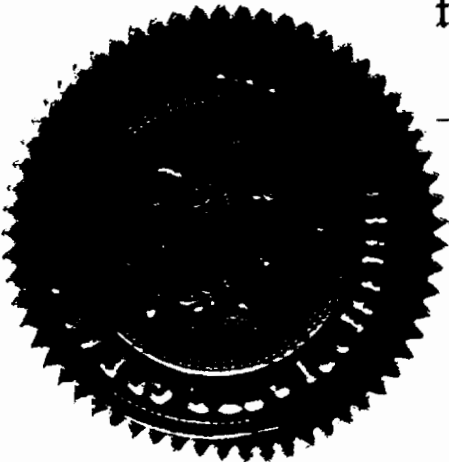
LAWRENCE COUNTY CONSERVATION LEAGUE

is hereby approved.

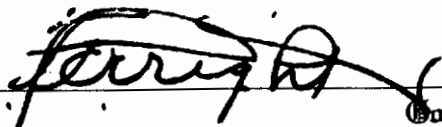
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this SIXTEENTH day of


NOVEMBER 19 51



Receipt No. 2650 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
sixteenth day of November, 1951.

Secretary of State

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STATE OF MISSISSIPPI  
Department of Justice



J. P. COLEMAN  
ATTORNEY GENERAL  
GEO. H. ETHRIDGE  
JAMES T. KENDALL  
ASSISTANT ATTORNEYS GENERAL

JOE T. PATTERSON  
LESTER C. FRANKLIN, JR.  
MATTHEW HARPER, JR.  
ALEX MCKEIGNEY  
ASSISTANT ATTORNEYS GENERAL

JACKSON 5

November 16, 1951

Honorable Fielding L. Wright  
Governor  
Jackson, Mississippi

Dear Governor Wright:

I return herewith the proposed amendment to the special charter of the city of Yazoo City, Mississippi, which was referred to me by your letter of November 15, 1951. I have examined this 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, and that same is not in conflict with any of the provisions of Chapter 491, Laws of 1950, expressly made applicable to municipalities operating under a private or special charter and is not in conflict with the provisions of any other act expressly made applicable to such a municipality.

Yours very truly,

J. P. COLEMAN, ATTORNEY GENERAL

BY

*James T. Kendall*  
Assistant Attorney General

JTK:mmd

## ORDINANCE.

AN ORDINANCE TO AMEND SECTION 1, AND REPEAL SECTION 2, OF AN ORDINANCE ENTITLED "AN ORDINANCE TO AMEND THE CHARTER OF YAZOO CITY, MISSISSIPPI, SO AS TO REDUCE THE NUMBER OF ALDERMEN TO FOUR, TO COMBINE INTO ONE OFFICE THAT OF MARSHAL AND ASSESSOR OF TAXES, TO COMBINE INTO ONE OFFICE THAT OF CLERK AND COLLECTOR OF TAXES, PRESCRIBING THE TIME AND MANNER OF ELECTION TO SUCH OFFICE AND FIXING THE DUTIES, TERMS AND COMPENSATION THEREOF" ORDAINED SEPTEMBER 8TH, 1919, AND TO REPEAL AN ORDINANCE ENTITLED "AN ORDINANCE TO AMEND SECTION 2 OF AN ORDINANCE ENTITLED 'AN ORDINANCE TO AMEND THE CHARTER OF YAZOO CITY, SO AS TO REDUCE THE NUMBER OF ALDERMEN TO FOUR, TO COMBINE INTO ONE OFFICE THAT OF MARSHAL AND ASSESSOR OF TAXES, TO COMBINE INTO ONE OFFICE THAT OF CLERK AND COLLECTOR OF TAXES, PRESCRIBING THE TIME AND MANNER OF ELECTION TO SUCH OFFICES, AND FIXING THE DUTIES, TERMS AND COMPENSATION THEREOF', ORDAINED THE 8TH DAY OF SEPTEMBER, 1919, SO AS TO PROVIDE FOR THE ELECTION OF THE MARSHAL AND ASSESSOR OF TAXES BY THE COUNCIL AND MAKE PROVISION FOR HIS TERM OF OFFICE." ORDAINED AUGUST 26TH 1929, SO AS TO SEPARATE THE OFFICES OF MARSHAL AND ASSESSOR OF TAXES, AND TO PROVIDE FOR THE ELECTION OF THE MARSHAL AND TO PROVIDE FOR THE ELECTION OF THE ASSESSOR OF TAXES BY THE COUNCIL, AND MAKE PROVISIONS FOR THEIR TERMS OF OFFICE, COMPENSATION, POWERS AND DUTIES.

Be it ordained by the Board of Mayor and Aldermen of Yazoo City, Mississippi, in council convened:

Section 1. That Section 1 of an ordinance ordained September 8th, 1919, entitled: "An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to reduce the number of Aldermen to four, to combine into one office that of Marshal and Assessor of Taxes, to combine into one office that of Clerk and Collector of Taxes, prescribing the time and manner of election to such office and fixing the duties, terms, and compensation thereof" be and the same is hereby amended to read as follows:

"Section 1. That Section 3, of the Charter of Yazoo City, be , and the same is hereby, amended to read as follows:

"Section 3. Be it further enacted, That the municipal government of said City is hereby vested in a mayor, two

Aldermen for each of the wards of said City, to be elected by the voters of the city at large, a Marshal, an Assessor of Taxes, a Clerk and Collector of taxes (to be one office and held by one person), and such other subordinates as may be established by said Mayor and Aldermen in Council."

and that Section 2 of said ordinance be and the same is hereby repealed.

Section 2. That the ordinance ordained August 26th, 1929, entitled: "An ordinance to amend Section 2 of an ordinance entitled 'An Ordinance to Amend the Charter of Yazoo City, Mississippi, so as to reduce the number of Aldermen to four, to combine into one office that of Marshal and Assessor of Taxes, to combine into one office that of Clerk and Collector of taxes, prescribing the time and manner of election to such offices, and fixing the duties, terms and compensation thereof' ordained the 8th day of September, 1919, so as to provide for the election of the Marshal and Assessor of taxes by the council and make provision for his term of office" be and the same is hereby repealed.

Section 3. That the office of Marshal shall be filled by one person and shall be elective by the council, and the compensation, and term of office of the Marshal shall be such as may be fixed by the Council by ordinance. The Marshal shall perform the duties and possess the powers now prescribed by the Charter and Ordinances of said city for the Marshal which duties may be changed or modified by the Council by ordinance.

Section 4. That the office of Assessor of Taxes shall be filled by one person and shall be elective by the council, and the compensation and term of office of the Assessor of Taxes shall be such as may be fixed by the council by ordinance. The Assessor of Taxes shall perform the duties and possess the powers now prescribed by the Charter and Ordinances of said City, which duties and powers may at any time be changed or modified by the Council by ordinance.

Section 5. That all provisions of the Charter and Ordinances of said City in conflict with the provisions of this ordinance are hereby modified and repealed only to the extent necessary to conform hereto but are not otherwise affected.

Section 6. That this ordinance shall take effect and be in force, beginning the 1st day of January, 1952.

ORDAINED, this the 8th day of October, 1951.

APPROVED: W. S. Perry  
Mayor

CITY CLERK.

# Proof of Publication

THE STATE OF MISSISSIPPI,

County of Yazoo.

Personally appeared before me, the undersigned

Natany Rubin

in and for the County and State aforesaid

N. G. Mott

who being by me first duly sworn, states on oath, that he is proprietor of The Yazoo City Herald, a newspaper published in the City of Yazoo City, State and County aforesaid, and that the publication of the notice, a copy of which is hereto at-

tached, has been made in said paper four times, as follows:

Vol. No. <u>79</u>	Number <u>18</u>	Dated <u>October 11</u>	194 <u>51</u>
Vol. No. <u>79</u>	Number <u>19</u>	Dated <u>October 18</u>	194 <u>51</u>
Vol. No. <u>79</u>	Number <u>20</u>	Dated <u>October 25</u>	194 <u>51</u>
Vol. No. <u>79</u>	Number <u>21</u>	Dated <u>November 1</u>	194 <u>51</u>

Affiant further states that said newspaper has been established for at least twelve months next prior to the first publication of said notice.

(Signed)

N. G. Mott

Sworn to and subscribed before me, this 13th day of November, 194 51

Notary Public or Justice of the Peace

818 words 4 times \$ 40.90

Proof of Publication - - - - .50

TOTAL - - - - - \$ 41.40

My Commission Expires May 24, 1956



Section 4. That the office of Assessor of Taxes shall be filled by one person and shall be elective by the council, and the compensation and term of office of the Assessor of Taxes shall be such as may be fixed by the council by ordinance. The Assessor of Taxes shall perform the duties and possess the powers now prescribed by the Charter and Ordinances of said City, which duties and powers may at any time be changed or modified by the Council by ordinance.

Section 5. That all provisions of the Charter and Ordinances of said City in conflict with the provisions of this ordinance are hereby modified and repealed only to the extent necessary to conform hereto but are not otherwise affected.

Section 6. That this ordinance shall take effect and be in force beginning the 1st day of January, 1942.

ORDAINED, this 8th day of October, 1941.

P. E. MAXWELL,  
City Clerk.

APPROVED: W. S. PERRY,  
Mayor.

10:11-18-25 11:1

Section 1. That Section 3. of the Charter of Yazoo City, Mississippi, be and the same is hereby repealed.

Section 2. That the ordinance entitled "An Ordinance to amend the Charter of Yazoo City, Mississippi, as to the number of Aldermen to four, to change the office of Clerk and Collector of Taxes, to prescribe the time and manner of election to such office, and fixing the duties terms and compensation thereof" be and the same is hereby repealed.

Section 3. That the office of Marshal shall be filled by one person and shall be elective by the council, and the compensation, and term of office of the Marshal shall be such as may be fixed by the Council by ordinance. The Marshal shall perform the duties and possess the powers now prescribed by the Charter and Ordinances of said City for the Marshal which duties may be changed or modified by the Council by ordinance.

WHEREAS an ordinance entitled, " AN ORDINANCE to amend Section 1, and repeal Section 2, of an ordinance entitled 'An ordinance to amend the Charter of Yazoo City, Mississippi, so as to reduce the number of Aldermen to four, to combine into one office that of Marshal and Assessor of Taxes, to combine into one office that of Clerk and Collector of Taxes, prescribing the time and manner of election to such office and fixing the duties, terms, and compensation thereof' ordained September 8th, 1919, and to repeal an ordinance entitled ' An ORDINANCE to amend Section 2 of an ordinance entitled: An ordinance to amend the Charter of Yazoo City, so as to reduce the number of Aldermen to four, to combine into one office that of Marshal and Assessor of taxes, to combine into one office that of Clerk and Collector of Taxes, prescribing the time and manner of Election to such offices, and fixing the duties, terms and compensation thereof, ordained the 8th day of September, 1919, so as to provide for the election of the Marshal and Assessor of taxes by the Council and make provision for his term of office.' ordained August 26th, 1929, so as to separate the offices of Marshal and Assessor of Taxes, and to provide for the election of the Marshal and to provide for the election of the Assessor of Taxes by the Council, and make provisions for their Terms of Office, compensation, powers and duties." was adopted by the Board of Mayor and Aldermen of Yazoo City, Mississippi, at its regular meeting held on the 8th day of October, 1951; and

WHEREAS said ordinance was duly published as required by law, as shown by proof of publication thereof duly filed with this Board, showing the same to have been published for four consecutive weeks in the Yazoo City Herald, a newspaper of said city, the same having been published in the issues of said paper appearing on October 11, 1951, October 18th, 1951, October 25th, 1951, and November 1st, 1951; and

WHEREAS this Board now finds and adjudges that no protest against said amendment to the Charter of said City as proposed by said ordinance has been made or filed by any qualified elector or qualified electors of said city; NOW THEREFORE,

BE IT RESOLVED by the Board of Mayor and Aldermen of said city in council convened, that said amendment to the Charter of Yazoo City, Mississippi, as provided by the aforesaid ordinance, be submitted to the Governor of Mississippi, for approval.

Adopted in regular meeting assembled on this the 12th  
day of November, 1951.

Approved:

W. H. L. L. L.  
Mayor

J. E. Mayne  
City Clerk

STATE OF MISSISSIPPI

COUNTY OF YAZOO

CITY OF YAZOO CITY.

I, the undersigned City Clerk of Yazoo City, Mississippi,  
do hereby certify that the foregoing is a true and correct copy  
of a resolution adopted by the Board of Mayor and Aldermen of  
Yazoo City, Mississippi, at its regular meeting assembled on  
November 12th, 1951.

J. E. Mayne  
City Clerk.



STATE OF MISSISSIPPI,  
COUNTY OF YAZOO  
CITY OF YAZOO CITY.

I, P. E. Maxwell, City Clerk in and for the City of Yazoo City, Mississippi, do hereby certify that the foregoing ordinance entitled:

An Ordinance to amend Section 1, and Repeal Section 2, of an ordinance entitled "An Ordinance to amend the Charter of Yazoo City, Mississippi, so as to reduce the number of Aldermen to Four, to combine into one office that of Marshal and Assessor of taxes, to combine into one office that of Clerk and Collector of Taxes, prescribing the time and manner of election to such office and fixing the duties, terms and compensation thereof" ordained September 8th, 1919, and to repeal an Ordinance entitled "An ordinance to amend Section 2 of an Ordinance entitled 'An Ordinance to amend the Charter of Yazoo City, so as to reduce the number of Aldermen to four, to combine into one office that of Marshal and Assessor of Taxes, to combine into one office that of Clerk and Collector of taxes, prescribing the time and manner of election to such offices, and fixing the duties, terms and compensation thereof', ordained the 8th day of September, 1919, so as to provide for the election of the Marshal and Assessor of taxes by the Council and make provision for his term of office" ordained August 26th, 1929, so as to separate the offices of Marshal and Assessor of Taxes, and to provide for the election of the Marshal and to provide for the election of the Assessor of Taxes by the Council, and make provisions for their terms of office, compensation, powers and duties.

was lawfully adopted and ordained by the Board of Mayor and Aldermen of Yazoo City, Mississippi, in regular meeting assembled, on the 8th day of October, 1951, and that the same was published as required by law for three consecutive weeks in the Yazoo City Herald, a newspaper published in the City of Yazoo City, Mississippi, namely, in the issues of said newspaper appearing on October 11, 1951, October 18, 1951, October 25, 1951, and November 1st, 1951, as appears from proof of publication duly filed with said Board, and a copy of which proof of publication is hereto attached.

I do further certify that no protest from any qualified elector or qualified electors of said City against the amendment to the Charter of Yazoo City, Mississippi, as proposed by said ordinance, has been received, made or filed, and I attach hereto a certified copy of the resolution adopted by said Board at its regular meeting held on November 12th, 1951, finding and adjudging that no such protest has been made or filed and directing that the amendment to said City's Charter as proposed by said ordinance be submitted to the Governor of the State of Mississippi for approval.

I do further certify that the City of Yazoo City, Mississippi, operates under a Special Charter and the General Statutes of Mississippi applicable thereto.

Given under my hand and the official seal of said City on this the 14th day of November, 1951.



*P. E. Maxwell*  
City Clerk.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

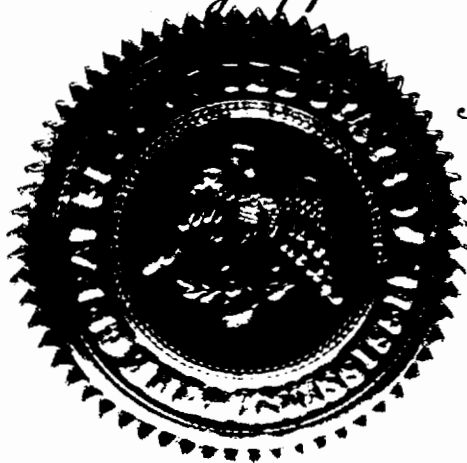
*The within and foregoing Amendment to the  
 Charter of Incorporation of \_\_\_\_\_*

CITY OF YAZOO CITY, MISSISSIPPI

As adopted by Ordinance approved by its Mayor and

Board of Aldermen October 8, 1951

*is hereby approved.*



*In testimony whereof, I have hereunto set  
 my hand and caused the Great Seal  
 of the State of Mississippi to be af-  
 fixed, this \_\_\_\_\_ Sixteenth \_\_\_\_\_ day of  
 \_\_\_\_\_ November \_\_\_\_\_ 19 51*

By the Governor.

*Hubert L. Adams*

Secretary of State.

*[Signature]*



# State of Mississippi



## office of Secretary of State Jackson

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

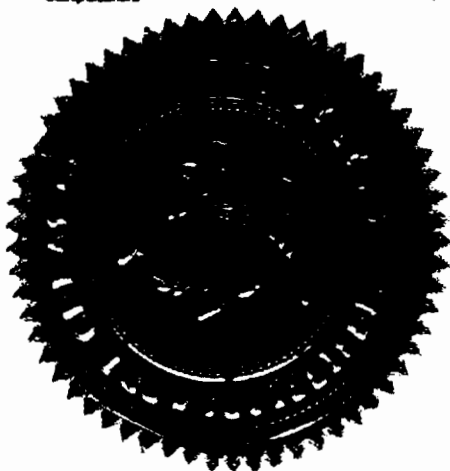
CITY OF YAZOO CITY, MISSISSIPPI

As adopted by Ordinance approved by its Mayor and Board of Aldermen October 8, 1951

CHAPTER 491, OF THE LAWS OF  
was pursuant to the provisions of ~~Article~~ ~~Section~~ Mississippi of  
1950, recorded in the Records of Incorporations in this office, in

PHOTO-STAT BOOK, NUMBER THIRTY,

PAGES 373-380.



*Given under my hand and the Great Seal of  
the State of Mississippi hereunto affixed, this  
SEVENTEENTH day of NOVEMBER, 1951.*

*Heber Ladner*  
\_\_\_\_\_  
SECRETARY OF STATE

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# THE CHARTER OF INCORPORATION OF

## MISSISSIPPI VALLEY GAS COMPANY

1. The corporate title of said company is Mississippi Valley Gas Company.
2. The names of the incorporators are:

William H. Mounger                      Postoffice: Deposit Guaranty Bank Building, Jackson, Mississippi

John M. Kuykendall, Jr.              Postoffice: Deposit Guaranty Bank Building, Jackson, Mississippi

N. W. Overstreet, Jr.                Postoffice: Deposit Guaranty Bank Building, Jackson, Mississippi

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

(1) The total number of shares of stock which the Company shall have authority to issue is 500,000 shares. Said shares shall be Common Stock, and shall have a par value of Five Dollars (\$5.00) per share.

(2) At every meeting of stockholders, every holder of Common Stock of the Company shall be entitled to one vote for each share of Common Stock standing in his name on the books of the Company with respect to each question submitted to the stockholders at such meeting. In all elections for directors, every holder of Common Stock shall have the right to vote in person or by proxy the number of shares of Common Stock owned by him for as many persons as there are directors to be elected or to cumulate said shares so as to give one candidate as many votes as the number of directors multiplied by the number of his shares of Common Stock shall equal, or to distribute them on the same principle among as many candidates as he shall see fit.

(3) At any meeting of stockholders, a majority of the issued and outstanding shares of stock of the Company entitled to vote, represented in

person or by proxy, shall constitute a quorum, but less than a quorum shall have power to adjourn any meeting from time to time, and the meeting may be held as adjourned without further notice. When a quorum is present at any meeting, a majority of the shares of stock represented at the meeting and entitled to vote shall, except where a larger vote is required by law, this Charter of Incorporation or the By-laws, have power to act.

(4) No stockholder shall be entitled as a matter of right to subscribe for, purchase or receive any shares of the stock or any rights or options of the Company which it may issue or sell, whether out of the number of shares authorized by this Charter of Incorporation or by amendment thereof or out of the shares of the stock of the Company acquired by it after the issuance thereof, nor shall any stockholder be entitled as a matter of right to subscribe for, purchase or receive any bonds, debentures or other securities which the Company may issue or sell that shall be convertible into or exchangeable for stock or to which shall be attached or appertain any warrant or warrants or other instrument or instruments that shall confer upon the holder or owner of such obligation the right to subscribe for, purchase or receive from the Company any shares of its capital stock, but all such additional issues of stock, rights and options, or of bonds, debentures or other securities convertible into or exchangeable for stock or to which warrants shall be attached or appertain or which shall confer upon the holder the right to subscribe for, purchase or receive any shares of stock, may be issued and disposed of by the Board of Directors to such persons, firms or corporations and upon such terms as in their absolute discretion they may deem advisable; provided, however, that if the Board of Directors shall determine to offer any new or additional shares of common stock, or any security convertible into common stock, for money, other than by a public offering of all of such shares or an offering of all of such shares to or through underwriters or investment bankers who shall have agreed promptly to make a public offering of such shares, the same shall first be offered pro rata to the holders of the then outstanding shares of common stock of the Company upon terms not less favorable to the purchaser (without deduction of such reasonable compensation, allowance or discount for the sale, underwriting or purchase as may be fixed by the Board of Directors) than those on which the Board of Directors issues and disposes of such stock or securities to other than such holders of common stock; and provided further, that the time within which such preemptive rights shall be exercised may be limited by the Board of Directors to such time as to said Board may seem proper, not less, however, than fourteen days after mailing of notice that such stock rights are available and may be exercised. The provisions of this Section which grant preemptive rights shall not be changed unless the holders of record of not less than two-thirds (2/3rds) of the number of shares of common stock then outstanding shall

consent thereto in writing or by voting therefor in person or by proxy at a meeting of stockholders, in the notice of which meeting action on the proposed change shall have been included.

(5) Upon the vote of a majority of all the directors of the Company and of a majority of the total number of shares of stock then outstanding and entitled to vote, and upon compliance with the voting and other requirements of any applicable statutes of the State of Mississippi then in effect, the Company may from time to time create or authorize one or more classes of stock or kinds of stock, with full or limited voting powers, or without voting powers, and with such relative rights as may be determined by said vote, which may be the same or different from the relative rights of the classes of stock of the Company then authorized.

(6) Shares of capital stock of the Company without par value of any class or classes hereby or hereafter authorized, and any rights or options entitling the holders thereof to purchase from the Company any shares of its capital stock of any class or classes or of any series of any class or classes, may be issued by the Company from time to time for such consideration as may be fixed from time to time by the Board of Directors, as provided by the statutes of the State of Mississippi.

(7) The Company, in order to acquire funds with which to redeem any preferred stock or special stock of any class or series may issue and sell stock of any class then authorized but unissued, bonds, notes, evidences of indebtedness, or other securities.

(8) The Company shall be entitled to treat the person in whose name any share, right or option of the Company is registered as the owner thereof for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share, right or option, or any rights deriving from such shares, rights or options, on the part of any other person, whether or not the Company shall have actual or constructive notice thereof, save as may be expressly provided by the laws of the State of Mississippi.

5. Number of shares for each class and par value thereof: As stated in Paragraph 4.
6. The period of existence is Ninety-nine years.

7. The purpose for which it is created:

1. The nature of the business of the Company and the objects or purposes to be transacted, promoted or carried on are as follows:

(a) To acquire, buy, hold, store, use, own, sell, lease, exchange, dispose of, transport, transmit, distribute, deal in, manufacture, search for, bore, mine, produce, refine, treat, compress, blend, furnish and supply natural gas, gas, coal, sulphur, lignite and other minerals and mineral substances, sand and clay, salt, brine, petroleum and other oils, and other mineral solutions in any form or of any kind whatsoever;

(b) To acquire, buy, hold, store, use, own, sell, lease, exchange, dispose of, transport, transmit, distribute, deal in, manufacture, produce, furnish and supply any substances, articles or things of which or in the production of which natural gas, gas, coal, sulphur, lignite or other minerals or mineral substances, sand and clay, salt, brine, petroleum or other oils, or other mineral solutions form a part;

(c) To acquire, buy, hold, own, sell, lease, exchange, dispose of, finance, deal in, construct, build, establish, equip, improve, use, operate, maintain and work upon any and all kinds of plants, systems and properties for the production, purchase, sale, supply, storage and utilization, transmission, distribution, regulation, control, application or disposition of natural gas, gas, coal, sulphur, lignite and other minerals and mineral substances, sand and clay, salt, brine, petroleum and other oils, and other mineral solutions of any and every kind, and the products and by-products of natural gas, gas, coal, sulphur, lignite and other minerals and mineral substances, sand and clay, salt, brine, petroleum and other oils, and other mineral solutions, and any and all kinds of works, plants, manufacturing, structures, systems, machinery, pipes, conduits, apparatus, devices, equipment, supplies, articles and merchandise of any and every kind pertaining to or in anywise connected with the production, purchase, sale, supply, storage, utilization, distribution, transmission, disposition, regulation, control, application or disposition of natural gas, gas, coal, sulphur, lignite and other minerals and mineral substances, sand and clay, salt, brine, petroleum and other oils, and other mineral solutions of any and every kind and the products and by-products of natural gas, gas, coal, sulphur, lignite and other minerals and mineral substances, sand and clay/salt, brine, petroleum and other oils, and other mineral solutions;

(d) 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 oil tanks, cars, pipes and other equipment necessary for the operation of the business of the same;

(e) To purchase, acquire, develop, mine, operate, explore, drill, hold, own, lease and dispose of lands, interests and rights with respect to lands and waters and fixed and movable property;

(f) To buy or otherwise acquire, own, hold, lease, exchange, sell or otherwise dispose of, finance, deal in, construct, build, establish, equip, improve, operate, maintain and work upon, gas, electric, water, telephone, transportation, and other public utility systems, plants, or properties of any kind, any interests therein and any and all kinds of works, structures, machinery, devices, equipment, materials or other thing pertaining to or in anywise connected with the construction, operation or maintenance thereof; and any appliances or equipment usable in connection with any of the foregoing systems; and to manage, operate or furnish any other services for or in connection with utility systems or properties of any kind owned by others or in which the Company shall have any interest;

(g) To acquire, organize, assemble, develop, build up and operate constructing, operating and other organizations and systems and to buy, sell, lease, exchange, turn over, deliver and dispose of such organizations and systems in whole or in part and as going organizations and systems and otherwise, and to enter into and perform contracts, agreements and undertakings of any kind in connection with any or all of the foregoing powers;

(h) To manufacture, improve and work upon minerals, oils and other liquids, gases, chemicals, or any of the products and by-products thereof or any article or thing into the manufacture of which any of the foregoing may enter;

(i) To buy, lease and otherwise acquire lands and interests in lands of every kind and description and wheresoever situated; to buy, lease and otherwise acquire, and to construct and erect buildings and structures in and on such lands for any use or purpose; to hold, own, improve, develop, maintain, operate, let, ~~lease~~, mortgage, **sell or otherwise** dispose of such property or any thereof;

(j) To acquire, buy, hold, own, sell, exchange, apply for, control, dispose of, deal in, use, discover, improve, work upon and grant licenses or sub-licenses to use patents, patent rights, licenses, privileges, copy-rights, inventions, improvements, processes, trademarks and trade names;

(k) To enter into, make, perform and carry out or cancel and rescind contracts for any lawful purposes pertaining to its business with any individual, entity, syndicate, firm, association, corporation or governmental, municipal or public authority, domestic or foreign; and to acquire and dispose of franchises and concessions from any governmental or public authority.

(l) To acquire by purchase, subscription or otherwise and to own, hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of, alone or in syndicate or otherwise in conjunction with others, real and personal property of every sort and description and wheresoever situated, including shares of stock, bonds, debentures, notes, scrip, securities, evidences of indebtedness, contracts or obligations of any corporations, associations, syndicates or trust estates, domestic or foreign, or of any firm or individual, or of the United States or of any state, territory or dependency of the United States, or of any foreign country, or of any municipality or local authority within or without the United States, and also to issue in exchange therefor stocks, bonds, or other securities or evidences of indebtedness of the Company, and while the owner or holder of any such property, to receive, collect and dispose of the interest, dividends and income on or from such property and to possess and exercise in respect thereto all of the rights, powers and privileges of ownership, including all voting power thereon;

(m) To buy, sell and otherwise deal in open accounts and other similar evidences of debt and to loan money and to take notes, open accounts and other similar evidences of debt as collateral security therefor;

(n) To aid in any manner any corporation, association or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts or obligations of which are held by or for this Company, directly or indirectly, or in which, or in the welfare of which, the Company shall have any interest, and to do any acts designed to protect, preserve, improve or enhance the value of any property at any time held or controlled by this Company or in which it may be at any time interested, directly or indirectly, or through other corporations or otherwise; and to cause to be formed, merged, consolidated, or reorganized or liquidated and to promote, take charge of or aid in any way permitted by law, the formation, merger, consolidation, reorganization or liquidation of any corporation, association or entity in the United States of America or elsewhere;



(o) To guarantee and to assume the payment of dividends upon any capital stock and to endorse or otherwise guarantee the principal or interest, or both, of any bonds, debentures, notes, scrip or other obligations or evidences of indebtedness, or the performance of any contracts or obligations, of any other corporation, trust estate or association, domestic or foreign, or of any firm or individual in which the Company may have any interest, in so far and to the extent that such guaranty may be permitted by law;

(p) To borrow or raise moneys for any of the purposes of the Company and to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired or for any other lawful object; to mortgage or pledge all or any part of its properties, rights, interests, and franchises, including any or all shares of stocks, bonds, debentures, notes, scrip or other obligations or evidences of indebtedness, whether then owned or thereafter acquired by it; to confer upon the holders of any bonds, promissory notes, bills of exchange, debentures or other obligations of the Company, secured or unsecured, the right to convert the same into any series of any class of stock of the Company now or hereafter authorized to be issued upon such terms as the Board of Directors subject hereto may determine;

(q) To make donations for the public welfare or for charitable, scientific or educational purposes; and in time of war to make donations in aid of war activities;

(r) To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the protection and benefit of the Company, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the Company, whether such business is similar in nature to the objects and powers hereinabove set forth, or otherwise;

(s) To do any or all things herein set forth to the same extent as natural persons might or could do, as principal, agent, factor, contractor, trustee or otherwise, and either alone or in conjunction with any other individuals, firms, associations, syndicates, trust estates or corporations;

(t) To conduct its business in the State of Mississippi and in other states of the United States, and to hold, purchase, mortgage and convey real or personal property without as well as within the State of Mississippi.

2. The rights and powers that may be exercised by the Company, in addition to the foregoing, are those conferred by Chapter 4, Title 21, Mississippi Code (1942), as amended.

3. The foregoing clauses shall be construed as objects, purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Company.

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business: One Hundred (100) shares of said Common Stock.

William H. Mounger  
John M. Kuykendall, Jr.  
N. W. Overstreet, Jr.  
 Incorporators

#### ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
 COUNTY OF HINDS

This day personally appeared before me, the undersigned authority, William H. Mounger, John M. Kuykendall, Jr., and N. W. Overstreet, Jr., incorporators of the corporation known as the Mississippi Valley Gas Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 17th day of November, 1951.

My Commission Expires June 27, 1955

Hazel S. Stetson  
 Notary Public

Received at the office of the Secretary of State this the 17th day of November, A.D., 1951, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John R. Baker  
 Secretary of State

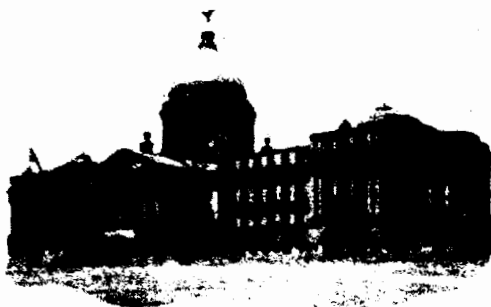
Jackson, Mississippi  
November 17th, 1951

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.

J. P. Colman  
Attorney General  
By: Wayman Hays Jr.  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

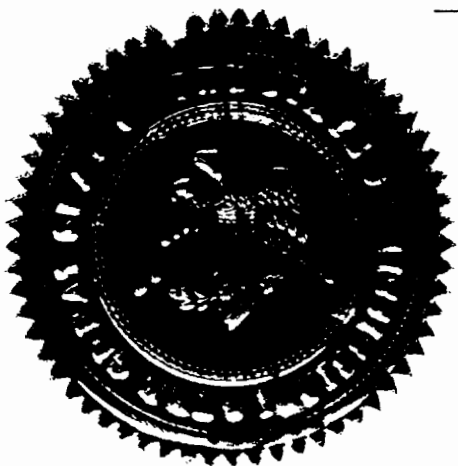
The within and foregoing Charter of Incorporation of

MISSISSIPPI VALLEY GAS COMPANY

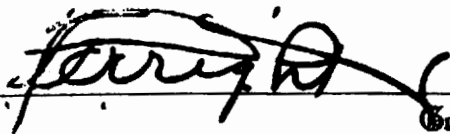
is hereby approved.

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 19 51



Receipt No. 2728 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the nineteenth day of  
November, 1951.

State of Mississippi

County of Harrison

City of Biloxi

Whereas, Optimist Club of Biloxi, Mississippi, is a civic improvement society chartered by the Optimist International of St. Louis, Missouri, having as its object the broad principals announced in Article 2, Constitution of Optimist International, and

Whereas, in order that the said Optimist Club of Biloxi, Mississippi, have a separate entity it is necessary that the club be incorporated under the authority of Section 1, Chapter 308 of the laws of the Mississippi Legislature, and

Whereas, in order to achieve this object it is necessary that three members of the local Optimist Club be authorized by this organization by resolution spread upon its minutes to apply for such charter;

Now, therefore, be it resolved by the Biloxi Optimist Club in regular session assembled:

1. That Alfred G. Howell, James E. Quint and J. Floyd Bradford, three members of this Optimist Club, be and they are hereby empowered, authorized and directed to apply to the Secretary of State of the State of Mississippi for charter of said Optimist Club of Biloxi, Mississippi, in the following words and figures, to wit:

(1) The name of the corporation shall be the Optimist Club of Biloxi, Mississippi; the domicile of said corporation shall be Biloxi, Mississippi.

(2) The incorporators duly authorized by the Optimist Club of Biloxi, Mississippi, are as follows:

Alfred G. Howell	Biloxi, Mississippi
J. Floyd Bradford	Biloxi, Mississippi
James E. Quint	Biloxi, Mississippi

(3) Said corporation shall have no shares of stock and shall divide no dividends nor profits of its members but shall make expulsion the only remedy for non-payment of dues and shall vest in each member the right to vote in the election of all offices, shall make the loss of membership by death or otherwise the termination of said membership in the corporate assets, and each member shall be free from any liability for the corporation's debts.

(4) The period of existence of the corporation shall be perpetual but its charter shall be subject at all times to alteration, amendment or repeal.

(5) The purposes of the corporation shall be as follows:

a. To locally, in District 1 of Harrison County, Mississippi, develop optimism as a philosophy of life.

b. To promote an active interest in good government and civic affairs of District 1 of Harrison County, Mississippi, in which is located the City of Biloxi, and to work to inspire respect for law, to promote patriotism and work for international accord and friendship among all people.

c. To aid and encourage the development of youth in the City of Biloxi by engaging in such legal enterprizes as might reflect

benefits to all classes of young people of said city and by such work and action to assist in developing and encouraging the status of youthful people throughout the world.

d. To have such other rights and privileges as are granted by law to corporations organized in the State of Mississippi.

(6) The corporation shall come into existence from and after the allowance of its charter by the State of Mississippi and upon payment of the then current month's dues by the following charter

members, to wit: Dudley C. Andrews, George Baker, William B. Beasley, Harry H. Bell, Jr., J. Floyd Bradford, Clark Corley, Robert J. Costello, James C. Duke, Jr., William W. Gillis, Daniel Dicks Guice, Alfred G. Howell, William P. Lehman, Frank Menna, Fred E. Miles, George L. Percy, Anthony P. Pitalo, Laz Quave, James E. Quint, Clarence J. Saucier, Mike Sekul. Witness the signature of the undersigned members at Biloxi,

Mississippi, on this 12th day of November, 1951.

Alfred G. Howell  
J. Floyd Bradford  
James E. Quint

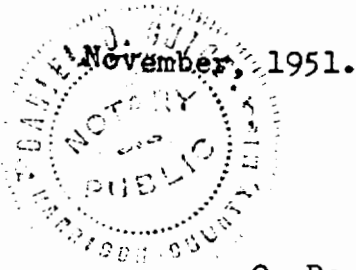
Committee appointed by the Optimist  
Club of Biloxi, Mississippi

STATE OF MISSISSIPPI

COUNTY OF HARRISON

Personally appeared before me, the undersigned authority in and for said county and state, Alfred G. Howell, J. Floyd Bradford - and James E. Quint, who acknowledged that with due authority conferred by the Optimist Club of Biloxi, Mississippi, they signed and delivered the above and foregoing application for a charter on the year and day therein set forth, and for the purposes therein mentioned.

Witness my signature and seal of office this 12th day of



[Signature]  
Notary Public

My Commission Expires Sept. 5, 1954

2. Be it further resolved that this resolution shall be spread upon the minutes of the Optimist Club of Biloxi, Mississippi, and a copy certified by the secretary for the purpose of being attached to the proposed charter to be submitted to the Secretary of State of the State of Mississippi for approval by the Attorney General of said State.

Adopted this 12th day of November, 1951.

[Signature]  
President

[Signature]  
Secretary

I, James E. Quint, the duly appointed, qualified and acting secretary of the Optimist Club of Biloxi, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of a resolution duly and legally passed at a legally constituted meeting of the Optimist Club of Biloxi, Mississippi, held at its regular meeting place at Biloxi, Mississippi, on the 12th day of November, 1951.

Witness my hand and seal of office this 13th day of November, 1951.

[Signature]  
Secretary



THE CHARTER OF INCORPORATION  
OF THE  
OPTIMIST CLUB OF BILOXI, MISSISSIPPI

(1) The name of the corporation shall be the Optimist Club of Biloxi, Mississippi; the domicile of said corporation shall be Biloxi, Mississippi.

(2) The incorporators duly authorized by the Optimist Club of Biloxi, Mississippi, are as follows:

Alfred G. Howell	Biloxi, Mississippi
J. Floyd Bradford	Biloxi, Mississippi
James E. Quint	Biloxi, Mississippi

(3) Said corporation shall have no shares of stock and shall divide no dividends nor profits of its members but shall make expulsion the only remedy for non-payment of dues and shall vest in each member the right to vote in the election of all offices, shall make the loss of membership by death or otherwise the termination of said membership in the corporate assets, and each member shall be free from any liability for the corporation's debts.

(4) The period of existence of the corporation shall be perpetual but its charter shall be subject at all times to alteration, amendment or repeal.

(5) The purposes of the corporation shall be as follows:

a. To locally, in District 1 of Harrison County, Mississippi, develop optimism as a philosophy of life.

b. To promote an active interest in good government and civic affairs of District 1 of Harrison County, Mississippi, in which is located the City of Biloxi, and to work to inspire respect for law, to promote patriotism and work for international accord and friendship among all people.

c. To aid and encourage the development of youth in the City of Biloxi by engaging in such legal enterprizes as might reflect benefits to all classes of young people of said city and by such work and action to assist in developing and encouraging the status of youthful people throughout the world.

d. To have such other rights and privileges as are granted by law to corporations organized in the State of Mississippi.

(6) The corporation shall come into existence from and after the allowance of its charter by the State of Mississippi and upon payment of the then current month's dues by the following charter members, to wit:

Dudley C. Andrews  
George Baker  
William B. Beasley  
Harry H. Bell, Jr.  
J. Floyd Bradford  
Clark Corley  
Robert J. Costello  
James C. Duke, Jr.  
William W. Gillis  
Daniel Dicks Guice  
Alfred G. Howell  
William P. Lehman  
Frank Menna  
Fred E. Miles  
George L. Percy  
Anthony P. Pitalo  
Laz Quave  
James E. Quint  
Clarence J. Saucier  
Mike Sekul

Witness the signature of the undersigned members at Biloxi, Mississippi, on this 12th day of November, 1951.

Alfred G. Howell  
Alfred G. Howell

J. Floyd Bradford  
J. Floyd Bradford

James E. Quint  
James E. Quint

STATE OF MISSISSIPPI

COUNTY OF HARRISON

Personally appeared before me, the undersigned authority in and for said county and state, Alfred G. Howell, J. Floyd Bradford and James E. Quint, who acknowledged that with due authority conferred by the Optimist Club of Biloxi, Mississippi, they signed and delivered the above and foregoing application for a charter on the year and day therein set forth, and for the purposes therein mentioned.

Witness my signature and seal of office this 12th day of

November, 1951.

[Signature]  
Notary Public

My Commission expires Sept. 5, 1954

Received at the office of the Secretary of State, this the 19<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

J. S. Ladd  
SECRETARY OF STATE

Jackson, Miss.,

November 19<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By \_\_\_\_\_

James S. Marshall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

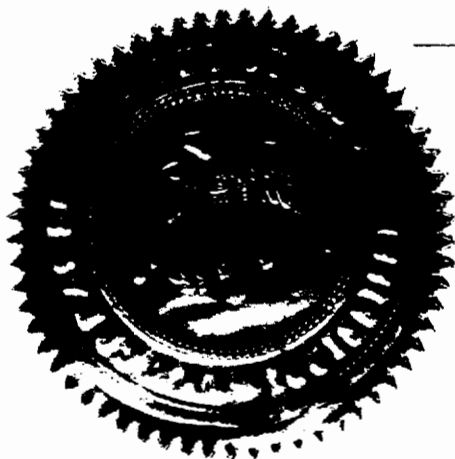
OPTIMIST CLUB OF BILOXI, MISSISSIPPI

is hereby approved.

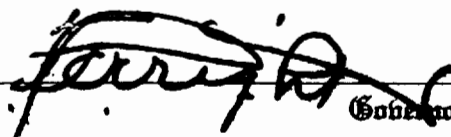
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Nineteenth \_\_\_\_\_ day of

November \_\_\_\_\_ 19 51



Receipt No. 2732 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
nineteenth day of November, 1951.

STATE OF MISSISSIPPI

COUNTY OF HARRISON

CITY OF BILOXI

Whereas, Junior Chamber of Commerce of Biloxi, Mississippi, is a civic improvement society chartered by the United States Junior Chamber of Commerce of Tulsa, Oklahoma, and

Whereas, in order that the said Junior Chamber of Commerce of Biloxi, Mississippi, have a separate entity it is necessary that the club be incorporated under the authority of Section 1, Chapter 308 of the laws of the Mississippi Legislature, and

Whereas, in order to achieve this object it is necessary that three members of the local Junior Chamber of Commerce be authorized by this organization by resolution spread upon its minutes to apply for such charter;

Now, therefore, be it resolved by the Junior Chamber of Commerce in regular session assembled:

1. That James E. Quint, Frank Barhanovich and Alfred G. Howell, three members of this Junior Chamber of Commerce, be and they are hereby empowered, authorized and directed to apply to the Secretary of State of the State of Mississippi for charter of said Junior Chamber of Commerce of Biloxi, Mississippi, in the following words and figures, to wit:

(1) The name of the corporation shall be the <sup>Biloxi</sup> Junior Chamber of Commerce ~~of Biloxi, Mississippi~~; the domicile of said corporation shall be Biloxi, Mississippi.

## Biloxi

(2) The incorporators duly authorized by the/Junior Chamber of Commerce ~~of Biloxi, Mississippi~~, are as follows:

James E. Quint	Biloxi, Mississippi
Frank Barhanovich	Biloxi, Mississippi
Alfred G. Howell	Biloxi, Mississippi

(3) Said corporation shall have no shares of stock and shall divide no dividends nor profits of its members but shall make expulsion the only remedy for non-payment of dues and shall vest in each member the right to vote in the election of all offices, shall make the loss of membership by death or otherwise the termination of said membership in the corporate assets, and each member shall be free from any liability for the corporation's debts.

(4) The period of existence of the corporation shall be perpetual but its charter shall be subject at all times to alteration, amendment or repeal.

(5) The purposes of the corporation shall be as follows:

a. To locally, in District 1 of Harrison County, Mississippi, make the community a better place in which to live.

b. To promote an active interest in good government and civic affairs of District 1 of Harrison County, Mississippi, in which is located the City of Biloxi, and to work to inspire respect for law, to promote patriotism and work for international accord and friendship among all people.

c. To aid and encourage the development of youth in the City of Biloxi by engaging in such legal enterprizes as might reflect

benefits to all classes of young people of said city and by such work and action to assist in developing and encouraging the status of youthful people throughout the world.

d. To develop leadership among the young business men of the community and offer education, recreation, and social activities to men of similar age.

e. To give young men a voice a voice in affairs of their community, state and nation.

f. To have such other rights and privileges as are granted by law to corporations organized in the State of Mississippi.

(6) The corporation shall come into existence from and after the allowance of its charter by the State of Mississippi.

Witness the signature of the undersigned members at Biloxi, Mississippi, on this 16 day of November, 1951.

James E. Quint  
James E. Quint  
Frank Barhanovich  
Frank Barhanovich  
Alfred G. Howell  
Alfred G. Howell

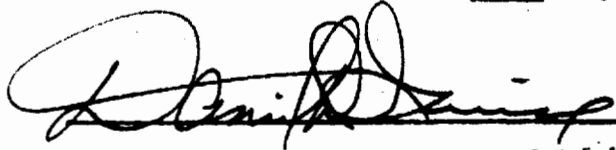
STATE OF MISSISSIPPI

COUNTY OF HARRISON

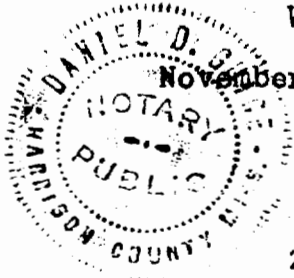
Personally appeared before me, the undersigned authority in and for said county and state, James E. Quint, Frank Barhanovich and Alfred G. Howell, who acknowledged that with due authority conferred <sup>Biloxi</sup> by the ~~Junior~~ Chamber of Commerce ~~of Biloxi, Mississippi~~, they signed

and delivered the above and foregoing application for a charter on the year and day therein set forth, and for the purposes therein mentioned.

Witness my signature and seal of office this 16 day of November, 1951.



Notary Public My Commission Expires Sept. 5, 1954



2. Be it further resolved that this resolution shall be spread upon the minutes of the Junior Chamber of Commerce of Biloxi, Mississippi, and a copy certified by the secretary for the purpose of being attached to the proposed charter to be submitted to the Secretary of State of the State of Mississippi for approval by the Attorney General of said State.

Adopted this 16 day of November, 1951.

James E. Quint  
James E. Quint, President  
Alfred G. Howell  
Alfred G. Howell, Secretary

I, Alfred G. Howell, the duly appointed, qualified and acting secretary of the Junior Chamber of Commerce of Biloxi, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of a resolution duly and legally passed at a legally constituted meeting of the Junior Chamber of Commerce of Biloxi, Mississippi, held at its regular meeting place at Biloxi, Mississippi, on the 16 day of November, 1951.

Witness my hand and seal of office this 16 day of November, 1951.

Alfred G. Howell  
Secretary



THE CHARTER OF INCORPORATION  
OF THE BILOXI  
JUNIOR CHAMBER OF COMMERCE

(1) The name of the corporation shall be the Biloxi Junior Chamber of Commerce; the domicile of said corporation shall be Biloxi, Mississippi.

(2) The incorporators duly authorized by the <sup>Biloxi</sup> Junior Chamber of Commerce ~~of Biloxi, Mississippi~~, are as follows:

James E. Quint	Biloxi, Mississippi
Frank Barhanovich	Biloxi, Mississippi
Alfred G. Howell	Biloxi, Mississippi

(3) Said corporation shall have no shares of stock and shall divide no dividends nor profits of its members but shall make expulsion the only remedy for non-payment of dues and shall vest in each member the right to vote in the election of all offices, shall make the loss of membership by death or otherwise the termination of said membership in the corporate assets, and each member shall be free from any liability for the corporation's debts.

(4) The period of existence of the corporation shall be perpetual but its charter shall be subject at all times to alteration, amendment or repeal.

(5) The purposes of the corporation shall be as follows:

a. To locally, in District 1 of Harrison County, Mississippi, make the community a better place in which to live.

b. To promote an active interest in good government and civic affairs in District 1 of Harrison County, Mississippi, in which is located the City of Biloxi, and to work to inspire respect for law, to promote patriotism and work for international accord and friendship among all people.

c. To aid and encourage the development of youth in the City of Biloxi by engaging in such legal enterprises as might reflect benefits to all classes of young people of said city and by such work and action to assist in developing and encouraging the status of youthful people throughout the world.

d. To develop leadership among the young business men of the community and offer education, recreation, and social activities to men of similar age.

e. To give young men a voice in affairs of their community, state and nation.

f. To have such other rights and privileges as are granted by law to corporations organized in the State of Mississippi.

(6) The corporation shall come into existence from and after the allowance of its charter by the State of Mississippi.

Witness the signature of the undersigned members at Biloxi, Mississippi, on this 16 day of November, 1951.

James E. Quint  
James E. Quint  
Frank Barhanovich  
Frank Barhanovich  
Alfred G. Howell  
Alfred G. Howell

STATE OF MISSISSIPPI

COUNTY OF HARRISON

Personally appeared before me, the undersigned authority in and for said county and state, James E. Quint, Frank Barhanovich and Alfred G. Howell, who acknowledged that with due authority conferred by the <sup>Biloxi</sup> Junior Chamber of Commerce ~~at Biloxi, Mississippi~~, they signed and delivered the above and foregoing application for a charter on the year and day therein set forth, and for the purposes therein mentioned.

Witness my signature and seal of office this 16 day of November, 1951.

[Signature]  
Notary Public

My Commission Expires Sept. 5, 1951



Received at the office of the Secretary of State, this the 19<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

November 19<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By

James J. Pendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

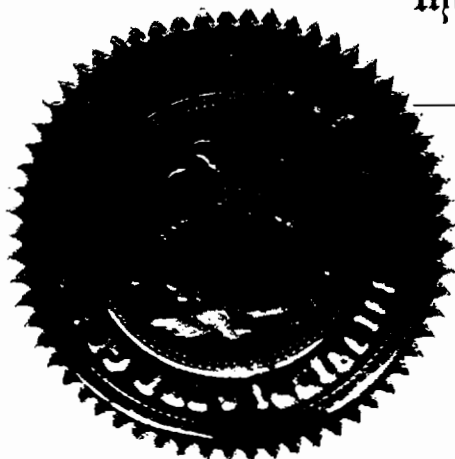
The within and foregoing Charter of Incorporation of

BILOXI JUNIOR CHAMBER OF COMMERCE

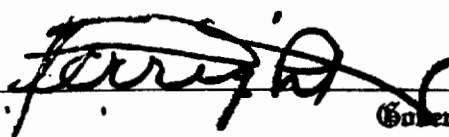
is hereby approved.

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

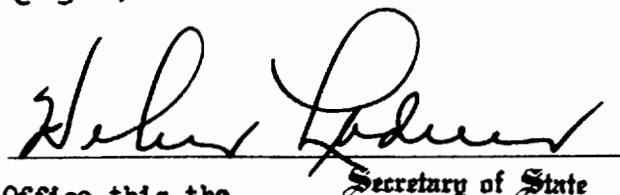
November 19 51



Receipt No. 2731 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
nineteenth day of November, 1951.

## AMENDMENT TO ARTICLES OF INCORPORATION

OF  
THE PEOPLES BANK  
LOUIN, MISSISSIPPI.

---

RESOLVED, That the capital stock of this bank be increased in the sum of \$5,000.00 by the issuance and sale for cash at par of 200 shares of the common stock of the bank of the par value of \$25.00 per share, making the total common capital of the bank \$20,000.00.

RESOLVED FURTHER, That the Articles of Incorporation, as amended, be further amended by striking out Section 4 and inserting in lieu thereof the following:

SECTION 4. Amount, classes and shares of capital stock.  
The amount of capital stock of the corporation shall be \$20,000.00 divided into classes and shares as follows:

(a) \$20,000.00 par value of common stock divided into 800 shares of common stock of the par value of \$25.00 per share.

- - - - -

STATE OF MISSISSIPPI )  
                                  )  
COUNTY OF JASPER     )

I, the undersigned President of The Peoples Bank, Louin, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of the resolution amending the Charter of said bank as the same was duly adopted at a special meeting of the stockholders held on the 20th day of September 1951; and I do further certify that the said resolution was adopted by a majority in amount of all the outstanding stock of said bank.

In testimony whereof witness my signature and seal of The Peoples Bank, Louin, Mississippi, this the 20th day of September, 1951.



*B. W. Land*  
\_\_\_\_\_  
President.

*Arthur H. Hargwood*  
\_\_\_\_\_  
Attest (Cashier).

Received at the office of the Secretary of State, this the 19<sup>th</sup> day of Nov.

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Lee  
SECRETARY OF STATE

Jackson, Miss.,

November 19<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By James S. Handase  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
Charter of Incorporation of*

THE PEOPLES BANK,

LOUIS, MISSISSIPPI.

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this 16th day of  
November 19 51.*



*W. J. Johnson*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

THE PEOPLES BANK

*is hereby approved.*



*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* \_\_\_\_\_ *Nineteenth* *day of*

November

19 51

Receipt No. 2736 L

By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the nineteenth day of October, 1951.



RESOLUTION OF HANGING MOSS CIVIC IMPROVEMENT  
SOCIETY

---

We the undersigned, being the members of Hanging Moss Civic Improvement Society, an unincorporated association organized as a civic improvement society and as a society for improving the physical, mental and moral condition of mankind, do hereby certify that the following resolution was duly made, seconded and unanimously passed at a meeting of said society held in the offices of H. V. Watkins, Attorney on the 13th day of November, 1951:

"Resolved, that Hanging Moss Civic Improvement Society, an unincorporated association, do apply to the Secretary of State of the State of Mississippi for a charter of incorporation as a nonprofit, nondividend sharing corporation under the provisions of Section 5310 of the Mississippi Code of 1942, as amended.

Resolved, further, that H. V. Watkins, C. S. Hudspeth and R. P. Cotting, members of this association, be and they hereby are authorized to make application for said charter and they are hereby given full and plenary right, power and authority to do any and all acts or steps necessary for obtaining said charter.

Resolved, further, that said charter of incorporation shall provide that the said corporation, to be known as Hanging Moss Civic Improvement Society, Inc., provide that the corporation shall issue no shares of stock, shall divide no dividends or profits among their 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."

WITNESS OUR SIGNATURES THIS the 13th day of November,

1951.

W. W. Wain

G. L. Edwards

E. J. Mize

Robert E. Briggs

C. L. Hudspeth

Chas. J. Allen

R. P. Cotting

A. H. Schmidt

A. A. Fincher

C. B. Ridgway

W. J. N. Brown

G. W. Brown

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

HANGING MOSS CIVIC IMPROVEMENT SOCIETY, INC.

1. The corporate title of said company is Hanging Moss Civic Improvement Society, Inc.

2. The names of the incorporators are:

H. V. Watkins Postoffice Jackson, Mississippi

C. S. Hudspeth Postoffice Jackson, Mississippi

R. P. Cotting 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:

**Corporation to be non-profit, non-share, membership corporation.**

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

6. The period of existence (not to exceed fifty years) is perpetual, under House Bill 282,  
Laws of Mississippi, Regular Legislative Session, 1948.

7. The purpose for which it is created:

The purpose of this corporation shall be as a civic improvement society for the promotion of the betterment of that area lying and being situated in the First Judicial District of Hinds County, Mississippi, described as bounded on the East by the Illinois Central Railroad, on the South by Cellier Avenue, on the West by Livingston Road and on the North by the lines separating Hinds and Madison Counties, Mississippi, including but not limited to securing better roads, schools, securing of churches, fire protection, protection of life and property, and generally, without limitation, the promotion of improvement of the physical, mental and moral condition of the Hanging Moss area; also the right to own property in its own name, necessary or expedient in carrying out the purpose of the corporation.

This corporation shall issue no shares of stock, shall divide no dividends or profits among their 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.

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 before the corporation may begin business.

N O N E

H. H. H. H.  
R. P. Cotting  
C. S. Hudspeeth  
 Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority H. V. Watkins,  
C. S. Hudspeth and R. P. Cotting

incorporators of the corporation known as the Hanging Moss Civic Improvement Society, 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 19 day of November, 1951

*E. N. Edwards*  
*My Commission Exp. 7/7/54*

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 20<sup>th</sup> day of November  
 A. D., 1951, together with the sum of \$10.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

*Walter L. Linder*  
 Secretary of State.

Jackson, Miss., November 20 1951

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

*J. P. Calhoun*  
 Attorney General.  
 By *W. S. McDaniel*  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HANGING MOSS CIVIC IMPROVEMENT SOCIETY, INC.

is hereby approved.

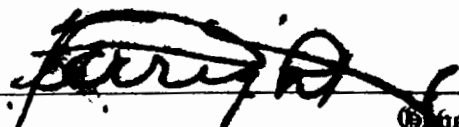
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twentieth \_\_\_\_\_ day of

November 19 51



Receipt No. 2740 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twentieth day of November, 1951.

CERTIFIED COPY OF RESOLUTION OF THE STOCKHOLDERS OF  
MILNER REALTY COMPANY, INC., A MISSISSIPPI CORPORATION

BE IT RESOLVED by the stockholders of Milner Realty Company, Inc., a Mississippi corporation, that the Charter of Incorporation of said Corporation be amended as follows, to-wit:

That Section 1 of the Charter of said Corporation be amended to read as follows, to-wit:

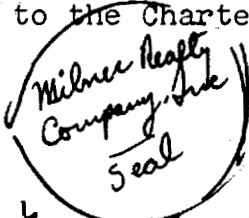
1. The corporate title of said corporation is Milner Chevrolet Insurance Agency.

That Section 7 of the Charter of said Corporation be amended to read as follows, to-wit:

7. The purpose for which it is created: To buy, sell and deal in wholesale and retail, new and used trucks, cars, tractors, road machinery and any gasoline and diesel propelled or operated vehicles or machinery; to deal in, operate, buy and sell all types of automobiles, trucks and road machinery parts, supplies and replacements; to buy, sell, own, operate, wholesale and retail, all types of government war surplus properties; to carry on a general wholesale and retail business in automobiles, trucks, tractors, road machinery and general hardware and durable goods and supplies. To own, lease or rent real estate and improvements thereon; to buy and sell notes and trade accounts; to borrow and loan money. To act as agent, general or special, for domestic or foreign corporations, individuals, partnerships, associations or other bodies, including insurance corporations, associations and bodies.

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 all amendments thereto.

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.



Myrtle R. Milner  
Secretary

R. E. Milner  
President

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. Milner and Myrtle R. Milner, the President and Secretary respectively of Milner Realty Company, Inc., who being duly sworn on oath say: That the above is a certified copy of a resolution which was adopted at a meeting of the stockholders legally called and held on the 20th day of November, 1951, 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.

R. E. Milner  
President

Myrtle R. Milner  
Secretary

Sworn to and subscribed before me this the 20th day of November, 1951.

Dee Dee Lee  
Notary Public

My commission expires:  
Jan. 17 - 1955





PROPOSED AMENDMENT TO CHARTER OF MILNER REALTY COMPANY, INC.,  
A MISSISSIPPI CORPORATION.

That Section 1 of the Charter of said Corporation be amended to read as follows, to-wit:


1. The corporate title of said Corporation is Milner Chevrolet Insurance Agency.

That Section 7 of the Charter of said Corporation be amended to read as follows, to-wit:

7. The purpose for which it is created: To buy, sell and deal in wholesale and retail, new and used trucks, cars, tractors, road machinery and any gasoline and diesel propelled or operated vehicles or machinery; to deal in, operate, buy and sell all types of automobiles, trucks and road machinery parts, supplies and replacements; to buy, sell, own, operate, wholesale and retail, all types of government war surplus properties; to carry on a general wholesale and retail business in automobiles, trucks, tractors, road machinery and general hardware and durable goods and supplies. To own, lease or rent real estate and improvements thereon; to buy and sell notes and trade accounts; to borrow and loan money. To act as agent, general or special, for domestic ~~ar~~ foreign corporations, individuals, partnerships, associations or other bodies, including insurance corporations, associations and bodies.

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 all amendments thereto.



  
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 Milner Realty Company, Inc., a Mississippi Corporation, who acknowledged that as such President of said Corporation he executed the above and foregoing proposed amendment to the Charter of Incorporation of said Corporation as his act and deed and for and on behalf of said Corporation.

Given under my hand and official seal this the 21<sup>st</sup> day of November, 1951.

Deane Levent  
Notary Public

My commission expires:  
1-17-1955

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of November

A. D., 1951, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Glenn L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 21<sup>st</sup>, 1951

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.

J. P. Coleman  
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*

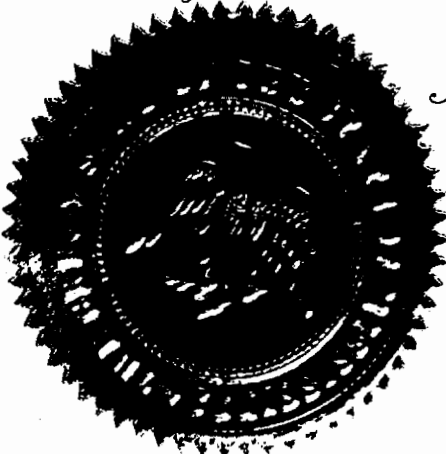
MILNER REALTY COMPANY, INC.

Changing the corporate name to

MILNER CHEVROLET INSURANCE AGENCY,

And changing purposes

*is hereby approved.*



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

November 1951

Receipt No. 2746 L

*By the Governor,*

*John L. Davis*

*Secretary of State.*

*[Signature]*

HEBER LADNER

Furnished by ~~JOHN C. 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

Tylertown Times Publishing Company

1. The corporate title of said company is Tylertown Times Publishing Company

2. The names of the incorporators are:

Lester Williams Postoffice Columbia, Mississippi

Mrs. Verna Felder Williams Postoffice Columbia, Mississippi

O. C. McDavid Postoffice Tylertown, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Tylertown, Walthall County, Mississippi

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

The authorized Capital Stock of the Corporation is \$15,000.00, divided into 150 shares of common stock of the par value of \$100.00 per share. All stock shall be common stock and the owner of any share thereof shall be entitled to all of the rights, privileges and benefits as is the owner of any other share.

5. Number of shares for each class and par value thereof: 150 shares of common stock of the par value of \$100.00 per share.

6. The period of existence (not to exceed ~~fifty years~~ is ninety-nine years) is ninety-nine years.

7. The purpose for which it is created:

To purchase, lease, or otherwise acquire lands and buildings in this state or elsewhere, on and within which to erect, equip, maintain and operate a general printing business; to publish a newspaper or newspapers; to buy and sell office supplies, and equipment; and to acquire such personal or real property as may be desired for use in connection with such business; to acquire, own and operate an engraving plant or plants, both for commercial use and sale or for private use; to sell, trade, discount and hypothecate notes, deeds of trust, mortgages, title retention contracts or other securities acquired or purchased in the operation of the corporation's business and to buy, lease, rent, sell, or mortgage or pledge or hold any real and personal property and to borrow money thereon; and to exercise all other rights and powers that may be exercised by a corporation under the laws of the State of Mississippi, 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.

Seventy-five (75) shares of Common Stock of the par value of \$100.00 per share, either in cash or property at an agreed cash value.

Lester Williams  
Mrs. Verma Felder Williams  
Cliff Williams

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Marion

This day personally appeared before me, the undersigned authority Lester J. Williams,  
Mrs. Verna Felder Williams, and O. C. McDavid

incorporators of the corporation known as the Tylertown Times Publishing 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 13<sup>th</sup> day of November

Mrs. Mattie L. Williams  
 Notary Public, Marion County,  
 Mississippi. My Commission Expires Nov. 21, 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 21<sup>st</sup> day of November

A. D., 1951, together with the sum of \$ 40.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Heber L. Adams  
 Secretary of State.

Jackson, Miss., November 21<sup>st</sup> 1951

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

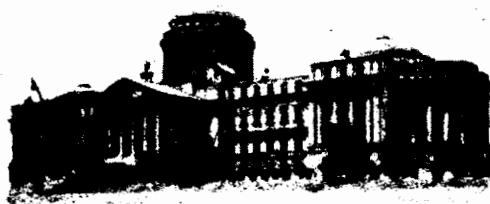
By \_\_\_\_\_

J. P. Coleman  
 Attorney General.  
James J. Vandall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

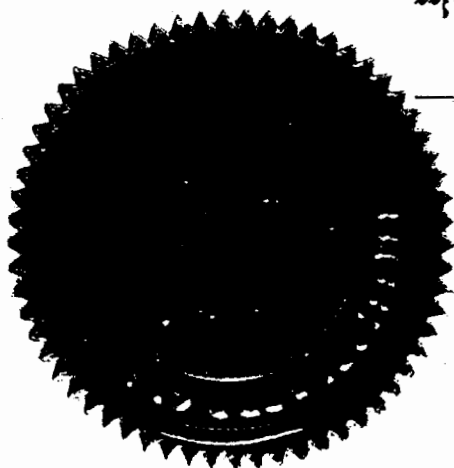
TYLERTOWN TIMES PUBLISHING COMPANY

is hereby approved.

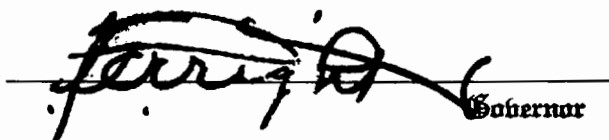
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this Twenty-first day of

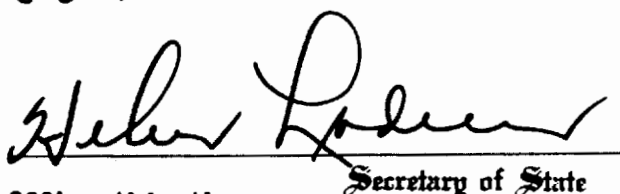
November 19 51



Receipt No. 2744 L

 Governor

By the Governor

 Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-first day of November, 1951.

THE MAN LEFT MARK INTENTIONALLY



The charter of incorporation of the  
HOME AND BUILDING SUPPLIERS., INC.

1. The corporate title of the said company is  
HOME AND BUILDING SUPPLIERS., INC.
2. The names of the incorporators are:

Mason Young	Laurel, Mississippi
M. M. Bush	Laurel, Mississippi
3. The domicile is at Laurel, Jones County, Mississippi.
4. The amount of capital stock and particulars as to  
class or classes is as follows: Two Thousand (2000)  
shares of Common Preference Stock, of no par value,  
but with a declared sales value of Twenty Dollars (\$20.00)  
per share, which may be retired in whole, or in part,  
at any time from time to time on order of the Board of  
Directors by paying the holder thereof not less than  
Twenty Five Dollars (\$25.00) per share of such Common  
Preference Stock, together with any accrued dividends  
thereon, and delivery to such stockholders on payment  
of the amount fixed by the Board of Directors, one  
share of Common Stock hereof, for each share of Common  
Preference Stock so redeemed or retired. The said  
Common Preference Stock shall be entitled to a Dividend  
if and when earned of not more than four (4) percentum of  
the declared value thereof in any one year, which dividend  
shall be cumulative and payable out of net earnings of  
the Corporation. This Common Preference Stock shall have  
a total declared value of Forty Thousand Dollars (\$40,000.00).  
There shall also be Four Thousand (4000) shares of Common  
Stock of no par value, but of a declared value of One  
Dollar (\$1.00) per share on which no dividends shall be  
paid until all of the Common Preference Stock has been

redeemed or retired. This Common Stock shall have a total declared value of Four Thousand Dollars (\$4,000.00). Common Preference Stock and Common Stock shall have equal voting privileges.

5. The number of shares of each class of stock and the par value thereof is as follows:  
Two Thousand (2000) shares of Common Preference Stock, with no par value, but with a declared redemption value of Twenty Dollars (\$20.00) per share. Four Thousand (4000) shares of Common Stock of no par value, but with a declared redemption value of One Dollar (\$1.00) per share.
6. The period of existence (not to exceed fifty years) is fifty years.
7. Two Hundred (200) shares of Common Preference Stock and One Thousand (1000) shares of Common Stock shall be subscribed and paid for in cash, or its equivalent in merchandise, before the Corporation shall commence business.
8. The purpose for which the Corporation is created.  
To carry on and conduct a general Home and Buildings Supply Business consisting of all Building Materials, Supplies and furnishings of all types and character, to construct or Build Homes and Buildings of all types and character including Repair work of all kinds on Home and Buildings of all types and character. To buy, own, sell, trade and deal in oil, gas and mineral leases; oil and gas Royalties and minerals, both producing and non-producing. To buy, own, sell, trade and deal in Building Materials of all type and character; To buy, own, sell, trade and deal in all Home and Building Furnishings of all type and character; including the manufacture, sale, and trade in either for itself or as agent for others, in lumber, millwork, furniture and building materials of all kind and nature; To buy, own, sell, manufacture,

trade and deal in all Home and Building Supplies of all types and character; To manufacture, buy, sell and deal in insecticides, janitors supplies and kindred lines, and to deal in chemical formulas and manufacture and deal in all janitors supplies, wares and merchandise; To acquire by purchase or otherwise and to hold, sell, lease, mortgage, insure, improve or rent both improved and unimproved Real Estate, and to lay out same in Townsites, Blocks or lots or other subdivisions thereof, and to acquire by purchase or otherwise, and construct, build, own, hold, lease, mortgage and convey houses and Buildings of every kind and nature whatsoever; to acquire, bond, insure, own, hold, lease, mortgage, sell and convey Real and Personal property of any kind and nature; to buy, own, acquire, insure, sell, lease, convey mortgage, and hypothecate Real and Personal Property of any kind whatsoever; to loan money and take security therefor, and to raise and borrow money by means of Notes, Bonds, Debentures, Mortgages or other evidences of indebtedness; and to issue and use stocks, bonds or other obligations of the Corporation for any object or purpose in connection with business engagements, or the promotion of its affairs, and to do any and all things necessary, proper or convenient to carry out any of the objects and purposes of the Corporation and to do any and all things not contrary to the laws of the United States of America and 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 the amendments thereto.

Witness the signatures of the incorporators this the 21<sup>st</sup> day of November A. D. 1951.

Mason Young  
M. M. Bush

STATE OF MISSISSIPPI  
COUNTY OF JONES  
SECOND DISTRICT

Personally appeared before me the undersigned authority in and for said County and State, the within named Mason Young of Laurel, Mississippi, and M. M. Bush of Laurel, Mississippi, who each acknowledged that they executed the foregoing charter of Incorporation of the Home and Building Suppliers., Incorporated on the day and year and for the purposes therein mentioned as their own act and deed.

Witness my hand and official seal, this the 21<sup>st</sup> day of Nov, 1951.



My Commission Expires Dec. 10, 1951

Sam H. Hammett  
Notary Public

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of November

A. D., 1951, together with the sum of \$98.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Robert L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 23rd, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL  
By James S. Hendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

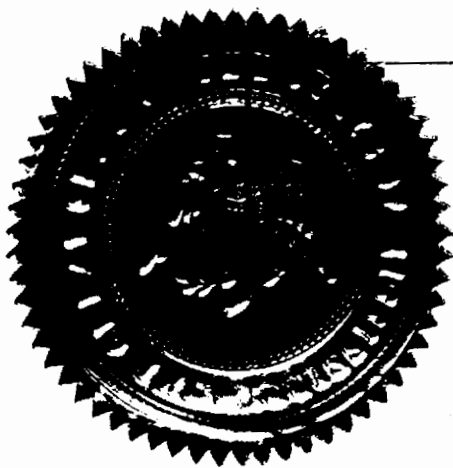
HOME AND BUILDING SUPPLIERS., INC.

is hereby approved.

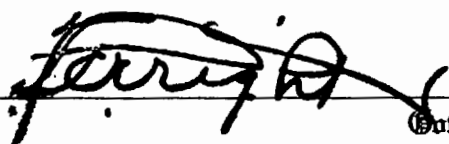
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twenty-third \_\_\_\_\_ day of

November 19 51



Receipt No. 2747 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of November, 1951.

434

RESOLUTION

"WHEREAS, the Mississippi Wholesale Tobacco Association, has heretofore been formed and operated as an unincorporated trade association, and

WHEREAS, it is the consensus of opinion of the individual members of said Association that their best interests and the interests of the said Association would be served by incorporation of said Association;

NOW THEREFORE:

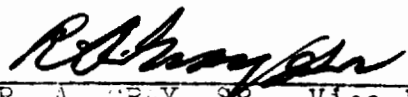
BE IT RESOLVED that Mr. J. C. Williams, Mr. R. A. Gray, Sr. and Mr. A. W. Evans, individual members of the Mississippi Wholesale Tobacco Association, be and they hereby are authorized, empowered and directed, on behalf of said Association, to take all steps which, in their discretion, appear necessary, appropriate or desirable to apply for and procure a Charter of Incorporation of the said Mississippi Wholesale Tobacco Association, incorporating said Association as a non-profit corporation in conformity with applicable provisions of Mississippi law.

BE IT FURTHER RESOLVED, that the corporate title of said Association be The Mississippi Wholesale Tobacco Association, Incorporated, and that the Charter thereof specifically provide that there shall be no capital stock, and that no shares of stock shall be issued, or profits or dividends divided among the members; and further, that there shall be no individual liability against the members for corporate debts.

BE IT FURTHER RESOLVED, that the said Mr. J. C. Williams, Mr. R. A. Gray, Sr. and Mr. A. W. Evans be, and they hereby are, authorized, empowered and directed to take such further action, subsequent to application for and procurement of said Charter, as, in their discretion, appears necessary, appropriate or advisable to complete the organization of said corporation."

I, R. A. GRAY, SR., Vice-President and Treasurer of the Mississippi Wholesale Tobacco Association, an unincorporated voluntary trade association, do hereby certify that the above and foregoing is a true, accurate and correct copy of a Resolution adopted by the membership of said Mississippi Wholesale Tobacco Association at a meeting duly called and held at the Heidelberg Hotel in Jackson, Mississippi on the 7<sup>th</sup> day of November A.D., 1951, at which a quorum was present and voting.

I, WESLEY W. WELDON, witness my signature on this, the 16<sup>th</sup> day of November A.D., 1951.

  
R. A. GRAY, SR., Vice-President and Treasurer

THE CHARTER OF INCORPORATION  
OF THE  
MISSISSIPPI WHOLESALE TOBACCO ASSOCIATION, INCORPORATED

(1) The corporate title of said Corporation is: THE MISSISSIPPI WHOLESALE TOBACCO ASSOCIATION, INCORPORATED.

(2) The names and Post Office addresses of the incorporators are:

(a) J. C. Williams, whose Post Office address is Jackson, Mississippi.

(b) R. A. Gray, Sr., whose Post Office address is Hattiesburg, Mississippi.

(c) A. W. Evans, whose Post Office address is Columbia, Mississippi.

(3) The domicile of said corporation is Jackson, First Judicial District of Hinds County, Mississippi.

(4) (a) The amount of authorized capital stock is: NONE.

(b) Full particulars as to the class or classes of stock and the number of shares for each class are: No shares of stock shall be issued.

(c) This Charter is applied for by three members of the unincorporated body heretofore known as The Mississippi Wholesale Tobacco Association, a voluntary trade association composed of certain of the wholesale tobacco and sundry distributors, dealers and jobbers within the State of Mississippi, and in conformity with the provisions of Section 5310 of the Mississippi Code of 1942, Annotated, as amended, the said three members being duly authorized on the minutes of said unincorporated voluntary trade association to apply for this Charter. There shall be no capital stock and no

shares of stock shall be issued, and no dividends or profits shall be divided or distributed among the members of said corporation. Further, said corporation shall not be required to make publication of this Charter.

(5) The period of existence of said corporation is: This Charter shall be perpetual, provided nevertheless, that the same shall be subject at all times to alterations, amendment or repeal.

(6) The purposes for which this corporation is created are: The purposes of this corporation are to unite the wholesale tobacco and sundry distributors, dealers and jobbers in the State of Mississippi into a fraternal society or organization for the purpose of inculcating and practicing just and equitable principles of trade; for establishing, maintaining and enforcing uniformity in the commercial usages of said business; for acquiring, possessing and disseminating useful and pertinent trade information pertaining to said business; for adjusting the controversies and misunderstandings which may arise between members; for cooperation with other organizations, associations, firms or individuals on programs and policies of mutual benefit; and, in general, for otherwise promoting the business welfare of the members of said corporation in the State of Mississippi. To do all and everything necessary, suitable, appropriate and proper for the accomplishment of any of the purposes, or the attainments of any of the objects, or the furtherance of any of the powers hereinabove set forth, and to do every other act or acts, thing or things, necessary, incidental or appertinent to or growing out of or connected with the aforesaid business; provided however, the same be not inconsistent with or violative of the laws under which this corporation is organized.

However, this corporation shall not be required to make publication of this Charter, and there shall be no capital stock of said corporation and no share of stock shall be issued; nor shall any



dividends or profits be declared by, divided among or distributed to the members of said corporation. Further, expulsion from membership shall be the only remedy for nonpayment of dues, and each member shall be entitled to one vote in the elections of all officers. Loss of membership in the corporation, by death or otherwise, shall terminate all interest of such member 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 corporate debts and the claims of creditors.

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

(7) The number of shares of each class of stock necessary to be subscribed and paid for before this corporation shall commence business under this Charter are: NONE.

(8) This corporation may commence business upon completion of its organization.

WITNESS THE SIGNATURES of said incorporators, on this, the 16 day of November, A.D., 1951.

J. C. Williams  
J. C. WILLIAMS  
R. A. Gray, Sr.  
R. A. GRAY, SR.  
A. W. Evans  
A. W. EVANS

STATE OF MISSISSIPPI )  
COUNTY OF FORREST )

This day personally appeared before me, the undersigned authority in and for said County and State, J. C. WILLIAMS, R.A. GRAY, SR and A. W. EVANS, incorporators under the charter of the corporation known as the MISSISSIPPI WHOLESALE TOBACCO ASSOCIATION, INCORPORATED, each of whom separately acknowledged that he did

sign and execute the above and foregoing Charter of Incorporation of said corporation on the day and year therein mentioned and for the purposes therein stated as his own free and voluntary act and deed.

WITNESS MY SIGNATURE and official seal of office on this  
day of NOV 16 1951 A.D., 1951.



H. G. Green  
NOTARY PUBLIC  
NOTARY PUBLIC  
My Commission Expires Sept. 2, 1954

Received at the office of the Secretary of State, this the 21<sup>st</sup> day of November

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 23rd, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By James S. Henderson  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

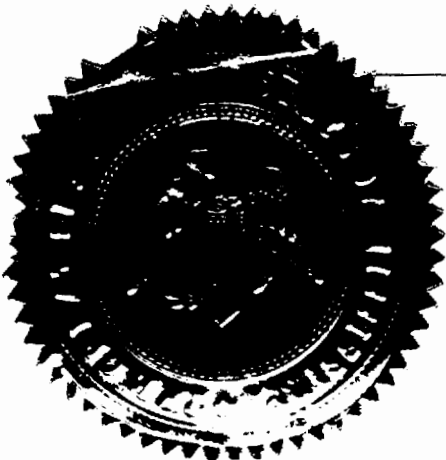
THE MISSISSIPPI WHOLESALE TOBACCO ASSOCIATION, INCORPORATED

is hereby approved.

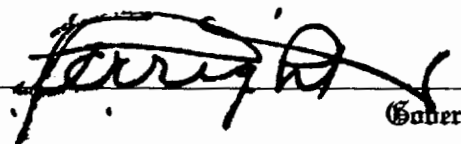
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twenty-third \_\_\_\_\_ day of

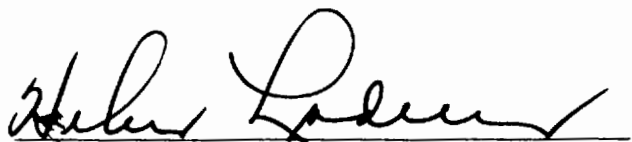
November \_\_\_\_\_ 19 51 \_\_\_\_\_



Receipt No. 2748 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of November, 1951.

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 Dixie Builders and Supply Company

2. The names of the incorporators are:

Gus B. Harrison

Postoffice Raleigh, Mississippi

W. S. Corley, Jr.

Postoffice Raleigh, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Raleigh, Mississippi

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

Fifteen Thousand Dollars of Capital Stock.

One hundred and fifty shares of the same class.

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

One Hundred and Fifty Shares of Capital Stock, all of the same  
class of the par value of \$100.00 per share.

6. Period of existence (not to exceed ninety-nine years) is Fifty Years

(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created: To own and operate a retail and wholesale building supply business to handle all articles and merchandise use in, or in connection with, the construction of houses, buildings and other structures; and to own and operate both retail and wholesale lumber yards. To buy sell, and trade in lumber, timber, wood products, builders supplies, and materials and all other materials used in or useful in the construction and building of houses, commercial buildings, and any other styled business, and to buy, own, lease, exchange, sell and operate trucks and all other type of motor vehicles. To borrow money and give notes and any other kinds of evidence of indebtedness therefor, and to execute deeds of trust, mortgages, or any other types of security for loans. To execute deeds to personal, real, or mixed property. To lend money and to take as evidence of such loans notes or other types of evidence of indebtedness, and to take mortgages, deeds of trust, or any other types of security for such loans. To engage in the business of contracting for the construction of houses, improvements, repairs and structures of all kinds, and to engage in any other type of contracting for the construction of improvements on real estate. To buy, own, lease, acquire and operate saw mills, planer mills, and any and all other kinds of woodworking and manufacturing or processing machinery and plants, and sell the products thereof.

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 before the corporation may begin business.

One-hundred and fifty shares of the same class.

*Gus B. Harrison*  
*W. B. Colby Jr.*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Smith

This day personally appeared before me, the undersigned authority in and for said County and State, Gus B. Harrison and W. S. Carley, Jr.

incorporators of the corporation known as the Smith Lumber 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 23rd day of November, 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 23rd day of Nov.

A. D., 1951, together with the sum of \$ 40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Linder  
Secretary of State.

Jackson, Miss., November 23 1951

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.

By \_\_\_\_\_

J. P. Coleman  
Attorney General  
James S. Randall  
Assistant Attorney General

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DIXIE BUILDERS AND SUPPLY COMPANY

is hereby approved.

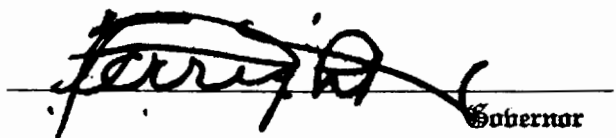
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twenty-third \_\_\_\_\_ day of

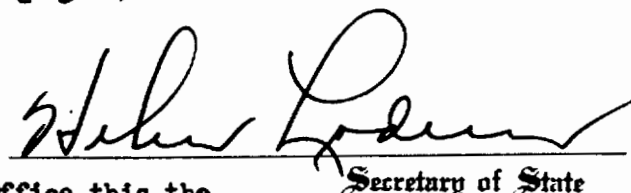
November \_\_\_\_\_ 19 51



Receipt No. 2806 L

 Governor

By the Governor

 Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of November, 1951.

## RESOLUTION

"Resolved, that Eldon L. Belton, M.D., Edgar P. Little, and J. Floyd Bradford, be and hereby are authorized by the Harrison County Crime Commission in meeting assembled this the 8th day of November, 1951, to make application to the Secretary of State of the State of Mississippi for a charter of incorporation for the Harrison County Crime Commission as a non-profit civic improvement corporation.

I, the undersigned T.L. Wallace, Secretary of the Harrison County Crime Commission, do hereby certify that the above and foregoing is a true and correct copy of a resolution adopted at the general membership meeting of said Harrison County Crime Commission on November 8, 1951, as the same appears of record in the official minutes of the Harrison County Crime Commission.

  
T.L. WALLACE, Secretary



Furnished by Huber 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

### HARRISON COUNTY CRIME COMMISSION

1. The corporate title of said company is Harrison County Crime Commission
2. The names of the incorporators are:
 

<u>Eldon L. Bolton, M. D.</u>	Postoffice <u>Biloxi, Mississippi</u>
<u>Edgar P. Little</u>	Postoffice <u>Gulfport, Mississippi</u>
<u>J. Floyd Bradford</u>	Postoffice <u>Biloxi, Mississippi</u>
	Postoffice _____
	Postoffice _____
	Postoffice _____
	Postoffice _____
	Postoffice _____
3. The domicile is at Biloxi, 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. Period of existence (not to exceed ninety-nine years) is Perpetual  
 (Non-profit corporations may have perpetual existence)

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

To suppress crime by promoting and encouraging respect for law and order, by helping to bring about better law enforcement, by fostering legislation deemed to be in the public interest and by taking all other lawful measures which appear to be necessary or proper for the improvement of conditions pertaining to crime and related problems in Harrison County, Mississippi.

This is a non-profit, civic improvement corporation. The corporation will issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make expulsion the only remedy for non-payment of dues and shall make the loss of membership, by death or otherwise, the termination of all interest of such member in the corporate assets.

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 before the corporation may begin business.

None

*Adon Walton m*  
*Edgar D. Little*  
*J. L. Bradford*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

This day personally appeared before me, the undersigned authority

Eldon L. Bolton, M.D., Edgar P. Little, and J. Floyd BradfordIncorporators of the corporation known as the Harrison County Crim Commissionwho acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 15 day of November, 1951

My Commission Expires Sept. 29, 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 19<sup>th</sup> day of NovemberA. D., 1951, 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, Miss., November 23rd 1951

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.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

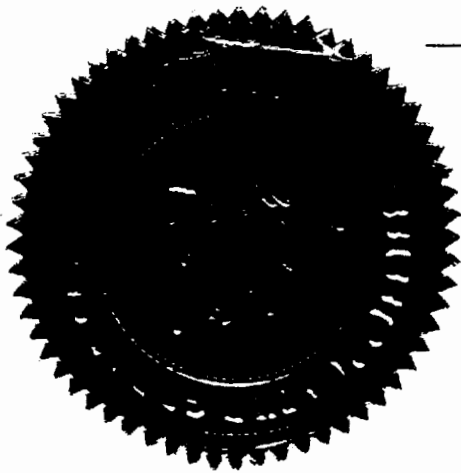
HARRISON COUNTY CRIME COMMISSION

is hereby approved.

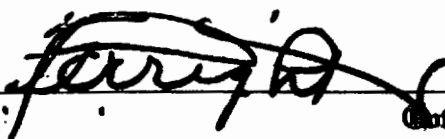
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.  
this \_\_\_\_\_ day of

November

19 51



Receipt No. 2730 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of November, 1951.

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 J L Company, Inc.

1. The corporate title of said company is The J. L. Company, Inc.

2. The names of the incorporators are:

James L. Cruise

Postoffice Jackson, Mississippi

Helen G. 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:

Two Thousand Dollars (\$2,000.00) of Capital Stock consisting of two hundred shares of Common Stock of one class of a par value of Ten Dollars (\$10.00) per share.

5. Number of shares for each class and par value thereof: Two Hundred Shares of Common Stock of one class of a par value of Ten Dollars (\$10.00) per share.

6. The period of existence ~~XXXXXXXXXXXX~~

is Ninety-nine years.

7. The purpose for which it is created:

To buy, sell, and otherwise deal in notes, stocks, bonds, or other investments, including the right to hold, buy, sell, lease, mortgage, or otherwise incumber, sell, and dispose of real and personal property of all kinds and descriptions, including timber, oil, gas and minerals; and to assume the whole or any part of the liabilities, existing or prospective, of any person, corporation, firm or association.

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, including the buying, selling, leasing, improving, and dealing in lands and tenements, and the construction and selling of houses and buildings.

To act as broker or agent for any person or corporation in the sale, purchase, lease, rental, or management of real and personal property, including the right to advertise in any manner and to solicit property to handle as such broker or agent, and to generally conduct a real estate agency and brokerage business.

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire and deal in real and personal property of every name and nature, including stock and securities of another corporation, to loan money and take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

To carry on and conduct a general contracting, construction or building business, either for itself or for others, including the designing, constructing, enlarging, repairing, remodeling, or otherwise engaging in any work upon residences, buildings, roads, sidewalks, and the like; to execute contracts or receive assignment of contracts therefor, or relating thereto; also to manufacture and furnish the building material and supplies connected therewith.

To hold, own, use, mortgage, lease, sell, or in any other manner to dispose of personal property and real estate, of every name and nature; to borrow money and to pledge the assets of the corporation as security therefor; to contract freely with all persons, firms and corporations to the same extent as through a natural person, and to engage in any other lawful business in connection with the operation of this corporation and in furtherance of the purposes for which this corporation is created.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, or obtainment of any of the objects, or the furtherance of any of the powers hereinbefore 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 pertinent to or growing out of or connected with the aforesaid business or purposes, or any part or parts thereof; provided, the same be not inconsistent with the laws under which this corporation is organized.

To engage in the business of the manufacture and sale of lumber, lumber products and building materials; to engage in the logging business; to engage in the business of buying and selling land, timber and timber products; to engage in the naval stores business; to engage in the manufacture of doors, windows, blinds, sash and like building materials; to own and operate sawmills, planing mills, shingle mills, handle mills, and other forms of woodworking machines; to buy, own and sell real estate; to engage in the building and selling of houses and in the operating of housing projects; to export and import under authority of law all merchandise of all kinds not prohibited by law; to operate logging roads, tram roads, and all forms of motor vehicles; to engage in the business of acting as brokers and agents; to engage in the business of borrowing and lending money and to issue notes, bonds, and debentures and secure same by mortgage, pledge or otherwise, to engage in the construction business, with the power and authority to do all things which may be lawfully done in aid of the said business or any one of them;

To engage in the business of owning, buying, selling and leasing of lands and real property of any kind, including timber, oil, gas, and minerals and mineral rights and royalties, and to exercise all powers, rights and privileges, not contrary to law, incident to the ownership of such property;

To own and operate lumber yards, wholesale and retail, for the sale of lumber and timber products, and other building materials, including nails, steel, sheet metal, glass, shingles, paint, and all other materials incident to the construction and hardware business.

To the end that it shall cover the entire lumbering field in all of its aspects.

The powers hereby granted may be exercised by this corporation within the State of Mississippi, and within all other states, territories and possessions of the United States of America and the District of Columbia by complying with the laws of such other localities.

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.

James L. Cruise  
William G. Cruise

\_\_\_\_\_  
 INCORPORATORS.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority James L. Cruise and Helen G. Cruise

incorporators of the corporation known as ~~the~~ XXX The J L Company, Inc.

who acknowledged that ~~the~~ XXX (they) signed and executed the above and foregoing articles of incorporation as ~~the~~ XXX (their) act and deed on this the 24<sup>th</sup> day of November

My Commission Expires June 12, 1954

*James L. Cruise*  
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 23<sup>rd</sup> day of November  
A. D., 1951, together with the sum of \$ 20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Helen G. Cruise*

Secretary of State.

Jackson, Miss., November 23rd, 1951

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.

*J. P. Coleman*  
Attorney General.

By \_\_\_\_\_

*James J. Randall*  
Assistant Attorney General.

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



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

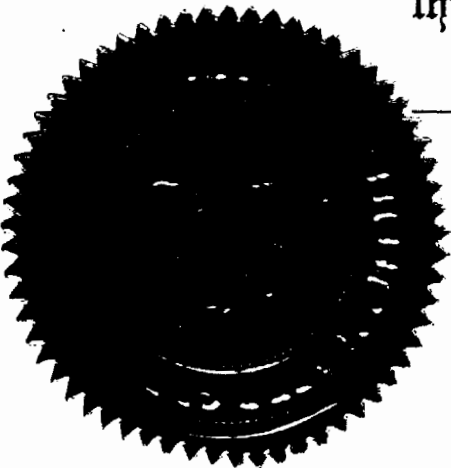
THE J L COMPANY, INC.

is hereby approved.

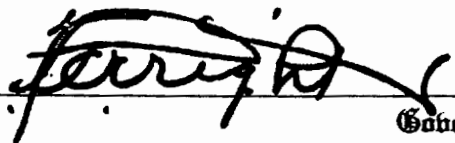
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this Twenty-third day of

November 19 51



Receipt No. 2750 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-third day of November, 1951.

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BE IT REMEMBERED that at a special meeting of the stockholders of the Madison County Country Club of Madison County, Mississippi, duly called and held on the 27th. day of September 1951, at 7:30 P. M., a full quorum being present, the following resolution was duly offered and adopted by a majority of the voting stock of the Madison County Country Club, to-wit:

"BE IT RESOLVED that the Charter of Incorporation of Madison County Country Club as amended on May 31, 1944, and as amended on January 20, 1947, be further amended by striking Paragraph 4 therefrom, and substituting for said Paragraph 4 the following:

'4. The amount of authorized capitol stock is \$40,000.00 divided into four hundred (400) shares, each share of the par value of \$100.00. All of said stock shall be common stock. The corporation shall have authority through by-laws to place restrictions upon the sale of stock to others than those already owning stock therein.'

"BE IT FURTHER RESOLVED that the President and Secretary of said corporation be and they hereby are authorized, empowered and directed to take all necessary legal steps to effect said amendment."

I, ROBERT A. CARSLY, the duly authorized and acting Secretary of the Madison County Country Club, hereby certify that the above and foregoing is a true and correct excerpt from the minutes of the special meeting of the stockholders of the Madison County Country Club held on the 27th. day of September 1951.



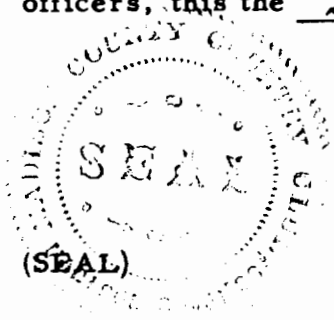
Robert A. Carly  
Secretary

AMENDMENT TO CHARTER  
OF  
MADISON COUNTY COUNTRY CLUB

Pursuant to a resolution adopted by the stockholders of the Madison County Country Club at a special meeting held on the 27th. day of September 1951, a certified copy of which resolution is hereto attached, the Charter of Incorporation of the Madison County Country Club as amended on May 31, 1944, and as amended on January 20, 1947, is hereby further amended by striking Paragraph 4 therefrom and substituting therefor the following:---

"4. The amount of authorized capitol stock is \$40,000.00 divided into four hundred (400) shares, each share of the par value of \$100.00. All of said stock shall be common stock. The corporation shall have authority through by-laws to place restrictions upon the sale of stock to others than those already owning stock therein."

Witness the signature and seal of said corporation by its duly authorized officers, this the 23<sup>rd</sup> day of November 1951.



H. C. Roberts  
President

Robert A. Carsley  
Secretary

STATE OF MISSISSIPPI

COUNTY OF MADISON

Personally appeared before me, the undersigned officer duly commissioned and qualified to administer and certify acknowledgments in and for said county and state, H. C. ROBERTS and ROBERT A. CARSLEY, personally known to me to be President and Secretary, respectively, of Madison County Country Club, a corporation, who acknowledged that as such officers of said corporation, they signed, sealed and delivered the above and foregoing amendment to charter on the day and year therein mentioned, as and for the act and deed of said corporation.

Given under my hand and official seal this the 23<sup>rd</sup> day of November 1951.

My commission expires May 2-1953

W. B. Gilbert  
Notary Public

Received at the office of the Secretary of State, this the

24<sup>th</sup> day of November

A. D., 1951, together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

November 24<sup>th</sup>, 1951

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.

J. P. Coleman  
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* \_\_\_\_\_

THE MADISON COUNTY COUNTRY 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 af-  
fixed, this* Twenty-fourth *day of*

November 1951

Receipt No. 2807 L

*By the Governor.*

*John L. Davis*

*Secretary of State.*

*[Signature]*

Recorded in the Secretary of State's Office this the twenty-sixth day of November, 1951.

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

ACORN, INCORPORATED IN MISSISSIPPI, 1914.

1. The corporate title of said company is Acorn, Incorporated.

2. The names of the incorporators are:

Earl McDonald Postoffice Acorn, Miss.

Mrs. Thela McDonald Postoffice Acorn, Miss.

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Acorn, Mississippi.

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

150,000 shares of common stock.

5. Number of shares for each class and par value thereof: 150,000 shares of common stock

a par value of \$1.00 each share.

6. Period of existence (not to exceed ninety-nine years) is perpetual

(Non-profit corporations may have perpetual existence)

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

The purpose for which this corporation shall be created shall be for the acquiring by purchase, lease or otherwise, constructing, maintaining, leasing, and operating a telephone exchange system, and public and private telephone lines, for the transmission of local and long distance telephone messages, and in general the receiving and transmitting intelligence by electricity for all purposes, and the doing of a telephone business within the Town of Ackerman and within the County of Choctaw, State of Mississippi, and the acquiring, holding, using, selling, and leasing of all rights, franchises, patents, machinery, and apparatus pertaining to such business, within said Town and County, and the acquiring, holding, using, selling, and leasing all rights, franchises, patents, machinery, and apparatus pertaining to such business.

And further for the purpose of paying for any property, real or personal, this corporation may acquire or purchase with shares of the capital stock, bonds or other obligations or securities of the corporation, or to issue its shares of stock in exchange therefor, and to borrow money, and to issue, sell or pledge its obligations and evidences of indebtedness, and to mortgage or pledge its property and franchises to secure the payment thereof and for the purpose of securing for this corporation the rights and powers in addition to the foregoing conferred by Chapter 4, Title 21, Code of Mississippi of 1942, 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 before the corporation may begin business.**

And the undersigned, the undersigned being 100 shares of common stock at a par value of \$10.00 per share, shall be subscribed and paid for by the corporation shall begin business.

Earl McDonald  
Mrs. Thelma M. McDonald

Incorporators.



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Choctaw

This day personally appeared before me, the undersigned authority \_\_\_\_\_

Earl McDonald

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 \_\_\_\_\_, 19\_\_\_\_

Louise Smith - Chancery Clerk  
By: Hue Stephens J. C.Thy Com. Ex. Jan. 1, 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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 26<sup>th</sup> day of Nov.A. D., 1951, together with the sum of \$ 130.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.Helen L. L. L.

Secretary of State.

Jackson, Miss.,

November 26, 1951

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.

By \_\_\_\_\_

J. P. Coleman  
Attorney General.  
James E. Randall  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ACKERMAN TELEPHONE 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 \_\_\_\_\_ day of

NOVEMBER

19 51



Receipt No. 2810 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the twenty-sixth day of  
November, 1951.

MINUTES OF A MEETING OF THE  
MISSISSIPPI STATE RETAIL OPTICAL ASSOCIATION

The meeting was called to order and thereupon,  
C. Earnest was nominated and unanimously  
elected as Temporary Chairman, and H. I. J. Appel,  
was nominated and unanimously elected as Temporary Secre-  
tary and Treasurer of the meeting.

The temporary officers took their places and  
the meeting was called to order and the purpose of the  
meeting was stated by the Temporary Chairman to be the  
advisability of the organizing and incorporating of an  
organization to be known as the Mississippi State Retail  
Optical Association.

The Temporary Chairman stated the purposes of  
such organization to be as follows:

"(a) The members desire to associate themselves  
together as a non-profit organization for scientific,  
fraternal, beneficial and educational purposes.

(b) To organize, establish and maintain a State  
Association, composed of optometrists, and individuals,  
firms, partnerships and corporations engaged in the retail  
optical business; to collect, assemble and distribute  
scientific information to its members and thereby provide  
more efficient service to the public.

(c) To promote and maintain such cooperation  
among its members as will advance their mutual interests  
and to cooperate on mutual problems peculiar to the optical  
business and beneficial to the general public.

(d) To inspire thoughtful study of the retail optician's economic function and the observance of high business standings as embodied in a Code of Ethics and Trade Practices.

(e) To promote and foster a program of scientific information and to disseminate this information to its members; to build a sound public relations and further develop public confidence by eliminating commercial evils and unsound policies and practices."

Thereupon, the following Resolution was introduced in words and figures as follows, to-wit:

#### RESOLUTION

"WHEREAS, it appears to the best interest of the optometrists and individuals, firms, partnerships and corporations engaged in the retail optical business to organize themselves and incorporate under the Laws of the State of Mississippi, and

"Whereas, such an organization would serve to organize, establish and maintain a State Association, composed of optometrists and individuals, firms, partnerships and corporations, engaged in the retail optical business, and would serve to collect, assemble and distribute scientific information to its members and thereby provide more efficient service to the public, and

"WHEREAS, such an organization would also serve to promote and maintain cooperation among its members and will advance their mutual interests and cooperation on mutual problems peculiar to the optical business and beneficial to the general public, and

- 3 -

"WHEREAS, such an organization would serve to inspire thoughtful study of the retail optician's economic function and the observance of high business standings as embodied in a Code of Ethics and Trade Practices, and

"WHEREAS, such an organization would also serve to promote and foster a program of scientific information and to disseminate this information to its members, and to build a sound public relations and further develop public confidence by eliminating commercial evils and unsound policies and practices.

"NOW, THEREFORE, it is declared to be the sense of this body that an association is hereby organized in accordance with the above named objects and purposes.

"BE IT FURTHER RESOLVED that C. Earnest  
H. T. Hagberg, and  
J. S. Sward, three of the  
 members of this meeting be and they are hereby authorized  
 by this organization to apply for the charter of incorporation of the Mississippi State Retail Optical Association, and are further authorized to do any and all things that may be necessary or proper for the obtaining of said charter and the establishing of said corporation as a going concern, in accordance with the Laws of the State of Mississippi."

After discussion, the foregoing Resolution was unanimously adopted, all members present voting "Aye".

- 4 -

There being no further business, the meeting  
was adjourned.

L. Ernest  
TEMPORARY CHAIRMAN

H. T. Kappel  
TEMPORARY SECRETARY  
AND TREASURER

STATE OF Calif  
COUNTY OF Jefferson

I, H. T. Kappel, Temporary Secretary  
and Treasurer, do hereby certify that the foregoing consti-  
tutes a full, true and correct copy of the minutes of a  
meeting of the Mississippi State Retail Optical Association,  
held at Heidelberg Hotel on the 15 day of  
Sept, 1956 as the same appears and remains  
of record upon the minutes of said association in my custody.

WITNESS my signature, this the 23 day of  
Sept, 1957

H. T. Kappel  
TEMPORARY SECRETARY  
AND TREASURER.

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

### MISSISSIPPI STATE RETAIL OPTICAL ASSOCIATION

1. The corporate title of said company is Mississippi State Retail Optical Association.

2. The names of the incorporators are:

C. Ernest, Postoffice 675 Ponce De Leon Ave, New Orleans,  
Louisiana.

A. T. Kappal, Postoffice 20th St. at 4th Avenue, N., Birming-  
ham, Alabama.

T. S. Sward, Postoffice P.O. Box 165, Monroe, Louisiana.

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 corporation shall issue no shares of stock, shall divide no dividends or profits amongst 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: The corporation shall issue  
no shares of stock and shall divide no dividends or  
profits among its members.

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

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

(a) The members have associated themselves together as a non-profit organization for scientific, fraternal, beneficial and educational purposes.

(b) To organize, establish and maintain State Association, composed of optometrists, and individuals, firms, partnerships and corporations engaged in the retail optical business; to collect, assemble and distribute scientific information to its members and thereby provide more efficient service to the public.

(c) To promote and maintain cooperation among its members as will advance their mutual interests and to cooperate on mutual problems peculiar to the optical business and beneficial to the general public.

(d) To inspire thoughtful study of the retail optician's economic function and the observance of high business standings as embodied in a Code of Ethics and Trade Practices.

(e) To promote and foster a program of scientific information and to disseminate this information to its members; to build a sound public relations and further develop public confidence by eliminating commercial evils and unsound policies and practices.

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 before the corporation may begin business.

The corporation shall issue no shares of stock, and shall divide no dividends or profits among its members.

C. Ernest

C. ERNEST

A. T. Kappel

A. T. KAPPEL

T. Sward

T. SWARD

Incorporators.



## ACKNOWLEDGMENT

*Georgia*  
~~LOUISIANA~~  
 STATE OF ~~MISSISSIPPI~~  
~~PARISH OF~~ *County of Fulton*  
 County of ~~ORLEANS~~

This day personally appeared before me, the undersigned authority \_\_\_\_\_

C. ERNEST

Incorporators of the corporation known as the Mississippi State Retail Optical Association,  
 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<sup>th</sup> day of November, 1951.

*J. J. Skinner*  
 My Commission expires  
 May 26, 1953.

~~ALABAMA~~  
 STATE OF ~~MISSISSIPPI~~  
 County of JEFFERSON

This day personally appeared before me, the undersigned authority A. T. KAPPEL,

Incorporators of the corporation known as the Mississippi State Retail Optical Association,  
 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<sup>st</sup> day of November, 1951.

~~LOUISIANA~~  
 STATE OF ~~MISSISSIPPI~~  
~~PARISH OF~~ GUACHITA  
 County of \_\_\_\_\_

Notary Public Jeff. Co., Ala.  
 My Commission Expires  
 September 19, 1956

This day personally appeared before me, the undersigned authority T. E. Sward,

Incorporators of the corporation known as the Mississippi State Retail Optical Association,  
 who acknowledged that (he) ~~(they)~~ signed and executed the above and foregoing articles of incorporation as  
 (his) ~~(their)~~ act and deed on this the 19<sup>th</sup> day of November, 1951.

*William B. Jackson*

Received at the office of the Secretary of State this the \_\_\_\_\_ day of \_\_\_\_\_

A. D., 19\_\_\_\_, together with the sum of \$\_\_\_\_\_ deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., November 26<sup>th</sup> 1951

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

By \_\_\_\_\_

*J. P. Coleman*  
 Attorney General.  
*James J. Randall*  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

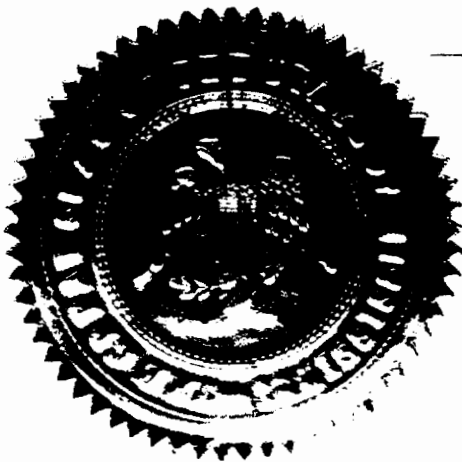
MISSISSIPPI STATE RETAIL OPTICAL ASSOCIATION

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 TWENTY-SIXTH day of

NOVEMBER 19 51



Receipt No. 2724 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-sixth day of November, 1951.

## THE CHARTER OF INCORPORATION OF LADEN DEVELOPMENT COMPANY, INC.

1. The corporate title of said company is "Laden Development Company, Inc."
2. The names and addresses of the incorporators are

Name	Address
R. E. Collins	Laden, Mississippi
<del>Walter</del> W. H. Shuffield	Laden, Mississippi
F. A. Reed	Laden, Mississippi
E. H. Foster	Laden, Mississippi
W. C. Sanders	Laden, Mississippi

3. The domicile of the corporation in this State is:

The office of Laden Development Company, Inc., in the Town of Laden, Cktibbeha County, Mississippi.

4. The amount of the authorized capital stock is \$10,000.00, consisting of 100 shares of par value of \$100.00 per share, *all common stock.*

5. The period of existence is 99 years.

6. The purposes for which the corporation is created, not contrary to law, are:

- (a) To acquire by purchase or lease or otherwise own, hold, buy, sell, convey, lease, mortgage or incumber real estate or other property, personal and mixed.
- (b) To survey, subdivide, plat, improve and develop lands and construct buildings thereon for purposes of sale, lease or otherwise, and to do and perform all things needful and lawful for the development and improvement of the same for residence, trade, business or renting or leasing or sale for profit, and to sell same for cash or on terms and accept notes secured by trust deeds therefor.
- (c) Within limitations prescribed by law to exercise all powers conferred by Chapter 4, Title 21, Mississippi Code of 1942 and amendments thereto.

7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business are 60.

8. The first meeting of the corporation is intended for the purpose of organizing the corporation and electing officers. The first meeting of the corporation shall be held at the Town Hall in the Town of Laden, Mississippi, at 7:00 o'clock on the 7th day of December, 1941.

*Walter H. Shuffield*  
\_\_\_\_\_  
*F. A. Reed*  
\_\_\_\_\_

*E. H. Foster*  
\_\_\_\_\_  
*W. C. Sanders*  
\_\_\_\_\_

STATE OF MISSISSIPPI  
 OHTIBBEHA COUNTY

Personally appeared before me, the undersigned authority of law in and for said County and State, the within named R. H. Collins, ~~E. M.~~ <sup>W. H.</sup> Shuffield, P. A. Reed, E. H. Foster and W. C. Sanders who acknowledged that they signed and delivered the foregoing Articles of Incorporation on the date therein mentioned.

Witness my hand and seal this the 24 day of November, 1951.

My Commission Expires Jan. 20, 1952

Received at the Office of the Secretary of State this the 24 day of November, 1951, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder  
 Secretary of State

Jackson, Miss., November 26<sup>th</sup>, 1951

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

J. P. Coleman  
 Attorney General

by James S. Kendall  
 Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MABEN DEVELOPMENT COMPANY, INC.

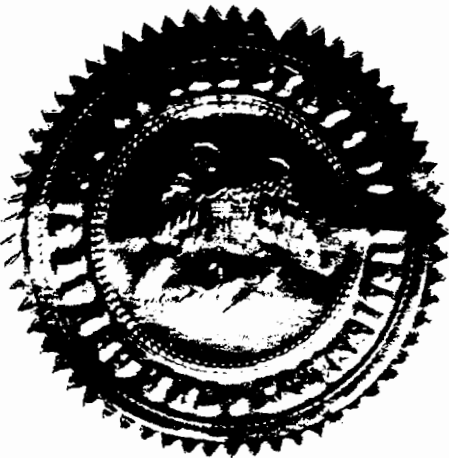
is hereby approved.

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

this TWENTY-SIXTH day of

NOVEMBER

19 51



Receipt No. 2814 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-seventh day of November, 1951.

## ARTICLES OF ASSOCIATION AND INCORPORATION

o f

## THE BAIRD PURCHASING ASSOCIATION (AAL)

The undersigned, all being producers of agricultural products, do hereby voluntarily associate together for the purpose of forming and organizing a cooperative association with capital stock under the provisions of Title 19, Chapter 5, Article 1, of the Mississippi Code of 1942, with all the rights, powers, privileges, and immunities given or permitted by such statute or by other laws of the State of Mississippi relating to such corporations; and for that purpose do hereby adopt these Articles of Association and Incorporation:

ARTICLE I

The name of the association shall be The Baird Purchasing Association (AAL).

ARTICLE II

The domicile of the association shall be Baird in Sunflower County, Mississippi, where its principal office will be located.

ARTICLE III

The period of existence of the association shall be fifty (50) years from and after the date of its incorporation.

ARTICLE IV

The association shall be organized and operated under the provisions of Title 19, Chapter 5, Article 1, of the Mississippi Code of 1942, being Sections 4475 through 4493, inclusive, and amendments thereto.

ARTICLE V

The purpose of the association shall be primarily to engage in the business of owning, leasing, renting, operating and maintaining warehouses, fertilizer storage tanks, oil storage tanks, fertilizer mixing and seed processing plants, storing agricultural products for the public and members, buying, selling, storing, shipping, processing and otherwise handling cotton, cottonseed, cottonseed products, fertilizers, poisons, fuels, fencing materials and other agricultural products and agricultural supplies, and any and all supplies needed in agriculture or in farm homes, and doing and all other things incident to or necessary for the operation and conduct of said business or businesses for and on account of its members; to maintain and operate plants, offices, and facilities of all kinds necessary for the conduct of its business; however, in addition to the above, it may engage in all other kinds of business with, for, and on account of, its members authorized or permitted to associations organized and operated under the above mentioned statute and amendments thereto. The association may engage in any part or all of its activities with non-members, provided that such business shall not be greater in value than the business conducted by it for its members.

ARTICLE VI

The association shall have all the powers, privileges, rights, and immunities granted, authorized, or allowed to associations organized and operated under the provisions of said Title 19, Chapter 5, Article 1, 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 insofar as they are not in conflict with the expressed 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 \$2,000.00 shall be common stock divided into 200 shares at a par value of \$10.00 each; and \$ 48,000.00 shall be preferred stock divided into 480 shares of the 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; and no person, firm, or corporation shall own or hold at any one time more than one share of such common stock, or shall have more than one vote in transacting business at meetings of the stockholders, except as hereinafter provided. The common stock shall not bear dividends. No purported transfer of common 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. The voting rights of any holder of common stock who ceases to be eligible to hold such stock shall be suspended immediately upon the finding of the Board of Directors that such holder is ineligible to hold such stock; and the voting rights of any holder of common stock who fails to patronize the association for a period of two consecutive years, or who violates any of the terms and conditions of the uniform membership agreement, by-laws, or rules and regulations of the association, may be suspended by a majority vote of the Board of Directors. The association shall have the right to call in and retire the common stock of any holder whose voting rights have been suspended by the Board of Directors at par or appraised value, whichever is less, as determined by the Board of Directors; and upon failure of the holder to present the certificate evidencing such stock when so called the association may cancel the same on its books by providing for the payment thereof on demand. In the event of dissolution or liquidation of the association, the holders of common stock shall be entitled to receive the par value of their common stock before any distribution is made on any book credits, hereinafter provided, but after all preferred stock has been retired at par value, plus any dividend declared thereon and unpaid.

**Section 3.** The preferred stock of the association may be owned by producers qualified to hold common stock; or by associations, federations, or corporations organized under said Title 19, Chapter 5, Article 1, of the Mississippi Code of 1942, and amendments thereto or whose purposes and operations are in harmony with said statute. Such stock shall bear non-cumulative dividends as the Board of Directors may declare, not to exceed 6% per cent per annum. In the discretion of the Board of Directors, all dividends on preferred stock, or any part thereof, may be paid in cash or in additional certificates of preferred stock and/or credits on preferred stock. The preferred stock shall carry only such voting rights as are required by Section 194 of the Mississippi Constitution of 1890, and such stock, or any part thereof, may be called and/or redeemed or retired by order of the Board of Directors from time to time. Such stock shall be retired in the order of original issue by fiscal years, in whole or in part on a pro rata basis, except when the Board of Directors of the association determines it to be to the advantage of the association to retire certain certificates out of date order. All such preferred stock retired under call of the Board of Directors shall be paid for in cash at the par value thereof, plus any dividends declared thereon and unpaid; and such stock shall not bear dividends after the date fixed in the call for its retirement. Upon distribution of the assets of the association, in the event of dissolution or liquidation, the holders of preferred stock shall be entitled to receive the par value of their preferred stock, plus any dividends declared thereon and unpaid, before any distribution is made on common stock. If any holder of preferred stock becomes ineligible to hold the same under the provisions of this charter, the association shall take up such shares and issue in lieu thereof a non-voting certificate of indebtedness. Such certificates issued in lieu of preferred stock shall bear the same rate of interest as the preferred stock and shall be redeemable at the time the preferred stock which it replaces would normally have been retired.

**Section 4.** 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 properly authorized, and only upon approval of the Board of Directors. The association shall pay a lien on all stock then on any dividends declared thereon for any indebtedness of the holder thereof to the association. In the event of the 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 dividends declared thereon and unpaid.



Section 5. In addition to the ownership evidenced by issued and outstanding capital stock, the association may establish capital accounts on its books to evidence ownership arising from operations. The association may retain for any corporate purpose all or any part of the net savings which shall be allocated to the patrons in accordance with the provisions for allocating and distributing net savings stipulated in the by-laws. Such amounts of the net savings as may be retained for corporate purposes shall be carried on the books of the corporation as capital credits, shall be transferrable only upon approval of the Board of Directors, and shall be subject to such classification and further conditions as may be provided in the by-laws. Such capital credits may bear such rate of interest or different rates for different classes, not exceeding 6% per cent per annum, as the Board of Directors may authorize, without any obligation on the part of the Board of Directors to declare or the association to pay interest thereon. Such capital credits shall be evidenced by either preferred stock or by certificates of equity without voting right, in such form or forms as the Board of Directors may prescribe, which forms shall be consistent with the conditions contained herein, and such conditions as may be provided in the by-laws. In the sole discretion of the Board of Directors, any interest on such capital credits as may be authorized or any part thereof may be paid in additional capital credits.

#### ARTICLE VIII

The management of the business and affairs of the association shall be vested in a Board of Directors consisting of five (5) persons, each of whom shall be the holder in good standing of one fully paid share of common stock of the association, but the number thereof may be increased or decreased at any annual meeting of the stockholders; provided, however, that the number of directors shall never be more than seven (7), nor less than (5). Directors shall be elected at each annual meeting of the stockholders from their own number for such terms as may be provided in the by-laws.

#### ARTICLE IX

The association shall be operated on a cooperative basis without profit to it and is authorized to retain from sales proceeds of farm products and from the 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 valuation reserves; and
2. For dividends on preferred stock and interest on capital credits evidenced by certificates of equity.

The remainder of all sales proceeds and all gross receipts or deposits, after the retention of the amounts above authorized for expenses, dividends, and interest, shall be allocated to the patrons of the association on a patronage basis. From such allocations the association may retain an amount for capital purposes, as provided in Article VII, Section 5, of these Articles.

#### ARTICLE X

There shall be no personal liability of any officer, stockholder, or director for any of the obligations of the association, except such liabilities as may be imposed by law or assumed by contract.

#### ARTICLE XI

This association may begin business whenever as many as ten of the undersigned incorporators shall have each paid for one share of common stock.

WITNESS the signature of the undersigned incorporators, in duplicate, this the

17 day of November, 1951.

John R. Baird

*John R. Baird*



J. C. Baird, Jr.

J. W. Watkins

J. E. Mann

G. C. Scroggins

W. G. Griffin

W. L. Jackson, Jr.

M. S. Riddell

Hobbs Farms

By: Edgar Hobbs

W. L. Jackson

*J. C. Baird, Jr.*  
*J. W. Watkins*  
*J. E. Mann*  
*G. C. Scroggins*  
*W. G. Griffin*  
*W. L. Jackson, Jr.*  
*M. S. Riddell*  
*Edgar Hobbs*  
*W. L. Jackson*

STATE OF MISSISSIPPI

COUNTY OF Sunflower

This day personally appeared before me, the undersigned authority for and within the Said County and State, the above named J. C. Baird, J. C. Baird, Jr., J. W. Watkins, J. E. Mann, G. C. Scroggins, W. G. Griffin, W. L. Jackson, Jr., and Riddell, Edgar Hobbs, and W. L. Jackson, Sr., who acknowledge that they signed and delivered the above and foregoing articles of association and incorporation on the day and date therein mentioned as their act and deed.

WITNESS my hand and seal of office this the 17 day of Nov., 1951.

*R. E. Zurner*  
 Notary Public

My Commission Expires Mar. 13, 1954

# 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 **THE BAIRD PURCHASING 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 27th day of November, 1951, and one Photostat copy thereof recorded in this office in Record of Incorporations/Book No. Thirty, at page 474-478, 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 27th day of November, 1951

*Heber Ladner*

Secretary of State.

Ex Receipt No. 2818 L

## R E S O L U T I O N

WHEREAS, the Pass Road Baptist Church, Gulfport, Mississippi, is desirous of making application to the Honorable Heber Ladner, Secretary of State, for a charter of incorporation in order that the said Pass Road Baptist Church may act as an individual legal entity; therefore

BE IT RESOLVED, at this a regular meeting of the members of the Pass Road Baptist Church, un-incorporated, that Ralph H. Case V. J. Rounsaville and Fred R. Shiffa are hereby directed and empowered to make application for a charter of incorporation, as is provided for by the laws of the State of Mississippi, to the Secretary of State, for such Charter of Incorporation.

The resolution was duly moved, seconded and carried.

The Undersigned Clerk and pastor of the unincorporated Pass Road Baptist Church, do hereby certify that the above resolution was adopted by said church at its regular meeting held Nov. 4, 1951, at its regular meeting place located on Pass Road Gulfport, Mississippi. Witness our signatures this, 4th day of November, 1951

*Mrs. J. M. Faircloth*  
Clerk

*Rev. Thomas F. Henry*  
Pastor

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

### PASS ROAD BAPTIST CHURCH

1. The corporate title of said company is Pass Road Baptist Church
2. The names of the incorporators are:
 

<u>Ralph H. Case</u>	<u>Postoffice</u>	<u>Gulfport, Mississippi</u>
<u>V. V. Rounsaville</u>	<u>Postoffice</u>	<u>" "</u>
<u>Fred B. Shible</u>	<u>Postoffice</u>	<u>" "</u>
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
3. The domicile is at Gulfport, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof: none

The corporation shall issue no shares of stock, shall divide no dividends or profits among its members, shall vest in each member the right to one vote in the election of all officers, shall make expulsion the only remedy for non-payment of dues, and shall make the loss of membership, by death or otherwise, the termination of all interest of such member in the corporate assets.

5. Number of shares for each class and par value thereof: none

6. Period of existence (not to exceed ninety-nine years) is perpetual, being a non-profit  
 (Non-profit corporations may have perpetual existence) corporation

7. The purpose for which it is created: To promote the study of the Holy Bible, and to teach the observance of the precepts and commands as they are exemplified and set forth in the Holy Bible; and also in the study and teaching of such precepts, examples and commands it shall be the purpose to follow these always in our religious worship; to aid in the spread and adoption of the Christian Faith among all peoples in accordance with the principles, precepts, commands and tenets of the Baptist Church.

The application of the charter by the undersigned three members of the un-incorporated Baptist Church of Gulfport, Mississippi known as the Pass Road Baptist Church, has been authorized by a duly adopted resolution hereto annexed, of the said Baptist Church.

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 before the corporation may begin business.

none

*V. V. Rounsomer*  
*Ralph H. Cox*  
*Ored R. Shible*

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

This day personally appeared before me, the undersigned authority Ralph H. Case, V. V.  
Bounsaville and Fred R. Shible

incorporators of the corporation known as the Pass Road Baptist Church  
 who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as  
~~(his)~~ (their) act and deed on this the 24 day of November, 1951

Public  
 My Commission Expires Feb. 2, 1954  
 STATE OF MISSISSIPPI  
 County of \_\_\_\_\_

R. H. Case  
Ralph H. Case  
Fred R. Shible

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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27<sup>th</sup> day of November  
 A. D., 1951, together with the sum of \$10.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Heber L. Linder  
 Secretary of State.

Jackson, Miss., November 27th 1951

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.

J. P. Coleman  
 Attorney General.  
 By James S. Hardall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PASS ROAD BAPTIST CHURCH

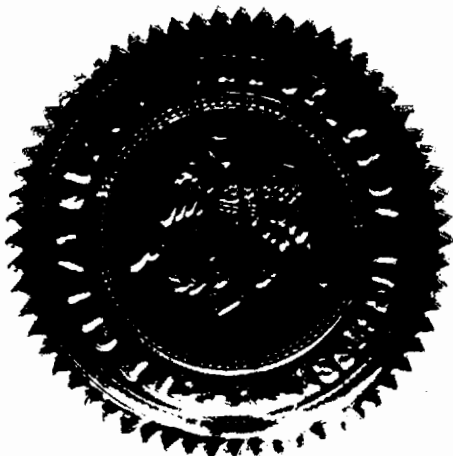
is hereby approved.

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

this TWENTY-SEVENTH day of

NOVEMBER

19 51



Receipt No. 2816 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-seventh day of November, 1951.

Secretary of State

# THE CHARTER OF INCORPORATION OF

## PEARL LOAN BROKERS, INC.

The undersigned hereby unite and associate themselves and execute the following charter of incorporation:

1. That M. M. Slaydon, Ray M. Stewart, and Tate Thigpen, and their associates, successors and assigns are hereby created and constituted a body corporate, by the name and style of the corporate title of PEARL LOAN BROKERS, INC..

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

M. M. Slaydon	Picayune, Mississippi
Ray M. Stewart	Picayune, Mississippi
Tate Thigpen	Picayune, Mississippi

3. The domicile of this corporation shall be at Picayune, in the County of Pearl River, State of Mississippi.

4. The period of existence of this corporation shall be ninety-nine years.

The purposes for which this corporation is created are:

Acting as the broker or agent of borrowers in obtaining loans of money upon promissory notes, commercial paper accounts, invoices, choses in action, interest in estates, contracts, mortgages on real or personal property, pledges of personal property, and other evidence of indebtedness of persons, firms or corporations, and owning, holding, or conveying such real estate as may be necessary in the operation of this business; doing a general brokerage business; to act as agent or factor for any person, firm or corporation.

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, encumber, lease, hire and deal in real and personal property of every name and nature, including stocks and securities of other corporations, to loan money and to take securities for the payment of all sums due the corporation, and to sell, assign and release such securities.

For itself or as agent or correspondent for others, to deal in stocks, bonds, commercial paper, mortgages and other securities, to manage estates and property, and to conduct a general insurance agency and a general real estate and rental business, including buying,



selling, leasing, improving and dealing in lands and tenements, and the construction and selling of houses and buildings. To take, acquire and hold stock in any other corporation.

In general, to carry on any other business in connection with the foregoing and to have and to exercise all the powers conferred by the laws of the State of Mississippi upon corporations, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

6. The capital stock of the corporation shall be Ten Thousand (\$10,000.00) Dollars, divided into One Hundred (100) Shares of the par value of One Hundred (\$100.00) Dollars each, <sup>all common stock.</sup> Subscriptions to said capital stock may be paid for either in cash or in property.

7. The management of the corporation shall be entrusted to such number of directors as may be established and determined from time to time by vote of a majority of the stock issued and outstanding. The directors shall be elected annually by and from the stockholders. A majority of the directors shall constitute a quorum for the transaction of business. A president, vice-president, secretary and treasurer shall be elected by and from the directors, and said offices may be combined into any combination or combinations desired by the directors. Officers so elected shall hold office until their successors are elected and qualified. The directors shall have power to fill any vacancy in their number occasioned by death, resignation, or otherwise. Said directors shall have power, further, to make and enact all by-laws and regulations necessary for the control and management of the affairs of the corporation and its property, and may alter or renew by-laws or other regulations made by them as they may deem wise.

8. All questions legally submitted at any meeting of the stockholders shall be decided by a majority vote of all stockholders present in person or by proxy. At such meetings one vote shall be allowed for each share of stock held, but all elections of directors or managers of the corporation shall conform to and be in accordance with the laws of the State of Mississippi applicable thereto.

9. No stockholder in the corporation shall be in any way liable for debts of the corporation beyond the amount due by him, her or it on any unpaid subscription to the stock of said corporation.

10. Books of subscription to the capital stock of said corporation may be opened by any two of said stockholders. Upon subscriptions being taken to said stock to the extent of Five Thousand (\$5,000.00) Dollars, the corporation may organize, elect directors and enter upon the transaction of business.

WITNESS our hands on this, the 26th day of November, 1951.

M. M. Slaydon  
M. M. SLAYDON

Ray M. Stewart  
RAY M. STEWART

Tate Thigpen  
TATE THIGPEN

STATE OF MISSISSIPPI

COUNTY OF PEARL RIVER

This day came and personally appeared before me, the undersigned authority at law, in and for the aforesaid jurisdiction, the within named M. M. SLAYDON, RAY M. STEWART, AND TATE THIGPEN, who acknowledged that they signed, executed and delivered the above and foregoing instrument of writing on the day and date and for the purposes therein mentioned as the free and voluntary act and deed of each.

GIVEN under my hand and official seal of office on this, the 26th day of November, 1951.

Louise Oliver

NOTARY PUBLIC

MY COMMISSION EXPIRES:

NOTARY PUBLIC  
PEARL RIVER COUNTY, MISSISSIPPI  
My Commission Expires Nov. 20, 1955



Received at the office of the Secretary of State, this the 27<sup>th</sup> day of November

A. D., 1951, together with the sum of \$30<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams  
SECRETARY OF STATE

Jackson, Miss.

November 27, 1951

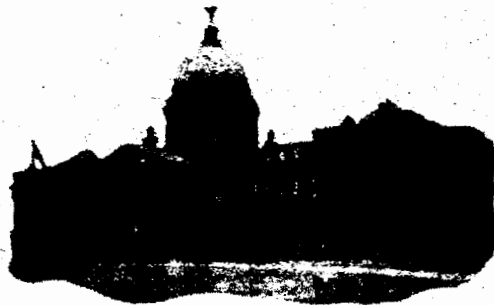
I have examined this \_\_\_\_\_ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. B. Coleman  
ATTORNEY GENERAL.

By James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PEARL LOAN BROKERS, INC.

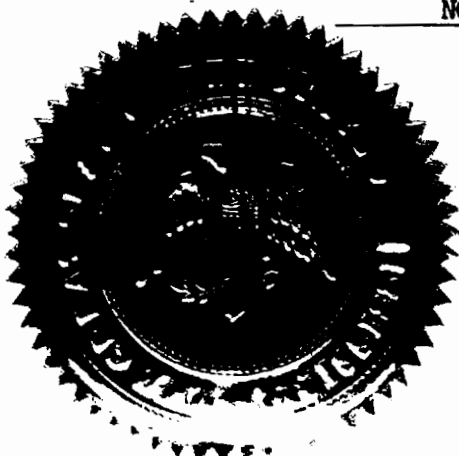
is hereby approved.

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

this TWENTY-SEVENTH day of

NOVEMBER

1951



Receipt No. 2820 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-seventh day of November, 1951.

STATE OF MISSISSIPPI

TO CHARTER

HARVEY'S RESTAURANT OF GREENVILLE, INC.

THE CHARTER OF INCORPORATION

OF

HARVEY'S RESTAURANT OF GREENVILLE, INC.

1. The corporate title of said Company is:

Harvey's Restaurant of Greenville, Inc.

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

Harvey P. Hoover, Greenville, Mississippi  
Kenneth F. Edwards, Greenville, 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:

\$5,000.00, all common stock, consisting of 50  
shares having a par value of \$100.00 per share.

5. The period of existence (not to exceed 99 years) is 99 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 the business of owning, leasing, and operating restaurants, tap rooms, and drug stores, including the buying and selling of cigars, cigarettes, candies, soft drinks, and other beverages sale of which is not prohibited by law, and other kinds of articles and things which may be required for the purpose of engaging in a general restaurant business, or which may be commonly supplied or dealt in by persons engaged in any such business, or which may be profitably dealt with in connection with the operation of a general restaurant business, a general drug store business, or a general tap room business; and to do and engage in all business, 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, lease, convey, mortgage, or otherwise dispose of real estate and personal property and any interest therein, including such items as restaurant equipment, trucks and automobiles, 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 10 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 26th day of November, 1951.

Harvey P. Hoover

Kenneth F. Edwards

STATE OF MISSISSIPPI:

COUNTY OF WASHINGTON:

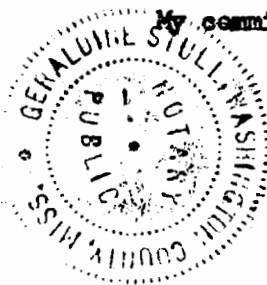
Personally appeared before me, the undersigned authority in and for said state and county, the within named Kenneth F. Edwards and Harvey P. Hoover, incorporators of the corporation known as Harvey's Restaurant of Greenville, Inc., who acknowledge that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 26th day of November, 1951.

Given under my hand and official seal, this the 26th day of November, 1951.

Geraldine Stull  
Notary Public

My commission expires Jan 8, 1953.

(SEAL)



Received at the office of the Secretary of State, on this the 27<sup>th</sup>  
 day of November, 1951, together with \$20<sup>00</sup> deposited  
 to cover the recording fee, and referred to the Attorney General for  
 his opinion.

Heber Lodner  
 Secretary of State

Jackson, Mississippi.

November 27th, 1951

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 27<sup>th</sup> day of November, 1951.

J. B. Coleman  
 Attorney General of Mississippi

By: James J. Kendall  
 Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

HARVEY'S RESTAURANT OF GREENVILLE, INC.

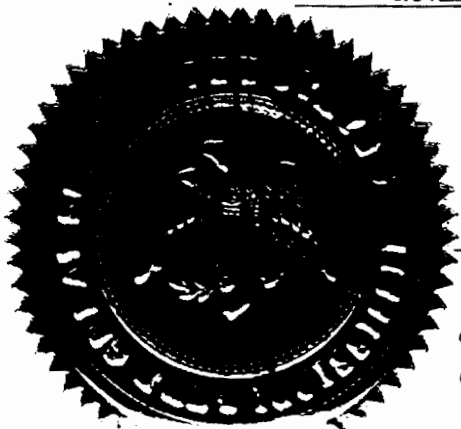
is hereby approved.

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

this \_\_\_\_\_ TWENTY-SEVENTH \_\_\_\_\_ day of

NOVEMBER

19 51



Receipt No. 2819 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-seventh day of November, 1951.



## THE CHARTER OF INCORPORATION

-of-

McINGVALE-McNEESE, INCORPORATED

----

1. The corporate title of said company is McIngvale-McNeese, Inc.
2. The names of the incorporators are:
 

George C. McIngvale	Post Office	Starkville, Mississippi
John Dennis McNeese	Post Office	Starkville, Mississippi
Will E. Ward	Post Office	Starkville, Mississippi
3. The domicile is at Starkville, Oktibbeha County, Mississippi.
4. The amount of capital stock is Ten Thousand (\$10,000.00) Dollars, consisting of Ten Thousand Dollars of common stock.
5. The par value of shares is Fifty (\$50.00) Dollars per share.
6. The period of existence (not to exceed 99 years) is 99 years.
7. The purposes for which it is created are:

To conduct a general insurance supervisory business, representing and acting as managers and general agents for fire insurance companies, life, health and accident companies, casualty and surety companies, and other similar companies, associations and societies, and to supervise, manage and direct the business of such companies in the capacity of general agent or manager in the State of Mississippi and elsewhere in the writing of fire insurance, windstorm, property damage, and extended coverage insurance on real property; life, accident and health and industrial insurance; fire, windstorm and comprehensive coverage on household furniture and furnishings, personal effects, business appliances, furniture, fixtures and supplies; casualty and surety coverage, and all general insurance lines usually, normally and customarily written in conventional local insurance agencies.

To act for and on behalf of companies, as hereinbefore

enumerated, representing the same in the capacity of manager or general agent, to do and perform for and on behalf of such companies all acts and things necessary or convenient in promoting and carrying on their businesses throughout the territory being handled and managed for such companies; and to conduct and manage, organize, promote, extend and supervise such businesses in compliance with the insurance laws and the rules and regulations of governmental agencies charged with the administration of such laws within the jurisdictions in which such operations are conducted.

To enter into contracts with insurance companies, associations and societies, for the representation as hereinbefore outlined, and under authority of such contracts to select, appoint and supervise agents and solicitors throughout the territory and to deal through such agents in soliciting and writing insurance contracts as hereinbefore defined, and in collecting premiums therefor; all subject to the approval and regulations of the various regulatory bodies in the several states in which such agency is exercised.

To acquire and own property, real, personal and mixed; to borrow money and give security therefor; and to do and perform all other acts and things necessary and useful in the conduct of the business aforesaid.

The rights and powers that may be exercised by said corporation in addition to those hereinbefore enumerated are those conferred by the provisions of Chapter 308 of the Laws of Mississippi of 1950.

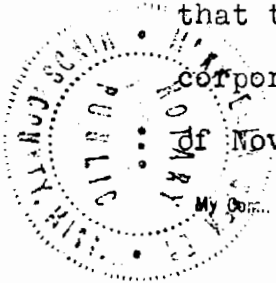
8. The number of shares of the capital stock of said corporation that shall be paid before said corporation shall commence business shall be One Hundred (100) Shares.

George C. McIngvale  
John Dennis McNeese  
Will E. Ward.  
 Incorporators.

STATE OF MISSISSIPPI

COUNTY OF HINDS      I

Personally appeared before me, the undersigned notary public in and for said county and state, George C. McIngvale, John Dennis McNeese and Will E. Ward, who each acknowledged that they signed and executed the foregoing articles of incorporation as their voluntary act and deed on this the 27th day of November, 1951.



Mary Ella Spencer  
 Notary Public.

Received at the office of the Secretary of State this the 27th day of November, 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder  
 Secretary of State

Jackson, Mississippi, November ~~27th~~, 1951.

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.

J. P. Calahan  
 Attorney General  
 BY James S. Kendall  
 Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

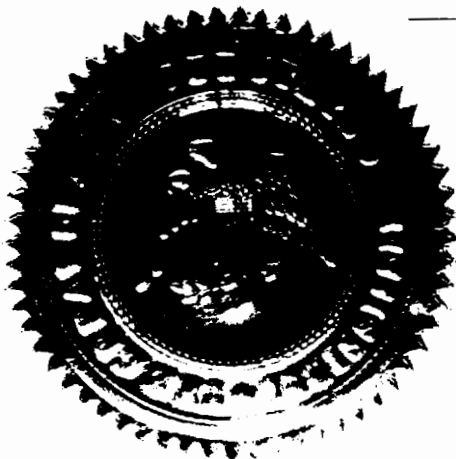
McINGVALE-McNEESE, INC.

is hereby approved.

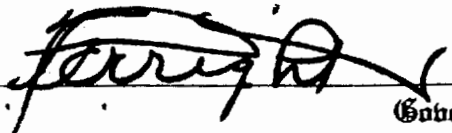
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.  
this \_\_\_\_\_ TWENTY-EIGHTH \_\_\_\_\_ day of

NOVEMBER

1951



Receipt No. 2822 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-eighth day of November, 1951.

STATE OF MISSISSIPPI

COUNTY OF JONES

TO THE HONORABLE HEBER LADNER, SECRETARY OF STATE:

We, Charles T. Walters, President and G. B. Landrum, Secretary-Treasurer of Landrum Auto Parts, Inc., a corporation domiciled in the City of Laurel, County and State aforesaid, do hereby certify the following to be a true and correct copy of a resolution unanimously adopted and approved by the stockholders of said corporation at a special meeting held on November 9, 1951, properly called for the purpose of considering said resolution as the same appears of record in the minutes of said Special Stockholders' Meeting, to wit:

"BE IT RESOLVED, That Whereas, for purposes of business expediency the name of the corporation should be changed from Landrum Auto Parts, Inc. to Landrum-Welch Auto Parts, Inc.

THEREFORE, Be it resolved that this corporation amend its Charter of Incorporation in the following particulars:

1. Article 1 shall be amended to read as follows:

"The corporate title of said company is Landrum-Welch Auto Parts, Inc."

Upon motion duly made and seconded, the foregoing resolution was unanimously adopted and approved, those voting "AYE" being Charles T. Walters, G. B. Landrum and Earl S. Welch; those voting "NAY" being none.

There being no further business, the meeting adjourned."

Given under our hand and official seal of said corporation on this the 26<sup>th</sup> day of November, A. D., 1951.



Charles T. Walters  
PRESIDENT

G. B. Landrum  
SECRETARY-TREASURER

APPLICATION TO AMEND CORPORATION CHARTER

THE STATE OF MISSISSIPPI

TO THE HONORABLE HEBER LADNER, SECRETARY OF STATE:

Landrum Auto Parts, Inc., a corporation, makes this application, acknowledged by its proper officers, to amend its Charter of Incorporation in the following particulars:

1. Article 1 shall be amended to read as follows:

"The corporate title of said company is  
Landrum-Welch Auto Parts, Inc."

In support and as a part hereof, the applicant submits a duly authenticated copy of proposed amendment and a resolution of the stockholders of Landrum Auto Parts, Inc., adopting and approving the proposed amendment, said copy being under seal of the corporation.

LANDRUM AUTO PARTS, INC.

BY: Charles L. Walters  
PRESIDENTBY: E. B. Landrum  
SECRETARY-TREASURER

STATE OF MISSISSIPPI

COUNTY OF JONES

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, CHARLES T. WALTERS and G. B. LANDRUM, President and Secretary-Treasurer respectively of Landrum Auto Parts, Inc., a corporation, who acknowledged that they signed, sealed and delivered the foregoing Application to Amend Corporation Charter of Landrum Auto Parts, 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 the 26<sup>th</sup> day of November, 1951.



Jane M. Isence  
Notary Public.

Received at the office of the Secretary of State, this the 28<sup>th</sup> day of November

A. D., 1951, together with the sum of \$ 10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

November 28<sup>th</sup>, 1951

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.

J. P. Coleman  
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*

LANDRUM AUTO PARTS, INC. changing name to

LANDRUM-WELCH 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 af-  
fixed, this* TWENTY-EIGHTH *day of*

NOVEMBER

19 51

Receipt No. 2823 L

By the Governor.

*John L. Davis*

Secretary of State.

*[Signature]*



RESOLUTIONS AND ORDER

WHEREAS, appears to the Mayor and Board of Aldermen of the Town of Marks, Mississippi, that the population of the said Town of Marks is now 2209 according to the 1950 Federal Census, and

WHEREAS, it appears to the Mayor and Board of Aldermen that the Town of Marks should now be classified as a City in accordance with the Laws and Statutes of the State of Mississippi, classifying as Cities all Municipalities with populations of 2000 and over.

NOW THEREFORE IT IS HEREBY RESOLVED, ORDERED AND ADJUDGED by the Mayor and Board of Aldermen of the Town of Marks that the Town of Marks now has a population of 2209 according to the 1950 Federal Census and that said Town of Marks is now and hereafter adjudged to be a City in accordance with the Laws of the State of Mississippi, and shall be hereafter called and known as the City of Marks.

The above Resolution and Order was read and considered Section by Section and as a whole and the same was unanimously adopted by the Mayor and Board of Aldermen by the Town of Marks at this the Regular November, 1951 meeting of said Mayor and Board of Aldermen.

SO ORDERED AND ADJUDGED on this the 6th day of November, 1951.

Howard C. Langford /s/  
\_\_\_\_\_  
MAYOR

ATTEST:

Hazel G. Wagner /s/

\_\_\_\_\_  
CLERK

STATE OF MISSISSIPPI  
COUNTY OF QUITMAN  
TOWN OF MARKS

I, Hazel G. Wagner, Clerk of the Town of Marks, do hereby certify that the above and foregoing Order and Resolution is a true and correct copy of said Order and Resolution as it appears on the minutes of said Town of Marks Minute Book in Minute Book No. 6 at Page 9.

Witness my signature on this the 15th day of November, 1951.

*Hazel G. Wagner*  
\_\_\_\_\_  
CLERK

# State of Mississippi



## office 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 MARKS

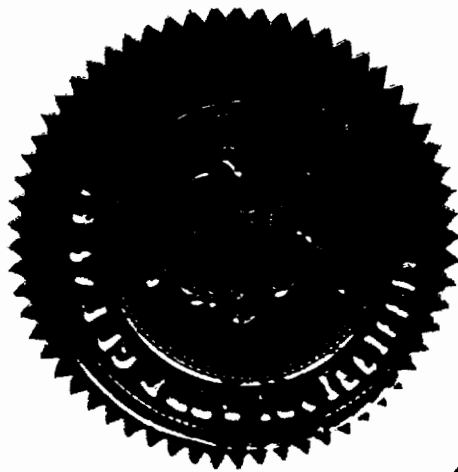
An Order of the Mayor and Board of Aldermen of the Town of Marks, Mississippi, classifying the Municipality as the

CITY OF MARKS

was pursuant to the provisions of ~~Article XX, Section 1~~ CHAPTER 491, OF THE LAWS OF Mississippi of 1950,  
~~1950~~ recorded in the Records of Incorporations in this office, in

PHOTO-STAT BOOK, NUMBER THIRTY,

PAGES 501-502.



*Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this*  
TWENTY-NINTH day of NOVEMBER, 1951.

*Heber Ladner*  
\_\_\_\_\_  
SECRETARY OF STATE

## ARTICLES OF ASSOCIATION AND INCORPORATION

of

EAST CENTRAL DAIRIES, (AAL)

The undersigned, all being producers of agricultural products, do hereby voluntarily associate together for the purpose of forming and organizing a cooperative association under the provisions of Title 19, Chapter 5, Article 1, being Sections 4475-4493 of the Mississippi Code of 1942, with all the rights, powers, privileges, and immunities given or permitted by such statute or by other laws of the State of Mississippi relating to such corporations; and for that purpose do hereby adopt these Articles of Association and Incorporation:

ARTICLE I

The name of the association shall be EAST CENTRAL DAIRIES, (AAL)  
(AAL).

ARTICLE II

The domicile of the association shall be Newton, in  
Newton County, Mississippi, where its principal office will be located.

ARTICLE III

The period of existence of the association shall be fifty (50) years from and after the date of its incorporation.

ARTICLE IV

The association shall be organized and operated under the provisions of Title 19, Chapter 5, Article 1, of the Mississippi Code of 1942, being Sections 4475 through 4493, inclusive, and amendments thereto.

ARTICLE V

The purposes of the association shall be primarily to engage in the business of  
Merchandising milk and its products. Receiving, Cooling, Storing,  
Transporting and processing milk for its members.

and doing any and all other things incident to or necessary for the operation and conduct of said business or businesses for and on account of its members; to maintain and operate plants, offices, and facilities of all kinds necessary for the conduct of its business; however, in addition to the above, it may engage in all other kinds of business with, for, and on account of, its members authorized or permitted to associations organized and operated under the above mentioned statute and amendments thereto. The association may engage in any part or all of its activities with non-members, provided that such business shall not be greater in value than the business handled by it for its members.

ARTICLE VI

The association shall have all the powers, privileges, rights, and immunities granted, authorized, or allowed to associations organized and operated under the provisions of said Title 19, Chapter 5, Article 1, being Sections 4475-4493 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 insofar as they are not in conflict with the expressed provisions of the law under which the association is organized.

ARTICLE VII

Section 1. This association shall have no capital stock, but membership therein shall be evidenced by membership certificates to be issued under the terms and conditions prescribed by the Board of Directors and the by-laws.

Section 2. Any person, firm, or corporation engaged in the production of agricultural products to be handled by or through the association, including lessees and tenants of land used for the production thereof, and the lessors and landlords who receive as rent all or a part of the crop raised on the leased premises, may, subject to the approval of the Board of Directors, become a member of this association by entering into a membership agreement with the association in the form prescribed by the Board of Directors, and by paying a membership fee, if required by the by-laws. Membership in the association shall be personal to the member and shall not be transferable, seizable, or inheritable. New members shall be entitled to share in the property of the association in accordance with the general rules set out in Section 5 of this Article.

Section 3. The voting rights in the association shall be equal and each member shall have only one vote.

Section 4. The association is authorized to issue and sell to its members and others certificates of indebtedness for the purpose of raising capital funds with which to engage in business. Such certificates of indebtedness shall be in the form prescribed by the Board of Directors and may bear interest at the rate prescribed by the Board of Directors, but in no event to exceed 5% per cent per annum, without any obligation on the part of the Board to declare or the association to pay interest thereon. Certificates of indebtedness shall carry no voting rights and may be retired in the discretion of the Board of Directors, as provided in the by-laws of the association. All other debts of the association, both secured and unsecured, shall be entitled to priority over all outstanding certificates of indebtedness, and upon liquidation or dissolution of the association, after the payment of all other debts, the outstanding certificates of indebtedness shall be retired in full or on a prorata basis, without priority before any payments are made on certificates of equity.

Section 5. The property rights and interest of the members of this association shall be unequal and shall be determined on an annual basis in the proportion that the patronage of each member bears to the total patronage of the association, with proper allowance made for any capital evidenced by certificates of indebtedness. Such property rights and interest of each member shall be redetermined annually and shall be entered as capital credits in the books of the association; and such capital credits shall be evidenced by certificates of equity in such form as may be prescribed by the Board of Directors. Such capital credits, or certificates issued in evidence thereof, shall bear such rate of interest (in no event to exceed 5% per cent) 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 and the association to pay any interest thereon. No member of the association shall ever be individually liable for any of the debts of the association. This provision, however, shall in no manner affect any debts lawfully contracted between the association and such members.

- 3 -

Section 6. During the existence of this association, the certificates of indebtedness and certificates of equity shall be payable or retireable only as follows:

Whenever, in the opinion of the Board of Directors, the capital funds of the association are in excess of the amount deemed necessary for its sound financial operation, the Board may recall and redeem or retire an amount of the oldest certificates of indebtedness or certificates of equity equal to such excess; provided that in such retirement, the certificates of indebtedness shall be retired in preference to capital credits or certificates of equity.

The Board of Directors shall have the authority to charge any losses or impairment of capital against (1) the capital credits or certificates of equity; (2) the certificates of indebtedness of members and patrons covering the patronage of particular years on the basis which the Board determines to be just, fair, and equitable.

#### ARTICLE VIII

The management of the business and affairs of the association shall be vested in a Board of Directors consisting of five persons, each of whom shall be a member of the association in good standing, but the number thereof may be increased or decreased at any annual meeting of the members; provided, however, that the number of directors shall never be more than five, nor less than five. Directors shall be elected at each annual meeting of the members from their own number for such terms as may be provided in the by-laws.

#### ARTICLE IX

This association shall be operated without profit, and is authorized to retain from the sales proceeds of farm products and from the gross receipts or deposits for farm supplies and other goods and services furnished only such amounts as are necessary and adequate.

- (a) For all expenses, including provision for depreciation and other valuation reserves;
- (b) For interest on certificates of indebtedness and on certificates of equity, if any.

The remainder of all sales proceeds and other gross receipts or deposits, after the retention of the amounts authorized for expenses, shall be allocated to the patrons of the association on a patronage basis. From each such allocation the association may retain such amounts as are necessary for the further capitalization of the association. The amounts so retained for capital purposes shall be entered as capital credits on the books of the association and evidenced by certificates of equity, as provided in Article VII, Section 5, hereof.

#### ARTICLE X

There shall be no personal liability of any officer, member, or director for any of the obligations of the association,

WITNESS the signature of the undersigned incorporators, in duplicate, this the

27th day of November, 19 51.

A. S. Mason

Mason Lennell

E. T. Mason

Lloyd Aring

July W. Majure

H. R. Chapman

M.B. Simmons Harold B. Mason  
Jodie Bradford Robert H. Lay  
D.L. Caraway  
H.P. Williams  
Henry M. Lay  
J.C. Yarbrough

STATE OF MISSISSIPPI

COUNTY OF

Newton

This day personally appeared before me, the undersigned authority for and within the said County and State, the above named A.S. Mason, E.T. Mason, Irby W.

Majure, Mason Dennis, Loyd Arrington, H.R. Chapman, M.B. Simmons, Jodie

Bradford, D.L. Caraway, H.P. Williams, Henry M. Lay, J.C. Yarbrough,

Harold Mason, Robert H. Lay

who acknowledged that they signed and delivered the above and foregoing articles of association and incorporation on the day and date therein mentioned as their act and deed.

WITNESS my hand and seal of office this the 27 day of November, 1951.



M.E. Walton

Official Title

Notary Public

My commission expires May 14, 1954

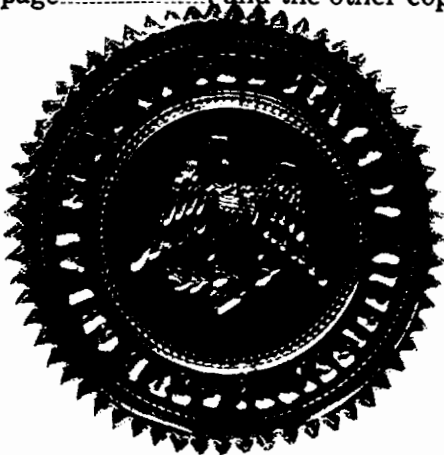
# State of Mississippi



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 EAST CENTRAL DAIRIES, (AAL)

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 29th day of November, 1945, and one copy thereof recorded in this office in Record of Incorporations/Book No. Thirty, at page 503-507 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 29th day of November, 1945.

*Heber Ladner*  
 Secretary of State.

Doc Receipt No. 2831 L

"Be it resolved that the Charter of Incorporation of S. J. Bertucci & Company of Jackson, as originally issued, be amended to read as follows:

"That Article 1 be amended to read as follows:

"1. The corporate title of said Company is  
CAPITAL CITY BEVERAGES, INC.

"That Article 3 be amended to read as follows:

"3. The domicile is at Jackson, Hinds County,  
Mississippi.

"That the other articles be and the same remain  
as originally granted including any and all amend-  
ments thereto.

"Be it further resolved that the President be  
authorized to execute an amendment to the Articles  
of Incorporation, with the attestation of the Sec-  
retary."

I, B. M. Schloegel, Secretary of the above corporation,  
do hereby certify that the above and foregoing is a true and cor-  
rect copy of the Resolution passed by the Stockholders of said  
corporation at a Stockholders' meeting November 26, 1951, as same  
appears on the Minutes of the corporation of which I am the offi-  
cial custodian.

Witness my signature and the Seal of the corporation,  
this the 26th day of November, 1951.



  
B. M. Schloegel, Secretary  
S. J. BERTUCCI & COMPANY OF JACKSON



AMENDMENT TO THE CHARTER OF INCORPORATION  
OF  
S. J. BERTUCCI & COMPANY OF JACKSON

That the Charter of Incorporation of S. J. Bertucci & Company of Jackson be amended to read as follows:

That Article 1 be amended to read as follows:

1. The corporate title of said Company is CAPITAL CITY BEVERAGES, INC.

That Article 3 be amended to read as follows:

3. The domicile is at Jackson, Hinds County, Mississippi.

That the other articles be and the same remain as originally granted including any and all amendments thereto.

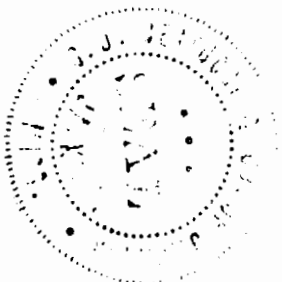
Witness the signature and seal of the corporation, this the 27th day of November, 1951.

S. J. BERTUCCI & COMPANY OF JACKSON

BY *S. J. Bertucci* President

ATTEST:

*B. M. Schaefer*  
Secretary



STATE OF MISSISSIPPI

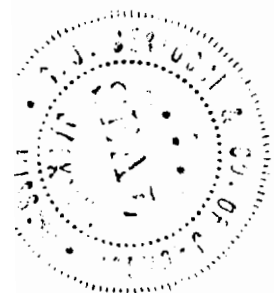
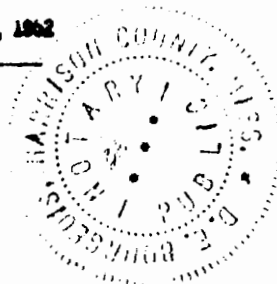
COUNTY OF HARRISON

Personally came and appeared before me, the undersigned authority in and for said County and State and while within my official jurisdiction, the within named S. J. Bertucci and B. M. Schloegel, who acknowledged that they are the President and Secretary, respectively, of S. J. Bertucci & Company of Jackson, a corporation, and that as such officers, for and on behalf of said corporation, executed the above and foregoing amendment to the Charter of Incorporation of S. J. Bertucci & Company of Jackson, 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 27th day of November, 1951.

  
Notary Public

My Commission Expires: My Commission Expires February 21, 1952



Received at the office of the Secretary of State, this the

29<sup>th</sup> day of November

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Heber L. Adams*  
 SECRETARY OF STATE

Jackson, Miss.,

November 29<sup>th</sup>, 1951

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.

*J. P. Coleman*  
 ATTORNEY GENERAL.

By

*James S. Wendall*  
 Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

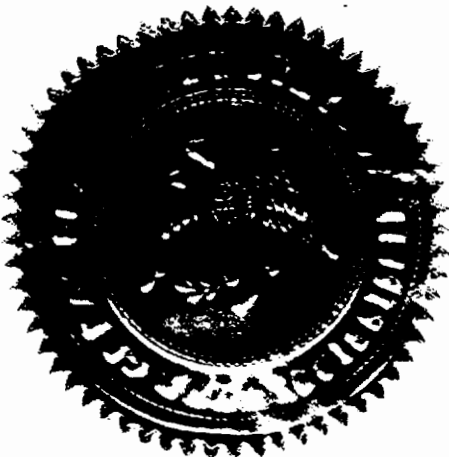
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

S. J. BERTUCCI & COMPANY OF JACKSON

changing name to

CAPITAL CITY BEVERAGES, 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 af-  
fixed, this* TWENTY-NINTH *day of*  
NOVEMBER 19 51

Receipt No. 2832 L

*By the Governor.*

*[Signature]*

*Secretary of State.*

*[Signature]*

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 STORAGE AND ELEVATOR COMPANY, INC.

1. The corporate title of said company is Farmers Storage and Elevator Company, Inc.

2. The names of the incorporators are:

<u>J. A. Finklea</u>	Postoffice	<u>Leland, Mississippi</u>
<u>W. L. Kent</u>	Postoffice	<u>Greenville, Mississippi</u>
<u>Forrest G. Cooper</u>	Postoffice	<u>Indianola, Mississippi</u>
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	

3. The domicile is at Leland, Washington County, Mississippi

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

Authorized Capital Stock, \$50,000.00, all common.

5. Number of shares for each class and par value thereof: 500 shares of common stock,  
Par Value \$100.00 each.

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

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

To purchase, construct, enlarge, own, lease and operate plants for the drying, cleaning, processing, handling and storing of rice, soya beans, oats, corn and any and all grains; to purchase, acquire, and distribute grain, fertilizer, farm implements, farm products, and insecticides of all kinds; to lend money on stored grain; to act as agent or broker in obtaining loans on the small grains stored and in buying and selling grain; to purchase, process and distribute any by-products of any processing of said grains; to borrow money; to acquire real estate and any and all other property incidental to or connected with the execution of any and all of the above powers; to do and perform any act, make any contract, or carry into effect any commitment incidental to the above 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.

250 shares aggregating \$25,000.00.

*J. H. F. Vileq*  
*J. L. Kent*  
*Harriet G. Cooper*

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of SUNFLOWER

This day personally appeared before me, the undersigned authority J. A. Finklea,  
W. L. Kent, and Forrest G. Cooper

incorporators of the corporation known as the Farmers Storage and Elevator 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 28th day of November, 1951

Bonnie Tyler French  
 NOTARY PUBLIC

My com. exp.: 10-9-54

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 29th day of November  
51, together with the sum of \$ 110.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Walter L. Lee  
 Secretary of State.

Jackson, Miss.,

November 29th 1951

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.

J. P. Coleman  
 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.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

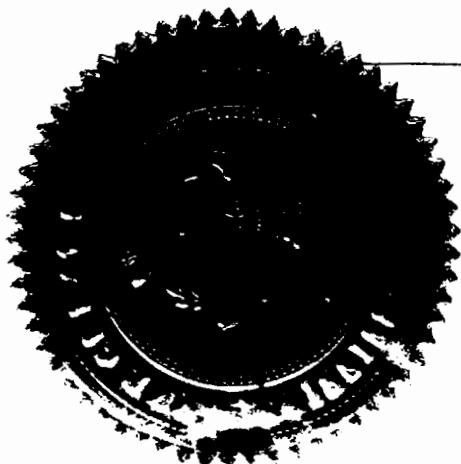
The within and foregoing Charter of Incorporation of

FARMERS STORAGE AND ELEVATOR 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 51



Receipt No. 2835 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-ninth day of November, 1951.



## THE CHARTER OF INCORPORATION OF

## W. G. AVERY BODY CO. INC. MAGEE WORKS

1. The corporate title of said company is W. G. Avery Body Co. Inc. Magee Works.

2. The names of the incorporators are:

W. G. Avery	Postoffice	Jackson, Mississippi
John B. Walsh	Postoffice	Jackson, Mississippi

3. The domicile is at Magee, Simpson County, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof: Two Hundred Thousand Dollars (\$200,000.00); all Common Stock of equal rights and privileges.

5. Number of shares for each class and par value thereof: Two Thousand (2000) shares of Common Stock of a par value of \$100.00 per share.

6. The period of existence (not to exceed ninety-nine years) is Ninety-nine years.

7. The purposes for which it is created: To design, manufacture, construct repair and to buy, sell and deal generally: (1) plywood, (2) furniture, (3) in all automobile body parts and the body parts of any and all other vehicles or things now or that hereafter may be used for travel or transportation in any manner, way, shape or form and whether used and operated on land, or in or on water or air or all or any one or more of them, (4) in all tools, parts, machines, mechanisms, apparatus, and all goods, articles and commodities, dealt in or sold by retailers, wholesalers, and exporters in the United States of America and its territories or colonies.

To purchase or otherwise acquire, and to hold, lease and sell timber, mineral and other lands and the products thereof.

To purchase, lease and otherwise acquire and hold buildings, engines, machinery, equipment and materials suitable for its purposes, and to erect, build, construct, operate and maintain all such plants, buildings, and warehouses, engines and machinery, offices, shops, sawmills, and factories as it may require to manufacture, store, and sell its wares and commodities and for the handling of all timber and lumber and for planing, dressing and preparing the various products of such lands for market; to buy, sell, import, export, and generally deal and trade in wood lumber, logs and timber and brick, stone, lime and all other building and manufacturing materials.

To contract freely with any person, firm or corporation, private or public, and to carry out and fulfill contracts of every sort and kind, and to purchase, lease or otherwise acquire any and all rights, privileges, and franchises convenient or profitable to carry out in connection with the corporate purposes and corporate business of the company.

To borrow money from any person, firm, corporation; to make and issue notes, bills, bonds, debentures, and other evidence of indebtedness of all kinds, and to secure the same by pledge, mortgage or otherwise without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds or otherwise.

To purchase or otherwise acquire, hold, own, occupy, develop, improve, sell, dispose of and convey real property and any and every interest therein, either within or without the State of Mississippi and anywhere in the world; to extract, remove, produce or prepare from any such property any animal, vegetable, mineral or other product or material therein or thereon, either by agricultural pursuits, mining, quarrying or by any other method

or means now known or that may hereafter be discovered or invented, and to avail itself in every manner of each and every recourse of such property by reducing it to proper form and by use, sale or other disposition thereof.

To conduct and carry on any other similar business, manufacturing or otherwise, which may be capable of being profitably carried on in connection with the Company's business that is adapted directly or indirectly to add to the value of the Company's property and the profits of its authorized business.

To conduct its business and to have one or more offices in any of the States or Territories of the United States or in any foreign place or country, so far as is permitted by the laws thereof.

To apply for, obtain, register, purchase, lease or otherwise to acquire, and to hold, use, own operate and introduce and to sell, assign or otherwise to dispose of any trade-marks, trade-names, brands, copyrights, concessions, patents, inventions, formulae, improvements and processes used in connection with or secured under letters patent of the United States, or any other country or otherwise and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trademarks, copyrights, concessions, patents, licenses, processes and the like or any such property or rights.

To acquire such property, rights and goodwill, including the whole or any part of the assets, and in connection therewith assume or guarantee the liabilities, of any person, firm, association or other corporation as this corporation may lawfully acquire or assume, and to pay for the same in cash, stock, debentures, bonds, or other securities of this corporation or otherwise.

To acquire by purchase, subscription, or otherwise, and to hold for investment or otherwise, and to use, sell, assign, transfer, mortgage, pledge, or otherwise deal with or dispose of stocks, bonds, or any other obligations or securities of this or any other corporation, but not to engage in the business of banking.

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 before the corporation may begin business: Two Hundred Fifty (250) shares of Common Stock.

W. G. Avery  
W. G. Avery  
John B. Walsh  
John B. Walsh

Incorporators.

#### ACKNOWLEDGMENT

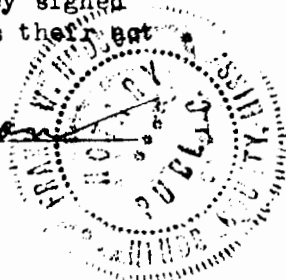
STATE OF MISSISSIPPI  
COUNTY OF HINDS

This day personally appeared before me, the undersigned authority W. G. Avery and John B. Walsh, incorporators of the corporation known as the W. G. Avery Body Co. Inc. Magee Works, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 24<sup>th</sup> day of November, 1951.

Frank H. Hudson  
Notary Public

My commission expires:

Jan. 10, 1952



Received at the office of the Secretary of State this the 29<sup>th</sup> day  
of November A. D., 1951, together with the sum of \$ 410<sup>00</sup>  
deposited to cover the recording fee, and referred to the Attorney General  
for his opinion.

John L. Gadsden  
Secretary of State.

Jackson, Miss., November 29<sup>th</sup> 1951

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.

J. P. Coleman  
Attorney General.  
By James S. Kendall  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

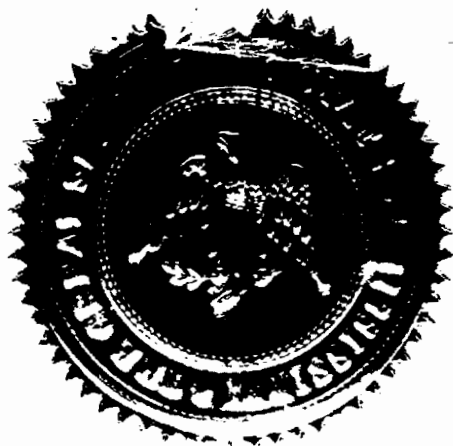
W. G. AVERY BODY CO. INC. MAGEE WORKS

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 51



Receipt No. 2836 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
twenty-ninth day of November, 1951.

CERTIFIED COPY OF RESOLUTION AUTHORIZING  
APPLICATION FOR CHARTER


STATE OF MISSISSIPPI  
MADISON COUNTY

This is to certify, that at a meeting of the Board of Directors of the Boys Club of Canton, properly convened and held on the 5th day of November, 1951, the following resolution was duly adopted:

"RESOLVED, that J. S. BUCHANAN, JR., PETER SAAB, OTHO GOOLSBY, EARL EVANS, JR., JOHN B. HOWELL, JR., L. H. JOHNSON, A. K. DEXTER, and O. D. CRAWFORD, all of Canton, Mississippi, are hereby designated, appointed and authorized to apply for a charter of incorporation of BOYS' CLUB OF CANTON, INCORPORATED."

Witness my signature, and the seal of said Club, at Canton, Mississippi, this the 28th day of November, 1951.



  
\_\_\_\_\_  
OTH O GOOLSBY  
Secretary, Boys Club of Canton

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

BOYS' CLUB OF CANTON, INCORPORATED

1. The corporate title of said company is Boys' Club of Canton, Incorporated  
 2. The names of the incorporators are:

J. S. Buchanan, Jr. Postoffice Canton, Mississippi

Peter Saab Postoffice Canton, Mississippi

Otho Goolsby Postoffice Canton, Mississippi

Earl Evans, Jr. Postoffice Canton, Mississippi

John B. Howell, Jr. Postoffice Canton, Mississippi

L. H. Johnson Postoffice Canton, Mississippi

A. K. Dexter Postoffice Canton, Mississippi

O. D. Crawford Postoffice Canton, Mississippi

3. The domicile is at Canton, Mississippi.

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

Non-profit, non-share.

The corporation shall issue no shares of stock and shall divide no dividends or profits among the members. Expulsion shall be the only remedy for non-payment of dues. Each member shall be vested with the right to one vote in the election of all officers.

Loss of membership, by death or otherwise, shall terminate all interest of such member 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. Number of shares for each class and par value thereof:\_\_\_\_\_

Non-profit, non-share.

6. Period of existence (not to exceed ninety-nine years) is perpetual.

(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

The purpose of the corporation shall be to provide behavior guidance and to promote the health, social, educational, vocational and character development of boys; to receive, invest and disburse funds, and to hold property for 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 before the corporation may begin business.

Non-profit, non-share.

*Burroughs*  
*Charles Bach*  
*Otto Goolbsy*  
*James L. L. L.*  
*W. H. L. L.*  
*H. L. L. L.*  
*G. H. L. L.*  
*O. H. L. L.*  
 Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of MADISON

This day personally appeared before me, the undersigned authority J. S. Buchanan, Jr., Peter Saab, Otho Goolsby, Earl Evans, Jr., John B. Howell, Jr., L. H. Johnson, A. K. Dexter, and O. D. Crawford

incorporators of the corporation known as the Boys' Club of Canton, Incorporated who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 26th day of November 1951.

My Commission Expires Oct 26, 1955

Notary Public

STATE OF MISSISSIPPI

County of MADISON

This day personally appeared before me, the undersigned authority J. S. Buchanan, Jr., Peter Saab, Otho Goolsby, Earl Evans, Jr., John B. Howell, Jr., L. H. Johnson, A. K. Dexter, and O. D. Crawford

incorporators of the corporation known as the Boys' Club of Canton, Incorporated who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~their~~ (their) act and deed on this the 28th day of November 1951.

My Commission Expires Oct 26, 1955

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 27th day of November A. D., 1951, 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, Miss., November 30th 1951

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.



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BOY'S CLUB OF CANTON, INCORPORATED

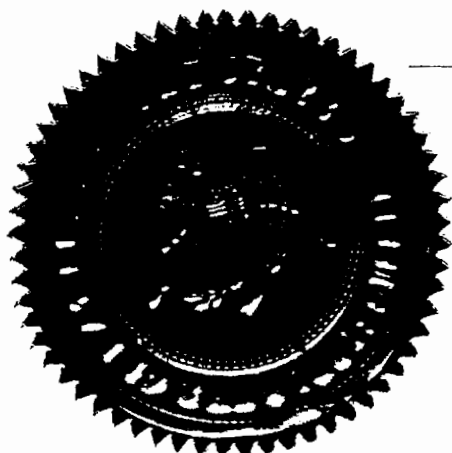
is hereby approved.

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

this \_\_\_\_\_ THIRTIETH \_\_\_\_\_ day of

NOVEMBER

19 51



Receipt No. 2817 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
thirtieth day of November, 1951.

AMENDMENT TO CHARTER OF INCORPORATION OF KOENHIN, INC.

That the charter of incorporation of Koenhin, Inc., a Mississippi Corporation, be amended to read as follows:

That Article 1 be amended as follows:

1. The corporate title of said Company is Koen-Hin, Inc.

That Article 4 be amended as follows:

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

Twenty five thousand dollars (\$25,000) in stock, all common.

That Article 5 be amended as follows:

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

Two thousand five hundred (2500) shares of common stock of the par value of Ten (10) dollars per share.

That the other articles be and the same remain as originally granted.

Witness the signature and seal of the Corporation, this the 26th day of November, 1951.

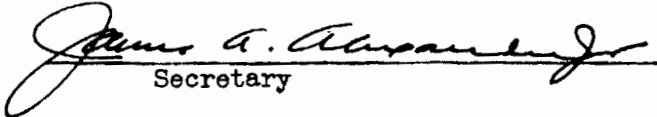


KOENHIN, INC.

By

  
President

Attest:

  
Secretary

-----

RESOLUTION

Be it resolved that the charter of incorporation of Koenhin, Inc. as originally issued, be amended to read as follows:

That Article 1 be amended as follows:

1. The corporate title of said Company is Koen-Hin, Inc.

That Article 4 be amended as follows:

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

Twenty five thousand dollars (\$25,000) in stock, all common.

That Article 5 be amended as follows:

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

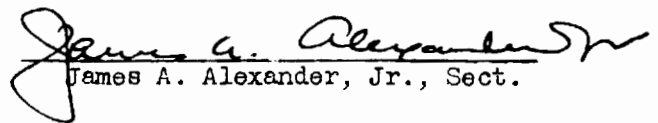
Two thousand, five hundred (2500) shares of common stock of  
the par value of Ten (10) dollars per share.

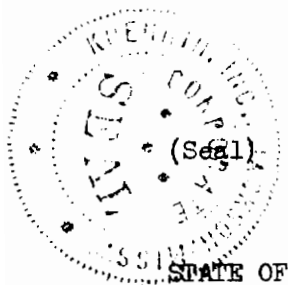
That the other articles be and the same remain as originally granted  
including any and all amendments thereto.

Be it further resolved that the president and secretary be authorized  
to execute an amendment to the articles of incorporation.

I, James A. Alexander, Jr., secretary of the above Corporation, do  
hereby certify that the above and foregoing is a true and correct copy of  
the resolution passed by the stockholders of said Corporation as same  
appears on the minutes of the Corporation of which I am the official custodian.

Witness my signature and seal of the Corporation, this the 26 day of  
NOVEMBER, 1951.

  
James A. Alexander, Jr., Sect.

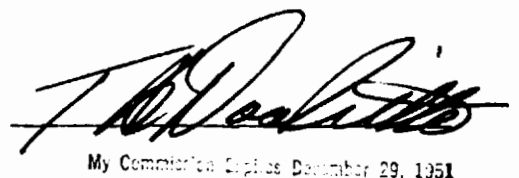


STATE OF MISSISSIPPI  
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for said  
county and state, the within named Jim De Neve, President, and James A.  
Alexander, Jr., Secretary of Koenhin, Inc., a Mississippi Corporation, who  
acknowledged as such officers, for and on behalf of said Corporation, they  
executed the above and foregoing amendment to the charter of incorporation of  
Koenhin, Inc. as the act and deed of said Corporation, they being fully  
authorized so to do.

Given under my hand and seal of office, this the 26 day of November,  
1951.



  
My Commission Expires December 29, 1951

Received at the office of the Secretary of State, this the

30<sup>th</sup> day of November

A. D., 1951, together with the sum of \$40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder  
SECRETARY OF STATE

Jackson, Miss.,

November 30th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By

James S. Kendra  
Assistant Attorney General.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

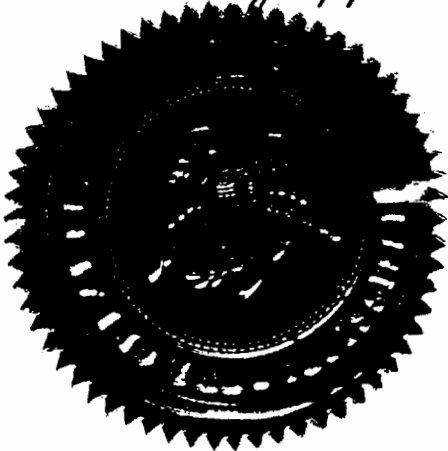
*The within and foregoing Amendment to the  
 Charter of Incorporation of*

KOENHIN, INC.

changing name to

KOEN-HIN, 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 af-  
 fixed, this THIRTIETH day of  
 NOVEMBER 19 51*

Receipt No. 2838 L

*By the Governor.*

*Hubert L. Adams*

*Secretary of State.*

*Forrest*

Recorded in the Secretary of State's Office this the thirtieth day of November, 1951.

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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

WESTWOOD THEATRE

1. The corporate title of said company is Westwood Theatre, Incorporated
2. The names of the incorporators are:
- |                         |   |
|-------------------------|---|
| <u>Charles E. Tress</u> | <u>Postoffice Aberdeen, Mississippi</u> |
| <u>J. J. Walters</u>    | <u>Postoffice Aberdeen, Mississippi</u> |
| <u>Lero W. Fearick</u>  | <u>Postoffice Aberdeen, Mississippi</u> |
|                         | <u>Postoffice</u>                       |
|                         | <u>Postoffice</u>                       |
|                         | <u>Postoffice</u>                       |
|                         | <u>Postoffice</u>                       |
|                         | <u>Postoffice</u>                       |
|                         | <u>Postoffice</u>                       |

There is no class or classes thereof:

Capital of said corporation is Thirty  
which shall be common stock and  
shares of said common stock, each  
of One Hundred Dollars (\$100.00).  
Each share to one (1) vote in  
affairs of the corporation.

Witness my hand and seal of  
the Secretary of State this \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_.

\_\_\_\_\_  
Secretary of State

7. The purpose for which it is created:

The purpose for which said corporation is created is to own and operate moving picture theatres, drive-in type or other, and to operate concession stands for the sale of soft drinks, confections and sandwiches and other like products, and to operate and manage whatever property may be purchased or leased by the corporation.

The rights and powers that may be exercised by this corporation as set forth herein 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 before the corporation can begin business.

It shall be necessary for at least one share of common stock, each one having a value of \$1.00, to be subscribed and paid for before the corporation can begin business.



## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Monroe

This day personally appeared before me, the undersigned authority Charles E. Treas,  
 personally known to me, one of the

incorporators of the corporation known as the Westwood Theatre, 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 30 day of November, 1951

STATE OF MISSISSIPPI

County of Monroe

This day personally appeared before me, the undersigned authority J. J. Walters and  
Lera Walters Rearick, both of whom are personally known to me,

incorporators of the corporation known as the Westwood Theatre, 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 November, 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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 30<sup>th</sup> day of Dec.  
 A. D., 1951, together with the sum of \$ 70.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., December 3rd 1951

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

By \_\_\_\_\_

Attorney General.

Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

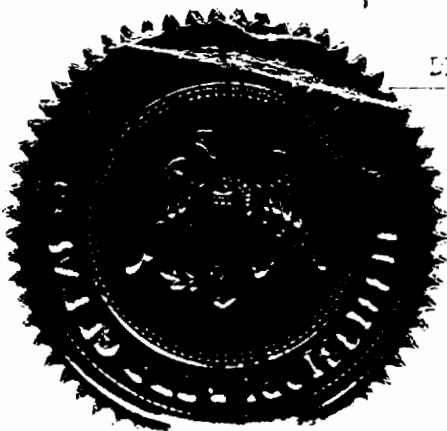
WESTWOOD THEATRE, INCORPORATED

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 \_\_\_\_\_ THIRD \_\_\_\_\_ day of

DECEMBER

19 51



Receipt No. 2356 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
third day of December, 1951.

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

PIATT WHOLESALE COMPANY

1. The corporate title of said company is Piatt Wholesale Company

2. The names of the incorporators are:

M.A. Lewis, Jr. Postoffice Jackson, Mississippi

Paul G. Alexander 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:

Ten Thousand (\$10,000.00) Dollars of common capital stock

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

10,000 (one hundred) shares of common capital stock of the par value of  
\$1.00 (one dollar) Dollars each

6. Period of existence (not to exceed ninety-nine years) is Ninety-nine (99) years  
(Non-profit corporations may have perpetual existence)

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

To engage in air conditioning, refrigeration, sheet metal, electrical, steam fitting, heating and plumbing businesses; to manufacture, produce, purchase and otherwise acquire, and to sell at wholesale and retail, dispose of and deal in and with, and to store, transport and distribute, install in buildings and structures of any and every kind, and repair air conditioning and air filtering plants and apparatus, refrigeration plants and apparatus, electrical fixtures and wiring, heating plants and apparatus, plumbing fixtures and equipment, household appliances, goods, wares, merchandise and personal property of every kind and description manufactured and produced by the corporation or by any other company, firm or individual; to purchase, lease and otherwise acquire, own, improve and hold unlimitedly real and personal property of every kind and description both in this State and in all other states, territories and dependencies of the United States; to repair and construct buildings and improvements of every kind and description for itself and for others; to borrow money and issue notes, bonds, debentures and other evidences of indebtedness with or without security; to rent, lease, sublease, convey, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of any real or personal property owned by the corporation; 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 buildings and improvements of any kind and nature; 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 shares of capital stock, deeds or trust, debentures, securities, obligations and other evidences of indebtedness of any person, firm or corporation now or hereafter existing and whether created under the laws of the State of Mississippi or otherwise.

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 before the corporation may begin business.

Twenty (20) shares of common capital stock of the par value of Fifty (\$50.00)

Dollars each.

*M. A. Lewis*  
*Paul G. Alexander*

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Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority in and for the jurisdiction  
aforesaid,

M. A. Lewis, Jr. and Paul G. Alexander

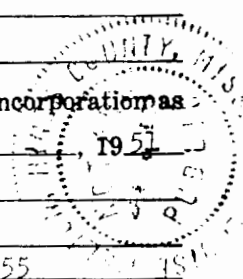
incorporators of the corporation known as ~~the~~ PIATT WHOLESALE COMPANY

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as  
(his) (their) act and deed on this the 1st day of December, 1951

*Louise Melton*

Notary Public

My commission expires: 7/26/1955



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 \_\_\_\_\_, 19\_\_\_\_

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 \_\_\_\_\_, 19\_\_\_\_

Received at the office of the Secretary of State this the 3rd day of Dec.  
A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred  
to the Attorney General for his opinion.

*Hubert L. Adams*

Secretary of State.

Jackson, Miss. December 3rd, 1951

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

*J. P. Coleman*  
Attorney General.

By \_\_\_\_\_

*James D. Kessell*  
Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

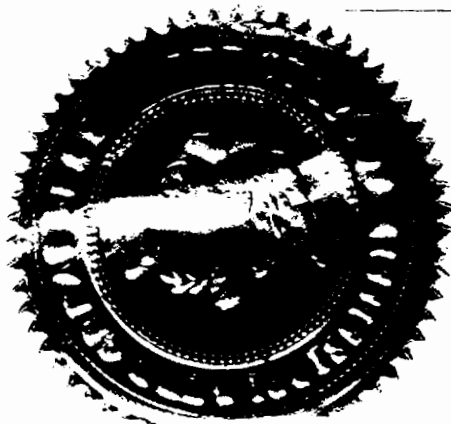
PIATT WHOLESALE COMPANY

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

DECEMBER

19 51



Receipt No. 2855 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
third day of December, 1951.

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

DUNLOP-BUTLER MOTORS, INC.

1. The corporate title of said company is Dunlop-Butler Motors, Inc.
2. The names of the incorporators are:
 

<u>B. B. Dunlop</u>	<u>Postoffice</u>	<u>Ripley, Mississippi</u>
<u>Charles P. Butler,</u>	<u>Postoffice</u>	<u>Harrisburg, Arkansas</u>
<u>R. W. Butler</u>	<u>Postoffice</u>	<u>Harrisburg, Arkansas</u>
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	
	<u>Postoffice</u>	

3. The domicile is at Ripley, Mississippi

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

Forty-Four Thousand Dollars (\$44,000.00), all to be common stock

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

440 shares of common stock of the par value of \$100.00 per share

6. Period of existence (not to exceed ninety-nine years) is Fifty Years  
 (Non-profit corporations may have perpetual existence)

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

To engage in the general automobile sales and repair business, which shall include authority to engage in the purchase, trading, selling, and distribution of automobiles, trucks, parts, equipment, tires, tubes and accessories used and useful in connection with the operation of cars, trucks and other motor vehicles; also

To conduct the business of a garage and repair shop, and filling and service station or stations, which business shall include the repair and care of automobiles, trucks and other motor vehicles, and the washing, greasing, cleaning, painting, polishing and storing of motor vehicles; and the dealing in gasoline and all other petroleum products used for motor fuel or lubrication, and the renting of motor vehicles; also

To build, lease, purchase or otherwise acquire and convey real estate and goods, wares and merchandise necessary or incidental to the operation of the business; also

To transact business either directly or through employees, servants or agents and on commission, and to act as agent or on commission; also

To execute and issue notes, bonds, debentures and any other types of obligations and mortgagees, deeds of trust and retain title notes to secure them; and to receive in payment, trade or in other course of business, notes, bills, accounts and other obligations and security therefor, and to endorse, discount and transfer them with authority to guarantee the payment thereof; also

To act as agent, general or special, for domestic or foreign corporations, individuals, partnerships, associations, or other bodies, including insurance corporations and bodies; also

To do all things incident to, proper, useful or necessary to the successful operation and conduct of the businesses hereinabove mentioned; 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 all 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 before the corporation may begin business.

The corporation shall be authorized to begin business when \$15,000.00 of Capital stock has been paid in, consisting of 150 shares of stock of the par value of \$100.00 per share.

B. B. Dunlop  
Charles P. Butler  
M. Butler



## ACKNOWLEDGMENT

STATE OF ~~MISSISSIPPI~~ ArkansasCounty of Mississippi

This day personally appeared before me, the undersigned authority B. B. Dunlop, Charles P. Butler and R. W. Butler

incorporators of the corporation known as the Dunlop-Butler Motors, Inc.

who acknowledged that ~~that~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the 1st day of December, 19 51

*my comm. expires 9-11-54*

*Joe E. Martin*

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 \_\_\_\_\_, 19 \_\_\_\_\_

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 \_\_\_\_\_, 19 \_\_\_\_\_

Received at the office of the Secretary of State this the 3rd day of Dec. A. D., 1951, together with the sum of \$98.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

*Heber Roden*

Secretary of State.

Jackson, Miss., December 3rd 1951

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.

By \_\_\_\_\_

*J. P. Coleman*  
Attorney General.

*James J. Kendall*  
Assistant Attorney General.

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

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

### MISSISSIPPI TAX PAYERS PROTECTIVE ASSOCIATION

1. The corporate title of said company is MISSISSIPPI TAX PAYERS PROTECTIVE ASSOCIATION
2. The names of the incorporators are:

J. A. Dearman Postoffice 2043 - 48th Ave., Meridian, Miss.

T. C. Morgan Postoffice P.O. Box 1672, Jackson, Miss.

Mrs. Martha Matranga Postoffice 218 Santa Clair, Jackson, Miss.

J. J. Kennedy Postoffice P.O. Box 671, Jackson, Miss.

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 Corporation shall have no capital stock, and shall divide no dividends or profits among its members. There shall be no individual liability of the members of said corporation for the corporate debts, but the entire corporate property shall be liable for and subject to the claims of the corporate creditors. Membership shall consist of: Active Members. Any citizen of Mississippi shall become an active member of the corporation upon contribution of one dollar or more to the corporation by him or her, or in his or her behalf and upon acceptance of such contribution by the corporation. The exact amount of annual contributions required of active members shall be fixed from time to time by the Board of Directors as sound operations and efficient management may require. Each active member shall have one vote, but only one vote, in the election of Directors and Officers of the corporation and upon other matters properly before valid meetings of members of the corporation. The only remedy for non-payment of dues, by active members, shall be expulsion from active membership; and ~~the~~ loss of membership by death, resignation, or other wise, shall terminate all interest in the corporation and right of vote. Membership shall not be transferable or assignable.

5. Number of shares for each class and par value thereof: \_\_\_\_\_  
Purposes, rights and powers: (a) The corporation is created and exists for the purposes of a civic improvement society for the public under the provision of Section 5310, Code of Mississippi of 1942; to do all things legal and patriotic, to recommend and encourage a more economical and efficient operation of State, County and Municipal government; to recommend and encourage a more efficient expenditure of public tax funds; to maintain a clearing house for discussion of various tax laws, and the liabilities of members of the association thereunder; to own, operate, conduct, and manage a tax service for the members and to distribute and disseminate tax bulletins, circulars and information concerning tax questions generally to the members; to maintain close contact with taxing authorities in an honest effort to prevent inequitable and excessive taxation; to oppose the reduction of tax rates, or assessments, which are fair, equitable, just and legal, and which are needed to finance the legal functions of government; to co-operate and encourage co-operation by others
6. ~~Period of existence (not to exceed ninety-nine years) is~~  
~~(Non-profit corporations may have perpetual existence)~~  
with taxing authorities in the collection of taxes, or expenditure of public funds, and the support of the government; to discourage the levying

of excessive tax rates, or the assessment of property at values more than is fair, equitable, just and legal; and to do all things legally possible for tax reduction when such rates are unfair, unjust, inequitable or illegal; to improve and facilitate the economic growth and advantages of the

~~for the purpose for which it is created~~

State of Mississippi and the citizens thereof by reducing the tax burden so that a smaller percentage of per capita income will be required of the citizens through public taxation; and to qualify and better prepare such citizens for their duties and responsibilities with reference thereto; to foster, encourage and disseminate among such citizens a fuller understanding and appreciation of their duties and responsibilities, in the public interest and for the general welfare. (b) This corporation shall have the rights and powers: to have a corporate seal; to enter into contracts; to sue and be sued; to borrow money and to give its notes or other obligations therefor and to secure payment thereof by pledging or mortgaging any property which it may own. To take, obtain, collect or receive -- by gift, purchase, bequest, devise, solicitation, assignment, or otherwise real or personal property of any kind, including (without limiting the generality of the foregoing) copyrights, patent rights, licenses, assignment of inventions, discoveries or processes, mineral rights and interest, and other rights and interests in property to hold, administer, sell invest, re-invest, exchange, mortgage, or otherwise dispose of any such property, rights or interests therein, or income therefrom as may be appropriate to the purposes and objectives of this corporation, absolutely or subject to such terms, conditions and trusts as the corporation may, by valid acceptance thereof, be lawfully obligated to perform and execute; to vote corporate stock by its proxy or proxies. To do and perform all other acts reasonably necessary and appropriate for carrying out such purposes and objective; and to deal otherwise with the assets of the corporation, in any manner not contrary to law or contrary to the purposes, objectives and provisions hereof. The By-Laws of this corporation may be amended at any meeting of members of the corporation, duly convened and held pursuant to and in compliance with said By-Laws.

A Board of Directors shall manage and conduct the affairs of the corporation. The membership, qualifications, classifications, tenure, and selection of said Board shall be in accordance with the By-Laws of the corporation, in effect from time to time.

In the event of the dissolution of the corporation, all of its property and assets shall vest immediately and completely in the State of Mississippi, the proceeds from which shall be appropriated to any public purpose the Legislature may by law provide.

5. THE PERIOD OF EXISTENCE OF THE CORPORATION SHALL BE PERPETUAL

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 before the corporation may begin business.  
No shares.

*J. R. Harman*  
*J. S. Kennedy*  
*James H. Williams*  
*J. C. H. Ogden*

Incorporators.

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

### MISSISSIPPI TAX PAYERS PROTECTIVE ASSOCIATION

1. The corporate title of said company is MISSISSIPPI TAX PAYERS PROTECTIVE ASSOCIATION
2. The names of the incorporators are:

J. A. Dearman Postoffice 2043 - 48th Ave., Meridian, Miss.

T. C. Morgan Postoffice P.O. Box 1672, Jackson, Miss.

Mrs. Martha Matranga Postoffice 218 Santa Clair, Jackson, Miss.

J. J. Kennedy Postoffice P.O. Box 671, Jackson, Miss.

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 Corporation shall have no capital stock, and shall divide no dividends or profits among its members. There shall be no individual liability of the members of said corporation for the corporate debts, but the entire corporate property shall be liable for and subject to the claims of the corporate creditors. Membership shall consist of: Active Members. Any citizen of Mississippi shall become an active member of the corporation upon contribution of one dollar or more to the corporation by him or her, or in his or her behalf and upon acceptance of such contribution by the corporation. The exact amount of annual contributions required of active members shall be fixed from time to time by the Board of Directors as sound operations and efficient management may require. Each active member shall have one vote, but only one vote, in the election of Directors and Officers of the corporation and upon other matters properly before valid meetings of members of the corporation. The only remedy for non-payment of dues, by active members, shall be expulsion from active membership; and ~~no~~ loss of membership by death, resignation, or other wise, shall terminate all interest in the corporation and right of vote. Membership shall not be transferable or assignable.

5. Number of shares for each class and par value thereof: \_\_\_\_\_  
Purposes, rights and powers: (a) The corporation is created and exists for the purposes of a civic improvement society for the public under the provision of Section 5310, Code of Mississippi of 1942; to do all things legal and patriotic, to recommend and encourage a more economical and efficient operation of State, County and Municipal government; to recommend and encourage a more efficient expenditure of public tax funds; to maintain a clearing house for discussion of various tax laws, and the liabilities of members of the association thereunder; to own, operate, conduct, and manage a tax service for the members and to distribute and disseminate tax bulletins, circulars and information concerning tax questions generally to the members; to maintain close contact with taxing authorities in an honest effort to prevent inequitable and excessive taxation; to oppose the reduction of tax rates, or assessments, which are fair, equitable, just and legal, and which are needed to finance the legal functions of government; to co-operate and encourage co-operation by others with taxing authorities in the collection of taxes, or expenditure of public funds, and the support of the government; to discourage the levying
6. ~~Period of existence not to exceed ninety-nine years. If~~  
~~(Non-profit corporations may have perpetual existence)~~

of excessive tax rates, or the assessment of property at values more than is fair, equitable, just and legal; and to do all things legally possible for tax reduction when such rates are unfair, unjust, inequitable or illegal; to improve and facilitate the economic growth and advantages of the

~~for the purpose for which it is created~~

State of Mississippi and the citizens thereof by reducing the tax burden so that a smaller percentage of per capita income will be required of the citizens through public taxation; and to qualify and better prepare such citizens for their duties and responsibilities with reference thereto; to foster, encourage and disseminate among such citizens a fuller understanding and appreciation of their duties and responsibilities, in the public interest and for the general welfare. (b) This corporation shall have the rights and powers: to have a corporate seal; to enter into contracts; to sue and be sued; to borrow money and to give its notes or other obligations therefor and to secure payment thereof by pledging or mortgaging any property which it may own. To take, obtain, collect or receive -- by gift, purchase, bequest, devise, solicitation, assignment, or otherwise real or personal property of any kind, including (without limiting the generality of the foregoing) copyrights, patent rights, licenses, assignment of inventions, discoveries or processes, mineral rights and interest, and other rights and interests in property to hold, administer, sell invest, re-invest, exchange, mortgage, or otherwise dispose of any such property, rights or interests therein, or income therefrom as may be appropriate to the purposes and objectives of this corporation, absolutely or subject to such terms, conditions and trusts as the corporation may, by valid acceptance thereof, be lawfully obligated to perform and execute; to vote corporate stock by its proxy or proxies. To do and perform all other acts reasonably necessary and appropriate for carrying out such purposes and objective; and to deal otherwise with the assets of the corporation, in any manner not contrary to law or contrary to the purposes, objectives and provisions hereof. The By-Laws of this corporation may be amended at any meeting of members of the corporation, duly convened and held pursuant to and in compliance with said By-Laws.

A Board of Directors shall manage and conduct the affairs of the corporation. The membership, qualifications, classifications, tenure, and selection of said Board shall be in accordance with the By-Laws of the corporation, in effect from time to time.

In the event of the dissolution of the corporation, all of its property and assets shall vest immediately and completely in the State of Mississippi, the proceeds from which shall be appropriated to any public purpose the Legislature may by law provide.

5. THE PERIOD OF EXISTENCE OF THE CORPORATION SHALL BE PERPETUAL

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 before the corporation may begin business.  
No shares.

*J. A. Harman*  
*J. V. Kennedy*  
*James Martin Williams*  
*J. C. Morgan*

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }  
County of LAUDERDALE

This day personally appeared before me, the undersigned authority J. A. Dearman and J. J. Kennedy

incorporators of the corporation known as the Mississippi Taxpayers Protective Association who acknowledged that ~~that~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the 3rd day of December, 1951

Carrie Watson  
Commission Expires 10/27/1952  
NOTARY PUBLIC

STATE OF MISSISSIPPI }  
County of HINDS

This day personally appeared before me, the undersigned authority Mrs. Martha L. Lorange

incorporators of the corporation known as the Miss. Taxpayers Protective Association 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, 1951

My Commission Expires Sept. 10, 1952  
NOTARY PUBLIC

STATE OF MISSISSIPPI }  
County of HINDS

This day personally appeared before me, the undersigned authority T. C. Morgan

incorporators of the corporation known as the Miss. Taxpayers Protective Association 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, 1951

My Commission Expires Sept. 10, 1952  
NOTARY PUBLIC

Received at the office of the Secretary of State this the 4th day of December

A. D., 1951, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

originally filed 11-26-1951  
Refiled 12-4-1951 } J. L.

Heber L. Lorange  
Secretary of State.

Jackson, Miss., December 4th 1951

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.

J. P. Coleman  
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.



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

MISSISSIPPI TAX PAYERS PROTECTIVE  
ASSOCIATION

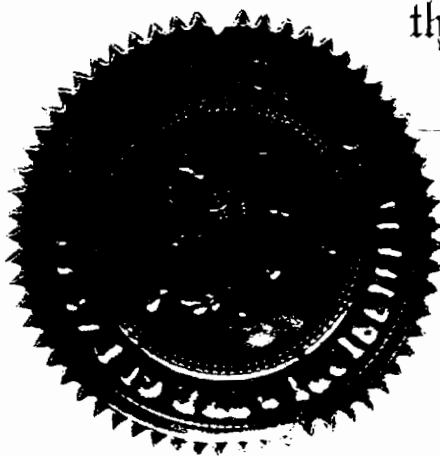
is hereby approved.

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

this \_\_\_\_\_ day of

DECEMBER

1951



Receipt No. 2813 L

A handwritten signature in ink, appearing to be "J. W. Walker", written over a horizontal line.

Governor

By the Governor

Recorded in the Secretary of State's Office this the  
fourth day of December, 1951.

Secretary of State

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## THE CHARTER OF INCORPORATION OF

## THE KBH CORPORATION

1. The corporate title of said company is The KBH Corporation.
2. The names of the incorporators are:

Carl David Kirby	Postoffice	Lula, Mississippi
B. Hampton Bass, Jr.	Postoffice	Deeson, Mississippi
Duff Green Holcomb	Postoffice	Duncan, Mississippi

3. The domicile is at Clarksdale, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:  
  
 Nine Thousand Nine Hundred and Ninety Dollars (\$9,990.00) of Nine Hundred Ninety-nine (999) shares of common stock of the par value of Ten Dollars (\$10.00) each.
5. Number of shares for each class and par value thereof:  
  
 Nine Hundred Ninety-nine (999) shares of common stock of the par value of Ten Dollars (\$10.00) per share.
6. The period of existence (not to exceed ninety-nine) is ninety-nine years.
7. The purpose for which it is created:

To manufacture and sell, and to acquire property for the purpose of carrying on the business of manufacturing and selling, in any or all the states and territories of the United States, and in foreign countries, plows, cultivators, harrows, hay rakes, corn planters, corn shellers, cotton planters, harrows, all types of equipment for the application of anhydrous ammonia and all other types of fertilizers, equipment for the application of all types of insecticides and herbicidal weed control

compounds, equipment for the control of weeds by flame application, stalk cutting equipment, and any and all other kinds of agricultural machinery, implements and tools, and any and all other articles pertaining to agriculture.

To purchase, sell, and in general to deal in, implements, machinery, vehicles, and any and all articles pertaining to agriculture, in any or all of the states and territories of the United States and in foreign countries, and to acquire property for the purpose of carrying on such business.

To manufacture and produce, and to acquire property for the manufacturing and producing, and to otherwise acquire and generally deal in, ores, metals, timber, lumber, and other materials and products which may be used in, or in connection with, the manufacture of machinery, implements, tools, vehicles, and other articles pertaining to agriculture.

To buy, sell, manufacture, fabricate, and deal in, all kinds, forms, and combinations of steel, iron, or other metals, or either or any of them, and in the products of iron, steel or other metals; to transact a general steel and iron manufacturing, jobbing, fabricating, machinery and supply business; or to acquire by purchase or otherwise and own, control and operate under letters patent issued by the United States, or by the government of any other country whatsoever, securing any invention or improvement, and any license or shop rights under any such letters patent which may be deemed necessary, convenient, expedient or useful in the prosecution of its business, and to sell such patents or patent rights, or to grant licenses or shop rights thereunder to others.

To purchase, hold, sell, improve and lease real estate and mortgage and incumber the same and to erect, manage, care for and maintain, extend and alter buildings thereon.

To buy, sell, deal in or with, any and all kinds of commodities, security, produce, fertilizers, agricultural products, chemicals, insecticides, wares, merchandise, or goods, and any and all commodities, produce, agricultural products, grain, beans, either as principal or agent, and in any manner not contrary to law.

To borrow money by means of obligations issued by or through commercial instruments, and in the manner permitted by law, to secure the payment of any such obligations by mortgage, pledge, or agreement as to all or any of the property, real or personal, of the corporation.

To give credit and lend and advance money to such persons, corporations, partnerships, trust companies, or

associations, as may be deemed advisable by this corporation, and upon such terms and security as may seem expedient to this corporation.

To exercise any and all other rights or powers incident to the aforesaid general powers which might be or become necessary or incidental thereto and which may or might promote the better operation of the aforesaid business 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 before the corporation may begin business.

Ninety-nine Shares of Common Stock.

*Carl David Kirby*  
*B. Hampton Bass Jr.*  
*Duff Green Holcomb*  
 INCORPORATORS.

#### ACKNOWLEDGMENT

STATE OF MISSISSIPPI  
 COUNTY OF COAHOMA

This day personally appeared before me, the undersigned authority CARL DAVID KIRBY, B. HAMPTON BASS, JR. and DUFF GREEN HOLCOMB, incorporators of the corporation known as "The KBH Corporation", who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 4 day of December, 1951.



My commission expires:  
 October 15, 1952.

*Harvey T. Rose*  
 NOTARY PUBLIC

Received at the office of the Secretary of State this  
the 5th day of December A.D., 1951,  
together with the sum of \$30.00 deposited to cover the  
recording fee, and referred to the Attorney General for  
his opinion.

Helen L. Linder  
Secretary of State.

Jackson, Miss., December 5, 1951

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.

J. P. Coleman  
Attorney General

By Alex M. Keating  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE KEH CORPORATION

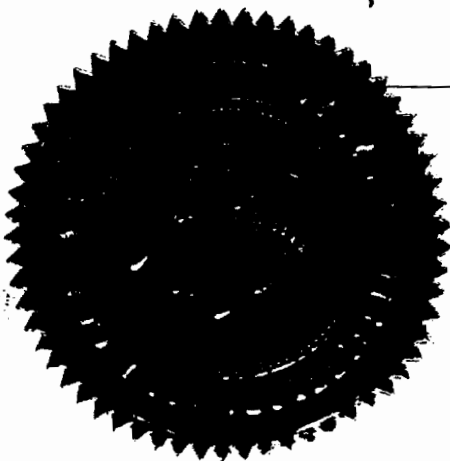
is hereby approved.

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

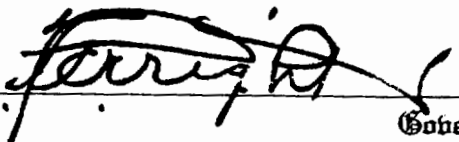
this \_\_\_\_\_ FIFTH \_\_\_\_\_ day of

DECEMBER

1951



Receipt No. 2867 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
fifth day of December, 1951.

THE CHARTER OF INCORPORATION  
OF  
DEAN, DEAN & CUMBAA, INCORPORATED

I.

The corporate title of said company is DEAN, DEAN & CUMBAA, INCORPORATED.

II.

The names and post-office addresses of the incorporators are:

C.O. Dean, Leland, Mississippi.

Mrs. C.O. Dean, Leland, Mississippi.

Mrs. Eloise Dean Cumbaa, Leland, Mississippi.

III.

The domicile of the said corporation in this state is Leland, Mississippi.

IV.

The amount of authorized capital stock is \$50,000.00, and all being common capital stock and having such privileges and restrictions as provided by law, and being 500 shares and each with a par value of \$100.00.

V.

The par value per share is \$100.00.

VI.

The period of existence, not to exceed ninety-nine (99) years, is ninety-nine (99) years.

VII.

The purposes for which the corporation is created are:

To acquire by purchase, lease, exchange, or otherwise, plantations, lands, or any interest therein, not exceeding 12,500 acres in any one year for agricultural purposes, machinery, tools, live stock and equipment of every kind and description necessary to properly cultivate agricultural lands; to sell, lease, rent, exchange or otherwise dispose of said plantations or lands, or any part thereof; to

plant, cultivate and market cotton, corn, hay and any and all other agricultural crops; to purchase, sell, raise and deal in live stock of every kind and description; to own and operate a general merchandise business or plantation commissary; and to buy or otherwise acquire, own and operate a cotton gin or cotton gins and cottonseed delinting plants; and to buy, lease or otherwise acquire, own and operate rice and other grain elevators and driers; and to do any and all things necessary and incidental to the operation of a cotton, rice, cattle and agricultural plantation.

## VIII.

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

## IX.

The number of shares of capital stock necessary to be subscribed and paid for before the corporation shall commence business is 200 shares.

## X.

The first meeting of persons in interest may be held on three days written notice, given by any one of the incorporators.

IN TESTIMONY WHEREOF, witness the signatures of each of the incorporators hereunto affixed on this, the 19<sup>th</sup> day of November, A.D., 1951.

C. O. Dean

Mrs. C. O. Dean

Elaine Dean Cumbar  
Incorporators.

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

Personally appeared before me, the undersigned Notary Public in and for the jurisdiction aforesaid, the within named C.O. Dean,

Mrs. C.O. Dean and Mrs. Eloise Dean Cumbaa, incorporators of the corporation known as DEAN, DEAN & CUMBAA, INCORPORATED, who acknowledged that they executed and signed the above and foregoing ARTICLES OF INCORPORATION on the day and year and for the purposes therein mentioned.

Given under my hand and seal of office, this the 29 day of November, A.D., 1951.

J. J. Weston  
Notary Public.

My commission expires on July 13, 1954.

Received at the office of the secretary of state, this the 5<sup>th</sup> day of December, A.D., 1951, together with the sum of \$ 110<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Linder  
Secretary of State

Jackson, Mississippi.

December, 5, 1951.

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.

J. P. Coleman  
Attorney General

By Alex W. Keigler  
Assistant Attorney General



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

DEAN, DEAN & CUMBAA, INCORPORATED

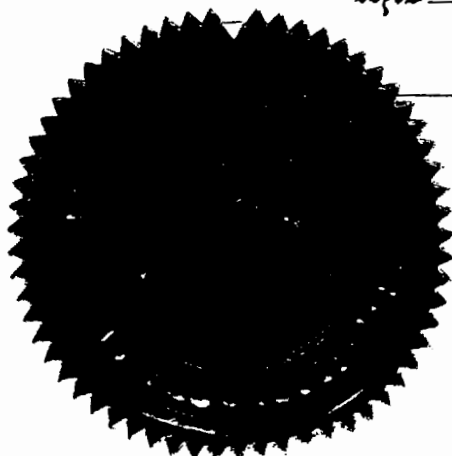
is hereby approved.

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

this \_\_\_\_\_ FIFTH \_\_\_\_\_ day of

DECEMBER

19 51



Receipt No. 2868 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
fifth day of December, 1951.

THE CHARTER OF INCORPORATION  
OF  
PANTHER BURN PLANTATION, INCORPORATED

I.

The corporate title of said company is PANTHER BURN PLANTATION, INCORPORATED.

II.

The names and post-office addresses of the incorporators are:

C.O. Dean,	Leland, Mississippi.
Mrs. C.C. Dean,	Leland, Mississippi.
Mrs. Miriam Dean Heard ,	Leland, Mississippi.
Mrs. Carol Dean Sterling ,	Leland, Mississippi.

III.

The domicile of the said corporation in this state is Leland, Mississippi.

IV.

The amount of authorized capital stock is \$150,000.00, and all being common capital stock and having such privileges and restrictions as provided by law, and being 1500 shares and each with a par value of \$100.00.

V.

The par value per share is \$100.00.

VI.

The period of existence, not to exceed ninety-nine(99) years, is ninety-nine years.

VII.

The purposes for which the corporation is created are:

To acquire by purchase, lease, exchange, or otherwise, plantations, lands, or any interest therein, not exceeding 12,500 acres in any one year for agricultural purposes, machinery, tools, live stock and equipment of every kind and description necessary to properly cultivate agricultural lands; to sell, lease, rent, exchange or other-

wise dispose of said plantations or lands, or any part thereof; to plant, cultivate and market cotton, corn, hay and any and all other agricultural crops; to purchase, sell, raise and deal in live stock of every kind and description; to own and operate a general merchandise business or plantation commissary; and to buy or otherwise acquire, own and operate a cotton gin or cotton gins and cottonseed delinting plants; and to buy, lease or otherwise acquire, own and operate rice and other grain elevators and driers; and to do any and all things necessary and incidental to the operation of a cotton, rice, cattle and agricultural plantation.

## VIII.

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

## IX.

The number of shares of capital stock necessary to be subscribed and paid for before the corporation shall commence business is 500 shares.

## X.

The first meeting of persons in interest may be held on three days written notice, given by any one of the incorporators.

IN TESTIMONY WHEREOF, witness the signatures of each of the incorporators hereunto affixed on this, the 19<sup>th</sup> day of November, A.D., 1951.

C. O. Dean

Mr. C. C. Dean

Mr. M. W. Dean

Mrs. Coral Dean Storking  
Incorporators

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

Personally appeared before me, the undersigned Notary Public in and for the jurisdiction aforesaid, the within named G.O. Dean, Mrs. C.C. Dean, Mrs. Miriam Dean Heard and Mrs. Carol Dean Sterling, incorporators of the corporation known as PANTHER BURN PLANTATION, INCORPORATED, who acknowledged that they executed and signed the above and foregoing ARTICLES OF INCORPORATION on the day and year and for the purposes therein mentioned.

Given under my hand and seal of office, this the 29<sup>th</sup> day of November, A.D., 1951.

J. J. Weston  
Notary Public.

My commission expires on July 13, 1954.

Received at the office of the secretary of state, this the 5<sup>th</sup> day of December, A.D., 1951, together with the sum of \$ 310<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Linder  
Secretary of State

Jackson, Mississippi.

December, 5, 1951.

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.

J. P. Coleman  
Attorney General

By Alex M. Keigley  
Assistant Attorney General

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

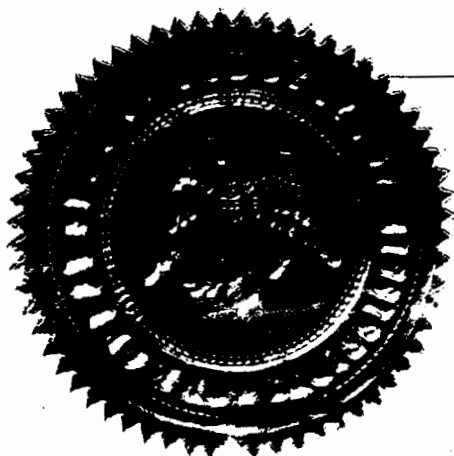
PANTHER BURN PLANTATION, INCORPORATED

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 \_\_\_\_\_ FIFTH \_\_\_\_\_ day of

DECEMBER \_\_\_\_\_ 1951



Receipt No. 2869 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
fifth day of December, 1951.

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

B R & W WELL SERVICE COMPANY, INC.

1. The corporate title of said company is B R & W WELL SERVICE COMPANY, INC.

2. The names of the incorporators are:

Louis E. Willard Postoffice Natchez, Mississippi

Joseph C. Renwick Postoffice Natchez, Mississippi

~~XXXXXXXXXX~~ Postoffice ~~XXXXXXXXXXXXXXXXXXXX~~

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Natchez, Mississippi

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

\$30,000.00 ~~XXXXXX~~ Common Stock

5. Number of shares for each class and par value thereof: 30 shares ~~XXXXXX~~ Common Stock

par value of \$1,000.00

ninety-nine

6. The period of existence (not to exceed ~~XXXX~~ years)

is ninety-nine (99) years.

7. The purpose for which it is created: To engage in the business of drilling, redrilling, working and reworking oil, gas, distillate and other kindred wells and to do any and all things necessary for the proper conduct of such business, including building roads and bridges, dirt work of every nature and kind, locating drilling sites and preparing same for drilling; hauling oil field materials, supplies, equipment and appliances and storing the same; purchasing, owning and selling oil field equipment, tools, appliances, machinery, engine motors, pipe and other materials; purchasing, owning and selling oil, gas and mineral leases, minerals, royalties, real and personal property of every kind; contracting for the drilling, redrilling, working or reworking of oil, gas, distillate and other wells of kindred character; and generally to do any and all other things that are usually done by contractors and operators in oil fields and prospective oil fields.

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.

14 shares ~~COMMON~~ Common Stock

*Louis E. Villard*

*Joseph E. Rasmick*

*W. B. Brown*

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of ADAMS

This day personally appeared before me, the undersigned authority LOUIS E. WILLARD and  
JOSEPH C. RENWICK, ~~MISSISSIPPI~~

incorporators of the corporation known as the B R & W WELL SERVICE 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 5th day of November, 1951

My Commission Expires:  
April 27, 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 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 5<sup>th</sup> day of December  
 A. D., 1951, together with the sum of \$ 70.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., December 5<sup>th</sup> 1951

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

By \_\_\_\_\_

James P. Coleman  
 Attorney General.

James P. Kendall  
 Assistant Attorney General.

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



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

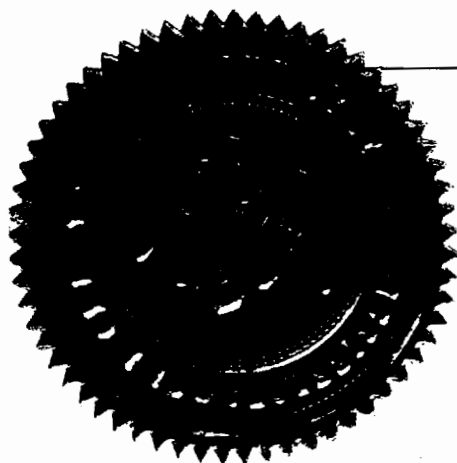
B R & W WELL SERVICE COMPANY, INC.

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

DECEMBER 19 51



Receipt No. 2863 L

*[Signature]*  
Governor

By the Governor

*[Signature]*  
Secretary of State

Recorded in the Secretary of State's Office this the  
fifth day of December, 1951.

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MINUTES OF MEETING OF THE STOCKHOLDERS OF COLUMBIA ELECTRIC & APPLIANCE COMPANY, A MISSISSIPPI CORPORATION, HELD IN THE OFFICE AND PRINCIPAL PLACE OF BUSINESS OF SAID CORPORATION IN THE CITY OF COLUMBIA, MISSISSIPPI, ON NOVEMBER 19, 1951.

BE IT REMEMBERED, That on the 19th. day of NOVEMBER, A.D. 1951, there was duly and regularly held a meeting of the stockholders of Columbia Electric & Appliance Company, a Mississippi Corporation, in accordance with the by-laws of said corporation, at the principal place of business of said corporation, in the City of Columbia, Mississippi, at which meeting there were present in person or by proxy all of the stockholders of said corporation.

On motion made, duly seconded, and unanimously carried the stockholders adopted and approved the following resolution:

BE IT RESOLVED by the stockholders of Columbia Electric & Appliance Company, a corporation, that the Charter of Incorporation of said Columbia Electric & Appliance Company be amended in the following particulars, to-wit:

1. The amount of authorized capital stock is increased to TWENTY FIVE THOUSAND DOLLARS (\$25,000), all of which shall be common stock, and Article 4 of said Charter of Incorporation is amended to read "Amount of capital stock and particulars as to class and classes thereof: The amount of capital stock is TWENTY FIVE THOUSAND DOLLARS (\$25,000.00) all of which shall be common stock"; and,

2. The number of shares of said stock is increased to 250 shares, and Article 5 of said Charter of Incorporation is amended to read "Number of shares for each class and par value thereof: Two Hundred Fifty (250) shares of common stock having a par value of \$100.00 per share"; and,

3. The period of existence of said corporation is increased to Ninety-Nine (99) years, and Article 6 of said Charter of Incorporation is amended to read "The period of existence (not to exceed Ninety-Nine years) is Ninety-Nine (99) years"; and,

4. The number of shares of said stock necessary to be subscribed and paid for before the corporation shall commence business is increased to One Hundred (100) shares, and Article 8 of said Charter of Incorporation is amended to read "The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business: One Hundred (100) shares of common stock".

There being no further business to come before the meeting, the said meeting of the stockholders was thereupon duly adjourned.

/s/ R. L. DUNCAN  
PRESIDENT

/s/ R. B. LOWERY  
SECRETARY-TREASURER

CERTIFICATE

We, R. L. DUNCAN and R. B. LOWERY, President and Secretary-Treasurer, respectively, of the within named Columbia Electric & Appliance Company, a Mississippi corporation domiciled at Columbia, Mississippi, do hereby certify that the above and foregoing is a true and correct and complete copy of Resolution unanimously adopted by the stockholders of said corporation at a stockholders meeting held on the 19th. day of NOVEMBER, A.D. 1951.

Witness our signatures, and the Seal of said Corporation, on this the 30<sup>th</sup> day of NOVEMBER, A.D. 1951.



*R. L. Duncan*  
PRESIDENT

*R. B. Lowery*  
SECRETARY-TREASURER

AMENDMENT TO THE CHARTER OF INCORPORATION OF COLUMBIA ELECTRIC & APPLIANCE COMPANY, A MISSISSIPPI CORPORATION, AMENDING AND CHANGING ARTICLES 4, 5, 6 and 8 OF THE CHARTER OF INCORPORATION, INCREASING THE AMOUNT OF AUTHORIZED CAPITAL STOCK, INCREASING THE NUMBER OF SHARES OF SAID CAPITAL STOCK, INCREASING THE PERIOD OF EXISTENCE OF SAID CORPORATION, AND FIXING THE NUMBER OF SHARES OF STOCK TO BE SUBSCRIBED AND PAID FOR BEFORE COMMENCING BUSINESS.

The Charter of Incorporation of Columbia Electric & Appliance Company, approved by the Governor of the State of Mississippi on August 25, 1949, and recorded in the Office of the Secretary of State of Mississippi in Records

of Incorporations Photo-Stat Book, Number Eighteen, Pages 2910293, is hereby amended as follows:

Article 4 of said Charter of Incorporation is amended so as to read:

"4. Amount of capital stock and particulars as to class and classes thereof: The amount of capital stock is TWENTY FIVE THOUSAND DOLLARS (\$25,000.00) all of which shall be common stock";

Article 5 of said Charter of Incorporation is amended so as to read:

"5. Number of shares for each class and par value thereof: Two Hundred Fifty (250) shares of common stock having a par value of \$100.00 per share";

Article 6 of said Charter of Incorporation is amended so as to read:

"6. The period of existence (not to exceed Ninety-Nine years) is Ninety-Nine (99) years";

Article 8 of said Charter of Incorporation is amended so as to read:

"8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business: One Hundred (100) shares of common stock".

WITNESS THE SIGNATURES of the President and Secretary-Treasurer of said corporation, and the Seal of said corporation, pursuant to Resolution unanimously adopted on the 19th. day of November, A.D. 1951, by the stockholders of said corporation, this the 30<sup>th</sup> day of NOVEMBER, A.D. 1951.



R. L. Duncan  
PRESIDENT

R. B. Lowery  
SECRETARY-TREASURER

STATE OF MISSISSIPPI

COUNTY OF MARION

Personally appeared before me, the undersigned authority in and for the County and State aforesaid, R. L. DUNCAN and R. B. LOWERY, President and Secretary-Treasurer, respectively, of the within named Columbia Electric & Appliance Company, a Mississippi corporation domiciled at Columbia, Mississippi, who each acknowledged that they executed and delivered the above and foregoing amendment to the Charter of Incorporation of Columbia Electric & Appliance Company, as the act and deed of said corporation, on the date therein mentioned and for the purposes

therein expressed.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the 30<sup>th</sup> day of  
NOVEMBER, A.D. 1951.



Sebe Dale, Jr.  
NOTARY PUBLIC

My Commission Expires January 29, 1952.

\*\*\*\*\*

Received at the Office of the Secretary of State, this the 6<sup>th</sup>  
day of DECEMBER, A.D. 1951, together with the sum of \$40<sup>00</sup> deposited to  
cover the recording fee, and referred to the Attorney General for his opinion.

John L. ...  
SECRETARY OF STATE

\*\*\*\*\*

Jackson, Mississippi, December 6<sup>th</sup>, 1951.

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  
the State, or of the United States.

J. E. Coleman  
ATTORNEY GENERAL

BY James S. ...  
ASSISTANT ATTORNEY GENERAL

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

COLUMBIA ELECTRIC & 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 af-  
fixed, this* SIXTH *day of*  
DECEMBER 1951

Receipt No. 2874 L  
By the Governor.

*Hubert L. Green*

Secretary of State.

*Forrest*

HEBER LADNER

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****TIME FINANCE CO., INC.**

1. The corporate title of said company is Time Finance Co., Inc.
2. The names of the incorporators are:
 

<u>J. C. Williams</u>	Postoffice	<u>Jackson, Miss.</u>
<u>J. J. Jones</u>	Postoffice	<u>Jackson, Miss.</u>
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
	Postoffice	
3. The domicile is at Natchez, Miss.
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 (not to exceed fifty years) is Fifty (50) years.



7. The purpose 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; 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.

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 - \$1,000.00

*John A. Williams*  
*J. A. Williams*

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Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority in and for the above  
named county and state, J. C. Williams, one of the

incorporators of the corporation known as the Time Finance 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 5 day of December 1951.

Edrie Pauline KeysNotary Public

my Commission expires  
December 7, 1953

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority in and for the above  
named county and state, J. J. Jones, one of the

incorporators of the corporation known as the Time Finance 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 5 day of December 1951.

Edrie Pauline KeysNotary Public

my Commission expires  
Dec. 7, 1953

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 5<sup>th</sup> day of December

A. D., 1951, together with the sum of \$30.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Walter L. Jones

Secretary of State.

Jackson, Miss., December 5th 1951

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

J. P. Coleman

Attorney General.

By \_\_\_\_\_

James C. Marshall

Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

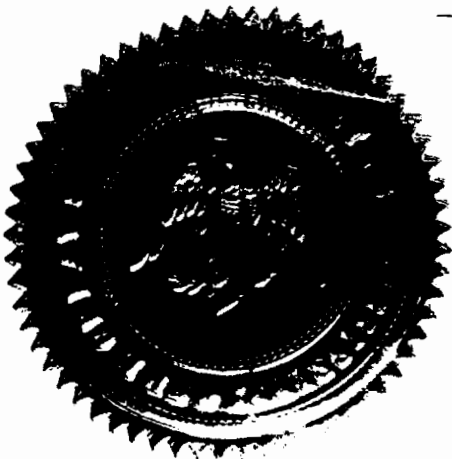
TIME FINANCE CO., INC.

is hereby approved.

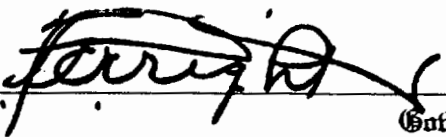
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.  
this SIXTH day of

DECEMBER

19 51



Receipt No. 2873 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
sixth day of December, 1951.

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## RESOLUTION FOR AMENDMENT TO CHARTER

Be it resolved by the stockholders of The Narcissa Shop, Inc. that the charter of incorporation of the corporation be amended so as to change the name of the corporation to Guys & Gals.

Be it resolved that Section 1 of the charter of incorporation of the said corporation be amended to read as follows:

"1. The corporate title of said Company is Guys & Gals."

Be it resolved that the President and Secretary-Treasurer of this corporation be and they hereby are authorized to perform all acts necessary and requisite to secure the approval of this amendment to the charter of incorporation of The Narcissa Shop, Inc.

Mildred K. Kaplan  
President

ATTEST:

T. T. Kaplan  
Secretary-Treasurer

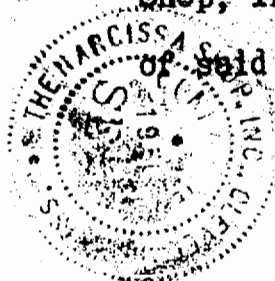
I, Tobias T. Kaplan, do hereby certify that I am the duly elected and acting Secretary-Treasurer of The Narcissa Shop, Inc. and am the custodian of the records of said corporation; that at a meeting duly and legally called and held on the 1st day of November, 1951 at the business office of the corporation in Cleveland, Mississippi the above resolution was unanimously adopted by all of the stockholders of every class; that the foregoing resolution is a true and correct copy of the original resolution passed by the stockholders at such meeting on such date as same appears in Minute Book 1 of the Minutes of said corporation and that it is now in full force and effect.

Witness my signature and corporate seal of the corporation this the 6th day of December, 1951.

T. T. Kaplan  
Tobias T. Kaplan, Secretary-Treasurer

AMENDMENT TO CHARTER OF THE NARCISSA SHOP, INC.

Section 1 of the charter of incorporation of The Narcissa Shop, Inc. is amended to read as follows: "1. The corporate title of said company is Guys & Gals."



Tobias T. Kaplan

Secretary-Treasurer of  
The Narcissa Shop, Inc.

STATE OF MISSISSIPPI

COUNTY OF BOLIVAR

Personally appeared before me, the undersigned notary public in and for the aforesaid State and County, Tobias T. Kaplan, who acknowledged that he is the duly elected and acting Secretary-Treasurer of The Narcissa Shop, Inc., a corporation, and that he signed, sealed, executed and delivered the above and foregoing amendment to the charter of The Narcissa Shop, Inc. as his act and deed in his said official capacity and as the act and deed of The Narcissa Shop, Inc.

Witness my signature and official seal this the 6th day of December, 1951.

Alfred A. Livingston  
Notary Public

My commission expires: 12-12-53

Received at the office of the Secretary of State this the 8th day of Dec, 1951 together with the sum of \$ 10<sup>00</sup> deposited to cover the recording fee and referred to the Attorney General for his opinion.

Helmer Lodner  
Secretary of State

Jackson, Mississippi

December 8th, 1951

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

J. P. Coleman  
Attorney General

By James S. Keadell  
Assistant Attorney General

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

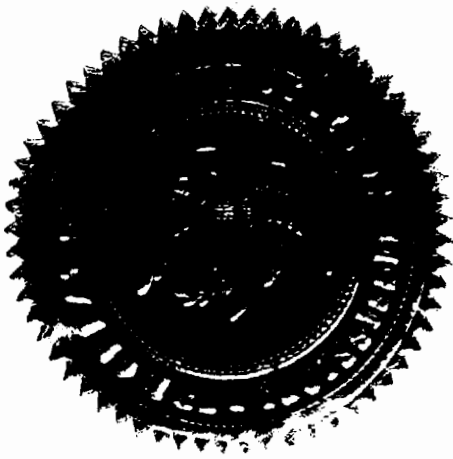
*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

THE NARCISSA SHOP, INC.

changing name to

GUY'S & GALS

*is hereby approved.*



*In testimony whereof, I have hereunto set  
my hand and caused the Great Seal  
of the State of Mississippi to be af-  
fixed, this* EIGHTH *day of*  
DECEMBER 1951

Receipt No. 2883 L

*By the Governor.*

*John L. Davis*

*Secretary of State.*

*[Signature]*

Recorded in the Secretary of State's Office this the tenth day of December, 1951.

THE SECRET SERVICE

10:10

10:10

10:10

10:10

10:10



THE CHARTER OF INCORPORATION  
OF  
KILMICHAEL MINING COMPANY, INC.

I. The corporate title of said company is Kilmichael Mining Company, Inc.

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

<u>NAME</u>	<u>ADDRESS</u>
R. B. Flowers	West Point, Mississippi
H. L. Flowers	West Point, Mississippi
L. L. McCharen	West Point, Mississippi
J. K. Flowers	Kilmichael, Mississippi
C. H. McDill	Kilmichael, Mississippi

III. The domicile of the corporation is at Kilmichael, Montgomery County, Mississippi.

IV. The amount of the authorized capital stock of the corporation is Five Hundred Thousand Dollars (\$500,000.00), divided into five thousand (5,000) shares of common stock of the par value of One Hundred Dollars (\$100.00) each.

V. The period of existence of the corporation is ninety-nine (99) years.

VI. The purposes for which the corporation is created are:

(a). To purchase, lease, take on lease, or otherwise acquire, hold, trade, sublease, sell, exchange, or otherwise dispose of, deal in, develop, and operate real and personal property of every kind and character, including farms, mines, lands, and mineral rights and properties, and grants, leases, concessions, claims, licenses of or other interests in mines, mining rights, lands, mineral properties and water rights, either absolutely or conditionally, and either solely or jointly with others.

(b). To acquire by purchase, concession or lease, or take in

exchange, or otherwise, and to erect, construct, alter, operate, and dispose of buildings, structures, roads, tramways, shafts, furnaces, crushing and other machinery and mining equipment, including works for smelting, treating, removing, cleaning, refining, storing, transporting, marketing, and otherwise dealing with ores, metals, minerals, stone, rock, clay, and other mineral products and by-products.

(c). To prospect, explore, excavate, drill, mine, open, and work claims or mines and to produce, raise, dig, and quarry for ores, minerals, metals, clay, stone, rock, and other substances, by contract or otherwise, and either solely or jointly with others, and to process, crush, smelt, treat, remove, transport, refine, store, market, sell and dispose of, and deal in ores, metals, minerals, stone, rock, clay, and other mineral substances, products and by-products mined, produced or acquired.

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.

VII. The number of shares to be subscribed and paid for before the corporation may begin business is one thousand (1,000) shares, to be paid for in lawful money of the United States of America, or in property, or in services, at a just valuation to be fixed by the Board of Directors of the corporation.

R. B. Flowers, md  
R. B. Flowers

H. L. Flowers, md  
H. L. Flowers

L. L. McCharen, md  
L. L. McCharen

J. K. Flowers  
J. K. Flowers

C. H. McDill  
C. H. McDill

STATE OF MISSISSIPPI )  
COUNTY OF CLAY )

This day personally appeared before me, the undersigned authority of law in and for said County and State, R. B. Flowers, H. L. Flowers and L. L. McCharen, three of the incorporators of the above named corporation, who each acknowledged that they signed and executed the above and foregoing Articles of Incorporation, as their act and deed, on this the 11<sup>th</sup> day of December, 1951.

Nancy J. Martin  
Notary Public

My commission expires Nov. 10, 1954.

STATE OF MISSISSIPPI )  
COUNTY OF Hinds )

This day personally appeared before me, the undersigned authority of law in and for said County and State, J. K. Flowers, one of the incorporators of the above named corporation, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation, as his act and deed, on this the 11<sup>th</sup> day of December, 1951.

Alma C. Cook  
Notary Public

My commission expires MY COMMISSION EXPIRES MARCH 7, 1953

STATE OF MISSISSIPPI )  
COUNTY OF Hinds )

This day personally appeared before me, the undersigned authority of law in and for said County and State, C. H. McDill, one of the incorporators of the above named corporation, who acknowledged that he signed and executed the above and foregoing Articles of Incorporation, as his act and deed, on this the 11<sup>th</sup> day of December, 1951.

Alma C. Cook  
Notary Public

My commission expires MY COMMISSION EXPIRES MARCH 7, 1953

Received at the office of the Secretary of State, this the 11<sup>th</sup> day of December

A. D., 1951, together with the sum of \$500<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Ladd  
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.

*this December 11, 1951*

J. P. Coleman  
ATTORNEY GENERAL.

By \_\_\_\_\_  
Assistant Attorney General.

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

KILMICHAEL MINING COMPANY, INC.

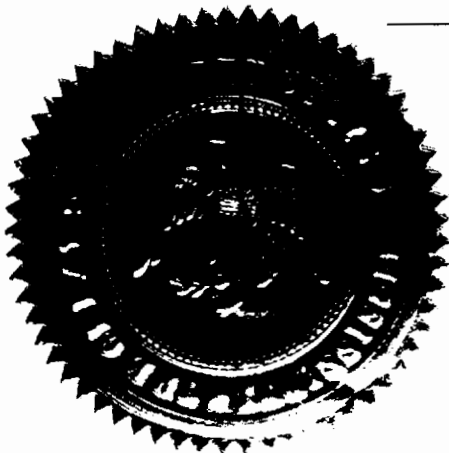
is hereby approved.

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

this ELEVENTH day of

DECEMBER

1951



Receipt No. 2892 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the  
eleventh day of December, 1951.

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THE CHARTER OF INCORPORATION  
OF  
UNITED LOAN BROKERS

I.

The corporate title of said Company is United Loan Brokers.

II.

The names and post office addresses of the incorporators are:

Leuna H. Slocumb, Canton, Mississippi

G. H. Slocumb, Jr., Canton, Mississippi

III.

The domicile of the corporation is Canton, Mississippi.

IV.

The amount of the authorized capital stock is as follows:  
Two Hundred and Fifty shares of no-par common stock.

V.

The sale price per share of the no-par value common stock shall be Twenty Dollars (\$20.00) per share, with authority in the Board of Directors to change such sale price as and when desired.

VI.

The period of existence shall be fifty years.

VII.

The purposes for which the corporation is created are as follows, to wit:

To carry on and operate a general brokerage business procuring loans of every type and character for the general public. In addition thereto, to carry on a general brokerage business of all personal and real property; to act as agent for the general public and placing and brokering loans for the general public; to lease, buy and own real estate; but the rights and powers that may be exercised by said corporation in addition thereto are those conferred by the provisions of Chapter 4 of Title 21 of the Mississippi Code of 1942 and laws amendatory thereof and supplemental thereto; but no power or right shall be exercised contrary to law.

## VIII.

The corporation shall commence business when fifty (50) shares of no-par common stock have been issued and fully paid for.

Witness the signatures of the incorporators, this 10th day of December, 1951.

G. H. Slocumb Jr.  
Leuna H. Slocumb

State of Mississippi  
County of Madison

Personally appeared before me, the undersigned authority in and for the foregoing County and State, the above named LEUNA H. SLOCUMB and G. H. SLOCUMB, JR., who acknowledged that they signed and delivered the foregoing charter of incorporation on the day and year therein mentioned.

Given under my hand and seal of office this 10th day of December, 1951.

Ruth W. Leedy  
Notary Public

My commission expires: 2/25/54



Received at the office of the Secretary of State, this the 12<sup>th</sup> day of December

A. D., 1951, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

December 12th, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL.

By James J. Kendall  
Assistant Attorney General.



# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

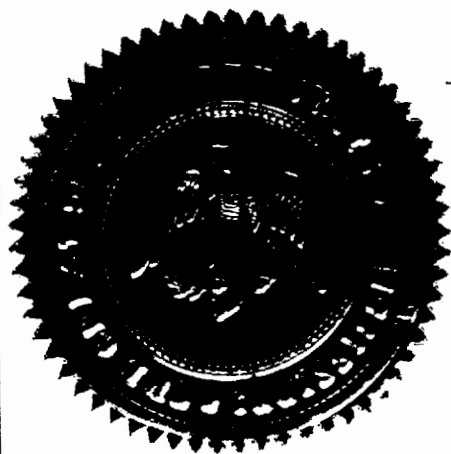
UNITED LOAN BROKERS

is hereby approved.

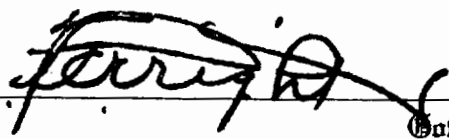
In testimony whereof, I have hereunto set  
my hand and caused the Great Seal of  
the State of Mississippi to be affixed.

this \_\_\_\_\_ Twelfth \_\_\_\_\_ day of

December 19 51



Receipt No. 2894 L

  
Governor

By the Governor

  
Secretary of State

Recorded in the Secretary of State's Office this the  
twelfth day of December, 1951.

Secretary of State

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RESOLUTION ADOPTED BY THE STOCKHOLDERS OF  
DEPOSIT GUARANTY BANK & TRUST COMPANY, OF  
JACKSON, MISSISSIPPI, AT A SPECIAL CALLED  
MEETING OF SAID STOCKHOLDERS OF SAID BANK  
HELD ON DECEMBER 11, 1951 AT 3:00 P.M. IN  
THE BOARD OF DIRECTORS ROOM OF SAID BANK

A resolution was introduced by W. M. Mounger as follows:

"BE IT RESOLVED, that the common capital stock of Deposit Guaranty Bank & Trust Company, of Jackson, Mississippi, be increased from \$1,100,000.00 to \$1,200,000.00 by the issuance of 10,000 additional shares of common capital stock of the par value of \$10.00 per share.

"BE IT FURTHER RESOLVED, that the Articles of Incorporation of Deposit Guaranty Bank & Trust Company, of Jackson, Mississippi, as amended, be further amended by striking out Paragraph 1 of Article 4 and inserting in the place thereof a new paragraph of Article 4 reading as follows:

'Article 4. (1) Amount, Classes and Shares of Capital Stock. The amount of capital stock of the corporation shall be \$1,200,000.00, divided into classes and shares as follows:

\$1,200,000.00 par value of common stock divided  
into 120,000 shares of the par value of \$10.00  
each.'

"BE IT FURTHER RESOLVED, that the plan adopted by the Board of Directors of Deposit Guaranty Bank & Trust Company, of Jackson, Mississippi, in meeting held on November 27, 1951, for the issuance and payment of a stock dividend of one of the above-provided-for new shares of \$10.00 par per share common capital stock for each 11 shares of the present \$10.00 par per share common capital stock owned by stockholders of record on December 11, 1951, be and the same is hereby approved and adopted in full by the stockholders of the bank and the officers of Deposit Guaranty Bank & Trust Company, of Jackson, Mississippi, acting for said bank, be and they are hereby authorized and directed (1) to transfer from the Paid-in Surplus account of the bank to the Common Capital Stock account of the bank the sum of \$100,000.00, and (2) thereupon to issue said \$100,000.00 increase of the \$10.00 par per share common capital stock as a stock dividend to stockholders of record on December 11, 1951, in the ratio of 1 share of said new common capital stock for each 11 shares of the present common capital stock now owned by each stockholder, and in effecting the issuance of said stock dividend, no fractional shares shall be issued, but partial share

scrip certificates shall be issued indicating the rights to fractional shares, which scrip certificates shall be transferrable, and full shares shall be issued when and as holders of said scrip certificates may acquire or accumulate the same so as to be entitled to one or more full shares."

\*\*\*\*\*

At a special meeting of the stockholders of Deposit Guaranty Bank & Trust Company, of Jackson, Mississippi, held on December 11, 1951, at 3:00 P.M., in the Board of Directors Room of said bank in Deposit Guaranty Bank Building, in Jackson, Mississippi, ten days notice of the proposed business having been given by ordinary mail, the foregoing resolution and amendment to the Articles of Incorporation was duly seconded by T. J. Luke, and upon being put to a vote was adopted by the following vote, representing at least 2/3 of the total number of shares of common capital stock outstanding:

Total number of shares of preferred stock outstanding.....	<u>None</u>
Total number of shares of common stock outstanding.....	<u>110,000</u>
Total number of shares of common stock represented at the meeting.....	<u>87,467</u>
Total number of shares of common stock voted in favor of resolution and amendment...	<u>87,467</u>
Total number of shares of common stock voted against the resolution and amendment...	<u>None</u>

I, the undersigned, hereby certify that this is a true and correct and exact copy of a resolution and amendment to the Articles of Incorporation introduced and adopted by the stockholders of Deposit Guaranty Bank & Trust Company, of Jackson, Mississippi, at a special meeting of the stockholders of this bank held on December 11, 1951 at 3:00 P.M. in the Board of Directors Room of said bank, and that this is a true and correct report of the vote on said resolution and amendment to the Articles of Incorporation at said meeting, and that a complete list of the stockholders voting therefor and of the number of shares voted by each is on file in the bank.

*[Signature]*  
Notary Public

Subscribed and sworn to before me on this the 11 day of December, 1951.

*Ava B. Harmon*  
NOTARY PUBLIC

My commission expires:

Received at the office of the Secretary of State, this the 12<sup>th</sup> day of December

A. D., 1951, together with the sum of \$10<sup>00</sup> deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams  
SECRETARY OF STATE

Jackson, Miss.,

December 12<sup>th</sup>, 1951

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.

J. P. Coleman  
ATTORNEY GENERAL

By James S. Hendall  
Assistant Attorney General.

# State of Mississippi

## Department of Bank Supervision



**JACKSON**

*The within and foregoing Amendment to the  
Charter of Incorporation of*

DEPOSIT GUARANTY BANK & TRUST CO.

JACKSON, MISSISSIPPI.

*is here approved.*

*In testimony whereof, I have hereunto set my  
hand and caused the Seal of the  
Department of Bank Supervision  
State of Mississippi to be affixed,  
this 12th day of*

December 19 51



*W. J. Johnson*  
STATE COMPTROLLER.

# State of Mississippi

EXECUTIVE



OFFICE

JACKSON

*The within and foregoing Amendment to the  
Charter of Incorporation of* \_\_\_\_\_

DEPOSIT GUARANTY BANK & TRUST 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 af-  
fixed, this* \_\_\_\_\_ *Thirteenth* \_\_\_\_\_ *day of*  
\_\_\_\_\_ *December* \_\_\_\_\_ *1951*

Receipt No. 2899 L

*By the Governor.*

*Heber L. Ladd*

*Secretary of State.*

*Sam L. Ladd*  
LIEUTENANT GOVERNOR

Recorded in the Secretary of State's Office this the thirteenth day of December, 1951.

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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

WELLS FURNITURE MANUFACTURING COMPANY, INC.

1. The corporate title of said company is Wells Furniture Manufacturing Company, Inc.
2. The names of the incorporators are:

JOHN E. WELLS

Postoffice P. O. Box 849,

Postoffice Laurel, Mississippi

MILLARD WHITAKER

Postoffice R. F. D. # 3,

Postoffice Laurel, Mississippi

MRS. MARY ALICE MILLER

Postoffice R. F. D. # 5,

Postoffice Laurel, Mississippi

Postoffice \_\_\_\_\_

Postoffice \_\_\_\_\_

3. The domicile is at Laurel, Jones County, Mississippi

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

Two Hundred Fifty Thousand Dollars (\$250,000.00)

All common stock of the par value of One Hundred Dollars (\$100.00) per share.

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

Twenty Five Hundred (2500) 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 Ninety-Nine years.

7. The purpose for which it is created: To engage in the business of manufacturing, distributing, and selling furniture of all kinds; to operate wood and metal plants manufacturing products from wood or from metallic substances or from both wood and metallic substances; to operate, acquire, own, lease, as lessor or lessee, manufacturing plants and to manage same; to acquire, own, and deal in real estate and to mortgage and sell same; to act as agents in the sale of all types of commodities which may be lawfully sold; to buy, sell, and pledge notes, bonds, and other securities; to operate mercantile establishments; to contract for the operation of all types of manufacturing plants; to borrow money and to secure the same; and to adopt by-laws and rules and regulations for the purpose of conducting the business of the corporation.

The corporation may be merged with another corporation or corporations, and this corporation may be consolidated with other corporations or another corporation may be consolidated with it when done according to law.

The corporation may provide in its by-laws for the holding of stockholders' and directors' meetings within or without the State of Mississippi. The Directors may adopt a form of stock certificate with reasonable provisions therein with reference to transfer, sale, and pledge of said stock certificates with the proviso that any holder of such stock certificate may be charged with notice of all lawful provisions restricting the transfer of same.

The corporation may conduct a cafeteria at its plant or plants and may contract with its employees when not in violation of some statute and not against public policy.

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 thousand shares of the Common Stock.

John E. Waelff  
 Willard Whitaker  
 Mrs. Mary Alice Miller

Incorporators.

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jones

This day personally appeared before me, the undersigned authority John E. Wells,  
Millard Whitaker, and Mrs. Mary Alice Miller

incorporators of the corporation known as the Wells Furniture Manufacturing Company, Inc.  
 who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as  
 (his) (their) act and deed on this the 12 day of December, 1951.

David C. Skelton  
 Notary Public

My commission expires: March 20, 1955.

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 13<sup>th</sup> day of December  
 A. D., 1951, together with the sum of \$ 500.00 deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Walter L. Riden  
 Secretary of State.

Jackson, Miss., December - 13<sup>th</sup> 1951

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.

By \_\_\_\_\_

J. P. Coleman  
 Attorney General.

James J. Hendall  
 Assistant Attorney General.

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

7. The purpose for which it is created: To engage in the business of manufacturing, distributing, and selling furniture of all kinds; to operate wood and metal plants manufacturing products from wood or from metallic substances or from both wood and metallic substances; to operate, acquire, own, lease, as lessor or lessee, manufacturing plants and to manage same; to acquire, own, and deal in real estate and to mortgage and sell same; to act as agents in the sale of all types of commodities which may be lawfully sold; to buy, sell, and pledge notes, bonds, and other securities; to operate mercantile establishments; to contract for the operation of all types of manufacturing plants; to borrow money and to secure the same; and to adopt by-laws and rules and regulations for the purpose of conducting the business of the corporation.

The corporation may be merged with another corporation or corporations, and this corporation may be consolidated with other corporations or another corporation may be consolidated with it when done according to law.

The corporation may provide in its by-laws for the holding of stockholders' and directors' meetings within or without the State of Mississippi. The Directors may adopt a form of stock certificate with reasonable provisions therein with reference to transfer, sale, and pledge of said stock certificates with the proviso that any holder of such stock certificate may be charged with notice of all lawful provisions restricting the transfer of same.

The corporation may conduct a cafeteria at its plant or plants and may contract with its employees when not in violation of some statute and not against public policy.

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 thousand shares of the Common Stock.

John E. Lothrop  
 Millard Whitaker  
 Mrs. Mary Alice Miller

## ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jones

This day personally appeared before me, the undersigned authority John E. Wells,  
Millard Whitaker, and Mrs. Mary Alice Miller

incorporators of the corporation known as the Wells Furniture Manufacturing Company, Inc.  
 who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as  
 (his) (their) act and deed on this the 12 day of December, 1951.

David C. Skelton  
 Notary Public

My commission expires: March 20, 1955.

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 13<sup>th</sup> day of December  
 A. D., 1951, together with the sum of \$ 500<sup>00</sup> deposited to cover the recording fee, and referred  
 to the Attorney General for his opinion.

Walter L. Riden  
 Secretary of State.

Jackson, Miss., December - 13<sup>th</sup> 1951

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.

By \_\_\_\_\_

J. P. Coleman  
 Attorney General.

James J. Hendall  
 Assistant Attorney General.

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

# The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

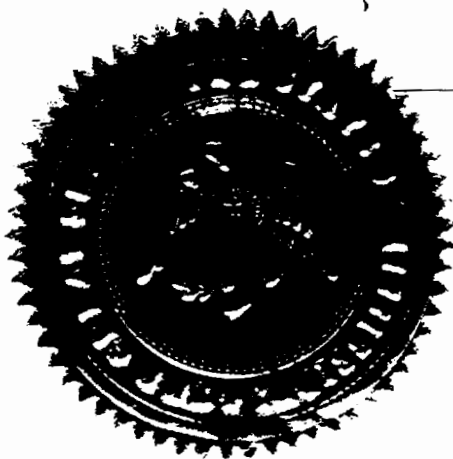
WELLS FURNITURE MANUFACTURING COMPANY, INC.

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 \_\_\_\_\_ Thirteenth \_\_\_\_\_ day of

December 19 51



Receipt No. 2891 L

*Sam Lumphin*  
Lieutenant and Acting Governor

By the Governor

*Walter L. Adams*  
Secretary of State

Recorded in the Secretary of State's Office this the  
fourteenth day of December, 1951.

Secretary of State