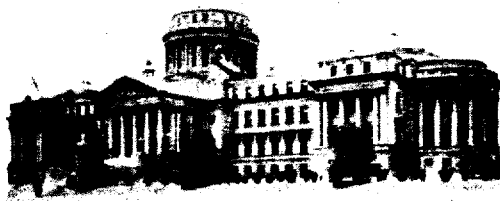


The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

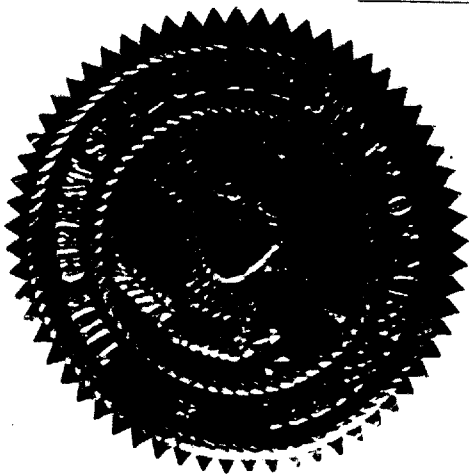
FARRIS NOVELTY COMPANY

is hereby approved.

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

this _____ Second _____ day of

December 19 53



Alger H. White
Governor

By the Governor

Arthur L. Adams
Secretary of State

Receipt No. 9646 L

Recorded in the Secretary of State's Office this the third day of December, 1953.

CHARTER OF INCORPORATION
OF
FARRIS NOVELTY COMPANY

1: The Corporate title of this Company is:

FARRIS NOVELTY COMPANY

2: The names of the Incorporators are:

J. D. Farris, Post Office, Vicksburg, Mississippi

Mamie M. Farris, Post Office, Vicksburg, Mississippi

3: The domicile is at Vicksburg, Mississippi.

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

Fifty Thousand (\$50,000.00) Dollars Common Stock, represented by Five Hundred (500) Shares of the par value of One Hundred (\$100.00) Dollars each.

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

6: The purposes for which it is created:

To operate as a wholesale and retail dealer in all kinds, types and character of musical instruments, including radios, television, phonographs and coin operated radios, coin operated television and coin operated phonographs; all types, kinds and character of accessories for the above; also the allied and interdependent lines of businesses connected with and incidental to the foregoing businesses, including the right to operate a repair and service department for the purpose of installing and repairing said items; to finance the purchase and sale of the above and accessories thereto; to lease and operate any and all kinds of coin operated machines; to buy and sell all other merchandise generally used in a general mercantile business handling the above items and accessories.

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

7: The number of shares of each class to be submitted and paid for before this Corporation may begin business:

This Corporation may commence business when One Hundred (100) Shares of the Common Stock have been paid in full.

J. D. Farris
Mamie M. Farris

STATE OF MISSISSIPPI
COUNTY OF WARREN

PERSONALLY appeared before me the undersigned, a Notary Public in and for Warren County, in the State of Mississippi, the within named J. D. Farris, and Mamie M. Farris, Incorporators of the corporation known as FARRIS NOVELTY COMPANY, each of whom acknowledged that they signed and executed the foregoing Articles of Incorporation as their act and deed on this the 30th day of November, 1953.

GIVEN under my hand and official seal this the 30th day of November, 1953.

Charles P. Adams
NOTARY PUBLIC



COMMISSION EXPIRES: Feb 1, 1954

Received at the office of the Secretary of State, this the 2nd day of December

A. D., 1953, together with the sum of \$ 110⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams
SECRETARY OF STATE

Jackson, Miss.,

December 2nd, 1953

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

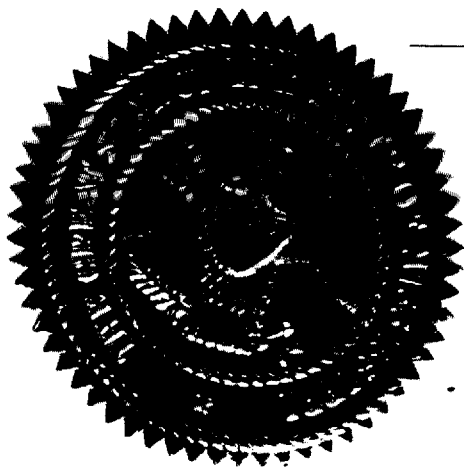
NEW CAR DEALERS OF JACKSON COUNTY, MISSISSIPPI

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 _____ Second _____ day of

December 19 53



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

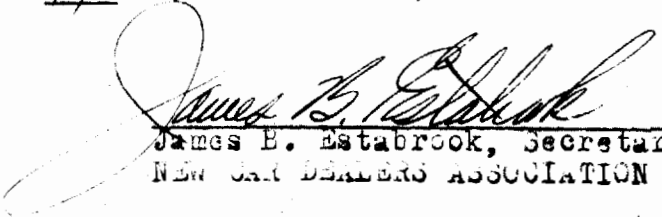
Receipt No. 9644 L

Recorded in the Secretary of State's Office this the third day of December, 1953.

Be it resolved that the unincorporated association known as
JACKSON COUNTY, MISSISSIPPI,
"NEW CAR DEALERS OF / " apply to the Secretary of State of
Mississippi for non-share fraternal corporation to be organized
for the mutual interest of the members thereof and the general
public, as a non-share fraternal corporation, and that James B.
Estabrook, and Doug Wood of Pascagoula, Mississippi, and Ralph
Grafe and W. H. Nelson, Jr. of Moss Point, Mississippi, be and
they are hereby authorized to make application for such non-share
fraternal corporation, execute such documents as may be necessary
and perform all other acts and deeds with reference to the procuring
of such a Charter.

I, James B. Estabrook, do hereby certify that I am the Secretary
OF JACKSON COUNTY, MISSISSIPPI,
of "NEW CAR DEALERS / ", an unincorporated association of
new car dealers; That on November 11, 1953, there was held a legal
meeting of the association, after proper notice thereof to the
members, at which meeting a quorum of the members was present; and
that at such meeting, the above and foregoing resolution was un-
animously adopted, and that the above is a true and correct copy
of the resolution as it appears on the minutes of the association.

Witness my signature, this 19 day of November, 1953.


James B. Estabrook, Secretary
NEW CAR DEALERS ASSOCIATION

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

NEW CAR DEALERS OF JACKSON COUNTY, MISSISSIPPI

1. The corporate title of said company is NEW CAR DEALERS OF JACKSON COUNTY, MISSISSIPPI
2. The names of the incorporators are:

| | |
|---------------------------|-------------------------------------------|
| <u>James B. Estabrook</u> | Postoffice <u>Pascagoula, Mississippi</u> |
| <u>Doug Wood</u> | Postoffice <u>Pascagoula, Mississippi</u> |
| <u>Ralph Grafe</u> | Postoffice <u>Moss Point, Mississippi</u> |
| <u>W. H. Nelson, Jr.</u> | Postoffice <u>Moss Point, Mississippi</u> |
| | Postoffice _____ |
| | Postoffice _____ |
| | Postoffice _____ |
| | Postoffice _____ |

3. The domicile is at Pascagoula, Mississippi

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

This Charter is for a non-share fraternal corporation. Membership in the corporation shall be regulated by its by-laws and such membership shall be for the mutual advantage of the several members thereof and the general public. This corporation should 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 properties shall be liable for the claims of creditors.

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:

The purpose of this association is to encourage fraternal association and to promote and protect the interest of the NEW CAR DEALERS OF JACKSON COUNTY, MISSISSIPPI, in their relations with each other and the public; to promote a high plane of business ethics for those engaged in the retail motor vehicle business; to assemble and publish for the benefit of the employees of the organization and the general public, information and data pertinent to the retail motor vehicle business; to oppose discriminatory legislation relating to the motor vehicle retailing trade and to promote the enactment of legislation beneficial to the trade and the public; to promote street and highway safety; and to own and/or lease premises for the operation and conducting of the business of this corporation and to do any and all things necessary and incidental thereto not in conflict with laws appertaining to such.

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

James B. Estabrook
James B. Estabrook
Doug Woods
Doug Woods
W. M. ...
W. M. ...
Ralph Grafe
Ralph Grafe

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

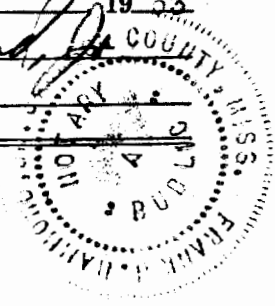
County of JACKSON

This day personally appeared before me, the undersigned authority James B. Estabrook, Doug Wood, Ralph Grafe, and W. H. Nelson, Jr.

incorporators of the corporation known as the NEW CAR DEALERS OF JACKSON COUNTY, 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 19 day of November 19 53.

Commission Expires Sept. 2, 1958

Frank J. Hammond, 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 2nd day of December A. D., 1953 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., December 2nd 1953

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. 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

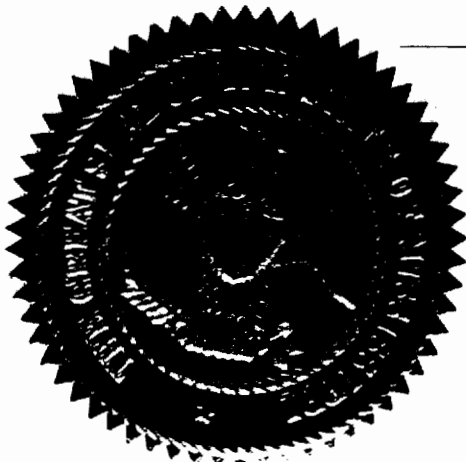
MAJOR-LOPER CO.

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 _____ Second _____ day of

December • 19 53



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Receipt No. 9637 L

Recorded in the Secretary of State's Office this
the third day of December, 1953.

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

MAJOR - LOPER CO.

1. The corporate title of said company is MAJOR - LOPER CO.

2. The names of the incorporators are:

- | | | |
|--------------------|-------------------|-----------------------------|
| <u>Al Major</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| <u>L. L. Loper</u> | <u>Postoffice</u> | <u>Jackson, 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 Jackson, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:
 The amount of capital stock shall be Ten Tousand Dollars (\$10,000.00),
 and shall consist of one hundred (100) shares of Common Stock all of
 the same class.

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, all of the same class.

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 buy, hold, sell, exchange, lease, rent, mortgage and otherwise encumber, develop, plat, subdivide, erect or cause to be erected buildings and structures upon and otherwise deal in land and interests in land; to buy, hold, sell, exchange, lease, rent, mortgage and otherwise encumber and deal in personal property of every kind and character, tangible and intangible; to buy, hold, sell, hypothecate, exchange, discount and otherwise deal in commercial paper, promissory notes, debentures, trust receipts, conditional sales contracts, evidences of debt, securities, stocks and bonds and other investments of every kind and character; to conduct a general insurance agency; to buy, hold, sell, exchange and otherwise deal in building materials and supplies, equipment, machinery, appliances, electronic devices, furniture and furnishings of every description; to lend the capital of the corporation and such other funds as it may from time to time borrow or acquire, with or without security and without limit as to amount, for such time and upon such terms as may be desired; to borrow money of any person, firm or corporation and to issue promissory notes, debentures, bonds or other obligations of the corporation from time to time and to secure same by mortgage, deed of trust, pledge or any other lawful means; to assume, acquire and undertake all or any part of the business, assets and liabilities of any person, firm, corporation or association; to conduct its business at wholesale or retail, as principal or as agent for others or as brokers, and to do all things, useful, convenient, incidental or desirable in connection with the corporation's business which a natural person might do.

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.

Al Major

Al Major

L. L. Loper

L. L. Loper

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority

Al Major and L. L. Loper

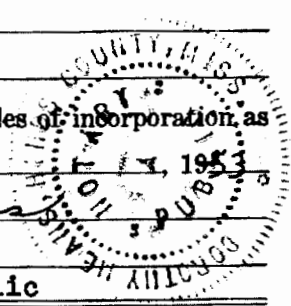
incorporators of the corporation known as the MAJOR - LOPER CO.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 30th day of November

My Commission Expires Jan. 6, 1957

Dorothy Means

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 1st day of December A. D., 1953 together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter Loper Secretary of State.

Jackson, Miss., December 22, 1953

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.

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

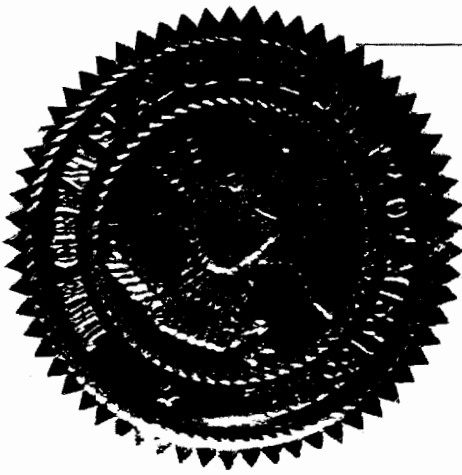
COTTAGE HOMES

is hereby approved.

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

this _____ Second _____ day of

December _____ 19 53 _____



Receipt No. 9638 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the third day of December, 1953.

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

COTTAGE HOMES

1. The corporate title of said company is COTTAGE HOMES

2. The names of the incorporators are:

Al Major Postoffice Jackson, Mississippi

Robert Field Postoffice Jackson, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Jackson, Mississippi

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

The amount of capital stock shall be Ten Thousand Dollars (\$10,000.00), and shall consist of One hundred (100) shares of Common Stock, all of the same class.

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, all of the same class.

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 buy, hold, sell, exchange, lease, rent, mortgage and otherwise encumber, develop, plat, subdivide, erect or cause to be erected buildings and structures upon and otherwise deal in land and interests in land; to buy, hold, sell, exchange, lease, rent, mortgage and otherwise encumber ~~encumber~~ and deal in personal property of every kind and character, tangible and intangible; to buy, hold, sell, hypothecate, exchange, discount and otherwise deal in commercial paper, promissory notes, debentures, trust receipts, conditional sales contracts, evidences of debt, securities, stocks and bonds and other investments of every kind and character; to conduct a general insurance agency; to buy, hold, sell, exchange and otherwise deal in building materials and supplies, equipment, machinery, appliances, electronic devices, furniture and furnishings of every description; to lend the capital of the corporation and such other funds as it may from time to time borrow or acquire, with or without security and without limit as to amount, for such time and upon such terms as may be desired; to borrow money of any person, firm or corporation and to issue promissory notes, debentures, bonds or other obligations of the corporation from time to time and to secure the same by mortgage, deed of trust, pledge or any other lawful means; to assume, acquire and undertake all or any part of the business, assets and liabilities of any person, firm, corporation or association; to conduct its business at wholesale or retail, as principal or as agent for others, or as brokers, and to do all things, useful, convenient, incidental or desirable in connection with the corporation's business which a natural person might do.

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.

Al Major
Al Major

Robert Field
Robert Field

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HTNDS

This day personally appeared before me, the undersigned authority

Al Major and Robert Field

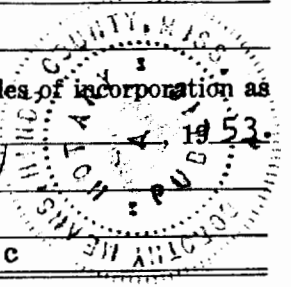
incorporators of the corporation known as ~~the~~ COTTAGE HOMES

who acknowledged that ~~the~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~ (their) act and deed on this the 30th day of November, 1953.

My Commission Expires Jan. 6, 1957

Dorothy Means

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 1st day of December A. D., 1953, together with the sum of \$ 30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer L. Linder

Secretary of State.

Jackson, Miss.,

December 1st 1953

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.

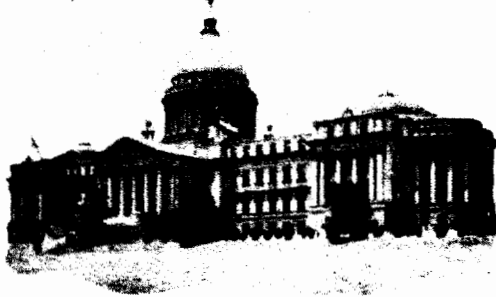
By _____

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

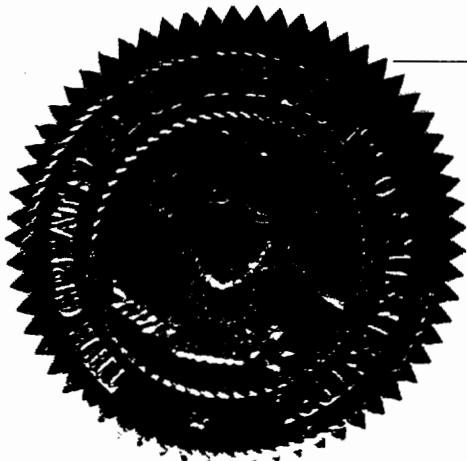
The within and foregoing Charter of Incorporation of

SERVICES, INCORPORATED

is hereby approved.

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

December 19 53



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Receipt No. 9626 L

Recorded in the Secretary of State's Office
this the third day of December, 1953.

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

Services, Incorporated

1. The corporate title of said company is Services, Incorporated

2. The names of the incorporators are:

Edward L. Wertz

Postoffice Jackson, Mississippi

Ruth E. Morrow

Postoffice Natchez, 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:

\$5,000 Common Stock

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

1,000 shares of Common Stock at a par value of \$5.00 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:

a. To procure, own, buy, sell, discount, trade in, assign, transfer and hypothecate certificates of indebtedness, deeds of trust, notes, evidences of debt, mortgages, any and all kinds of choses in action, conditional sales contracts, and any and all classes and kinds of securities.

b. To act as the representative, broker and agent for others in the placing or procuring of loans and investments.

c. To own, acquire, buy, sell, lease, mortgage, improve, develop and deal in real and personal property, and to act as agent, broker or manager in the purchase, sale, lease, transfer, management and care of real and personal property.

d. To exercise all the powers, privileges and rights proper and necessary or in any way advisable or appurtenant to the carrying out and in the performance of any and all of the purposes and objects of the corporation without restriction by reason of any particular statement or enumeration herein.

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.

100 shares of Common Stock

Edward L. Meitz
Ruth E. Menow

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Edward L. Wertz,
Ruth E. Morrow

incorporators of the corporation known as the Services, 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 25th day of November, 1953

Betty Barton Tucker
Notary Public
My commission expires October 4, 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 30th day of November
A. D., 1953 together with the sum of \$ 20 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

John L. Linder
Secretary of State.

Jackson, Miss., December 2nd 1953

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 Z. Kendall
Assistant Attorney General.

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

State of Mississippi

EXECUTIVE



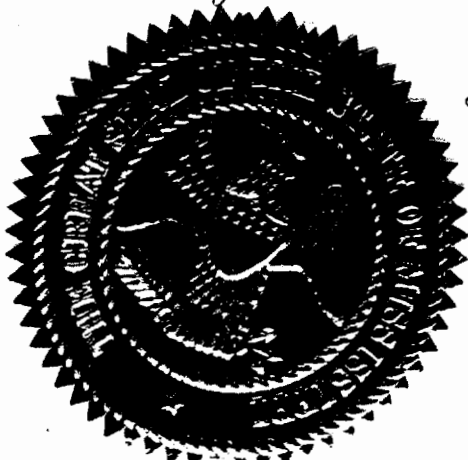
OFFICE

JACKSON

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

BANK OF HAZLEHURST

is hereby approved.



Receipt No. 9639 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* _____ *Second* _____ *day of*
December 1953

[Handwritten signature]

By the Governor.

[Handwritten signature]

Secretary of State.

State of Mississippi

Department of Bank Supervision



JACKSON

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

BANK OF HAZLEHURST

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 _____ *1st* _____ *day of*

December

19 53



B. J. Johnson
STATE COMPTROLLER

AMENDMENT TO ARTICLES OF INCORPORATION
OF
BANK OF HAZLEHURST

That the articles of incorporation of Bank of Hazlehurst, a corporation incorporated under the laws of the State of Mississippi, located at Hazlehurst, Mississippi, be amended by striking out section two of the original charter and inserting in lieu thereof the following:

"SECTION 2, Amount and Shares of Capital Stock.

The amount of capital stock of the corporation shall be \$150,000.00 divided into 1500 shares of common stock of the par value of \$100.00 per share".



BANK OF HAZLEHURST

BY [Signature]
President

STATE OF MISSISSIPPI
COUNTY OF COPIAH

Personally appeared before me, the undersigned notary public in and for Copiah County, State of Mississippi, R. L. Covington, known to me to be President of Bank of Hazlehurst, Hazlehurst, Mississippi, a corporation organized under the laws of the State of Mississippi, who acknowledged that he signed, executed and delivered the foregoing amendment to the Charter of Incorporation of Bank of Hazlehurst, Hazlehurst, Mississippi, as President of said Corporation, and for and on behalf of said Corporation, and who further acknowledged that there is duly attached thereto a certified copy of the resolution of the stockholders of said Corporation authorizing said amendment.

Given under my hand and official seal of office this
the 27th day of November, 1953.



Vanda B. Hopper
Notary Public

My commission expires: Aug. 28, 1954

Received at the office of the Secretary of State, this the 1st day of December

A. D. 1953, together with the sum of \$100⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Lyden
SECRETARY OF STATE

Jackson, Miss.,

December 1st, 1953

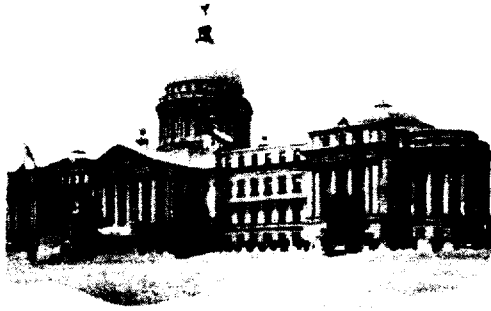
I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Calanan
ATTORNEY GENERAL.

By James S. Randall
Assistant Attorney General.

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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 NEWTON

Changing the name of the Town of Newton
to the "City of Newton, Mississippi"

CHAPTER 491,

*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 FORTY-THREE,

PAGES 27-28.



*Given under my hand and the Great Seal of
the State of Mississippi hereunto affixed, this*

THIRD day of DECEMBER, 1953.

Heber Ladner
SECRETARY OF STATE

City Of Newton

L. E. NICHOLSON, CLERK

Newton, Miss.

WHEREAS: Section 01, Chapter 491, Laws of 1950 provides that those municipalities in the State of Mississippi having two thousand inhabitants or more shall be classified as Cities; and

WHEREAS: The 1950 Federal census, taken under an act of Congress, shows the population of Newton, Newton County, Mississippi, to be 2912;

NOW THEREFORE, acting under authority of Section 26, Chapter 491, Laws of 1950, it is hereby adjudged and ordered by the Mayor and Board of Aldermen of the Town of Newton, Newton County, Mississippi, that henceforth the Town of Newton, Newton County, Mississippi, be classified as a City.

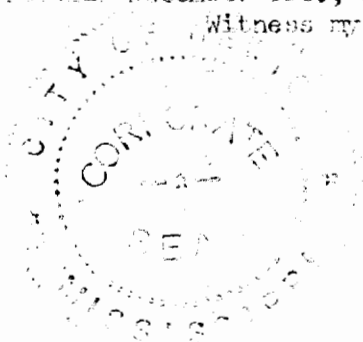
ORDERED, this the 1st. day of December, 1953.

(s) L. E. Nicholson
Clerk

(s) E. L. Clark
Mayor

STATE OF MISSISSIPPI
COUNTY OF NEWTON

I, L. E. Nicholson, duly elected, qualified and acting Clerk of the Town of Newton, Newton County, Mississippi, hereby certify that the foregoing is a true, correct and compared copy of the minutes of the proceedings of the Mayor and Board of Aldermen of the Town of Newton, Mississippi, at its regular December 1st., 1953, meeting and appears in Minute Book 11 at page 90.
Witness my hand and Seal, this the 1st. day of December, 1953.



L. E. Nicholson
Clerk

State of Mississippi

EXECUTIVE



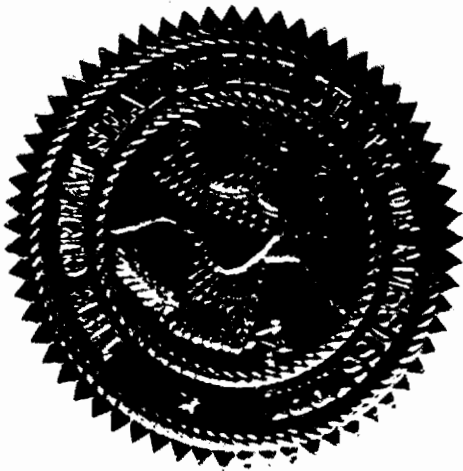
OFFICE

JACKSON

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

MISSISSIPPI CHEMICAL 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 af-
fixed, this* Fourth *day of*

December 1953

Receipt No. 9650 L

By the Governor,

John L. Davis

Secretary of State

Stephens

CERTIFIED COPY OF RESOLUTIONS OF STOCKHOLDERS OF THE
MISSISSIPPI CHEMICAL CORPORATION ADOPTED ON NOVEMBER 24, 1953

I, Esma Hawks, Secretary of the Mississippi Chemical Corporation and the official custodian of the records and of the minutes of stockholders' meetings of said corporation, do hereby certify that the following is a true and correct copy of the pertinent portion of the minutes of the special stockholders' meeting of the stockholders of Mississippi Chemical Corporation held at the offices of the Mississippi Chemical Corporation, Highway 49E, Yazoo City, Mississippi, on the 24th day of November, 1953, relating to and providing for amendments to the charter of incorporation of said corporation, to-wit:

1. BE IT RESOLVED, that ARTICLE IV, Paragraphs A, B and C (as heretofore amended) of the charter of the Mississippi Chemical Corporation be and the same are hereby amended so as to read as follows, to-wit:

ARTICLE IV

The amount of authorized capital stock with particulars as to the class or classes thereof, their privileges and restrictions, the number of shares for each class, and the par value thereof are as follows:

A. The total amount of authorized capital stock of the corporation is TWELVE MILLION AND NO/100 DOLLARS (\$12,000,000.00), divided into two million and ten (2,000,010) shares of common stock of the par value of FIVE AND NO/100 DOLLARS (\$5.00) per share and twenty-six thousand six hundred and sixty-six (26,666) shares of special common stock of the par value of SEVENTY FIVE AND NO/100 DOLLARS (\$75.00) per share. Every reference to common stock or to capital stock in the charter and by-laws of the corporation shall be construed to refer to both said common stock and said special common stock, unless particularly stated to the contrary.

The common stock of the corporation shall be issued, from time to time, in such amounts as the board of directors may determine.

Each share of common stock shall be entitled to receive, or have set apart to it, if and when declared by the board of directors, in their discretion, annual dividends out of the net earnings of the corporation in a sum not to exceed five per cent (5%) per annum of the par value thereof. Dividends upon the common stock shall be non-cumulative.

The voting privileges of the shares of common stock shall be: each share of capital stock shall be entitled to one vote in the election of directors and in all other matters upon which such stockholders are entitled to vote.

B. This corporation shall have a lien on the shares of each holder of common stock and upon all dividends declared on the same for any sum due it from such holder of stock, either on account of the subscription of its stock or for any other indebtedness due from the stockholder, provided that such lien may be waived by the corporation. No stock shall be transferred unless all debts due by the holder thereof to the corporation are first paid (or arranged satisfactory to the board of directors).

C. In the event of the termination of the corporation, or the distribution of its capital in any way other than the purchase of its common stock by the corporation, any assets remaining after the payment of all debts of the corporation (including all certificates of participation and also all certificates of indebtedness, other than certificates of indebtedness issued as patronage refunds and as dividends upon or in lieu of common stock) shall be distributed in the following order and manner:

(1) All outstanding certificates of indebtedness issued as dividends on common capital stock or as patronage refunds together with interest accrued thereon to time of distribution, shall be paid.

(2) All outstanding common stock shall be retired at par, plus any dividends declared thereon and unpaid, together with any certificates of indebtedness issued in lieu of stock.

(3) Any assets remaining shall be distributed to the then holders of stock and holders of certificates of participation of the corporation in proportion to their total patronage with the corporation during the preceding ten years or such lesser time as the corporation has been in existence.

2. BE IT RESOLVED, that paragraph E (4) of ARTICLE IV (as heretofore amended) of the charter of the Mississippi Chemical Corporation be and the same is hereby amended so as to read as follows, to-wit:

(4) The holder of every share of common stock and of every certificate of participation of the corporation shall have a preferred patronage right to purchase ammonia, and/or ammonium nitrate manufactured by the corporation, which

right shall be paramount to any and all rights of any and all other persons, firms or corporations which may deal with the corporation and any contract for the sale or delivery of ammonia or ammonium nitrate manufactured by the corporation to any person, firm or corporation not a holder of common stock or of a certificate of participation of the corporation shall be subject to such rights of the holders of common stock and of certificates of participation of the corporation. Provided, that the board of directors shall have the authority to allocate annually for sale to stockholders and/or non-stockholders in Yazoo County, Mississippi, not to exceed 2,000 tons of ammonium nitrate and 1,000 tons of anhydrous ammonia in addition to any such products allocated to stockholders or holders of certificates of participation therein upon their preferred patronage rights; such allocation to be in consideration of aid to Mississippi Chemical Corporation under the Chapter 241 of the laws of 1944, as amended, known as the "Balance Agriculture with Industry Act."

Such preferred patronage rights shall be upon the following terms and conditions, to-wit:

a. The ownership of each fifteen shares of common stock of the corporation (as distinguished from special common stock) shall give the holder thereof such preferred patronage rights to purchase, during each fiscal year of the corporation, one ton of ammonium nitrate or one-half of one ton of anhydrous ammonia, at the option of the holder. The ownership of each share of special common stock in the corporation (as distinguished from common stock) shall give the holder thereof such preferred patronage rights to purchase, during each fiscal year of the corporation, one ton of ammonium nitrate or one-half of one ton of anhydrous ammonia, at the option of the holder. The Board of Directors shall have the right to issue certificates of indebtedness to be known as "Certificates of Participation," in amounts constituting multiples of seventy five dollars (\$75.00), which shall give the holder thereof preferred patronage rights to purchase, during each fiscal year of the corporation, one ton of ammonium nitrate or one-half ton of anhydrous ammonia for each seventy five dollars (\$75.00) of the principal amount thereof. The Board of Directors, in its discretion, may provide that such certificates may be convertible into special common stock (as distinguished from common stock) of the corporation at the maturity thereof upon such terms and conditions as may be determined by the said Board.

b. The board of directors shall have the authority, in its sole discretion, to increase such preferred patronage rights of all holders of common stock and of certificates of participation above the limits hereinabove stated, which increase may be made by such board ratably upon a basis to be fixed by it and any such increase shall be effective immediately upon the adoption of the resolution fixing the same unless otherwise provided therein, and shall extend for whatever period may be determined by the said board.

c. If it appears to the board of directors, in its discretion, that the production of ammonia or ammonium nitrate will be insufficient in any monthly, quarterly, semi-annual or annual fiscal period to meet the preferred patronage rights of the holders of common stock and of certificates of participation, such board shall have the power to allocate the same to the holders of common stock and of certificates of participation in that proportion which the par value of the stock and the principal amount of the certificates of participation owned by each bears to the then total amount of the par value of the outstanding common stock plus the principal amount of the outstanding certificates of participation.

d. The board of directors, in its discretion, may allocate to the holders of common stock and of certificates of participation (within the preferred patronage limits which are herein or may be hereafter provided) the ammonia and the ammonium nitrate manufactured by the corporation upon a monthly, quarterly, semi-annual or annual basis, and shall have the power, in its discretion, to adopt reasonable rules and regulations for the handling and distribution thereof, and to provide that upon the failure of the stockholder or holder of the certificate of participation to conform thereto his patronage rights shall terminate.

e. The preferred patronage rights herein provided may be assigned by the stockholder or by the holder of the certificate of participation, in whole or in part, upon any terms and conditions not in conflict with the charter and by-laws of the corporation and subject to the authority of the board of directors as herein set forth.

f. The board of directors shall have the discretion by contract or by order duly spread upon its minutes to put into full force and effect all preferred patronage rights on any or all stock to be issued thereafter under any escrow agreement, provided the cash consideration thereof shall have been paid in full to the corporation prior to the effective date of such preferred patronage rights.

The board of directors shall also have the discretion to authorize the execution of contracts of purchase and sale putting into full force and effect all preferred patronage rights and rights to receive patronage refunds on any or all certificates of participation as to which such contracts may be executed, whether or not the consideration therefor has been fully paid or the certificate issued, upon such terms or conditions as the board may determine in its discretion.

● 3. BE IT RESOLVED, that Section 3 of ARTICLE V (as heretofore amended) of the charter of the Mississippi Chemical Corporation be and the same is hereby amended so as to read as follows, to-wit:

Section 3. This charter having been amended so as to authorize the issuance of certificates of participation with preferred patronage rights which are upon the same terms and conditions as the preferred patronage rights arising from the ownership of common stock, every reference in this Article V to "stockholder patrons", "stockholder" in connection with patronage rights or patronage refunds, and "stockholder business" shall be construed to include and shall include, respectively, patrons who hold certificates of participation, holders of certificates of participation in connection with patronage rights, and business done with holders of certificates of participation. Every reference to "non-stockholder patrons", "non-stockholder business", "non-patronage business", "non-patronage sources", and similar references shall be construed to have reference to and shall refer to business done with or sources arising from persons, firms or corporations which do not hold common stock or certificates of participation of this corporation.

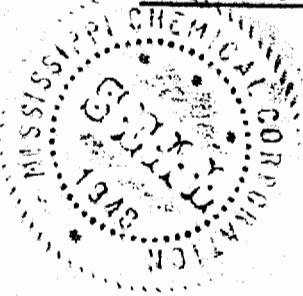
The right of stockholder-patrons and of patrons who hold certificates of participation of the corporation to receive patronage refunds shall be determined by this Article, any other provision of the charter to the contrary notwithstanding.

I further certify that said special stockholders' meeting was duly called and held in accordance with the Charter and By-Laws of the Mississippi Chemical Corporation ; that the foregoing resolutions for amendment of the Charter were unanimously passed and adopted after due and proper notice and in full compliance with the provisions of the Charter and of the By-Laws of said corporation, that the stockholders voting therefor in person or by proxy constituted over eighty

per centum (80%) of the outstanding shares of stock of the corporation.

WITNESS my signature and the corporate seal of said corporation on this

the 30th day of November, 1953.



Samuel A. Hawks
Secretary
Mississippi Chemical Corporation

AMENDMENT OF CHARTER OF
MISSISSIPPI CHEMICAL CORPORATION

The Charter of Incorporation of the Mississippi Chemical Corporation which was approved on September 7, 1948, is hereby amended as follows:

ARTICLE IV, Paragraphs A, B and C (as heretofore amended) are hereby amended so as to read as follows, to-wit:

ARTICLE IV

The amount of authorized capital stock with particulars as to the class or classes thereof, their privileges and restrictions, the number of shares for each class, and the par value thereof are as follows:

A. The total amount of authorized capital stock of the corporation is TWELVE MILLION AND NO/100 DOLLARS (\$12,000,000.00), divided into two million and ten (2,000,010) shares of common stock of the par value of FIVE AND NO/100 DOLLARS (\$5.00) per share and twenty-six thousand six hundred and sixty-six (26,666) shares of special common stock of the par value of SEVENTY FIVE AND NO/100 DOLLARS (\$75.00) per share. Every reference to common stock or to capital stock in the charter and by-laws of the corporation shall be construed to refer to both said common stock and said special common stock, unless particularly stated to the contrary.

The common stock of the corporation shall be issued, from time to time, in such amounts as the board of directors may determine.

Each share of common stock shall be entitled to receive, or have set apart to it, if and when declared by the board of directors, in their discretion, annual dividends out of the net earnings of the corporation in a sum not to exceed five per cent (5%) per annum of the par value thereof. Dividends upon the common stock shall be non-cumulative.

The voting privileges of the shares of common stock shall be: each share of capital stock shall be entitled to one vote in the election of directors and in all other matters upon which such stockholders are entitled to vote.

B. This corporation shall have a lien on the shares of each holder of common stock and upon all dividends declared on the same for any sum due it from such holder of stock, either on account of the subscription of its stock or for any other indebtedness due from the stockholder, provided that such lien may be waived by the corporation. No stock shall be transferred unless all debts due by the holder thereof to the corporation are first paid (or

arranged satisfactory to the board of directors).

C. In the event of the termination of the corporation, or the distribution of its capital in any way other than the purchase of its common stock by the corporation, any assets remaining after the payment of all debts of the corporation (including all certificates of participation and also all certificates of indebtedness, other than certificates of indebtedness issued as patronage refunds and as dividends upon or in lieu of common stock) shall be distributed in the following order and manner:

(1) All outstanding certificates of indebtedness issued as dividends on common capital stock or as patronage refunds together with interest accrued thereon to time of distribution, shall be paid.

(2) All outstanding common stock shall be retired at par, plus any dividends declared thereon and unpaid, together with any certificates of indebtedness issued in lieu of stock.

(3) Any assets remaining shall be distributed to the then holders of stock and holders of certificates of participation of the corporation in proportion to their total patronage with the corporation during the preceding ten years or such lesser time as the corporation has been in existence.

ARTICLE IV, Paragraph E (4) (as heretofore amended) is hereby amended so as to read as follows, to-wit:

(4) The holder of every share of common stock and of every certificate of participation of the corporation shall have a preferred patronage right to purchase ammonia, and/or ammonium nitrate manufactured by the corporation, which right shall be paramount to any and all rights of any and all other persons, firms or corporations which may deal with the corporation and any contract for the sale or delivery of ammonia or ammonium nitrate manufactured by the corporation to any person, firm or corporation not a holder of common stock or of a certificate of participation of the corporation shall be subject to such rights of the holders of common stock and of certificates of participation of the corporation. Provided, that the board of directors shall have the authority to allocate annually for sale to stockholders and/or non-stockholders in Yazoo County, Mississippi, not to exceed 2,000 tons of ammonium nitrate and 1,000 tons of anhydrous ammonia in addition to any such products allocated to stockholders or holders of certificates of

participation therein upon their preferred patronage rights; such allocation to be in consideration of aid to Mississippi Chemical Corporation under the Chapter 241 of the laws of 1944, as amended, known as the "Balance Agriculture with Industry Act."

Such preferred patronage rights shall be upon the following terms and conditions, to-wit:

a. The ownership of each fifteen shares of common stock of the corporation (as distinguished from special common stock) shall give the holder thereof such preferred patronage rights to purchase, during each fiscal year of the corporation, one ton of ammonium nitrate or one-half of one ton of anhydrous ammonia, at the option of the holder. The ownership of each share of special common stock in the corporation (as distinguished from common stock) shall give the holder thereof such preferred patronage rights to purchase, during each fiscal year of the corporation, one ton of ammonium nitrate or one-half of one ton of anhydrous ammonia, at the option of the holder. The Board of Directors shall have the right to issue certificates of indebtedness to be known as "Certificates of Participation," in amounts constituting multiples of seventy five dollars (\$75.00), which shall give the holder thereof preferred patronage rights to purchase, during each fiscal year of the corporation, one ton of ammonium nitrate or one-half ton of anhydrous ammonia for each seventy five dollars (\$75.00) of the principal amount thereof. The Board of Directors, in its discretion, may provide that such certificates may be convertible into special common stock (as distinguished from common stock) of the corporation at the maturity thereof upon such terms and conditions as may be determined by the said Board.

b. The board of directors shall have the authority, in its sole discretion, to increase such preferred patronage rights of all holders of common stock and of certificates of participation above the limits hereinabove stated, which increase may be made by such board ratably upon a basis to be fixed by it and any such increase shall be effective immediately upon the adoption of the resolution fixing the same unless otherwise provided therein, and shall extend for whatever period may be determined by the said board.

c. If it appears to the board of directors, in its discretion, that the production of ammonia or ammonium nitrate will be insufficient in any month,

quarterly, semi-annual or annual fiscal period to meet the preferred patronage rights of the holders of common stock and of certificates of participation, such board shall have the power to allocate the same to the holders of common stock and of certificates of participation in that proportion which the par value of the stock and the principal amount of the certificates of participation owned by each bears to the then total amount of the par value of the outstanding common stock plus the principal amount of the outstanding certificates of participation.

d. The board of directors, in its discretion, may allocate to the holders of common stock and of certificates of participation (within the preferred patronage limits which are herein or may be hereafter provided) the ammonia and the ammonium nitrate manufactured by the corporation upon a monthly, quarterly, semi-annual or annual basis, and shall have the power, in its discretion, to adopt reasonable rules and regulations for the handling and distribution thereof, and to provide that upon the failure of the stockholder or holder of the certificate of participation to conform thereto his patronage rights shall terminate.

e. The preferred patronage rights herein provided may be assigned by the stockholder or by the holder of the certificate of participation, in whole or in part, upon any terms and conditions not in conflict with the charter and by-laws of the corporation and subject to the authority of the board of directors as herein set forth.

f. The board of directors shall have the discretion by contract or by order duly spread upon its minutes to put into full force and effect all preferred patronage rights on any or all stock to be issued thereafter under any escrow agreement, provided the cash consideration thereof shall have been paid in full to the corporation prior to the effective date of such preferred patronage rights. The board of directors shall also have the discretion to authorize the execution of contracts of purchase and sale putting into full force and effect all preferred patronage rights and rights to receive patronage refunds on any or all certificates of participation as to which such contracts may be executed, whether or not the consideration therefor has been fully paid or the certificate issued, upon such terms or conditions as the board may determine in its discretion.

Section 3 of ARTICLE V (as heretofore amended) is hereby amended so as to read as follows, to-wit:

Section 3. This charter having been amended so as to authorize the issuance of certificates of participation with preferred patronage rights which are upon the same terms and conditions as the preferred patronage rights arising from the ownership of common stock, every reference in this Article V to "stockholder patrons", "stockholder" in connection with patronage rights or patronage refunds, and "stockholder business" shall be construed to include and shall include, respectively, patrons who hold certificates of participation, holders of certificates of participation in connection with patronage rights, and business done with holders of certificates of participation. Every reference to "non-stockholder patrons", "non-stockholder business", "non-patronage business", "non-patronage sources", and similar references shall be construed to have reference to and shall refer to business done with or sources arising from persons, firms or corporations which do not hold common stock or certificates of participation of this corporation.

The right of stockholder-patrons and of patrons who hold certificates of participation of the corporation to receive patronage refunds shall be determined by this Article, any other provision of the charter to the contrary notwithstanding.

WITNESS the hand and seal of the Mississippi Chemical Corporation by its duly authorized officer acting under and by virtue of resolutions of the stockholders of said corporation duly adopted on this the 24th day of November, 1953.

MISSISSIPPI CHEMICAL CORPORATION

BY: Charles S. Whittington
Charles S. Whittington, President



ATTEST:

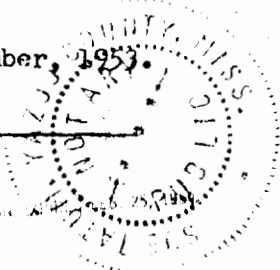
Esma Hawks
Esma Hawks, Secretary

STATE OF MISSISSIPPI
COUNTY OF YAZOO

Personally appeared before me, the undersigned authority in and for said county and state, Charles S. Whittington, President of the Mississippi Chemical Corporation, who acknowledged that he signed and delivered the foregoing instrument as the act and deed of the said corporation, being duly authorized so to do, and attached the seal of said corporation thereto.

Given under my hand and official seal this the 24th day of November, 1953.

Sue Tatum
Notary Public



My Commission Expires:

Received at the office of the Secretary of State, this the 2nd day of December

A. D., 1953, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Lerner
SECRETARY OF STATE

Jackson, Miss.,

December 3rd, 1953

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.

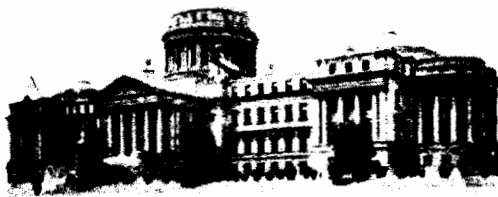
J. P. Coleman
ATTORNEY GENERAL.

By James S. Wendell
Assistant Attorney General.

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LEE'S PLUMBING SERVICE

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 53



 Hugh White
Governor

By the Governor

 Helen L. Adams
Secretary of State

Receipt No. 9658 L
Recorded in the Secretary of State's Office
this the fourth day of December, 1953.

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

LEE'S PLUMBING SERVICE

1. The corporate title of said company is LEE'S PLUMBING SERVICE

2. The names of the incorporators are:

- Joe W. Lee Postoffice Jackson, Mississippi
- Florence M. Lee 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:

Three thousand dollars (\$3000.00) All common stock.

5. Number of shares for each class and par value thereof: Thirty shares (30) per value of each share is \$100.00.

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 manufacture, buy, sell and deal at whole-
sale or retail in merchandise of every kind and description, including
plumbing fixtures and appliances, electrical apparatus, and to conduct
a plumbing business, and to operate for the manufacturing of plumbing
equipment or other articles, and for the purpose of installing and
making repairs to plumbing equipment, electrical apparatus and other
general repair work and to engage in general contracting and construc-
tion work and other general repair work, and to do and perform any and
all things and acts that may be found necessary, desirable or profita-
ble incidental to the above mention purposes, not contrary or incon-
sistent with the laws of the State of Mississippi.

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

8. Number of Shares of each class to be subscribed and paid before the corporation may begin business.
Ten shares which may be paid for in cash or property.

x Joe W. Lee
x Glorance M. Lee

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

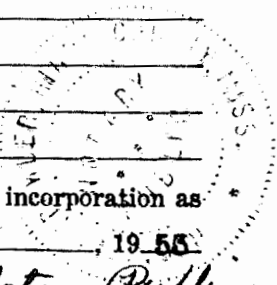
Joe W. Lee and Florence M. Lee

incorporators of the corporation known as the Lee's Plumbing Service

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 4 day of December, 1955

Mrs. Rosalie Strawder - Notary Public

My Commission Expires July 14, 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 4th day of December

A. D., 1953 together with the sum of \$20⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen L. Adams
Secretary of State.

Jackson, Miss., December 4th 1953

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.

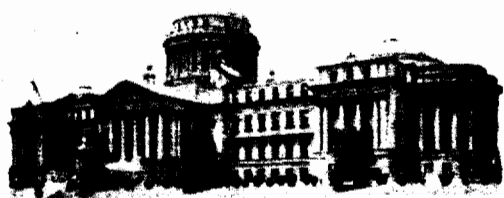
J. P. Coleman
Attorney General.

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

FIRST BAPTIST CHURCH OF OCEAN SPRINGS

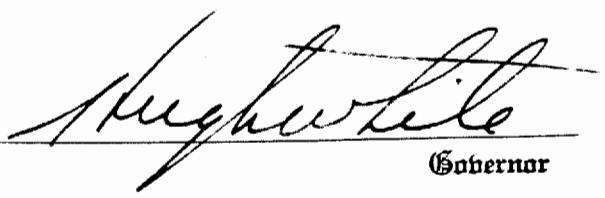
is hereby approved.

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

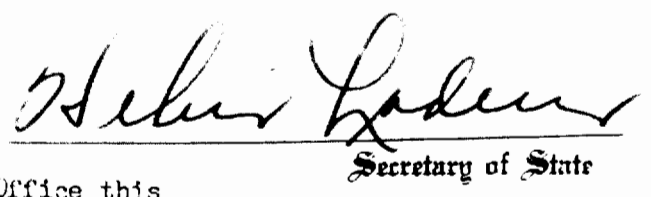
this Eighth day of
 December 19 53



Receipt No. 9062 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this the ninth day of December, 1953.

STATE OF MISSISSIPPI)
 COUNTY OF JACKSON)

I, James E. Mc CARTY Jr, the duly elected, qualified and acting clerk of the First Baptist Church of Ocean Springs, Mississippi, hereby certify that at a regularly called meeting of said church, held on the 8th day of ^{July} ~~September~~, 1953, at which a quorum was present, the following resolution was adopted unanimously:

"RESOLVED that this church be incorporated under the laws of the State of Mississippi as a religious organization, for the purpose of preaching the Gospel of Jesus Christ as revealed in the Bible, instructing and training christians in the observance of the teachings of the Holy Scriptures, and, in cooperation with other churches of like faith and order, to foster and support orphanages, hospitals, homes for the aged, schools and other charitable organizations, and the spread of the Gospel of Jesus Christ throughout the world, and such other purposes in keeping therewith as the incorporators shall deem proper;

BE IT FURTHER RESOLVED that the Trustees of this church be and they hereby are authorized to sign all papers and do all things necessary to complete the incorporation of this church in accordance with the laws of the State of Mississippi."

I further certify that C. J. Steelman, Edward C. Snyder, M. F. Scharr, John Webb and Amy Burkett are the duly elected, qualified and acting trustees of the First Baptist Church of Ocean Springs, Miss.

Witness my signature this the 1st day of December

A.D. 1953.

James E. McCarty, Jr.
 Clerk.

CHARTER OF INCORPORATION
OF
FIRST BAPTIST CHURCH OF OCEAN SPRINGS

1. The corporate title of this corporation shall be
FIRST BAPTIST CHURCH OF OCEAN SPRINGS
2. The names and post office addresses of the incorporators are:
O. J. Steelman, 26 Government St., Ocean Springs, Miss.
Edward C. Snyder, Vancleave Ave., Ocean Springs, Miss.
M. F. Scharr, Josey & Scharr Garage, Government St., Ocean Springs, Miss.
John Webb, 122 Washington Ave., Ocean Springs, Miss.
Amy Burkett, 121 Washington Ave., Ocean Springs, Miss.
3. The domicile of the corporation in this state shall be Ocean Springs, Jackson County, Mississippi.
4. The corporation shall issue no shares of stock, and shall divide no dividends or profits among its members. Membership shall be open to all persons of like faith and shall be granted by vote of a majority of the members present and voting at the time the application is presented; and shall be terminated by death, transfer to another church of like faith and order, or by expulsion for conduct unbecoming a Christian or in violation of the church covenant.
5. Each member shall be entitled to one vote in the election of all officers and at all regularly called business meetings.
6. No dues or other assessments of any kind shall be charged or assessed against members at any time, and the corporation shall be financed entirely by voluntary gifts.
7. The loss of membership by death or otherwise shall terminate all interest of such 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.
8. The existence of this corporation shall be perpetual.
9. The purposes for which this corporation is created are to preach the Gospel of Jesus Christ as revealed in the Bible, instruct and train Christians in the observance of the teachings of the Holy Scriptures, and, in cooperation with other churches of like faith and order, to foster and support orphanages, hospitals, homes for the aged, schools and other

charitable organizations and institutions, and the spread of the Gospel of Jesus Christ throughout the world; in cooperation with other religious, civic and charitable organizations, foster and promote morality and the general welfare of the community, state and nation; to buy, sell, own and hold land or leases thereon, to own, operate and acquire by purchase, lease or otherwise any and all buildings, equipment and materials, and do all things incident to or connected with the conduct and operation of a Baptist Church not contrary to law, and the powers that may be exercised by said corporation in addition thereto are those conferred by the provisions of Chapter 4, Corporations, Title 21, Mississippi Code 1942, and amendments thereto.

Witness our signatures this the 8 day of SEPT 1953.

C. J. Steelman
Edward C. Snyder
M. F. Scharr
John Webb
Amy Burkett

STATE OF MISSISSIPPI)
)
 COUNTY OF JACKSON)

Personally appeared before me, the undersigned authority in and for the State and County aforesaid, the within named C. J. Steelman, Edward C. Snyder, M. F. Scharr, John Webb and Amy Burkett who each acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned, being thereunto duly authorized by the members of said First Baptist Church of Ocean Springs at a regularly called business meeting of said church.

Given under my hand and seal of office this the 8 day of SEPT, 1953.

George E. Arradt
 NOTARY PUBLIC

NOTARY PUBLIC
 MY COMMISSION EXPIRES
 JANUARY 10th, 1956



Received at the office of the Secretary of State this the 17th day of Sept.
A. D., 1953 and replied 12/8/1953 together with the sum of \$ 10.00 deposited to cover the recording fee, and
referred to the Attorney General for his opinion.

Heber Ludue
SECRETARY OF STATE

Jackson, Miss.,

December 8th, 1953

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 I. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

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

SELF-SERVICE CORPORATION OF NEW ORLEANS

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* Eight *day of*
December 1953



Receipt No. 9671 L

By the Governor.

Henry L. Godwin

Secretary of State.

Hugh White

RESOLUTION OF STOCKHOLDERS OF SELF-SERVICE
CORPORATION OF NEW ORLEANS,
PASSED AT A MEETING OF THE STOCKHOLDERS
HELD ON NOVEMBER 23, 1953

On roll call by the secretary, all of the stockholders were present.

On motion made, seconded, and unanimously carried, it was resolved that the charter of incorporation, as originally issued, be amended to read as follows:

That Article IV be amended to read as follows:

IV. The amount of authorized capital stock of the corporation shall be One Hundred Thousand and No/100 (\$100,000.00) Dollars, all common stock, consisting of One Thousand (1000) shares, having a par value of One Hundred and No/100 (\$100.00) Dollars per share.

It was further resolved that the other articles of incorporation be and the same remain as originally granted.


It was further resolved that the president be authorized to execute an amendment to the articles of incorporation, said amendment to be in the form and style as set forth in the above resolution.

There being no further business, the meeting was adjourned.

CERTIFICATE

I, Charles M. Banks, 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 on this 23rd day of November, 1953.


Secretary



AMENDMENT TO THE CHARTER OF INCORPORATION
OF
SELF-SERVICE CORPORATION OF NEW ORLEANS

The Charter of Incorporation of Self-Service Corporation of
New Orleans is amended to read as follows:

That Article IV be amended to read as follows:

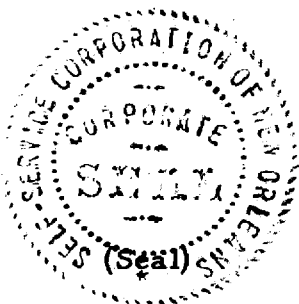
IV. The amount of authorized capital stock of the corporation shall be One Hundred Thousand and No/100 (\$100,000.00) Dollars, all common stock, consisting of One Thousand (1,000) shares, having a par value of One Hundred and No/100 (\$100.00) Dollars per share.

The other articles of incorporation be and the same remain as originally granted including any and all amendments thereto.

Witness the signature and seal of the corporation, on this 23rd day of November, 1953.

SELF-SERVICE CORPORATION OF
NEW ORLEANS

BY: W. Hardie Banks
President



ATTEST:

W. M. Banks
Secretary

STATE OF LOUISIANA
PARISH OF ORLEANS

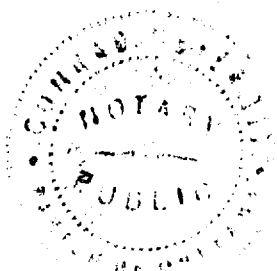
PERSONALLY CAME AND APPEARED before me the undersigned authority in and for the state and parish aforesaid, and while within my official jurisdiction, the above named W. HARDIE BANKS, who acknowledged that he is the president of Self-Service Corporation of New Orleans, a corporation, and that as such officer, for and on behalf of said corporation, he executed the above and foregoing amendment to the Charter of Incorporation of Self-Service Corporation of New Orleans, as the act and deed of said corporation, after having been duly authorized so to do.

Given under my hand and seal of office on this 23rd day of November, 1953.

W. Hardie Banks
President

Conrad W. Ferguson
NOTARY PUBLIC

My commission expires at my death.



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

8th

day of

December

A. D., 19⁵³, together with the sum of \$⁰⁰/152 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. ...

SECRETARY OF STATE

Jackson, Miss.,

December 24, 1953

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

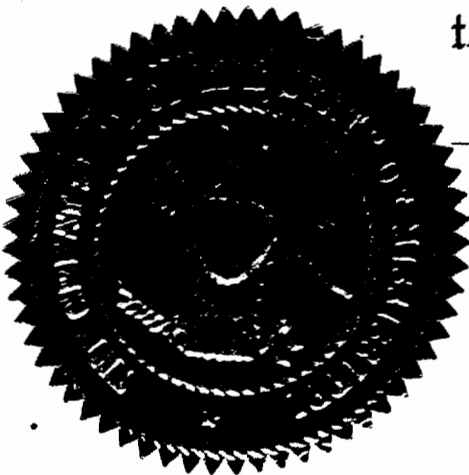
GAILS OF GREENVILLE, INC.

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 Eighth day of

 December 19 53



Receipt No. 9666 L

[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Recorded in the Secretary of State's Office this the ninth day of December, 1953.

STATE OF MISSISSIPPI
 TO CHARTER
 GAILS OF GREENVILLE, INC.

THE CHARTER OF INCORPORATION
 OF
 GAILS OF GREENVILLE, INC.

1. The corporate title of said company is:
 Gails of Greenville, Inc.
2. The names and post office addresses of the incorporators are:

| | | |
|-------------------|---|-------------------------|
| Bernard Goodman | - | Greenville, Mississippi |
| Lavy Goodman | - | Greenville, Mississippi |
| Sidney M. Goodman | - | 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:
 \$15,000.00, all common stock, consisting of 150 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 a general merchandising business, including all types of clothing and ready-to-wear items for men, women, and children. Sales may be made at retail or at wholesale and for cash or on credit. The company shall have the right to enter into such contracts and other agreements as may be necessary in connection with the business to be conducted, to borrow money and pledge the company's property, including its contracts, choses in action, and any other assets owned by it as collateral therefor. However, nothing foregoing shall be considered as limitation upon the powers of the company, and it shall be entitled to do and engage in any type of operation usually done in connection with the foregoing purposes, and perform all things, matters, and acts incident thereto.
 - (b) To purchase, lease, hire, or otherwise acquire, own, hold, maintain, alter, sell, convey, mortgage, or otherwise dispose of real estate and personal property and any interest therein, including all of such items ordinarily employed in the operation of a business similar to that to be conducted, and to do all things incident to the purpose herein conferred and not contrary to law.
7. The corporation shall commence business when 50 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 3rd day of December, 1953.

Bernard Goodman

Lavy Goodman

Sidney M. Goodman

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON

Personally appeared before me, the undersigned authority in and for said state and county, the within named Bernard Goodman, Lavy Goodman, and Sidney M. Goodman, incorporators of the corporation known as Gails 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 3rd day of December, 1953.

Beraldine Stull

Notary Public



My commission expires Jan. 8, 1957.

Received at the office of the Secretary of State, on this the 7th day of December, 1953, together with \$40⁰⁰, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams
Secretary of State

Jackson, Mississippi

December 7th, 1953

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 7th day of December, 1953.

J. P. Calaman
Attorney General of Mississippi

By: James S. Kendall
Assistant Attorney General

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

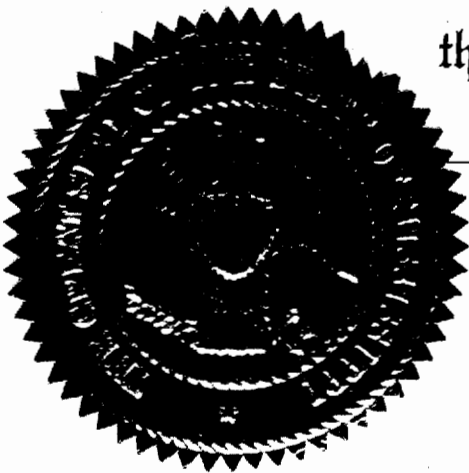
COMO DRILLING COMPANY

is hereby approved.

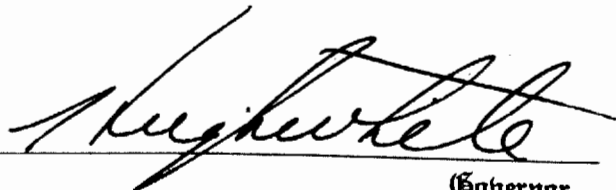
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Eighth day of


 December 19 53



Receipt No. 9642 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this the ninth day of December, 1953.

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

COMO DRILLING COMPANY

1. The corporate title of said company is COMO DRILLING COMPANY

2. The names of the incorporators are:

J. H. Cordell Postoffice Jackson, Mississippi

W. E. Morse Postoffice Jackson, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Jackson ~~and~~ Mississippi, Mississippi

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

Five Thousand - All common stock

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

Fifty-Dollar value, each,

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 drill for oil or gas, to own leases, and to sell the same;
To own and operate oil and gas properties.

To make any and all legal contracts; To own, sell or mortgage
real and personal property and to sell or dispose of the same; To
grant rights-of-way over any property owned by said corporation.

To own minerals, royalties, or oil or gas leases.

To drill for oil or gas, or both of them.

That said corporation may have two or more places of business
within the state, or without the state, and keep books of said
corporation at any place within the state.

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

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

All shares.

[Handwritten signature]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority, J. H. Cordell and W. E. Morse.

incorporators of the corporation known as the Como Drilling Company who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 6th day of October, 1953

Jane D. Day
Notary Public
My Commission Expires Jan. 9, 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 1st day of Dec. A. D., 1953 together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. ... Secretary of State.

Jackson, Miss., December 7th 1953

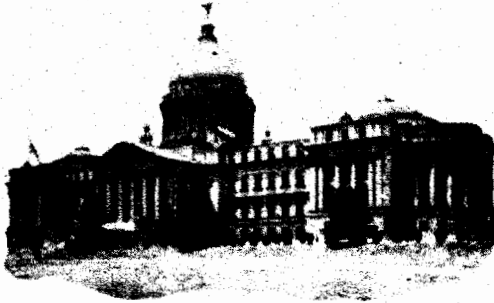
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Callahan 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

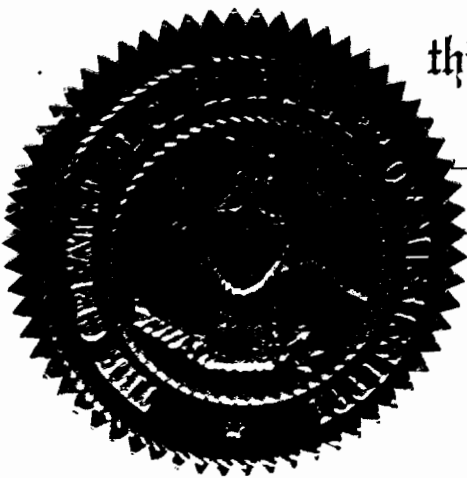
PAT SADLER MOTORS

is hereby approved.

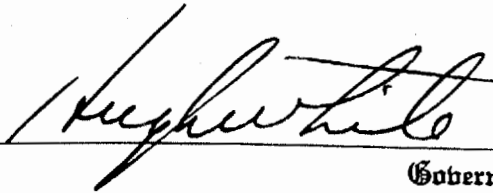
In testimony whereof, I have hereunto set my hand and caused the Great Seal of the State of Mississippi to be affixed.

this Eighth day of

 December 19 53



Receipt No. 9674 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this the ninth day of December, 1953.

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

PAT SADLER MOTORS

1. The corporate title of said company is Pat Sadler Motors
2. The names of the incorporators are:

| | | |
|------------------------|------------|----------------------------|
| <u>E. W. Sadler</u> | Postoffice | <u>Biloxi, Mississippi</u> |
| <u>L. E. Case</u> | Postoffice | <u>Biloxi, Mississippi</u> |
| <u>N. L. Gunderson</u> | Postoffice | <u>Biloxi, Mississippi</u> |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
3. The domicile is at Biloxi, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

\$100,000.00, all common stock.

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

1,000 shares of common stock having a par value of \$100.00 each.

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 buy, own, mortgage, rent and sell real and personal property; to buy, own and sell mortgages, notes and other evidences of indebtedness; to buy, own and sell franchises to sell automobiles, and other property, both real and personal; to own and operate repair shop or shops to repair personal property; to act either as principal or agent; to borrow and lend money with or without security; and to do any and all things necessary and proper in connection with the above described business, 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.

250 shares of common stock.

E. J. Ladd
W. J. Gaudin
W. J. Gaudin

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

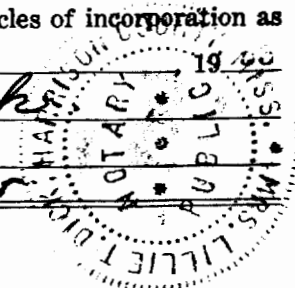
This day personally appeared before me, the undersigned authority E. W. Sadler, L. E. Case,
and N. L. Gunderson

incorporators of the corporation known as the Pat Sadler Motors

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as
~~(his)~~ (their) act and deed on this the 7th day of December

Lillie T. Dickson
Notary Public

MY COMMISSION EXPIRES AUGUST 15, 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 8th day of December
A. D., 1953, together with the sum of \$210.00 deposited to cover (the recording fee, and referred
to the Attorney General for his opinion.

Heber Sadler
Secretary of State.

Jackson, Miss., December 8th 1953

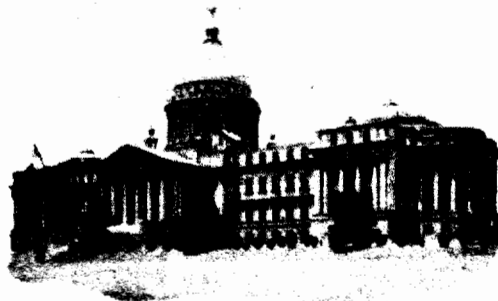
I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-
stitution and laws of the state, or of the United States.

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

GREAT SOUTHERN WIREBOUND BOX 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 _____ Ninth _____ day of

December _____ 19 53 _____



Receipt No. 9675 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the ninth day of December, 1953.

THE CHARTER OF INCORPORATION OF

GREAT SOUTHERN WIREBOUND BOX COMPANY

1. The corporate title of said company is Great Southern Wirebound Box Company.
2. The names of the incorporators are W. C. Wells, III, Erskine W. Wells, and Roland D. Marble, all of Jackson, Mississippi.
3. The domicile is at Magnolia, Pike County, Mississippi.
4. The amount of capital stock of this corporation is One Million (\$1,000,000.00) Dollars, divided into ten thousand (10,000) shares of the par value of One Hundred and No/100 (\$100.00) Dollars each. All of said stock shall be common stock and the owner of any share shall be entitled to all of the rights, privileges and benefits as the owner of any other share.

No transfer of stock shall be binding upon the corporation unless made and recorded upon its books. No stockholder shall have a right to transfer or convey any of his or her stock in the corporation unless and until he or she shall have first made a written offer to the other then stockholders of the corporation and to the corporation itself to sell his or her stock to them at the book value thereof. "Book value" as used herein is hereby defined to mean the value at which the assets and liabilities of the corporation have been in good faith entered upon its books. Such written offer shall be addressed to the other then stockholders and to the corporation itself, collectively, and shall be delivered to the office of the corporation not less than ten days prior to the application for transfer of stock. The corporation shall transfer this offer to the respective then stockholders and the stock of the stockholders desiring to sell shall be distributed pro rata among such other stockholders as desire to purchase, in the proportions in which the holdings of the stockholders desirous of purchasing bear to each other; and if the total which such other stockholders desire to purchase is less than the total offered for sale, then, after each of the other stockholders shall have taken and paid for the amount of stock which he or she desires to buy, and to which he or she is entitled, then the remainder shall be open for purchase by the corporation itself; and, unless prohibited by law, the corporation may itself use and apply its surplus earnings or accumulated profits to the purchase from any stockholder desiring to sell any portion of that stockholders' stock which none of the other stockholders may desire to acquire at the book value thereof; provided, that the corporation shall not apply any of its capital to the purchase of such stock but shall always maintain its capital unimpaired. The corporation shall have the right to refuse to transfer any stock as long as the shareholder demanding the transfer is in any way indebted to the corporation and the corporation shall have a lien, pledge and privilege on each share of stock to secure any indebtedness due by the shareholder to the corporation. Should any of the stock offered for sale be not desired by the other stockholders, and should the corporation itself be unwilling or unable to purchase any of the same out of its surplus earning, within ten days from the receipt at the corporation's office of the written

offer to sell, then and then only, shall the stockholders desiring to sell be entitled to transfer such undesired portion of the stock to such person or persons as he or she may see fit. The provisions of this article shall be printed upon each certificate of stock issued by the corporation and shall be binding upon every person now or hereafter becoming a stockholder in this corporation, all of whom take such stock subject to the provisions hereof; and all pledges, hypothecations or other incumbrances of said stock, or dealings with regard thereto, shall be subject to the provisions hereof.

5. The number of shares shall be ten thousand (10,000) shares of common stock of the par value of One Hundred and No/100 (\$100.00) Dollars each.
6. The period of existence is ninety-nine (99) years.
7. The purposes for which it is created are as follows:

(a) To buy, sell, manufacture, deal in or deal with boxes containers, crates, cartons, wrappings, bags, barrels, packing boxes and any and all kinds of containers, whether made of wood, paper, fibre, cloth, bagging, corrugated metal, glass, bagasse, wood pulp, metal, corrugated paper, or other materials and substances of any kind or character suitable for the packing, covering, preserving, protecting, containing or transportation of goods, wares, commodities, merchandise, and products and materials of all kind;

(b) To buy, sell, own, operate and engage in the operation of any and all kinds of sawmills and other milling machinery and equipment, the use of which is necessary or desirable in the processes of manufacturing, distributing, marketing or otherwise dealing in timber, lumber and the various products thereof; including specifically (but not limited thereto) the manufacture, from all kinds of timber, lumber and other wood products, of any and all types, qualities and kinds of veneers and composition wood products by means of owning, operating and engaging in the operation of veneer mills and all other types of mills which manufacture such products;

(c) To purchase, contract for, acquire, buy, lease, sell, use, fabricate, manufacture or utilize lumber, paper, corrugated box board, fibre board, wire, nails, metal or any and all raw materials of every kind or nature suitable for any of the purposes outlined in preceding paragraphs (a) and (b) of this article;

(d) To sell, mortgage, pledge, or otherwise dispose of, by wholesale or retail, or by any lawful means, any products, raw or manufactured;

(e) To engage in and carry on the business of acquiring, owning, buying, selling, leasing, mortgaging, exchanging, manufacturing, distributing, marketing or otherwise dealing in, timber, lumber, veneers and the various products thereof, and to buy, lease and otherwise acquire timber lands and to obtain and prepare for market such other materials as may be discovered in developing any of the lands of the company;

(f) To construct and maintain tramways, telegraph and telephone lines, sawmills, steam boats and barges, that may be necessary and convenient in the prosecution of the various businesses of the company;

- (g) To acquire and hold for investment, or otherwise to acquire and use and sell or dispose of, any stocks, bonds or other obligations of other corporations, and in general, to acquire, purchase, hold or improve, manage, work or develop, deal in and deal with, and to exercise all rights in respect of, and to lease, to sell or otherwise dispose of, mortgage, pledge or otherwise hypothecate, and to turn to account, property of all kinds, real, personal and mixed, corporeal and incorporeal, and wherever situated and to pay for the same when acquired, in cash, or in shares of the capital stock or in the bond debentures or other obligations of this corporation, or otherwise;
- (h) To acquire, hold, buy, sell, deal in, lease or improve real estate and the fixtures and personal property incidental thereto, or connected therewith, either as principal or agent, and with that end in view to acquire, buy, purchase, lease, hire or otherwise, lands, tenements, hereditaments or any interests therein, and to improve the same, and generally to hold, manage, deal with and improve the property of the Company, and to sell, lease, mortgage, pledge or otherwise dispose of the lands, tenements and hereditaments or other property of the company. To construct, erect, equip, repair and improve houses, buildings, public or private roads, tramways, wharves, etc. To make, enter into, perform and carry out contracts for constructing, altering, decorating, maintaining, furnishing fitting up and improving tenement buildings of every kind;
- (i) To purchase, or otherwise acquire in whole or in part, the good will, rights, privileges, franchises of the property, and to take over the whole or any part of assets and liability of any person, firm, association or corporation engaged in a business similar to or incidental to any of the businesses this corporation is authorized to conduct and operate, and to pay for the same in cash, stocks, bonds or other securities of this corporation or otherwise, provided the same is not contrary to law;
- (j) To purchase, subscribe for, take or otherwise acquire, hold as investment or otherwise enjoy and to sell, exchange, deal in and deal with, guarantee, mortgage, pledge or otherwise hypothecate or otherwise dispose of shares, stocks, bonds, debentures, promissory notes, certificates of beneficial interest, obligations and securities of any person, firm or corporation whatsoever, and while the owner thereof to exercise and enjoy all the rights, powers and privileges incident to perfect ownership thereof, including expressly the right to vote on any shares of stock;
- (k) To establish and carry on, to promote the establishing and carrying on, upon any property in which the company is interested, of any business which may conveniently be carried on upon or in connection with such property, and the establishment of which may seem calculated to enhance the value of the company's interest in such property, or to facilitate the disposal thereof;
- (l) To carry on in connection with any or all of the purposes of the company the business of buying or selling goods, wares and merchandise; and to do and transact any and all business properly connected with or incidental to any or all of the objects and purposes of the corporation;

(m) To apply for, purchase, lease or otherwise acquire and to have, hold, possess, use, operate, sell, assign, let, license, transfer or otherwise alienate and dispose of processes, formulas, patents, patent rights, licenses, as well as trademarks, tradenames and devices necessary or incidental to the purposes hereinabove stated, and other rights and privileges in and to any and all inventions and improvements, whether secured or not under letters patent, domestic or foreign;

(n) To carry on any of the businesses herein enumerated as principal, factor, agent, commission merchant or broker;

(o) To carry on all or any of its operations and businesses anywhere in the world, and without restriction or limit as to the amount, character or duration not in excess of the corporate existence;

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

8. The number of shares of each class to be subscribed and paid for before the corporation may begin business shall be two thousand (2,000) shares of common stock.

W. C. Wells, III
W. C. Wells, III

Erskine W. Wells
Erskine W. Wells

Roland D. Marble
Roland D. Marble

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally came and appeared before me, the undersigned authority, in and for said jurisdiction, W. C. WELLS, III, ERSKINE W. WELLS and ROLAND D. MARBLE, incorporators of the corporation known as GREAT SOUTHERN WIREBOUND BOX COMPANY, who acknowledge that they signed and executed the above and foregoing Article of Incorporation as their act and deed on this 14 day of December, 1953.

Mary Kitt Moffitt
Notary Public

My commission expires: Dec. 2, 1955



Received at the office of the Secretary of State this the 8th day of December, 1953, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

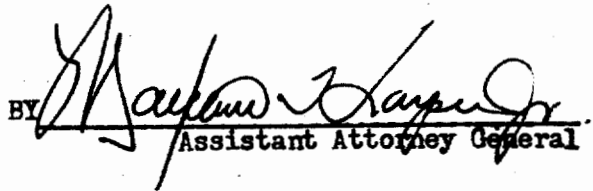


Secretary of State

Jackson, Mississippi, December 8th, 1953

I have examined this Charter of Incorporation and I 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

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

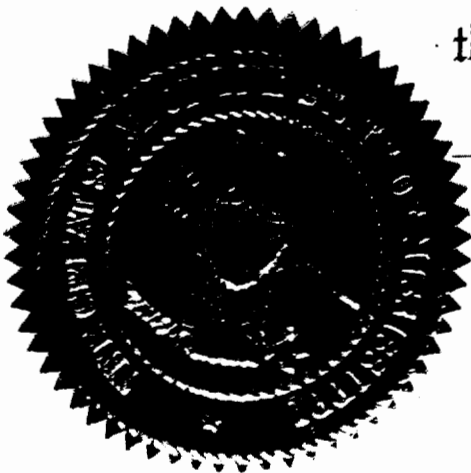
KOMP EQUIPMENT COMPANY, INC.

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 Eighth day of

 December 19 53



Receipt No. 9662 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this the ninth day of December, 1953.

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

KOMP EQUIPMENT COMPANY, INC.

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

| | | |
|----------------------------------|-------------------|---------------------------------|
| <u>Mrs. George B. Komp, Sr.,</u> | <u>Postoffice</u> | <u>Hattiesburg, Mississippi</u> |
| <u>Mrs. Mary Catherine Komp</u> | <u>Postoffice</u> | <u>Hattiesburg, Mississippi</u> |
| <u>Fred T. Komp</u> | <u>Postoffice</u> | <u>Hattiesburg, Mississippi</u> |
| <u>R. E. Owen</u> | <u>Postoffice</u> | <u>Hattiesburg, Mississippi</u> |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
3. The domicile is at Hattiesburg, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof: is \$500,000.00 and is all common stock
5. Number of shares for each class and par value thereof: is 5,000 shares of the par value of \$100.00 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 buy, acquire, own, sell, barter or exchange merchandise of any and all kinds not prohibited by law, including, amongst any other such merchandise, machinery and equipment of all kinds, new or secondhand, and including also gas machinery, gas equipment, gas supplies and fixtures; to conduct a general mercantile business, retail and/or wholesale; to manufacture and otherwise acquire, own and sell belting of any and all kinds; to furnish engineering and construction service and engage in the work of contractors in connection therewith, except as prohibited by law; to conduct a general machine shop business and a general repairing business in connection therewith; to own and conduct stores in connection with its mercantile business; to buy, lease, rent, or otherwise acquire and own and use real estate, except as prohibited by law, and to sell, lease, rent, or otherwise dispose of the same in any lawful manner; to buy and otherwise acquire and own, and to sell and otherwise dispose of notes, bonds, negotiable instruments and other evidence of indebtedness; to own, maintain and operate as many branch stores or plants in the conduct of any of its business as may be found convenient, and to own any and all plants and property necessary or convenient in the conduct of any of its business not prohibited by law; to make, manufacture, construct and sell or otherwise dispose of, under specific contracts or otherwise, shells of every kind and nature or any part thereof, bombs or any part thereof, guns, and any and all other ordinance items and any and all kinds of machines, tools and machine tools, and all other kinds of property not prohibited by law; and to do any and all things necessary, useful, appropriate or convenient in respect to any and all of the above purposes.

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

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

is five hundred shares.

Mrs Geo. B. Komp Sr.
Mrs Mary Catherine Komp
Fred P. Komp
R. E. Owen

Incorporators.

ACKNOWLEDGMENT

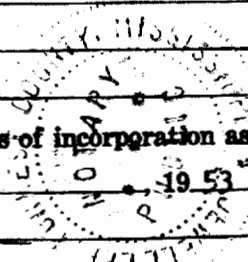
STATE OF MISSISSIPPI

County of Forrest

This day personally appeared before me, the undersigned authority Mrs. George B. Komp, Sr., Mrs. Mary Catherine Komp, Fred T. Komp and R. E. Owen

incorporators of the corporation known as the Komp Equipment 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 3rd day of December

Jamell Lee Notary Public My Commission Expires October 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 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 5th day of December A. D., 1953 together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., December 7th 1953

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. James S. Kendall Assistant Attorney General.

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

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

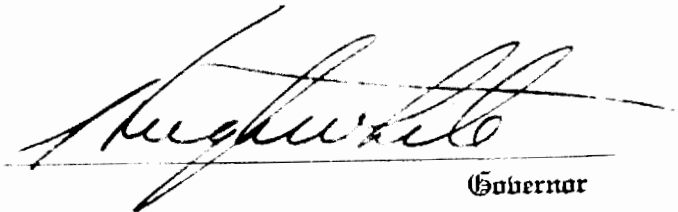
BAILEY HINES, INC.

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

December 1953




Governor

By the Governor


Secretary of State

Receipt No. 9682 L

Recorded in the Secretary of State's office
this the eleventh day of December, 1953.

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

BAILEY HOMES, INC.

1. The corporate title of said company is Bailey Homes, Inc.

2. The names of the incorporators are:

George C. Bailey Postoffice Jackson, Mississippi

W. W. Bailey Postoffice Jackson, Mississippi

H. C. Bailey 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:

\$100,000.00 of capital stock, consisting of 1,000 shares of common stock of a par value of One Hundred Dollars (\$100.00) per share.

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

1,000 shares of all common stock of a par value of One Hundred Dollars (\$100.00) 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 engage in a general construction, contracting and building business, including the designing, building, repairing and remodeling of houses, buildings, streets, roads, sidewalks, and any other types of structures and improvements;

To engage in the business of developing subdivisions for residences and commercial buildings, including the right to buy and sell land and property for such purposes and the doing of any and all lawful things incidental to the planning, development and completion of such subdivisions;

To buy, sell and trade in houses, buildings and other structures; to invest in any type of real, personal and mixed properties, and in any type of lawful securities; to engage in the real estate business, including the right to buy, sell, trade in, rent and lease real estate for itself and for others; to execute contracts, deeds, bills of sale, and assignments;

To solicit general insurance business and to act as agent and broker in soliciting and writing any and all types and forms of insurance, and to represent insurance and surety companies of all types;

To conduct a mortgage loan business for itself, and for others as broker, agent or correspondent, including the right to deal in stocks, bonds, promissory notes, commercial paper, mortgages, deeds of trust, and other securities, and the right to lend money either for itself or as broker, agent or correspondent for others and to take securities therefor; and to solicit mortgage loans and do all things incidental to engaging in a mortgage loan and brokerage business;

To manufacture and trade in wood products and any other products used in or in any way related to the building of houses and other structures; to manufacture and trade in any products of any type which may be used in any of the businesses in which this corporation is authorized to engage; and to operate wholesale and retail lumber yards;

To borrow money and to execute notes or any other types of evidences of indebtedness therefor and to secure loans by deeds of trust, mortgages, assignments or pledges of any of the property of the corporation; and generally to make, execute and perform contracts of every kind and description;

To do all things necessary, suitable or desirable for the accomplishment of any of the purposes set out hereinabove, either alone or in association with others; and to do all things incidental to the aforesaid 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.

30 shares of common stock of a par value of One Hundred Dollars

(\$100.00) per share.

George C. Bailey
W. S. Bailey
A. J. Bailey

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of HINDS

This day personally appeared before me, the undersigned authority IN AND FOR THE JURIS-
DICTION AFORESAID, GEORGE C. BAILEY, W. W. BAILEY AND H. C. BAILEY

incorporators of the corporation known as the BAILEY HOMES, INC.

who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as
~~this~~ (their) act and deed on this the 8th day of December, 1953

Margaret Jacqueline Mason
NOTARY PUBLIC

My Commission Expires Feb. 26, 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 9th day of December
A. D., 1953, together with the sum of \$2.10 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter L. Adams
Secretary of State.

Jackson, Miss., December 10th 1953

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. Kendall
Assistant Attorney General.

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

STATE OF MISSISSIPPI

BE IT KNOWN, That whereas, John E. Murdock, A. A. Johnson, Donald J. Carr, Bruce B. Thompson, W. H. Trest, Mrs. Evelyn M. Johnson, Mrs. Frances Ivers, Mrs. Mary Thompson, Mrs. Melvin D. Carr and Mrs. Minnie Mae Lowery, have associated themselves with the intention of forming a corporation under the name of CONTINENTAL AMERICAN LIFE INSURANCE COMPANY for the purpose of;

1. To conduct and carry on the business commonly known as life and health insurance, on the stock plan; to contract for the payment of endowments or annuities, or make and enter into such other contracts, conditioned upon continuance or cessation of human life, and every insurance pertaining thereto.

2. To insure any person against bodily injury or death by accident, or any person, firm or corporation against loss or damage on account of the bodily injury or death by accident of any person for which loss or damage said person, firm or corporation is responsible.

3. To insure against injury, disablement or death resulting from sickness or injury, and every insurance pertaining thereto.

4. To acquire by purchase or otherwise in a legal manner the good will, business and assets of any non-competitive insurance company engaged in a business of any class authorized by these articles and assume the liabilities and obligations of any such company, with the consent of the Insurance Commissioner.

The Board of Directors shall be vested with power in its discretion to acquire such good will, business and assets and assume such liabilities and obligations as are allowed by statute, and not contrary to Title 8, Chapter 4, Code 1942 (Miss.) or amendments thereto or inimical to any other statute or regulation pertaining thereto.

5. To re-insure all or any portion of its risks and to accept re-insurance from other companies, all at rates based on standard tables and secured by the legal reserve required by law, with the consent of the Insurance Commissioner;

6. To own such real estate as may be necessary for the convenient transaction of its business and to dispose of same as provided for by law; to borrow money; to invest its funds as permitted by the laws of this State;

7. To appoint and contract with general or local agents to solicit business;

8. To write insurance and issue policies in the State of Mississippi and outside the State of Mississippi of the kind commonly issued by Life and Health and Accident Insurance Companies and as may be determined by the Board of Directors and approved by the Commissioner of Insurance of Mississippi;

9. To deposit the proper legal reserve as required by law and in general to do all things necessary for the successful conduct of life, health, accident and hospitalization or disability insurance on the stock plan; and any and all undertakings prescribed and allowed by law.

With a capital of \$50,000.00 divided into and represented by 5,000 shares of common stock at a par value of \$10.00 per share. A surplus of \$10,000.00 shall also be established, and the corporation may begin business when \$50,000.00 in common stock has been subscribed and paid for and in addition thereto a surplus of \$10,000.00 is had, and have complied with the provisions of the Statute of this State in such case made and provided, as appears from the certificate of the President, Secretary and Directors of said corporation duly approved by the Commissioner of Insurance, and recorded in this office.

Now, therefore, I, Heber Ladner, Secretary of State of Mississippi, do hereby certify that the said John E. Murdock, A. A. Johnson, Donald J. Carr, Bruce B. Thomson, W. H. Trest, Mrs. Evelyn M. Johnson, Mrs. Frances Ivers, Mrs. Mary Thompson, Mrs. Melvin D. Carr, and Mrs. Minnie Mae Lowery, their associates and successors, are legally organized

and established as, and are hereby made and existing corporation under the name of CONTINENTAL AMERICAN LIFE INSURANCE COMPANY with powers, rights and privileges and subject to the duties, liabilities and restrictions which by law appertain thereto.

Witness my official signature here unto subscribed, and the Seal of the State of Mississippi, here unto affixed, this the 11th day of December, in the year 1953.



Helmer Lodge
Secretary of State of Mississippi

C E R T I F I C A T E

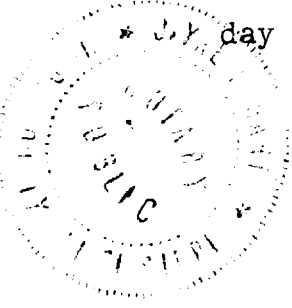
STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, John E. Murdock, Bruce B. Thompson and A. A. Johnson, who having been by me first duly sworn, depose and state on oath that they constitute the President, Secretary and majority of the Board of Directors of the Continental American Life Insurance Company; that the first meeting of said corporation was held at 10:00 A.M. on the 11th day of December, 1953 at the offices of Watkins & Eager, Plaza Building, Jackson, Mississippi and that said meeting adjourned at 10:45 A.M. on the 11th day of December, 1953; that the Articles of Association of said Company were adopted at said meeting and that a copy of said Articles is attached hereto with the names of the subscribers signed and shown therein.

John E. Murdock D
John E. Murdock, President I
Bruce B. Thompson R
Bruce B. Thompson, Secretary E
A. A. Johnson C
A. A. Johnson T
S

Sworn to and subscribed before me this the 11th day of December, 1953.



James D. Hart
Notary Public

ARTICLES OF ASSOCIATION

WE, THE UNDERSIGNED, do hereby mutually agree to unite and associate ourselves as a corporation and for such purpose we hereby make, execute and adopt the following Articles of Association.

I. TITLE

The name of this corporation shall be "CONTINENTAL AMERICAN LIFE INSURANCE COMPANY".

II. LOCATION

The domicile of the corporation shall be in Jackson, Mississippi. The corporation may establish branches and agencies in any other part of the State of Mississippi, in other states, territories of the United States, and in the District of Columbia.

III. PURPOSE

The purposes of this corporation are:

1. To conduct and carry on the business commonly known as life and health insurance, on the stock plan; to contract for the payment of endowments or annuities, or make and enter into such other contracts, conditioned upon continuance or cessation of human life, and every insurance pertaining thereto.
2. To insure any person against bodily injury or death by accident, or any person, firm or corporation against loss or damage on account of the bodily injury or death by accident of any person for which loss or damage said person, firm or corporation is responsible.
3. To insure against injury, disablement or death resulting from sickness or injury, and every insurance pertaining thereto.
4. To acquire by purchase or otherwise in a legal manner the good will, business and assets of any non-competitive insurance company engaged in a business of any class authorized

by these articles and assume the liabilities and obligations of any such company, with the consent of the Insurance Commissioner.

The Board of Directors shall be vested with power in its discretion to acquire such good will, business and assets and assume such liabilities and obligations as are allowed by statute, and not contrary to Title 8, Chapter 4, Code 1942 (Miss.) or amendments thereto or inimical to any other statute or regulation pertaining thereto.

5. To re-insure all or any portion of its risks and to accept re-insurance from other companies, all at rates based on standard tables and secured by the legal reserve required by law, with the consent of the Insurance Commissioner;

6. To own such real estate as may be necessary for the convenient transaction of its business and to dispose of same as provided for by law; to borrow money; to invest its funds as permitted by the laws of this State;

7. To appoint and contract with general or local agents to solicit business;

8. To write insurance and issue policies in the State of Mississippi and outside the State of Mississippi of the kind commonly issued by Life and Health and Accident Insurance Companies and as may be determined by the Board of Directors and approved by the Commissioner of Insurance of Mississippi;

9. To deposit the proper legal reserve as required by law and in general to do all things necessary for the successful conduct of life, health, accident and hospitalization or disability insurance on the stock plan; and any and all undertakings prescribed and allowed by law.

IV. DIRECTORS

The management and control of this corporation shall be vested in a Board of Directors, to be established under the By-Laws.

V. DURATION

The period of existence of this corporation shall be for ninety-nine (99) years.

VI. CAPITAL STOCK

The amount of the authorized capital stock of the corporation is \$50,000 divided into and represented by 5,000 shares of common stock at a par value of \$10.00 per share. A surplus of \$10,000 shall also be established, and the corporation may begin business when \$50,000.00 in common stock has been subscribed and paid for and in addition thereto a surplus of \$ 10,000.00 is had.

VII. AMENDMENT

These Articles of Association may be amended at any regular or legally called special meeting of the stockholders, provided notice of the proposed amendment shall have been mailed each stockholder not less than ten days prior to each meeting, at which time a majority of the stockholders will be required to pass such amendment, and provided that such amendment shall be made subject to the approval of the State authorities approving charters and properly recorded.

INCORPORATORS

| NAME | CITY | STATE |
|-------------------------------|----------------|--------------------|
| <u>J. E. Min</u> ✓ | <u>Memphis</u> | <u>Tennessee</u> |
| <u>A. A. Johnson</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Ronald J. Carr</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Bruce B. Thompson</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>W. H. Zuck</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Mrs. Evelyn M. Johnson</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Mrs. Frances Over</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Mrs. Mary Thompson</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Mrs. Helen D. Carr</u> | <u>Jackson</u> | <u>Mississippi</u> |
| <u>Mrs. Minnie M. Lacey</u> | <u>Jackson</u> | <u>Mississippi</u> |

APPROVED

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me the undersigned Notary Public, in and for the said county and state, the above named John E. Murdock, A. A. Johnson, Donald J. Carr, Bruce B. Thompson, W. H. Trest, Mrs. Evelyn M. Johnson, Mrs. Frances Ivers, Mrs. Mary Thompson, Mrs. Melvin D. Carr, and Mrs. Minnie Mae Lowery, who acknowledged that they signed and delivered the foregoing instrument for the purposes therein contained.

Given under my hand and seal this 11th day of December, 1953.



James D. Hart
Notary Public

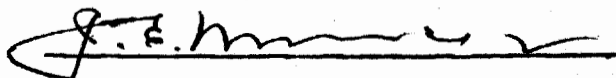
MY COMMISSION EXPIRES JUNE 19, 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY OF
JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, John E. Murdock, who having been by me first duly sworn, states on oath that he is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by him on this date, and that he hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.



Sworn to and subscribed to before me this the 11th day
of December, 1953.


Notary Public

MY COMMISSION EXPIRES JUNE. 19. 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY OF
JACKSON, MISSISSIPPI

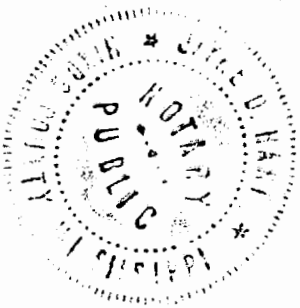
STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, A. A. Johnson, who having been by me first duly sworn, states on oath that he is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by him on this date, and that he hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

A. A. Johnson

Sworn to and subscribed to before me this the 11th day of December, 1953.

Jayne D. Hart
Notary Public



MY COMMISSION EXPIRES JUNE. 19, 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Mrs. Frances Ivers, who having been by me first duly sworn, states on oath that she is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by her on this date, and that she hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th Floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Mrs. Frances Ivers

Sworn to and subscribed to before me this the 11th day of December, 1953.

James D. Hart
Notary Public



MY COMMISSION EXPIRES JUNE 19, 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

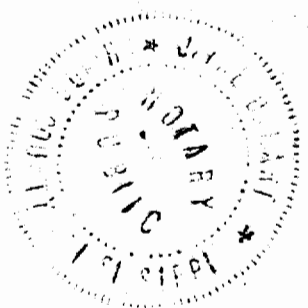
STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Donald J. Carr, who having been by me first duly sworn, states on oath that he is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by him on this date, and that he hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Ronald J. Carr

Sworn to and subscribed to before me this the 11th day of December, 1953.

Jayne D. Hart
Notary Public



MY COMMISSION EXPIRES JUNE, 19, 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI

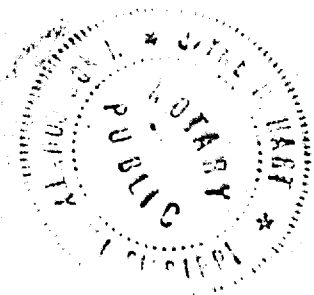
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Mrs. Mary Thompson, who having been by me first duly sworn, states on oath that she is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by her on this date, and that she hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th Floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Mrs. Mary Thompson

Sworn to and subscribed to before me this the 11th day of December, 1953.

Jayne J. Hart
Notary Public



MY COMMISSION EXPIRES JUNE, 19, 1955

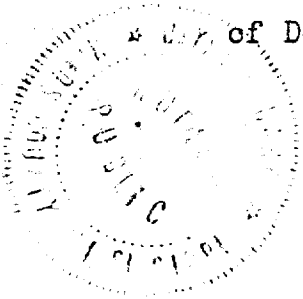
WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Mrs. Evelyn M. Johnson, who having been by me first duly sworn, states on oath that she is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by her on this date, and that she hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th Floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Mrs Evelyn M. Johnson

Sworn to and subscribed to before me this the 11th day of December, 1953.



Jayne D. Hart
Notary Public

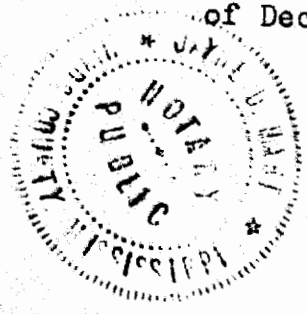
WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Mrs. Melvin D. Carr, who having been by me first duly sworn, states on oath that she is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by her on this date, and that she hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th Floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Mrs. Melvin D. Carr

Sworn to and subscribed to before me this the 11th day of December, 1953.



Jayne D. Hart
Notary Public

MY COMMISSION EXPIRES JUNE 19, 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

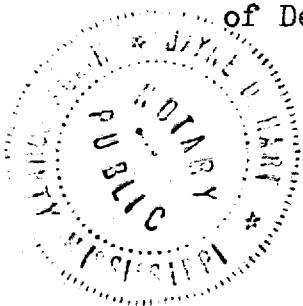
STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Bruce B. Thompson, who having been by me first duly sworn, states on oath that he is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by him on this date, and that he hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Bruce B. Thompson

Sworn to and subscribed to before me this the 11th day of December, 1953.

Jayne D. Hart
Notary Public



WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, W. H. Trest, who having been by me first duly sworn, states on oath that he is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by him on this date, and that he hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th Floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

W. H. Trest

Sworn to and subscribed to before me this the 11th day of December, 1953.



Jayne S. Hart
Notary Public

MY COMMISSION EXPIRES JUNE, 19, 1955

WAIVER OF NOTICE OF FIRST ORGANIZATIONAL MEETING
OF CONTINENTAL AMERICAN LIFE INSURANCE COMPANY
OF JACKSON, MISSISSIPPI

STATE OF MISSISSIPPI

COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, Mrs. Minnie Mae Lowery, who having been by me first duly sworn, states on oath that she is one of the subscribers to the Articles of Association of the Continental American Life Insurance Company, said articles having been subscribed by her on this date, and that she hereby waives notice of the first meeting for the purpose of organizing said life insurance company to be held in the office of Watkins & Eager, 10th Floor, Plaza Building, Jackson, Mississippi on this date at 10:00 A.M. and agrees that the seven (7) day waiting period provided by statute may be dispensed with and that the first organizational meeting may likewise be held on this date.

Mrs. Minnie Mae Lowery

Sworn to and subscribed to before me this the 11th day
of December, 1953.



Jayne B. Hart
Notary Public

MINUTES

The first meeting of the incorporators of the Continental American Life Insurance Company was held on the 11th day of December, 1953 at 10:00 A.M. in the offices of Watkins & Eager, Plaza Building, Jackson, Mississippi.

The following subscribers to the Articles of Association were present:

John E. Murdock, A. A. Johnson, Donald J. Carr, Bruce B. Thompson, W. H. Trest, Mrs. Evelyn M. Johnson, Mrs. Frances Ivers, Mrs. Mary Thompson, Mrs. Melvin D. Carr and Mrs. Minnie Mae Lowery.

Mr. A. A. Johnson was made temporary clerk and was sworn to keep and record the proceedings until and including the choice and qualification of the secretary.

Mr. B. B. Thompson moved that the by-laws of said Corporation, copy of which is attached hereto, be adopted and this motion was duly seconded and was carried un-animously.

By motion duly made and seconded the following persons were unanimously elected as Directors:

John E. Murdock

A. A. Johnson

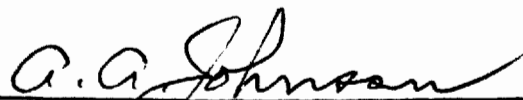
Bruce B. Thompson

Mr. John E. Murdock then took charge of the meeting and the following officers were unanimously elected on motion duly made and seconded:

John E. Murdock, Chairman of the Board and President;

Bruce B. Thompson, Secretary-Treasurer.

No further business was transacted and on motion the meeting adjourned.


Temporary Clerk

BY-LAWS OF

CONTINENTAL AMERICAN LIFE INSURANCE COMPANYARTICLE I. NAME AND DOMICILE

SECTION 1. The name of the corporation shall be Continental American Life Insurance Company. The domicile is Jackson, Hinds County, Mississippi.

SECTION 2. The principal office of the corporation shall be at the domicile, but the corporation may also maintain offices at such other places as the Board of Directors may from time to time designate.

ARTICLE II. STOCKHOLDERS' MEETINGS

SECTION 1. The annual meeting of stockholders shall be held on the 2d Tuesday in February of each year upon written notice of said meeting, stating the time and place of such meeting, to be mailed to each stockholder at his address, as shown in the corporate records, at least ten days before the date of meeting. At such annual meetings any and all matters may be acted upon, whether specified in the notice or not, including the amendment of By-Laws and authorization of amendments to the Charter.

SECTION 2. A special meeting of the stockholders may be held at any time upon call of the President or a majority of the Board of Directors or holders of twenty-five percent of the outstanding shares of stock. Such call shall be in writing addressed to the Secretary of the corporation, and it shall state the purpose or purposes of the proposed meeting. The notice of such special meeting shall be as provided in the case of annual meetings, except that the notice shall contain a copy of the call of the meeting. At such special meeting only those matters specified in the call shall be considered, except that matters germane to the named purpose may be acted upon.

SECTION 3. Stockholders' meeting shall be held at the principal office of the corporation. However, the Board of Directors may provide in its discretion that any particular stockholders' meeting may be held at some other place in the State of Mississippi.

SECTION 4. Each share of stock shall be entitled to vote at each stockholders' meeting, and the stockholders may vote in person or by representative duly authorized by proxy. All proxies shall be filed with the Secretary at least three days prior to the meeting for which they are executed.

SECTION 5. A majority of the outstanding shares of stock present, either in person or by proxy, shall constitute a quorum. If a quorum be not present at any meeting, the stockholders present in person or by proxy shall have the power to adjourn the meeting from day to day without notice other than an announcement made at the meeting until a quorum is present.

ARTICLE III. BOARD OF DIRECTORS

SECTION 1. The corporation shall be under the management of a Board of Directors of not less than three nor more than seven. The Board of Directors shall be vested with full power to manage and control the properties, business and affairs of the corporation, and to determine its policies within the purposes and limits of the Articles of Association and Incorporation and of these By-Laws.

SECTION 2. The Board of Directors shall be chosen by the stockholders at the annual meeting and shall serve for one year thereafter or until their successors are elected and qualified. The first Board of Directors, however, shall

be chosen by the subscribers at their organization meeting, and the Board so chosen shall serve until their successors are elected at the first regular annual stockholders' meeting.

SECTION 3. In the event of a vacancy on the Board of Directors, the remaining members of the Board may choose a successor to serve out the unexpired term or until the stockholders have filled the vacancy by action at a special or annual meeting.

SECTION 4. By resolution of the Board of Directors members of said Board may be refunded any actual expenses incurred in attending board meetings, plus a Director's fee which shall be fixed by the Board. This provision shall not prevent a member of the Board from holding another office or employment with the corporation and receiving compensation therefor.

SECTION 5. A quorum at all Directors' meetings shall be a majority of the duly elected members of the Board.

SECTION 6. The Board of Directors shall hold a meeting immediately after each annual stockholders' meeting, which meeting shall be held at the same place as the stockholders' meeting, and no notice of said meeting shall be required, other than an announcement of said annual stockholders' meeting.

SECTION 7. Special meetings of the Board of Directors may be held at any time upon written call by the President or any two Directors, said call to specify the time and purpose of the meeting. The notice of such special meeting shall be written and mailed to each member of the Board at least five days prior to such meeting.

SECTION 8. If all Directors are present at any meeting, it may be held, although no notice has been given. A meeting may be held without notice if all Directors have either by written instrument waived notice or are present and consent to the meeting.

SECTION 9. Directors' meetings shall be held at the principal office of the corporation or at such other convenient place as may be designated by the President.

SECTION 10. The Board of Directors may in its discretion appoint an executive committee, which committee shall have and exercise such powers as may be granted to it by the Board of Directors. Said committee shall meet at such times and upon such call and notice as the Chairman of such committee may deem necessary and proper.

ARTICLE IV. CAPITAL STOCK

SECTION 1. The capital stock of this corporation shall consist of Common Stock in accordance with the provisions of the Articles of Association and Incorporation.

SECTION 2. Certificates of stock shall be in a form adopted by the Board of Directors, and each certificate shall be signed by the President or Vice President and by the Secretary, and shall have the corporate seal affixed.

SECTION 3. Certificates of stock shall be transferable only on the books of the corporation, in person or by attorney, upon surrender of the certificates properly endorsed. The books

of the corporation for the transfer of shares of stock shall be closed at least five days prior to each annual stockholders' meeting.

SECTION 4. The Board of Directors may make provision for the issuance of duplicate certificates upon satisfactory proof that a certificate has been lost or destroyed and upon such indemnity as the Board may require.

ARTICLE V. OFFICERS

SECTION 1. The officers of the corporation shall be a Chairman of the Board, a President, one or more Vice Presidents, a Secretary and a Treasurer. One person may hold one or more of these offices as approved by the Board and all officers shall be chosen by the Board of Directors.

SECTION 2. The Board of Directors shall choose all officers at the regular meeting held immediately after the annual stockholders' meeting. But if they fail to choose any officer at such meeting, they may act at any subsequent meeting to choose such officer. The officers so chosen shall serve until the regular Board meeting immediately after the next annual stockholders' meeting or until a successor shall be chosen and qualified.

SECTION 3. Any officer chosen by the Board of Directors may be removed by the Board at any time.

SECTION 4. Salaries of the respective officers of the corporation shall be fixed by the Chairman of the Board and if he is unable to perform in that event by the Board of Directors.

SECTION 5. The Chairman of the Board shall be the chief executive officer of the corporation unless the duties incident to said position be delegated by him to some other officer. He shall preside at all meetings of stockholders and of Directors. He shall have general supervision and management of the business of the corporation under the instructions of the Board of Directors. He shall execute all contracts, bonds, mortgages, stock

certificates, policies of insurance, and other formal documents to be executed by the corporation. He shall be ex officio a member of all committees appointed and shall be vested with all powers and duties usually vested in the Chairman of the Board of a corporation.

SECTION 6. The President or Vice Presidents shall be vested with full power to exercise the functions of the Chairman of the Board at any meeting of the stockholders or of the Directors in the absence of the Chairman of the Board. In the absence of the Chairman of the Board, the President or a Vice President may execute contracts, bonds, mortgages, stock certificates, policies of insurance and other formal documents on behalf of the corporation in the place of the Chairman of the Board.

SECTION 7. The Secretary shall attend all meetings of the Board and of the stockholders and record the minutes of all proceedings held at such meetings in a book to be kept for that purpose. He shall give or cause to be given all notices of meetings, as provided in these By-Laws, and shall perform such other and further duties as may be provided by the Board of Directors. He shall perform all the duties usually performed by a Secretary. He shall attest all documents and contracts requiring the corporate seal and shall affix said seal to said documents.

SECTION 8. The Treasurer shall have custody of the corporate funds and properties and shall keep full and accurate accounts of all receipts and disbursements in books of account and records belonging to the corporation. He shall deposit all money and valuable effects and papers of the corporation in the name of and to the credit of the corporation in such depository as may be designated by the Board of

Directors. He shall disburse funds of the corporation only upon such authority of the proper officer of the corporation under the direction of the Board of Directors. At each annual meeting, and at any other time that the Board may require, he shall render a report, giving an account of his transactions as Treasurer and disclosing the financial condition of the corporation.

ARTICLE VI. FISCAL AFFAIRS

SECTION 1. An approved system of records and accounting shall be maintained by the corporation at all times. At least annually an audit of the books of the corporation shall be made as of the close of the fiscal year, and such audit shall be submitted by the Board of Directors to the annual meeting of stockholders.

SECTION 2. The fiscal year of the corporation shall be the calendar year.

SECTION 3. The Directors shall require any and all officers or employees as may handle funds of the corporation to execute a fidelity bond in favor of the corporation, in such amount and with such sureties as the Board may provide, the premiums on such bonds to be paid by the corporation.

SECTION 4. All checks against funds of the corporation on deposit shall be signed by the Secretary and countersigned by the President or some other officer designated by the Board.

SECTION 5. Funds of the corporation shall be invested under the direction of the Executive Committee and in accordance with the laws of the State of Mississippi applicable to insurance companies.

SECTION 6. Dividends shall be declared upon stock by action of the Board of Directors, but shall be declared and paid only from net surplus.

SECTION 7. All policies of insurance issued by the corporation shall be numbered serially, and full, complete and accurate records shall be kept of all such policies, classifying them according to types and in accordance with approved insurance practice. All policies issued shall be in conformity with the laws of the State of Mississippi and as approved by the Insurance Commissioner, and shall contain the name of the policy holder and such other matters as may be proper. All such policies shall be signed by the President and by the Secretary with the corporate seal affixed.

ARTICLE VII. AMENDMENTS

SECTION I. These By-Laws may be altered or amended by the affirmative vote of a majority of the shares of stock present in person or by proxy at any regular annual stockholders' meeting or at any special stockholders' meeting held for that purpose.

O A T H

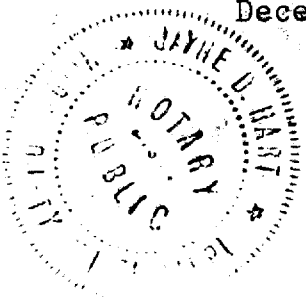
I, A. A. Johnson, having been chosen as the Temporary Clerk at the initial meeting for the purpose of incorporating the CONTINENTAL AMERICAN LIFE INSURANCE COMPANY, hereby make oath and affirm that I will correctly keep and record the proceedings of this meeting held on the 11th day of December, 1953, at the offices of Watkins & Eager, 10th Floor, Plaza Building in the City of Jackson, Mississippi, and that I will correctly record the adoption of By-Laws, election of Directors and officers.

I further make oath that I shall truly discharge my duties according to law as temporary clerk until such time that a secretary is elected and qualified for said corporation.

A. A. Johnson

STATE OF MISSISSIPPI
 COUNTY OF HINDS

Sworn and subscribed to before me, this 11th day of
 December, 1953.



Jayne D. Hart
 Notary Public

MY COMMISSION EXPIRES JUNE 19, 1955

A F F I D A V I T

STATE OF MISSISSIPPI
COUNTY OF HINDS

Personally appeared before me the undersigned authority in and for the jurisdiction aforesaid, John E. Murdock, A. A. Johnson and B. B. Thompson, who having been by me first duly sworn, state on oath that they represent a majority of the Board of Directors of the Continental American Life Insurance Company; that capital stock in the amount of \$50,000.00 has been subscribed and paid for, together with the surplus of \$10,000.00, and that said amount is now a part of the corporation funds and is now or will be invested in securities as prescribed by law.

J. E. Murdock
A. A. Johnson
B. B. Thompson

Sworn to and subscribed to before me this the 11th day of December, 1953.



Jayne D. Hart
Notary Public

MY COMMISSION EXPIRES JUNE 19, 1955

SUBSCRIPTION TO STOCK IN THE
CONTINENTAL AMERICAN LIFE INSURANCE COMPANY

I, the undersigned, subscribe for 10 shares
of stock in the Continental American Life Insurance Company
of Jackson, Mississippi and agree to pay therefor the
sum of \$12.00 per share, aggregating \$ 120.00.

It is understood that in the event my employment by the
Company shall be terminated that the Continental American
Life Insurance Company has the option to re-purchase said
stock at the book value as shown by the books of the
company during the month preceeding my termination.

Signed, this the 11th day of December, 1953.

A handwritten signature in cursive script, appearing to read "J. E. ...", is written over a horizontal line.

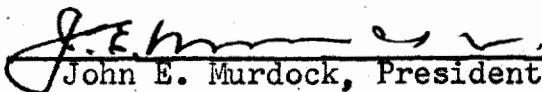
SUBSCRIPTION TO STOCK IN THE
CONTINENTAL AMERICAN LIFE INSURANCE COMPANY

The undersigned company hereby subscribes for
4,970 shares of stock in the Continental American
Life Insurance Company of Jackson, Mississippi and
agrees to pay therefor the sum of \$12.00 per share,
aggregating \$ 59,640.00.

Witness the signature of John E. Murdock,
President of the undersigned Company on this, the
11th day of December, 1953.

MURDOCK ACCEPTANCE CORPORATION

By


John E. Murdock, President

SUBSCRIPTION TO STOCK IN THE
CONTINENTAL AMERICAN LIFE INSURANCE COMPANY

I, the undersigned, subscribe for 10 shares
of stock in the Continental American Life Insurance Company
of Jackson, Mississippi and agree to pay therefor the
sum of \$12.00 per share, aggregating \$ ~~120⁰⁰~~ .
It is understood that in the event my employment by the
Company shall be terminated that the Continental American
Life Insurance Company has the option to re-purchase said
stock at the book value as shown by the books of the
company during the month preceeding my termination.

Signed, this the 11th day of December, 1953.

A. A. Johnson

SUBSCRIPTION TO STOCK IN THE
CONTINENTAL AMERICAN LIFE INSURANCE COMPANY

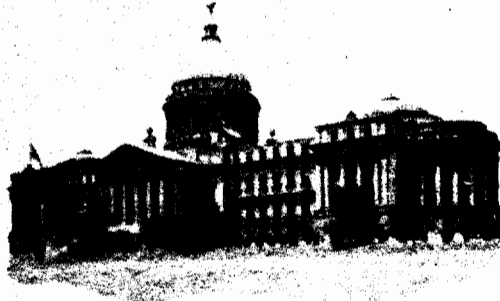
I, the undersigned, subscribe for 10 shares of stock in the Continental American Life Insurance Company of Jackson, Mississippi and agree to pay therefor the sum of \$12.00 per share, aggregating \$ 120.00.

It is understood that in the event my employment by the Company shall be terminated that the Continental American Life Insurance Company has the option to re-purchase said stock at the book value as shown by the books of the company during the month preceeding my termination.

Signed, this the 11th day of December, 1953.

Bruce B. Thompson

State of Mississippi



office of
Secretary of State
Jackson

I, Heber Ladner, Secretary of State, do certify that the Charter of Incorporation hereto attached entitled the Charter of Incorporation of

CONTINENTAL AMERICAN LIFE INSURANCE COMPANY

was, pursuant to the provisions of Title ~~31~~²², Code of Mississippi of 1942, Recorded in the Records of Incorporations in this office, in

**PHOTO-STAT BOOK, NUMBER FORTY-THREE,
PAGES 83-116.**



Receipt No. 9691 L

*Given under my hand and the Great Seal of
the State of Mississippi hereunto affixed this*

TWELFTH day of DECEMBER, 1953.

Heber Ladner

Secretary of State

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

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

_____ THE WEST OFFICE SUPPLY COMPANY

_____ By acting near to _____

_____ J. T. HAYDEN

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 _____ day of _____
19____

Receipt No. 9683 L

By the Governor,

Robert R. Taylor

W. H. Venable

Secretary of State

RESOLUTION OF THE STOCKHOLDERS

OF

THE BEST OFFICE SUPPLY COMPANY

BE IT RESOLVED that the Charter of Incorporation of THE BEST OFFICE SUPPLY COMPANY as originally issued be amended to read as follows, to-wit:

That Article 1 be amended to read as follows:

1. The corporate title of said company is
BEST-ALLEN COMPANY.

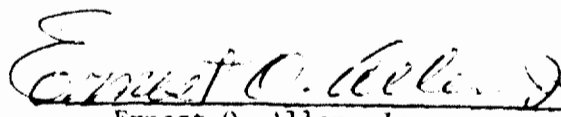
That the other articles be and the same remain as originally granted including any and all amendments thereto.

BE IT FURTHER RESOLVED, that the President and the Secretary-Treasurer be authorized to execute an amendment to the articles of incorporation.

I, Ernest O. Allen, 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 the seal of the corporation, this
the 8th day of December, 1953.




Ernest O. Allen, Jr.
Secretary

AMENDMENT TO THE CHARTER OF INCORPORATION

OF

THE BEST OFFICE SUPPLY COMPANY

That the charter of incorporation of THE BEST OFFICE SUPPLY COMPANY be amended to read as follows, to-wit:

That Article 1 be amended to read as follows:

- 1. The corporate title of said company is
BEST-ALLEN COMPANY.

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 8th day of December, 1953.

THE BEST OFFICE SUPPLY COMPANY

BY *Tom B. J.*
President

BY *Ernest O. Allen Jr.*
Secretary-Treasurer



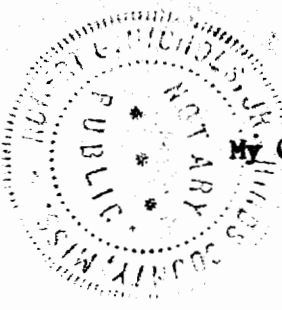
ATTEST:

Ernest O. Allen Jr.
Secretary

STATE OF MISSISSIPPI
COUNTY OF HINDS

This day personally came and appeared before me, the undersigned authority, in and for the State and County aforesaid, duly commissioned by law to administer oaths and take acknowledgments, the within named HOMER BEST, JR. and ERNEST O. ALLEN, JR., who acknowledged that they are the President and the Secretary-Treasurer, respectively, of The Best Office Supply Company, and that as such officers, for and on behalf of said corporation, they executed the above and foregoing amendment to the charter of incorporation of The Best Office Supply Company as the act and deed of said corporation after having first been duly authorized so to do.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 8th day of December, 1953.



[Signature]
NOTARY PUBLIC

My Commission Expires: 10/4/55

Received at the office of the Secretary of State, this the 10th day of December

A. D., 1953 together with the sum of \$ 10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]
SECRETARY OF STATE

Jackson, Miss.,

December 11th, 1953

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

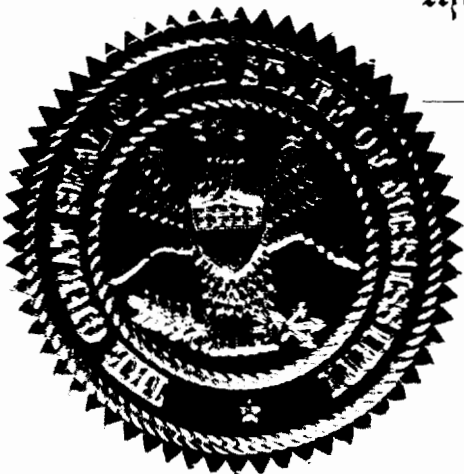
FOREIGN BROTHERS CLUB

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 _____ day of _____

19 _____



Receipt No. 9692 L

Stephen White

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's office this the fourteenth day of December, 1913.

CERTIFIED COPY OF RESOLUTION OF
FONDREN CIVITAN CLUB

STATE OF MISSISSIPPI)

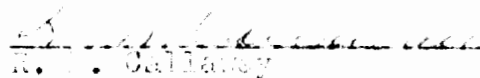
COUNTY OF HINDS)

I, R. M. CALLAWAY, Secretary of FONDREN CIVITAN CLUB, a civic improvement society in the City of Jackson, State of Mississippi, do hereby certify that the following is a true and correct copy of a resolution unanimously passed by a majority of the active membership of said society, at a regular meeting of said membership held at its regular meeting place in Jackson, Hinds County, Mississippi, on the 2nd day of December, A.D., 1953, pursuant to due and legal call for such meeting, at which said meeting a majority of the active membership were present, and the said resolution being duly recorded in the Minutes of said society and being as follows, to-wit:

"BE IT RESOLVED, that this association forthwith makes proper application to the office of the Secretary of State of the State of Mississippi for a charter of incorporation as a non-profit civic improvement corporation.

"BE IT FURTHER RESOLVED, that ROBERT W. HARDIN, JOHN W. LORGAN and HARRY D. OLSEN, being active members in good standing in this association, be, and they are, hereby fully and completely authorized and empowered and directed to make, execute and deliver for and on behalf of this association, any and all necessary applications, documents or papers in order to effect an incorporation of this association, and to do any and all things necessary and requisite in the premises as such incorporators."

WITNESSED my signature, this 2nd day of December, A.D., 1953.


R. M. Callaway
Secretary
Fondren Civitan Club

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

FONDREN CIVITAN CLUB

1. The corporate title of said company is FONDREN CIVITAN CLUB
2. The names of the incorporators are:

| | | |
|-------------------------|-------------------|-----------------------------|
| <u>Robert W. Hardin</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| <u>John W. Morgan</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| <u>Harry D. Owen</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

None; this corporation is a non-share, non-profit civic improvement corporation.

This corporation shall not be required to make publication of their 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 the entire corporate property shall be liable for the claims of creditors.

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

None; non-share, non-profit civic improvement corporation.

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 meet together regularly in an atmosphere of normal fellowship; to acquire a broader knowledge of public affairs and community needs; to engage in instruction, discussion and study in order to become better prepared for intelligent leadership and cooperation in solving civic problems; and through the collective strength of its membership, to strive toward the enhancement and improvement of the community and its inhabitants.

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; non-share, non-profit civic improvement corporation.

Harry D Owen

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

Robert M. Hardin, John W. Morgan, and Harry D. Owen

incorporators of the corporation known as the Pondreek Civitan Club

who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 11th day of December, 1953

My Commission Expires July 22, 1955

Mae M. Crisp
Harry D. Owen

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 December
A. D., 1953 together with the sum of \$10.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Helmer L. Baker
Secretary of State.

Jackson, Miss., December 12th 1953

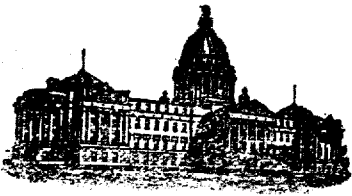
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Calahan
Attorney General.
By James S. Kendall
Assistant Attorney General.

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

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State of Mississippi

EXECUTIVE OFFICE

JACKSON

*The within and foregoing Amendment to the
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 af-
fixed, this*

Fifteenth day of
December 19*53*

Receipt No. 9695 L

By the Governor

Heber L. Tucker

Secretary of State

Steph White

RESOLUTION OF THE STOCKHOLDERS

OF

MACON GARMENT CO., INC.

RESOLVED that Paragraphs Four (4) and Five (5) of the Charter of Incorporation be and they are hereby amended so that, as amended, they will be and read as follows:

"4. Amount of Capital Stock and particulars as to class or classes thereof: TWO THOUSAND (2,000) shares of Common Stock, each without nominal or par value. Upon issuance of any of said shares of stock, the Corporation shall be paid in cash, property or services, the valuation which was fixed by unanimous vote of the Board of Directors of the Corporation, in the sum of ONE DOLLAR (\$1.00) per share of stock.

Authority is hereby granted to the Board of Directors to fix, from time to time, the valuation of the consideration, in cash, property or services, to be paid to the Corporation for issuance of any of said shares of stock without nominal or par value.

5. Number of shares for each class:
TWO THOUSAND (2,000) shares of
Common Stock of no par value."

I, BERNARD BERNSTEIN, the President of MACON GARMENT CO., INC., a Mississippi corporation, hereby certify that the above and foregoing is a true and exact copy of Resolution of the Stockholders of MACON GARMENT CO., INC., passed on the 1st day of December 1953, at a Stockholders Meeting called and held in accordance with the By-Laws of said Corporation, at which the holders of the entire outstanding Capital Stock of said Corporation, were present in person, and which Resolution was passed and adopted by the unanimous vote of the holders of all 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, the 7th day of December 1953.


President



A M E N D M E N T
TO THE
CHARTER OF INCORPORATION
OF
MACON GARMENT CO., INC.

Amend Paragraph Four (4), by striking out the words and figures "FIVE THOUSAND DOLLARS (\$5,000.00), all of which is Common Stock" and inserting in lieu thereof the words and figures "TWO THOUSAND (2,000) Shares of Common Stock, each without nominal or par value. Upon issuance of any of said shares of stock the Corporation shall be paid in cash, property or services, the valuation which was fixed by unanimous vote of the Board of Directors of this Corporation, in the sum of ONE DOLLAR (\$1.00) per share of stock.

Authority is hereby granted to the Board of Directors to fix, from time to time, the valuation of the consideration, in cash, property or services, to be paid to the Corporation for the issuance of any of said shares of stock without nominal or par value;"

So that said Paragraph Four (4) shall read as follows:

"4. Amount of Capital Stock and particulars as to class or classes thereof; TWO THOUSAND (2,000) Shares of Common Stock, each without nominal or par value. Upon issuance of any of said shares

of stock the Corporation shall be paid in cash, property or services, the valuation which was fixed by unanimous vote of the Board of Directors of this Corporation, in the sum of ONE DOLLAR (\$1.00) per share of stock.

Authority is hereby granted to the Board of Directors to fix, from time to time, the valuation of the consideration, in cash, property or services, to be paid to the Corporation for the issuance of any of said shares of stock without nominal or par value."

Amend Paragraph Five (5), by striking out the words and figures "and par value thereof: ONE HUNDRED shares of Common Stock of par value of FIFTY DOLLARS (\$50.00) each" and inserting in lieu thereof the words and figures "TWO THOUSAND (2,000) Shares of Common Stock of no par value", so that said Paragraph Five (5) shall read as follows:

"5. Number of shares for each class: TWO THOUSAND (2,000) Shares of Common Stock of no par value."

MACON GARMENT CO., INC.

BY: Bernard Bernstein
President

State of New York)
County of New York) SS:

Before the undersigned Notary Public, in and for said County and State, personally came and appeared BERNARD BERNSTEIN, the President of MACON GARMENT CO., 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 7th day of December 1953, 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, the 7th day of December 1953. Sworn to before me the 7th day of December 1953.

Benjamin Zucker

 Notary Public

BENJAMIN ZUCKER
 Notary Public, State of New York
 Commission Expires March 20, 1954



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

No. **83317**

Form 1

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

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

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 7th day of December, 1953.

FEE PAID 50¢

Archibald R. Watson

 County Clerk and Clerk of the Supreme Court, New York County

Received at the office of the Secretary of State, this the 14th day of December

A. D., 1953, together with the sum of \$ 10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer Spence

SECRETARY OF STATE

Jackson, Miss.,

December 15th, 1953

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

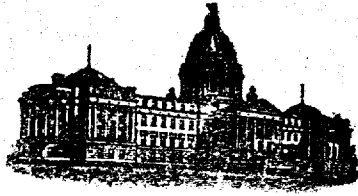
James J. Kendall

Assistant Attorney General.

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State of Mississippi

EXECUTIVE



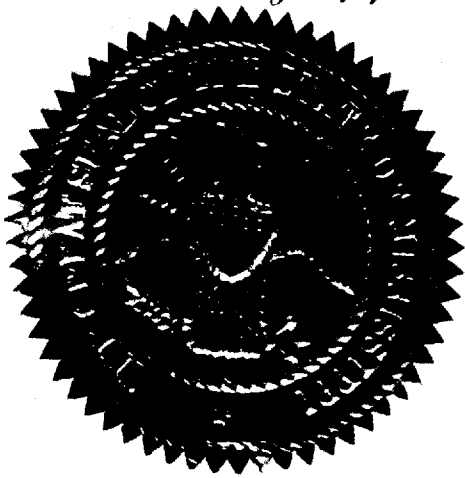
OFFICE

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* Sixteenth *day of*

December 1953

Receipt No. 9762 L

By the Governor.

Leanne Tartie

Lieutenant and Acting Governor

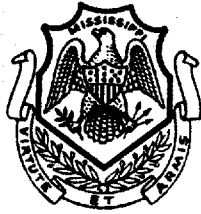
Heber Ladner

Secretary of State.

Recorded in the Secretary of State's Office this the seventeenth day of December, 1953.

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 11th *day of*
December 19 53

C. J. Johnson
STATE COMPTROLLER.



RESOLUTION AUTHORIZING AMENDMENT TO CHARTER
ADOPTED BY THE STOCKHOLDERS OF DEPOSIT GUARANTY
BANK & TRUST COMPANY, JACKSON, MISSISSIPPI, AT
A SPECIAL CALLED MEETING OF SAID STOCKHOLDERS
OF SAID BANK HELD ON OCTOBER 22, 1953, AT 2:30
P.M. IN THE BOARD OF DIRECTORS ROOM OF SAID BANK

The following resolution was offered by T. J. Luke, who moved its adoption, which motion was seconded by W. H. Holman:

"BE IT RESOLVED, that the common capital stock of Deposit Guaranty Bank & Trust Company, Jackson, Mississippi, be increased from \$1,350,000.00 to \$1,650,000.00 by the issuance of 30,000 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, 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 \$1,650,000.00, divided into classes and shares as follows:

\$1,650,000.00 par value of common stock divided into 165,000 shares of the par value of \$10.00 each.'

"BE IT FURTHER RESOLVED, that said 30,000 shares of stock so authorized when issued be issued for the purpose of effecting the merger of Commercial Bank & Trust Company, Jackson, Mississippi, with Deposit Guaranty Bank & Trust Company, Jackson, Mississippi."

Said resolution was adopted by the following vote, representing at least 2/3 of the total number of shares of common stock outstanding:

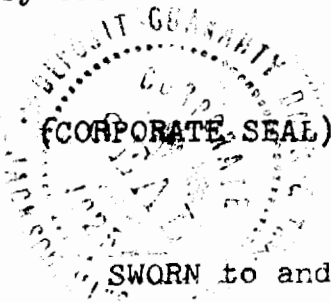
| | |
|------------------------------------------------------------------------|---------|
| Total number of shares of preferred stock outstanding..... | None |
| Total number of shares of common stock outstanding..... | 135,000 |
| Total number of shares of common stock represented at the meeting..... | 110,149 |

Total number of shares of common stock voted in favor of the resolution and amendment..... 110,149

Total number of shares of common stock voted against the resolution and amendment..... None,

at a special meeting of the stockholders of Deposit Guaranty Bank & Trust Company, Jackson, Mississippi, held on October 22, 1953, at 2:30 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.

I, the undersigned, hereby certify that the foregoing 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, Jackson, Mississippi, at a special meeting of the stockholders of said Bank held on October 22, 1953, at 2:30 P.M. in the Board of Directors Room of said Bank in Deposit Guaranty Bank Building, in Jackson, Mississippi, and that the foregoing 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 said Bank.



[Handwritten Signature]
Vice President,
Deposit Guaranty Bank & Trust Company

SWORN to and subscribed before me on this the 11th day of December, 1953.

[Handwritten Signature]
NOTARY PUBLIC

My Commission Expires:

My Commission Expires Oct. 12, 1956



Received at the office of the Secretary of State, this the 16th day of December

A. D., 1953 together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams
SECRETARY OF STATE

Jackson, Miss.,

12-16-53

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 *John C. Stone*
Assistant Attorney General.

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The State of Mississippi



EXECUTIVE

OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LACKEY 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 _____ Seventeenth _____ day of

December 19 53



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Receipt No. 9757 L

Recorded in the Secretary of State's Office this the eighteenth day of December, 1953.

THE CHARTER OF INCORPORATION
OF
LACKEY LAND COMPANY

1. The corporate title of said company is Lackey Land Company.
2. The names and post office addresses of the incorporators are:
 - V. R. Lackey, Forest, Mississippi;
 - C. J. Lackey, Forest, Mississippi;
 - Mrs. Mamie E. Lackey, Forest, Mississippi.
3. The domicile of said corporation is the City of Forest, Scott County, Mississippi.
4. The amount of authorized capital stock is Fifty Thousand Dollars (\$50,000.00), to consist of five hundred (500) shares of common stock at One Hundred Dollars (\$100.00) per share, par value; but the right to begin business when \$25,000.00 shall have been subscribed and paid for, is reserved to the incorporators.
5. The sale of additional stock, not in excess of the authorized capital stock, shall be determined by the par value as stated, plus any increase in value of the properties of the corporation as ascertained by the Board of Directors.
6. The period of existence of the corporation shall be for 99 years.
7. The purposes for which the corporation is created and the general nature of the business intended to be transacted are:
 - (a) To lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, rent, mortgage, work, im-

prove, develop, cultivate, and otherwise deal with personal property, land, real estate and any interest or rights therein, including mineral interests.

(b) To buy, sell, lease and acquire mines, mineral rights and claims, either in connection with the purchase of other interests in land or without such other interests, to give leases thereon and to drill, operate, bore, mine, sink wells and shafts, operate, produce and maintain oil and gas wells and mines, construct pipe lines and refineries, convey and transport oil, petroleum, gas and other minerals of every kind and description, and to do all things in connection with the production, sale, operation and conveyance of oil, petroleum, gas and other minerals of every kind and description.

(c) To erect or have erected, to construct or have constructed, houses, works, buildings, store rooms, factories, tenements, and structures of every description; and to rebuild, enlarge, improve and alter existing houses, works, buildings, store rooms, tenements and structures of every description and to buy, sell, own, use, manage and lease or rent the same or similar structures.

(d) To make, enter into, perform and carry out, contracts for constructing, building, altering, improving, repairing, decorating, maintaining, furnishing and fitting buildings, tenements and structures of every description; and to advance money to and enter into agreements of all kinds with builders, contractors, property owners and others for said purposes.

(e) To collect rents and to make repairs and to transact on commission or otherwise the general business of a real estate agent, and generally the sale, leasing, control and management of lands, buildings and property of all kinds.

(f) To buy, sell, hold and generally to deal in and with stocks, bonds, debentures, mortgages and securities of all kinds; to borrow money, to make loans, to advance money on contracts and make investments and generally act as investment brokers; to issue notes, bonds, securities and debentures which may be secured by mortgages or otherwise upon real property and personal property of the corporation, and to purchase, hold, improve, sell, lease or exchange real estate.

(g) To act as agents, factors, brokers, commission merchants, contractors, lessees, and managers of estates or otherwise in entering into, undertaking, performing, negotiating, executing, conducting and transacting for persons, firms and corporations upon commission or otherwise any and all things set forth in this certificate that it could do for itself; and to exercise all of its powers to the same extent that an actual person might do, and in any part of the world to the full extent permitted to corporations organized under the laws of Mississippi.

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

8. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is two hundred fifty (250) shares of common stock of the par value of \$100.00 each.

WITNESS OUR SIGNATURES, this the 15TH day of December, 1953.

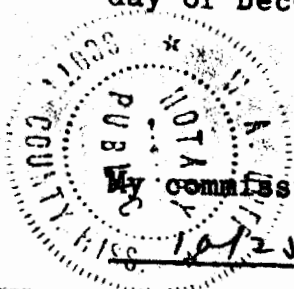
W. R. Laska
C. L. Laska
Miss. Marie E. Laska
INCORPORATORS

STATE OF MISSISSIPPI

SCOTT COUNTY

Personally appeared before the undersigned authority within and for the county and state aforesaid V. R. LACKEY, C. J. LACKEY, and MRS. MAMIE E. LACKEY, who acknowledged that they signed and delivered the foregoing instrument as incorporators of the corporation therein named, on the date and for the purposes therein mentioned, as their voluntary act and deed.

GIVEN UNDER MY HAND AND OFFICIAL SEAL, this the 15 day of December, 1953.



W. W. ...
NOTARY PUBLIC

My commission expires:

12/25/56

Received at the office of the Secretary of State, this the 16th day of December

A. D., 1953 together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber ...
SECRETARY OF STATE

Jackson, Miss.,

December 16th, 1953

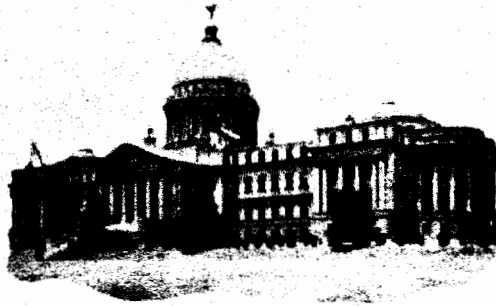
I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Coleman
ATTORNEY GENERAL

By *James S. ...*
Assistant Attorney General

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

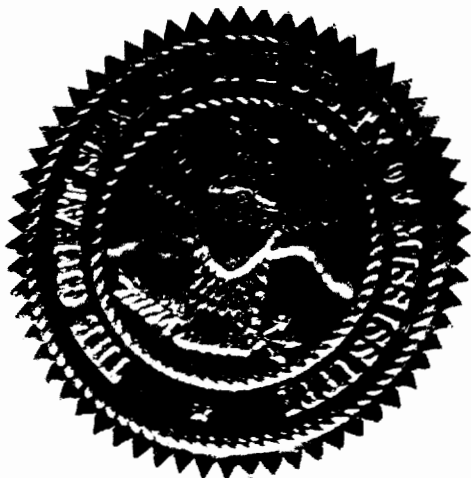
HARRIS & RILEY DRUG COMPANY

is hereby approved.

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

this Seventeenth day of

December 19 53



Receipt No. 9756 L

Hugh White
Governor

By the Governor

Helena Lodge
Secretary of State

Recorded in the Secretary of State's Office this
the eighteenth day of December, 1953.

THE CHARTER OF INCORPORATION

OF

HARRIS & RILEY DRUG COMPANY

I. The corporate title of said company is: Harris & Riley Drug Company.

II. The names of the incorporators are:

| <u>NAME</u> | <u>POST OFFICE ADDRESS</u> |
|----------------|----------------------------|
| Frank J. Bryan | West Point, Mississippi |
| Hugh H. Harris | West Point, Mississippi |
| Frank T. Riley | West Point, Mississippi |

III. The domicile is at West Point, Clay County, Mississippi.

IV. The amount of authorized capital stock is Twenty Thousand Dollars (\$20,000.00) of common stock.

V. The number of shares and par value of the capital stock are Two Thousand (2,000) shares of the par value of Ten Dollars (\$10.00) per share.

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

VII. The purposes for which the corporation is created and the rights and powers that may be exercised by it are:

A. To conduct and carry on a general drug business, and in that connection to buy, sell, exchange, license, lease, manufacture, deal in and deal with, at retail or wholesale or both, and as owner, broker, agent, or on commission, goods, wares and merchandise of every kind and character, including, without limitation because of enumeration, drugs, medicines and hospital and medical supplies and equipment.

B. To conduct and carry on an apothecary business.

C. To borrow money and to make and issue notes, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, deed of trust, pledge, or otherwise, and generally to make and perform agreements and contracts of every kind and description.

D. And for the better attainment of the general purposes above indicated, to purchase, lease, hold, convey, and mortgage all necessary property, real or personal, wheresoever the same may be situated, and 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 herein set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which the corporation is organized.

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

VIII. Five Hundred (500) shares of the common stock are to be subscribed and paid for, either in cash or property, at a fair valuation, before the corporation may begin business.

Frank J. Bryan

Frank J. Bryan

Hugh H. Harris

Hugh H. Harris

Frank T. Riley

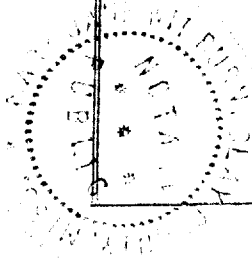
Frank T. Riley

STATE OF MISSISSIPPI)
)
 COUNTY OF CLAY)

This day personally appeared before me, the undersigned authority of law in and for said County and State, Frank J. Bryan, Hugh H. Harris and Frank T. Riley, Incorporators of the corporation known as the Harris & Riley Drug Company, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation, as their act and deed, on this the 12th day of December, 1953.

Walter J. Wilburn

Notary Public



Received at the office of the Secretary of State, this the 16th day of December

A. D., 1953, together with the sum of \$50⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Lodner
SECRETARY OF STATE

Jackson, Miss.,

December 16th, 1953

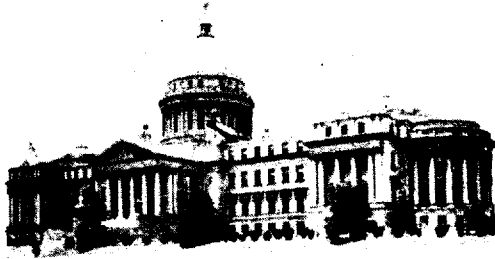
I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

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

R. H. WARE AND SON, 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 Seventeenth day of

December 19 53



Receipt No. 9755 L

Hugh White
Governor

By the Governor

Hubert L. Spivey
Secretary of State

Recorded in the Secretary of State's Office this the eighteenth day of December, 1953.

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

R. H. WARE AND SON, INCORPORATED

1. The corporate title of said company is R. H. Ware and Son, Incorporated

2. The names of the incorporators are:

R. H. Ware Postoffice Rural Route 1, Ocean Spring, Miss.

Hettie L. Ware Postoffice Rural Route 1, Ocean Springs, Miss.

R. Johnson Ware Postoffice Rural Route 1, Ocean Springs, Miss.

Carol C. Ware Postoffice Rural Route 1, Ocean Springs, Miss.

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Rural Route 1, Ocean Springs, Mississippi

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

\$10,000.00 common

5. Number of shares for each class and par value thereof: 100 shares common stock
par value \$100.00 each

6. Period of existence (not to exceed ninety-nine years) is 9 years
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To purchase, own, sell, rent and lease lands or real estate for uses of growing timber, pastures and farming; and for the purpose of buying, selling, renting or leasing timber of all kinds including Pine and Hardwood for uses of timber, poles, pulpwood, piling, saw logs and other ; and to buy, sell, own, rent or lease automobiles, trucks, tractors, farming and timber cutting equipment and machinery; and do all things germane to the owning and operating of farm and livestock business and the business of acquiring and selling pulpwood, saw logs, poles, piling and veneer; and the sawing and cutting of timber and other wood produced for market.

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.

20 shares common stock

✓ R.H. Ware
✓ Hettie L. Ware
R. Johnson Ware
Carol C. Ware

Incorporators.

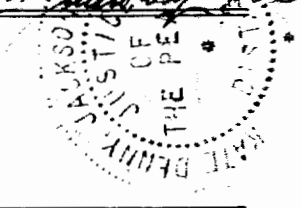
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
County of JACKSON

This day personally appeared before me, the undersigned authority R. H. Ware, Hettie L. Ware, R. Johnson Ware, Carrol C. Ware

incorporators of the corporation known as the R. H. WARE AND SON, 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 30th day of November, 1953

Notary Public
State of Mississippi
my Commission Expires 10/30/56



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 16th day of December
A. D., 1953 together with the sum of 30.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

John L. Ware
Secretary of State.

Jackson, Miss., December 16th 1953

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.

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

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

BANK OF OAKLAND

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 Seventeenth day of

December 19 53

Receipt No. 9764 L

[Handwritten signature]

By the Governor.

[Handwritten signature]

Secretary of State

State of Mississippi

Department of Bank Supervision



JACKSON

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

BANK OF OAKLAND,

OAKLAND, 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 14th *day of*
December 19 53.



L. J. Johnson
STATE COMPTROLLER.

AMENDMENT TO ARTICLES OF INCORPORATION
OF
BANK OF OAKLAND
OAKLAND, MISSISSIPPI.

RESOLVED FIRST, That the capital stock of this bank be increased in the sum of \$10,000.00, 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 \$10,000.00 to be evidenced by the issuance of 200 additional shares of common stock, such new shares to be issued and delivered to the holders of common stock on the basis of one (1) additional share of common stock for each two (2) shares of common stock standing in the name of such stockholders on the books of the bank as of December 10, 1953 1953, making the total capital of the bank \$30,000.00 of which ALL is common stock.

RESOLVED SECOND, That the Articles of Incorporation, as amended, be further amended by striking out paragraph (1) of Article 4 and inserting in lieu thereof the following:

Article 4. The amount of capital stock of the Corporation shall be \$30,000.00, divided into 600 shares of the par value of \$50.00 each.

At a special meeting of the stockholders of the Bank of Oakland, held on the 12th day of January 1953, at least ten days notice of the proposed business to be transacted having been given by mail to each stockholder of record, the foregoing resolutions and amendments were adopted by the following vote, representing at least a majority of all common stock outstanding:

| | |
|-------------------------------------------------------------------------------------|------------|
| Total number of shares of common stock outstanding | 400 |
| Total number of shares of common stock represented at the meeting | <u>368</u> |
| Total number of shares of common stock voted in favor of resolutions and amendments | <u>368</u> |
| Total number of shares of common stock voted against the resolutions and amendments | <u>0</u> |

I hereby certify that the above is a true and correct report of the vote of the resolutions adopted at the 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.



J. E. Callaway
President or Vice President.

Received at the office of the Secretary of State, this the 17th day of December

A. D., 1953, together with the sum of \$ 20⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
SECRETARY OF STATE

Jackson, Miss.,

Dec. 17, 1953

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 John E. Stone
Assistant Attorney General.

State of Mississippi

EXECUTIVE



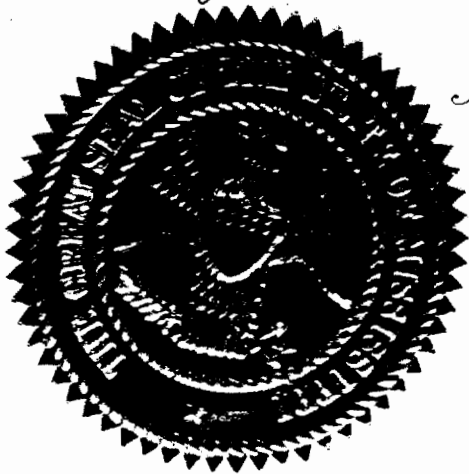
OFFICE

JACKSON

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

BANK OF WESSON

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* Seventeenth *day of*

December 19 53

Receipt No. 9763 L

By the Governor,

Walter Loden

Secretary of State.

Hugh White

State of Mississippi

Department of Bank Supervision



JACKSON

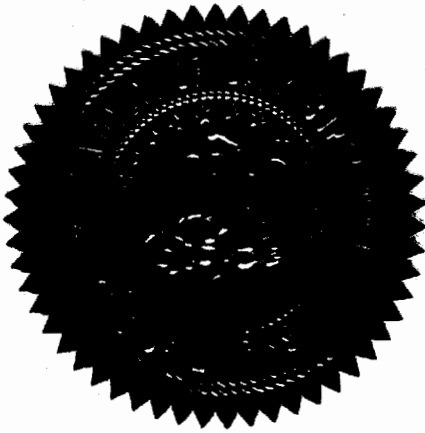
*The within and foregoing Amendment to the
Charter of Incorporation of _____*

BANK OF WESSON,

WESSON, 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 _____ 14th _____ day of
December _____ 19 53*



L. J. Johnson
STATE COMPTROLLER.

RESOLUTION OF THE STOCKHOLDERS OF BANK
OF WESSON, WESSON, MISSISSIPPI, AMENDING
CHARTER AS AMENDED

Be it Resolved by the stockholders of the Bank of Wesson, Wesson, Mississippi, that the charter of said bank as originally issued on January 5, 1893, and which is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in records of charters, Book 2, Page 43, as amended on February 25, 1935, which amendment is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in the records of charters, Book 2, Page 207, as amended on December 18, 1941, which amendment is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in the records of charters, Book 2, Page 298, and as amended on December 18, 1950, which amendment is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in the records of charters, Book 3, Page 157, be and the same is hereby amended as follows, to-wit:

"AMENDMENT TO CHARTER OF INCORPORATION OF BANK OF WESSON
AS AMENDED

"That Article 3 of the original charter of Bank of Wesson, Wesson, Mississippi, which charter is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in the records of charters, Book 2, Page 43, as amended, on February 25, 1935, which amendment is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in records of charters, Book 2, Page 207, as amended on December 18, 1941, which amendment is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in record of charters, Book 2, Page 298, as amended on December 18, 1950, which amendment is of record in the office of the Chancery Clerk of Copiah County, Mississippi, in record of charters, Book 3, Page 157, be and the same is hereby amended to read as follows, to-wit:

"Article 3. Amount, classes, and shares of capital stock---
The amount of capital stock of the Bank shall be \$60,000.00 divided into classes as follows: All common stock consisting of 600 shares of the par value of \$100.00 each.

"Be it further resolved that Robert E. Rea, President of said Bank and L. O. Carraway, Cashier thereof, be and they are hereby authorized and directed to execute the amendment as provided for herein and take all the necessary steps to have the same approved by the State Comptroller, Attorney General and Governor of the State of Mississippi, and that said amendment shall become effective immediately upon approval as provided by law and amendment may refer to the Minutes of this meeting and this resolution or the same may be incorporated therein by reference."

A motion was made that the foregoing be adopted by L. O. Carraway, a stockholder, which motion was seconded by Thad B. Lampton, Jr., and after discussion was put to a vote and was unanimously adopted, all of the stockholders either present or represented by proxy voting therefor.

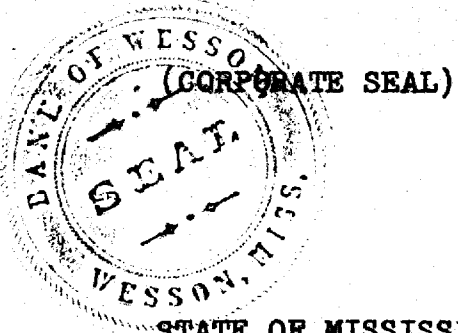
STATE OF MISSISSIPPI
COPIAH COUNTY.....

CERTIFICATE

I, Robert E. Rea, President of the Bank of Wesson, Wesson, Mississippi, do hereby certify that the foregoing resolution is a true and correct copy of a resolution adopted by the stockholders of Bank of Wesson, Wesson, Mississippi, at a special meeting held at 3:30 P.M. on Thursday, November 19, 1953, in the offices of said Bank in the Town of Wesson, Mississippi, which meeting was duly called for said purpose, and there was present and represented at said meeting stockholders owning 491 shares of common stock in said Bank out of the total of 500 shares of stock, there being absent only two stockholders owning 9 shares in said Bank, and that said resolution was unanimously adopted by vote of 491 shares of stock in favor of the adoption thereof and that no stock was voted against the adoption of said resolution. I do further certify that said resolution has been duly entered

on the minutes of the stockholders of Bank of Wesson, Wesson, Mississippi, in Minute Book 4, Pages 8 and 9 thereof.

Witness my signature and corporate seal of said Bank this the 11th day of December, 1953.

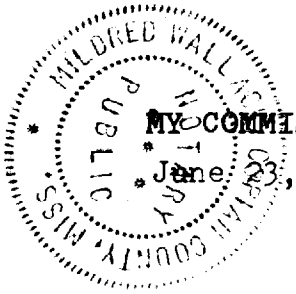


Robert E. Rea
ROBERT E. REA, PRESIDENT
BANK OF WESSON

STATE OF MISSISSIPPI
COPIAH COUNTY

Personally appeared before me the undersigned notary public in and for the county and state aforesaid Robert E. Rea, known to me to be President of the Bank of Wesson, Wesson, Mississippi, who acknowledged that he signed and delivered the foregoing Certificate to a resolution of the stockholders of Bank of Wesson, Wesson, Mississippi, amending charter as amended on the day and year therein stated and for the purposes therein mentioned.

Given under my hand and official seal this the 11th day of December, 1953.



Mildred Wallace
NOTARY PUBLIC

MY COMMISSION EXPIRES:
June 23, 1956

Received at the office of the Secretary of State, this the 17th day of December

A. D., 1953 together with the sum of \$ 20⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer Loden
SECRETARY OF STATE

Jackson, Miss.,

Dec. 17, 1953

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 John E. Stone
Assistant Attorney General.

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

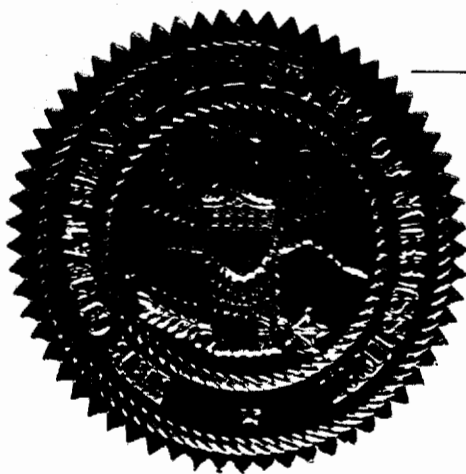
BURNETT POULTRY FARM & HATCHERY, INC.

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

December _____ 19 53 _____




Governor

By the Governor


Secretary of State

Receipt No. 9771 L

Recorded in the Secretary of State's Office
this the nineteenth day of December, 1953.

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

INC.

BURNETT POULTRY FARM & HATCHERY, INC.

1. The corporate title of said company is Burnett Poultry Farm & Hatchery, Inc.

2. The names of the incorporators are:

- L. E. Burnett Postoffice Jackson, Mississippi
- Mrs. Geneva B. Burnett Postoffice Jackson, Mississippi
- Garner W. Green, Jr. Postoffice Jackson, Mississippi
- 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:

\$40,000 consisting of 400 shares of common stock with a par value of \$100

5. Number of shares for each class and par value thereof: 400 shares of common stock with a par value of \$100 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 own, maintain and operate hatcheries, general stores, feed stores, feed mills and farms, and to do each and everything necessary and incident to these businesses; to buy, sell and lease real estate and personal property; to buy and sell chickens and livestock of every kind and character and their products.

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.

50 shares of common stock with a par value of \$100 each for a total value of \$5,000.

L E Burnett
James S. Burnett
Lester M. Grunig

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Windsor

This day personally appeared before me, the undersigned authority

L. E. Burnett and Mrs. Geneva S. Burnett

incorporators of the corporation known as the Burnett Poultry Farm & Hatchery, Inc.
who acknowledged that ~~she~~ (they) signed and executed the above and foregoing articles of incorporation
~~and~~ (their) act and deed on this the 16th day of December

Joshua Green, Notary Public
December 4, 1953



STATE OF MISSISSIPPI

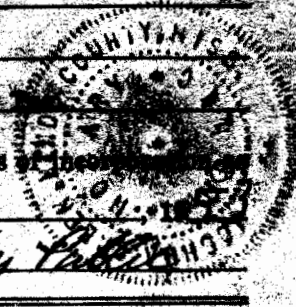
County of Windsor

This day personally appeared before me, the undersigned authority

Garner W. Green, Jr.

incorporators of the corporation known as the Burnett Poultry Farm & Hatchery, Inc.
who acknowledged that (he) ~~signed~~ signed and executed the above and foregoing articles of incorporation
(his) ~~act~~ act and deed on this the 16th day of December

Joshua Green, 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 18th day of December
A. D., 1953, together with the sum of \$90⁰⁰ deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter L. Adams
Secretary of State.

Jackson, Miss., December 18th 1953

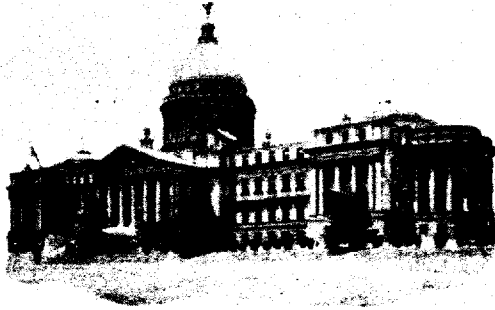
I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-
stitution and laws of the state, or of the United States.

J. P. Coleman
Attorney General.
By James S. Hindall
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

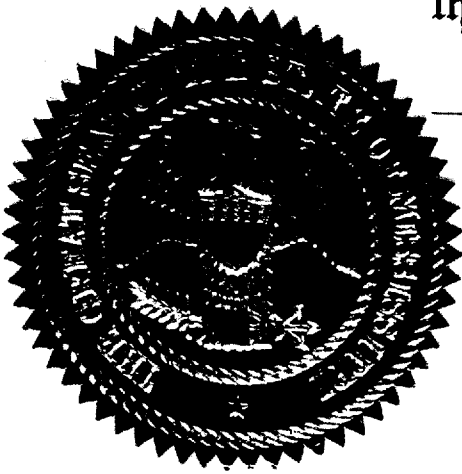
ELLIS HARDWARE COMPANY

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 _____ Nineteenth _____ day of

December 19 53



Receipt No. 9765 L

Hugh White
Governor

By the Governor

Helen Loden
Secretary of State

Recorded in the Secretary of State's Office this the nineteenth day of December, 1953.

HEBER LADNER

Furnished by ~~JAMES W. WOODS~~, Secretary of State, Jackson, Miss.

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

THE CHARTER OF INCORPORATION OF

ELLIS HARDWARE COMPANY

1. The corporate title of said company is ELLIS HARDWARE COMPANY

2. The names of the incorporators are:

- | | | |
|-------------------------|-------------------|--------------------------------|
| <u>G. K. Ellis</u> | <u>Postoffice</u> | <u>Greenville, Mississippi</u> |
| <u>Ellanor H. Ellis</u> | <u>Postoffice</u> | <u>Greenville, 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 Greenville, Mississippi

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

\$25,000.00 capital stock, all common

5. Number of shares for each class and par value thereof: Fifty shares common stock,
each share par value \$500.00

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

7. The purpose for which it is created:

To conduct and carry on a general hardware, fixture, and electric appliance business, buying and selling at both wholesale and retail any and all items of furniture, fixtures, equipment, and appliances, and to enter into such contracts and other agreements as may be necessary in connection with the business to be conducted, and to borrow money and pledge the company's property, including its contracts, choses in action, and other assets owned by it as collateral therefor. Nothing foregoing, however, shall be considered as limitation on the powers of the company, and it shall be entitled to do and engage in any other type of operation usually done in connection with the foregoing purposes, and perform all things, matters, and acts incident thereto.

To purchase, lease, or otherwise acquire, own, hold, maintain, alter, sell, convey, mortgage, or otherwise dispose of real estate and personal property and any interest therein.

To do all things incident to the purposes herein conferred, and not contrary to law.

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

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

Ten shares of common stock of a par value of \$500.00 each.

G. K. Ellis
~~Ellis~~ Eleanor H. Ellis

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Washington

This day personally appeared before me, the undersigned authority

G. K. Ellis and Ellanor H. Ellis

incorporators of the corporation known as the Ellis Hardware 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 11 day of December

Clara W. [Signature]
Notary Public



My commission expires 5/3/55

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 _____, 194 _____

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority

incorporators of the corporation known as the _____

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

Received at the office of the Secretary of State this the 17th day of December

A. D., 1953, together with the sum of \$ 60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. [Signature]
Secretary of State.

Jackson, Miss., December 18th 1953

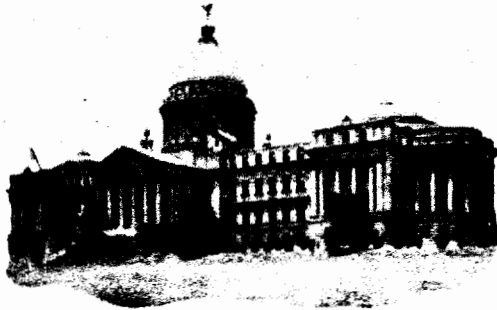
I have examined this charter of incorporation and am, of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Coleman
Attorney General.
By James S. [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

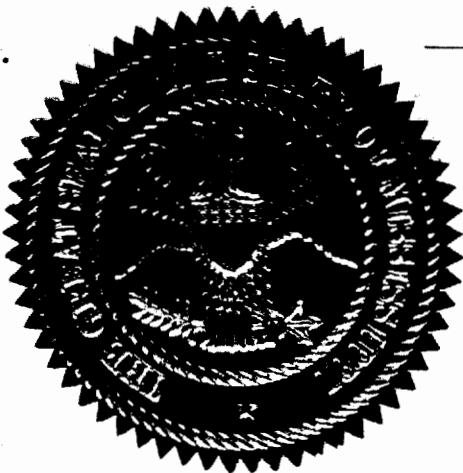
RIDGECREST BAPTIST CHURCH

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 _____ Nineteenth _____ day of

December 19 53



Receipt No. 9772 L

W. L. White
Governor

By the Governor

Walter L. Adams
Secretary of State

Recorded in the Secretary of State's Office
this the nineteenth day of December, 1953.

RESOLUTION OF THE RIDGECREST BAPTIST CHURCH
OF JACKSON, MISSISSIPPI

BE IT RESOLVED, that the Ridgecrest Baptist Chapel, an unincorporated organization and association of Jackson, Mississippi, be organized as a non-profit religious corporation with the corporate name of "RIDGECREST BAPTIST CHURCH" under the provisions of Chapter 4, Title 21 of the Mississippi Code of 1942, as amended, and that the following members of this organization, to-wit:

- J. K. Hampton, 3952 Oak Lawn Drive, Jackson, Mississippi
- F. E. Foster, 437 Stillwood Drive, Jackson, Mississippi, and
- H. L. Hutcherson, 3924 Azalea Drive, Jackson, Mississippi,

be, and they are, hereby duly and fully authorized to apply for a charter of incorporation as such non-profit corporation to this end, and to do and perform any and all acts necessary or advisable to complete and perfect the organization of such corporation.

I, the undersigned Clerk of the Ridgecrest Baptist Chapel, an unincorporated organization and association aforesaid, hereby certify that the above and foregoing Resolution is a true, correct and exact copy of a resolution duly and legally adopted by and spread on the minutes of the organization known as the Ridgecrest Baptist Chapel of Jackson, Mississippi, at a regular meeting of such organization held on the 16th day of December, 1953.

WITNESS my signature, as Clerk of said organization, on this the 16th day of December, 1953.

Mrs. Charles L. Miller
CLERK, RIDGECREST BAPTIST CHAPEL

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

RIDGECREST BAPTIST CHURCH

1. The corporate title of said company is RIDGECREST BAPTIST CHURCH

2. The names of the incorporators are:

J. K. Hampton Postoffice 3952 Oak Lawn Drive, Jackson, Miss.

F. E. Foster Postoffice 437 Stillwood Drive, Jackson, Miss.

H. L. Hutcherson Postoffice 3924 Azalea Drive, Jackson, Miss.

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at 428 West Northside Drive, Jackson, Mississippi

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

There shall be no shares of stock issued, this charter being for a non-share, non-profit corporation.

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 offices, 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: _____

No share or shares of stock shall be issued.

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 promote the reading and study of the Holy Bible as the revealed word of God; to promote the teaching and preaching of the Gospel of our Lord and Savior Jesus Christ; to promote and maintain the teachings, doctrines and policy of that Christian Denomination and Sect usually and universally known and designated The Baptist Church; to maintain, own and have a place or places of religious worship; and to secure, hold, improve, encumber, sell, convey, and dispose of property both real and personal, in fee simple 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.

None

J. K. Hampton
J. E. Foster
H. L. Hutchinson

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

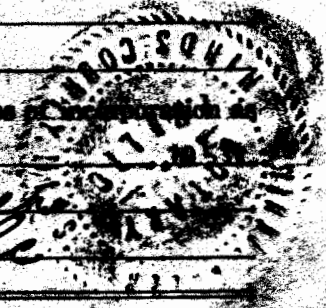
This day personally appeared before me, the undersigned authority

J. E. Hampton, F. E. Foster and H. L. Hutcherson,

incorporators of the corporation known as Ridgecrest 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 18th day of December, 1953

Winnie G. [Signature]
Notary Public
My 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 18th day of December A. D., 1953 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., December 18 1953

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. Calahan Attorney General.
James A. Hendrix Assistant Attorney General.

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

178
The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

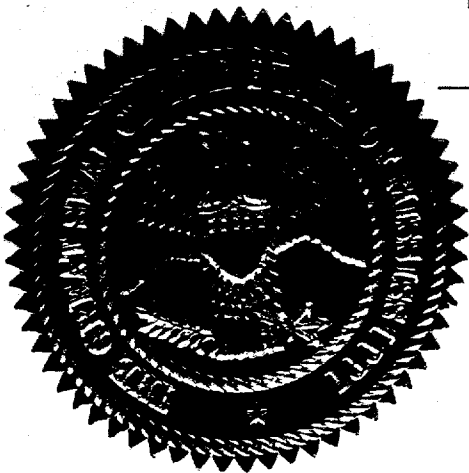
TELE-VIDEO SERVICE, INC.

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 _____ Nineteenth _____ day of

December 19 53



Hugh White
Governor

By the Governor

John L. ...
Secretary of State

Receipt No. 9759 L

Recorded in the Secretary of State's
Office this the nineteenth day of December, 1953.

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

TELE-VIDEO SERVICE, INC.

1. The corporate title of said company is Tele-Video Service, Inc.

2. The names of the incorporators are:

Otha S. Johnson, Jr. Postoffice Jackson, Mississippi

Charles M. Gordon 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:

One Hundred(100) shares of common stock of the par value of \$50.00 per share, each share to carry voting rights at the ratio of one vote per share, the total amount of said stock being Five Thousand (\$5,000.00) Dollars.

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

One Hundred(100) shares of common stock of the par value of \$50.00 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 operate a merchandising business, both wholesale and retail. To buy, sell, acquire, own, lease and trade in goods, wares and merchandise, machinery, equipment, fixtures and appliances. To repair and service all types of television, radio and other electronic equipment.

To own, purchase, sell, trade in exchange, mortgage, improve, develop and deal in, in every and any lawful manner, real and personal property and any interest and right therein. To buy, sell, hold, and to generally deal in and with stocks, debentures, mortgages and securities of all kinds. To borrow money, make loans, advance money on contracts, make investments, and generally act as investment brokers; to issue notes, debentures and other securities which may be secured by mortgages or otherwise upon property, both real and personal of the corporation, and to purchase, hold, sell, lease or exchange any of the corporate interest in and to real estate. To act as surety, guarantor or accommodation maker for other corporations, businesses or individuals.

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, government agencies, 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 businesses or powers, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized; and to do all the said acts set out herein to the same extent as natural persons could do same.

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

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

Ten(10) shares of common stock.

Chas S. Johnson Jr.

Charles W. Gordon

Incorporators.

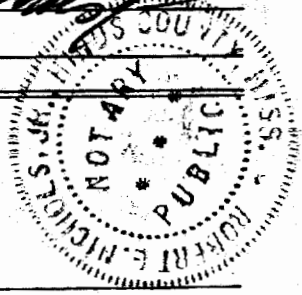
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
County of Hinds

This day personally appeared before me, the undersigned authority Otho S. Johnson, Jr.
and Charles M. Gordon

incorporators of the corporation known as the Tele-Video Service, 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 15th day of December, 1953

[Signature]
Notary Public



W. J. Cannon 5/10/2/55

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 15th day of December
A. D., 1953, together with the sum of \$20.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

[Signature]
Secretary of State.

Jackson, Miss., December 15th 1953

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 James J. [Signature]
Assistant Attorney General.

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

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State of Mississippi

EXECUTIVE



OFFICE

JACKSON

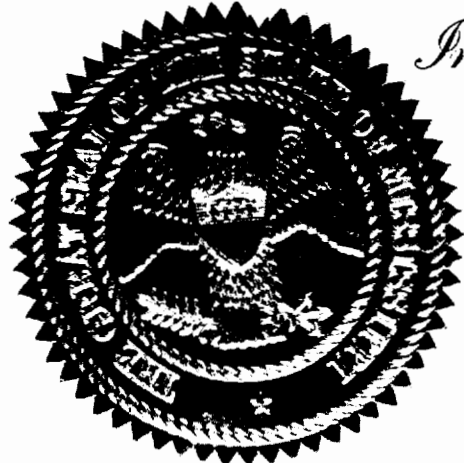
*The within and foregoing Amendment to the
Charter of Incorporation of _____*

BAPTIST MISSIONARY CONVENTION OF THE STATE OF MISSISSIPPI

Changing name to

THE GENERAL MISSIONARY BAPTIST STATE CONVENTION 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 af-
fixed, this* *Twent -first* *day of*

December *1953*

[Handwritten signature]

Receipt No. 9783 L

By the Governor,

[Handwritten signature]

Secretary of State.

CERTIFIED COPY OF RESOLUTIONS OF THE MEMBERS, OFFICERS AND DELEGATES OF THE BAPTIST MISSIONARY CONVENTION OF THE STATE OF MISSISSIPPI, ADOPTING AND APPROVING PROPOSED AMENDMENT TO THE CHARTER OF INCORPORATION OF SAID BAPTIST MISSIONARY CONVENTION OF THE STATE OF MISSISSIPPI, CHANGING ITS NAME TO THE GENERAL MISSIONARY BAPTIST STATE CONVENTION OF MISSISSIPPI.

RESOLVED: that article 1, of the Charter of incorporation of the Baptist Missionary Convention of the State of Mississippi, be amended to read as follows:

ARTICLE 1: Know all men that Rev. A. W. Bowen, J. Anderson, Jr., R. T. Simms, A. H. Davis, B. Willis, M. F. Thomas, H. W. Scott, G. M. Lewis, E. B. Top, S. W. Watson, J. J. Peyton, M. Griffin, A. D. Snodgrass, G. W. Gayles, A. M. Johnson, G. P. Phillip, R. J. Temple, J. H. Walker and the Baptist preachers and others who may associate with them, to successors to H. P. Jacob, J. W. Williams, R. Pollard, J. Smothers, Henry Williams, William Shorter, William Gray, John Smith, A. Fairfax, G. W. Gayles, M. B. Bloch, G. Middleton and such other persons as they may have associated with under the name of the Baptist Missionary Convention of the State of Mississippi, are hereby constituted and confirmed as a body politic and Corporation by the name of The General Missionary Baptist State Convention of Mississippi, and the name of this Corporation shall be, The General Missionary Baptist State Convention of Mississippi. The Corporation shall be capable of contracting and being contracted with; capable of suing and being sued in its corporate name; it may have a seal, which may be altered at will by said corporation; it may acquire, by gift or purchase, and own and hold property of any and all kinds, real, personal or mixed, any where situate, without limitation as to value, in any amount allowed by the laws of the State of Mississippi; it shall have power to solicit and accept gifts or donations of money or any other kind of property, from any source whatever; it may sell and convey its real property and may sell its personal property; it may borrow money from any source and secure the repayment of same by mortgage or otherwise, of any and all of its property. They may make such rules and regulations and by-laws for the government of said Convention as to them appear right, proper and necessary and not in conflict with any of the laws of the state of Mississippi. The said Corporation may do all things legal, necessary and required to be done for the successful prosecution of the objects of said Corpor-

poration.

RESOLVED, further, H. H. Humes, President and W. M. Walton, Secretary, respectively of this Corporation, be and they are hereby authorized, empowered and directed, to perform and do all acts requisite and necessary to secure the approval of the foregoing amendment to the Charter of this Corporation.

H. H. Humes
President.

W. M. Walton
Secretary

STATE OF MISSISSIPPI,
COUNTY OF BOLIVAR.

This day personally appeared before me, the undersigned authority in and for the within County and State, the within named H. H. Humes, and W. M. Walton, President and Secretary respectively of the Baptist Missionary Convention of the State of Mississippi, who, first by me being duly sworn, make oath as follows: that the said H. H. Humes is the President and W. M. Walton, is the Secretary of the Baptist Missionary Convention of the State of Mississippi, and that the said W. M. Walton is the keeper of the records and seal of said Corporation; that the above and foregoing resolutions were duly and legally adopted and passed by the members, officers and delegates of said Convention at a meeting of said Convention duly and legally called and held by said Convention, on the 20th day of November 1952, in the City of Natchez, Mississippi, the domicile of said Corporation, at which meeting all of the churches associated with said convention, by their pastors and members and legal delegates to said Convention, and also the officers of said Convention were present, acting and voting, and there being a quorum of officers, members, delegates and pastors, of said convention, present, acting and voting, the within resolutions above set out, were duly and legally adopted and approved by said Convention.

H. H. Humes
President.

W. M. Walton
Secretary.

Sworn to and subscribed before me this the 19th day of December,
1953.



J. P. Green

Mayor Town of Mound Bayou,
Mississippi.

CERTIFIED COPY OF RESOLUTIONS OF THE MEMBERS, OFFICERS AND DELEGATES
OF THE BAPTIST MISSIONARY CONVENTION OF THE STATE OF MISSISSIPPI,
ADOPTING AND APPROVING PROPOSED AMENDMENT TO THE CHARTER OF INCORPORATION
OF SAID BAPTIST MISSIONARY CONVENTION OF THE STATE OF MISSISSIPPI, CHANG-
ING ITS NAME TO THE GENERAL MISSIONARY BAPTIST STATE CONVENTION OF
MISSISSIPPI.

RESOLVED, that Article 1, of the Charter of incorporation of the
Baptist Missionary Convention of the State of Mississippi, be amended to
read as follows:

ARTICLE 1: Know all men ~~that~~ Rev. A. W. Bowen, J. Anderson, Jr.,
R. T. Simms, A. H. Davis, B. Willis, M. F. Thomas, H. W. Scott, G. M.
Lewis, E. B. Top, S. W. Watson, J. J. Peyton, M. Griffin, A. D. Snod-
grass, G. W. Gayles, A. M. Johnson, G. P. Phillip, R. J. Temple, J. H.
Walker and the Baptist preachers and others who may associate with them, to
successors to H. P. Jacob, J. W. Williams, R. Pollard, J. Smothers, Henry
Williams, William Shorter, William Gray, John Smith, A. Fairfax, G. W.
Gayles, M. B. Bloch, G. Middleton, and such other persons as they may
have associated with under the name of the Baptist Missionary Convention
of the State of Mississippi, are hereby constituted and confirmed as a
body politic and corporation by the name of the General Missionary Baptist
State Convention of Mississippi, and the name of this corporation shall
be The General Missionary Baptist State Convention of Mississippi. The
corporation shall be capable of contracting and being contracted with ;
capable of suing and being sued in its corporate name; it may have a
seal, which may be altered at will by said corporation; it may acquire
by gift or purchase, and own and hold property of any and all kinds, real,
personal or mixed, any where situate, without limitation as to value, in
any amount allowed by the laws of the state of Mississippi; it shall
have power to solicit and accept gifts or donations of money or any
other kind of property, from any source whatever; it may sell and convey

its real property and may sell its personal property; it may borrow money from any source and secure the repayment of same by mortgage or otherwise of any and all of its property. They may make rules and regulations and by-laws for the government of said Convention, as to them appear right, proper and necessary, and not in conflict with any of the laws of the State of Mississippi. The said Corporation may do all things legal, necessary and required to be done for the successful prosecution of the objects of said Corporation

RESOLVED, further, H. H. Humes, President, and W. M. Walton, Secretary, respectively of this Corporation, be and they are hereby authorized, empowered and directed, to perform and do all acts requisite and necessary to secure the approval of the foregoing amendment to the Charter of this Corporation.

H. H. Humes
President.

W. M. Walton
Secretary.

STATE OF MISSISSIPPI,
COUNTY OF BOLIVAR.

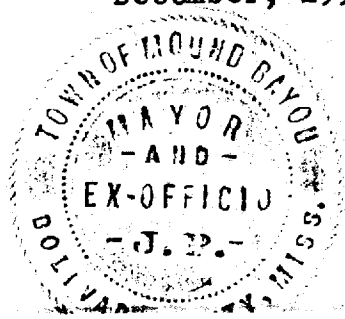
This day personally appeared before me, the undersigned authority in and for the within County and State, the within named H. H. Humes, and W. M. Walton, president and Secretary respectively of the Baptist Missionary Convention of the State of Mississippi, who first by me being duly sworn, make oath as follows: that the said H. H. Humes is the President and W. M. Walton is the Secretary of the Baptist Missionary Convention of the State of Mississippi, and that the said W. M. Walton is the keeper of the records and seal of said Corporation; that the above and foregoing resolutions were duly and legally adopted and passed by the members, officers and delegates of said convention at a meeting of said Convention duly and legally called and held by said Convention, on the 20th day of November, 1952, in the City of Natchez, Mississippi, the domicile of said Corporation, at which meeting all of the Churches associated with said Convention, by their pastors and members and legal delegates to said convention, and also the officers of said convention, were present, acting and voting, and their being a quorum of officers, members, delegates and pastors, of said convention, present, acting and voting, the within

resolutions above set out, were duly and legally adopted and approved by said Convention.

N. W. Hume
President.

W. M. Zoltan
Secretary.

Sworn to and subscribed before me this 19th day of December, 1953.



W. P. Green
Mayor Town of Mound Bayou,
Mississippi.

Received at the office of the Secretary of State, this the 21st day of December

A. D., 1953, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams
SECRETARY OF STATE

Jackson, Miss.,

December 21st, 1953

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

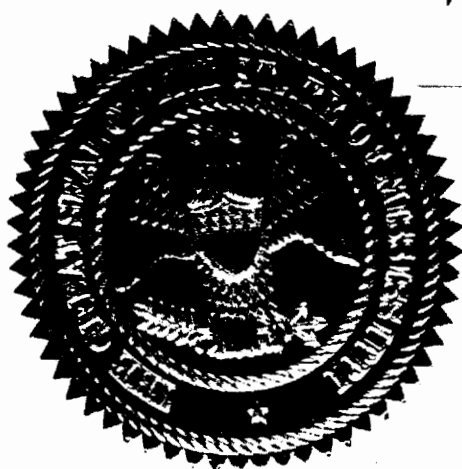
WEBSON BROS., INC.

is hereby approved.

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

this Twenty-first day of

December 19 53



Receipt No. 9779 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this the twenty-second day of December, 1953.

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

Wesson Bros., Inc.

1. The corporate title of said company is Wesson Bros., Inc.

2. The names of the incorporators are:

Thurston A. Wesson Postoffice Saltillo, Mississippi

John Julius Wesson Postoffice Saltillo, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Saltillo, Mississippi

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

Twenty thousand dollars (\$20,000.00)*-Common Stock

5. Number of shares for each class and par value thereof: 200 shares --par value \$100.00
per share

6. Period of existence (not to exceed ninety-nine years) is 50 years
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To own and operate a general mercantile business at Saltillo, in Lee County, Mississippi, and to buy and sell merchandise at retail or wholesale for cash or on credit, and to do any and all things necessary to the operation of such mercantile business, and to engage in any other business which may be allied with or ancillary to said mercantile business.
Also to own and operate cotton gins in Lee and adjoining counties

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.
200 shares--common stock

Wm. A. Nelson
Wm. A. Nelson

Incorporators.

ACKNOWLEDGMENT

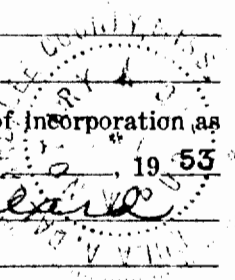
STATE OF MISSISSIPPI

County of Lee

This day personally appeared before me, the undersigned authority Thurston A. Wesson and John Julius Wesson

incorporators of the corporation known as the who acknowledged that (his) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 18th day of December, 1953

Eula G. Ballard 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 21st day of December A. D., 1953, together with the sum of \$50.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer Ladner Secretary of State

Jackson, Miss., December 21st 1953

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. 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

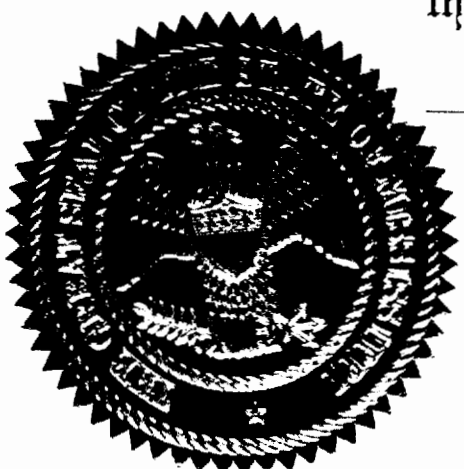
LAUREL LAUNDRY, INC.

is hereby approved.

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

this Twenty-first day of

December 19 53



Receipt No. 9778 L

Hubert White

Governor

By the Governor

Hubert White

Secretary of State

Recorded in the Secretary of State's office this the twenty-second day of December, 1953.

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

LAUREL LAUNDRY, INC.

1. The corporate title of said company is Laurel Laundry, Inc.

2. The names of the incorporators are:

H. L. Boone, M. D. Postoffice Laurel, Mississippi

E. E. Ellis, M. D. Postoffice Laurel, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Laurel, Second District, Jones County, Mississippi

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

Ten Thousand Dollars (\$10,000.00) consisting of one hundred (100) shares of common stock of the par value of One Hundred Dollars (\$100.00) each.

5. Number of shares for each class and par value thereof: One hundred shares (100) of common stock of the par value of One Hundred Dollars (\$100.00) each.

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

7. The purpose for which it is created: To carry on the business of a steam and general laundry and to wash, clean, purify, scour, bleach, wring, dry, iron, color, dye, disinfect, renovate, alter, repair, and prepare for use all articles of wearing apparel, household, domestic and other linen, cotton and woolen goods and clothing and fabrics of all kinds.

To make and enter into any and all kinds of contracts, agreements and obligations by and with any person or persons, corporation or corporations for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of either as principal or agent, upon commission or otherwise, goods of all kinds, and any article of personal property whatsoever.

To engage in a general mercantile business, both wholesale and retail.

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

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

Ten (10) shares of common stock at par value of One Hundred Dollars (\$100.00) each.

H. L. Boone M.D.
W. K. Bell M.D.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JONES

This day personally appeared before me, the undersigned authority

H. L. Boone, M. D., and E. E. Ellis, M. D.

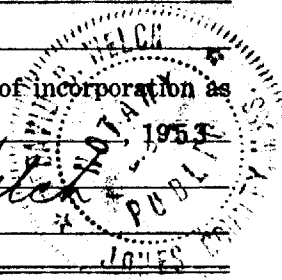
incorporators of the corporation known as the Laurel Laundry, Inc.

who acknowledged that ~~the~~ (they) signed and executed the above and foregoing articles of incorporation as ~~his~~ (their) act and deed on this the 18 day of December

David C. Helch

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 , 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 21st day of December A. D., 1953, together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helch L. Boone
Secretary of State.

Jackson, Miss., December 21st 1953

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. Vandell
Assistant Attorney General.

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

State of Mississippi

EXECUTIVE



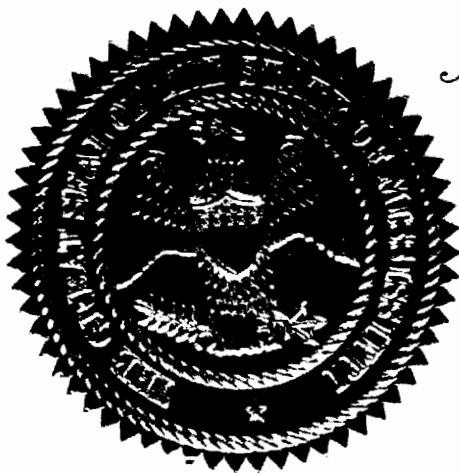
OFFICE

JACKSON

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

SKY-VUE, INC.

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 Twenty-first day of

December 1953

[Signature]

Receipt No. 9673 L

By the Governor.

[Signature]

Secretary of State.

Recorded in the Secretary of State's Office this the twenty-second day of December, 1953.

Extract from minutes of Sky-Vue, Inc.

The following is taken from the minutes of a special meeting of the stockholders of said corporation duly called and held in McComb, Mississippi, on September 10, 1958.

BE IT RESOLVED that the Charter of Incorporation of Sky-Vue, Inc., as originally issued be amended to read as follows:

That Article 4 of the Charter of Incorporation shall be amended to read as follows:

"Article 4. Amount of capital stock and particulars as to class or classes thereof: 2000 shares of common stock without nominal or par value. Without action by the stockholders the shares of stock without par value may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors thereof, and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not be liable to any further call or assessment thereof, and the holder of such shares shall not be liable for any further payment thereon.

The holders of the no par stock shall, in case of liquidation and dissolution of the corporation, be entitled to be paid the amount of consideration which they paid or delivered for the shares and the dividends accumulated and unpaid thereon before a general or further distribution of the surplus assets of the company shall be made on the basis of the ownership of the outstanding stock. In the event of a deficit on liquidation each stockholder shall be charged his pro rata part of such deficit.

The corporation may insert in the face of each certificate a provision reading: "This certificate shall be transferrable according to the laws and statutes of the state of incorporation 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 fifteen 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 close of the preceding month. Each stockholder makes this undertaking for the benefit of every other stockholder".

That Article 5 of the Charter of Incorporation shall be amended to read as follows:

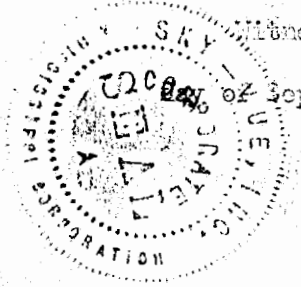
"Article 5. Number of shares for each class and par value thereof: Common stock: 2000 shares common stock with no nominal or par value".

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

BE IT FURTHER RESOLVED that the officers of this corporation and they are hereby authorized to take the necessary steps to make this amendment effective.

I, Louis Alford, 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 in the minutes of the corporation of which I am the official custodian.

Witness my signature and the seal of the corporation this, the 30th day of September, 1953.



Louis Alford
Louis Alford, Secretary

AMENDMENT
TO
CHARTER OF INCORPORATION
OF
SKY-VUE, INC.

The undersigned President and Secretary of Sky-Vue, Inc., a Mississippi corporation, hereby certify that at a special meeting of the stockholders of said corporation duly called and held in McComb, Mississippi, on September 30, 1953, the following resolution was adopted by the unanimous vote of all of the stockholders of said corporation.

RESOLVED, That Article 4 of the Charter of Incorporation shall be amended to read as follows:

"Article 4. Amount of capital stock and particulars as to class or classes thereof: 2000 shares of common stock without nominal or par value. Without action by the stockholders the shares of stock without par value may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors thereof, and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not be liable to any further call or assessment thereof, and the holder of such shares shall not be liable for any further payment thereon.

The holders of the no par stock shall, in case of liquidation and dissolution of the corporation, be entitled to be paid the amount of consideration which they paid or delivered for the shares and the dividends accumulated and unpaid thereon before a general or further distribution of the surplus assets of the company shall be made on the basis of the ownership of the outstanding stock. In the event of a deficit on liquidation each stockholder shall be charged his pro rata part of such deficit.

The corporation may insert in the face of each certificate a provision reading: 'This certificate shall be transferrable according to the laws and statutes of the state of incorporation 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 fifteen 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 close of the preceding month. Each stockholder makes this undertaking for the benefit of every other stockholder'".

That Article 5 of the Charter of Incorporation shall be amended to read as follows:

"Article 5. Number of shares for each class and par value thereof: Common stock: 2000 shares common stock without nominal or par value."

This is the original of the above and is a true and correct copy of the original.

RESOLVED, Further, That the officers of this corporation be and they are hereby authorized to take the necessary steps to make this amendment effective.

WITNESS our signatures and the seal of this corporation on this, the 30th day of September, A. D., 1953.

T. G. Solomon
T. G. Solomon, President

Louis Alford
Louis Alford, Secretary

STATE OF MISSISSIPPI

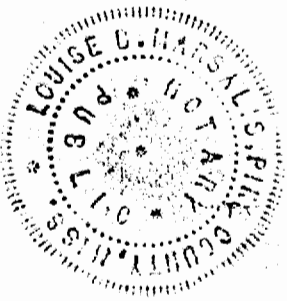
COUNTY OF PIKE

Personally appeared before me, the undersigned authority in and for said county and state and while within my official jurisdiction the within named T. G. Solomon and Louis Alford, who acknowledged that they are the President and Secretary, respectively, of Sky-Vue, Inc., and that as such officers for and on behalf of said corporation acknowledged that they executed the above and foregoing amendment to the Charter of Incorporation of Sky-Vue, 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 30th day of September, 1953.

Louise B. Inman
NOTARY PUBLIC

My Commission Expires Aug. 26, 1957



Received at the office of the Secretary of State, this the 8th day of December

A. D., 1953, together with the sum of \$480⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
SECRETARY OF STATE

Jackson, Miss.,

December 21st, 1953

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. Kendrick
Assistant Attorney General.

State of Mississippi

EXECUTIVE



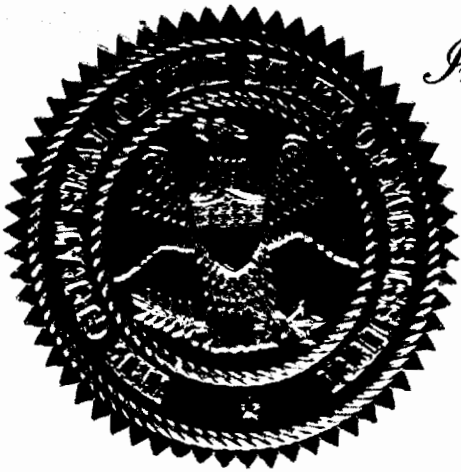
OFFICE

JACKSON

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

MAIN STREET THEATRES, 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-first _____ day of

December 19 53

Receipt No. 9672 L

By the Governor.

Henry L. Godwin

Secretary of State.

Stephen White

Recorded in the Secretary of State's Office this the twenty-second day of December, 1953.

43-204

Extract from minutes of Main Street Theatres, Inc.

The following is an extract from the minutes of a special meeting of the stockholders of said corporation duly called and held in McComb, Mississippi, on September 30, 1953:

BE IT RESOLVED that the Charter of Incorporation of Main Street Theatres, Inc., as originally issued be amended to read as follows:

That Article 4 of the Charter of Incorporation shall be amended to read as follows:

"Article 4. Amount of capital stock and particulars as to class or classes thereof: 20000 shares of common stock without nominal or par value. Without action by the stockholders the shares of stock without par value may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors thereof, and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not be liable to any further call or assessment thereof, and the holder of such shares shall not be liable for any further payment thereon.

The holders of the no par stock shall, in case of liquidation and dissolution of the corporation, be entitled to be paid the amount of consideration which they paid or delivered for their shares and the dividends accumulated and unpaid thereon before a general or further distribution of the surplus assets of the company shall be made on the basis of the ownership of the outstanding stock. In the event of a deficit on liquidation each stockholder shall be charged his pro rata part of such deficit.

The corporation may insert in the face of each certificate a provision reading: 'This certificate shall be transferrable according to the laws and statutes of the state of incorporation 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 fifteen 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 close of the preceding month. Each stockholder makes this undertaking for the benefit of every other stockholder'".

That Article 5 of the Charter of Incorporation shall be amended to read as follows:

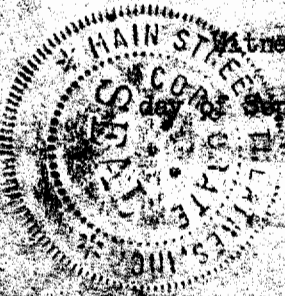
"Article 5. Number of shares for each class and par value thereof: Common stock: 2000 shares common stock without nominal or par value."

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

BE IT FURTHER RESOLVED that the officers of this corporation be and they are hereby authorized to take the necessary steps to make this amendment effective.

I, Louis Alford, 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 in the minutes of the corporation of which I am the official custodian.

Witness my signature and the seal of the corporation this, the 30th day of September, 1953.



Louis Alford
Louis Alford, Secretary

AMENDMENT
TO
CHARTER OF INCORPORATION
OF
MAIN STREET THEATRES, INC.

The Undersigned President and Secretary of Main Street Theatres, Inc., a Mississippi corporation, hereby certify that at a special meeting of the stockholders of said corporation duly called and held in McComb, Mississippi, on September 30, 1953, the following resolution was adopted by the unanimous vote of all of the stockholders of said corporation.

RESOLVED, That Article 4 of the Charter of Incorporation shall be amended to read as follows:

"Article 4. Amount of capital stock and particulars as to class or classes thereof: 2000 shares of common stock without nominal or par value. Without action by the stockholders the shares of stock without par value may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors thereof, and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not be liable to any further call or assessment thereof, and the holder of such shares shall not be liable for any further payment thereon.

The holders of the no par stock shall, in case of liquidation and dissolution of the corporation, be entitled to be paid the amount of consideration which they paid or delivered for their shares and the dividends accumulated and unpaid thereon before a general or further distribution of the surplus assets of the company shall be made on the basis of the ownership of the outstanding stock. In the event of a deficit on liquidation each stockholder shall be charged his pro rata part of such deficit.

The corporation may insert in the face of each certificate a provision reading: 'This certificate shall be transferrable according to the laws and statutes of the state of incorporation 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 fifteen 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 close of the preceding month. Each stockholder makes this undertaking for the benefit of every other stockholder'".

That Article 5 of the Charter of Incorporation shall be amended to read as follows:

"Article 5. Number of shares for each class and par value thereof: Common stock: 2000 shares common stock without nominal or par value."

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

Further, That the officers of this corporation be and they are hereby authorized to take the necessary steps to make this amendment effective.

Witness our signatures and the seal of this corporation on this, the 30th day of September, A. D., 1953.

T. G. Solomon

T. G. Solomon, President



Louis Alford

STATE OF MISSISSIPPI

COUNTY OF PIKE

Personally appeared before me, the undersigned authority in and for said county and state and while within my official jurisdiction the within named T. G. Solomon and Louis Alford, who acknowledged that they are the President and Secretary, respectively, of Main Street Theatres, Inc., and that as such officers for and on behalf of said corporation acknowledged that they executed the above and foregoing amendment to the Charter of Incorporation of Main Street Theatres, 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 30th day of September, 1953.

Louise B. Marsalis
NOTARY PUBLIC

My Commission Expires Aug. 26, 1957



Received at the office of the Secretary of State, this the 8th day of December

A. D. 1953, together with the sum of \$ 390⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Yelverton
SECRETARY OF STATE

Jackson, Miss.,

December 31st, 1953

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. Calman
ATTORNEY GENERAL.

By James J. Kendall
Assistant Attorney General.

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

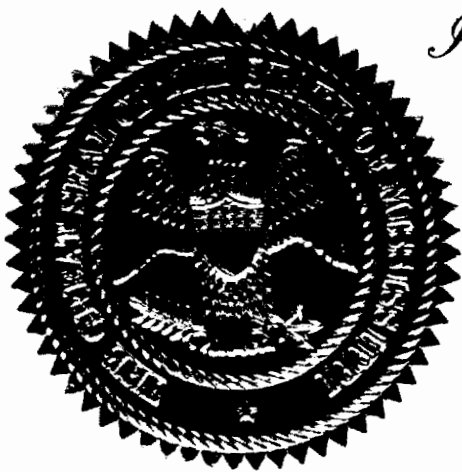
*The within and foregoing Amendment to the
Charter of Incorporation of*

COLLUM-MARTIN MOTORS, INCORPORATED

Changing name to

COLLUM MOTOR 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 af-
fixed, this* Twenty-first *day of*

December 19 53

[Signature]

Receipt No. 9523 L

By the Governor.

[Signature]

Secretary of State.

RESOLUTION OF THE STOCKHOLDERS
OF
COLLUM-MARTIN MOTORS, INCORPORATED

Be it resolved that the charter of incorporation of Collum-Martin Motors, Incorporated, Booneville, Prentiss County, Mississippi, 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 Collum-Motor Company, Incorporated.

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/or the president and secretary be authorized to execute amendment to the articles of incorporation.

I, Marcus L. Snook, 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 18th day of December, 1953.



Marcus L. Snook

Marcus L. Snook, Secretary

AMENDMENT TO THE CHARTER OF INCORPORATION
OF
COLLUM-MARTIN MOTORS, INCORPORATED

That the charter of incorporation of Collum-Martin Motors, Incorporated, Booneville, Prentiss County, Mississippi, be amended to read as follows:

That Article 1 be amended to read as follows:

- 1. The corporate title of said company is Collum Motor Company, Incorporated.

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 18th day of December, 1953.

COLLUM-MARTIN MOTORS, INCORPORATED

BY: T B Collum
T. B. Collum, President



Marcus L. Shook
Marcus L. Shook, Secretary

STATE OF MISSISSIPPI
COUNTY OF PRENTISS

Personally came and appeared before me, the undersigned authority in and for said County and State and who within my official jurisdiction, the within named T. B. Collum and Marcus L. Shook who acknowledged that they are president and

secretary, respectively, of Collum-Martin Motors, 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 Collum-Martin Motors, Incorporated 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 18 day of December, 1953.



H. G. Jumper
H. G. Jumper, Clerk
Prentiss County, Mississippi

My commission expires:

Jan. 1, 1956

Received at the Office of the Secretary of State,
 this the 21st day of December, 1953, together with
 the sum of TEN AND NO/100 (\$10.00) DOLLARS, deposited to
 cover the recording fees and referred to the Attorney General
 for his opinion.

Heber Ladner

Heber Ladner
 Secretary of State

*Jackson, Miss.
 December 21st, 1953*

I have examined this amendment to the charter of
 incorporation, and I am of the opinion that it is not a
 violation of the Constitution and Laws of the State of
 Mississippi, or of the United States, this the 21st day of
December, 1953.

J. P. Coleman

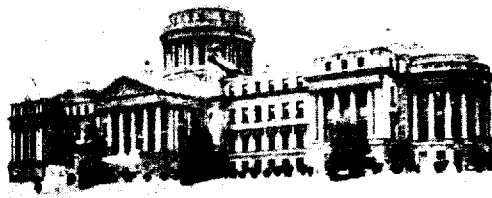
J. P. Coleman
 Attorney General

*By James J. Kendall
 Assistant Attorney General*

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

THE INGCO FOUNDATION (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 December 1953



W. L. Wright
Governor

By the Governor

Osborne L. Gardner
Secretary of State

Receipt No. 9803 L

Recorded in the Secretary of State's Office this the twenty-eighth day of December, 1953.

State of Mississippi



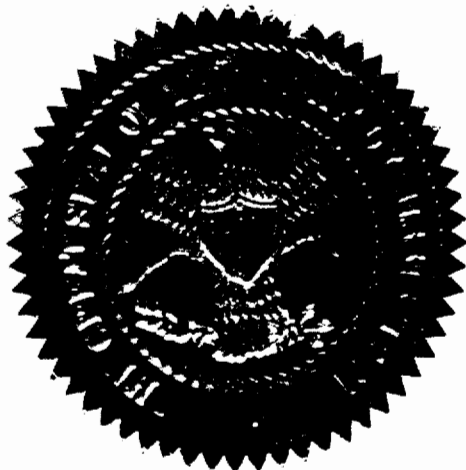
office of Secretary of State Jackson

I, Heber Ladner, Secretary of State, do certify that the Charter of Incorporation hereto attached entitled the Charter of Incorporation of

THE INGCO FOUNDATION (INCORPORATED)

was, pursuant to the provisions of Title 21, Code of Mississippi of 1942, Recorded in the Records of Incorporations in this office, in

PHOTO-STAT BOOK, NUMBER FORTY-THREE,
PAGES 215-231.



Given under my hand and the Great Seal of the State of Mississippi herunto affixed this

TWENTY-EIGHTH day of DECEMBER, 1953.

Heber Ladner

Secretary of State

Certified Copy of Resolution Designating Mississippi Agent

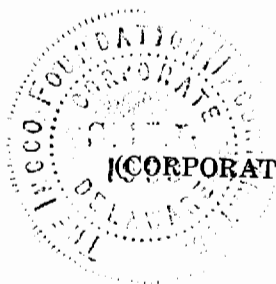
THIS IS TO CERTIFY, That at a meeting of the Board of Trustees ~~Directors~~ of _____
THE INGCO FOUNDATION (Incorporated)

properly convened and held on the 18th day of December,
1953, the following Resolution was duly adopted:

“RESOLVED that R. H. THOMPSON of 118 NORTH CONGRESS STREET, JACKSON
104, MISSISSIPPI, be and he hereby is designated and appointed the resident agent of this cor-
poration in the State of Mississippi upon whom service of process against this corporation
may be had in event of any suit against this corporation in said State, but for no other
purpose; and that all prior designations and appointments of resident agent be and the same
are hereby revoked.”

WITNESS my signature, and the Seal of said corporation, at Birmingham,
Alabama this the 18th day of December,
A. D. 1953.

[Signature]
Secretary



ACCEPTANCE BY AGENT

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

Dated at Jackson, Mississippi, this the 23rd day
of December, 1953.

[Signature: R. H. Thompson]

REPORT OF ORGANIZATION

The THE INGCO FOUNDATION (Incorporated) which was incorporated
 on the 14th th day of December 1953, was organized on the
17th th day of December 1953, at Wilmington
 in the County of New Castle by the election of
ROBERT I. INCALLS, JR., M. F. PIXTON and JEROME G. TAYLOR

Trustees

as ~~Directors~~, who elected the following officers to serve ~~xx~~ until the first annual meeting
 of the corporation, on the third Wednesday of January,
 year 1954, to-wit: ROBERT I. INCALLS, JR., PRESIDENT

JEROME G. TAYLOR, VICE-PRESIDENT

M. F. PIXTON, SECRETARY-TREASURER

The postoffice address of the President is Birmingham, Alabama

The postoffice address of the Secretary is Birmingham, Alabama

I, ROBERT I. INCALLS, JR.

, who was elected

President of the THE INGCO FOUNDATION (Incorporated)

on the 18th th day of December 1953 do hereby certify that the

foregoing report of the organization of said Company is correct and true.

Robert I. Incalls, Jr.
 _____ President.
J. G. Taylor
 _____ Secretary.

CERTIFICATE OF INCORPORATION
OF
THE INGCO FOUNDATION
(Incorporated)

I. Name

The name of this corporation is

THE INGCO FOUNDATION
(Incorporated)

II. Principal Office

Its principal office in the State of Delaware is located at No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name and address of its resident agent is The Corporation Trust Company, No. 100 West Tenth Street, Wilmington, Delaware.

III. Objects.

The objects and purposes for which, and for any of which this corporation is formed, are to do any or all of the things herein set forth, to the same extent as natural persons might or could do:

(a) To use its funds exclusively for charitable, scientific, literary or educational purposes, so that no

part thereof shall inure to the benefit of any private individual; and in so using said funds, to make any gift or gifts to other corporations or associations organized and operated exclusively for charitable, scientific, literary or educational purposes, no part of the net income of which inures to the benefit of any private stockholder or individual.

(b) To purchase, accept by gift or otherwise acquire, to hold, use, mortgage, pledge sell, assign and transfer, or otherwise dispose of real and personal property of every class and description and in particular lands, buildings, mortgages, shares, stocks, debentures, securities, concessions, policies, book debts and claims, and any interest in real or personal property as may be necessary for the use, maintenance, or purposes of the corporation.

(c) To enter into, make, perform and carry out contracts of every kind, for any corporate purpose, without limit as to amount, with any person, firm, association or corporation.

(d) To draw, make, accept, endorse, discount, execute and issue promissory notes, warrants and other negotiable or transferable instruments.

(e) 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.

(f) To publish and circulate reports, pamphlets, articles and other printed matter dealing with charitable, scientific, literary or educational subjects.

(g) To make awards, grant scholarships, and create endowments, for the purpose of promoting or carrying on any of its objects or purposes.

(h) To have one or more offices out of the State of Delaware, to carry on all or any of its operations without restriction or limit as to amount, to purchase or otherwise acquire, to hold, own, mortgage, sell, convey, lease or otherwise dispose of real and personal property of every class and description in the District of Columbia, or in any of the States, Districts, Territories, or Possessions of the United States, and in any and all foreign countries.

IV. Stock.

The corporation has no capital stock.

V. Incorporators.

The names and places of residence of each of the original incorporators are as follows:

| <u>Name</u> | <u>Residence</u> |
|--------------|----------------------|
| H. C. Broadt | Wilmington, Delaware |
| S. M. Brown | Wilmington, Delaware |
| A. D. Atwell | Townsend, Delaware |

VI. Membership.

The members of the corporation shall consist of the original incorporators and such other individuals as from time to time shall be the Trustees of the corporation; provided, however, that no individual shall be a member of the corporation until he shall have become a Trustee, and when he shall cease to be a Trustee he shall cease to be a member of the corporation.

VII. Existence.

The corporation is to have perpetual existence.

VIII. Corporate Debts.

The private property of the members shall not be subject to the payment of corporate debts to any extent whatsoever.

IX. Regulatory Provisions.

In furtherance, and not in limitation, of the powers conferred by statute, the following are provisions for the regulation of the business and the conduct of the affairs of the corporation, and creating, defining, limiting and regulating the powers of the corporation, the Trustees

and the members:-

(a) Unless and until the number of Trustees shall be increased by adoption of a By-law to that effect, the business of the corporation shall be managed by a board of not less than three (3) Trustees, who shall be elected annually. The first Board of Trustees shall consist of the three original incorporators, who shall hold office until their successors are chosen and qualified. In event of an increase in the number of Trustees, the additional Trustees shall be selected by the Trustees then in office. A majority of the Trustees shall constitute a quorum for the transaction of business, unless the By-laws shall provide that a different number shall constitute a quorum.

(b) In the event of a vacancy in the Board of Trustees, the remaining Trustees shall have the right to fill such vacancy by the election of a Trustee or Trustees who shall serve until the next annual meeting and until their successors have been chosen and qualified. In the event any vacancy shall not be filled by the remaining Trustees within sixty (60) days from the date of such vacancy, the then Trustees, or one of them, shall thereupon certify that such vacancy

exists and shall lodge such certificate with a committee composed of the then Judges of the United States District Court for the Northern District of Alabama, and said committee by a majority vote shall thereupon, within thirty (30) days thereafter, appoint a Trustee to fill such vacancy to serve until the next annual meeting and until his or her successor has been chosen and qualified.

(c) In the event of a vacancy in the Board of Trustees occurring after the death or resignation of a majority of the Board of Trustees, the then remaining Trustees shall have the right to fill such vacancy by the election of a Trustee who shall serve until the next annual meeting and until his or her successor has been chosen and qualified. In the event that a new Trustee shall not be elected by the then remaining Trustees within sixty (60) days from the date of such vacancy, the then remaining Trustees, or one of them, shall thereupon certify that such vacancy exists and shall lodge such certificate with a committee composed of the then Judges of the United States District Court for the Northern District of Alabama, and said committee by a majority vote shall thereupon, within thirty (30) days thereafter, appoint a Trustee to fill such vacancy.

to serve until the next annual meeting and until his or her successor has been chosen and qualified.

(d) In the event that an appointment to fill any vacancy occurring subsequent to the death of a majority of the Trustees shall not have been made by said committee within thirty (30) days after the certification of such vacancy, the then Trustees shall have the right to elect a Trustee to fill such vacancy who shall serve until the next annual meeting and until his or her successor has been chosen and qualified.

(e) The Board of Trustees may, by resolution, designate one or more committees, each to consist of two or more of the Trustees of the corporation, which, to the extent provided in said resolution or in the By-laws of the corporation, shall have and may exercise the powers of the Board of Trustees in the management of the business and affairs of the corporation.

(f) The Board of Trustees may convey such property and invest and reinvest any principal and deal with and expend the income and principal of the corporation in such manner as in the judgment of the Board will best promote its objects, provided that the distribution

or expenditure of principal shall be made only by a vote of a majority of all of said Trustees.

(g) The power to make and alter By-Laws shall be in the Board of Trustees. The By-Laws may confer powers upon the Trustees in addition to the foregoing and to the powers and authorities expressly conferred upon them by statute.

(h) The corporation shall not engage in propaganda activities, and all of its objects and purposes shall be promoted and its activities carried on without regard to race, creed, color or sex, and free from religious, political or social discriminations.

(i) In the event of the dissolution of this corporation, all of its remaining assets and property of every nature and description whatsoever shall be paid over and transferred to any corporation, fund, or foundation organized and operated exclusively for charitable, scientific, literary or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual as may be selected by the then Trustees.

(j) Any trustee who, either directly or indirectly, receives any financial benefit from any business transaction engaged in by the corporation shall be personally liable to the corporation for the amount thereof and shall

automatically cease to be a trustee thereof, provided, that no trustee shall be prohibited hereby from receiving from the corporation reasonable compensation for services actually rendered the corporation in any matter in which such trustee does not have any personal or adverse interest.

X. Amendment of Certificate.

The corporation reserves the right to amend, alter, or repeal any provision contained in this certificate of incorporation in the manner now or hereafter provided by statute, and all rights conferred on members herein are granted subject to this reservation, except that no such amendment shall be made which would change the objects and purposes of this corporation to include objects and purposes which would not be exclusively charitable, scientific, literary or educational, or which would permit the net income of the corporation, or any part thereof, to inure to the benefit of any private individual or member of the corporation.

WE, THE UNDERSIGNED, being each of the original incorporators hereinbefore named, for the purpose of forming a corporation with the purposes and objects hereinbefore stated, and with power to carry on its activities both within and without the State of Delaware, in pursuance of the General Corporation Law of the State of Delaware, being Chapter 1 of Title 8 of the Revised Code of Delaware, and the acts amendatory

thereof and supplemental thereto, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seals this 14th day of December, A.D. 1953.

H. C. BRIDGE (SEAL)

S. H. BROWN (SEAL)

A. D. ATWELL (SEAL)

STATE OF DELAWARE)
COUNTY OF NEW CASTLE) ss

BE IT REMEMBERED that on this 14th day of December, 1953, personally appeared before me, the subscriber, a Notary Public in and for the aforesaid State and County, H. C. Broadt, S. M. Brown and A. D. Atwell

being all of the parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged said certificate to be their act and deed and that the facts therein stated are truly set forth.

GIVEN UNDER MY HAND AND SEAL OF OFFICE the day and year aforesaid.

M. Ruth Mannerling

Notary Public

My Commission Expires: Feb. 10, 1955

M. Ruth Mannerling
Notary Public
Appointed February 11, 1953
State of Delaware
Term Two Years

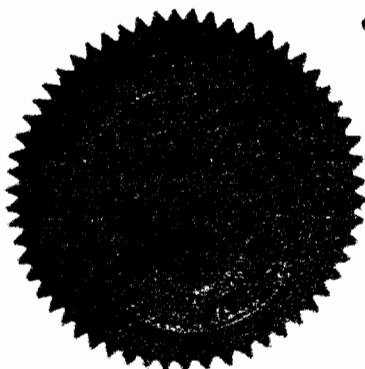
State of Delaware



Office of Secretary of State.

I, John N. McDowell, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Incorporation of "THE INGCO FOUNDATION (Incorporated)", as received and filed in this office the fourteenth day of December, A.D. 1953, at 11 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand and official seal at Dover this fourteenth day of December in the year of our Lord one thousand nine hundred and fifty-three.



John N. McDowell
Secretary of State

W. S. Robinson
Ass't. Secretary of State

Received at the office of the Secretary of State, this the 23rd day of December

A. D., 1953, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Henry L. Green
SECRETARY OF STATE

Jackson, Miss.,

December 23rd, 1853

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.

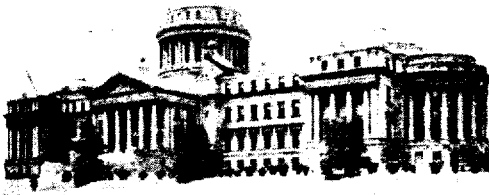
J. P. Coleman
ATTORNEY GENERAL.

By James S. Kendall
Assistant Attorney General.

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

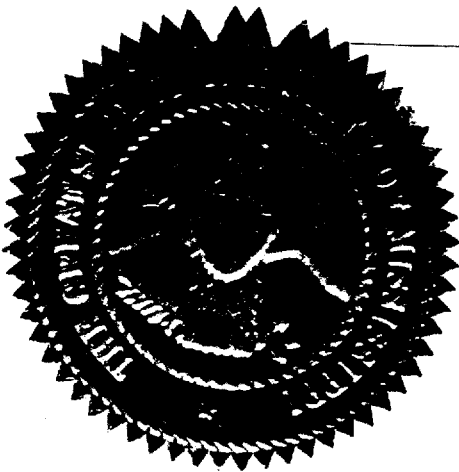
COLUMBUS FRAME WORKS, INC.

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

December _____ 19 53 _____



[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Receipt No. 9806 L

Recorded in the Secretary of State's Office this the
twenty-eighth day of December, 1953.

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**COLUMBUS FRAME WORKS, INC.**

1. The corporate title of said company is COLUMBUS FRAME WORKS, INC.
2. The names of the incorporators are:
- | | | |
|----------------------------|------------|-----------------------------------------------|
| <u>Archie A. Kopp</u> | Postoffice | <u>Columbus, Mississippi</u> |
| <u>John W. Massey, Jr.</u> | Postoffice | <u>205 Government Street, Mobile, Alabama</u> |
| <u>Patricia Pentecost</u> | Postoffice | <u>Columbus, Mississippi</u> |
| | 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:

Five Thousand Dollars (\$5,000.00) of capital stock, all common, to consist of fifty (50) shares of common capital stock of the par value of One Hundred Dollars (\$100.00) per share.

5. Number of shares for each class and par value thereof: Fifty (50) shares of common capital stock of the par value of One Hundred Dollars (\$100.00) per share
6. The period of existence (~~not to exceed fifty years~~) ~~is~~ (not to exceed 99 years) is ninety-nine (99) years.

~~7. The purposes for which it is created:~~

7. The purposes for which the corporation is created, not contrary to law, are as follows: To make, form, manufacture, construct, process, buy, acquire in any manner, own, hold, sell, mortgage, pledge, alienate or otherwise affect or dispose of, deal in, handle and otherwise and generally engage in the making, forming, manufacturing, constructing, processing, buying, acquiring, owning, holding, mortgaging, pledging, alienating, selling, dealing in, and handling timber, logs, lumber, wood products of every and whatsoever kind, character, nature and description, molded, plastic, pressed and otherwise formed, made or manufactured articles, products and things of every and whatsoever kind, character, nature and description; to engage in and carry on the business or operation generally of manufacturing boxes, crates, frames and other articles and things of every and whatsoever kind, character, nature and description; to engage in and carry on any general or specialized manufacturing business and operation whatsoever, not contrary to law; to engage in and carry on a general or specialized sawmilling or similar or related business and operation; to engage in and carry on a general or specialized dry-kiln business and operations; to buy, otherwise acquire, own, hold, sell, mortgage, pledge, or otherwise alienate, manage, control or otherwise deal in or with any and all property, whether real, personal, mixed or otherwise, including, but not limited to, stocks, (including stock in other corporations), bonds, negotiable papers, and other securities, not contrary to law, either independently of or connected with or in relation to the purposes and objects hereinabove set forth; to carry on and engage in any and all of the aforesaid businesses and operations and in any and all other businesses and operations not contrary to law anywhere in the State of Mississippi or elsewhere; and to do each and every thing necessary, incidental, desirable, suitable or proper for the accomplishment of any one or more of the purposes or the attainment of any one or more of the objects hereinabove enumerated, set forth or suggested or which at this or any other time may hereafter appear conducive to, desirable or expedient for the promotion, protection, or benefit of the corporation; and furthermore and in general to carry on, engage in, manage, operate and conduct any lawful business or operation whatsoever, whether or not connected with or related to the aforesaid purposes, but which may nevertheless be calculated directly or indirectly to promote the interests of the corporation or to enhance the value of its properties or be of benefit or advantage to said corporation in any respect as to any businesses, operations or activities in which it may lawfully engage.

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

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

Ten (10) shares of the common capital stock of the corporation of the par value of One Hundred Dollars (\$100.00) per share.

Arthur A. Kopp
John W. Massey, Jr.
Patricia H. Rencost

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of LOWNDES

This day personally appeared before me, the undersigned authority
Archie A. Kopp, John W. Massey, Jr., Patricia H. Pentecost

incorporators of the corporation known as the Columbus Frame 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 24th day of December

John H. Stoll
Notary Public

My commission expires: 3/21/1956

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as the _____

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

STATE OF MISSISSIPPI

County of _____

This day personally appeared before me, the undersigned authority _____

incorporators of the corporation known as the _____

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

Received at the office of the Secretary of State this the 28th day of December

A. D., 1952, together with the sum of \$20.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

John L. ...
Secretary of State.

Jackson, Miss., Dec. 28, 1953

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. ... Attorney General.
By *Max M. Keigney* 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

DICKSON PAINT & GLASS COMPANY

is hereby approved.

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

this TWENTY-EIGHTH day of DECEMBER 19 53



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Receipt No. 9805 L

Recorded in the Secretary of State's Office this the twenty-eighth day of December, 1953.

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

DICKSON PAINT & GLASS COMPANY

1. The corporate title of said company is Dickson Paint & Glass Company

2. The names of the incorporators are:

Mrs. Fannie T. Dickson Postoffice Jackson, Mississippi

Hamilton T. Ware 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:

Forty thousand Dollars (\$40,000.00) of capital stock, all of which shall be common stock of one class.

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

Two thousand shares of common stock of the par value of Twenty and no/100 Dollars (\$20.00) 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 manufacture, distribute, hold, sell, install, and deal with generally any and all kinds of paints, varnishes, tile, linoleum, mirrors, glass, hardware, building materials and all similar or allied kinds and lines of merchandise.

To carry on and conduct a general wholesale and retail merchandising business.

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, earth and glass construction, and to execute contracts or to receive assignments of contracts therefor, or relating thereto; also to manufacture and furnish the building materials and supplies connected herewith.

To buy, sell, lease, hold, mortgage and encumber real and personal property generally for any purpose either necessary or incidental to the general purposes herein set forth.

To do and perform any and all other acts and things which may be either necessary or incidental to the accomplishment of the primary purposes for which this corporation is organized, including specifically, but not exclusively, the right to borrow money and to make and issue notes, bonds, debentures and obligations to evidence the same, and to execute security therefor including mortgages, deeds of trust, pledges, assignments and 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.

Five hundred (500) shares of common stock of the par value of Twenty and no/100 Dollars (\$20.00) per share, shall be subscribed and paid for before the corporation may begin business.

Mrs. Fannie J. Dickson
Hamilton L. Wolf

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

Mrs. Fannie T. Dickson and Hamilton T. Ware

incorporators of the corporation known as the Dickson Paint & Glass 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 December, 1953

My commission expires 2/1/54.

Mrs. J. L. Balling
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 28th day of December A. D., 1953, together with the sum of \$ 90.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams
Secretary of State.

Jackson, Miss., December 28th 1953

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.

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

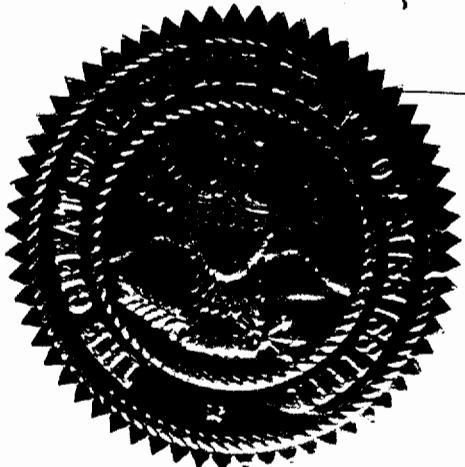
LEWIS INVESTMENT COMPANY

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 _____ TWENTY-EIGHTH _____ day of

DECEMBER 19 53



[Handwritten Signature]
Governor

By the Governor
[Handwritten Signature]
Secretary of State

Receipt No. 9804 L

Recorded in the Secretary of State's Office this the twenty-eighth day of December, 1953.

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

LEWIS INVESTMENT COMPANY

1. The corporate title of said company is Lewis Investment Company
2. The names of the incorporators are:
- | | | |
|----------------------------|-------------------|-----------------------------|
| <u>Barron C. Ricketts</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| <u>Mrs. D.L.O. Balling</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |

3. The domicile is at Jackson, Mississippi

4. Amount of capital stock and particulars as to class or classes thereof:
Fifty thousand dollars (\$50,000.00) capital stock, all of which is common stock.

5. Number of shares for each class and par value thereof: _____
Twenty-five hundred (2500.00) shares of common stock of the par value of Twenty and no/100 Dollars (\$20.00) 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 own, hold, buy, sell, either in its own behalf or as an agent or broker for others, notes, stocks, bonds, warehouse receipts, commodities futures contracts, and any and all other kinds and types of securities and investments. To subscribe or cause to be subscribed for and to purchase and otherwise acquire, hold for investments, sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations and other evidences of indebtedness of any corporation, foreign or domestic now or hereafter existing. To exercise all rights, powers and privileges of ownership of any shares of the capital stock or bonds or other property owned by it which could be exercised by a natural person.

To purchase, acquire, hold, improve, develop, sell, convey, assign, release, mortgage, encumber, lease, rent and deal generally with real property where-so-ever the same may be located; and to do and perform all of said acts for itself or as an agent or broker for others.

To buy, sell, mortgage, encumber, lease, build, operate and manage hotels, apartment houses, rooming houses, restaurants, theaters, billiard parlors, bowling alleys, swimming pools, recreation parks and tourist courts.

To do and perform all other acts and things which may be necessary or incidental to the carrying out and performance of any of the specific powers mentioned above.

Nothing in the foregoing shall be considered as giving this corporation power or authority to engage in a banking business.

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

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

Fifty (50) shares of common stock of the par value of Twenty and no/100 Dollars (\$20.00) per share shall be subscribed and paid for before the corporation may begin business.

Baron C. Ricketts
 Mrs. L. O. Balling

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

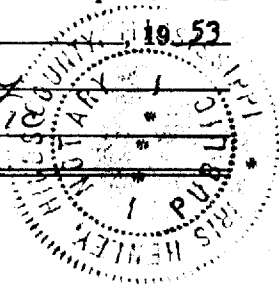
Barron C. Ricketts and Mrs. D.L.O. Balling

incorporators of the corporation known as the Lewis 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 23rd day of December

My commission expires 3/2/54

Iris Henley
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 28th day of December

A. D., 1953, together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
Secretary of State.

Jackson, Miss., December 28th 1953

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. Calaman
Attorney General.

By James J. Vandell
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

POOLEY 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

DECEMBER 19 53



Receipt No. 9813 L

[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office this the
twenty-eighth day of December, 1953.

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

POOLEY COMPANY, INC.

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

2. The names of the incorporators are:

Seymour R. Pooley Postoffice Jackson, Hinds County, Mississippi

Mary D. Pooley Postoffice Jackson, Hinds County, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Jackson, in the County of Hinds, in the State of Mississippi

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

The amount of capital stock shall be \$50,000.00, composed of one class of common stock, each share of which will have a par value of \$100.00 per share.

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

The number of shares of the one class of common stock shall be 500, and the par value of each share shall be \$100.00, the total par value of this one class of common stock being \$50,000.00

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 buy, purchase or otherwise acquire and/or to sell at wholesale and/or at retail as owners, wholesalers, retailers and/or as agents or through agents and/or on consignment or commission or otherwise, for cash or for any other consideration, and/or to hold, own, use, mortgage, pledge, distribute, assign, lease, grant, transfer or otherwise dispose of and/or to invest, trade, deal in, and/or deal with, and/or service in any way or in any manner new and/or second-hand electrical, gas and/or other powered equipment, appliance, parts, supplies, accessories, heating equipment, plumbing equipment, sheet metal equipment, air conditioning equipment, ventilation equipment, and/or insulation equipment, materials, parts, machinery, and/or tools of every kind and character and of whatever description and/or general merchandise and/or personal property of every class or description, whether tangible or intangible, through wholesale and/or retail outlets, owned, leased or otherwise acquired by this corporation.

To maintain and to operate for profit a general machine shop or shops.

To engage in the sheet metal contracting business.

To manufacture and/or sell at wholesale or retail any kind of goods, wares, or merchandise, appliances, equipment, tools, fixtures, and/or furniture.

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

To buy, purchase, or otherwise acquire, hold, use, own, sell, mortgage, pledge, grant, transfer, assign, develop, modify or otherwise change or alter licenses, franchises, patents, copyrights, exclusive rights of every kind and nature, contracts, rights, and/or privileges of every class and description.

To have one or more offices, whether within or without the State of Mississippi, to carry on any or all of its operations and business, without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, lease, rent, or otherwise dispose of real and personal property of every class and description in any of the states or districts of the United States, subject to the laws of such state or district.

To borrow or raise monies for any of the purposes of the corporation.

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

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

Fifty (50) shares of the one class of common stock.

Seymour Pooley
Mary B Pooley

Incorporators.

ACKNOWLEDGMENT

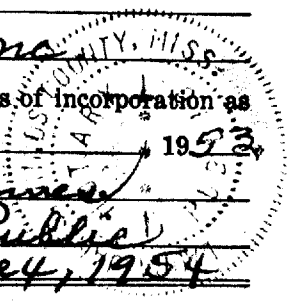
STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

Seymour R. Pooley and Mary W. Pooley

incorporators of the corporation known as the Pooley 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 24 day of December, 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 28th day of December A. D., 1953, together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

J. Hubert Ludlum
Secretary of State.

Jackson, Miss., December 28, 1953

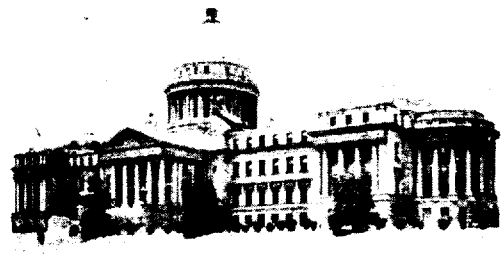
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

SOUTH CENTRAL HEATING & PLUMBING 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 TWENTY-EIGHTH day of DECEMBER 19 53



W. L. G. ...
Governor

By the Governor

Helen ...
Secretary of State

Receipt No. 9811 L

Recorded in the Secretary of State's Office this the twenty-eighth day of December, 1953.

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

SOUTH CENTRAL HEATING & PLUMBING CO., INC.

1. The corporate title of said company is South Central Heating & Plumbing Co., Inc.
2. The names of the incorporators are:

Seymour R. Pooley Postoffice Jackson, Hinds County, Mississippi

Mary D. Pooley Postoffice Jackson, Hinds County, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

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

The amount of capital stock shall be \$100,000.00, composed of one class of common stock, each share of which will have a par value of \$100.00 per share.

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

The number of shares of the one class of common stock shall be ~~1,000~~ and the par value of each share shall be \$100.00, the total par value of this one class of common stock being \$100,000.00.

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 buy, purchase or otherwise acquire and/or to sell at wholesale and/or at retail as owners, wholesalers, retailers and/or as agents or through agents and/or on consignment or commission or otherwise, for cash or for any other consideration, and/or to hold, own, use, mortgage, pledge, distribute, assign, lease, grant, transfer or otherwise dispose of and/or to invest, trade, deal in, and/or deal with, and/or service in any way or in any manner new and/or second-hand electrical, gas and/or other powered equipment, appliance, parts, supplies, accessories, heating equipment, plumbing equipment, air conditioning equipment, ventilation equipment, and/or insulation equipment, materials, parts, machinery, and/or tools of every kind and character and of whatever description and/or general merchandise and/or personal property of every class or description, whether tangible or intangible, through wholesale and/or retail outlets, owned, leased or otherwise acquired by this corporation.

To maintain and to operate for profit a general machine shop or shops.

To engage in the contracting business of buying, selling, installing, erecting, constructing, attaching, altering, modifying, and/or changing heating, plumbing and/or air conditioning equipment.

To engage in the general contracting business.

To manufacture and/or sell at wholesale or retail any kind of goods, wares, or merchandise, appliances, equipment, tools, fixtures, and/or furniture.

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

To buy, purchase, or otherwise acquire, hold, use, own, sell, mortgage, pledge, grant, transfer, assign, develop, modify or otherwise change or alter licenses, franchises, patents, copyrights, exclusive rights of every kind and nature, contracts, rights, and/or privileges of every class and description.

To have one or more offices, whether within or without the State of Mississippi, to carry on any or all of its operations and business, without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, lease, rent, or otherwise dispose of real and personal property of every class and description in any of the states or districts of the United States, subject to the laws of such state or district.

To borrow or raise monies for any of the purposes of the corporation.

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

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

Three Hundred (300) shares of the one class of common stock.

Seymour Pooley
Mary D. Pooley

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

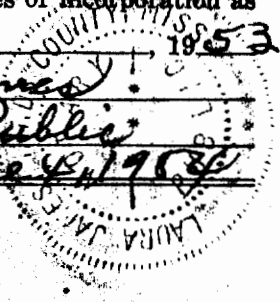
County of Hinds

This day personally appeared before me, the undersigned authority

Seymour R. Pooley and Mary D. Pooley

incorporators of the corporation known as the South Central Nesting & Plumbing 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 24th day of December, 1953

Laura James
Notary Public
my com. exp. June 21 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 28th day of December
A. D., 1953, together with the sum of \$210.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Henry L. Green
Secretary of State.

Jackson, Miss., December 28 1953

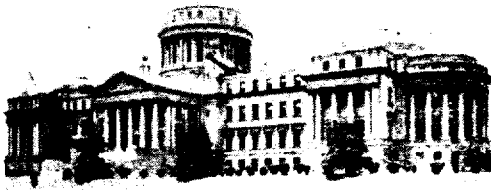
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Colman
Attorney General.
By James A. 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

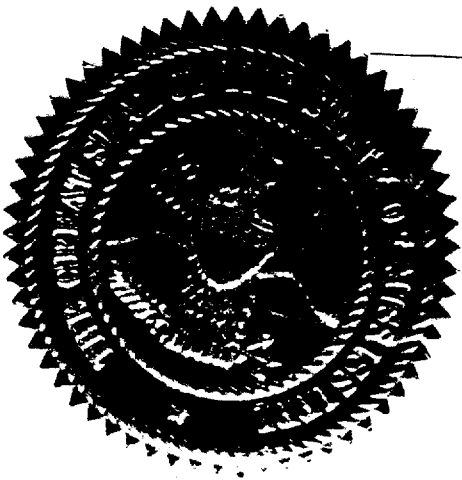
A. L. BLOCK AND COMPANY, INC.

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

December _____ 19 53 _____



August White
Governor

By the Governor

Hubert L. Adams
Secretary of State

Receipt No. 9807 L

Recorded in the Secretary of State's Office this
the twenty-eighth day of December, 1953.

THE CHARTER OF INCORPORATION

OF

A. L. BLOCK AND COMPANY, INC.

1. The corporate title of said company is:

A. L. BLOCK AND COMPANY, INC.

2. The names of the incorporators are:

A. L. Block Postoffice Clarksdale, Mississippi
Bessie J. Block Postoffice Clarksdale, Mississippi

3. The domicile is at Clarksdale, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: \$25,000.00. Two Hundred Fifty shares of common stock of the par value of \$100.00 each.

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

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

7. The purposes for which it is created:

To buy, sell, hold and manage, improve, lease, mortgage, encumber or pledge, and otherwise acquire and dispose of real and personal property of all kinds;

To acquire, own, lease, use, occupy, cultivate or develop farm lands, except that the corporation shall not hold and cultivate for agricultural purposes more than 10,000 acres in any one year;

To buy and sell or otherwise to deal in raw cotton and cottonseed and any and all other farm products, and any of the products thereof and any articles consisting or partly consisting thereof;

To buy, sell or otherwise acquire and to deal and trade in machinery, supplies, appliances and implements of every kind and description necessary to or capable of being used in the operation of the company;

To conduct a general store or stores for the purchase and sale at retail or wholesale of all kinds of goods, wares and merchandise;

To carry on the business of livestock and cattle breeding, raising, growing and to enter into all lawful agreements and contracts thereto pertaining, and to do any and all acts necessary to the operation thereof;

To buy, sell, or otherwise to deal or to traffic in merchandise and property of all kinds, character and description;

To enter into, purchase or otherwise acquire, deal in and carry out contracts for or in relation to any of the foregoing businesses that may be necessary or desirable and lawful under the laws pursuant to which this corporation is organized;

To borrow or raise money by the issuance of bonds, debentures, notes or other evidences of indebtedness and to mortgage or hypothecate as security therefor any part or all of the property of every kind, character and description that may be acquired or owned by the corporation;

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;

To retire, redeem, pay or call any bonds issued by it in cash or by issuance of its capital 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, if any.

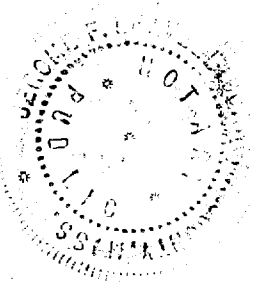
- 8. Number of shares of each class to be subscribed and paid for before the corporation may begin business:
Fifty shares of common stock.

A. L. Block
A. L. Block
Bessie J. Block
Bessie J. Block

STATE OF MISSISSIPPI
COUNTY OF COAHOMA

This day before me, the undersigned authority within and for said County and State, personally appeared A. L. BLOCK and BESSIE J. BLOCK, incorporators of the corporation known as A. L. Block and Company, Inc., who acknowledged that they signed and delivered the above and foregoing articles of incorporation as their act and deed on this the 23 day of December, 1953.

Jerome F. Leavelle
Notary Public.



My commission expires:
11/20/57

Received in the office of the Secretary of State this the 28th day of December, 1953, together with the sum of \$60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
Secretary of State

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 Clay M. Keigney
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

PICKETT AND MEADOR

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

December 19 53



[Handwritten Signature]

Governor

By the Governor

[Handwritten Signature]

Secretary of State

Receipt No. 9808 L

Recorded in the Secretary of State's Office this
the twenty-eighth day of December, 1953.

CHARTER
OF
INCORPORATION
OF
PICKETT AND LEADON

1.

The corporate title of said Company is PICKETT AND LEADON.

2.

The names and Post Office Addresses of the incorporators are:

J. Shelby Pickett, Mattiestump, Mississippi

Mrs. Maude E. Pickett, Mattiestump, Mississippi

Dean Price Leador, Mattiestump, Mississippi

3.

The domicile of the Corporation is MATTIESTUMP, in Forrest County, Mississippi.

4.

The amount of capital stock authorized to be sold is \$50,000.00 or 500 shares of common stock of the par value of \$100.00 for each share, but the Corporation shall have the right to begin business when \$10,000.00, or 100 shares of said stock are fully subscribed and paid for.

5.

The period of existence of this Corporation shall be 100 (100) years.

6.

The purposes for which this Corporation is organized are:

(1) To acquire, hold, lease, sell, convey, and otherwise dispose of real and personal property, and to do all things necessary and proper to carry out the purposes of this Corporation.

legally entitled to do business in the State of Mississippi, and as such agent to write for clients and customers policies of Accident and Health, Hospitalization, Automobile Liability and Physical Damage insurance, Boiler and Machinery, Burglary, Fidelity and Surety Bonds, Fire, Plate Glass, Windstorm, Extended Coverage, and additional Extended Coverage, Inland and Ocean Marine, Life, Workmens Compensation, Public Liability, Personal Liability, and other and all forms of general and casualty insurance.

(2) To buy, own, lease, rent, and otherwise to acquire mortgage and other wise alienate real estate, but not in violation of the law, to do all and necessary, suitable and appropriate for the accomplish of any and all of the above described purposes. The right and powers that may be exercised by said Corporation, in addition to those hereinabove set out, are those conferred by the provisions of Chapter Four (4) of Mississippi Code 1943, Annotated, and Amendments thereto.

WITNES our signatures, this the 21st day of December, 1953.

W. Shelby Pickett
Mrs Maude B Pickett
Dean Price Heador

STATE OF MISSISSIPPI

COUNTY OF HARRIS

Personally appeared before me, the undersigned authority in and for said County, the County Clerk, W. Shelby Pickett, Mrs. Maude B. Pickett and Dean Price Heador, who acknowledged that they signed and witnessed the foregoing instrument on the day and at the place therein mentioned as their own and true acts.



Elyde St. Eastburg
 County Clerk.

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

A. D., 1953 together with the sum of \$110⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Henry L. Linder
SECRETARY OF STATE

Jackson, Miss.,

Dec. 28, 1953

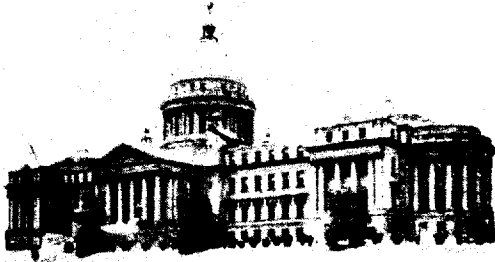
I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Cleman
ATTORNEY GENERAL.

By Alex M. Kerney
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GULFPORT AIR 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 _____ Twenty-eighth _____ day of

December 19 53



Receipt No. 9797 L

[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office this
the twenty-eighth day of December, 1953.

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

GULFPORT AIR SERVICE, INC.

1. The corporate title of said company is Gulfport Air Service, Inc.
2. The names of the incorporators are:

| | | |
|------------------------|------------|------------------------------|
| <u>Frank J. Alessi</u> | Postoffice | <u>Gulfport, Mississippi</u> |
| <u>Jack C. Jessup</u> | Postoffice | <u>Gulfport, Mississippi</u> |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
3. The domicile is at Gulfport, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Twenty-five thousand dollars (\$25,000.00) authorized capital stock as follows:

 - (1) 1,500 shares of common stock with par value of ten dollars (\$10.00) per share.
 - (2) 100 shares of preferred stock with par value of one hundred dollars (\$100.00) per share.
5. Number of shares for each class and par value thereof:
 - (1) 1,500 shares of common stock with par value of ten dollars (\$10.00) per share.
 - (2) 100 shares of preferred stock with par value of one hundred dollars (\$100.00) 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:

Purchase, resale, ^{storage} and rental of aircraft, balloons, gliders, airships, automobiles, trucks, boats, motorcycles, sail boats, trailers, and all types of related materials, including motor fuels and lubricants.

Conduct school for training aircraft pilots, crews, engineers, navigators, mechanics, and instructors.

Operate an aircraft transportation service.

To lease, buy, sell, own, operate and maintain any and all real estate necessary or desirable in the furtherance of said business.

To lease, buy, sell, own, operate and maintain any and all machinery, equipment and personal property necessary or desirable in the operation of said business.

To borrow, and lend money, buy, sell, pledge, or hypothecate money, securities, bills of exchange, notes and choses in action.

To own and hold exclusive and general franchises in the furtherance of said business.

In general to do any and all things necessary or incidental to the foregoing purposes.

In addition, the rights and powers that may be exercised by this corporation are those conferred by Chapter 4, Title 21, Code of Mississippi 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.

500 shares of common stock par value ten dollars (\$10.00) per share.

Frank J. Alessi
Jack E. Jessup

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

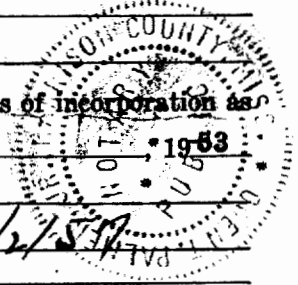
This day personally appeared before me, the undersigned authority.

Frank J. Alessi and Jack C. Jessup

incorporators of the corporation known as the Gulfport Air Service, 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 21 day of December

[Signature]
NOTARY PUBLIC
My Commission Expires: 5/21/54



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 23rd day of December A. D., 1953, together with the sum of \$60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]
Secretary of State.

Jackson, Miss., Dec. 28, 1953

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.

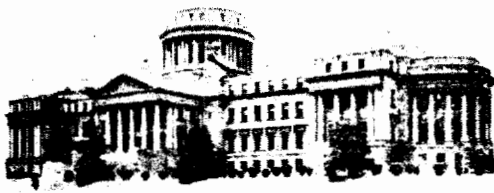
J. P. Coleman
Attorney General.
By [Signature]
Assistant Attorney General.

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

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

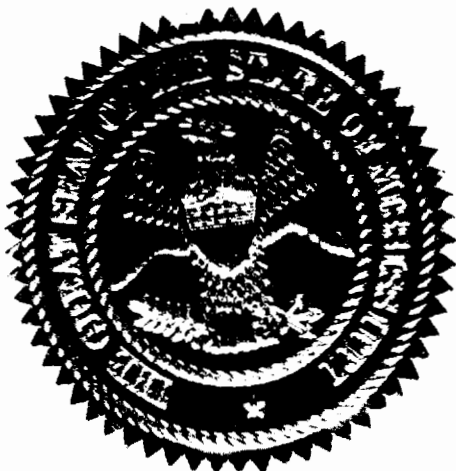
The within and foregoing Charter of Incorporation of

PHALO 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 twentieth day of December 19 53



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Receipt No. 9625 L

Recorded in the Secretary of State's Office this the twenty-ninth day of December, 1953.

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

PHALO CORPORATION

1. The corporate title of said company is Phalo Corporation

2. The names of the incorporators are:

Arvid S. Johnson Postoffice 515 Salisbury Street,
Worcester, Massachusetts

Albert N. Averill Postoffice 47 Bay State Road,
Worcester, Massachusetts

Hilding A. Edberg Postoffice 4 Dewey Avenue,
Boylston, Massachusetts

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Monticello, Mississippi

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

The authorized capital of the corporation shall be \$50,000.00, consisting of 50,000 shares of common stock, each of a par value of \$1.00.

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

Common - 50,000 shares each of a par value of \$1.00

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 establish, conduct, operate and maintain the business of manufacturing, selling, developing and carrying on research in connection with, commodities, articles, machines, machinery, molds, jigs, fixtures, tools, equipment, parts and products of every type or nature particularly, but not limited to, insulated wire and cable, electric wiring devices of every description, and plastic products.

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.

50,000 shares

David H. Cannon
Robert H. Cooney
William C. Carey

Incorporators.

Manually ACKNOWLEDGMENT

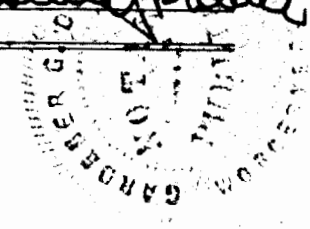
STATE OF MISSISSIPPI

County of Worcester

This day personally appeared before me, the undersigned authority Amos S. Johnson,
Albert N. Currell and J. Hedrick A. Adley

incorporators of the corporation known as the Pleco 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 7th day of December, 1953

Gardner G. Dellello
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 28th day of December
A. D., 1953 together with the sum of \$110.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter Ladner
Secretary of State.

Jackson, Miss., December 28th 1953

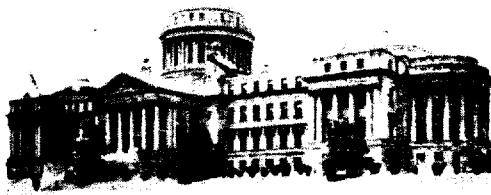
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

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

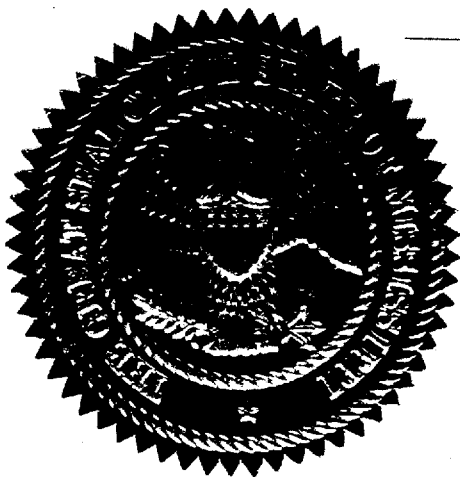
HOME INVESTMENT COMPANY

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 _____ Twenty-ninth _____ day of

December 19 53



Receipt No. 9833 L

[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Recorded in the Secretary of State's Office this the twenty-ninth day of December, 1953.

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

HOME INVESTMENT COMPANY

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

| | |
|------------------------|---------------------------------------------------|
| <u>Homer Lee Howie</u> | Postoffice <u>427 North State, Jackson, Miss.</u> |
| <u>John Howie</u> | Postoffice <u>746 N. State St. Jackson, Miss.</u> |
| | 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:

Four shares of common stock all of class A, par VALUE one thousand dollars each. One thousand shares of stock of par value one dollar each of Class B. Both class A and Class B shares shall have one vote each. Upon dissolution the assets of the corporation shall be divided equally among all shareholders regardless of Class.
5. Number of shares for each class and par value thereof: Four shares of par value one thousand dollars common stock class A. One thousand shares of common stock Class B par value one dollar as set out in item 4 above.
6. The period of existence (not to exceed fifty years) is Fifty years

7. The purpose for which it is created: To buy, own, sell, rent, make contracts with respect to and mortgage land and to construct buildings of all kinds thereon, and to rent, sell, mortgage and otherwise dispose of and generally deal in improved and unimproved real estate by purchase, sale and rental thereon; to negotiate loans, lend money, accept, endorse, discount, buy, sell and deal in stock, bonds, notes, debentures, and other negotiable instruments, and securities; to issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds whether secured by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description; to acquire, own, improve, manage, develop, lease, mortgage, sell, dispose of and otherwise deal in and with property of all kinds in any manner and to any extent not prohibited by law; to act in making loans, either on its own account or as broker or agent for others, to carry on and engage, in a general real estate development, investment and mortgage business; and to engage in general real estate or mortgage loan brokerage business;

To buy and sell, at wholesale or retail, and generally to deal in and with building materials and any and all types of household merchandise of all kinds.

To make and purchase materials for construction of buildings; to conduct and carry on the business of builders and contractors, including the locating, laying out and construction of roads, avenues, sewers, bridges wells and power plants.

To subdivide property, and to do any and all acts incident thereto. To place plats of record, to indicate thereon the location of streets and to convey property to any governmental subdivision for street, highway, roadway or alleyway purposes, To construct water lines, sewer lines, or any other similar services, and to own and service the same or to convey the same to any governmental subdivision, together with the right-of-way or easements, incident thereto. To restrict any subdivision, in whole, or in part, in any manner whatsoever, or to refrain from so doing. To furnish any services incident to a subdivision and to make charges or assessments therefor:

Deal in stocks, bonds, and securities of other corporations and in stocks, bonds and securities of this corporation but not so as to impair the capital stock of this corporation.

To do each and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation not inconsistent with the law. Nothing herein contained shall be construed as conferring upon the corporation the right to do banking or insurance 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. One hundred shares of common stock Class B shall be subscribed and paid for before the corporation may begin business.

James Lee Howie

John Howie

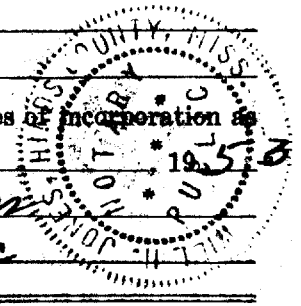
ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Homer Lee Howie
and John Howie

incorporators of the corporation known as the Home 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 29 day of December



My Comm Expires 2-1-57.

Will H. Jones
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 29th day of December
A. D., 1953, together with the sum of \$20⁰⁰ deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Helen L. Adams
Secretary of State.

Jackson, Miss., December 29th 1953

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. Colver
Attorney General.
By James S. Reddell
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

ROSELAND 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

December 19 _____



Receipt No. 9794 1

[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's office this the twenty-ninth day of December, 1917.

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

HOME MILLING COMPANY, INCORPORATED

1. The corporate title of said company is Home Milling Company, Incorporated
2. The names of the incorporators are:

| | | |
|-------------------------|------------|-------------------------------|
| <u>W. M. Scarbrough</u> | Postoffice | <u>Meadville, Mississippi</u> |
| <u>Earl Corban</u> | Postoffice | <u>Meadville, Mississippi</u> |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
3. The domicile is at Meadville, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

500 shares of common stock.

In the event of sale or offer for sale of all or any stock owned by any stockholder or stockholders, such stockholder or stockholders shall first offer same to the other stockholders at a price not to exceed its appraised value as shown by the Books of the Corporation and give them 30 days to accept or reject the purchase of same, And in the event said stockholder or stockholders reject the same within said period, then and in that event said stockholder or stockholders are at liberty to sell said stock to any person or corporation he or they desires.

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

500 shares of common stock, par value \$100.00.

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:

1. To engage in the business of grinding, processing and manufacturing of corn, oats, maize, hay and every form of grains and proper mixture with grains in the processing and manufacturing of feeds for cattle, horses, hogs, dogs, chickens or any other animals or fowls and to sell same either wholesale or retail and to buy other manufacturing products of similiar character, to sell, trade either wholesale or retail.
2. To do business on credit as well as for cash; to lend money; to borrow money; to take notes, deeds of trust, mortgages, evidences of debt, and any and all kinds of security, real and personal, for money & debts due the corporation and to mortgage, pledge, sell, transfer, assign and dispose of same. Also to borrow money and execute notes, mortgages or deeds of trust on property, real or personal, owned by the corporation.
3. To contract with persons and the financing of the growing and raising of chickens or other fowls, cattle, hogs or other animals in the furtherance of sale of the products of the business for which it is incorporated to do.
4. To build, construct, operate and maintain hatcheries and the purchase of eggs therefor and the sale of the products thereof; to purchase, construct, rent, lease or operate chicken farms, raising and growing them and to finance others in said endeavor; also, to purchase, raise and acquire laying flocks, chickens, or any other fowls and to finance other people in said endeavor.
5. To buy, sell, trade, exchange, install, rent, lease or otherwise acquire or dispose of, hold, and own real estate or personal property.
6. To own, acquire, purchase, rent, lease, construct, establish, operate and maintain offices, buildings, improvements, plants and factories including branches thereof necessary in the operation of said corporation which is not in violation of the laws of the State of Mississippi.
7. To buy, sell, handle, trade in machinery, equipment, also farm equipment, fertilizer, seeds, and livestock medical supplies and instruments necessary for proper use of same.
8. To do and perform any and all acts and things necessary, desirable, convenient and incidental to the exercise and attainment of the object and purposes hereinabove set out or any part thereof not contrary to law.
9. The rights and powers enumerated herein are separate and distinct and the exercise of any one or more of them shall not be construed as a waiver of the exercise of other rights and powers stipulated herein.

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.

100 shares of common stock, par value \$100.00.

The corporation may commence business when 100 shares of common stock has been sold at and for the sum of \$100.00 per share or the sum of \$10,000.00 has been paid in.

W. M. ...
Earl ...

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Franklin

This day personally appeared before me, the undersigned authority W. M. Scarbrough and Earl Corban

incorporators of the corporation known as the Home Milling Company, Incorporated who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 21st day of December, 1953

My commission expires: My Commission Expires May 29, 1955

Handwritten signature of Notary Public and circular notary seal.

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 December A. D., 1953, together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Handwritten signature of Secretary of State and printed name: Secretary of State.

Jackson, Miss., Dec. 28, 1953

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.

Handwritten signature of Attorney General and 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

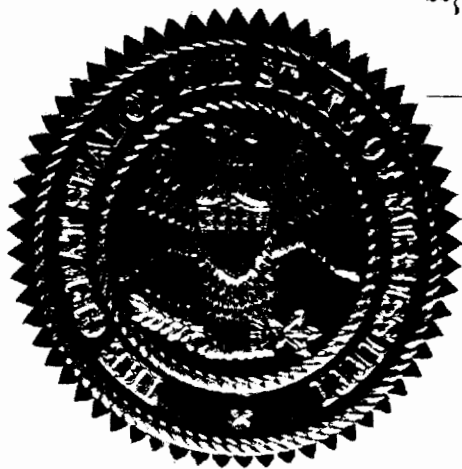
BALL DRUG STORE

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

December 19 53



[Handwritten Signature]

Governor

By the Governor

[Handwritten Signature]

Secretary of State

Receipt No. 9828 L

Recorded in the Secretary of State's Office this the twenty-ninth day of December, 1953.

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 A L L D R U G S T O R E

1. The corporate title of said company is Ball Drug Store

2. The names of the incorporators are:

Alex D. Ball Postoffice Ellisville, Mississippi

Kimsey Lawrence Postoffice Laurel, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Ellisville, Mississippi

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

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

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

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

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

7. The purpose for which it is created:

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

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

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

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

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

Alex W. Ball

Timothy Lawrence

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JONES

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within- and above-named ALEX D. BALL and KIMSEY LAWRENCE

incorporators of the corporation known as the Ball Drug Store

who acknowledged that (he)(they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 29th day of December 1953

Louise Breckenridge Notary Public My Commission Expires August 6, 1956

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 December A. D., 1953 together with the sum of \$ 110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder Secretary of State

Jackson, Miss. December 29th 1953

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. 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

NORTHWESTERN M P & L 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 _____ Twenty-ninth _____ day of

December 19 53



W. Hugh White
Governor

By the Governor

Henry L. ...
Secretary of State

Receipt No. 9698 L

Recorded in the Secretary of State's Office this the thirtieth day of December, 1953.

RESOLUTION

"BE IT RESOLVED that C. H. Brough, C. W. Neves, J. R. Craft, and J. A. Roper, members of the NORTHWESTERN M P & L CLUB, INC., be and they are hereby authorized, directed and requested as incorporators to apply for a charter of incorporation for said Association to be known as "NORTHWESTERN M P & L CLUB, INC." and to do all things usual, customary and necessary in applying for and procuring a charter of incorporation under the laws of the State of Mississippi."

Upon a vote being duly taken all of the members of the Association voted in favor of the foregoing resolution and none voted to the contrary.

I, J. A. Roper, secretary of Northwestern M P & L Club, Inc., an unincorporated association, do hereby certify that the foregoing is a true and correct copy of the resolution passed at a duly called and legally held meeting of said Northwestern M P & L Club, Inc., in the City of Greenville, Mississippi, on the 9th day of December, 1953.


Secretary

CHARTER OF INCORPORATION OF
NORTHWESTERN M P & L CLUB, INC.

1. The corporate title of this corporation is: NORTHWESTERN M P & L CLUB, INC.
2. The names and post office addresses of the incorporators are:
 - C. M. Brough, Greenville, Miss.,
 - C. W. Neves, Greenville, Mississippi,
 - J. R. Craft, Greenville, Mississippi,
 - J. A. Roper, Greenville, Mississippi.
3. The domicile of said corporation is Greenville, Mississippi.
4. The corporation is organized under Section 5310 and amendments thereto of the Mississippi Code of 1942 as a civic improvement, charitable and social association, and shall be a non-profit and non-share corporation, provided further that the corporation will divide no dividends and no profits among its members, shall make expulsion the only penalty for non-payment of dues, shall vest in each member the right to one vote for election of officers, and shall make death of any member the termination of interest of such member in the corporate assets.
5. The period of existence is perpetual.
6. The purpose for which the said corporation is created is to carry on a charitable, civic improvement and social organization, and shall have the right to do any and all acts and things necessary or usually incidental to carrying on of a charitable or civic improvement organization. The corporation shall have the right to borrow money for corporate purposes and shall have the right to buy or lease or sell real estate for corporate purposes and shall have the right to make any

contract pertaining to the business of said corporation for corporate purposes and shall have all of the rights conveyed upon a non-profit corporation by Chapter 4, Title 21, Sections 5309 to 5359 of the Mississippi Code of 1942, and amendments thereto.

7. This corporation may commence business upon the due acceptance of its charter and organization thereof.

8. Attached hereto is certified copy of resolution adopted by the members of said Association authorizing the undersigned to apply for these articles of incorporation.

WITNESS our signatures, this 11th day of December, 1953.

C. M. Brough
C. M. Brough

C. W. Neves
C. W. Neves

J. R. Craft
J. R. Craft

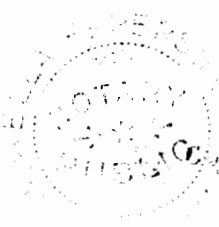
J. A. Roper
J. A. Roper

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON

Personally appeared before me, the undersigned notary public in and for the county and state aforesaid, the within named C. M. BROUGH, C. W. NEVES, J. R. CRAFT, and J. A. ROPER, who each acknowledged that they signed ^{and executed} the foregoing articles of incorporation on the day and year therein mentioned, as the act and deed of each of them.

GIVEN under my hand and official seal, this the 14 day of December, 1953.

Ella Jefferson
Notary Public

 4-13-57

Received at the office of the Secretary of State, this the 15th day of December

A. D., 1953 together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Henry L. Linder
SECRETARY OF STATE

Jackson, Miss.,

December 29th, 1953

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. Colman
ATTORNEY GENERAL.

By

James S. Kendall
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

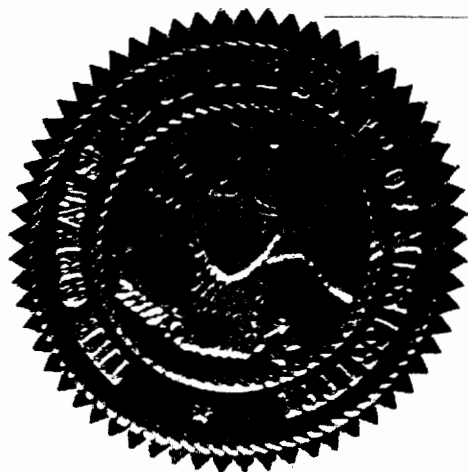
PELAHATCHIE VOLUNTEER FIRE DEPARTMENT, INC.

is hereby approved.

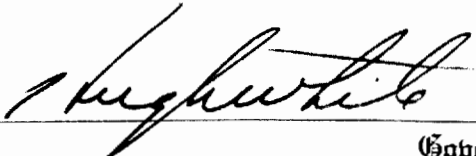
In testimony whereof, I have hereunto set
my hand and caused the Great Seal of
the State of Mississippi to be affixed.

this _____ Twenty-ninth _____ day of

December _____ 19 53 _____



Receipt No. 9826 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the thirtieth day of December, 1953.

CERTIFICATE AND RESOLUTION

James K. Mashburn
 I, ~~James K. Mashburn~~, the duly elected and present secretary of Pelahatchie Volunteer Fire Department, an unincorporated fire company performing the functions of a fire company, a civic society, and a chamber of commerce in and for the Town of Pelahatchie, Mississippi, do hereby certify that the following is a true and correct copy of a resolution passed by Pelahatchie Volunteer Fire Department of Pelahatchie, Mississippi, at its regular meeting held on Monday, the 23rd day of November, 1953, at Pelahatchie, Mississippi, and that this resolution was passed by a unanimous vote of all members present; that a full quorum of the members necessary to pass such a resolution was present and voting:

"Be it resolved that G. K. Tanner, Jack Williams, and James K. Mashburn ~~be~~ be and they are hereby appointed to serve as incorporators for the purpose of incorporating a fire company, civic improvement society, and chamber of commerce in the Town of Pelahatchie, Mississippi, to be known as Pelahatchie Volunteer Fire Department, Inc., and to take such steps as are necessary and proper to secure such Charter from the State of Mississippi."

James K. Mashburn
 Secretary, Pelahatchie Volunteer
 Fire Department.

CHARTER OF INCORPORATION

The Charter of Incorporation of:

PELAHATCHIE VOLUNTEER FIRE DEPARTMENT, INC.

1. The corporate title is: Pelahatchie Volunteer Fire Department, Inc.

2. The names of the incorporators are:

| | |
|-----------------------|--------------------------------------|
| G. K. Tanner | Postoffice: Pelahatchie, Mississippi |
| Jack Williams | Postoffice: Pelahatchie, Mississippi |
| XXXXXXXXXX | Postoffice: Pelahatchie, Mississippi |
| James K. Mashburn / | |

3. The domicile is at: Pelahatchie, Mississippi.

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

This corporation shall not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

This is a non-profit and non-share corporation.

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

None. No shares to be issued.

6. The period of existence ^{is perpetual.} ~~(not in excess of fifty years) is~~

~~fifty years~~

7. The purpose for which it is created:

To acquire by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage, or encumber real estate or other property, personal or mixed, for the purpose of this organization; to execute any deed, lease, agreement or contract in reference to any property owned or controlled by this corporation, and; to function as a fire company or volunteer fire department, as a civic improvement society, and as a chamber of commerce in and for the Town of Pelahatchie, Mississippi, and to perform all functions usual and necessary for such a company, society, and chamber of commerce.

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

Witness my hand and seal this _____ day of _____, 19____

paid for before the corporation may begin business:

None. This corporation has no capital stock.

G. K. Tanner

Jack Williams

James K. Mashburn
Incorporators

STATE OF MISSISSIPPI
RANKIN COUNTY

Before me, the undersigned authority in and for said County and State, this day personally appeared G. K. Tanner, Jack Williams, and ^{James K. Mashburn} ~~James K. Mashburn~~, incorporators of the corporation known as Pelahatchie Volunteer Fire Department, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed as incorporators of said corporation.

Given under my hand and official seal this 30th. day of November, 1953.

J. E. Varner

Notary Public

My commission expires:

December 7, 1957



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

A. D., 1953, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Adams
SECRETARY OF STATE

Jackson, Miss.,

December 29th, 1953

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

SOUTHERN BUILDING CORPORATION

is hereby approved.

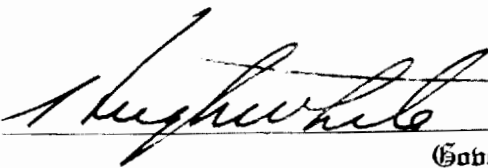
In testimony whereof, I have hereunto set
my hand and caused the Great Seal of
the State of Mississippi to be affixed.

this Twenty-ninth day of


December 19 53



Receipt No. 9827 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the thirtieth day of December, 1953.

THE CHARTER OF INCORPORATION OF SOUTHERN BUILDING CORPORATION

1. The corporate title of said corporation is Southern Building Corporation.

2. The names of the incorporators are Thomas Y. Minniece, Post Office, Meridian, Mississippi; A. B. Edmundson, Post Office, Meridian, Mississippi.

3. The domicile is at Meridian, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof: The amount of capital stock shall be \$25,000.00. There shall be 500 shares of common stock of the par value of \$10.00 each, and 200 shares of preferred stock of the par value of \$100.00 each. The holders of the preferred stock shall be entitled to a five per cent dividend annually; which dividend shall be cumulative. Preferred stock holders shall have preference over common stock holders in the payment of dividends and in the distribution of assets in case of sale or liquidation. All preferred stock shall be callable at the option of the corporation on or after January 1, 1955 at a price of \$105.00 per share.

5. Number of shares for each class and par value thereof: There shall be 500 shares of common stock of the par value of \$10.00 each, and 200 shares of preferred stock of the par value of \$100.00 each.

6. The period of existence is 99 years.

7. The purpose for which it is created: To acquire, own, approve, lease, operate, maintain, mortgage, sell, exchange, or otherwise dispose of an office building or office buildings or any other real, mixed and personal estate and property either in this state or in any other state. To acquire, hold, use, convey, or invest the funds of the corporation in stocks, bonds, or other securities of any other corporation owning any such lands or other property.

To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtednesses of all kinds, whether secured by mortgage, deed of trust, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description. To endorse or guarantee the payment or obligation of others in the furtherance of any of the purposes or businesses in which the corporation may engage. To charge for any and all services rendered by the corporation, and for any and all business matters or transactions handled by it.

To do all and everything necessary, suitable, convenient 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 pertinent to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided same be not inconsistent with the laws of this state.

The rights and powers that may be exercised by this corporation in addition to the foregoing are those conferred by Chapter Four, Title Twenty-one, 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 of the corporation shall be subscribed and paid for before the corporation may begin business.

Thomas Y. Minniece
THOMAS Y. MINNIECE

A. B. Edmundson
A. B. EDMUNDSON

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me the undersigned authority in and for the above county and state, Thomas Y. Minniece and A. B. Edmundson, incorporators of the corporation known as Southern Building Corporation, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this the 24th day of December, 1953.



Annie L. Deal
NOTARY PUBLIC

My commission expires: 8-23-56

Received at the office of Secretary of State, this 29th day of December, A. D., 1953, together with the sum of \$ 60⁰⁰ deposited to cover recording fee, and referred to the Attorney General for his attention.

O. Heber Lodge
SECRETARY OF STATE

Jackson, Miss.
December 29th, 1953

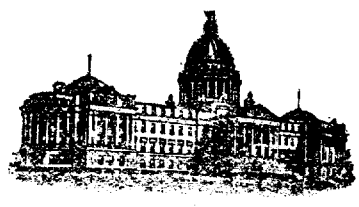
I have examined this Charter of Incorporation, and am of the opinion that it is not violative of the Constitution and Laws of the State or of the United States.

J. P. Calanan
ATTORNEY GENERAL

BY James S. Kendall
ASSISTANT ATTORNEY GENERAL

State of Mississippi

EXECUTIVE



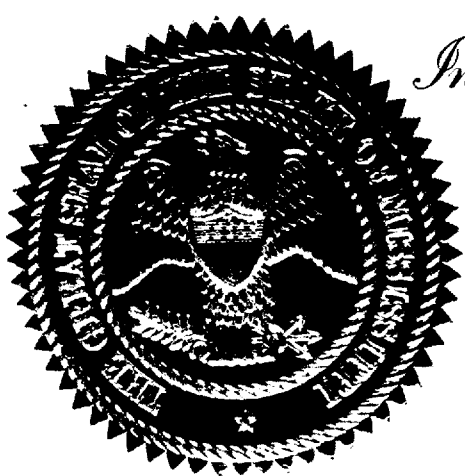
OFFICE

JACKSON

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

McCOMB HYDRATANE GAS, 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

December 19 53

Steph White

Receipt No. 9829 L

By the Governor,

John L. Hodges

Secretary of State.

RESOLUTION OF THE STOCKHOLDERS

OF

MC COMB HYDRATANE GAS, INC.

Be it resolved that the charter of incorporation of McComb Hydratane Gas, Inc., as originally issued be amended to read as follows:

That Article II be amended to read as follows:

- II. The objects and purposes for which this Corporation is organized and the nature of the business and/or businesses to be carried on by it, are stated and declared to read as follows, to-wit:

To buy, own, and sell Household Appliances and Utensils; to buy, own, and sell Liquefied Petroleum Gas and Equipment and Natural Gas and Equipment; to make Repairs and Service Household Appliances; Liquefied Petroleum Gas Equipment, and Natural Gas Equipment; to buy, own, and sell, gasoline, oil and other petroleum products, automobile equipment, appliances and accessories, and operate trucks and all other equipment and properties necessary to conduct a business of this nature; and to do all things necessarily connected or arising out of any of said objects and purposes.

To construct, maintain, and operate radio stations in Covington, Louisiana; Bogalusa, Louisiana, Amite, Louisiana; Ponchatoula, Louisiana; New Orleans, Louisiana; (Southport, Louisiana; Jefferson Parish suburbs of New Orleans), or any other city or location within the United States consisting of land stations and mobile stations, and any combination thereof, to engage in the business of rendering radio communications service on a common carrier basis pursuant to the rules and regulations of the Federal Communications Commission and in accordance with tariffs filed with the Federal Communications Commission as required; and to buy, lease, sell, and otherwise deal in such radio station and associated equipment as may be necessary for the purpose.

To purchase, acquire, lease, construct, maintain, own, manage and operate radio transmitters, television transmitters, reproduction facsimile apparatus transmitting apparatus and machinery of every nature and description, receiving apparatus, wires, poles, lines, right of ways, easements, and franchises, licenses, and privileges of a complete amplitude modulation and frequency modulation broadcasting station or stations and television broadcasting station or stations, and to operate and manage the same, either free or for pecuniary gain, hire or compensation, subject to be formulated from time to time, by the Federal Communications Commission, or other appropriate regulatory agency.

Said Corporation shall have general authority and power to carry on and undertake any other business operation which may from time to time seem to the Board of Directors capable of being conveniently carried on in connection with the foregoing objects and purposes.

The objects, purposes, and powers specified in any clause hereinabove shall in no manner be limited or restricted by reference to or inference from the terms of any other clause; but the objects, purposes and powers specified in each of the clauses of this article shall be regarded as independent objects, and not in limitation of general powers conferred by laws of Mississippi.

That Article VI. be amended to read as follows:

VI. The total authorized number of shares is 600 shares of common stock of a par value of \$100.00 each. No shareholder shall have preemptive rights to subscribe to or be allotted any shares of this Corporation.

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 be authorized to execute an amendment to the articles of incorporation.

I, Dorothy Hollander, 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 stockholder 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 1st day of December, 1953.




AMENDMENT TO THE CHARTER OF INCORPORATION

OF

MC COMB HYDRATANE GAS, INC.

That the Charter of incorporation of McComb Hydratane Gas, Inc., as originally issued be amended to read as follows:

That Article II be amended to read as follows:

II. The objects and purposes for which this Corporation is organized and the nature of the business and/or businesses to be carried on by it, are stated and declared to read as follows, to-wit:

To buy, own, and sell Household Appliances and Utensils; to buy, own, and sell Liquefied Petroleum Gas and Equipment and Natural Gas and Equipment; to make Repairs and Service Household Appliances, Liquefied Petroleum Gas Equipment, and Natural Gas Equipment; to buy, own and sell, gasoline, oil and other petroleum products, automobile equipment, appliances and accessories, and operate trucks and all other equipment and properties necessary to conduct a business of this nature; and to do all things necessarily connected or arising out of any of said objects and purposes.

To construct, maintain, and operate radio stations in Covington, Louisiana; Bogalusa, Louisiana, Amite, Louisiana, Ponchatoula, Louisiana; New Orleans, Louisiana (Southport, Louisiana; Jefferson Parish suburbs of New Orleans), or any other city or location within the United States consisting of land stations and mobile stations, and any combination thereof, to engage in the business of rendering radio communications service on a common carrier basis pursuant to the rules and regulations of the Federal Communications Commission and in accordance with tariffs filed with the Federal Communications Commission as required; and to buy, lease, sell, and otherwise deal in such radio station and associated equipment as may be necessary for the purpose.

To purchase, acquire, lease, construct, maintain, own, manage and operate radio transmitters, television transmitters, reproduction facsimile apparatus, transmitting apparatus and machinery of every nature and description, receiving apparatus, wires, poles, lines, right of ways, easements, and franchises, licenses and privileges of a complete amplitude modulation and frequency modulation broadcasting station or stations and television broadcasting station or stations, and to operate and manage the same, either free or for pecuniary gain, hire or compensation, subject to be formulated from time to time, by the Federal Communications Commission, or other appropriate regulatory agency.

Said corporation shall have general authority and power to carry on and undertake any other business operation which may from time to time seem to the Board of Directors capable of being conveniently carried on in connection with the foregoing objects and purposes.

The objects, purposes, and powers specified in any clause hereinabove shall in no manner be limited or restricted by reference to or inference from the terms of any other clause; but the objects, purposes, and powers specified in each of the clauses of this article shall be regarded as independent objects, and not in limitation of general powers conferred by laws of Mississippi.

That Article VI be amended to read as follows:

VI. The total authorized number of shares is 600 shares of common stock of a par value of \$100.00 each. No Shareholder shall have preemptive rights to subscribe to or be allotted any shares of this corporation.

That the other articles be and the same remain as originally granted, including any and all amendments thereto.

Witnesses the signature and seal of the corporation, this the 1st day of December, 1953.

MC COMB HYDRATANE GAS, INC.

BY: *W. Brossman*
PRESIDENT

Attest:

W. Brossman
Secretary

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

Personally came and appeared before me, the undersigned authority in and for said Parish and State and which within my official jurisdiction, the within named A. R. Blossman, who acknowledge that he is the president of McComb Hydratane Gas., Inc. 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 McComb Hydratane Gas, Inc., 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 1st day of December, 1953.

MY COMMISSION EXPIRES AT DEATH

Frederick St. Leger
NOTARY PUBLIC

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

A. D., 1953, together with the sum of \$40⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Oscher Lodge
SECRETARY OF STATE

Jackson, Miss.,

December 29th, 1953

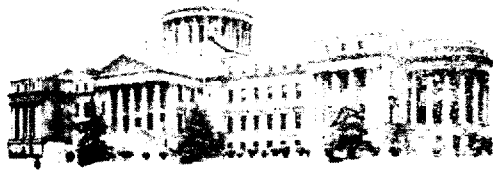
I have examined this amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Coleman
ATTORNEY GENERAL

By *James J. Hendall*
Assistant Attorney General

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

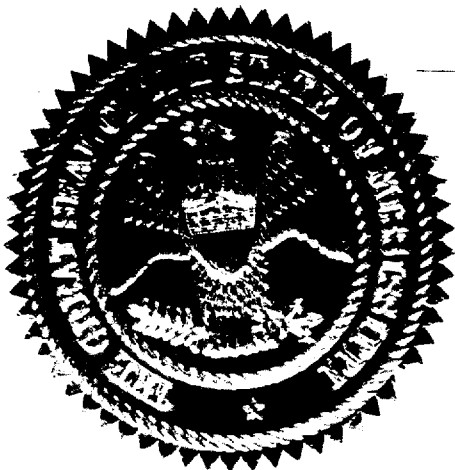
TATUM MOTOR COMPANY

is hereby approved.

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

this _____ Thirtieth _____ day of

December 19 53



Receipt No. 98721

Shuford

Governor

By the Governor

Hubert H. Williams

Secretary of State

Recorded in the Secretary of State's Office this the thirtieth day of December, 1953.

THE CHARTER OF INCORPORATION
OF
TATUM MOTOR COMPANY

1. The corporate title of this corporation is Tatum Motor Company.

2. The incorporators of this corporation are F. M. Tatum, Franklin M. Tatum, Jr., and John M. Tatum, all of whose places of residence and post office addresses are Hattiesburg, Mississippi.

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

4. The authorized capital stock of this corporation shall be \$50,000.00, which shall be divided into 500 shares of common stock of the par value of \$100.00 per share, and each share of said capital stock shall be of the same class.

5. The period of existence of this corporation shall be 99 years.

6. This corporation is created for the purpose of engaging in the business of buying and selling automobiles and trucks and the parts therefor and accessories thereto, and for the purpose of carrying on the business of operating a shop or shops for the repair and maintenance thereof. As a part of its business it shall have the right to buy, sell and deal in both new and used automobiles and trucks and new and used parts therefor and accessories thereto, and tires and tubes, and wheels, and any other articles of value which are usually bought and sold in the automobile business. In addition thereto, this corporation shall have the right to buy, sell, lease, and finance all new and used automobiles and trucks and to

useful or convenient in its business. This corporation shall also have the right to engage in the business of buying, selling, and dealing in any and all other kinds and types of merchandise. In addition thereto, this corporation shall have the right to own, acquire, and dispose of real estate to such extent as may be permitted by law. But this corporation shall not have the right to engage in any business or to own or acquire any property in violation of law. In addition to all of the rights and powers herein set forth, this corporation shall have and enjoy all kinds of rights and powers which are conferred upon corporations by the provisions of Chapter 4 of Title 21 of the Mississippi Code of 1942 and amendments thereto.

7. This corporation shall be authorized to commence business when fifty shares of its said capital stock (having a total par value of \$5,000.00) shall be subscribed and paid for.

Witness our signatures on this the 29th day of December, 1953.

Signature

Franklin M. Tatum

John M. Tatum
Incorporators

STATE OF MISSISSIPPI
COUNTY OF FORREST

Personally came and appeared before me, the undersigned authority in and for said State and County, F. M. Tatum, Franklin M. Tatum, Jr., and John M. Tatum, who acknowledged to and before me that they signed, executed, and delivered the foregoing and attached Charter of Incorporation of Tatum Motor Company on the day and year therein named as their voluntary act and deed, and for the uses and purposes therein stated.

Given under my hand and seal of office on this the 29th day of December, 1953.



Mrs. Oma Rhodes
NOTARY PUBLIC

Received at the office of the Secretary of State
this the 30th day of December, A. D., 1953, 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, Mississippi

December 30th, 1953

I have examined this Charter of Incorporation and
am of the opinion that it does not violate the Constitution
and laws of this State or of the United States.


Attorney General

By 
Assistant Attorney General

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

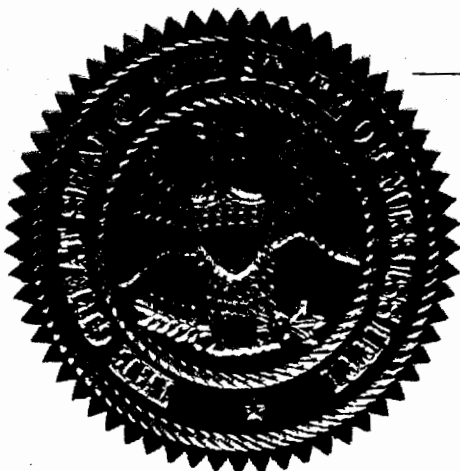
WEST POINT LAND COMPANY, INC.

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 _____ Thirtieth _____ day of

December 19 53



Receipt No. 9785 L

[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1953.

THE CHARTER OF INCORPORATION OF
WEST POINT LAND COMPANY, INC.

1. The corporate title of said company is:
WEST POINT LAND COMPANY, INC.
2. The names of the incorporators are:
Bernard W. N. Chill Postoffice Jackson, Mississippi
Lilyan R. Chill Postoffice Jackson, Mississippi
R. W. Emerson Postoffice Jackson, Mississippi
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:
The total number of shares of stock which the corporation shall have authority to issue is Three Hundred (300), all of one class and of the par value of Fifty (\$50.00) Dollars each.
5. Number of shares for each class and par value thereof:
SEE 4 ABOVE.
6. Period of existence is: Ninety-nine (99) Years.
7. The purpose for which it is created is:
To acquire by lease, purchase, gift, devise, contract, concession, or otherwise, and to hold, own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of, wherever situated, 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 kind, nature and description whatsoever.

To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal and trade in and with, both within and without the State of Mississippi, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

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

To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased, to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

To adopt, apply for, obtain, register, produce, take,

purchase, exchange, lease, hire, acquire, secure, own, hold, use, operate, contract, or negotiate for, take licenses or other rights in respect of, sell, transfer, grant licenses and rights in respect of, manufacture under, introduce, sell, assign, collect the royalties on, mortgage, pledge, create liens upon, or otherwise dispose of, deal in, and turn to account, letters patent, patents, patent rights, patents applied for or to be applied for, trade-marks, trade names and symbols, distinction marks and indications of origin or ownership, copyrights, syndicate rights, inventions, discoveries, devices, machines, improvements, licenses, processes, data, and formulae of any and all kinds granted by, or recognized under or pursuant to the laws of the United States of America, or of any other country or countries whatsoever, and with a view to the working and development of the same, to carry on any business, whether manufacturing or otherwise, which the corporation may think calculated, directly or indirectly, to effectuate these objects.

To underwrite, subscribe for, purchase, invest in, or re-invest, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, debentures, mortgages and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds and

other evidences of indebtedness and obligations, to issue in exchange therefor its own stocks, bonds or other obligations, and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof, and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

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

To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of shares of its own capital stock, provided that the funds or property of the corporation shall not be used for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the State of Mississippi, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, and in foreign countries, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

IN GENERAL to do any or 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 manufacturing 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.

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:

Three (3) shares.

Bernard W. N. Chill
Lilyan R. Chill
R. W. Emerson
 Incorporators.

ACKNOWLEDGMENT

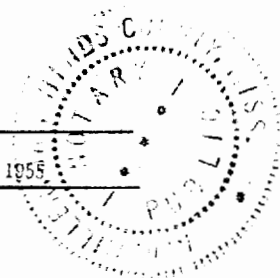
STATE OF MISSISSIPPI)
)
 County of Hinds.)

This day personally appeared before me, the undersigned authority, Bernard W. N. Chill, Lilyan R. Chill and R. W. Emerson, incorporators of the corporation known as the WEST POINT LAND COMPANY, INC., 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 December, 1953.

N. R. Miller, Jr.

My Commission Expires June 8, 1955

N. R. Miller, Jr.
 Notary Public

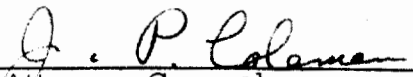
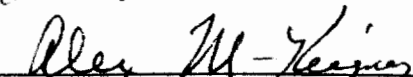


Received at the office of the Secretary of State this the
21st day of December, A. D., 1953, together with the sum of \$40⁰⁰.
deposited to cover the recording fee, and referred to the Attorney
General for his opinion.


Secretary of State.

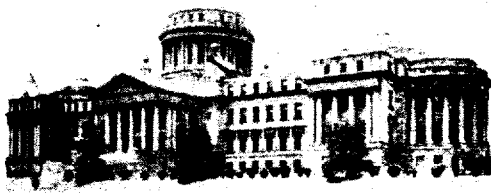
Jackson, Miss., December 30 1953.

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

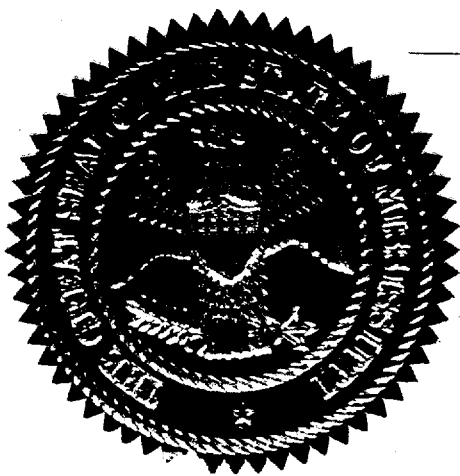
STARKVILLE LAND COMPANY, INC.

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 _____ Thirtieth _____ day of

December 19 53



Receipt No. 9784 L

[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Recorded in the Secretary of State's Office
this the thirty-first day of December, 1953.

THE CHARTER OF INCORPORATION OF
STARKVILLE LAND COMPANY, INC.

1. The corporate title of said company is:
STARKVILLE LAND COMPANY, INC.
2. The names of the incorporators are:
Bernard W. N. Chill Postoffice Jackson, Mississippi
Lilyan R. Chill Postoffice Jackson, Mississippi
R. W. Emerson Postoffice Jackson, Mississippi
3. The domicile is at Jackson, Hinds County, Mississippi.
4. Amount of capital stock and particulars as to class or classes thereof:
The total number of shares of stock which the corporation shall have authority to issue is Three Hundred (300), all of one class and of the par value of Fifty (\$50.00) Dollars each.
5. Number of shares for each class and par value thereof:
SEE 4 ABOVE.
6. Period of existence is: Ninety-nine (99) Years.
7. The purpose for which it is created is:
To acquire by lease, purchase, gift, devise, contract, concession, or otherwise, and to hold, own, develop, explore, exploit improve, operate, lease, enjoy, control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of, wherever situated, 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 kind, nature and description whatsoever.

To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal and trade in and with, both within and without the State of Mississippi, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

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

To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased, to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

To adopt, apply for, obtain, register, produce, take,

purchase, exchange, lease, hire, acquire, secure, own, hold, use, operate, contract, or negotiate for, take licenses or other rights in respect of, sell, transfer, grant licenses and rights in respect of, manufacture under, introduce, sell, assign, collect the royalties on, mortgage, pledge, create liens upon, or otherwise dispose of, deal in, and turn to account, letters patent, patents, patent rights, patents applied for or to be applied for, trade-marks, trade names and symbols, distinction marks and indications of origin or ownership, copyrights, syndicate rights, inventions, discoveries, devices, machines, improvements, licenses, processes, data, and formulae of any and all kinds granted by, or recognized under or pursuant to the laws of the United States of America, or of any other country or countries whatsoever, and with a view to the working and development of the same, to carry on any business, whether manufacturing or otherwise, which the corporation may think calculated, directly or indirectly, to effectuate these objects.

To underwrite, subscribe for, purchase, invest in, or re-invest, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, debentures, mortgages and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds and

other evidences of indebtedness and obligations, to issue in exchange therefor its own stocks, bonds or other obligations, and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof, and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

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

To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of shares of its own capital stock, provided that the funds or property of the corporation shall not be used for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the State of Mississippi, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, and in foreign countries, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

IN GENERAL to do any or 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 manufacturing 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.

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:

Three (3) shares.

Bernard W. N. Chill
Lilyan R. Chill
R W Emerson
Incorporators.

ACKNOWLEDGMENT

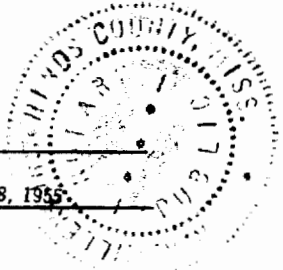
STATE OF MISSISSIPPI)
)
County of Hinds.)

This day personally appeared before me, the undersigned authority, Bernard W. N. Chill, Lilyan R. Chill and R. W. Emerson, incorporators of the corporation known as the STARKVILLE LAND COMPANY, INC., 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 December, 1953.

H. R. Miller, Jr.

My Commission Expires June 8, 1955.

H. R. Miller, Jr.
Notary Public



Received at the office of the Secretary of State this the
21st day of December, A. D., 1953, together with the sum of \$40⁰⁰
deposited to cover the recording fee, and referred to the Attorney
General for his opinion.

Heber L. Linder
Secretary of State.

Jackson, Miss., December 30 1953.

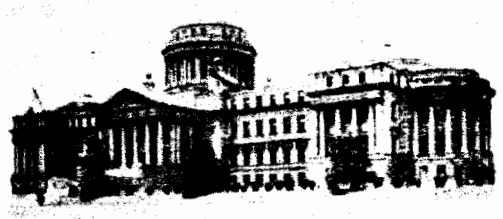
I have examined this charter of incorporation and am of the
opinion that it is not violative of the Constitution and laws of the state,
or of the United States.

A. P. Coleman
Attorney General

By *Alex M. Keigney*
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

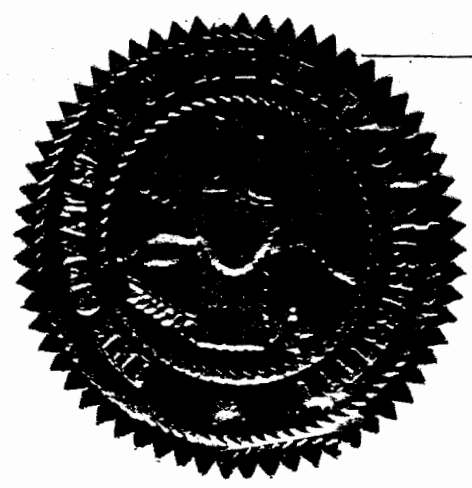
The within and foregoing Charter of Incorporation of

C. F. & H. OIL COMPANY, INC.

is hereby approved.

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

this Thirty-first day of December 19 53



W. V. White
Governor

By the Governor

Hubert L. Adams
Secretary of State

Receipt No. 9847 L

Recorded in the Secretary of State's Office this the thirty-first day of December, 1953.

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

C. F. & H. OIL COMPANY, INC.

1. The corporate title of said company is C. F. & H. OIL COMPANY, INC.
2. The names of the incorporators are:

| | | |
|---------------------------|-------------------|-----------------------------|
| <u>Clarence R. Scales</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| <u>S. S. Taylor, Jr.</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| <u>Merton Gary</u> | <u>Postoffice</u> | <u>Jackson, Mississippi</u> |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

10,000 shares of Common Stock having a par value of TEN (\$10.00)

Dollars per share
5. Number of shares for each class and par value thereof: 10,000 shares of Common Stock having a par value of TEN (\$10.00)
 DOLLARS 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 carry on the business of producers, refiners, storers, suppliers, and distributors of petroleum and petroleum products in all its branches; to purchase or otherwise acquire real or personal property of all kinds in the United States and elsewhere, and in particular land, oil wells, refineries, mines, mining rights, minerals, ores, buildings, machinery, plant, stores, patents, licenses, concessions, rights of way, light, or water, and any rights or privileges which it may deem convenient to obtain for the purposes of or in connection with the business of the company, and whether for the purposes of resale or realization or otherwise, and to manage, develop, sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights; to prospect, explore, develop, maintain, and carry on all or any lands, wells, mines, mining rights, minerals, ores, works, or other properties from time to time in the possession of the company, in any manner deemed desirable; to erect all necessary or convenient refineries, mills, works, machinery, laboratories, workshops, dwelling houses for workmen and others, and other buildings, works and appliances, and to aid in, or subscribe towards, or subsidize, any such objects; to clear, manage, farm, cultivate, plant, explore, work, or improve any land which, or any interest in which may belong to the company; to deal with any farm or other products of any such land; and to carry on the business of general traders for the purpose of supplying goods to any employees of the company, or to the occupiers of any land, or to other persons.

To buy, sell at retail or wholesale, and trade in, barter, and exchange new and used machinery, metals, pipe, and all other kinds and classes of personal property and to wreck and demolish buildings and personal property for the purpose of salvaging all junk, iron, metals and kindred articles therein contained, and to do any and all acts necessary and proper appertaining to the conduct of a junk and waste paper, rag and material yard.

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.

300 shares of Common Stock

Warren F. Scales
[Signature]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

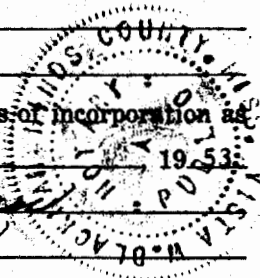
This day personally appeared before me, the undersigned authority Clarence R. Scales,
Swp S. Taylor, Jr.; Norton Gary

incorporators of the corporation known as the C. F. & H. OIL 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 30th day of December

My Commission Expires Feb. 5, 1957

Walter W. Blackmon
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 30th day of December
A. D., 1953 together with the sum of \$ 210.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter W. Blackmon

Secretary of State.

Jackson, Miss., December 31st 1953

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. Cullum
Walter W. Blackmon

Attorney General.

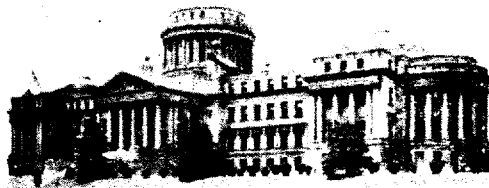
By

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

JACKSON RACING CLUB, INC.

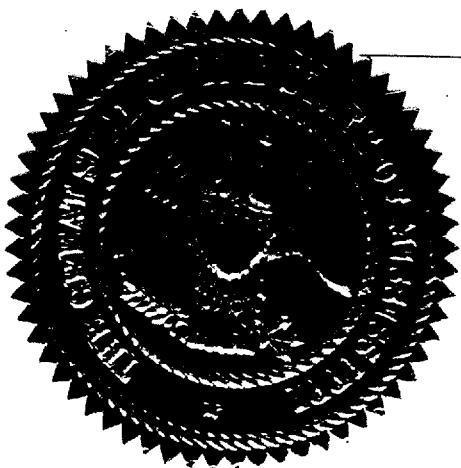
is hereby approved.

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

this Thirty-first day of

December

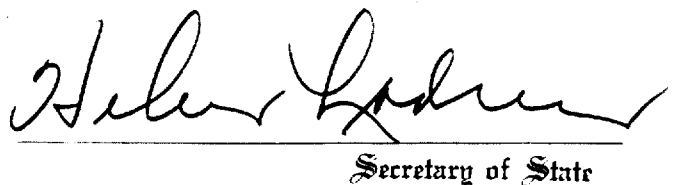
19 53



Receipt No. 9846 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the thirty-first day of December, 1953.

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

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

THE CHARTER OF INCORPORATION OF

JACKSON RACING CLUB, INC.

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

| | |
|--------------------------|----------------------------------------|
| <u>Jim Black, Sr.</u> | <u>Postoffice Jackson, Mississippi</u> |
| <u>John R. Baker</u> | <u>Postoffice Jackson, Mississippi</u> |
| <u>W. L. Bonner, Jr.</u> | <u>Postoffice Jackson, Mississippi</u> |
| <u>A. L. Andries</u> | <u>Postoffice Jackson, Mississippi</u> |
| | <u>Postoffice</u> |
| | <u>Postoffice</u> |
| | <u>Postoffice</u> |
| | <u>Postoffice</u> |
3. The domicile is at Jackson, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

There shall be two classes of capital stock for this corporation which shall be comprised as follows: 10,000 shares of no par value common stock which shall have a present declared value of \$1.00 per share; 8,000 shares of common preference stock which said stock shall be without par value but shall have a present declared value of \$5.00 per share and this stock shall in the event of any liquidation, dissolution or winding up of this corporation the owners of the common preference stock shall be entitled to be paid in full the declared value thereof before any amount shall be paid to the holders of the common shares, after payment to the holders of the common preference stock of the amount payable to them as herein above provided, the remaining assets and funds of the corporation shall be divided and paid to the holders of both classes of stock according to their respective shares.

Both classes of stock shall participate equally in all dividends declared and paid by the corporation and shall have full voting privileges.

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

10,000 shares of Common Stock with no par value but having a present declared value of \$1.00 per share.

8,000 shares of common preference stock without nominal or par value but having a present declared value of \$5.00 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:

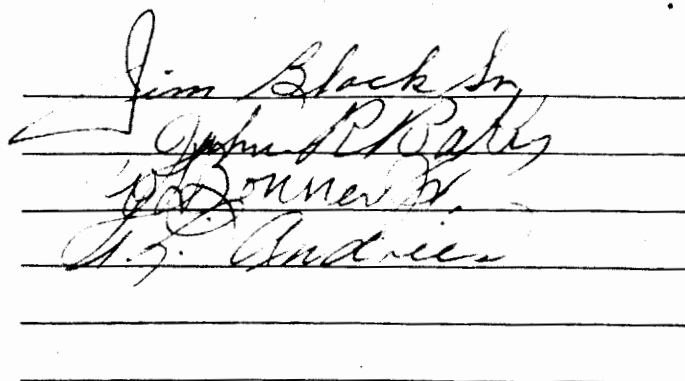
The general nature of the business of this corporation shall be to maintain, operate, control, and supervise any and all forms of legitimate indoor and outdoor amusements, sports, entertainments, athletic exhibition, auto races, and similar enterprises, and places of amusement and recreation for the general public; to acquire, lease, hold, and operate and dispose of any and all privileges, rights, franchises, and concessions incident thereto and to buy, sell, lease, mortgage, and exchange any and all kinds or classes of real and personal property or mixed which may be necessary, desirable, advantageous or proper in the conduct of said business. The owning holding, and operating under such municipal, State or Government licenses as may be necessary for the conduct of any of the businesses in which the corporation may engage, and;

To construct, own, buy, sell, lease, equip and operate hotels, motels, tourist courts, restaurants, cafes, theatres, amusement parks and amusement enterprises of all kinds and to manufacture, grow, compound, create, and generally deal in all kinds of foods, food stuffs, and food products.

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.

2,000 shares of common stock and 500 shares of common preference.



Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

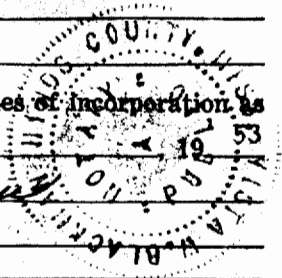
This day personally appeared before me, the undersigned authority Jim Black, Sr., John R. Baker; W. L. Bonner, Jr.; A. L. Andries

incorporators of the corporation known as the JACKSON RACING CLUB INC.,

who acknowledged that (HE) (they) signed and executed the above and foregoing articles of incorporation as (HE) (their) act and deed on this the 30th day of December

My Commission Expires Feb. 5, 1957

John W. Blackman, 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 30th day of December A. D., 1953 together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Lader Secretary of State

Jackson, Miss., December 31st 1953

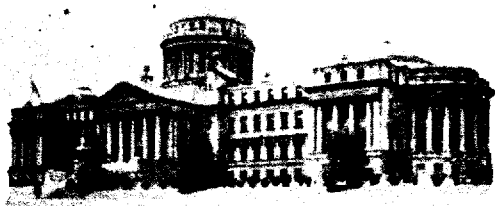
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Calmon 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

WESTBROOK MANUFACTURING COMPANY

is hereby approved.

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

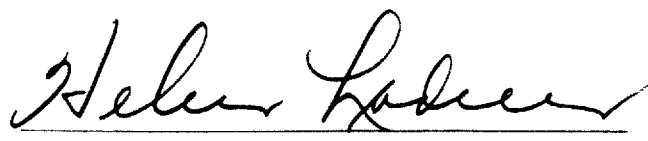
this Thirty-first day of

December 19 53




Governor

By the Governor


Secretary of State

Receipt No. 9848 L

Recorded in the Secretary of State's Office
this the thirty-first day of December, 1953.

THE CHARTER OF INCORPORATION OF
WESTBROOK MANUFACTURING COMPANY

I

The corporate title of the company is Westbrook Manufacturing Company.

II

The names and addresses of the incorporators are:

| | |
|----------------------|-----------------------|
| William V. Westbrook | Jackson, Mississippi |
| Alton G. Westbrook | Jackson, Mississippi |
| Rondo A. Westbrook | Jackson, Mississippi |
| Jack L. Westbrook | Jackson, Mississippi. |

III

The domicile of the corporation is Jackson, Mississippi.

IV

The corporation is capitalized at One Million Dollars (\$1,000,000.00) to be evidenced by Ten Thousand (10,000) Shares of fully paid and nonassessable common stock of the par value of One Hundred Dollars (\$100.00) per share. There may be inscribed on each certificate of such stock a preemptive option in favor of all the other stockholders to purchase such stock on such terms and conditions as may be prescribed by the By-Laws of this company.

V

The corporation shall exist for a period of ninety-nine years.

VI

The purposes for which this corporation is created and with which it is endowed are:

To engage in the manufacture, sale and installation of furniture and fixtures of all kinds;

To engage in the business generally of buying, dealing in, and selling commercial, industrial and household utensils, supplies and equipment of every nature and kind for all types of businesses;

(2)

To mine, explore and drill for, capture, process, refine, deal in, sell and transport oil, gas and minerals of all kinds (like and unlike those enumerated); and to trade, buy, develop and sell lands and interests therein containing such properties;

To buy, improve, trade, sell and otherwise acquire, deal in and dispose of real estate;

To borrow money and hypothecate any of its assets therefor or to lend money with or without security;

To buy, trade, sell, improve, repair, construct, mortgage, deal in, distribute, or otherwise acquire, and/or dispose of any and every kind of real, personal and/or mixed properties for profit, including properties necessary for the use in and conduct of such business, which is not prohibited by the laws of this state or of the United States;

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

VI

The corporation may commence business when as many as Sixteen Hundred (1600) Shares of its said common stock shall have been subscribed and paid for as provided by law.

WITNESS OUR SIGNATURES, THIS 30th DAY OF DECEMBER, 1953.

[Handwritten signatures]
 Jack L. Westbrook
 William V. Hester
 [Signature]
 Incorporators.

(3)

THE STATE OF MISSISSIPPI }
COUNTY OF HINDS..... } SS

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared William V. Westbrook, Alton G. Westbrook, Rondo A. Westbrook, and Jack L. Westbrook, each to me known, incorporators of the corporation known as "Westbrook Manufacturing Company," who then and there severally acknowledged that they signed and delivered the foregoing Charter or Articles of Incorporation, as their voluntary act and deed, on the day and date therein written.

Given under my hand and official seal of office,

Jackson, Mississippi, December 30, 1953.

[Signature], NOTARY PUBLIC

MY COMMISSION EXPIRES: 2/20/56



Received at the Office of the Secretary of State, this 31st day of December, 1953, together with \$500.00 to cover the recording fee, and referred to the Attorney General for his opinion.

[Signature]
SECRETARY OF STATE

Jackson, Mississippi, this 31st day of December, 1953.

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

J. P. COLEMAN, ATTORNEY GENERAL
BY *[Signature]*
ASSISTANT ATTORNEY GENERAL

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

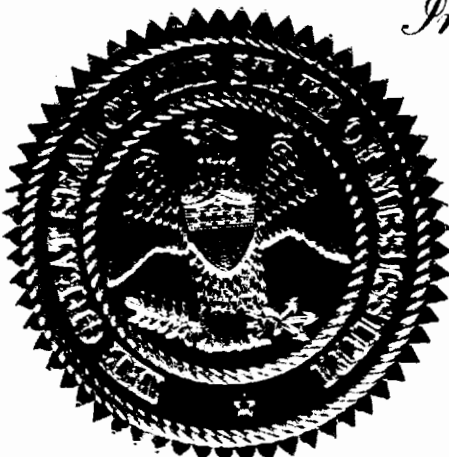
*The within and foregoing Amendment to the
Charter of Incorporation of*

ROBERSON-HIGDON TRACTOR COMPANY

Changing name to

ROBERSON TRACTOR 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* Thirtieth *day of*

December 19 53

Receipt No. 9835 L
By the Governor.

Secretary of State.

Recorded in the Secretary of State's Office this the thirty-first day of December, 1953.

CALL AND WAIVER OF NOTICE OF SPECIAL
MEETING OF STOCKHOLDERS OF ROBERSON-
HIGDON TRACTOR COMPANY.


We, the undersigned, being all of the stockholders
of

ROBERSON-HIGDON TRACTOR COMPANY

do hereby call a special meeting of the stockholders thereof
to be held at the office of Montgomery & Varnado, Attorneys, in
the city of Belzoni, Humphreys County, Mississippi, at 2:30 P. M.
on the 14th day of December, 1953, for the purpose of the election
of directors and amendment of the charter of incorporation so
as to change the name of the Roberson-Higdon Tractor Company to
ROBERSON TRACTOR COMPANY,

and the transaction of such other business as may properly come
before said meeting; and we do hereby waive all requirements as
to notice of such meeting, and consent to such election of
directors and change of the name of the corporation.

Witness our signatures this the 14th day of December,
1953, at Belzoni, Mississippi.


Joel R. Roberson
Joel R. Roberson

Elizabeth Crouch
(Miss) Elizabeth Crouch

Bunice Pullin
(Miss) Bunice Pullin

MINUTES OF SPECIAL MEETING OF THE STOCKHOLDERS HELD ON DECEMBER 14, 1953.

Be it remembered that the stockholders of the Roberson-Higdon Tractor Company met in the office of Montgomery & Varnado, Attorneys, in Belzoni, Mississippi, at 2:30 P. M., pursuant to the foregoing call and waiver of notice, when and where the following were present, to-wit:

Joel R. Roberson

Miss Elizabeth Crouch

Miss Eunice Pullin,

being all of the stockholders of said corporation
and the meeting having been opened according to law, the following proceedings were had and done, to-wit:

NEW DIRECTORS ELECTED.

It appearing to the Stockholders that P. B. Higdon and J. C. Higdon have conveyed all of their interest in this corporation and are no longer stockholders thereof and have resigned their positions as directors of said corporation, and that new directors should be elected to take their places and to serve for the remainder of their unexpired term or until their successors are duly elected and qualified, upon motion duly made, seconded and unanimously carried, the following were elected to serve as directors until their successors are elected and qualified, to-wit: Elizabeth Crouch and Eunice Pullin.

CORPORATE NAME CHANGED TO ROBERSON TRACTOR COMPANY.

Miss Elizabeth Crouch then moved the adoption of the following resolution, and the same was seconded by Miss Eunice Pullin, to-wit:

"Resolved that the heading and section (1) of the Articles of Incorporation be amended to read as follows, to-wit:

"ARTICLES OF INCORPORATION
OF
ROBERSON TRACTOR COMPANY

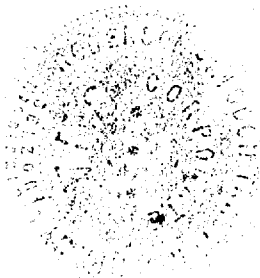
"(1) The corporate title of said corporation shall be:
ROBERSON TRACTOR COMPANY."

Upon a vote being taken, the above resolution was unanimously approved. The president was thereupon directed to prepare the necessary papers and forward same to the Secretary of State in order to secure the correction of the corporate name of the corporation with the Secretary of State at Jackson, Mississippi.

ADJOURNMENT.

There being no further business to come before the meeting, the same adjourned to meet again in due course.

Paul B. Roberson
Elizabeth Crouch
Ennice Pullin
STOCKHOLDERS

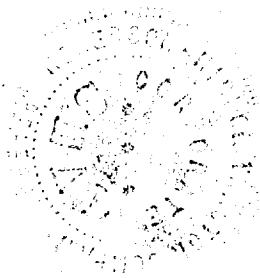


STATE OF MISSISSIPPI
COUNTY OF HULPHREYS

I, the undersigned Enice Pullin, Secretary of the Roberson Tractor Company, do hereby certify that the above and foregoing two pages constitute a true and correct copy of the minutes of said corporation adopted on December 14, 1953 as same appears on file in the minute book in my office.

This 15th day of December, 1953.

Ennice Pullin
SECRETARY



AMENDMENT TO ARTICLES OF INCORPORATION OF
ROBERSON HIGDON TRACTOR COMPANY AS RECORDED
IN PHOTOSTAT BOOK 39, PAGES 7 TO 10, INCLUSIVE,
OF THE OFFICE OF THE SECRETARY OF STATE, JACK-
SON, MISSISSIPPI.

The name of this corporation shall be changed and
Section 1 of the Articles of Incorporation shall be amended
to read as follows:

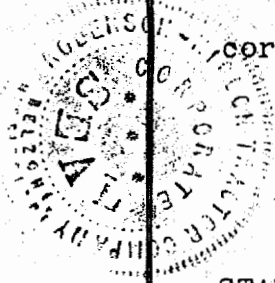
ARTICLES OF INCORPORATION
OF
ROBERSON TRACTOR COMPANY

Section 1. The corporate title of said corpora-
tion shall be:

ROBERSON TRACTOR COMPANY.

Witness the signature of the Secretary of said
corporation, this the 15th day of December, 1953.

Eunice Pullin
Secretary



STATE OF MISSISSIPPI
COUNTY OF HUMPHREYS

Personally appeared before me, the undersigned
authority, within and for said county and state, within the
territorial limits of my jurisdiction, the within named
Eunice Pullin, Secretary of the Roberson Tractor Company, who,
acting for and on behalf of said corporation, acknowledged that
she signed and delivered the foregoing instrument on the day and
year and for the purposes therein mentioned as said corporation's
own voluntary act and deed.

Witness my hand and official seal this the 28 day
of December, 1953.

Orvis M. Putnam
NOTARY PUBLIC

My Com. exp 5/2/56



Received at the office of the Secretary of State, this the 30th day of December

A. D., 1953, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder
SECRETARY OF STATE

Jackson, Miss.,

December 30th, 1953

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

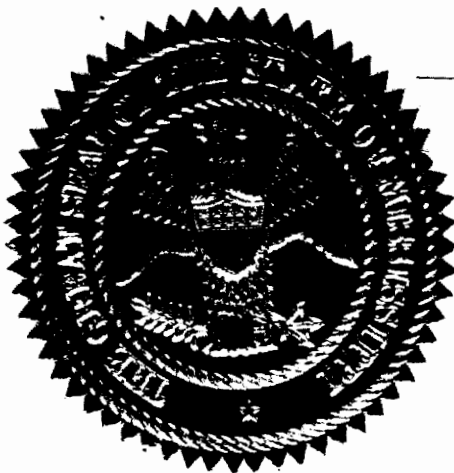
The within and foregoing Charter of Incorporation of

MAGNOLIA LAND 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 Thirtieth day of December 19 53



Receipt No. 9782 L

Hugh White
Governor

By the Governor

Helen Loden
Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1953.

THE CHARTER OF INCORPORATION OF
MAGNOLIA LAND COMPANY, INC.

1. The corporate title of said company is:

MAGNOLIA LAND COMPANY, INC.

2. The names of the incorporators are:

Bernard W. N. Chill Postoffice Jackson, Mississippi

Lilyan R. Chill Postoffice Jackson, Mississippi

R. W. Emerson Postoffice Jackson, Mississippi

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

The total number of shares of stock which the corporation shall have authority to issue is Three Hundred (300), all of one class and of the par value of Fifty (\$50.00) Dollars each.

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

SEE 4 ABOVE.

6. Period of existence is: Ninety-nine (99) Years.

7. The purpose for which it is created is:

To acquire by lease, purchase, gift, devise, contract, concession, or otherwise, and to hold, own, develop, explore, exploit, improve, operate, lease, enjoy control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of, wherever situated, 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 kind, nature and description whatsoever.

To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal and trade in and with, both within and without the State of Mississippi, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

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

To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased, to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

To adopt, apply for, obtain, register, produce, take,

purchase, exchange, lease, hire, acquire, secure, own, hold, use, operate, contract, or negotiate for, take licenses or other rights in respect of, sell, transfer, grant licenses and rights in respect of, manufacture under, introduce, sell, assign, collect the royalties on, mortgage, pledge, create liens upon, or otherwise dispose of, deal in, and turn to account, letters patent, patents, patent rights, patents applied for or to be applied for, trade-marks, trade names and symbols, distinction marks and indications of origin or ownership, copyrights, syndicate rights, inventions, discoveries, devices, machines, improvements, licenses, processes, data, and formulae of any and all kinds granted by, or recognized under or pursuant to the laws of the United States of America, or of any other country or countries whatsoever, and with a view to the working and development of the same, to carry on any business, whether manufacturing or otherwise, which the corporation may think calculated, directly or indirectly, to effectuate these objects.

To underwrite, subscribe for, purchase, invest in, or re-invest, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, debentures, mortgages and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds and

other evidences of indebtedness and obligations, to issue in exchange therefor its own stocks, bonds or other obligations, and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof, and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

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

To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of shares of its own capital stock, provided that the funds or property of the corporation shall not be used for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the State of Mississippi, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, and in foreign countries, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

IN GENERAL to do any or 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 manufacturing 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.

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:

Three (3) shares.

[Handwritten signature]

[Handwritten signature]

[Handwritten signature]

Incorporators.

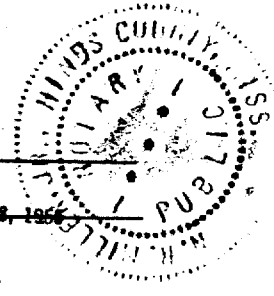
ACKNOWLEDGMENT

STATE OF MISSISSIPPI)
)
County of Hinds.)

This day personally appeared before me, the undersigned authority, Bernard W. N. Chill, Lilyan R. Chill and R. W. Emerson, incorporators of the corporation known as the **MAGNOLIA LAND COMPANY, INC.**, 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 December, 1953.

[Handwritten signature]

My Commission Expires June 8, 1955
N. R. Miller, Jr.
Notary Public



Received at the office of the Secretary of State this the 21st day of December, A. D., 1953, together with the sum of \$ 40⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer Lodner
Secretary of State.

Jackson, Miss., December 30 1953.

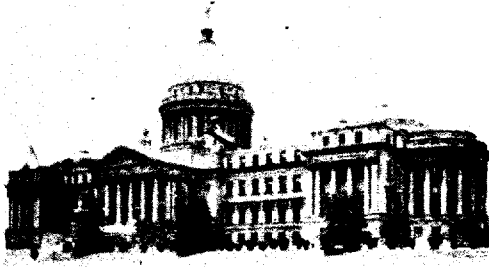
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Coleman
Attorney General

By Alex M. Keigley
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

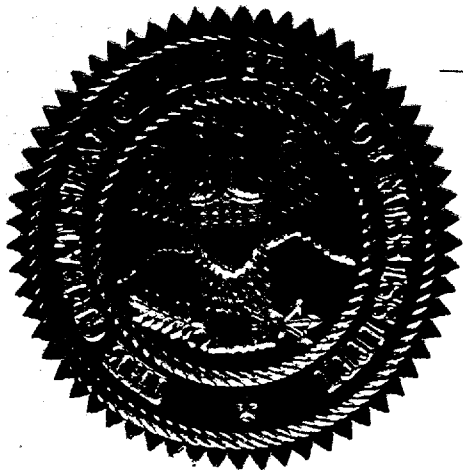
KOSCIUSKO LAND COMPANY, INC.

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 _____ Thirtieth _____ day of

December 19 53



Receipt No. 9781 L

[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Recorded in the Secretary of State's Office this the thirty-first day of December, 1953.

THE CHARTER OF INCORPORATION OF
KOSCIUSKO LAND COMPANY, INC.

1. The corporate title of said company is:

KOSCIUSKO LAND COMPANY, INC.

2. The names of the incorporators are:

Bernard W. N. Chill Postoffice Jackson, Mississippi

Lilyan R. Chill Postoffice Jackson, Mississippi

R. W. Emerson Postoffice Jackson, Mississippi

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

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

The total number of shares of stock which the corporation shall have authority to issue is Three Hundred (300), all of one class and of the par value of Fifty (\$50.00) Dollars each.

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

SEE 4 ABOVE.

6. Period of existence is: Ninety-nine (99) Years.

7. The purpose for which it is created is:

To acquire by lease, purchase, gift, devise, contract, concession, or otherwise, and to hold, own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage, or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of, wherever situated, 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 kind, nature and description whatsoever.

To manufacture, purchase, or otherwise acquire, hold, own, sell, assign, transfer, lease, exchange, invest in, mortgage, pledge, or otherwise encumber or dispose of and generally deal and trade in and with, both within and without the State of Mississippi, and in any part of the world, goods, wares, merchandise and property of every kind, nature and description.

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

To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the good will, rights and property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased, to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all of the powers necessary or convenient for the conduct and management thereof.

To adopt, apply for, obtain, register, produce, take,

purchase, exchange, lease, hire, acquire, secure, own, hold, use, operate, contract, or negotiate for, take licenses or other rights in respect of, sell, transfer, grant licenses and rights in respect of, manufacture under, introduce, sell, assign, collect the royalties on, mortgage, pledge, create liens upon, or otherwise dispose of, deal in, and turn to account, letters patent, patents, patent rights, patents applied for or to be applied for, trade-marks, trade names and symbols, distinction marks and indications of origin or ownership, copyrights, syndicate rights, inventions, discoveries, devices, machines, improvements, licenses, processes, data, and formulae of any and all kinds granted by, or recognized under or pursuant to the laws of the United States of America, or of any other country or countries whatsoever, and with a view to the working and development of the same, to carry on any business, whether manufacturing or otherwise, which the corporation may think calculated, directly or indirectly, to effectuate these objects.

To underwrite, subscribe for, purchase, invest in, or re-invest, acquire, hold, pledge, hypothecate, exchange, sell, deal in and dispose of, alone or in syndicates or otherwise in conjunction with others, stocks, bonds, debentures, mortgages and other evidences of indebtedness and obligations of any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, and evidences of any interest, in respect of any such stocks, bonds and

other evidences of indebtedness and obligations, to issue in exchange therefor its own stocks, bonds or other obligations, and, while the owner or holder of any such, to exercise all the rights, powers and privileges of ownership in respect thereof, and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for any such stocks, bonds or other evidences of indebtedness or obligations or evidences of any interest in respect thereof.

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

To purchase or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of shares of its own capital stock, provided that the funds or property of the corporation shall not be used for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

To have one or more offices, conduct and carry on its business and operations and promote its objects within and without the State of Mississippi, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, and in foreign countries, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

IN GENERAL to do any or 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 manufacturing 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.

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:

Three (3) shares.

Bernard W. N. Chill
Lilyan R. Chill
R. W. Emerson
 Incorporators.

ACKNOWLEDGMENT

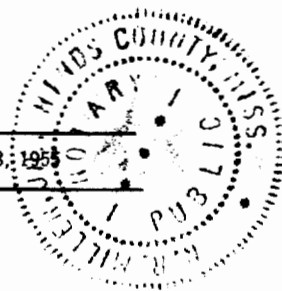
STATE OF MISSISSIPPI)
)
 County of Hinds.)

This day personally appeared before me, the undersigned authority, Bernard W. N. Chill, Lilyan R. Chill and R. W. Emerson, incorporators of the corporation known as the **KOSCIUSKO LAND COMPANY, INC.**, 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 December, 1953.

N. R. Miller, Jr.

My Commission Expires June 8, 1955

N. R. Miller, Jr.
 Notary Public



Received at the office of the Secretary of State this the 21st day of December, A. D., 1953, together with the sum of \$ 40⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams
Secretary of State.

Jackson, Miss., December 30 1953.

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 *Ray M. Kerney*
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

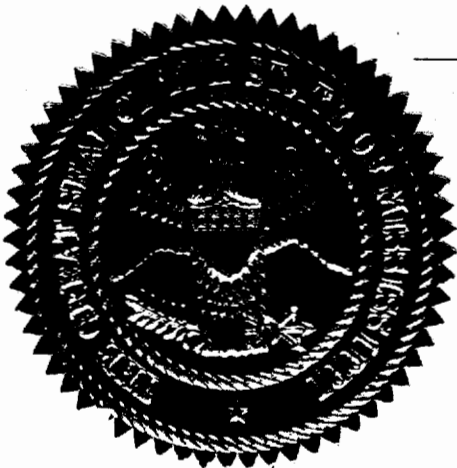
NATCHEZ AIR RESCUE SQUADRON

is hereby approved.

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

this _____ Thirtieth _____ day of

December 19 53



Receipt No. 9409 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the thirty-first day of December, 1953.

NATCHEZ AIR RESCUE SQUADRON

P.O. BOX 98

NATCHEZ, MISSISSIPPI

Minutes of the weekly meeting of the Natchez Air Rescue Squadron held October 26, 1953, at the residence of J. R. North, Jr., 408 Cherry Street, Natchez, Mississippi.

Present at this meeting were: J. R. North, Jr.; Dix A. Fowler; Edward W. Phelan; John E. Mulhearn; Edwin E. Lawrence.

This meeting was declared open at 8:00 P.M. with J. R. North, Jr., as acting chairman.

This business at hand being the appointing three(3) members to act as incorporators in order that the Natchez Air Rescue Squadron may formally and officially submit it's application of incorporation with the State of Mississippi, was discussed, and the following members were selected to act in behalf of the Squadron as incorporators: Edwin E. Lawrence, Dix A. Fowler, and Edward W. Phelan on resolution offered by Rex North being seconded by John E. Mulhearn and passed unanimously by all members present. The necessary papers were filled out and completed and prepared for submission to the State.

With the discussion of a Treasurer arising, Edwin E. Lawrence was duly appointed as such unanimously and accepted the office.

The position of chairman was voted upon, and J. R. North, Jr., has been selected to fill this office, and accepted.

With all pertinent business completed, circulars were prepared for distribution around the city of Natchez, and surrounding area.

The meeting was adjourned with the consent of all.

Dix A. Fowler
DIX A. FOWLER,
SECRETARY
NATCHEZ AIR RESCUE SQUADRON

This is the true and exact copy of the minutes of the Natchez Air Rescue Squadron which includes the resolution naming the incorporators of the same.

ATTEST: *Dix A. Fowler*
DIX A. FOWLER
SECRETARY
NATCHEZ AIR RESCUE SQUADRON

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 NATCHEZ AIR RESCUE SQUADRON

2. The names of the incorporators are:

EDWIN E. LAWRENCE Postoffice NATCHEZ, MISSISSIPPI

DIX A. FOWLER Postoffice NATCHEZ, MISSISSIPPI

EDWARD W. PHELAN Postoffice NATCHEZ, MISSISSIPPI

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at POST OFFICE BOX 98, NATCHEZ, 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: 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 Natchez Air Rescue Squadron is a new organization, now formed, to serve the people of Adams County in times of emergency and/or disaster, to meet certain needs with a vitally needed air link, and is operated as a non-profit organization. In general, the Natchez Air Rescue Squadron serves in the following functions:

For Search and Rescue (on land and water), for missing persons or vehicles, and for downed aircraft, military or civilian. To furnish Emergency medical relief by the use of flying ambulances for victims, polio cases, and invalids, and to furnish emergency air transportation for medicines, serums, doctors, and supplies. For the prevention of forest fires and to assist in the flood control work by the use of radio coordinated fire spotting and emergency drops of men or supplies and for the rescue of trapped or injured fire-fighters. To work for Civil Defense by the coordination with local Civilian Defense units, and Civil Air Patrol and to furnish communications and liaison, also for traffic control and the emergency transportation of key personnel, and to promote the coordination with Law Enforcement Agencies by the use of air reconnaissance for fugitives and traffic control. All to improve the physical, mental, and moral conditions of mankind and all other purposes to which an organization of this kind can and may serve.

This corporation has no shares of stock, and makes expulsion the only remedy for non-payment of dues, and the right to one vote in the election of all officers, vest in each member, and the loss of membership by death or otherwise terminates all interests 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.

NONE

William E. Lawrence
Ray A. Fowler
Edward W. Baker

Incorporators.

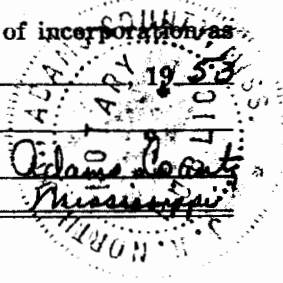
ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
County of ADAMS

This day personally appeared before me, the undersigned authority EDWIN E. LAWRENCE,
DIX A. FOWLER, EDWARD W. PHELAN

incorporators of the corporation known as the NATCHEZ AIR RESCUE SQUADRON
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

My commission expires: October 12, 1955
J. Rhoett Jr
Notary Public, Adams County
Mississippi



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 30th day of December
A. D., 1953, 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., December 30th 1953

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 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

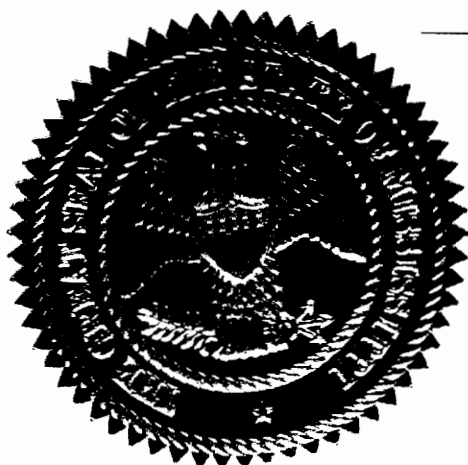
CLARKSDALE FORD COMPANY, INC.

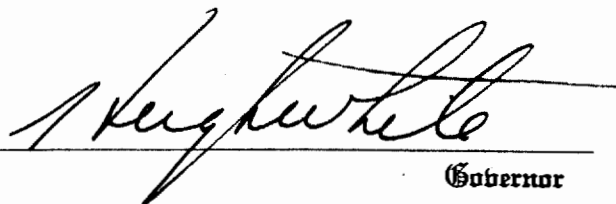
is hereby approved.

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

this _____ Thirtieth _____ day of

December 19 53




Governor

By the Governor


Secretary of State

Receipt No. 9837 L

Recorded in the Secretary of State's Office this the
thirty-first day of December, 1953.

STATE OF MISSISSIPPI
TO CHARTER
CLARKSDALE FORD COMPANY, INC.

THE CHARTER OF INCORPORATION
OF
CLARKSDALE FORD COMPANY, INC.

1. The corporate title of said company is:
Clarksdale Ford Company, Inc.
2. The names and post office addresses of the incorporators are:
W. E. Rust, Clarksdale, Mississippi
S. H. Harrington, Clarksdale, Mississippi
3. The domicile of the corporation is at Clarksdale, Mississippi.
4. The amount of capital stock and particulars as to class or classes thereof:
\$75,000.00, all common stock, consisting of 750 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 a general automobile sales business. In connection with the operation of said business, the company shall have the right to buy, sell, and service any and all types of automobiles, trucks, tractors, equipment, trailers, and accessories, both new and used. The company shall have the right to enter into such contracts and other agreements as may be necessary in connection with the business to be conducted, and to borrow money and pledge the company's property, including its contracts, choses in action, inventories, and other assets owned by it, as collateral therefor. However, nothing foregoing shall be considered as limitation upon the powers of the company, and it shall be entitled to do and engage in any other type of operation usually done in connection with the foregoing purposes, and perform all things, matters, and acts incident thereto.
 - (b) To purchase, lease, hire, or otherwise acquire, own, hold, maintain, alter, sell, convey, mortgage, or otherwise dispose of real estate and personal property and any interest therein, including such items as shop machinery and equipment, service trucks and vehicles, service station equipment, 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 three hundred fifty (350) 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 29th day of December, 1953.

W. E. Rust

S. H. Harrington

STATE OF MISSISSIPPI:

COUNTY OF COAHOMA:

Personally appeared before me, the undersigned authority in and for said state and county, the within named W. E. Rust and S. H. Harrington, incorporators of the corporation known as Clarksdale Ford Company, Inc., who acknowledge that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 29th day of December, 1953.

May R. Black
Notary Public



My commission expires Dec 3, 1954

Received at the office of the Secretary of State, on this the 30th day of December, 1953, together with \$160, deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams

Secretary of State

Jackson, Mississippi

December 30th, 1953

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 30th day of December, 1953.

J. P. Coleman

Attorney General of Mississippi

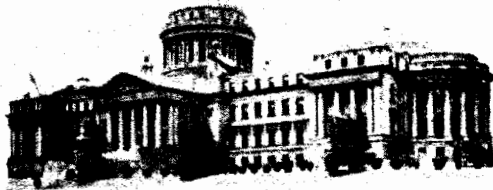
By:

James J. K. Dale

Assistant Attorney General

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

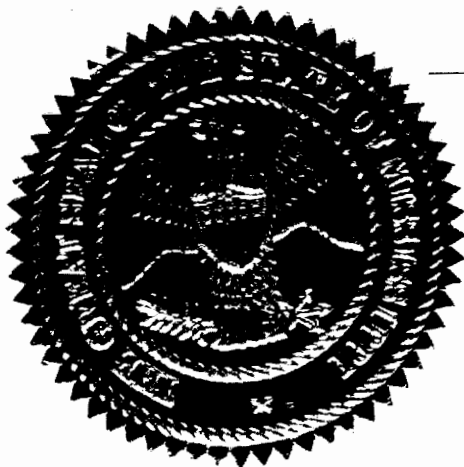
C. M. GOOCH LOGGING COMPANY

is hereby approved.

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

this _____ Thirtieth _____ day of

December 19 53



Receipt No. 9809 L

Hubert White
Governor

By the Governor

Hubert White
Secretary of State

Recorded in the Secretary of State's Office
this the thirty-first day of December, 1953.

ARTICLES OF INCORPORATION
OF
C. M. GOOCH LOGGING COMPANY
OF
JACKSON, MISSISSIPPI

ARTICLE I.

The name of the corporation is -
C. M. GOOCH LOGGING COMPANY

ARTICLE II.

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

W. G. Boone
1325 Commerce Title Building
Memphis, Tennessee

Charles H. Davis
1325 Commerce Title Building
Memphis, Tennessee

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

ARTICLE III.

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

Jackson, Mississippi

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 One Hundred Dollars (\$100.00) per share.

ARTICLE V.

The duration of the corporation is ninety-nine (99) years.

ARTICLE VI.

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

To carry on a general lumber, tanning, farming and milling business; to lease, purchase and hold timber lands, and other lands in connection therewith; to buy, cut, sell, manufacture and ship timber, lumber, grain, pulp, tanbark, and the products thereof; construct, own, lease and operate gristmills, sawmills, pulp mills, tanbark mills, and other mills; also tramroads, railroads and other roads, and steamboats and barges, for the transportation of the said commodities to and from said mills; also side booms and pocket booms and shear booms, at and near said mills, for the purpose of catching and holding logs and other timber to be used and manufactured at said mills; carry on a general merchandise business in connection with said lumber and milling business; and to perform all such acts necessary and incidental to the accomplishment of the foregoing purposes which are authorized by the general corporate 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 ten (10).

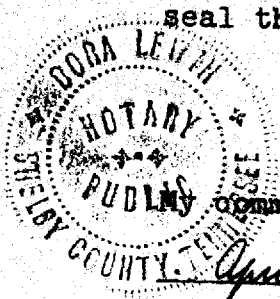
W. G. Boone
Charles H. Davis
William G. Boone, Jr.
Incorporators

STATE OF TENNESSEE
COUNTY OF SHELBY

I, _____, a Notary Public,
do hereby certify that on the 29th day of December, 1953,
W. G. Boone, Charles H. Davis and William G. Boone, Jr.,

appeared before me, and first being duly sworn by me, severally acknowledged that they signed and delivered 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 Lewis
Notary Public

commission expires:

April 4, 1955

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

A. D., 1953 ^{and repaid 12-30-1953,} together with the sum of \$ 210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Huber Loden
SECRETARY OF STATE

Jackson, Miss.,

Dec. 30, 1953

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. Rainey
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

LAKELAND INDUSTRIES

is hereby approved.

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

this _____ Thirtieth _____ day of

December _____ 19 53 _____



Receipt No. 9836 L

Jeff White
Governor

By the Governor

Helene Loden
Secretary of State

Recorded in the Secretary of State's Office
this the thirty-first day of December, 1953.

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

Lakeland Industries

1. The corporate title of said company is Lakeland Industries
2. The names of the incorporators are:

| | | |
|-------------------------|-------------------|------------------------------------|
| <u>L. A. Davidson</u> | <u>Postoffice</u> | <u>Isola, Mississippi</u> |
| <u>Gene P. Chandler</u> | <u>Postoffice</u> | <u>Box 216, Isola, 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 Isola, Sunflower County, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof:

Ten thousand dollars represented by (100) one hundred shares of common stock, each of said shares having a par value of (\$100.00) one hundred dollars.
5. Number of shares for each class and par value thereof: One hundred shares of stock, all common, and each of a par value of one hundred dollars (\$100.00).
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 buy, sell, own, rent, lease, operate, manage and control farm and timber lands and urban property;

To engage in the production of cotton, corn, beans, rice, vegetables, fruits and all manner and kinds of farm products;

To engage in the raising, marketing and selling of cattle, livestock, hogs, sheep and poultry;

To engage in general mercantile business -- buying and selling at both wholesale and retail;

To operate gins, elevators, mills, processing and packing plants of all kinds;

To contract and be contracted with;

To borrow money and issue its bonds, notes, debentures or other evidences of such indebtedness; and

To do and perform all and everything permitted to corporations consistent with and, in general, in furtherance of the aforestated privileges and permitted by Chapter 4, Title 21 of the Code of Mississippi 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.

Fifty shares of common stock each of a par value of \$100.00 (one hundred dollars).

W. H. Goodwin

W. H. Chandler

Incorporators.

ACKNOWLEDGMENT

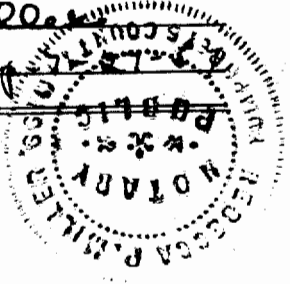
STATE OF MISSISSIPPI

County of Humphreys

This day personally appeared before me, the undersigned authority L. A. Davidson
and Gene P. Chandler

incorporators of the corporation known as the Lakeland Industries

who acknowledged that ~~he~~ (they) signed and executed the above and foregoing articles of incorporation as
~~his~~ (their) act and deed on this the 29th day of December, 19 53

Rebecca P. Miller
Notary - Commission Expires 12-27-54


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 30th day of December
A. D., 19 53, 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., December 30th 1953

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.

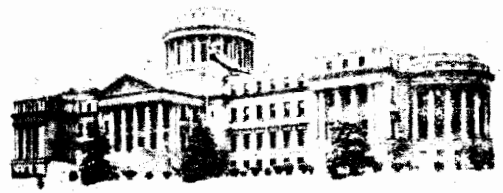
J. P. Colman
Attorney General.
By James J. Kendall
Assistant Attorney General.

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

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

WETMORE & PARMAN, 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 Fourth day of January 19 54



[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Receipt No. 9921 L

Recorded in the Secretary of State's Office this the fourth day of January, 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

WETMORE & PARMAN, INC.

1. The corporate title of said company is WETMORE & PARMAN, INC.

2. The names of the incorporators are:

W. G. Wetmore Postoffice P. O. Box 63, Jackson, Mississippi

A. L. Parman Postoffice P. O. Box 63, 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:

One Hundred Fifty Thousand Dollars (\$150,000.00) of Capital Stock, consisting of 15000 share of common stock, ten dollars (\$10.00) each at a no par value.

5. Number of shares for each class and par value thereof: 15,000 shares of common stock at \$10.00 per share at a no par value.

ninety-nine

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

7. The purpose for which it is created:

To engage in a general contracting, general construction, and general engineering business of every kind and character, and to engage in construction, repair and maintenance of residential and/or commercial and/or public and/or industrial property and buildings either for itself or for others.

To purchase, acquire, hold, improve, sell, convey, assign, release, mortgage, incumber, lease, hire, rent and deal in real and personal property of every name and nature, including stocks and securities of other corporations, at any time held or owned by it. To acquire and operate saw mills or acquire and cut timber if deemed advantageous to the carrying on of said contracting or construction work.

To purchase, own, lease, control and operate all necessary machinery, tools, appliances and equipment required and requisite for the use in the construction, repair and maintenance of commercial and private dwellings, buildings and structures. To rent, lease or let personal property of every kind owned by it.

To own, control and operate required and requisite motor vehicles necessary for the carrying on of said business and the transportation of required materials, improvements, equipment and personnel.

To lend money and take security or securities for the payment of all sums due the corporation, and to sell, assign and release such securities; to borrow money and to execute bonds, bills, notes and other evidences of indebtedness, and to secure the same or any part thereof by mortgaging, pledging, or otherwise incumbering its property in any part of same. To execute performance bonds or other evidence of good faith.

To carry on and conduct the business of builders and contractors and the doing of any other work in connection therewith, including the locating, laying out and construction of roads, avenues, sewers, bridges, wells, walks, sidewalks, water lines, gas lines, and generally to do and perform any and all works as contractors and constructors, to the end of covering the building and contracting business and the work connected therewith.

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

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

11, 800 shares of common stock at a no par value of \$10.00 per share

W. E. Moore
G. J. Parson

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

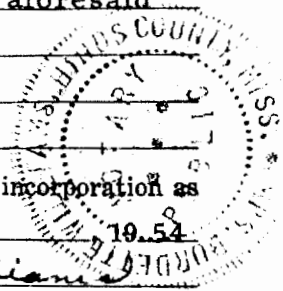
County of HINDS

This day personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, W. G. Wetmore and A. L. Parman

incorporators of the corporation known as the WETMORE & PARMAN, 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 January

Mrs. Berdette Williams
Notary Public



My Commission Expires: Sept 5, 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 4th day of January A. D., 1954, together with the sum of \$ 3.10 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter Loden
Secretary of State.

Jackson, Miss., January 4, 1954

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.

S. P. Coleman Attorney General.
By Wesley M. Keigley Assistant Attorney General.

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

State of Mississippi

EXECUTIVE OFFICE

JACKSON

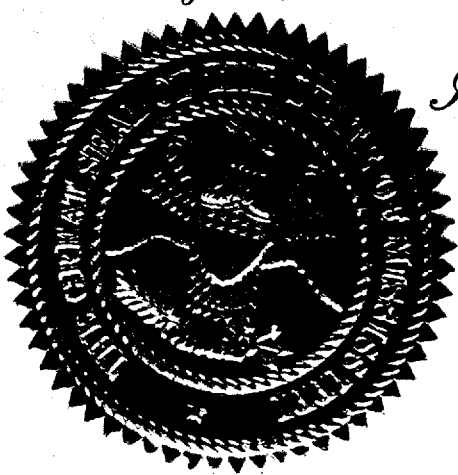
*The within and foregoing Amendment to the
Charter of Incorporation of* _____

CLARKSDALE FORD COMPANY

Changing name to

CLARKSDALE MOTORS, INC.

is hereby approved.

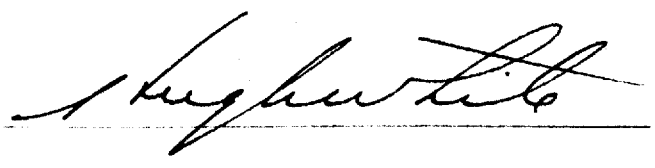


*In testimony whereof, I have herunto set
my hand and caused the Great Seal
of the State of Mississippi to be af-
fixed, this* Fourth *day of*
January 1954

Receipt No. 9916 L

By the Governor.





Secretary of State.

"RESOLUTION

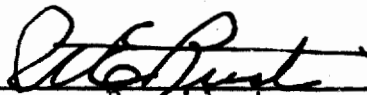
Be it resolved by the stockholders of
Clarksdale Ford Company, Incorporated that Paragraph 1
of the Charter of Incorporation of said company be amended
to read as follows:

The corporate title of said company is
'Clarksdale Motors, Inc.'

Be it further resolved that the President and
Secretary be and they are hereby authorized and directed to
execute the necessary amendment so as to effect the change
in the corporate title of this company, and to do all things
necessary and proper to be done in the premises."

We, W. E. Rust and ^{Ralph} ~~R.~~ L. Watts, respectively
President and Secretary of Clarksdale Ford Company, In-
corporated, hereby certify that the foregoing is a true copy
of a resolution adopted by unanimous vote of the stockholders
of said corporation on the 2nd day of January, 1954.

Given under our hand and the seal of the corporation
this the 2nd day of January, 1954.



President



Secretary

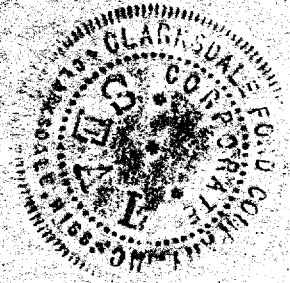


AMENDMENT TO THE CHARTER OF INCORPORATION
OF
CLARKSDALE FORD COMPANY, INC.

Paragraph 1 of the Charter of Incorporation
of Clarksdale Ford Company, Inc., is amended to read as
follows:

The corporate title of said company is
"Clarksdale Motors, Inc."

This the 2nd day of January, 1954.



W. E. Rust
President

Ralph L. Watts
Secretary

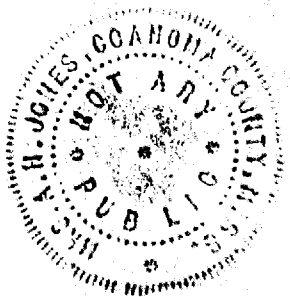
STATE OF MISSISSIPPI
COUNTY OF COAHOMA

Personally appeared before me, the undersigned
Notary Public in and for said state and county, W. E. Rust
and ^{Ralph} E. L. Watts, respectively President and Secretary of
Clarksdale Ford Company, Inc., who acknowledge that as such
officers of said corporation they are authorized to and did
execute the foregoing Amendment to the Charter of Incorpora-
tion of Clarksdale Ford Company, Inc. on the date therein
mentioned.

Given under my hand and official seal this the 2nd
day of January, 1954.

Mrs. A. J. Jones
Notary Public

My commission expires Oct. 1, 1957



Received at the office of the Secretary of State,
this the 4th day of January, 1954, together with the
sum of \$ 10⁰⁰ deposited to cover the recording fee, and
referred to the Attorney General for his opinion.

Helen G. L. L.
Secretary of State

Jackson, Mississippi

January 4th, 1954

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

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

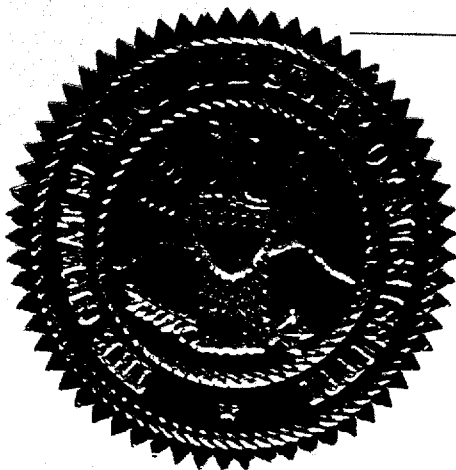
ROBINSON & JULIENNE, INC.

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 _____ Fourth _____ day of

January 19 54



[Handwritten signature]
Governor

By the Governor

[Handwritten signature]
Secretary of State

Receipt No. 9919 L

Recorded in the Secretary of State's Office this the fifth day of January, 1954.

Filed by Helen Lusher, Secretary of State, Jackson, Miss.
This form is for acknowledgments in making application for Charter of Incorporation in Mississippi.

THE CHARTER OF INCORPORATION OF

ROBINSON & JULIENNE, INC.

1. The corporate title of said company is Robinson & Julienne, Inc.
2. The names of the incorporators are:

| | | |
|-----------------------------|------------|-----------------------------|
| <u>John W. Robinson</u> | Postoffice | <u>Jackson, Mississippi</u> |
| <u>T. Mitchell Robinson</u> | Postoffice | <u>Jackson, Mississippi</u> |
| <u>Louis N. Julienne</u> | Postoffice | <u>Jackson, Mississippi</u> |
| | 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:
Seventy Five Thousand Dollars (\$75,000.00) all common stock, 750 shares, of a par value of One Hundred Dollars (\$100.00) per share.

5. Number of shares for each class and par value thereof: 750 shares of Common Stock of a par value of One Hundred Dollars (\$100.00) for each 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:

(a) To engage in business as general, local and special agents for all kinds of Insurance Companies, Surety Companies and Bonding Companies; to own and operate general, local and special Insurance Agencies, to engage in the business as agents of writing all kinds of insurance and bonds of every character; and generally to do and perform all those things which any agency of an Insurance Company, Surety Company or Bonding Company would do or perform in and about the conduct of the business of such company.

(b) To act as adjusters of insurance claims of every character and of claims arising under bonds of every kind.

(c) To purchase, lease, trade for or otherwise acquire, to own, hold, use, operate and enjoy, and to sell, lease, mortgage, hypothecate or otherwise dispose of all such real and personal property as may be necessary or useful in the conduct of such business. The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 24, Code of Mississippi of 1906, and House Bill No. 655, Laws of Mississippi of 1928.

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.

Thirty (30) shares of common stock

{ John W. Robinson }
 X { John W. Robinson }
 X _____
 X _____
 X _____

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority

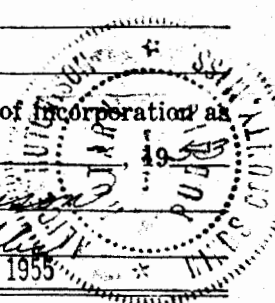
John W. Robinson, T. Mitchell Robinson and Louis N. Julienne

incorporators of the corporation known as the Robinson & Julienne, Inc.

who acknowledged that ~~was~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(their)~~ (their) act and deed on this the 31st day of December

Alice Hutcherson
Notary Public

My Commission Expires Aug. 30, 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 4th day of January
A. D., 1953, together with the sum of \$160.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter Luder
Secretary of State.

Jackson, Miss., January 4th 1954

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 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

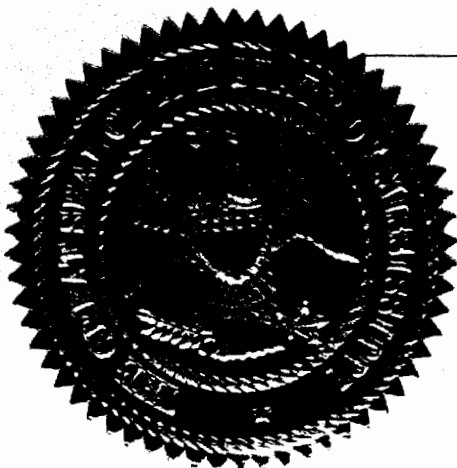
MICHEL & ROSENBAUM, INC.

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 _____ Fourth _____ day of

January 19 54



[Handwritten signature]

Governor

By the Governor

[Handwritten signature]

Secretary of State

Receipt No. 9923 L

Recorded in the Secretary of State's Office this the fifth day of January, 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

MICHEL & ROSENBAUM, INC.

1. The corporate title of said company is Michel & Rosenbaum, Inc.
2. The names of the incorporators are:

| | | |
|----------------------------|------------|------------------------------|
| <u>Calvin J. Michel</u> | Postoffice | <u>Jackson, Mississippi</u> |
| <u>Sidney L. Rosenbaum</u> | Postoffice | <u>Meridian, Mississippi</u> |
| | 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 of capital stock, consisting of 500 shares of common stock of a par value of One Hundred Dollars (\$100.00) per share.
5. Number of shares for each class and par value thereof: _____

500 shares of all common stock of a par value of One Hundred Dollars (\$100.00) 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 conduct and maintain a general insurance agency and to act as agents or brokers in the business of fire, casualty, accident, marine, surety, life and any other type, kind or class of insurance which is now being written or which may be written in the future; to represent any type and kind of insurance companies and any number of insurance companies in any of their lawful business, including the right to investigate, handle, adjust and settle insurance losses and claims of all types; and further including, but not limited to, the purpose of issuing, countersigning, endorsing and cancelling policies of insurance for insurance companies, and to collect and, if necessary, sue for all premiums or other sums of money due this corporation or any insurance company represented thereby; and to enter into any lawful contracts with insurance companies incidental to doing business with such companies.

To conduct a mortgage loan business for itself, and for others as brokers, agents or correspondents, including the right to deal in stocks, bonds, promissory notes, commercial paper, mortgages, deeds of trust and any other securities, and the right to lend money either for itself or as brokers, agents, or correspondents for others and to take securities of any type therefor; to solicit mortgage loans and other types of loans; and to generally deal and trade in any and all kinds of choses in action and securities.

To own, buy, sell and trade in real estate and personal property; to conduct and maintain a general real estate agency and brokerage business, including the management of estates; to act as agent, broker or attorney in fact for any persons or corporations in buying, selling and dealing in real or personal property and any and every estate and interest therein, and in choses in action secured thereby, including judgments resulting therefrom;

To improve, manage, protect, develop, sell, assign, transfer, rent, lease, mortgage, pledge, or otherwise dispose of or deal with all or any part of the property of the corporation and from time to time to vary any investment or employment of capital of the corporation; to borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise; and generally to make and perform agreements and contracts of every kind and description.

To engage in the business of buying, selling, constructing and repairing houses, improvements, buildings, and structures of any and every type whatsoever, and to engage in the business of contracting for the construction of houses, improvements, buildings, and structures of any and every type whatsoever.

To do all things necessary, suitable or desirable for the accomplishment of any of the purposes set out hereinabove either alone or in association with others; and to do all things incidental to the aforesaid 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.

20 shares of common stock.

Calvin J. Michel
Sidney L. Rosenbaum

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority in and for the jurisdiction aforesaid, Calvin J. Michel and Sidney L. Rosenbaum

incorporators of the corporation known as the Michel & Rosenbaum, 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 January

My Commission Expires Mar. 2, 1954

J. P. Coleman
NOTARY PUBLIC
MISSISSIPPI
JAN 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 _____, 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 4th day of January A. D., 1954, together with the sum of \$ 110 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen L. Ladd
Secretary of State.

Jackson, Miss., January 12 1954

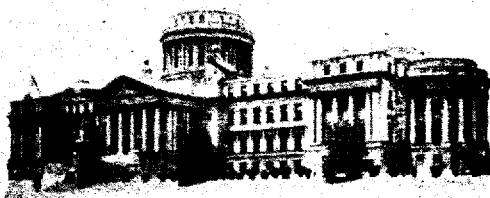
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

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

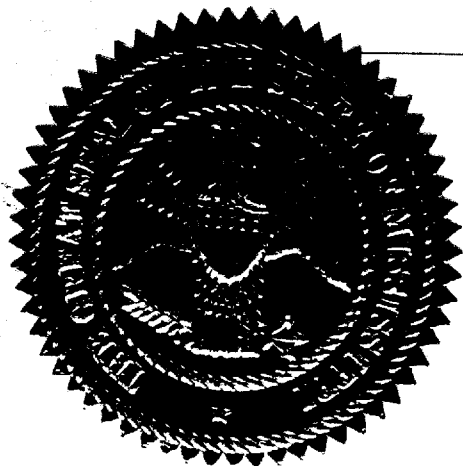
GREENWOOD (MISS.) THOM McAN, INC.

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 _____ Fourth _____ day of

January 19 54



[Handwritten signature]
Governor

By the Governor

[Handwritten signature]
Secretary of State

Receipt No. 9907 L

Recorded in the Secretary of State's Office this the fifth day of January, 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

GREENWOOD (MISS.) THOM McAN, INC.

1. The corporate title of said company is Greenwood (Miss.) Thom McAn, Inc.

2. The names of the incorporators are:

Fulton Thompson Postoffice Jackson, Mississippi

R. H. Thompson Postoffice Jackson, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at 118 North Congress Street, Jackson 104, Mississippi
c/o R. H. Thompson

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

One hundred shares of common stock, all of one class and without par value.

5. Number of shares for each class and par value thereof: One hundred shares of common stock
without par value, the sale price of which is fixed at Seventy Dollars for each 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:

(a) To manufacture, buy, sell and generally deal in shoes, apparel and accessories of every nature and description, and in goods, wares and merchandise of every other kind and description; and

(b) To purchase, take on lease or sublease and otherwise acquire, use and generally deal in and with retail shoe stores and other real estate of every other kind and description, and any interests and rights therein.

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 without par value.

9. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make and alter the by-laws of this corporation, subject to the by-laws, if any, adopted by the stockholders.

To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose or to abolish any such reserve in the manner in which it was created.

10. 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.

J. H. Thompson

R. H. Thompson

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

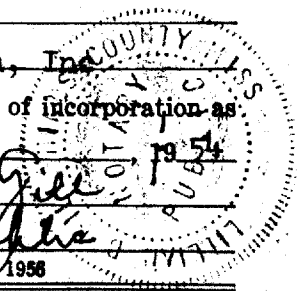
County of Hinds

This day personally appeared before me, the undersigned authority

Fulton Thompson and R. H. Thompson

incorporators of the corporation known as the Greenwood (Miss.) Thom McAn, 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 January, 1954

Lillian B. Gill
Notary Public
My Commission Expires Jan. 28, 1958



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 4th day of January
A. D., 1954, together with the sum of \$24.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter L. Adams
Secretary of State.

Jackson, Miss., January 4th 1954

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. Hedall
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

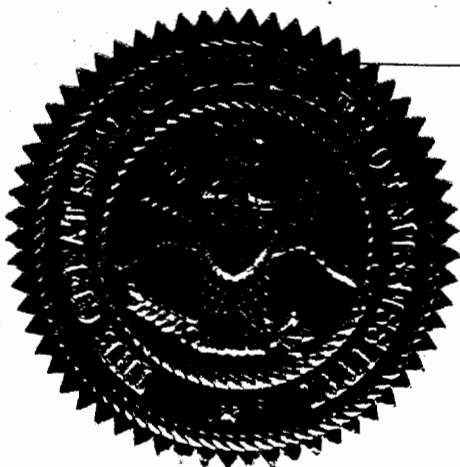
HOSS HEAVY HAULERS, INC.

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 _____ Fourth _____ day of

January 19 54



[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Receipt No. 9920 L

Recorded in the Secretary of State's Office
this the fifth day of January, 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

HOSS HEAVY HAULERS, INC.

1. The corporate title of said company is Hoss Heavy Haulers, Inc.

2. The names of the incorporators are:

Harold M. Hoss Postoffice Box 787, Laurel, Mississippi.

Joseph M. Hoss Postoffice Box 787, Laurel, Mississippi.

B. O. Berg Postoffice Box 787, Laurel, Mississippi.

G. B. Smith Postoffice Box 787, Laurel, Mississippi.

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Laurel, Jones County, Mississippi.

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

Total authorized capital stock, Two Hundred Fifty Thousand Dollars (\$250,000.00).

Two thousand (2,000) shares, five percent (5%) cumulative preferred stock of the par value of One Hundred Dollars (\$100.00) per share.

Five hundred (500) shares 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: _____

Two thousand (2,000) shares, five percent (5%) cumulative preferred stock of the par value of One Hundred Dollars (\$100.00) per share.

Five hundred (500) shares 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 (99) years.

7. The purpose for which it is created: To buy, sell, lease, barter and exchange any and all types of automotive equipment, trucks, trailers, bulldozers, and all other machinery and equipment; to engage generally as a common carrier in accordance with the rules and regulations of the Interstate Commerce Commission and of the several regulatory and administrative boards of the states in which the corporation may qualify to do business; to contract, subcontract, and lease for the hauling and transportation of oil well and oil field drilling equipment, machinery, materials and supplies; to buy, sell, lease, barter, and exchange oil field and oil well equipment, machinery, materials, and supplies; to buy, sell, lease, barter and exchange automotive parts and equipment of every nature, kind and description; to engage generally in the stringing of pipe and other conduit materials; to operate bulldozers, drag lines, and other similar equipment for all agricultural and commercial uses; to enter into the usual and customary fields of business endeavor of others engaged in the said industry, including, but not limited to, purchase, sale and exchange of working interests in oil fields, mineral interests, leasehold interests, and royalty interests; and to acquire real property together with improvements situated thereon for the conduct of the corporation's business.

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

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

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

Harold M. Hoss
 Joseph M. Hoss
 B. C. Berg
 G. B. Smith

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of JONES.

This day personally appeared before me, the undersigned authority

Harold M. Hoss, Joseph M. Hoss, B. O. Berg, and G. B. Smith

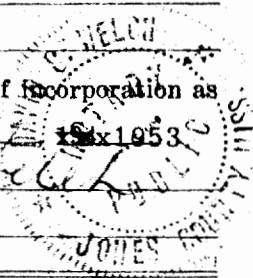
incorporators of the corporation known as the Hoss Heavy Haulers, Inc.

who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 31 day of December 1953

Handwritten signature of Notary Public

Notary Public

My commission expires: March 20, 1955



STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

Blank lines for signature and name of 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

Blank lines for signature and name of authority

incorporators of the corporation known as the

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

Received at the office of the Secretary of State this the 4th day of January A. D., 1954, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Handwritten signature of Secretary of State

Secretary of State.

Jackson, Miss., January 4th 1954

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 S. Kendall Assistant Attorney General

By

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

SOUTHERN NITROGEN 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 _____ Fourth _____ day of

January 19 54



[Handwritten signature]

Governor

By the Governor

[Handwritten signature]

Secretary of State

Receipt No. 9903 L

Recorded in the Secretary of State's Office this the fifth day of January, 1954.

CHARTER OF INCORPORATION
OF
SOUTHERN NITROGEN SUPPLY COMPANY

ARTICLE I.

The corporate title of this corporation is: Southern Nitrogen Supply Company.

ARTICLE II.

The names and post-office addresses of the incorporators are:

| <u>NAME</u> | <u>POST OFFICE ADDRESS</u> |
|-----------------------|--------------------------------|
| <u>Ward F. Seat</u> | <u>Yazoo City, Mississippi</u> |
| <u>F. M. Patty</u> | <u>Yazoo City, Mississippi</u> |
| <u>Owen Cooper</u> | <u>Yazoo City, Mississippi</u> |
| <u>R. E. Warwick</u> | <u>Jackson, Mississippi</u> |
| <u>W. B. Dunwoody</u> | <u>Yazoo City, Mississippi</u> |
| <u>C. Livingston</u> | <u>Yazoo City, Mississippi</u> |
| <u>E. B. Golding</u> | <u>Yazoo City, Mississippi</u> |

ARTICLE III.

The domicile of the corporation is: Yazoo City, Yazoo County, Mississippi.

ARTICLE IV.

Section A. The amount of authorized capital stock with particulars as to the class or classes thereof, their privileges and restrictions, the number

of shares for each class, and the par value thereof are as follows:

The total amount of authorized capital stock of the corporation is Fifty Thousand Dollars (\$50,000.00), divided into five thousand (5,000) shares of common stock of the par value of Ten Dollars (\$10.00) per share.

The common stock of the corporation shall be issued, from time to time, in such amounts as the board of directors may determine.

Each share of common stock shall be entitled to receive, or have set apart to it, if and when declared by the board of directors, in their discretion, annual dividends out of the net earnings of the corporation in a sum not to exceed five per cent (5%) per annum. Dividends upon the common stock shall be non-cumulative and may be paid in cash, common stock or certificates of indebtedness of the corporation.

The voting privileges of the shares of common stock shall be: each share of capital stock shall be entitled to one vote in the election of directors and in all other matters upon which such stockholders are entitled to vote.

Section B. This corporation shall have a lien on the shares of each holder of common stock and upon all dividends declared on the same for any sum due it from such holder of stock, either on account of the subscription of its stock or for any other indebtedness due from the stockholder, provided that such lien may be waived by the corporation. No stock shall be transferred unless all debts due by the holder thereof to the corporation are first paid (or arranged satisfactory to the board of directors).

Section C. In the event any stockholder desires to sell or transfer his stock or any portion thereof, the corporation shall have the right and option

to purchase the same upon the following conditions, to-wit:

The holder of any certificate of common stock desiring to sell or transfer his stock or any portion thereof shall give the corporation notice of such intention in writing at its home office with full information concerning the purchaser and the notice shall give the mailing address of the stockholder. The option of the corporation to purchase the same shall be exercised by written notice stating the amount to be paid therefor, mailed to the address of such stockholder as given in his notice of intention to transfer or as shown on the books of the corporation within sixty (60) days after actual receipt of such written notice at its home office.

Upon the exercise of such option by the corporation the stockholder may either elect to abandon the transfer of the stock or to sell the same to the corporation.

No further action shall be necessary by the corporation unless and until the holder shall deliver to the corporation at its home office, within thirty (30) days of the exercise of such option by the corporation, such certificate or certificates of stock properly endorsed. Within ten (10) days thereafter, the corporation shall deliver or tender to the stockholder the purchase price thereof by delivery to the stockholder of the check of the corporation or by mailing its check to such stockholder at the address given in the notice of intention or the address shown on the books of the corporation.

If the corporation elects to purchase such stock, the price to be paid for said stock shall be determined by the board of directors by election of either of the following methods, each of the methods being separate and independent with no relation to nor dependency upon the other, to-wit:

(1) Upon election of this method of determining such price, the same shall be the book value thereof as established at the end of its last fiscal year, together with interest at the rate of six per cent (6%) per annum from such date to the date of the receipt of such notice by the corporation, but there shall be deducted from such value in arriving at the purchase price any indebtedness of the holder of such stock to the corporation regardless of the source of the indebtedness. Such book value shall, however, be increased or decreased by the board of directors by taking into account appreciation of assets or the existence of intangible assets not written into the books, and by adjusting excessive or inadequate reserves, and by taking into account accrued or contingent or threatened liabilities based upon the last general audit available to the directors and the reasonable determination of the board of directors in making such increases and/or decreases shall be final.

(2) Upon election of this method of determining such price, the same shall be the fair market value of such stock upon the date that notice of the exercise of such option is mailed by the corporation to the stockholder. Market value shall be construed to mean what a purchaser who is not compelled to buy would pay under ordinary circumstances to a seller who is not compelled to sell as reflected by bona fide sales and offers in the usual and ordinary course of business. It shall not include any speculative value or any enhancement of value arising from unusual or peculiar circumstances. The stockholder offering to sell such stock shall furnish the corporation with the full and complete information upon which he bases the market value as claimed by him. In the event of any dispute between the parties hereto as to the market value of the said shares of stock to be thus paid, the said market value thereof shall be determined by two

appraisers, one to be chosen by the corporation and the other to be chosen by the stockholder; provided that if the two appraisers so chosen are unable to agree upon the market value of the said shares of stock, said appraisers shall thereupon select a third appraiser, and the reasonable findings of any two of such appraisers as to the said market value of the said shares of stock shall be binding upon all the parties concerned. In arriving at the purchase price on the basis of market value there shall be deducted from such value any indebtedness of the holder of such stock to the corporation, regardless of the source of such indebtedness.

If the board of directors elects to purchase at book value, as above defined, nevertheless such board shall have the absolute right and option although having first elected to purchase at book value, at any time before final consummation of the purchase, including payment of purchase price and legal transfer of the stock, to abandon that criterion of fixing the purchase price and consummate the purchase upon the basis of market value as hereinabove defined.

If the corporation does not elect to purchase such stock, within said sixty (60) days or fails to pay for the same as above provided, the stockholder offering such stock shall be free to make a sale of his stock to any person.

All restrictions upon the transfer of the stock of this corporation shall be referred to briefly upon the certificates of stock issued by the corporation. Upon compliance with such restrictions, title to a certificate and to the shares represented thereby can be transferred only as provided in Section 1, Chapter 222 of the Laws of 1946. If any of the common stock of the corporation is transferred in violation of the provisions of this charter, all dividends upon such stock,

and all voting power thereof, (except as may be guaranteed by Section 194 of the Mississippi Constitution and Section 5326, Mississippi Code of 1942) shall cease until such time as the violation is removed and the stock is held in accordance with the provisions of this charter.

In the event the board of directors finds that any of the common stock of the corporation has come into the hands of a holder in violation of the provisions of this charter, the corporation shall have the right at any time thereafter, at its option, to purchase such stock for the price and upon the terms and conditions (insofar as they may be applicable) above set forth or, at the option of the board of directors, such stock may be converted to a certificate of indebtedness payable on or before ten (10) years after date, such certificate or certificates shall bear interest at the rate of five per cent (5%) per annum and shall be issued under the direction of and upon the terms and conditions determined by the board of directors as authorized in this charter. All preferred patronage rights, all voting powers, and all dividends upon such stock shall cease upon its purchase or conversion.

Section D. All other terms and conditions of the submission of proposed transfers and of the purchase of common stock by the corporation shall be as may be fixed by the by-laws or as may be determined by the board of directors, not in conflict herewith.

Section E. In the event of the termination of the corporation, or the distribution of its capital in any way other than the purchase of its common stock by the corporation, any assets remaining after the payment of all debts of the corporation (including all certificates of indebtedness other than those

issued as dividends upon or in lieu of common stock) shall be distributed in the following order and manner:

(1) All outstanding certificates of indebtedness issued as dividends on common capital stock, together with interest accrued thereon to time of distribution, shall be paid.

(2) All outstanding common stock shall be retired at par, plus any dividends declared thereon and unpaid, together with any certificates of indebtedness issued in lieu of stock.

(3) Any assets remaining shall be distributed to the patrons of the corporation in proportion to their total patronage with the corporation during the preceding two years or such lesser time as the corporation has been in existence.

ARTICLE V.

Section A. "Patrons" and similar terms utilized in this charter, the by-laws of the corporation and any contracts executed by it shall include and be limited to persons, firms and corporations who assign to this corporation (1) the right to purchase anhydrous ammonia, ammonium nitrate or other commodities from the Mississippi Chemical Corporation under preferred patronage rights in such corporation or (2) the right under valid and enforceable contracts to purchase such commodities from any other manufacturer thereof or dealer therein. Such terms shall not include persons, firms or corporations from whom such commodities may be purchased or to whom the same may be sold by this corporation. "Patronage business" and similar terms thus utilized shall include and be limited to business done by the purchase and sale of commodities received by virtue of such rights assigned by patrons.

Section B. At the first meeting of the board of directors after its incorporation and organization and thereafter prior to the beginning of any fiscal year, the board of directors shall have the power by affirmative resolution to provide for the deduction from net earnings on patronage business during the succeeding fiscal year of that portion of the following reserves which may not be available from profits for such fiscal year upon non-patronage business and from other non-patronage sources, to-wit:

(1) A reserve for working capital. Unless the board affirmatively finds prior to the beginning of any fiscal year (or at said first meeting after the organization of the corporation during the first fiscal year) that a greater amount is necessary to carry on the business of the corporation and provides such amount, such reserve shall not exceed \$5,000.00 or twenty percent (20%) of the net earnings of the corporation, whichever is the lesser. The board may thus fix a lesser amount, in its discretion.

(2) A reserve for the retirement of any indebtedness of the corporation. The basis of such debt retirement fund shall not exceed the setting aside of such sums each year on a pro rata basis as shall be necessary to retire the indebtedness or indebtednesses involved as the same becomes due and payable according to its terms.

(3) A reserve for the elimination or reduction of the accumulated deficit of the corporation, if any, existing at the end of the month preceding the adoption of such resolution.

(4) A reserve for the payment of income taxes payable by the corporation for the succeeding fiscal year in such sum as the board may estimate to be required to pay the same, plus the deficit or less the surplus, if any, remaining

in such reserve at the end of the month preceding the adoption of such resolution.

If the board of directors shall not affirmatively provide for the setting up of such reserves prior to the beginning of any fiscal year (or at the said first meeting after the organization of the corporation during the first fiscal year), it shall be deemed that the board has determined not to set up any such reserve or reserves during such fiscal year. When it has been thus or otherwise determined not to set up such reserve or reserves during the succeeding fiscal year, neither the board of directors nor the stockholders shall have the power to deduct any such funds from the funds otherwise available for patronage refunds. When the basis of such fund or funds has been thus set up for the fiscal year, neither the board of directors nor the stockholders shall have the power to increase the same during such fiscal year or prior to the payment of patronage refunds for such fiscal year.

Section C. As of the end of each fiscal year and within a reasonable time thereafter, the board of directors shall determine the cost of operation for such year in accordance with generally accepted accounting and business procedure, which "cost" is defined for the purposes of this charter as: the general and administrative expenses of the corporation and the cost of purchasing, distributing and selling the commodities handled during the fiscal year and thereupon:

(1) The excess of the selling price over the cost of commodities bought and sold as non-patronage business together with any income from any other non-patronage source shall be utilized first for the payment of any dividends which may be declared by the board of directors upon outstanding capital stock within the limitations provided in this charter and second, for the setting up of such of the said reserves as shall have been provided for

as permitted above. If there be any excess, the same may be used for any of the purposes for which a reserve could have been set up prior to the beginning of the year or may be reserved for such purposes. Any remainder of the non-patronage profits shall be distributed to each patron in that proportion which the right to purchase commodities assigned to the corporation by him bears to the total rights to purchase commodities held by the corporation during the fiscal year. If there are no profits upon non-patronage business or if such profits are insufficient to pay the dividends declared by the board and to provide funds for the fixed reserves affirmatively set up by the board prior to the beginning of the fiscal year as permitted by section numbered B of this Article V (and only in such event), such dividends and fixed reserves may be paid or set aside from the net earnings upon patronage business to the extent that such dividends and fixed reserves shall exceed the profits upon non-stockholder business;

(2) All of the excess of the selling price over the cost on patronage business shall be refunded to each patron in that proportion which the right to purchase commodities assigned to the corporation by him bears to the total rights to purchase commodities held by the corporation during the fiscal year. Such excess shall include any patronage refunds received by the corporation upon commodities purchased by it as patronage business. In other words, commodities are to be handled for patrons at cost; provided, that if the profits from non-patronage business are insufficient to pay the dividends which may be declared and to provide reserves which may be set up prior to the beginning of the fiscal year in accordance with this charter, the board may set

aside from the net earnings from patronage business the amount required to make up such deficiency. Any net earnings from patronage business not otherwise specifically used or applied by the board of directors as permitted in this charter during or at the end of any fiscal year or at the allocation of the net earnings of the corporation for such fiscal year shall be deemed to have been set aside by the board as a patronage refund upon the basis adopted by the board in its last preceding allocation of the patronage refunds. The right of each patron to receive such patronage refunds shall exist by virtue of this charter, and without the necessity of any precedent action by the board of directors.

(3) Patronage refunds may be paid in cash or in stock or certificates of indebtedness of any other corporation which may be received by this corporation as dividends, patronage refunds or otherwise, or in any combination of cash, or such stock or certificates of indebtedness, in the discretion of the board of directors. The board of directors shall determine the method of payment of patronage refunds for each fiscal year, and such method shall apply uniformly to all patrons entitled to patronage refunds for such year subject to the discretion of the board to pay small amounts in cash. Patronage refunds may not be paid in stock or certificates of indebtedness of this corporation

ARTICLE VI.

The period of existence of the corporation shall be and is ninety-nine (99) years.

ARTICLE VII.

The purpose for which the corporation is created:

To buy, sell, deal in and distribute fertilizers, including anhydrous ammonia, nitric acid, ammonium nitrate, phosphate rock, phosphate deposits, potash, lime, marl, bone, fertilizer, and rendering materials of every sort and description, bone black, gelatine, glue, acids, alkalis, alcohol and chemicals of every sort and description, and in the ingredients thereof, and in all goods, wares, and merchandise used in connection therewith, and in all by-products thereof.

To engage in the business of distributing, transporting, handling, storing and disposing of all products purchased or handled by it, by any means or systems whatever.

To purchase, hold and reissue from time to time as it may see fit, any shares of its own stock, using for such purpose any funds of the corporation available therefor, including any part of its surplus; but while the corporation holds the same, it shall not be entitled to vote such stock or to receive any dividends thereon.

To purchase, hold, sell, assign, transfer or otherwise dispose of any stock, bonds or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations formed under the laws of the United States, the State of Mississippi or any other state, district, territory or country, or bonds, securities or evidences of indebtedness of the United States of America, any state, territory or foreign country or any political subdivision of any of them, and while being the owner thereof to exercise all rights, powers and privileges of ownership and to aid in lawful manner any corporation or association of which the stocks,

bonds or other securities or evidences of indebtedness are held by this corporation, and to do any and all lawful acts or things designed to protect, preserve, improve or enhance the value of any such stocks, bonds or other securities or evidences of indebtedness.

To borrow or raise money, from time to time, and without limit, and upon any terms, for any of the corporate purposes of the corporation; to authorize the issue of bonds, notes, debentures and other obligations or evidences of indebtedness of the corporation for moneys so borrowed; and to secure the payment of the same and of the interest thereon by mortgage upon, or pledge, conveyance, or assignment in trust of, the whole or any part of the property of the corporation, real, personal or in action, or every description whatsoever, whether at the time owned or thereafter acquired.

To make loans to other corporations, associations, firms and persons when, in the opinion of the board of directors, such action would tend to promote the business of this corporation.

To use its name and credit for the benefit of other corporations, firms, associations, partnerships, trusts, companies, or individuals, in any way which may seem to the board of directors to be proper or necessary in connection with 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.

ARTICLE VIII.

The number of shares of each class of capital stock to be subscribed and paid for before the corporation begins business shall be:

Shares of common stock -- twenty-five shares of common stock of the par value of two hundred and fifty dollars (\$250.00)

ARTICLE IX.

Sections C, D and E of Article IV and Article V hereof may be amended only by the vote in person or by proxy of eighty per centum (80%) of the outstanding shares of stock of the corporation. Any other provision of this charter may be amended by the vote in person or by proxy of a majority of the outstanding shares of stock of the corporation.

WITNESS THE SIGNATURES of the Incorporators, this the 21st day of December, A.D., 1953.

David I. Seal

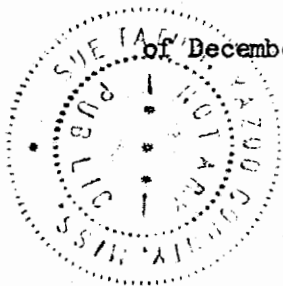
W. M. [unclear]
Allen Cooper
R. H. [unclear]

W. B. [unclear]
C. Livingston
E. B. Golding

STATE OF MISSISSIPPI

COUNTY OF YAZOO

This day personally appeared before me, the undersigned authority in and for said county and state, Ward F. Seat, Owen Cooper, W. B. Dunwoody, C. Livingston, and E. B. Golding, incorporators of the corporation known as the Southern Nitrogen Supply Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 29th day of December, 1953.



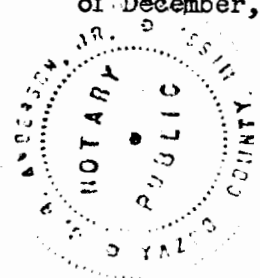
Due Litem
Notary Public

My Commission Expires: Feb. 25, 1954

STATE OF MISSISSIPPI

COUNTY OF YAZOO

This day personally appeared before me, the undersigned authority in and for said county and state, F. M. PATTY, incorporators of the corporation known as the Southern Nitrogen Supply Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 29th day of December, 1953.



[Signature]
Notary Public

My Commission Expires: June 17, 1954

STATE OF MISSISSIPPI

COUNTY OF HINDS

This day personally appeared before me, the undersigned authority in and for said county and state, R. E. Warwick

incorporators of the corporation known as the Southern Nitrogen Supply Company, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 21st day of December, 1953.



Jack H. Ewing
Notary Public

My Commission Expires: My Commission Expires Dec. 13, 1955

Received at the office of the Secretary of State this the 31st day of December, 1950, together with the sum of \$ 110⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Adams
Secretary of State

Jackson, Mississippi

January 4th
~~December~~ 1954

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. Calaman
Attorney General

James S. Kendall
Assistant Attorney General

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

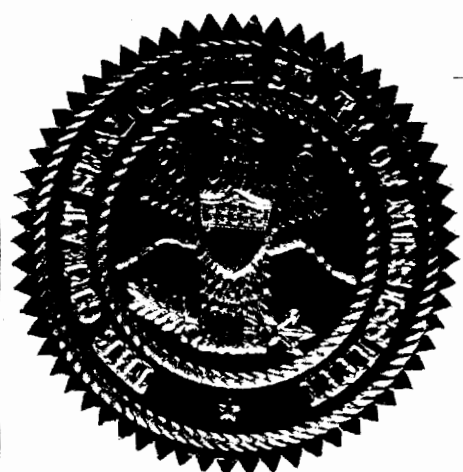
GULFPORT FUEL ELECTRIC, INC.

is hereby approved.

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

this _____ Sixth _____ day of

January 19 54



Hubert White
Governor

By the Governor

Hubert White
Secretary of State

Receipt No. 9924 L

Recorded in the Secretary of State's Office this the sixth day of January, 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

GULFPORT FUEL ELECTRIC, INC.

1. The corporate title of said company is GULFPORT FUEL ELECTRIC, INC.

2. The names of the incorporators are:

A. G. Plunkett Postoffice Box 935, Gulfport, Mississippi

Mrs. Bertha G. Plunkett Postoffice Box 935, Gulfport, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Gulfport, Mississippi

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

\$5,000.00 - All common.

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

50 Shares Common Stock - Par Value \$100.00 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 engage in and carry on the business of dealers in and manufacturers of, and repairers and rebuilders of, all types and kinds of automobile and machinery parts and accessories.

To buy or otherwise acquire, own, hold, manage, and control real and personal property of every description, including its own stock and stock in any other corporations, and to sell and convey, mortgage, pledge, lease, or otherwise dispose of such property or any thereof, and to lend money either upon or without security.

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, 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.

Ten shares of the common stock of the corporation.

A. J. Plunkett

Miss Bertha G. Plunkett

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Harrison

This day personally appeared before me, the undersigned authority

A. G. Plunkett and Mrs. Bertha G. Plunkett

incorporators of the corporation known as ~~the~~ Gulfport Fuel Electric, 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 4 day of January

John M. Davis
Notary Public
JAN 10 1954
MISSISSIPPI
HARRISON

My Commission Expires August 31, 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 5th day of January

A. D., 1954, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Lodge
Secretary of State.

Jackson, Miss., January 5th 1954

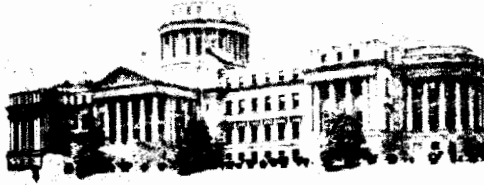
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

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

HORSESHOE NAIL 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 _____ Sixth _____ day of

January 19 54



Receipt No. 9925 L

Stephens

Governor

By the Governor

Helmer Lodge

Secretary of State

Recorded in the Secretary of State's Office
this the sixth day of January, 1954.

THE CHARTER OF INCORPORATION OF THE
HORSESHOE NAIL DEVELOPMENT COMPANY

1. The corporate title of the company shall be Horseshoe Nail Development Company.
2. The names and post office addresses of the incorporators are:
 - Sam Price, 303 Common Street, New Orleans, La.
 - Knox White, Box 144, Gulfport, Miss.
 - Neil ~~E~~ White, Box 144, Gulfport, Miss.
3. The domicile of the corporation shall be Henderson Point, Mississippi.
4. The authorized capital stock shall consist of One Hundred (100) Shares of the par value of One Hundred (\$100.00) Dollars per share. All said stock shall be common stock. Said stock shall be subject to such privileges and restrictions as provided by Section 194 of the Constitution of Mississippi of 1890 and by Section 5326, Mississippi Code of 1942 and all amendments thereto.
5. The sale price of said stock shall be One Hundred (\$100.00) Dollars per share.
6. The period of existence of the corporation shall be ninety-nine (99) years.
7. The purposes for which the corporation is created are: to buy and sell lands and personal property; to create and operate a subdivision or subdivisions and to sell lots therein for residence and business purposes not contrary to law. To borrow money and to secure such loans by mortgage or pledge of the property of the corporation. To sue and be sued; to contract and be contracted with within the limits of the corporate powers; to issue bonds and secure same by mortgage or otherwise; to hypothecate the franchise. In addition the corporation may exercise all powers conferred by Chapter 4, Mississippi Code of 1942 and all amendments thereto.
8. The number of shares of stock to be subscribed and paid for

before the corporation shall commence business shall be One Hundred (100) shares of the common stock of the par value of One Hundred (\$100.00) Dollars per share.

Sam Price
Knox White
Neil White
 Incorporators

STATE OF MISSISSIPPI
 COUNTY OF HARRISON

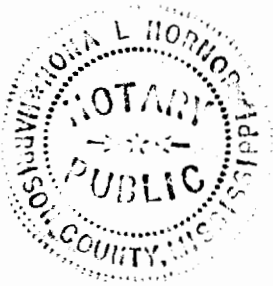
Personally appeared before the undersigned authority in and for said County and State, Sam Price, Knox White and Neil ~~X~~ White, who acknowledged that they signed and delivered the foregoing charter of incorporation this second day of January, 1954.

Given under my hand and seal of office this second day of January, 1954.

Nona L. Hornor
 Notary Public

in + for Harrison
 County, Miss.

My commission
 expires 12/5/1954



Received at the office of the Secretary of State, this the 5th day of January

A. D., 1954, together with the sum of \$30⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
SECRETARY OF STATE

Jackson, Miss.,

January 5th, 1954

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. Calman
ATTORNEY GENERAL.

By James J. Kendall
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

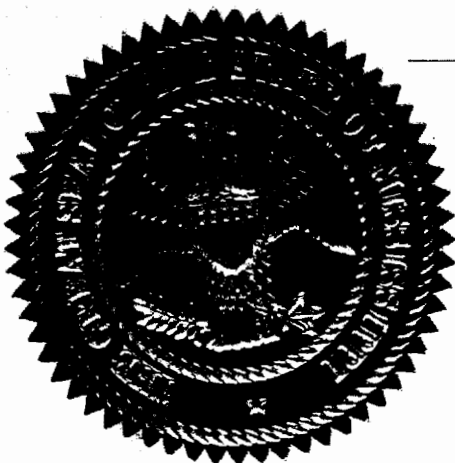
HAWCO DITCHING AND CONSTRUCTION COMPANY

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 _____ Sixth _____ day of

January 19 54



Receipt No. 9926 L

Jeff White
Governor

By the Governor

Hubert L. Adams
Secretary of State

Recorded in the Secretary of State's Office this
the sixth day of January, 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

HAWCO DITCHING AND CONSTRUCTION COMPANY

1. The corporate title of said company is Hawco Ditching and Construction Company

2. The names of the incorporators are:

G. W. White, Jr. Postoffice Laurel, Mississippi

Frederick G. Cox, Jr. Postoffice Laurel, Mississippi

Guy M. Walker Postoffice Laurel, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Laurel, Mississippi

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

One Hundred (100) shares Common stock

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

| | |
|-----------------------------------------|-------------|
| One Hundred (100) shares Common Stock @ | \$50,000.00 |
| \$500.00 each | |

6. Period of existence (not to exceed ninety-nine years) is Fifty (50)

(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created: to bid on, contract for, and construct all types of ditches, sewerage, underground pipe lines for gas, oil, water and all other types of underground piping, underground cables for power and telephon and to construct all types of underground construction whether specifically mentioned herein; and, to furnish, buy and sell any or all types of materials used therein; and, to bid on, contract for and construct all types of above ground work such as telephone and power poles and all types of line construction, and to contract for and do all things necessary and incident thereto, pertaining to all of the above mentioned construction, and to sub-contract all or any part of the things set forth herein; and, to let for sub-contract any contract or any part thereof of any construction contract under contract, together with the right to buy, sell, lease, mortgage and own property, both real and personal; to hire and fire employees and agents necessary to the carrying out of its business; to borrow or lend money and to buy, rent, lease, use, build, manufacture, patent and sell all types of construction machinery and equipment pertaining to the construction work carried on by this company, and to bid on, contract for, or build any or all types of buildings and structures and to have all powers necessary and incident to its 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.

Fifty-one (51) Common Stock

G. W. White Jr.
Guy M. Walker
Fredrick H. Coyle

Incorporators.

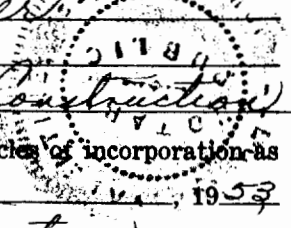
ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jones

This day personally appeared before me, the undersigned authority G. W. White, Jr., Frederick G. Cox, Jr., and Guy M. Walker

incorporators of the corporation known as the Lawson Ditching & Construction 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 31st day of December, 1953



Esmerise Talentine
Notary Public

My com. expires 6/30/56

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 5th day of January A. D., 1954, together with the sum of \$110.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter Ladner
Secretary of State.

Jackson, Miss., January 24 1954

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. Calman
Attorney General.
By James J. Kidoall
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

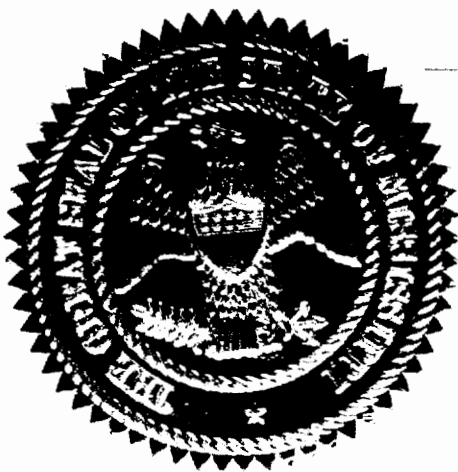
THE DEPENDENT MINISTERS AND CHRISTIAN WORKERS' ASSOCIATION

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 _____ Ninth _____ day of

January 19 54



Hughes
Governor

By the Governor

Helen Johnson
Secretary of State

Receipt No. 9371.

Recorded in the Secretary of State's Office
this the Ninth day of January, 1954.

THE DEPENDENT MINISTERS AND CHRISTIAN
WORKERS ASSOCIATION
MEMPHIS, MISSISSIPPI

Transcript from the Minutes--:

" Be It Resolved, that The Dependent Ministers and Christian Workers Association, a voluntary organization, be incorporated under the laws of the State of Mississippi;
and Be It further Resolved, that the Revs. S L Donald, D W Moore and R F Foreman be and the said persons are hereby authorized and directed to act as incorporators and are hereby empowered to do and perform all acts necessary to perfect the incorporation of the aforesaid Association without delay."

We, the undersigned President and Secretary, respectively of THE DEPENDENT MINISTERS AND CHRISTIAN WORKERS ASSOCIATION do hereby certify that the above and foregoing resolutions were duly and regularly adopted on the 16 day of September, 1953 at a regular meeting of the members of the aforesaid association, regularly called and duly constituted and at which a quorum of the membership was present and participating.

WITNESS our hands and the seal of the said Association, this the 28 day of December, 1953.

D W Moore
D W Moore President
S L Donald
S L Donald Secretary

L S

Sworn to before me and subscribed in my presence this the 28 day of December, 1953.

James A. Brown
James A. Brown
Notary Public

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 DEPENDENT MINISTERS AND CHRISTIAN WORKERS ASSOCIATION

The Dependent

1. The corporate title of said company is / Ministers and Christian Workers' Association

2. The names of the incorporators are:

| | | |
|------------------------------------------|------------|------------------------------|
| <u>Simon</u> Ben L. Donald | Postoffice | <u>Meridian, Mississippi</u> |
| Ben D W Moore | Postoffice | <u>Meridian, Mississippi</u> |
| Ben R F Foreman | Postoffice | <u>Meridian, Mississippi</u> |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |

3. The domicile is at Meridian, Lauderdale County, 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; 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 members in the corporate assets in compliance with Section 5310, Mississippi Code, 1942 and amendments thereto.

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

NONE

And there shall be no individual liabilities against the members of the corporation for corporate debts, but the entire corporate property shall be liable for the claims of creditors, in compliance with Section 5310, Mississippi Code, 1942 and amendments thereto.

6. Period of existence, is perpetual. (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 give aid and assistance, financial and material, to sick, indigent and needy ministers of the Gospel and to other christian workers who are members of the organization, and to make donations to public charity organizations, local or national;

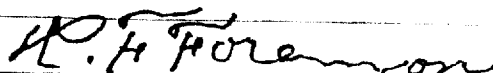
To contribute to the support and maintenance of ministers and christian workers who have become superannuated by reason of age, illness or physical infirmity caused by accident or disease, who are members of this corporation.

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 before the corporation may begin business.

NONE


Simon L. Donald


H. H. Foreman

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lauderdale

This day personally appeared before me, the undersigned authority ^{Simon} S I Donald,
D W Moore R F Foreman

incorporators of the corporation known as the The Dependant Ministers and Christian Workers Ass'n
who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as
(his) (their) act and deed on this the 28 day of December, 1953

James A Brown
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 7th day of January
A. D., 1954, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter L. Adams
Secretary of State.

Jackson, Miss. January 30th 1954

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. McCall Assistant Attorney General

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

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

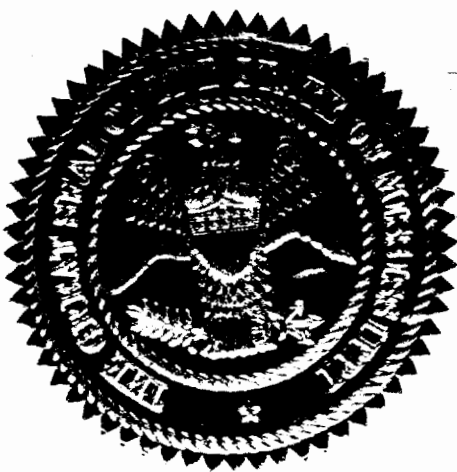
COLLARD FLYING SERVICE, INC.

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 _____ Ninth _____ day of

January 19 54



Hugh White
Governor

By the Governor

Heber L. Adams
Secretary of State

Receipt No. 9939 I.

Recorded in the Secretary of State's Office
this the Ninth day of January, 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
COLLARD FLYING SERVICE, INC.

1. The corporate title of said company is Collard Flying Service, Inc.

2. The names of the incorporators are:

C. J. Collard Postoffice Clarksdale, Mississippi

Norma Marie Collard Postoffice Clarksdale, Mississippi

Howard G. Woodward Postoffice Clarksdale, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Clarksdale, Coahoma County, Mississippi

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

\$10,000 dollars of common stock.

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

1,000 shares of common stock with a par value of \$10.00 each.

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

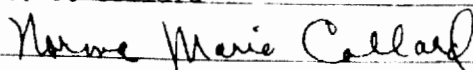
7. The purpose for which it is created:
- (A) To buy, sell, hold, manage, improve, lease, mortgage, encumber or pledge, and otherwise acquire and dispose of real, personal and mixed property of any and all kinds, character, and description.
 - (B) To carry on the business of agricultural crop dusting, agricultural crop seeding, agricultural crop planting, agricultural crop processing, and agricultural crop spraying either by airplane or land operated machines.
 - (C) To instruct and teach students to fly, to fly charter flights for hire, to carry passengers not for hire as an incident of carrying on crop dusting, seeding, planting, spraying, and processing.
 - (D) To buy, sell, deal in, trade and lease airplanes, machinery, supplies, appliances and implements of every kind, character and description necessary to or capable of being used in carrying out the above businesses.
 - (E) To manufacture and sell parts and other equipment for airplanes and to manufacture and sell airplanes.
 - (F) To borrow or raise money by the issuance of bonds, debentures, notes or other evidences of indebtedness and to mortgage or hypothecate as security, therefor, any part or all of the property of every kind, character or description that may be acquired or owned by the corporation.
 - (G) To enter into, purchase, or otherwise acquire, deal in, assign and carry out any contracts for or in relation to any of the foregoing businesses that may be necessary or desirable and lawful under the laws pursuant to which this cooperation 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.

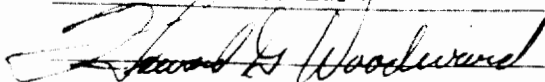
8. Number of Shares of each class to be subscribed and paid before the corporation may begin business.
- 1,000 shares of common stock with a par value of \$10.00 per share.
- (1) C. J. Collard Five Hundred (500) shares of common stock.
 - (2) Norma Marie Collard Four Hundred and ninety-nine (499) shares of common stock.
 - (3) Howard G. Woodward One (1) share of common stock.



C. J. Collard



Norma Marie Collard



Howard G. Woodward

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

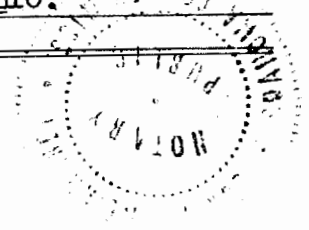
County of COAHOMA

This day personally appeared before me, the undersigned authority C. J. Collard, Norma Marie Collard and Howard G. Woodward,

incorporators of the corporation known as the Collard Flying Service, Inc., who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as ~~this~~(their) act and deed on this the 5th day of January, 1954

My Commission expires Oct. 8, 1954

Larue Merrihew
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 7th day of January A. D., 1954, together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Latham
Secretary of State.

Jackson, Miss., January 8th 1954

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

HINDS COUNTY BAPTIST 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 _____ Ninth _____ day of

January _____ 19 54 _____



Stephen White
Governor

By the Governor

Walter L. Gordon
Secretary of State

Receipt No. 9944 L.

Recorded in the Secretary of State's Office
this the Ninth day of January, 1954.

RESOLUTION

BE IT RESOLVED that Hinds County Baptist Association, an unincorporated organization and association, with headquarters at Jackson, Mississippi, be organized as a non-profit corporation under the provisions of Chapter 4, Title 21 of the Mississippi Code of 1942, as amended, and that the following members of this organization, to-wit:

- Fred A. Tarpley, of Jackson, Mississippi;
- E. L. Herring, of Jackson, Mississippi; and
- S. W. Valentine, of Jackson, Mississippi,

be, and they are, hereby duly and fully authorized to apply for a charter of incorporation as such non-profit corporation to this end, and to do and perform any and all acts necessary or advisable to complete and perfect the organization of such corporation.

I, the undersigned Clerk of Hinds County Baptist Association, an unincorporated organization and association aforesaid, hereby certify that the above and foregoing Resolution is a true, correct and exact copy of a resolution duly and legally adopted by and signed on the minutes of the organization known as said Hinds County Baptist Association, with headquarters at Jackson, Mississippi, at a meeting of such organization held at its regular meeting on Oct. 22, 1953, wherein the entire membership of said organization was present and said meeting adopted the Resolution aforesaid.

WITNESSED by signature, _____

73 day of October, 1953.



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

HINDS COUNTY BAPTIST ASSOCIATION

1. The corporate title of said company is Hinds County Baptist Association

2. The names of the incorporators are:

Fred A. Tarpley Postoffice Jackson, Mississippi

E. L. Herring Postoffice Jackson, Mississippi

S. W. Valentine 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:

There shall be no shares of stock issued, this charter being for a non-share, non-profit corporation.

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 offices, 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: _____

No share or shares of stock shall be issued.

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 promote the reading and study of the Holy Bible as the revealed word of God; to promote the teaching and preaching of the Gospel of our Lord and Savior Jesus Christ; to promote and maintain the teachings, doctrines and policy of that Christian Denomination and Sect usually and universally known and designated The Baptist Church; to maintain, own and have a place or places of religious worship, offices and such/^{other}real and personal property as may be required to carry on its Christian endeavors, and to secure, hold, improve, encumber, sell, convey, and dispose of property both real and personal, in fee simple 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.

None

Fred A. Taylor
J. L. Harrison
W. W. Valentine

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Fred C. Taylor

incorporators of the corporation known as the Hinds County Baptist 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 6th day of January, 1954

Jewel Brand
Notary Public
My Commission Expires Nov. 4, 1955

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority E. L. Herring

incorporators of the corporation known as the Hinds County Baptist 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 6th day of January, 1954

Jewel Brand - Notary Public
My Commission Expires Nov. 4, 1955

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority A. W. Valentine

incorporators of the corporation known as the Hinds County Baptist 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 6th day of January, 1954

Jewel Brand - Notary Public
My Commission Expires Nov. 4, 1955

Received at the office of the Secretary of State this the 8th day of January, A. D., 1954, together with the sum of \$ 10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter Luder
Secretary of State.

Jackson, Miss., January 8th 1954

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. Calanan
Attorney General.

By James A. 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

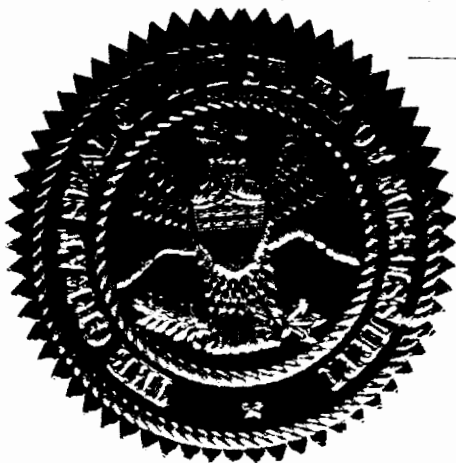
H F & L CONTRACTORS, INCORPORATED

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 _____ Ninth _____ day of

_____ January _____ 19 54 _____



Stephen White

Governor

By the Governor

John L. Gentry

Secretary of State

Receipt No. 9945 L.

Recorded in the Secretary of State's Office
this the Ninth day of January, 1954.

DRAFT OF INCORPORATION

THE CHARTER OF INCORPORATION OF "H F & L CONTRACTORS, INCORPORATED", OF AMORY, MISSISSIPPI

1. (CORPORATE TITLE) The corporate title of said company is "H F & L Contractors, Incorporated".

2. (NAMES OF INCORPORATORS) The names of the incorporators are:

| | |
|-------------------|---------------------------------|
| James E. Mathcote | Post Office: Amory, Mississippi |
| Marlin R. Fikes | Post Office: Amory, Mississippi |
| Paul Lee | Post Office: Amory, Mississippi |
| John Lee | Post Office: Amory, Mississippi |

3. (DOMICILE) The domicile is at Amory, Mississippi.

4. (CAPITAL STOCK) The amount of authorized capital stock is Two Thousand Dollars (\$2,000.00), all of which is hereby classified as and is common stock. The number of shares shall be twenty (20), and each share shall have a par value of One Hundred Dollars (\$100.00). The privileges and restrictions thereof are those fixed by law without the necessity of corporate action, together with such further privileges and restrictions as may be from time to time fixed by corporate act or acts not in violation of law.

5. (SALE PRICE) None of the capital stock of the corporation is without nominal or par value, but all of its authorized capital stock is common stock, and therefore, the sale price thereof not fixed by the board of directors.

6. (PERIOD OF EXISTENCE) The period of existence is fifty years.

7. (PURPOSES FOR WHICH INCORPORATED) The purposes for which the corporation is created are:

(a) To engage in the business of laying and maintaining all kinds of pipe, including gas mains, water and sewer lines and mains, and all kinds of pipe laying work, together with all acts necessary and incident to the laying of pipes.

(b) To engage in the business of moving dirt, sand and gravel, and ditching, grading and drainage of all types and kinds.

(c) To acquire, own, purchase, exchange, rent, lease, mortgage and hold in anywise customs or real estate of every kind and character.

(d) To do all other acts or things necessary,

desirable, convenient or incidental to the exercise and attainment of the object and purpose hereinabove set out, or any part thereof, not contrary to law.

(e) To operate, or engage in business under any or all of the foregoing clauses, or any combination of said clauses, or any part or parts thereof, and exercise any or all of its right or powers hereunder, as and when necessary or desirable in the operation, business or conduct of the corporation, except as and when otherwise required by the laws of the State of Mississippi, or of the United States.

(f) The rights and powers that may be exercised by the corporation, in addition to the foregoing, and those conferred by the provisions of Chapter 4, Title 21, Mississippi Code of 1942, and by all other laws of Mississippi.

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

8. (NUMBER OF SHARES OF STOCK TO BE SUBSCRIBED AND PAID FOR BEFORE COMMENCING BUSINESS) The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is twenty (20) shares, and the corporation shall commence business when as much as Two Thousand Dollars (\$2,000.00) in cash or its equivalent shall have been paid in for shares of stock subscribed for and sold.

Witness our signatures this 6th day of January, 1954.

INCORPORATORS:

James E. Haddock
Martin K. Pipes
Paul Lee
James Lee

STATE OF MISSISSIPPI

COUNTY OF JONES

This day personally appeared before me, the undersigned authority in and for said State and County James S. Mathew, Merlin C. Sikes, Paul Lee and John Lee, who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 6th day of January, 1954.

Ruth P. Brooks
NOTARY PUBLIC



My Commission Expires Sept. 3, 1957

Received at the office of the Secretary of State, this the 8th day of January

A. D., 1954, together with the sum of \$ 20⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Loden
SECRETARY OF STATE

Jackson, Miss.,

January 8th, 1954

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

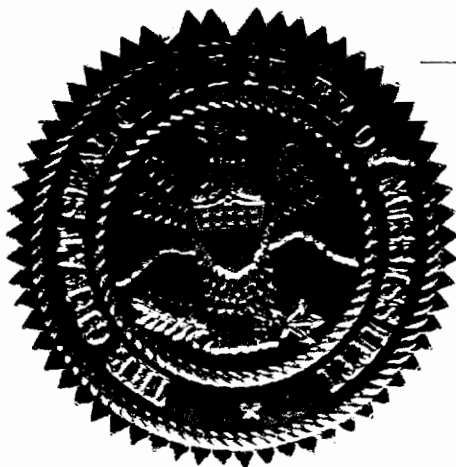
GREENVILLE STORAGE & TRANSFER CO.

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

January 19 54



Stephens White
Governor

By the Governor

Helmer Lodner
Secretary of State

Receipt No. 9946 L

Recorded in the Secretary of State's Office
this the Ninth day of January, 1954.

CHARTER OF INCORPORATION
OF
GREENVILLE STORAGE & TRANSFER CO.

- I. The corporate title of this corporation shall be
"GREENVILLE STORAGE & TRANSFER CO."
- II. The names and post office addresses of the incorporators are:
Rhodes T. Wasson, Greenville, Mississippi
J. Frank Norris, Greenville, Mississippi
W. C. Keady, Greenville, Mississippi.
- III. The domicile of the corporation shall be at the City of Greenville, Washington County, Mississippi.
- IV. The amount of capital stock shall be \$5,000.00, all common stock of the same class, consisting of fifty shares having a par value of \$100.00 per share.
- V. The period of existence for this corporation shall be 99 years.
- VI. In addition to the rights and powers conferred by the provisions of Chapter 4, Article 21, Mississippi Code of 1942 and all laws amendatory thereof, the purposes for which this corporation is created and the rights, powers and privileges conferred upon it, not contrary to law, are as follows:
To own, operate and engage in a general storage and transfer business, both of household furniture, commodities, and all kinds of properties, to operate warehouses and warehouse facilities, trucks, vans, and motor vehicles for the hauling and transporting of furniture, commodities, and all kinds of property for hire; to engage in making local freight deliveries and in the business of leasing and renting for hire trucks, automobiles and other motor vehicles; and generally to do, engage in, and perform all things and acts necessary or customarily done in connection with the general storage and transfer business.
- VII. This corporation shall commence business when 25% of the capital stock shall be subscribed and paid for.

The first meeting of persons in interest for the purpose of organizing said corporation may be called upon two days notice in writing signed by any one of the incorporators.

IN TESTIMONY WHEREOF, witness our signatures on this, the 29th day of December, 1953.

Rhodes T. Wasson
Rhodes T. Wasson

J. Frank Norris
J. Frank Norris

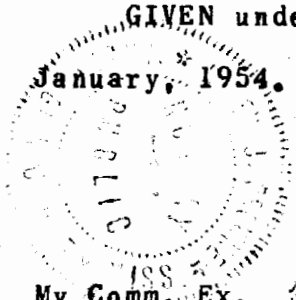
W. C. Keady
W. C. Keady

STATE OF MISSISSIPPI
COUNTY OF WASHINGTON

Personally appeared before me, the undersigned notary public in and for the aforesaid state and county, the within named RHODES T. WASSON, J. FRANK NORRIS, ^{5th} and W. C. KEADY, the incorporators of the corporation known as Greenville Storage & Transfer Co., who each acknowledged that they signed and executed the above and foregoing Articles of Incorporation on the day and year therein mentioned.

GIVEN under my hand and official seal, this the 4th day of

January, 1954.



Helen J. Brown
Notary Public

My Comm. Ex. 2-11-54

Received at the office of the Secretary of State, this the 8th day of January

A. D., 1954, together with the sum of \$20⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
SECRETARY OF STATE

Jackson, Miss.,

January 8th, 1954

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. Wendell
Assistant Attorney General.

43 53

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

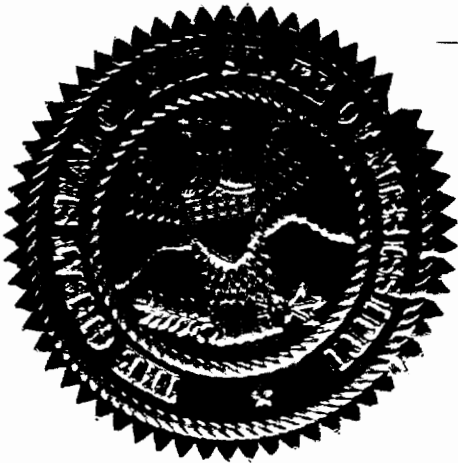
THE GARDINER COMPANY

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 _____ Ninth _____ day of

January 19 54



Hugh White
Governor

By the Governor

Hubert L. Gardner
Secretary of State

Receipt No. 9947 L.

Recorded in the Secretary of State's Office
this the Ninth day of January, 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

The Gardiner Company

1. The corporate title of said company is The Gardiner Company

2. The names of the incorporators are:

George Gardiner Green Postoffice Laurel, Mississippi

Robert C. Hynson 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:

\$303,000.00 stock, consisting of \$300,000.00 worth of non-cumulative five per cent (5%) preferred stock of the par value of \$100.00 per share, and \$3000.00 of common stock of the par value of \$1.00 per share.

The preferred stock is redeemable at \$105.00 per share.

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

3,000 shares of five per cent (5%) non-cumulative preferred stock of the par value of \$100.00 per share.

3,000 shares of common stock of the par value of \$1.00 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 engage in the business of acquiring, owning and operating a storehouse, storehouses, mercantile establishments, warehouses and market places. In aid thereof and in the enlargement of its powers and privileges and not in limitation thereof, the corporation may do any one or more of the following things, to-wit:

Build, acquire, own, deal in, operate and control mercantile establishments, warehouses, offices, office buildings and storehouses; act generally as a landlord; own and operate motor vehicles; transport in a lawful manner the products by it sold or offered for sale; manufacture and deal in articles of commerce; operate a store or stores; own, sell and deal in real estate and improve the same; act generally as brokers; and buy and sell agricultural products.

The company may adopt by-laws for the government of the directors and officers of the corporation and may make reasonable rules and regulations as to the conduct of the affairs of the corporation. Meetings of stockholders and meetings of the directors may be held within or without the State of Mississippi and may be determined and fixed by a majority of the directors. The place so fixed may be varied from time to time by a majority act of the directors and in compliance with such by-laws as may be adopted for the government of the officers and directors of said corporation. The company may issue notes, bonds, debentures and other evidence of indebtedness and secure same by mortgage, pledge, deed of trust or otherwise. The stockholders may adopt a form of stock certificate for the preferred stock and also for the common stock to be issued under this charter and issue stock certificates to purchasers of the stock, all as provided by law.

The corporation may be merged with another corporation or another corporation may be merged with this corporation, if not in violation of the laws of the State of Mississippi or the public policy of the State of Mississippi.

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

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

1500 shares of preferred

1500 shares of common.

George L. Hymon
George L. Hymon & Co.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jones

This day personally appeared before me, the undersigned authority

George Gardiner Green and Robert C. Hynson

incorporators of the corporation known as the The Gardiner 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 6th day of January, 1954

Notary Public



My commission expires: July 28, 1957

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 8th day of January A.D., 1954, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State

Jackson, Miss., January 8th 1954

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 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 ELECTROPLATING 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

January 1954



Hugh White
Governor

By the Governor

Helmer Loden
Secretary of State

Receipt No. 9955 L

Recorded in the Secretary of State's Office this the twelfth day of January, 1954.

CHARTER OF INCORPORATION

(1) The corporate title of said company is Mississippi Electroplating Company, Inc.

(2) The names and postoffice addresses of the incorporators are: William L. Messenger, 533 Caillavet Street, Biloxi, Mississippi
John J. Hannon, 460 Hopkins Blvd., Biloxi, Mississippi
Claude F. Pittman, Jr., 122 West Howard Ave., Biloxi, Mississippi

(3) The domicile of the corporation in this state is Biloxi, Harrison County, Mississippi.

(4) The amount of authorized capital stock is fifteen thousand dollars (\$15,000.00), all of which is hereby classified as, and is, common stock. The number of shares thereof shall be one hundred and fifty, and each shall have a par value of one hundred dollars (\$100.00). The privileges and restrictions thereof are those fixed by law without the necessity of corporate action, together with such further privileges and restrictions as may be from time to time fixed by corporate act or acts not in violation of law.

(5) None of the capital stock of the corporation is without nominal or par value, but all of its authorized capital stock is common stock, and therefore, the sale price thereof not fixed by the board of directors.

(6) The period of existence is fifty (50) years.

(7) The purposes for which the corporation is created are:

To engage in electroplating business generally. To deposit any metal on any other substance by electrochemical action, said metals to include but not limited to, copper, silver, nickel, gold and chromium, and said substance to include but not limited to, tin, iron, steel, pewter and aluminum. To distill water. To experiment with all types, kinds and mixtures of chemicals, gases and electrical currents. To manufacture all types and kinds of liquids and solids for use in electroplating and manufacture of goods and commodities of all types and descriptions for sale to general public. To buy, use and sell all types, kinds and mixtures of raw materials, chemicals and gases. To electroplate any or all parts on all types, kinds, makes and models of machinery, tools, automobiles, motorcycles, bicycles, boats, ships, airplanes, furniture, novelties, household fixtures and appliances, and all other fixtures, appliances and vehicles, and any and all other objects capable of being electroplated. To buy, use and sell all types, kinds, makes and models of batteries, motors, dynamos. To manufacture, produce, invent and make all types, kinds and sizes of electroplated goods and commodities for sale or trade to the general public. To buy, sell, trade, repair and alter all types, kinds and makes of amusement devices capable of being electroplated.

To buy, sell, trade, exchange, install, rent, lease and otherwise acquire or dispose of, hold, own, manufacture, produce, prepare for market, and deal in and with, either as principal or agent, and upon commission or otherwise, any and all kinds of goods, wares and merchandise, and any and all kinds of personal property of every class and description, not contrary to law.

To acquire, own, purchase, exchange, rent, lease, mortgage, sell, and otherwise dispose of, real estate of every kind and character, improved and unimproved, and any right of interest therein.

To do business on credit as well as for cash; to lend money; to borrow money; to acquire, own and purchase accounts, notes, deeds in trust, mortgages, evidences of debt, and any and all kinds of security, real and personal, for any money and debts due to any other person, firm, association, or corporation, and to collect accounts, notes, deeds in trust, mortgages, and evidences of debt, for any money and debt due to any other person, firm, association, or corporation, to take notes, deeds in trust, mortgages, evidences of debt, and any and all kinds of security, real and personal, for money and debts due to the corporation, and to mortgage, pledge, sell, transfer, assign, and otherwise dispose of, its personal property.

To assume the whole or any part of the contracts, agreements, obligations or liabilities of any person, firm, association, or corporation, unless prohibited by the laws of the State of Mississippi.

To guarantee, acquire, purchase, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of, shares of the 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, country or government, and while the owner thereof to exercise all of the rights, powers and privileges of ownership not in violation of the laws of the State of Mississippi.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States, or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade-names, relating to or useful in connection with any business of the corporation.

To negotiate for, enter into, make, assume, perform and carry out any and all kinds of lawful contracts, agreements and obligations, by or with any person or persons, firm or firms, association or associations, corporation or corporations, municipality or municipalities, county or counties, body politic or bodies politic, state or states, or any governmental sub-division or sub-divisions, district or districts, or any part of parts thereof, or any government or governments.

To own, acquire, purchase, rent, lease, construct, establish, operate, and maintain any and all offices, buildings, improvements, plants, factories, structures, mills, works and yards, including branches thereof, and in general to carry on any other business, necessary, convenient, incidental or desirable to the conduct of the enterprises thereby provided for, or any of them, or any enterprise necessary or desirable in the operation, business or conduct of the corporation not in violation of the laws of the State of Mississippi, though not hereinabove specifically provided for.

To do and perform any and all acts or things necessary, desirable, convenient or incidental to the exercise and attainment of the object and purposes thereinabove set out, or any part thereof, not contrary to law.

To operate, or engage in business, under any or all of the foregoing clauses, or any combination of said clauses, or any part or parts thereof, and exercise any of all of its rights or powers hereunder, as and when necessary or desirable in the operation, business or conduct of the corporation, except as and when otherwise required by the laws of the State of Mississippi, or of the United States.

The rights and powers that may be exercised by the corporation, in addition to the foregoing, are those conferred by the provisions of Chapter 4, Title 31, Mississippi Code of 1942, and by all other laws of the State of Mississippi.

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

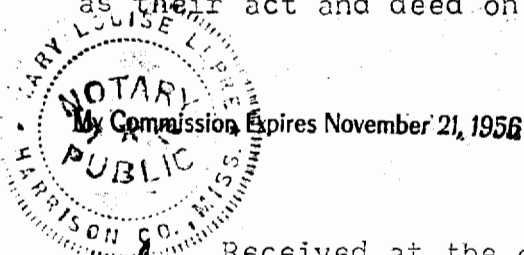
(8) The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business is one hundred fifty shares, and the corporation may commence business when as much as fifteen thousand dollars (\$15,000.00) in cash shall have been paid in for shares of stock subscribed for and sold.

William L. Messenger
John J. Hannon
Claude F. Pittman, Jr.

ACKNOWLEDGMENT

State of Mississippi
 County of Harrison

This day personally appeared before me, the undersigned authority, William L. Messenger, John J. Hannon, Claude F. Pittman, Jr., incorporators of the corporation known as the Mississippi Electroplating Company, Inc., who acknowledged that they signed and executed the above and foregoing articles of incorporation as their act and deed on this the 8th day of January, 1954.



Mary Louise Libbrecht
 Notary Public

11th Received at the office of the Secretary of State this the day of January, A. D., 1954, together with the sum of \$40.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Deere
 Secretary of State.

Jackson, Mississippi, January 11th, 1954.

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

AMENDMENT TO THE

The within and foregoing Charter of Incorporation of

FARMERS GIN COMPANY, OF COLDWATER, MISSISSIPPI

is hereby approved.

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

this _____ Eleventh _____ day of

January 19 54



Governor

By the Governor

Secretary of State

Receipt No. 9951 L

Recorded in the Secretary of State's Office this the
twelfth day of January, 1954.

Coldwater, Mississippi
January 7, 1954

The board of Directors of Farmers Gin Company, Inc., of Coldwater, Mississippi, met this day by call of the Board of Directors, consisting of J. R. Hudson, President, W. P. Veazey, Jr., Vice-President, and D. A. Canada, Secretary and Treasurer.

The Secretary, D. A. Canada, called the roll of the stockholders and the following answered present: J. R. Hudson, W. P. Veazey, Jr., and D. A. Canada, being all the stockholders of said corporation.

J. R. Hudson presided over said meeting and stated to the stockholders that the purpose of the meeting was to amend the charter of incorporation, issued and certified by the Secretary of State on November 30, 1946, whereupon, W. P. Veazey, Jr. introduced and moved the adoption of the following resolution:

WHEREAS, the Farmers Gin Company of Coldwater, Mississippi, was organized under and by virtue of the provisions of Title 21, Code of Mississippi of 1942, upon the application and petition of J. P. George and J. R. Hudson, as incorporators and said charter was duly certified and recorded in the Secretary of State's office on November 30, 1946; and

WHEREAS, said corporation has existed and performed under said articles of corporation in pursuant to said charter as provided by law; and

WHEREAS, on the 9th day of July, 1952, the said J. P. George sold his shares, consisting of 125 common shares of said Farmers Gin Company, Inc., to J. R. Hudson, W. P. Veazey, Jr. and D. A. Canada; and

WHEREAS, J. R. Hudson had purchased and owned 125 common shares of said Farmers Gin Company of Coldwater, Mississippi; and

WHEREAS, the said stockholders of Farmers Gin Company held a meeting on July 7, 1952, in pursuant to the laws of the State of Mississippi and by-laws of said corporation, there being present J. R. Hudson, W. P. Veazey, Jr., and D. A. Canada; and

WHEREAS, upon motion duly made and seconded that all the outstanding shares, consisting of 125 shares issued to J. P. George and 125 shares issued to

J. R. Hudson was presented for cancellation, which cancellation appears in the books of said corporation as shown by certificate number 1 and number 2; and

WHEREAS, the stockholders of Farmers Gin Company held a meeting on July 10, 1952, and upon motion duly made and seconded, 125 shares issued to J. P. George and 125 shares issued to J. R. Hudson were cancelled; and

WHEREAS, upon motion duly made and seconded, the stockholders directed that 83 1/3 shares, certificate number 3, be issued to J. R. Hudson; that 83 1/3 shares, certificate number 4, be issued to D. A. Canada; that 83 1/3 shares, certificate number 5, be issued to W. F. Veazey, Jr.; and

WHEREAS, it now appears that said certificates, as directed by the stockholders in a meeting held on July 10, 1952, have been issued to said stockholders and said shares are now outstanding; and

WHEREAS, the Board of Directors of Farmers Gin Company of Coldwater, Mississippi, now desire to expand its activity for the purpose of operating a gin in DeSoto County, Mississippi.

NOW, THEREFORE, BE IT RESOLVED BY THE STOCKHOLDERS OF FARMERS GIN COMPANY OF COLDWATER, MISSISSIPPI, that the charter of incorporation be amended in the following respects:

1. The Fourth Article of the present charter reads "amount of capital stock and particulars as to class or classes thereof; \$25,000 all common", be amended to read "amount of capital stock and particulars as to class or classes thereof; \$50,000 all common".

2. Article Five of said charter reads "Number of shares for each class and par value thereof; 250 shares of the par value of \$10.00" be amended to read "Number of shares for each class and par value thereof; 500 shares of the par value of \$100.00".

3. Article Seven of the charter reads "the purpose for which it is created; to own and operate a cotton gin; to buy and sell seed, cotton, cotton seed products, feed, fertilizer and such other things or commodities as may be incidental thereto", be amended to read as follows: "The purpose for which it is created; to own and operate cotton gins in Tate and DeSoto Counties, Mississippi; to buy and sell seed, cotton, cotton seed products, feed, fertilizer,

and such other things or commodities as may be incidental thereto".

BE IT FURTHER RESOLVED, FURTHER, that the President of this corporation be and he is hereby authorized and directed to make, issue, acknowledge, a certificate under the corporate seal of this company embracing the foregoing resolution and cause such certificate to be filed, recorded and published in the manner required by law.

The motion was seconded by D. A. Canada and upon the question's being put to a roll call vote, all the stockholders voted in the affirmative whereupon the President declared the motion approved and adopted.

Witness our signatures this the 7th day of January, 1954.

J. R. Hudson
Stockholder

W. S. Hayes, Jr.
Stockholder

D. A. Canada
Stockholder

I, the undersigned, as president of Farmers Gin Company, Coldwater, Mississippi, and as authorized in the above and foregoing resolution, do hereby certify that the above and foregoing is a true copy of that certain resolution passed by the stockholders of Farmers Gin Company of Coldwater, Mississippi, held on the 7th day of January, 1954.

Witness my signature, this the 7th day of January, 1954.

J. R. Hudson
J. R. Hudson, President



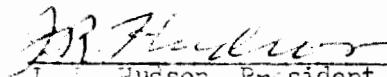
PROPOSED AMENDMENTS

I, the undersigned, President of the Farmers Gin Company of Coldwater, Mississippi, do hereby certify that at a special meeting of stockholders of said corporation, called for that express purpose, duly called and held in the Town of Coldwater, Mississippi, on the 7th day of January, 1954, at 10 o'clock a.m., at which meeting 2500 shares of capital stock of said corporation, issued and outstanding, were represented in person, that at said meeting, the stockholders authorized the original charter to be amended as follows:

1. The Fourt Article of the present charter reads "Amount of capital stock and particulars as to class or classes thereof; \$25,000 all common", be amended to read, "Amount of capital stock and particulars as to class or classes thereof; \$50,000 all common".

2. Article Five of said charter reads, "Number of shares for each class and par value thereof; 250 shares of the par value of \$100.00", be amended to read, "Number of shares for each class and par value thereof; 500 shares of the par value of \$100.00".

3. Article Seven of the charter reads, "The purpose for which it is created; to own and operate a cotton gin; to buy and sell seed, cotton, cotton seed products, feed, fertilizer and such other thin s or commodities as may be incidental thereto", be amended to read as, "The purpose for which it is created; to own and operate cotton gins in Tate and DeSoto Counties, Mississippi; to buy and sell seed, cotton, cotton seed products, feed, fertilizer, and such other things or commodities as may be incidental thereto".


 J. R. Hudson, President

STATE OF MISSISSIPPI
 TATE COUNTY

Personally appeared before me, the undersigned authority in and for county and state aforesaid, the within named, J. R. Hudson, first being duly sworn, disposes and says:

That he is the President of the Board of Directors of Farmers Gin Company, Coldwater, Mississippi, and that the above is a true copy of the proposed amendments to the charter of incorporation as passed by the stockholders, who acknowledged that he signed and executed the above and foregoing amendments to the articles to the charter of incorporation as his act and deed on this the 7th day of January, 1954.

J. B. Hudson

Sworn to and subscribed before me, this the 7th day of January,

J. C. McPherson
Notary Public



My commission expires: 1-11-1956.

Received at the office of the Secretary of State, this the 9th day of January

A. D., 1954, together with the sum of \$50⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helene Ladner
SECRETARY OF STATE

Jackson, Miss.,

January 11th, 1954

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. Kendall
Assistant Attorney General.

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 CLARKSDALE, MISSISSIPPI

CHAPTER 491, LAWS

was pursuant to the provisions of ~~1950~~ ~~Code~~ of Mississippi of 1950, recorded in the Records of Incorporations in this office, in

PHOTO-STAT BOOK, NUMBER FORTY-THREE,
PAGES 467-478.



Given under my hand and the Great Seal of the State of Mississippi hereunto affixed, this

TWELFTH day of JANUARY, 1954.

Heber Ladner

SECRETARY OF STATE

IN THE CHANCERY COURT OF COAHOMA COUNTY, MISSISSIPPI

CITY OF CLARKSDALE, MISSISSIPPI

PETITIONER

VS.

NO. 10,557.

ALL PARTIES INTERESTED IN,
AFFECTED OR AGGRIEVED BY THE
PROPOSED CHANGE IN THE CORPORATE
BOUNDARIES OF THE CITY OF
CLARKSDALE, MISSISSIPPI

DEFENDANTS

DECREE CHANGING THE CORPORATE
BOUNDARIES OF THE CITY OF CLARKS-
DALE, MISSISSIPPI

This cause coming on this day to be heard on the petition of the City of Clarksdale, Mississippi, petitioner in the above styled cause, praying for the approval, ratification and confirmation of this Court of the changes in the corporate boundaries of the City of Clarksdale, Mississippi, as set out in said petition, and it appearing to this Court that due and legal service of process and notice has been given in the manner and time required by law, a certified copy of the ordinance adopted by said City changing its corporate boundaries together with a map of the municipal boundaries as they will exist in the event such enlargement and contraction becomes effective being made exhibits to said petition, the petitioner appearing in Court and presenting evidence which fully supports its petition, and no party having offered any objections to said petition or to any portion of the prayer therein contained;

NOW, THEREFORE, this Court does hereby adopt the foregoing preamble of this statement of facts and does further find as facts the following, to-wit:

1. Legal notice of hearing of this petition for change of the corporate boundaries of the City of Clarksdale, containing a true and correct description of the lands to be excluded from the present limits and boundaries of the City of Clarksdale, Mississippi, and of the lands to be added to the limits and boundaries of the City of Clarksdale, Mississippi, has been duly published in the Clarksdale Press Register, a newspaper published in and having a general circulation in the City of Clarksdale, Coahoma County, Mississippi, on November 23rd, November 30th, and December 7, 1953, and that said notice was posted and published in the manner and for the time required by law and also in the form required.

2. That the hearing of said petition was conducted at the time and place provided by the proper decree of this Court entered in accordance with the statutes of the State of Mississippi.

3. That no party nor person either appeared at this hearing or entered any oral or written objection to any portion of the prayer of said petition.

4. That the public convenience and necessity require that the boundaries of the City of Clarksdale, Mississippi, be changed as requested in said petition, and that said changes are reasonable.

5. That reasonable public and municipal services will be rendered in all parts of the annexed territory within a reasonable length of time.

6. That the petitioner, City of Clarksdale, Mississippi, through its proper and legally constituted and qualified authorities, in due, proper and legal manner adopted an ordinance providing for the changes in the corporate boundaries of said city as set forth in said petition.

7. That said changes in the corporate boundaries of the City of Clarksdale should be approved, ratified and confirmed by this Court.

IT IS, THEREFORE, HEREBY ADJUDGED, ORDERED AND DECREED that the action of the City of Clarksdale, Mississippi, in excluding from its corporate limits the property herein described is approved, ratified and confirmed. Said excluded property is particularly described as follows, to-wit:

Starting at a stone at the Quarter Section Corner on the East side of Section 22, Township 27 North, Range 4 West, Coahoma County, Mississippi; thence South 0 degrees 20 minutes West 1164.00 feet along the East side of said Section 22 to a point on the center line of the Illinois Central Railroad; thence South 65 degrees 26 minutes East 626.40 feet along the center line of said railroad to a point; thence South 18 degrees 44 minutes East 50.26 feet to a point on the South boundary of said Railroad, which point is the point of beginning; thence South 65 degrees 26 minutes West 435.60 feet along the south boundary of said railroad to a point on the east side of a public gravel road, which point is the Northwest corner of the parcel of land herein described; thence South 18 degrees 44 minutes East along the east side of said road to a point, which point is the southwest corner of the parcel of land herein described; thence North 65 degrees 26 minutes East 862.89 feet to a point, which point is on the section line between Sections 22 and 23, Township 27 North, Range Four West, Coahoma County, Mississippi, and which point is the southeast corner of the parcel of land herein described; thence North 0 degrees 20 minutes East 551.24 feet to a point, which point is the intersection of said section line with the south boundary of said railroad, and which point is the northeast corner of the parcel of land herein described; thence South 65 degrees 26 minutes West along said railroad boundary to the point of beginning and containing 10.94 acres in the east half of the southeast quarter of said Section 22.

IT IS FURTHER HEREBY ADJUDGED, ORDERED AND DECREED that the action of the City of Clarksdale, Mississippi, in adding to its corporate limits the property hereinafter described is approved, ratified and confirmed. Said added property is

particularly described as follows, to-wit:

TRACT A. Beginning at a point which is the intersection of the west line of Twin Street and the south line of Spruce Street, said point being the southwest corner of the C. G. Smith Subdivision, Clarksdale, Mississippi, as the same is shown on the map or plat thereof, which is on record in the office of the clerk of the Chancery Court of Coahoma County at Clarksdale, Mississippi, and which point is the northwest corner of the Holcomb Subdivision Number Five herein described; thence South along the west line of Twin Street a distance of 200 feet to a point, said point being the intersection of the west line of Twin Street with the south line of Vincent Street, and which point is the southwest corner of the Holcomb Subdivision Number Five which is herein described; thence North 89 degrees and 09 minutes East 1529.6 feet to a point, said point being the intersection of the south line of Vincent Street with the east line of Anderson Boulevard, and which point is the southeast corner of Holcomb Subdivision Number Five which is hereby described; thence North 300 feet to a point which is the intersection of the south line of Spruce Street with the east line of Anderson Boulevard, and which point is the northeast corner of the Holcomb Subdivision Number Five which is herein described; thence South 89 degrees and 09 minutes West 1529.60 feet to the point of beginning.

TRACT B. Commencing at an iron stake on the intersection of the north line of Maple Street and the east line of Smith Street, said iron stake being the North East corner of Block Five (5), Cambridge Subdivision, Clarksdale, Mississippi, as the same is shown on the map or plat thereof which is of record in the office of the clerk of the Chancery Court of Coahoma County, Mississippi, at Clarksdale; thence East along the North line of Maple Street a distance of 545 feet to the point of beginning said point of beginning being the North East corner of Lot Three (3), Block Five (5), Cambridge Subdivision, Clarksdale, Mississippi; thence East 380 feet to a point, said point being the South East corner of Lot Five (5), Cambridge Subdivision and being the intersection of the East line of a 10 foot alley and the North line of Maple Street; thence North along the East line of said alley and said Lot Five (5), Cambridge Subdivision a distance of 748.60 feet to a point, said point being the North West corner of said Lot Five (5), and the intersection of the East line of said Lot Five (5) and the South line of Carr Street; thence South westerly along the South line of Carr Street a distance of 1128 feet to a point, said point being the North East corner of said Lot Three (3), Cambridge Subdivision; thence South along the West line of said Lot Three (3), a distance of 612.79 feet to the point of beginning.

IT IS FURTHER HEREBY ADJUDGED, ORDERED AND DECREED that the limits and boundaries of said City of Clarksdale as altered and changed by the exclusion therefrom of said incorporated territory in the City of Clarksdale as set out above, and by the addition of said adjacent unincorporated territory as set out above, shall be and the same are hereby defined, fixed and described to be hereafter as follows, to-wit:

Beginning at a stone which marks the quarter section corner on the east side of Section 22, Township 27 North, Range 4 West, Coahoma County, Mississippi; thence in an easterly direction along the south line of Spruce Street to its intersection with the northerly right-of-way line of the Illinois Central Railroad, as the same is shown on the map or plat of Dorr Addition Number 3, to the City of Clarksdale, Mississippi, which is on record in the office of the clerk of the Chancery Court of Coahoma County, at Clarksdale, Mississippi; thence South 65 degrees 24 minutes West, along the northerly right-of-way line of the aforesaid railroad a distance of 290 feet, more or less, to a point; thence South to a point, which is 658.77 feet South of the southerly right-of-way line of the aforesaid railroad; thence North 65 degrees 24 minutes East to a point on the north-south centerline of Section 23, Township 27 North, Range 4 West, said point being 20 feet South of the southwest corner of the Federal Compress property as the same is shown on the map or plat of Riverton Addition to Clarksdale, Mississippi, which is on record in the office of the clerk of the Chancery Court, aforesaid; thence South along the centerline of aforesaid Section 23, to the quarter section corner in the south line of the aforesaid Section 23; thence South 89 degrees 55 minutes East along the south line of McGee Street, and the south line of McGee Street extended, to a point in the southerly right-of-way line of U. S. Highway Number 61; thence northeasterly along the southerly right-of-way line of the aforesaid Highway 61, to the point of its intersection with the south line of Hickory Street, extended easterly, as the said street is shown on the map or plat of Riverton Land Company's Addition Number 4, Clarksdale, Coahoma County, Mississippi, which is on record in the office of the clerk of the Chancery Court, aforesaid, thence East to a point in the east water's edge of the Sunflower River; thence southwardly along the east water's edge of the Sunflower River 654 feet to a point; thence southerly to a point located 825 feet west of the northwest corner of Lot 1, Block 56, Ashton Land Company's Addition Number 8, said 825 feet being measured along the southerly line of Eighteenth Street extended

westerly; thence easterly 825 feet to the northwesterly corner of said Lot 1, Block 56, Ashton Land Company's Addition Number 8 to the City of Clarksdale, Mississippi, as the same is shown on the map or plat on record in the office of the clerk of the Chancery Court, aforesaid; thence southeasterly to the southwest corner of Lot 52, Block 56, Ashton Land Company's Addition Number 8, aforesaid; thence East 1201 feet along the South line extended east to its point of intersection with the easterly right-of-way line of the Tallahatchie Branch of the Yazoo and Mississippi Valley Railroad; thence North 26 degrees 30 minutes West along the easterly right-of-way line of the aforesaid Yazoo and Mississippi Valley Railroad to the point of its intersection with the south line of Patton Street extended in a westerly direction; thence easterly along the said extension and the south line of Patton Street, and the south line of Patton Street extended easterly to a point in the easterly right-of-way of U.S. Highway Number 49; thence North 24 degrees 34 minutes West along the easterly right-of-way line of the aforesaid Highway Number 49 to its point of intersection with the south line of Wissler Street, as the same is shown on the map or plat of Barnes Subdivision Number Three, Coahoma County, Clarksdale, Mississippi, which is on record in the office of the Clerk of the Chancery Court, aforesaid; thence North 89 degrees 55 minutes East along the south line of Wissler Street to a point in the west line of Garfield Street; thence North 89 degrees 55 minutes East, along the south line of Wissler Street 537 feet to a point; thence East along the south line of Wissler Street, 1457.84 feet to a point in the east line of Section 24, Township 27 North, Range 4 West, said point also being the southeast corner of Barnes Subdivision Number Three, aforesaid; thence South along the east line of aforesaid Section 24, a distance of 211.93 feet to a point; thence North 89 degrees 14 minutes East 1195.5 feet to a point; thence North 2030 feet to a point; thence South 89 degrees 14 minutes West 30 feet to a point; thence North to a point in the southerly right-of-way line of U.S. Highway Number 61; thence northeasterly along the southerly right-of-way line of the aforesaid Highway Number 61, to a point on the north-south centerline of Section 19, Township 27 North, Range 3 West, Coahoma County, Mississippi; thence North along the aforesaid centerline of the aforesaid Section 19, to its point of intersection with the north line of Lots 7, 8, 9, 10, 11, and 12, Block 7, Reinhart's Addition Number 1, to Reinhart's Myrtle Hall Subdivision extended easterly; thence West to the northeast corner of Lot 12, Block 8, Reinhart's Addition Number 1, to Reinhart's Myrtle Hall Subdivision; thence South 140 feet to the southeast corner of the last aforesaid Lot 12; thence southwesterly to a point situate North 24 degrees 34 minutes West 150 feet from the northerly right-of-way line of U.S. Highway

Number 61, and East 165 feet from the west line of Section 19, Township 27 North, Range 3 West, Coahoma County, Mississippi; thence North along a line parallel to the west line of aforesaid Section 19, to a point which is situate 1264.6 feet South of the north line of the aforesaid Section 19, said point being in the south line of the Immaculate Conception Parish School property; thence East 987.9 feet to a point; thence North 384.3 feet to a point; thence East along a line which is parallel to the south line of Eighth Street, 1240 feet to a point in the north-south centerline of aforesaid Section 19; thence North along the centerline of aforesaid Section 19, and Section 18, Township 27 North, Range 3 West, to its point of intersection with the north line of Fourth Street as the same is shown on the map or plat of Midway Addition to Clarksdale, and Lyon, Coahoma County, Mississippi, which is on record in the office of the clerk of the Chancery Court of Coahoma County; thence North 35 degrees 30 Minutes East 1365 feet to a point; thence North 65 degrees 30 minutes West 405 feet to a point in the southerly line of the right-of-way of the Yazoo and Mississippi Valley Railroad Company; thence Southwesterly along the southerly line of the aforesaid railroad right-of-way, to its intersection with the north-south centerline of aforesaid Section 18; thence North along the centerline of aforesaid Section 18, to the northeast corner of the southwest quarter thereof; thence West along north line of the southwest quarter of aforesaid Section 18 to the centerline of the ditch which is known as Mill Creek; thence southwesterly along the centerline of Mill Creek to a point in the east line of the City of Clarksdale's property which is used as the incinerator grounds; thence North along the east line of the incinerator grounds, to a point in the north line of the southwest quarter of aforesaid Section 18; thence West to the northwest corner of the southwest quarter of aforesaid Section 18; thence South 1099.6 feet to a point; thence South 68 degrees 42 minutes West 316.3 feet to a point; thence South 230 feet to a point, thence in a north-easterly direction to a point in the east line of Section 13, Township 27 North, Range 4 West, Coahoma County, said point being situate 1258.6 feet due south of the quarter section corner on the east line of aforesaid Section 13; thence South 261.0 feet to a point; thence westwardly along the north line of the public road 2277 feet to a point, said point being the southeast corner of Lot 16, Day Addition to the City of Clarksdale, Mississippi, as the same is shown on the map or plat on record in the office of the clerk of the Chancery Court, of Coahoma County, at Clarksdale, Mississippi; thence North 200 feet to the northeast corner of Lot 16, Day Addition aforesaid; thence South 65 degrees 26 minutes West, 335 feet to a point; thence South 78 degrees 35 minutes West 100 feet to a point; thence South 70 degrees 55 minutes West 165 feet to a point on the north-south centerline of aforesaid Section 13, said point being the northeast corner of Block 1, Edgefield Addition to Clarksdale, Mississippi, as the same is shown on the map or plat thereof which is on

record in the office of the clerk of the Chancery Court, aforesaid; thence North along the aforesaid centerline of aforesaid Section 13, 140 feet to a point; thence South 87 degrees 45 minutes West 1833 feet to a point, said point being the point of intersection of the south line of First Street and the east line of Besoto Avenue as the same is shown on the Park map or plat of the City of Clarksdale, which is on record in Deed Book "E" at page 1, of the Records of Land Deeds in the office of the clerk of the Chancery Court of Coahoma County, at Clarksdale, Mississippi; thence North 14 degrees 23 minutes West 210 feet to a point; thence North 63 degrees 21 minutes West 906 feet to a point; thence North 72 degrees 12 minutes West 614 feet to a point; thence North 88 degrees 53 minutes East 654 feet to a point; thence North 83 degrees 53 minutes West 40 feet, more or less, to a point in the westerly right-of-way line of Clarksdale-Friars Point public road; thence northerly along the westerly right-of-way line of the aforesaid Clarksdale-Friars Point public road 900 feet, more or less, to the point of its intersection with the south line of the County Barn public road; thence westerly, along the south line of the aforesaid County Barn public road to the point of its intersection with the east line of Sectional Lot 10, Section 14, Township 27, Range 4 East; thence North 0 degrees 30 minutes East along the east line of aforesaid Sectional Lot 10, to the center of the stream of the Sunflower River; thence in a westerly direction along the thread of the Sunflower River to a point in the west line of aforesaid Sectional Lot 10; thence South 0 degrees 30 minutes East along the west line of aforesaid Sectional Lot 10, to the center of the stream of the Sunflower River; thence along the thread of the stream of the Sunflower River following the meanderings thereto to an intersection with a line drawn due West from the northeast corner of Lot 1, Block 1, Oakridge Subdivision; thence due West along said line to the northeast corner of said Lot 1, Block 1, Oakridge Subdivision, thence northwesterly along the North line of Block 1, Oakridge Subdivision following the meanderings thereof to the northeast corner of Lot 7, Block 1, Oakridge Subdivision; thence Northwesterly along the north line of Lot 7, Block 1, Oakridge Subdivision 135 feet to a point; thence North 20 feet to a point; thence West 75 feet to a point; thence South to a point in the north line of Lot 8, Block 1, Oakridge Subdivision; thence northwesterly along the north line of Block 1, Oakridge Subdivision, following the meanderings thereof to the northwest corner of Lot 11, Block 1, Oakridge Subdivision; thence South along the west line of said Lot 11 to the southwest corner of Lot 11, Block 1, Oakridge Subdivision; thence in a direct line to the northeast corner of Lot 1, Block 2, Oakridge Subdivision; thence northwesterly along the north line of Block 2, Oakridge Subdivision to the northwest corner of Lot 3, Block 2, Oakridge Subdivision; thence South to the northwest corner of Lot 3, Block 5, Oakridge Subdivision; thence northwest to the northwest corner of Lot 5, Block 5, Oakridge Subdivision; thence, South to the southwest corner of Lot 5, Block 6, Oakridge Subdivision, said point being the southwest corner of the Sunset Subdivision as the same is shown on the map or plat which is on record in the office

of the clerk of the Chancery Court of Coahoma County at Clarksdale, Mississippi; thence East along the south line of the aforesaid Sunset Subdivision and the South line of Holcomb Subdivision Number Four to the west line of Smith Street as same is shown on the map or plat of the C. G. Smith Subdivision which is on record in the office of the clerk of the Chancery Court of Coahoma County at Clarksdale, Mississippi; thence South along the west line of aforesaid Smith Street 2,997.7 feet to the southwest corner of the Holcomb Subdivision Number Five as the same is shown on the map or plat thereof which is on record in the office of the clerk of the Chancery Court of Coahoma County at Clarksdale, Mississippi; thence East along the south line of Vincent Street 1429.6 feet to a point in the west line of Anderson Boulevard; thence South along the west line of Anderson Boulevard extended South to a point, said point being the point of intersection of the West line of Anderson Boulevard extended South and a line extended North 24 degrees and 34 minutes West from the northeast corner of that certain parcel of land conveyed by the Gotcher Engineering and Manufacturing Company to the City of Clarksdale, Mississippi, being on record in Deed Book 212 at page 520 of the Land Deed Records on file in the office of the clerk of the Chancery Court of Coahoma County at Clarksdale, Mississippi; thence South 24 degrees 34 minutes East to the northeasterly corner of the last said parcel of land; thence 65 degrees 26 minutes West 300 feet to a point; thence South 24 degrees 34 minutes East 230 feet to a point; thence North 65 degrees 26 minutes East 376.50 feet to a point, said point being in the westerly line of that certain parcel of land conveyed by the Cakhurst Company to the City of Clarksdale, Mississippi, being on record in Deed Book 216 at page 231, of the Land Deed Records on file in the office of the aforesaid clerk of the Chancery Court; thence North 18 degrees 44 minutes West 231.20 feet to a point, which point is on the south line of the Yazoo and Mississippi Valley Railroad; thence North 65 degrees 26 minutes East along said right-of-way 1,043.9 feet to a point, which point is the intersection of said right-of-way with the section line between Sections 22 and 23; thence North along said section line to the stone which marks the point of beginning.

IT IS FURTHER HEREBY ORDERED, ADJUDGED and DECIDED THAT that said ordinance adopted by the Board of Mayor and Commissioners of the City of Clarksdale, Mississippi, on November 10, 1953,

initiating the change of the boundaries of the City of Clarksdale, Mississippi, as set forth in this decree be and the same shall take effect and be in full force at the time provided by Chapter 491 of the 1950 Laws of Mississippi.

ADJUDGED, ORDERED and DECREED this the 29th day of December, 1953.

Filed 12/30/53
T. F. Logan, Jr., Clerk

R. Jackson
CHANCELLOR

STATE OF MISSISSIPPI
COUNTY OF COAHOMA

I, T. F. Logan, Jr., Clerk of the Chancery Court in and for said County and State hereby certify that the foregoing contains a whole, true and correct copy of Decree in Case # 10,557 as the same appears on file and of record in Book 26, page 226 of the records in my Office, at Clarksdale, Miss.

Witness my hand and official Seal, this the 9 day of January, A. D. 1954
T. F. Logan Jr.
Clerk of the Chancery Court of Coahoma County, Miss.

W. L. Looze D. C.

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

ASHCOT, 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

January 19 54



Hugh White
Governor

By the Governor

Helena Jones
Secretary of State

Receipt No. 9967 L

Recorded in the Secretary of State's Office this the thirteenth day of January, 1954.

THE CHARTER OF INCORPORATION OF

ASHCOT, INC.

I

The corporate title of the company is ASHCOT, INC.

II

The names and addresses of the incorporators are:

| | |
|------------------|-----------------------|
| John Hart Asher | Jackson, Mississippi |
| Lee Henry Cotten | Jackson, Mississippi. |

III

The domicile of the corporation is Jackson, Mississippi.

IV

The corporation is capitalized at Twenty-Five Thousand Dollars (\$25,000.00), to be evidenced by Two Hundred Fifty (250) Shares of fully paid and nonassessable Common Stock of the Par Value of One Hundred Dollars (\$100.00) per share.

V

The corporation shall exist and have succession for a period of ninety-nine years.

VI

The purposes for which the corporation is created and with which it is endowed are:

To buy, improve, trade, act as broker, sell, and otherwise acquire, deal in, and dispose of real estate;

To borrow money and hypothecate any of its assets therefor or to lend money with or without security;

To buy, trade, sell, improve, repair, construct, mortgage, deal in, distribute, or otherwise acquire, and/or dispose of any and every kind of real, personal and/or mixed properties for profit, including properties necessary for the use in and conduct of such business, which is not prohibited by the laws of this state or of the United States;

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

VII

The corporation may commence business when as many as Ten (10) Shares of its said Common Stock shall have been subscribed and paid for as provided by law.

WITNESS OUR SIGNATURES, this January 11, 1954.

John Hart Asher

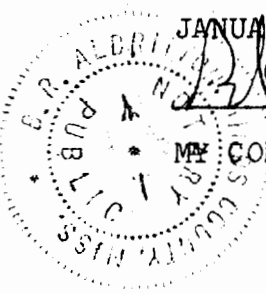
Lee Henry Cotten

THE STATE OF MISSISSIPPI {
COUNTY OF HINDS..... } SS

Before me, the undersigned authority in and for the jurisdiction aforesaid, personally came and appeared John Hart Asher and Lee Henry Cotten, each to me known, incorporators of the corporation known as "ASHCOT, INC.," who then and there severally acknowledged that they signed and delivered the foregoing Charter or Articles of Incorporation, as their voluntary act and deed, on the day and date therein written.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE, THIS

JANUARY 11, A. D., 1954.



S. R. Aldridge, NOTARY PUBLIC

MY COMMISSION EXPIRES: 2/20/56

Received at the Office of the Secretary of State,
this 12th day of January, 1954, together with \$60.00 to cover
the recording fee, and referred to the Attorney General for
his opinion.


Secretary of State

Jackson, Mississippi, this 12th day of January, 1954.

I have examined this Charter of Incorporation and I
am of the opinion that it does not violate the Constitution
and Laws of this 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

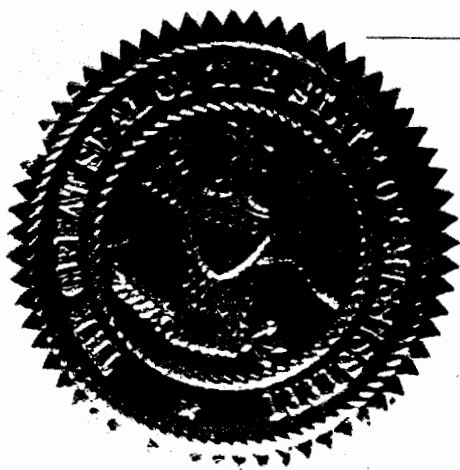
BILL FULLER BUICK, INC.

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

January _____ 19 54 _____



Hubert H. Humphreys
Governor

By the Governor

Hubert H. Humphreys

Secretary of State

Receipt No. 9963 L

Recorded in the Secretary of State's Office this
the thirteenth day of January, 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

Bill Fuller Buick, Inc.

1. The corporate title of said company is Bill Fuller Buick, Inc.

2. The names of the incorporators are:

Bill Fuller Postoffice Pascagoula, Mississippi

Virginia C. Fuller Postoffice Pascagoula, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Pascagoula, Mississippi

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

\$100,000.00 Common Stock.

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 ³⁰ ~~fifty~~ years) is Ninety-nine years.

7. The purpose for which it is created:

To own and operate a general automobile, truck, and motor vehicle business and garage and storage warehouse business in connection therewith; to buy, sell and deal generally in automobiles, trucks, motor vehicles, boats, airplanes, supplies, parts, equipment, accessories, gasoline, oils, greases, petroleum products, and other products used in motor vehicles and airplanes; to engage in the business of repairing automobiles, trucks, airplanes, and motor vehicles and operating service stations and filling stations; to act as agent or dealer for automobile, truck, motor vehicles, boat and airplane manufacturers; to buy, sell, discount, pledge or otherwise dispose of any and all kinds of automobile papers, notes, contracts, and evidences of indebtedness; to own and operate a general motor vehicle repair shop or shops; to buy, own, operate, lease, mortgage, sell or otherwise dispose of real and personal property; to acquire, hold, sell, or otherwise foreclose any lien of any character on either real or personal property as security for or in satisfaction of any indebtedness owing to it; and to do any and all other acts incidental to the operation of said businesses.

The company may adopt by-laws and rules for the conduct of the business of the corporation and it may adopt the form of stock certificates to be used. It may hold its stockholders' meetings and directors' meetings within the State of Mississippi or without the State of Mississippi. The corporation may merge with any other corporations not in violation of law and may be consolidated with other corporations, or may have another corporation or corporations consolidated with it, if not in violation of any 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.

Four hundred shares of common stock.

Bill Fuller

Virginia C. Fuller

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of ~~JACKSON~~ Jones

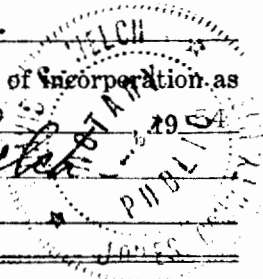
This day personally appeared before me, the undersigned authority Bill Fuller and Virginia C. Fuller

incorporators of the corporation known as the Bill Fuller Buick, 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 9 day of January

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 , 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 January A. D., 1954, together with the sum of \$210.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder Secretary of State.

Jackson, Miss., January 12th 1954

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 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

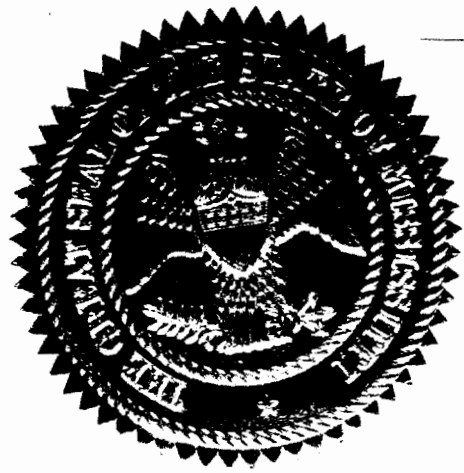
MISSISSIPPI SOCIETY OF HOSPITAL PHARMACISTS

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

_____ January _____ 19 54 _____



[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Receipt No. 9962 L

Recorded in the Secretary of State's Office this the fourteenth day of January, 1954.

The Organizational Meeting of the Hospital Pharmacists of Mississippi was held November 14, 1953 at 7:30 P. M. in the Library of St. Dominic Hospital, Jackson, with the following Hospital Pharmacists present:

Mr. James T. Brookshier, V. A. Hospital, Jackson
 Dr. Mary Carl, St. Dominic Hospital, Jackson
 Mrs. Inez O. Cameron, St. Dominic Hospital, Jackson
 Mr. Lea L. Cameron, V. A. Hospital, Jackson
 Mr. Max E. Taylor, Mississippi State Hospital, Whitfield

The following Hospital Pharmacists expressed the desire to be present also, but were unable to attend this meeting:

Mr. Ired J. Barr, Mercy Hospital-Street Memorial Clinic, Vicksburg
 Mrs. Doris W. Cassidy, Mercy Hospital-Street Memorial Clinic, Vicksburg
 Mr. W. M. Adams, Lutheran Hospital, Vicksburg
 Mr. Vernon Hughes, Coahoma County Hospital, Clarksdale
 Mr. H. W. Wozis, Rush Memorial Hospital, Meridian
 Mr. George H. McGee, East Mississippi State Hospital, Meridian

The following Hospital Pharmacists were notified of the meeting, but did not respond:

Mr. Clarence Pierce, V. A. Hospital, Biloxi
 Mr. W. G. Moffett, V. A. Hospital, Biloxi
 Mr. Blackledge, Jones County Community Hospital, Laurel
 Mr. Parker, V. A. Hospital, Gulfport
 Mr. Joseph L. Campbell, Anderson's Infirmary, Meridian

Dr. E. L. Hammond, Dean of the School of Pharmacy at the University of Mississippi had hoped to be present at this meeting and address the group but was unable to attend. However, he did express the desire to become a Charter Member of our organization.

Mr. Brookshier, acting as temporary chairman, opened the meeting with a few remarks about the purpose of the meeting.

The first item on the agenda was the selection of a name for the organization. Dean Hammond had suggested that the organization be known as "The Mississippi Society of Hospital Pharmacists". A vote was taken and this name was adopted for the organization.

The Objectives of the Organization were discussed and Mr. Brookshier appointed the following committee to draw up the Objectives:

Mr. James T. Brookshier, Chairman
 Mr. Max E. Taylor
 Mrs. Inez O. Cameron

Affiliation with the National Society was discussed along with the requirements for such affiliation. A printed copy of the Constitution of the American Society of Hospital Pharmacists was given each one present. This contained the requirements for affiliation with the National Organization. It was decided that in order to accomplish our objectives, affiliation would be necessary.

The Constitution and By-laws of the American Society of Hospital Pharmacists and of the Georgia State Society of Hospital Pharmacists were reviewed and discussed. The following committee was appointed by Mr. Brookshier to draft the Constitution and By-laws for the newly organized Mississippi State Society of Hospital Pharmacists and to execute the Charter for the organization:

Sr. Mary Gerl, Chairman
Mr. Les L. Cameron
Mr. W. M. Adams

Mr. Brookshier, then appointed a nominating committee as follows:

Mr. W. W. Woods, Chairman
Mr. Vernon Hughes
Mrs. Doris W. Cassidy

The temporary secretary, Mrs. Cameron, was directed to send details of the meeting to all the known Hospital Pharmacists in the State and to inform the members of the various committees of their appointments. The Chairman of each Committee should be directed to have his committee report ready for the next meeting.

There was a discussion of the dues for the Society but no definite decision was made. It was generally agreed that they should be approximately \$2.00 per year.

The time and place selected for the next meeting was:

December 14 at 7:00 P. M. in St. Dominic Hospital Library

With this, the meeting was adjourned by Mr. Brookshier.

I hereby certify that these are the original and correct minutes of the Organizational Meeting of the said Organization.

Signed:

Mrs. Inez O. Cameron

Mrs. Inez O. Cameron, Temporary Secretary
Mississippi Society of Hospital Pharmacists

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 SOCIETY OF HOSPITAL PHARMACISTS

1. The corporate title of said company is MISSISSIPPI SOCIETY OF HOSPITAL PHARMACISTS

2. The names of the incorporators are:

Sister Mary Carl Postoffice Jackson, Mississippi

Lee L. Cameron Postoffice Jackson, Mississippi

W. M. Adams Postoffice Vicksburg, Mississippi

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:

No shares of capital stock shall be issued, the corporation being organized for scientific, charitable and benevolent purposes and not for pecuniary profit, directly or indirectly.

The corporation 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 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
(Non-profit corporations may have perpetual existence)

7. The purpose for which it is created:

To improve the qualifications and usefulness of hospital pharmacists and to assist in providing for a future adequate supply of such qualified hospital pharmacists.

To increase the dissemination of pharmaceutical knowledge by providing for interchange of information.

To promote, encourage and improve through organized efforts and by every legitimate and ethical means hospital pharmacy practice in the State of Mississippi.

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

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

None

Sr. Mary Ann

W. Madama

Lucy G. Gerson

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
County of HINDS

This day personally appeared before me, the undersigned authority Sister Mary Carl,
Lee L. Cameron, and W. M. Adams

incorporators of the corporation known as the Mississippi Society of Hospital Administrators
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as
~~(his)~~ (their) act and deed on this the 31 day of December, 1953

James S. Butler
Notary Public My Commission Expires Sept. 20, 1955
My Commission Expires:

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 11th day of January
A. D., 1954, 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., January 14th 1954

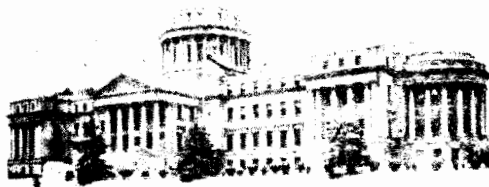
I have examined this charter of incorporation and am of the opinion that it is not violative of the Con-
stitution and laws of the state, or of the United States.

J. P. Coleman
Attorney General.
By *James S. Madall*
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

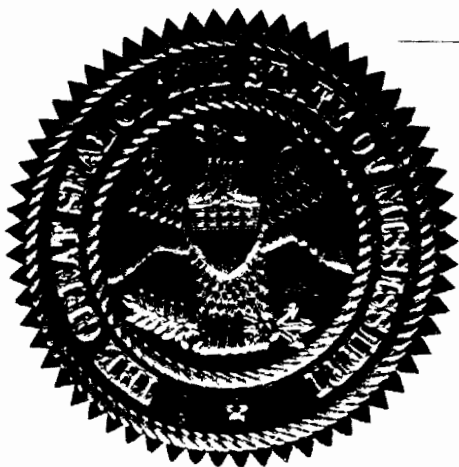
LELAND MEMORIAL POST NO. 4885,
VETERANS OF FOREIGN WARS OF THE UNITED STATES

is hereby approved.

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

this _____ Thirteenth _____ day of

January 19 54



[Handwritten Signature]

Governor

By the Governor

[Handwritten Signature]

Secretary of State

Receipt No. 9968 L

Recorded in the Secretary of State's Office this
the fourteenth day of January, 1954.

RESOLUTION TO AUTHORIZE INCORPORATION

OF
MEMORIAL
LELAND POST NUMBER 4885

VETERANS OF FOREIGN WARS OF THE UNITED STATES

BE IT RESOLVED That LELAND ^{MEMORIAL} POST NUMBER 4885, VETERANS OF FOREIGN WARS OF THE UNITED STATES, herewith incorporate the Post, and the following active members thereof to-wit:

DAVID KAZAN

W. L. BRACKEENS, Jr.

WILLIAM J. BOONE, JR.

are herewith authorized and directed to take such action and proceedings as is necessary to incorporate said post under the provisions of Chapter 100 of the Mississippi Code of 1930 and amendments thereto.

Adopted this 10th day of December, 1953.

John Giachelli
ADJUTANT

State of Mississippi

County of Washington

I, John Giachelli, Adjutant of Leland ^{MEMORIAL} Post No. 4885, Veterans of Foreign Wars of the United States, do hereby certify that the foregoing is a true and correct copy of the minutes of the meeting of said Post held on the date set out above, authorizing and directing the incorporation of the Post.

Dated this 17 day of December, 1953.

John Giachelli
ADJUTANT

State of Mississippi

County of Washington

Personally appeared before me the undersigned authority in and for the County and State aforesaid the within named Johnny Giachelli who acknowledged that he signed, executed and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and seal of office this 17 day of December, 1953.

NOTARY PUBLIC

My Commission Expires March 10, 1955

Henry Blake
Notary Public

By commission expires:



CHARTER OF INCORPORATION
MEMORIAL
LELAND POST NO. 4885

VETERANS OF FOREIGN WARS OF THE UNITED STATES

ARTICLE I

The corporate title of said Association is Leland ^{MEMORIAL} Post No. 4885, Veterans of Foreign Wars of the United States.

ARTICLE II

The names and post office addresses of the incorporators are:

- | | |
|-----------------------|----------------------------------|
| David Kazan | Post Office: Leland, Mississippi |
| W. L. Brackeens, Jr. | Post Office: Leland, Mississippi |
| William J. Boone, Jr. | Post Office: Leland, Mississippi |

ARTICLE III

The domicile of this Association is located at the City of Leland, Washington County, Mississippi.

ARTICLE IV

This corporation shall not be required to make publication of this Charter; shall issue no shares of stock and shall divide no dividends or profits among its members, but shall be a non-profit corporation solely; expulsion will be the only remedy for non-payment of dues; each member of the corporation shall have the right to one vote in the election of all elected officers; loss of membership in the corporation by death or otherwise shall terminate all interest of such member in the corporate assets, and the members shall be in no manner whatsoever liable in their property and person for the debts of the corporation, but the entire corporate shall be subject for the claims of creditors.

ARTICLE V

The period of existence of this corporation shall be ^{perpetual.} ~~50 years~~.

ARTICLE VI

The general nature and purpose of the corporation shall be:

- (1) Fraternal, patriotic, historical and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate the memory and history of our dead, and to assist their widows and orphans; to maintain true allegiance to the Government of the United States of America and fidelity to its Constitution and laws; to foster true patriotism; to maintain and extend the institutions of American freedom; and to preserve and defend the United States from all her enemies, whomsoever.
- (2) To take by gift or devise and to purchase, sell, transfer, mortgage and lease or rent real and personal property and do all things necessary and essential thereto.
- (3) To do all things necessary and essential to carry on the activities, rehabilitation, welfare and social work of the lost, including the establishment and

operation of recreation rooms and club facilities for the use and comfort of the members and Auxiliary and other veterans.

ARTICLE VII

The qualifications of the members and the manner of their admission into this corporation not-for-profit shall be as follows:

The membership of this corporation shall at all times be confined to the active membership in good standing in Leland ^{MEMORIAL} Post No. 4005, Veterans of Foreign Wars of the United States, with eligibility to, acquiring of suspension from and discontinuance of membership being in accordance with the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

ARTICLE VIII

Section 1: The officers of this corporation (sometimes referred to as "Directors" and/or "Trustees"), their nomination, election or appointment, installation, power and authority shall be in accordance with the provisions of the National By-Laws of the Veterans of Foreign Wars of the United States.

Section 2: The number of officers (Directors) of this corporation shall be eleven (11), the number as provided for a Post of the Veterans of Foreign Wars of the United States by the National By-Laws thereof.

Section 3: The names and addresses of the present persons who are to act in the capacity of principal officers (Directors) until the selection of their successors are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>TITLE OF OFFICER IN POST</u> |
|------------------------|--------------------------------|---------------------------------|
| David Kazan | Leland, Mississippi | Commander |
| Fred L. Fielder, Jr. | Leland, Mississippi | Sr. Vice-Commander |
| W. E. Fisher | Leland, Mississippi | Jr. Vice-Commander |
| Jonny Giachelli | Leland, Mississippi | Quartermaster |
| Joe Walton | Leland, Mississippi | Chaplain |
| Dr. William P. Reese | Leland, Mississippi | Surgeon Trustee |
| Leonard M. Dendy | Leland, Mississippi | Post Advocate |
| William J. Boone, Jr. | Leland, Mississippi | Trustee |
| W. L. Brackeens, Jr. | Leland, Mississippi | Trustee |
| David Kazan | Leland, Mississippi | Trustee |
| Johnny Giachelli | Leland, Mississippi | Adjutant |

ARTICLE IX

In the event of a dissolution of this corporation, all its assets shall be the property of Leland ^{MEMORIAL} Post No. 4005 Veterans of Foreign Wars of the United States; and, in the event of the simultaneous dissolution of this corporation and the forfeiture of the Charter issued by the Veterans of Foreign Wars of the United States to said subordinate unit, then, and in that event, title to all of the assets of this corporation shall be in the Veterans of Foreign Wars of the United States to be disposed of in accordance with the

OK
J-2-K.

National By-Laws, rules and regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of this corporation be distributed or divided among its members thereof.

ARTICLE X

This corporation not-for-profit shall have the following general powers:

To have the power to sue and to be sued in courts of law and equity; to receive, hold, own, use and dispose of such real estate, personal property, money, contract rights and privileges as shall be deemed necessary and incidental for its corporate purposes; to adopt, amend, apply, and administer By-Laws and regulations to carry out its purposes not inconsistent with the laws of the United States or of any State; and not inconsistent or in conflict with the Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

The corporation shall not purchase, sell or mortgage any real estate without notice therefor to the members of the corporation at a regular or special meeting called for said purpose and by vote of approval of a majority of those members present at such regular or special meeting called for such purpose.

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

ARTICLE XI

This subordinate unit of the Veterans of Foreign Wars of the United States, a corporation organized under and by virtue of an Act of the Seventy-Fourth Congress of the United States of America, shall at all times, subject to the provisions of the laws of the State of Mississippi, remain under the jurisdiction of and be governed by and according to the Constitution and By-Laws of the said National Organization.

ARTICLE XII

These Articles may be amended in the manner provided by law.

1-7-54

David Kazan

DAVID KAZAN

W. L. Brackbens, Jr.

W. L. BRACKBENS, JR.

William J. Boone, Jr.

WILLIAM J. BOONE, JR.

Julian A. Stephens

ADULTERY

State of Mississippi
County of Washington

This day personally appeared before me, the undersigned authority in and for the County and State aforesaid, the within named DAVID KAZAN, W. L. BRACKBENS, JR., AND WILLIAM J. BOONE, JR., incorporators of the corporation known as the Leland Post No. 4885 Veterans of Foreign Wars of the United States, who acknowledged that they signed and executed the above and foregoing Articles of Incorporation as their act and deed on this the 29 day of Dec, 1952.

Witness my hand and seal of office on this the 29 day of

Dec, 1952.

J. P. Coleman
NOTARY PUBLIC

My commission expires: _____



Received at the office of the Secretary of State this the 12th day of January, A.D., 1954, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Spivey
Secretary of State
Jackson, Mississippi,

January 13th 1954

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 of Mississippi, or of the United States.

J. P. Coleman
Attorney General

By James S. Kendall

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

COUNTY CORK FARMS

is hereby approved.

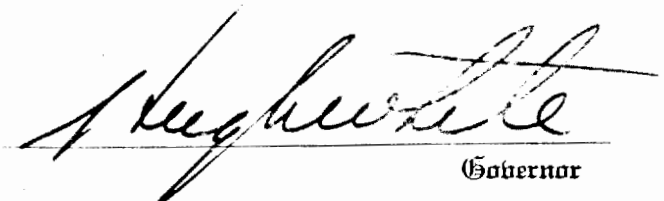
In testimony whereof, I have hereunto set
my hand and caused the Great Seal of
the State of Mississippi to be affixed.

this _____ Thirteenth _____ day of

_____ January _____ 19 54.



Receipt No. 9969 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this the
fourteenth day of January, 1954.

THE CHARTER OF INCORPORATION

COUNTY CORK FARMS

1. The corporate title of said company is County Cork Farms.

2. The names of the incorporators are:

| | | |
|-------------------------|------------|-----------------------------|
| <u>W. C. Wells, III</u> | Postoffice | <u>Jackson, Mississippi</u> |
| <u>Earl T. Thomas</u> | Postoffice | <u>Jackson, Mississippi</u> |
| <u>Roland D. Marble</u> | Postoffice | <u>Jackson, Mississippi</u> |

3. The domicile is at Jackson, Mississippi.

4. There shall be \$5,000.00 worth of capital stock all of which will be common stock.

5. There shall be authorized 100 shares of common capital stock of a par value of \$50.00 each.

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

7. The purpose for which it is created:

To carry on the poultry business and for that purpose to maintain, conduct and operate a poultry farm; to breed, raise, buy, sell and deal in all kinds of poultry; to produce eggs for market and for hatching, and to buy, sell, and deal in eggs for said purposes; to hatch eggs, buy, sell and deal in baby chicks; to acquire all real estate, equipment, incubators, brooders, laying pens, tools poultry houses, feed and every other thing that may be necessary or required for the proper conduct and operation of a poultry farm devoted primarily to the production of eggs for market, and generally to maintain, conduct and operate a poultry farm.

To borrow money, and to make and issue notes, bonds and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise and generally to make and perform agreements and contracts of every kind and description.

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 thereof; Provided, the same be not inconsistent with the laws under which this corporation is organized.

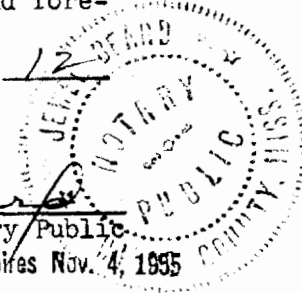
The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 2, Title 21, Code of Mississippi of 1942, and amendments thereto.

8. Twenty (20) shares of common stock must be subscribed and paid for before the corporation may begin business.


W. C. Wells, III
Earl T. Thomas
Roland D. Marble
 Incorporators

STATE OF MISSISSIPPI
HINDS COUNTY

This day personally came and appeared before me, the undersigned authority in and for the said jurisdiction, W. C. WELLS, III, EARL T. THOMAS and ROLAND D. MARBLE, incorporators of the corporation known as COUNTY CORK FARMS who acknowledged that they signed, executed and delivered the above and foregoing Articles of Incorporation as their act and deed on this the 12 day of January, 1954.


Jewell Beard
Notary Public
My Commission Expires Nov. 4, 1955

Received at the office of the Secretary of State this the 12th day of January, 1954, together with the sum of Twenty (\$20.00) Dollars deposited to cover the recording fee, and referred to the Attorney General for his opinion.


Secretary of State

Jackson, Mississippi, January 13th, 1954

I have examined this Charter of Incorporation and I 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. Kendrae
Assistant Attorney General

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

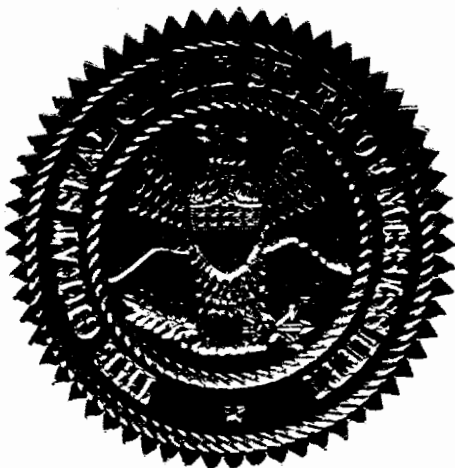
The within and foregoing Charter of Incorporation of

HANDICAP HAVEN INDUSTRIES

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 January 19 54



Receipt No. 9937 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this the fifteenth day of January, 1954.

MINUTES OF BUSINESS MEETING, HANDICAP HAVEN INDUSTRIES

Pursuant to due notice giving the time, place and purpose of the meeting, there was held at 1504 North Main Street in the city of Hattiesburg, Forrest County, Mississippi, a business meeting which convened at 8 P.M. on Thursday, January 5, 1954, for the purpose of discussing the incorporation of our organization.

The meeting was called to order by Cola Ray Cole and the roll was called and all organizers were found to be present. After a full and free discussion of the affairs of the organization it was decided to apply for a charter of incorporation and it was unanimously decided that Cola Ray Cole should be, and she was, given full authority and power to do any and all things necessary to perfect the corporation and to make application to the Secretary of State for a Charter.

It was further unanimously agreed that Ray Sheppard, Ruby Sheppard and Cola Ray Cole should be the incorporators and that the name of the corporation should be HANDICAP HAVEN INDUSTRIES and that the domicile thereof should be Hattiesburg, Mississippi; and that the corporation should be strictly non-profit and that there be no dividends or profits divided among the members, and that each member should have the right of one vote, that expulsion from membership be by vote of two-thirds of the members in good standing at a regular meeting thereof and for the sole purpose of conduct detrimental to the welfare of the organization.

There being no further business, the meeting was adjourned.

This day personally appeared before me Ray Sheppard the undersigned authority who acknowledged they signed and executed the above instrument.

My Commission Expires Dec. 31, 1955

*Fred F. [unclear]
Justice of the Peace*

Ray Sheppard
Ruby Sheppard
Cola Ray Cole
Organizers of Handicap Haven Industries



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 Handicap Haven Industries
2. The names of the incorporators are:
- | | | |
|----------------------|------------|---------------------------------|
| <u>Ray Sheppard</u> | Postoffice | <u>Hattiesburg, Mississippi</u> |
| <u>Ruby Sheppard</u> | Postoffice | " " " " |
| <u>Cela Ray Cole</u> | Postoffice | " " " " |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
3. The domicile is at Hattiesburg, Mississippi
4. Amount of capital stock and particulars as to class or classes thereof: None. The corporation is being formed for the purpose of aiding and assisting handicap people to learn some trade which will enable them to make their own living. The corporation will issue no shares of stock, will divide no dividends or profits among its members, will vest in each member the right of one vote in the election of all officers, and expulsion from membership will be by the vote of not less than two thirds of the members in good standing at a regular meeting of the organization and for the sole reason of conduct detrimental to the welfare of the organization, and when any member shall die or shall be removed as hereinabove provided for, the entire interest of the said member shall cease and terminate as to corporate assets. And in the event of the loss of one or more members, as hereinabove set out, then the remaining members at a regular meeting of the organization may by a two thirds vote of those present and voting elect other members, one or more, to take the place of those removed.
5. Number of shares for each class and par value thereof: None. This is to be a non-profit corporation existing for the sole purpose of aiding the ahndicapped .
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 aid and assist the blind and other handicapped people to learn a trade through which they may make a living for themselves. In order to carry out this purpose the corporation will have the power and authority to rent, lease, buy or toherwise acquire real and personal property, to buy any and all kinds of equipment, furniture, supplies, raw materials to be manufactured by the handicap into finished products, to solicit and receive donations, to borrow money and encumber corporate property to secure same, to hire employees, teachers, etc., and to discharge same, and to do any and all things, not prohibited by law, which are usual and necessary to the carrying on of the business of such training school.

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.

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Forrest

This day personally appeared before me, the undersigned authority Ray Sheppard

Ruby Sheppard, and Cola Ray Cole

incorporators of the corporation known as the Handicap Haven Industries who acknowledged that (he) (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 14th day of January, 1954

Fred F. [Signature]
Justice of the Peace
MISSISSIPPI
JAN 15 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 14th day of January A. D., 1954, together with the sum of \$10.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen [Signature]
Secretary of State.

Jackson, Miss., January 14th 1954

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 [Signature]
Assistant Attorney General.

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

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State of Mississippi

EXECUTIVE



OFFICE

JACKSON

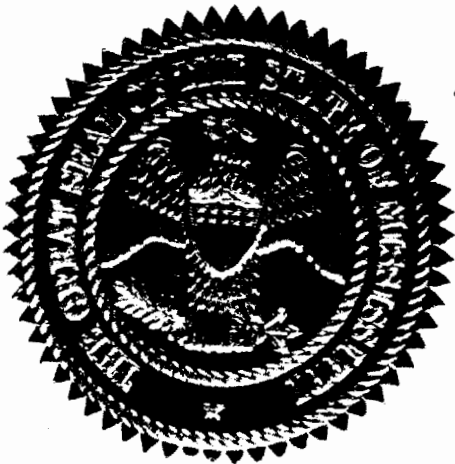
The within and foregoing Amendment to the
Charter of Incorporation of _____

GRAEBER BROS. & YERGER, INCORPORATED

Changing name to

GRAEBER BROS. INC., OF CLARKSDALE

is hereby approved.



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

January 1954

By the Governor.

Secretary of State.

RESOLUTION OF ALL OF THE STOCKHOLDERS
OF
GRAEBER BROS. & YERGER, INCORPORATED.

BE IT RESOLVED, That the charter of incorporation of GRAEBER BROS. & YERGER, 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 GRAEBER BROS., INC., OF CLARKSDALE, and

That all 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.

WITNESS THE SIGNATURES of Lewis A. Graeber, Jr., President, Henry G. Graeber, Vice-President, and James P. Graeber, Secretary-Treasurer, being all of the stockholders of Graeber Bros. & Yerger, Incorporated, at a meeting of the stockholders held on this, the 31st day of December, 1953.



Lewis A. Graeber, Jr.,

HENRY G. GRAEBER and

James P. Graeber
JAMES P. GRAEBER,

Sole Stockholders of
Graeber Bros. & Yerger, Incorporated.

GRAEBER BROS. & YERGER, INCORPORATED,


By Lewis A. Graeber, Jr.
President,

By Henry G. Graeber
Vice-President,

By James P. Graeber
Secretary-Treasurer.

I, James P. Graeber, Secretary-Treasurer of the corporation heretofore and now known as Graeber Bros. & Yerger, Incorporated, do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by the stockholders of the said corporation as the same appears on the minutes of the corporation of which I am the official custodian.

Witness my signature and the seal of the said corporation on this, the 31st day of December, 1953.


JAMES P. GRAEBER,
Secretary-Treasurer

(SEAL)



AMENDMENT TO THE CHARTER OF INCORPORATION
OF
GRAEBER BROS. & YERGER, INCORPORATED.

That the charter of incorporation of Graeber Bros. & Yerger, Incorporated, be amended to read as follows:

That Article 1 be amended to read as follows:

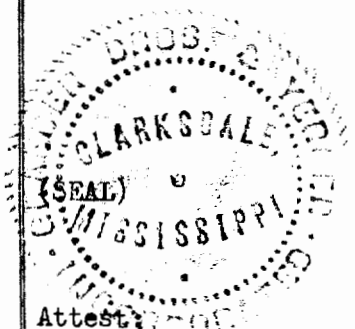
1. That the corporate title of the said company is Graeber Bros. Inc., of Clarksdale, and

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 on this, the 31st day of December, 1953.

GRAEBER BROS. & YERGER, INCORPORATED

By Lewis A. Graeber, Jr.
Lewis A. Graeber, Jr.,
President



Attest:

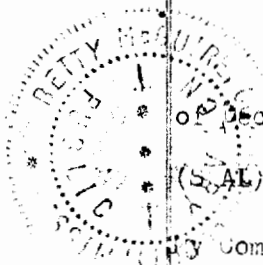
James P. Graeber
JAMES P. GRAEBER,
Secretary-Treasurer.

STATE OF MISSISSIPPI
COUNTY OF ~~CLARK~~ ^{COASTON}

Personally came and appeared before me, the undersigned authority in and for the State and County aforesaid and while within my official jurisdiction, the within named Lewis A. Graeber, Jr., and James P. Graeber, who acknowledged that they are President and Secretary-Treasurer, respectively, of Graeber Bros. & Yerger, Incorporated, a corporation, and that as such officers, for and in behalf of the said corporation, they executed the above and foregoing amendment to the charter of incorporation of Graeber Bros. & Yerger, Incorporated, as the act and deed of the said corporation after having been duly authorized so to do.

Given under my hand and official seal of office on this, the 31st day of December, 1953.

Betty McQuire
NOTARY PUBLIC



My Commission Expires:

12/31/56

Received at the office of the Secretary of State, this the 14th day of January

A. D., 1954, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helen Lydner
SECRETARY OF STATE

Jackson, Miss.,

January 15th, 1954

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FABRIC FAIR, INC.

is hereby approved.

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

this _____ Sixteenth _____ day of

January _____ 19 54



Receipt No. 9983 L

[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office this the eighteenth day of January, 1954.

THE CHARTER OF INCORPORATION OF FABRIC FAIR, INC.

1. The corporate title of said corporation is Fabric Fair, Inc.
2. The names and Post Office Addresses of the incorporators are:

| | | |
|-------------------|---------------------|-----------------------|
| Howard T. Barnett | Post Office Address | Meridian, Mississippi |
| Marvin Williams | Post Office Address | Meridian, Mississippi |
3. The domicile of the corporation in this State is Meridian, Lauderdale County, Mississippi.
4. The amount of capital stock authorized, with full particulars as to the class or classes thereof, including all of their privileges and restrictions and whether having a par value or being without nominal or par value

There shall be one class of stock, common.

The amount of the authorized common capital stock of the corporation is \$30,000.00 divided into 300 shares of the par value of \$100.00 per share. The privileges and restrictions applicable to said common stock are those prescribed by Section 5326 of the Mississippi Code of 1942 Annotated and amendments thereto, and by Section 194 of the Constitution of the State of Mississippi and such other restrictions and privileges as may be provided by the by-laws of the corporation, not contrary to the laws of the State of Mississippi.

5. The period of existence of the corporation (not to exceed 99 years) is 99 years.
6. The purpose for which it is created:

To buy, sell, lease, trade, manufacture, deal in and with goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles, as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey personal and real property and to construct thereon such buildings as may be necessary or useful in the conduct of its business; and to sell, mortgage or hypothecate the same, and to borrow money with or without security; and generally to do and perform all such acts and enter into the performance of all such contracts as may be usual, incident or necessary to the business aforesaid; and to operate anywhere within the State of Mississippi or elsewhere.

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

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

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

Howard T. Barnett
Incorporator

Marvin Williams
Incorporator

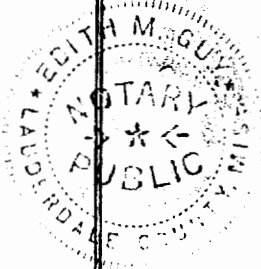
STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

This day personally appeared before me, the undersigned authority in and for the above named County and State, Howard T. Barnett and Marvin Williams, incorporators of the corporation known as Fabric Fair, Inc., who each acknowledged that they signed and executed the above and foregoing articles of incorporation as their own act and deed on this the ____ day of January, 1954.

[Handwritten Signature]
Notary Public

MY COMMISSION EXPIRES MAY 27, 1956



Received at the office of the Secretary of State, this the 15th day of January

A. D., 1954, together with the sum of \$ 70⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

[Handwritten Signature]
SECRETARY OF STATE

Jackson, Miss.,

January 15th, 1954

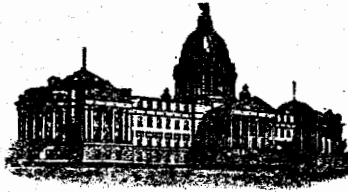
I have examined this _____ charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

[Handwritten Signature]
ATTORNEY GENERAL.

By *[Handwritten Signature]*
Assistant Attorney General.

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

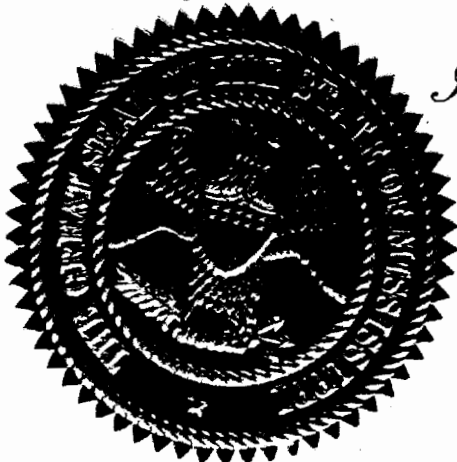
The within and foregoing Amendment to the
Charter of Incorporation of _____

THE FABRIC FAIR, INC.

Changing name to

THE BARNETT CORPORATION

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 Sixteenth day of
January 1954

Receipt No. 9982 L

By the Governor

Helen Gordon

Secretary of State

Hugh White

CERTIFIED COPY OF RESOLUTION OF THE STOCKHOLDERS OF
THE FABRIC FAIR, INC.

BE IT RESOLVED, That the Charter of Incorporation of The Fabric Fair, Inc. be amended so that Article 1 thereof shall read as follows:

"1. The corporate title of said company is The Barnett Corporation."

BE IT FURTHER RESOLVED, That the Secretary be, and he is hereby authorized to do any and all things necessary or desirable in connection with securing the approval of the foregoing amendment to the Charter of Incorporation of this corporation.

C E R T I F I C A T E

I, Howard T. Barnett, Secretary of The Fabric Fair, Inc, do hereby certify that the foregoing is a true and correct copy of a resolution which was unanimously adopted by all of the stockholders of said company at a legally called and held meeting on the 13th day of January, 1954, at 10 o'clock A. M. at the office of Gillespie, Huff & Williams, Attorneys, Third Floor of the Rosenbaum Building, Meridian, Mississippi.

WITNESS my signature and the seal of the corporation, this the 13th day of January, 1954.

CORPORATE SEAL
The Fabric Fair, Inc.

Howard T. Barnett
Secretary of The Fabric Fair, Inc.

AMENDMENT OF THE CHARTER OF INCORPORATION OF
THE FABRIC FAIR, INC.

To the Secretary of State of Mississippi:

We present herewith proposed Amendment of the Charter of Incorporation of The Fabric Fair, Inc., a Mississippi Corporation, together with a certified copy of a resolution of all of the stockholders of said corporation unanimously adopting and approving the same, and we request that the Charter of Incorporation of The Fabric Fair, Inc. be amended so that Article 1 will be changed and amended to read as follows:

"1. The corporate title of said company is The Barnett Corporation"

WITNESS my signature and the seal of the company, this the 13th day of January, 1954.

CORPORATE SEAL
 The Fabric Fair, Inc

Howard T. Barnett
 Secretary of The Fabric Fair, Inc.

STATE OF MISSISSIPPI

COUNTY OF LAUDERDALE

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named Howard T. Barnett, who acknowledged to me that he is Secretary of The Fabric Fair, Inc., a Mississippi Corporation, and that as such officer he signed, executed and delivered and affixed the corporate seal to the foregoing Amendment to the Charter of Incorporation of the company, having been duly authorized so to do.

Given under my hand and official seal, this the 13th day of January, 1954.

Notary Public

MY COMMISSION EXPIRES MAY 27, 1956



Received at the office of the Secretary of State, this the 15th day of January

A. D., 1954, together with the sum of \$ 10/00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Huber
SECRETARY OF STATE

Jackson, Miss.,

January 15th, 1954

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

NESHOBA MILLING 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 Sixteenth day of January 19 54



Stephen White
Governor

By the Governor

Hubert L. ...
Secretary of State

Receipt No. 9984 L

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

NESHOPA MILLING AND SUPPLY COMPANY

1. The corporate title of said company is NESHOPA MILLING AND SUPPLY COMPANY

2. The names of the incorporators are:

J. H. Jarrell Postoffice Philadelphia, Mississippi

J. L. Perry Postoffice Philadelphia, Mississippi

W. G. Yates Postoffice Philadelphia, Mississippi

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Philadelphia, Mississippi

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

\$30,000.00, all common stock.

5. Number of shares for each class and par value thereof: 300 shares of common stock of
the par value of \$100.00 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 buy, sell, exchange, mix, process and manufacture feeds of all kinds; to buy, own, sell, exchange, raise and process poultry and livestock; to buy, sell, exchange, manufacture and repair agricultural supplies, tools and implements; to enter into contracts for the building of, and to build, poultry houses and other structures for the use of poultrymen and livestock men and to sell, buy, lease or repair the same; to promote the poultry and livestock business; and to do any and all things necessary to, incident to, and in furtherance of the above stated 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.
200 shares of common stock

J. H. Jarrell
J. L. Perry
M. G. Yates

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Neshoba

This day personally appeared before me, the undersigned authority J. H. Jarrell, J. L. Perry and W. G. Yates

incorporators of the corporation known as the Neshoba Milling 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 day of January, 19 54

My commission expires:

J. H. Jarrell, J. L. Perry, W. G. Yates

STATE OF MISSISSIPPI

County of Neshoba

This day personally appeared before me, the undersigned authority J. H. Jarrell, J. L. Perry and W. G. Yates

incorporators of the corporation known as the Neshoba Milling 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 15 day of January, 19 54

My Commission expires: 1-1-56

J. D. Dorby, Chancery 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 15th day of January A. D., 19 54, together with the sum of \$ 70.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

J. D. Dorby, Secretary of State.

Jackson, Miss., January 15th 19 54

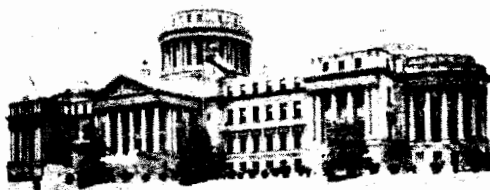
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J. P. Coleman, Attorney General. James S. Keckell, 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

MID-SOUTH SPORTING GOODS COMPANY

is hereby approved.

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

this _____ Sixteenth _____ day of

January 19 54



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Receipt No. 9985 L

Recorded in the Secretary of State's Office this the eighteenth day of January, 1954.

THE CHARTER OF INCORPORATION OF MID-SOUTH SPORTING GOODS COMPANY

The corporate title of this Company shall be Mid-South Sporting Goods Company.

The names and Post Office addresses of the incorporators are as follows, to-wit:

Jack P. Aldridge, Greenwood, Mississippi;

Jack P. Aldridge, Jr., Greenwood, Mississippi;

M. H. Carter, Greenwood, Mississippi.

The domicile of the corporation shall be Greenwood, Leflore County, Mississippi.

The authorized capital stock of the corporation shall be \$100,000.00, common stock, consisting of 1000 shares of the par value of \$100.00 per share.

The period of existence of the corporation shall be 99 years.

The purposes for which the corporation is created are as follows, to-wit:

The purchase and sale and the general dealing at wholesale and retail and on commission in all kinds of games, sporting goods and equipment including those used in connection with fishing, hunting, football, baseball, tennis and all other games classed as sports; the handling of electric equipment and appliances, toys and fireworks and all rights and powers incident to the above; and in addition thereto, all rights and powers provided by the corporation laws of Mississippi of 1942 and all amendments thereto.

The corporation may organize and commence business when 500 shares of the capital stock shall have been subscribed and paid for.

Jack P. Aldridge
Jack P. Aldridge, Jr.
M. H. Carter

STATE OF MISSISSIPPI
COUNTY OF WILFLORE

Personally appeared before the undersigned authority in and for said County and State, Jack P. Aldridge, Jack P. Aldridge, Jr., and M. H. Carter, whose names are signed to the foregoing Charter as incorporators therein and who acknowledged that they signed and delivered the same on the day therein mentioned.

Given under my hand and official seal this 12th day of January, 1954.

Ruth P. Hamack
Notary Public.

My Commission Expires Mar. 10, 1977



Received at the office of the Secretary of State, this the 15th day of January

A. D., 1954, together with the sum of \$ 210⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Hubert L. Adams
SECRETARY OF STATE

Jackson, Miss.,

January 15th, 1954

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. Calhoun
ATTORNEY GENERAL

By James J. Kendall
Assistant Attorney General.

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The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

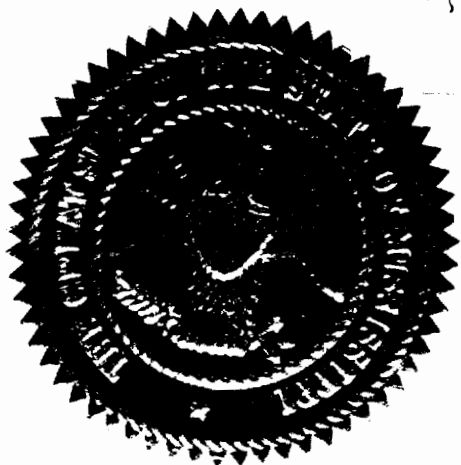
ROSCO INCORPORATED

is hereby approved.

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

this _____ Eighteenth _____ day of

January 19 54



[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office on _____
at the City of Jackson, Miss.

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

ROSCO INCORPORATED

1. The corporate title of said company is ROSCO INCORPORATED

2. The names of the incorporators are:

Anthony Tattis Postoffice 611 Avaln Road, Jackson, Miss.

Mrs. Ercell Phillips Postoffice 223 Sollitt St, Jackson, Miss.

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Jackson, Mississippi

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

Five thousand dollars Capital Stock, all of one class which is common stock.

5. Number of shares for each class and par value thereof: Five thousand shares of common stock of par value one dollar each.

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

7. The purpose for which it is created: To purchase, acquire, hold improve, develop, sell, convey, assign, release, mortgage, encumber, lease, rent and deal generally with real property wheresoever or of what kind the same may be; and to do and perform all of said acts for itself or as an agent or broker for others.

To buy and sell, at wholesale or retail, and generally to deal in and with building materials and any and all types of household and commercial merchandise of all kinds. To make and purchase materials for construction of any and every type of building; to conduct and carry on the business of builders and contractors, including the locating laying out and construction of roads, avenues, sewers, bridges wells and power plants.

To buy, sell mortgage, encumber, lease, contract in any manner, build, operate and manage hotels, apartment houses, rooming houses, restaurants, theaters, billard parlors, bowling alleys, swimming pools, recreation parks and tourist, service stations, and grocery stores.

Deal in stocks, bonds, and securities of other corporations and in stocks, bonds and securities of this corporation but not so as to impair the capital stock of this corporation.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation not inconsistent with the law. Nothing herein contained shall be construed as conferring upon the corporation the right to do banking or insurance 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.

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

Anthony Little
Mrs. Ernie Phillips

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI }
County of Hinds

This day personally appeared before me, the undersigned authority Anthony Tattis
and Mrs. Ercell Phillips

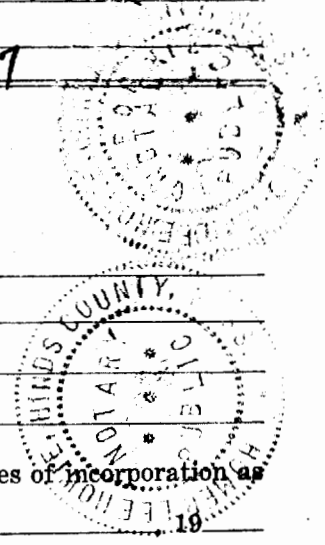
incorporators of the corporation known as the Rosco Incorporated
who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as
~~(his)~~ (their) act and deed on this the 15th day of January, 1954

James Lee Howie
My Comm exp
Nov 12, 1957

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 18th day of January
A. D., 1954, together with the sum of \$20.00 deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Walter L. Adams
Secretary of State.

Jackson, Miss., January 18th 1954

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. Keadle
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

INVESTMENT INCORPORATED

is hereby approved.

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

this _____ Eighteenth _____ day of

January

19 54



Hugh White
Governor

By the Governor

Helena L. L. L.
Secretary of State

Receipt No. 10055 L

Recorded in the Secretary of State's Office this the
nineteenth day of January, 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

INVESTMENT INCORPORATED

1. The corporate title of said company is INVESTMENT INCORPORATED

2. The names of the incorporators are:

Anthony Tattis Postoffice 611 Avaln Road, Jackson, Miss.

Mrs. Ercell Phillips Postoffice 223 Sollitt St, Jackson, Miss.

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Jackson, Mississippi.

4. Amount of capital stock and particulars as to class or classes thereof:
Five thousand dollars Capital Stock, all of one class which is common stock.

5. Number of shares for each class and par value thereof: Five thousand shares of common stock of par value one dollar each.

6. The period of existence ~~(not to exceed fifty years)~~ (not to exceed ninty nine years) is is ninety nine years.

7. The purpose for which it is created: To purchase, acquire, hold improve, develop, sell, convey, assign, release, mortgage, encumber, lease, rent and deal generally with real property wheresoever or of what kind the same may be; and to do and perform all of said acts for itself or as an agent or broker for others.

To buy and sell, at wholesale or retail, and generally to deal in and with building materials and any and all types of household merchandise and commercial merchandise of all kinds. To make and purchase materials for construction of any and every type of building; to conduce and carry on the business of builders and contractors, including the locating, laying out and construction of roads, avenues, sewers, bridges wells and power plants.

To buy, sell mortgage, encumber, lease, contract in any manner, build, operate and manage hotels, apartment houses, rooming houses, restaurants, theaters, billard parlors, bowling alleys, swimming pools, recreation parks and tourist Courts, service stations, and grocery stores.

Deal in stocks, bonds, and securities of other corporations and in stocks, bonds and securities of this corporation but not so as to impair the capital stock of this corporation.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation not inconsistent with the law. Nothing herein contained shall be construed as conferring upon the corporation the right to do banking or insurance 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.

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

Anthony Jatt's
Mrs. Ercele Phillips

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority Anthony Tattis
and Mrs. Ercell Phillips

incorporators of the corporation known as the Investment Incorporated
who acknowledged that ~~they~~ (they) signed and executed the above and foregoing articles of incorporation as
~~was~~ (their) act and deed on this the 15th day of January, 1954

Homer Lee Howie
Notary Com exp Nov 12, 1957

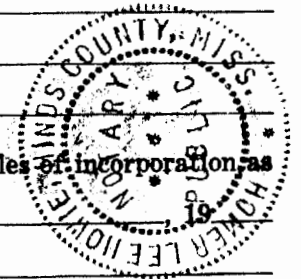


STATE OF MISSISSIPPI

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 18th day of January
A. D., 1954, together with the sum of \$ 20⁰⁰ deposited to cover the recording fee, and referred
to the Attorney General for his opinion.

Helen L. Linder
Secretary of State.

Jackson, Miss., January 18th 1954

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. 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

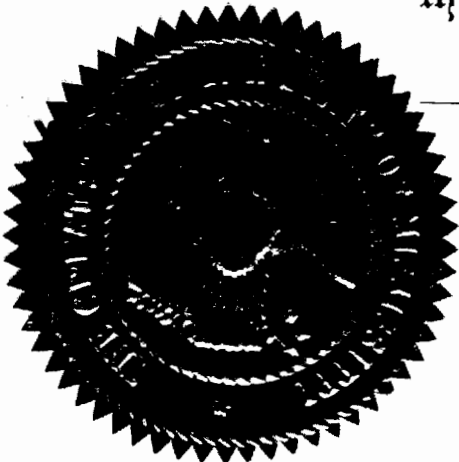
KENNINGTON COMPANY

is hereby approved.

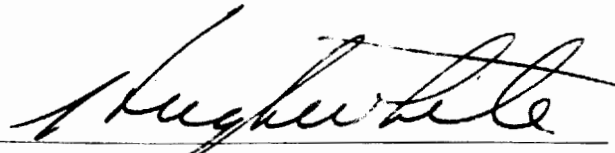
In testimony whereof, I have hereunto set
my hand and caused the Great Seal of
the State of Mississippi to be affixed.

this _____ Eighteenth _____ day of

January _____ 19 54 _____



Receipt No. 9988 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's Office this
the nineteenth day of January, 1954.

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

KENNINGTON COMPANY

1. The corporate title of said company is Kennington Company

2. The names of the incorporators are:

J. A. Kennington Postoffice Jackson, Mississippi

J. A. Campbell Postoffice Jackson, Mississippi

C. G. Ventress 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:

The capital stock of said company shall consist of 5,000 shares of
common stock, par value \$100 per share.

5. Number of shares for each class and par value thereof: 5,000 shares common stock, par
value \$100 per share.

6. The period of existence (not to exceed ~~fifty years~~ ^{ninety-nine years}) is ninety-nine years

7. The purpose for which it is created: To own, carry on and conduct a department store or stores for the purchase and sale at retail and wholesale of merchandise and articles of every type, nature and description; to buy, sell, manufacture, repair, alter, exchange, let, hire, export, import, and deal in all kinds of articles and things normally, customarily or commonly dealt in by retail or wholesale mercantile or service establishments of every kind and description; to grant to other firms, corporations, associations or persons, the right or privilege to carry on any kind of business on the premises of the company, as lessee, licensee, or otherwise; to buy, hold, own, rent, lease, mortgage, sell, or otherwise dispose of and to otherwise acquire any real property or interest therein, permitted by the laws of the State of Mississippi, and to buy, hold, own, lease, rent, and to otherwise acquire and to sell or otherwise dispose of personal property of every kind and description; to engage in any other business or businesses which are incidental or conducive or convenient or proper to the attainment of the above objects or any of them, not forbidden by law, and to exercise any and all powers which it may now or hereafter be lawful for the company to exercise under the laws of the State of Mississippi. Meetings of the Board of Directors may be held either within or without the State of Mississippi.

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

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

5,000 shares of common stock, par value \$100 per share, subscribed and paid for in cash.

~~_____~~
 C. J. [unclear]
 [unclear]

Incorporators.

CALIFORNIA
STATE OF ~~MISSISSIPPI~~

ACKNOWLEDGMENT

County of LOS ANGELES

This day personally appeared before me, the undersigned authority _____

J. A. Kennington

incorporator of the corporation known as the KENNINGTON 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 13th day of Jan, 1945

My Commission Expires:

W. D. Allison

NOTARY PUBLIC

My Commission Expires Jan. 9, 1957

STATE OF MISSISSIPPI

County of Hinds

This day personally appeared before me, the undersigned authority _____

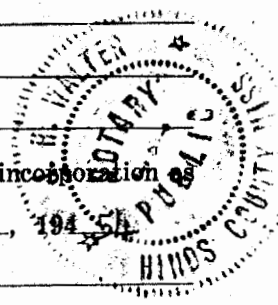
J. A. Campbell and C. G. Ventress

incorporators of the corporation known as the KENNINGTON COMPANY

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation ~~(his)~~ (their) act and deed on this the 15 day of January, 1945

My Commission Expires:
My Commission Expires March 26, 1957

J. H. Walters
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 16th day of January

A. D., 1954, together with the sum of \$500.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder
Secretary of State.

Jackson, Miss., January 16th 1954

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

RENEWAL OF

The within and foregoing Charter of Incorporation of

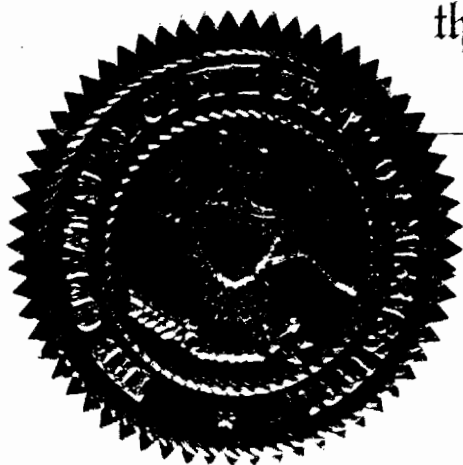
BANK OF FLORA

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

January 19 54



[Signature]
Governor

By the Governor

[Signature]
Secretary of State

Receipt No. 1906C 1.

Recorded in the Secretary of State's Office this the nineteenth day of January, 1954.

State of Mississippi

Department of Bank Supervision



JACKSON

RENEWAL OF

The within and foregoing ~~Amendment to the~~

Charter of Incorporation of

BANK OF FLORA,

FLORA, 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 January 19 54



B. J. Johnson
STATE COMPTROLLER.

RENEWAL OF
ARTICLES OF INCORPORATION
OF
BANK OF FLORA

RESOLVED, by the stockholders of the Bank of Flora, Flora, Mississippi, in regular meeting assembled that the corporate existence of this bank which expires by statutory limitation on January 22nd., 1954, be renewed for an additional period of FIFTY (50) YEARS.

FURTHER RESOLVED, That the original Charter of Incorporation of the bank, as amended, be further amended in the following particulars:

ARTICLE III

" THE PERIOD OF EXISTENCE OF THIS CORPORATION SHALL BE FIFTY (50) YEARS FROM AND AFTER JANUARY 22nd., 1954."

STATE OF MISSISSIPPI

COUNTY OF MADISON

I, the undersigned, President of the Bank of Flora, Flora, Mississippi, do hereby certify that the above and foregoing is a true and correct copy of the resolution renewing the Charter of the said bank as the same was duly adopted at a regular meeting of the stockholders held on the 12th day of January 1954. 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 the seal of the Bank of Flora, Flora, Mississippi, this the 12th day of January 1954.



[Handwritten Signature]

PRESIDENT

ATTEST:

[Handwritten Signature]

CASHIER

Received at the office of the Secretary of State, this the 18th day of January

A. D., 1954, together with the sum of \$ 60⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Linder
SECRETARY OF STATE

Jackson, Miss.,

January 19, 1954

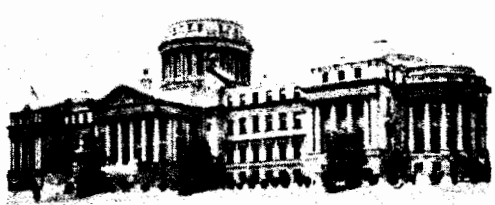
I have examined this Amendment & Renewal of charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Coleman
ATTORNEY GENERAL.

By John C. Stone
Assistant Attorney General.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

FOURTH DISTRICT (CENTRAL MISSISSIPPI) DENTAL SOCIETY

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

_____ January _____ 19 54 _____



Receipt No. 9986 L

[Handwritten Signature]
Governor

By the Governor

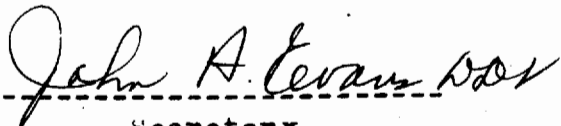
[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office this the nineteenth day of January, 1954.

Be it resolved that Dr. John A. Evans, Dr. Robert May, and Dr. John C. Beswell, be, and they are hereby authorized, empowered and directed to make an application to the State of Mississippi for a Charter of Incorporation of the Fourth District (Central Mississippi) Dental Society having non-stock and non-profit dental, fraternal society; and that they do all things necessary and proper in securing this Charter.

I, John A. Evans, Secretary of the Fourth District (Central Mississippi) Dental Society do hereby certify that the above and foregoing is a true and correct copy of the resolution passed by the society as same appears on its minutes of which I am the legal custodian.

Witness my signature this the 14th day of
January 1954.



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

FOURTH DISTRICT (Central Mississippi) DENTAL SOCIETY

1. The corporate title of said company is Fourth District (Central Mississippi) Dental Society

2. The names of the incorporators are:
Dr. John A. Evans Postoffice Jackson, Miss.

Dr. Robert May Postoffice Jackson, Miss.

Dr. John C. Beaswell Postoffice Jackson, Miss.

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 not be required to make publication of its charter, shall issue no shares of stock, shall divide no dividends or profits among its members, shall make expulsion the only remedy for non-payment of dues, shall vest in each member the right to one vote in the election of all officers, shall make the loss of membership, by death or otherwise, the termination of all interest of such members, in the corporate assets, and there shall be no individual liabilities against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

5. Number of shares for each class and par value thereof: None -- 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:

This shall be a non-profit dental fraternal society for the purpose of promoting the arts and sciences of dentistry and to provide for the general welfare and interest of the dentist in the State of Mississippi.

This corporation shall have the right and power to buy, lease, own, sell and dispose of real and personal property necessary and proper for its operation; and shall be capable of holding by gift, grant or devise any property, real personal and mixed and ^{and} disposing of same in any lawful manner, and which are 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 before the corporation may begin business.

None

Dr. John A. Evans
Dr. Robert [unclear]
D. John C. Howell

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

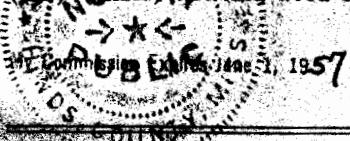
County of Hinds

This day personally appeared before me, the undersigned authority Dr. John A. Evans,

Dr. Robert. May, and Dr. John G. Beswell

incorporators of the corporation known as the Fourth District (Central Mississippi) Dental Society

who acknowledged that ~~(he)~~ (they) signed and executed the above and foregoing articles of incorporation as ~~(his)~~ (their) act and deed on this the 14 day of January, 1954



Geneva M. Laine
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 15th day of January A. D., 1954, 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., January 16th 1954

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 James D. Kendall
Assistant Attorney General.

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

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

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

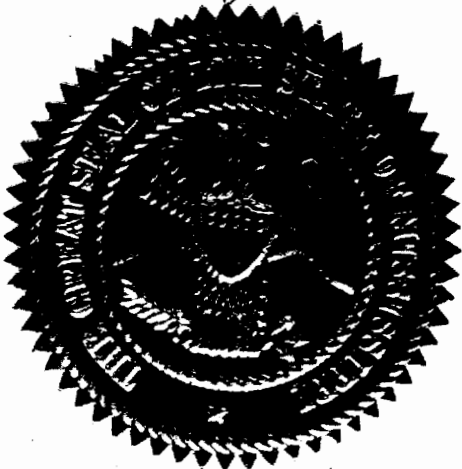
CITIZENS BANK

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*

January

19 54



Receipt No. 10059 L

By the Governor.

John L. Davis

Secretary of State.

Steph White

State of Mississippi

Department of Bank Supervision



JACKSON

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

CITIZENS BANK,

COLUMBIA, 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*

January _____ 19 54.



C. J. Johnson
STATE COMPTROLLER.

PROPOSED AMENDMENT TO ARTICLES OF INCORPORATION
OF
CITIZENS BANK
COLUMBIA, MISSISSIPPI

RESOLVED FIRST, that the Capital Stock of this bank be increased in the sum of \$25,000.00 by the declaration and issuance pro rata to the holders of the outstanding Common Stock of this bank of a dividend in the sum of \$25,000.00 to be accomplished by the issuance of 250 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 shares of Common Stock standing in the name of such stockholders on the books of the bank as of January 12, 1954, making the total Capital Stock of said bank \$100,000.00, all of which is Common Stock.

RESOLVED SECOND, that no fractional shares of Common Stock shall be issued, but that each and every stockholder receiving two-thirds ($2/3$ rds) of a share of said Common Stock shall be entitled to purchase from the Common Pool of Stock a one-third ($1/3$ rd) share of said new stock to the end that there will be no fractional shares of stock

RESOLVED THIRD, that the Articles of Incorporation as amended be further amended by striking out Section 1 of Article 4 and inserting in place thereof the following, to-wit:

ARTICLE FOURTH: (1) Amount, Classes and Shares of Capital Stock. The amount of Capital Stock of this corporation shall be \$100,000.00, divided into classes and shares as follows:

(a) One Hundred Thousand Dollars (\$100,000.00) par value of Common Stock divided into 1000 shares of the par value of \$100.00 each.

(b) There shall be no Preferred Capital Stock. The entire Capital Structure of this bank consisting of 1000 shares of Common Stock of the par value of \$100.00 per share.

At the regular annual meeting of the shareholders of Citizens Bank, Columbia, Mississippi, held on the 12th day of January, 1954, after legal notice of said meeting as provided by the by-laws of said bank having been given in writing to each stockholder and mailed by prepaid first class mail to the correct post office addresses of said stockholders of Citizens Bank, the following resolution and amendments were adopted by the following vote representing more than two-thirds ($2/3$ rds) of the total number of the shares of Common Stock outstanding:

| | |
|--------------------------------------------------------------------------------------------------|------|
| Total number of shares of Preferred Stock Outstanding | None |
| Total number of shares of Common Stock Outstanding | 750 |
| Total number of shares of Common Stock represented at said meeting | 569 |
| Total number of shares of Common Stock voted in favor of the resolutions and amendment | 569 |
| Total number of shares of Common Stock voted against the resolution and amendment | None |

I hereby certify that the above and foregoing 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 the number of shares voted by each is on file in this bank, reflected in detail by the Minutes of said stockholders meeting.

WITNESS MY SIGNATURE this, the 15th day of January, 1954.

H. Rankin
PRESIDENT

(SEAL OF BANK)

SWORN TO AND SUBSCRIBED BEFORE ME this, the 15th day of January, 1954.

J. B. Beland
NOTARY PUBLIC



MY COMMISSION EXPIRES: November 26, 1956

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

18th day of January

A. D., 19⁵⁴, together with the sum of \$50⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer L. Linder
SECRETARY OF STATE

Jackson, Miss.,

January 19, 1954

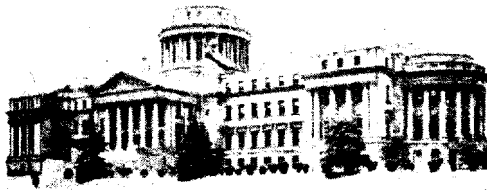
I have examined this Amendment to the charter of incorporation, and am of the opinion that it is not violative of the Constitution and laws of this State, or of the United States.

J. P. Coleman
ATTORNEY GENERAL

By *John C. Stone*
Assistant Attorney General

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

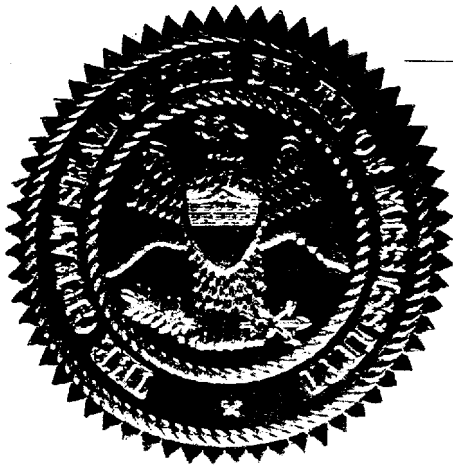
DURA-CRATES OF MISSISSIPPI, INC.

is hereby approved.

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

this _____ Twenty-first _____ day of

_____ January _____ 19 54 _____



Receipt No. 10062 L

Governor

By the Governor

Secretary of State

Recorded in the Secretary of State's Office this
the twenty-first day of January, 1954.

THE CHARTER OF INCORPORATION OF
DURA-CRATES OF MISSISSIPPI, INC.

1. The corporate title of said company is:

DURA-CRATES OF MISSISSIPPI, INC.

2. The names and postoffice addresses of the incorporators are:

| <u>NAME</u> | <u>POSTOFFICE ADDRESS</u> |
|------------------|-------------------------------------------------|
| E. B. Hibbs | 940 E. Michigan Street Indianapolis, Indiana |
| Robert D. Morgan | 1000 Circle Tower Indianapolis, Indiana |

3. The domicile of the corporation is:

Itawamba County, Mississippi

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

Ten Thousand & NO/100 (\$10,000.00) Dollars, all of which shall be common stock of no par value, with the right to commence business when three hundred shares of said stock shall have been subscribed and paid for.

5. Number of shares of each class, the sales price thereof and the authority of the Board of Directors to hereafter change the sales price, etc.;

One thousand shares of common stock of no par value, the sales price of which is fixed at \$10.00 per share.

The Board of Directors of the corporation shall, hereafter from time to time, have the right and authority to change the sales price of said stock.

All shares of said stock issued, for which the full consideration, as herein fixed, or as hereafter fixed, by the Board of Directors has been paid or delivered, shall be deemed fully paid stock and not liable to any further call, or assessment thereon, and the holder of such shares shall not be liable for any further payment thereon.

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

7. The purposes for which the corporation is created:

(a) To manufacture, fabricate, buy, sell, import, export and generally deal in and with boxes, crates and/or containers and all associated products.

(b) To manufacture, buy, sell and generally deal in and with all commodities, materials, products and property of every kind and description for the production, distribution and sale of boxes, crates and/or containers and all

associated products.

(c) To manufacture, prepare, buy, sell and otherwise deal with and in any and all goods, wares, merchandise, materials, compounds and substances which may be used or useful in connection with the corporation's operation.

(d) To construct, own, purchase, lease or otherwise acquire and to operate mills, plants and factories of all kinds.

(e) To own, buy, sell, mortgage, lease or rent to or from others, hold, occupy, use, improve, develop, exchange and make any lawful contract pertaining to property of all kinds, real, personal and mixed, wherever located.

(f) To engage in any mercantile, manufacturing or trading business of any kind or character whatsoever; and to do all things incident to any such business.

(g) To borrow money and pledge, mortgage, and/or hypothecate any and all property, real, personal and mixed, of the corporation to secure the corporation's indebtedness.

(h) To own and/or operate warehouses for the storage of goods, wares, merchandise and materials of all kinds, and to carry on a warehouse business.

(i) To manufacture, purchase or otherwise acquire and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of any and every class and description and wherever situated.

(j) To act as principal or agent in the transaction and conduct of any business, or businesses for which the corporation is created; and to sell at wholesale or retail any goods, wares, merchandise, products, articles and commodities of any kind whatsoever which the corporation is authorized to deal in or with.

(k) To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association, or corporation, town, city, county, body politic, state, territory, government or colony or dependency thereof.

(l) To borrow money for any of the purposes of the corporation and to draw, make, accept, endorse, discount, execute, issue, sell, pledge, or otherwise dispose of promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable, transferable or non-transferable instruments and evidences of indebtedness and to secure the payment thereof and the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation at the time owned or thereafter acquired.

(m) To purchase or otherwise acquire, apply for, register, hold, use, sell or in any manner dispose of and to grant licenses or other rights in and in any manner deal with patents, inventions, improvements, processes, formulas, trade-marks, trade names, rights and licenses secured under letters patent, copyrights or otherwise.

(n) To have one or more offices and to conduct any or all of its operations and business and to promote its objects within or without the State of Mississippi, without restriction as to place or amount.

(o) To do any or all of the things herein set forth as principal, agent, contractor, trustee or otherwise, alone or in company with others.

(p) The foregoing clauses shall be construed as powers of the corporation as well as purposes thereof, and the matters expressed in each clause shall, except as otherwise expressly provided, be in no wise limited by reference or inference from the terms of any other clause, but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall nor be construed to limit or restrict in any manner the meaning of general terms or the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another not expressed although it be of like manner.

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

E. B. White

Robert H. Mayan

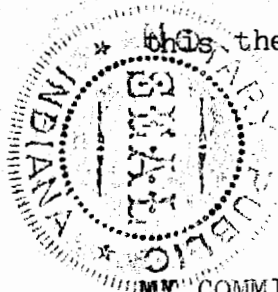
INCORPORATORS

STATE OF INDIANAPOLIS)
COUNTY OF MARION)

This day personally appeared before me, the undersigned authority within and for the aforesaid State and County, E. B. Hibbs and Robert D. Morgan, incorporators of the corporation known as DURA-CRATES OF MISSISSIPPI, INC. who acknowledged that they each signed and executed the above and foregoing articles of incorporation as their act and deed on this the 14th day of January, 1954.

Given under my hand and official seal of office,

this the 14th day of January, 1954.



Elizabeth Keeler
NOTARY PUBLIC

MY COMMISSION EXPIRES:

March 16, 1954

Received at the office of the Secretary of State,
this the 19th day of January, 1954, 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

January ~~20th~~, 1954

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.

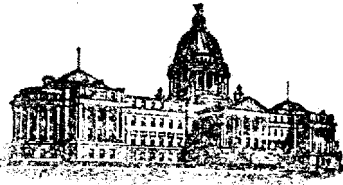
J. P. COLEMAN, ATTORNEY GENERAL

By James J. Randall

Assistant Attorney General

State of Mississippi

EXECUTIVE



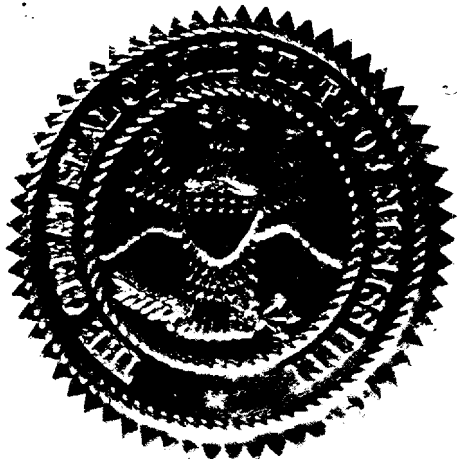
OFFICE

JACKSON

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

PALMER ORPHANAGE

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

January _____ 19 54

[Handwritten signature]

Receipt No. 10074 E

By the Governor.

[Handwritten signature]

Secretary of State

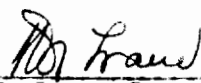
THIS IS TO CERTIFY THAT:

1. I, W. J. Love, whose address is 415½ Main Street, Columbus, Mississippi, have been duly elected, and am now and was upon the dates hereinafter mentioned, the Secretary of the Board of Trustees of Palmer Orphanage, a corporation chartered and existing under the laws of the State of Mississippi and domiciled in Columbus, Lowndes County, Mississippi, and, as such Secretary, am in charge of the minutes of the proceedings of the meetings of said Trustees;

2. At a meeting of the Board of Trustees of Palmer Orphanage, duly held in Columbus, Mississippi on the 20th day of July, 1953, the following Resolution was duly passed and so appears in the Minutes of said meeting of the Trustees:

3. The Charter of Incorporation of Palmer Orphanage be amended to provide for 15 Trustees instead of nine and, in order to carry out the foregoing provision, that Sections 5, 6 & 7 of the present "Amended Charter of Palmer Orphanage" as approved June 21, 1950 be amended accordingly and that Robin Weaver, a member of the Board of Trustees of the Orphanage, be designated to prepare and file the necessary wording to bring about the change from nine to 15 Trustees.

Witness my signature at Columbus, Mississippi this 21st day of July, 1953.



W. J. Love, Secretary of the
Board of Trustees of Palmer
Orphanage, Columbus, Miss.

Jackson, Mississippi, October 5, 1953

1. This is to certify that I, Rev R.E.Hough, D.D. whose address is 1629 First Avenue, Jackson, Miss, have been duly elected, and now am the Stated Clerk of the Synod of Mississippi, and as such ~~am~~ in charge of the minutes of the proceedings of the meetings of Synod.
2. That at a meeting of Synod held in the city of Meridian, September 8,9, and 10 1953 the following resolution was duly passed, and will so appear in the printed minutes of Synod:
3. The Synod of Mississippi concurs in the request of the Board of Trustees of Palmer Orphanage that the charter of the corporation be amended to provide for a total of 15 trustees instead of the present number of nine, same being elected five by the Synod of Mississippi, five by the Synod of Louisiana, and five by the Officers of the First Presbyterian Church in Columbus, Miss.
4. In the event this change is concurred in by the other two bodies, Mr. Robin Weaver, a member of the Board of Trustees, has already been designated by the Board to prepare and file the necessary wording to change Sections five, six and seven of the present charter to agree with the above.

Respectfully submitted:

R.E.Hough.

R.E. Hough

Stated Clerk

This is to certify that I, Rev. ~~Hiram L. Reeves~~ ^{Robt. M. McGehee}, have been duly elected, and now am the stated clerk of the Synod of Louisiana, and as such am in charge of the minutes of the proceedings of Synod.

2. That at a meeting of Synod held at the Alabama church, Choudrant, Louisiana September 15, 16 and 17, 1953 the following resolution was adopted, and will so appear in the Minutes:

Resolved that the Synod of Louisiana concur in the action of the Synod of Mississippi in providing that the charter of Palmer Orphanage be amended so as to provide for the election of five trustees each by the Synod of Mississippi, the Synod of Louisiana, and the Officers of the First Presbyterian Church in Columbus, Miss. in place of three each as at present.

Given at ~~Kalchar~~ ^{Baker}, Louisiana this 5th day of October, 1953.

Robt. M. McGehee
 Stated Clerk, Synod of Louisiana

THIS IS TO CERTIFY THAT:

1. I, W. J. Love, whose address is 415 $\frac{1}{2}$ Main Street, Columbus, Mississippi, have been duly elected, and am now and was upon the dates herein-after mentioned, the Clerk of the Session of the First Presbyterian Church in Columbus, Miss. and as such Clerk, am in charge of the minutes of the proceedings of the meetings of said Session;

2. At a joint meeting of said Session, together with the Deacons and Trustees of said Church, duly called, and held in Columbus, Mississippi on October 12th 1953, the following resolution was duly passed and so appears in the minutes of said Church, to-wit:

3. The First Presbyterian Church in Columbus, Mississippi concurs in the request of the Board of Trustees of Palmer Orphanage that the Charter of incorporation of Palmer Orphanage be amended to provide for a total of 15 Trustees instead of the present number of nine, same to be composed of five Trustees elected by the Synod of Mississippi, five by the Synod of Louisiana, and five by the Officers of the First Presbyterian Church in Columbus, Miss.

Witness my signature at Columbus, Mississippi this 12th day of October, 1953.

W. J. Love

W. J. Love, Clerk of the
Session of the First Presby-
terian Church in Columbus, Miss.

In accordance with the foregoing Resolutions adopted by (1) The Synod of Mississippi, (2) The Synod of Louisiana, (3) The officers and Trustees of the First Presbyterian Church in Columbus, Mississippi, and (4) The Trustees of Palmer Orphanage, Sections 5, 6 & 7 of the present "Amended Charter of Palmer Orphanage" are hereby amended to read and be as follows, to-wit:

1. Section 5 is hereby amended to read and be as follows, to-wit:

"Section 5. Ownership of this corporation shall be vested in a Board of Trustees consisting of Fifteen members who shall own, hold, and manage all property, real and personal, of every kind owned and possessed by said corporation in trust for the use and benefit of the Synod of Mississippi, the Synod of Louisiana, and the First Presbyterian Church in Columbus, Mississippi."

2. Section 6 is hereby amended to read and be as follows, to-wit:

"Section 6. The following named persons designated by the Synod of Mississippi, namely: W. C. Stinson, Sr., whose term shall expire in 1954; Rev. G. L. Tucker, whose term shall expire in 1955, together with one Trustee elected in 1953 for a term of one year; one Trustee elected in 1953 for a term of two years; and one Trustee elected in 1953 for a term of three years, being a total of five Trustees elected by the Synod of Mississippi; and the following named persons designated by the Synod of Louisiana, namely: Rev. John W. Melton, whose term shall expire in 1954, and Rev. W. L. McLeod, whose term shall expire in 1955, together with one Trustee elected in 1953 for a term of one year; one Trustee elected in 1953 for a term of two years, and one Trustee elected for a term of three years, being a total of five Trustees elected by the Synod of Louisiana; and the following named persons designated by the Officers of the First Presbyterian Church in Columbus, Mississippi, namely: William J. Love, whose term shall expire in 1954, and Willis Pope, Sr., whose term shall expire in 1955, together with one Trustee elected in 1953 for a term of one year; one Trustee elected in 1953 for a term of two years; and one Trustee elected in 1953 for a term of three years, being a total of five Trustees elected by the Officers (Elders, Deacons and Trustees) of the First Presbyterian Church in Columbus, Mississippi, and the successors of said Trustees to be chosen in the manner hereinafter provided, shall be ~~the incorporators and~~ the Board of Trustees of Palmer Orphanage."

3. Section 7 is hereby amended to read and be as follows, to-wit:

"All Trustees of Palmer Orphanage shall hold their offices until their successors are elected, and they shall be elected as follows, to-wit: In 1954, two Trustees shall be elected by the Synod of Louisiana, two Trustees by the Synod of Mississippi, and two Trustees by the Officers in joint session of the First Presbyterian Church in Columbus, Mississippi. In 1955, two Trustees shall be elected by the Synod of Louisiana, two Trustees by the Synod of Mississippi, and two Trustees by the Officers in joint session of the First Presbyterian Church in Columbus, Mississippi. In 1956, one Trustee shall be elected by the Synod of Louisiana, one Trustee by the Synod of Mississippi, and one Trustee by the Officers in joint session of the First Presbyterian Church in Columbus, Mississippi. Thereafter, each of the owning and governing bodies of Palmer Orphanage shall elect Trustees in the number and routine as herein set forth, that is, two Trustees in each of two years, and one Trustee in the third year. All Trustees shall thereafter serve for a term of three years."

Witness our signatures this 11th day of January, 1954, being duly authorized and empowered so to do.

Attest:

W. J. Love
W. J. Love, Secretary of the Board of Trustees of said corporation

Board of Trustees of Palmer Orphanage, a corporation,

By John W. Melton
John W. Melton, President of the Board of Trustees of said corporation

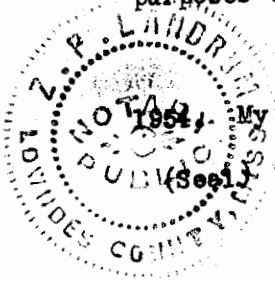
The State of Mississippi,
Lowndes County

Personally appeared before me, the undersigned authority of law in and for the above state and county, the within named W. J. Love, who acknowledged that, as Secretary of the Board of Trustees of Palmer Orphanage, a corporation of Columbus, Mississippi and with full power and authority so to do, he signed, sealed and delivered the foregoing amendments to Sections 5, 6 & 7 of the "Amended Charter of Palmer Orphanage" as now existing and for and in behalf of the Board of Trustees of Palmer Orphanage, a corporation of Columbus, Mississippi, on the day and year therein stated and for the the purposes therein expressed.

Witness my signature and seal of office this 11th day of January,

My commission expires: Dec. 9, 1956

J. Landrum
Notary Public



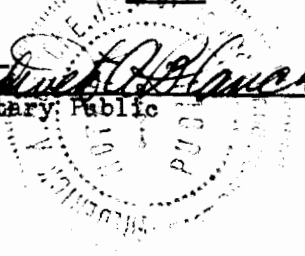
The State of Louisiana,
Parish of East Baton Rouge

Personally appeared before me, the undersigned authority of law in and for the above State and Parish therein, the within named John W. Melton, who acknowledged that, as President of the Board of Trustees of Palmer Orphanage, a corporation of Columbus, Mississippi, and with full power and authority so to do, he signed, sealed and delivered the foregoing amendments to Sections 5, 6 & 7 of the "Amended Charter of Palmer Orphanage" as now existing and for and in behalf of the Board of Trustees of said Palmer Orphanage for the purposes therein expressed and upon the day and year therein mentioned.

Witness my signature and seal of office this 18th day of January, 1954.

(Seal)
My commission expires:
At Death

J. P. Landrum Jr.
Notary Public



Received at the office of the Secretary of State, this the 21st day of January

A. D., 1954, together with the sum of \$10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helmer Lodge
SECRETARY OF STATE

Jackson, Miss.,

January 22d, 1954

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

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

GIRL SCOUT CAMPERS 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 Twenty-second day of

January 19 54



Hugh White
Governor

By the Governor

Hubert L. Adams
Secretary of State

Receipt No. 9776 L

Recorded in the Secretary of State's Office this the twenty-second day of January, 1954.

Girl Scout representatives from five (5) Mississippi Counties, to-wit, Grenada, DeLore, Bolivar, Sunflower and Washington, met Thursday, November 14, 1923, at 2 o'clock, P. M., at the Greenwood Hotel in Greenwood, Mississippi, to discuss the organization and formation and construction of a Girl Scout Camp.

At the request of the group, Mrs. Henry Hoerhammer presided over the meeting, and Mrs. Elsie Jennings, acted as Secretary.

The proposed lease for certain acreage on Cedar Point at the Grenada Reservoir, between the U. S. Government and the proper representatives of the Girl Scout Organization, for use as a Girl Scout Camp was discussed and approved.

The matter of incorporating the organization was discussed and on motion duly made by Mr. Henry Hoerhammer, and seconded by Bill Pedric of Grenada, which motion was unanimously carried, it was ordered that W. H. (Bill) Pedric prepare the proposed Charter of Incorporation and submit same to the proper officials so as to incorporate the group.

It was decided that the corporate title of said Corporation would be Girl Scout Campers of Mississippi.

On proper motion, second and unanimous vote, it was determined that Miss Mary E. McNeil of Grenada, Mrs. Gerald Jacobs of Greenwood, Mrs. Charles Collier of Shaw, Mrs. G. C. Wofford of Brew, and Mrs. Bill Lowry of Greenville, Mississippi, should serve as incorporators and they were authorized to execute the application for the Charter.

Mrs. J. H. Oliver of Grenada invited the group to Grenada for a luncheon meeting, December 10th, stating that Girl Scout representatives from other counties would be invited also and expressing the hope that all Mississippi Counties would eventually become interested in this camp as a state-wide project.

There being no further business, the meeting adjourned.

Attest my hand and seal this 14th day of November, 1923.

Mrs. Elsie Jennings

Mrs. Henry Hoerhammer

STATE OF MISSISSIPPI

COUNTY OF

This day, personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above named Mrs. Elsie Jennings, who, being first duly sworn, stated on oath that the above and foregoing constitutes a true, correct, and exact copy of the minutes of the meeting therein described, and that the data therein contained is true and correct as therein set forth.

Witness my signature and official seal of office, this the 13 day of January, 1954.

Helen G. Kimball
Notary Public

My commission expires:

My Commission Expires Sept. 29, 1957



CHARTER OF INCORPORATION
OF
GIRL SCOUT CAMPERS OF MISSISSIPPI

1. The Corporate title of said Corporation is GIRL SCOUT CAMPERS OF MISSISSIPPI.

2. The names and Post Office address of the Incorporators are:

Miss Mary E. McNeil, Grenada, Mississippi.
Mrs. Gerald Jacobs, Greenwood, Mississippi.
Mrs. Charles Collier, Shaw, Mississippi.
Mrs. G. C. Wofford, Drew, Mississippi.
Mrs. Bill Lowry, Greenville, Mississippi.

3. The domicile of the Corporation in this State is Grenada, Grenada County, Mississippi.

4. The amount of authorized capital stock in said corporation shall, of course, be none. This corporation is a non-profit, non-share and non-dividend paying corporation. Said corporation shall not be required to make publication of its Charter, shall divide no dividends, nor profits among its members, shall vest in each holder of each share of stock the right to one vote in the election of all officers, and there shall be no individual liabilities against the members for corporate debts, but the entire corporation property shall be liable for the claims of creditors.

5. The period of existence of this corporation shall be perpetual.

6. The purpose for which the corporation is created is to purchase, lease or otherwise acquire land and construct improvements thereon for the purpose of providing a Girl Scout Camp; to acquire such other equipment and improvements as necessary to effectuate the general purpose; to stimulate real enjoyment and appreciation of the out-of-doors through progressively adventurous experiences; to provide training in citizenship through the give and take of community living in which each girl has a part in planning and carrying out the camping program in small groups with the help of adult leaders; to contribute to the physical and mental well being of every Girl Scout

camper and to help in the development of such qualities as resourcefulness, initiative, and self-reliance; to employ personnel and otherwise transact such business as necessary to effectuate the program and conduct the camp; to advertise said camp and conduct same in such manner as the officers and proper officials determine from time to time, and to raise funds with which to accomplish said objects. The rights and powers that may be exercised by said corporation, in addition to those hereinabove mentioned, are those conferred by the provisions of Section 5310 of the Mississippi Code of 1942, as amended, and Section 5325 of said Code, as amended.

7. The number of shares of stock necessary to be subscribed and paid for before the corporation shall commence business shall be, of course, none.

Witness the signature of the undersigned Incorporators this the 20th day of November, 1953.

Miss Mary E. McNeill
Miss Mary E. McNeill

Mrs. Gerald Jacobs
Mrs. Gerald Jacobs

Mrs. Charles Collier
Mrs. Charles Collier

Mrs. G. C. Wofford
Mrs. G. C. Wofford

Mrs. Bill Lowry
Mrs. Bill Lowry

H. H. Feden
Attorney

STATE OF MISSISSIPPI)
GRENADA COUNTY)

This day, personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above named Miss Mary E. McNeill, who acknowledged that she is one of the incorporators of the corporation known as Girl Scout Campers of Mississippi, and that she signed and

delivered the above and foregoing articles of incorporation as her individual act and deed on this the day and year above mentioned.

Witness my signature and official seal of office, this the 20th day of November, 1953.

Byron Hunter, Chancery Clerk
By Marianne C. Hunter, DC.

My commission expires:
Jan. 1, 1956

STATE OF MISSISSIPPI)
COUNTY OF LEFLORE)

This day, personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above named Mrs. Gerald Jacobs, who acknowledged that she is one of the incorporators of the corporation known as Girl Scout Campers of Mississippi, and that she signed and delivered the above and foregoing articles of incorporation as her individual act and deed on this the day and year hereinafter set forth.

Witness my signature and official seal of office, this the 23rd day of November, 1953.



[Signature]
Notary Public
My Commission Expires March 4, 1955

My commission expires:

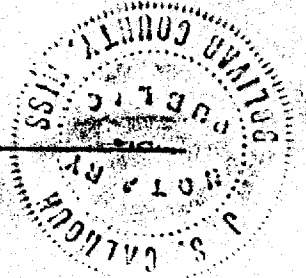
STATE OF MISSISSIPPI)
BOLIVAR COUNTY)

This day personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above named Mrs. Charles Collier, who acknowledged that she is one of the incorporators of the corporation known as Girl Scout Campers of Mississippi, and that she signed and delivered the above and foregoing articles of incorporation as her individual act and deed on this the day and year hereinafter set forth.

Witness my signature and official seal of office,

this the 10 day of ^{December} November, 1953.

W. G. Wilson
Notary Public

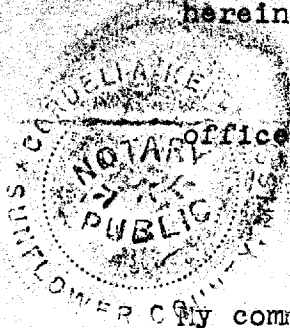


My commission expires:
1-3-56

STATE OF MISSISSIPPI)
SUNFLOWER COUNTY)

This day, personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above named Mrs. G. C. Wofford, who acknowledged that she is one of the incorporators of the corporation known as Girl Scout Campers of Mississippi, and that she signed and delivered the above and foregoing articles of incorporation as her individual act and deed on this the day and year hereinafter mentioned.

Witness my signature and official seal of office, this the 28th day of November, 1953.



Cordelia Keith
Notary Public

My commission expires:
Oct 14, 1955

STATE OF MISSISSIPPI)
WASHINGTON COUNTY)

This day, personally appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the above named Mrs. Bill Lowry, who acknowledged that she is one of the incorporators of the corporation known as Girl Scout Campers of Mississippi, and that she signed and delivered the above and foregoing articles of incorporation as her individual act and deed on this the day and year hereinafter set forth.

Witness my signature and official seal of office, this the 7th day of December, 1953.



Mary E. Thomas
Notary Public

Received at the office of the Secretary of State, this the
 19th day of December, 1953, ^{and re-filed January 21, 1954,} together
 with the sum of \$10.00, deposited to cover the recording
 fee, and referred to the Attorney General for his opinion.

 Secretary of State

 Jackson, Mississippi, January 22nd, 1954.

I have examined this charter of incorporation
 and am of the opinion that it is now violative of the
 Constitution and laws of the State of Mississippi, or of
 the United States of America.

J. P. Coleman
 Attorney General

by James S. Kendall
 Assistant Attorney General

State of Mississippi

EXECUTIVE



OFFICE

JACKSON

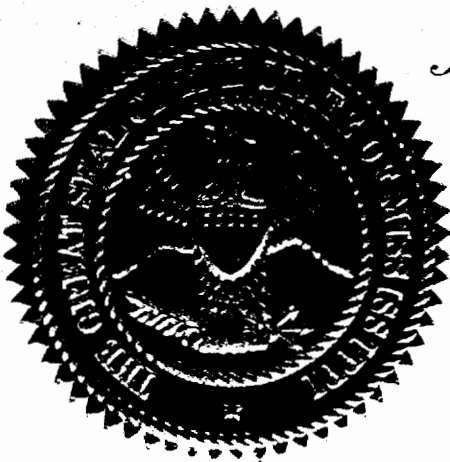
The within and foregoing Amendment to the
Charter of Incorporation of _____

TRI-STATE OIL & COAL, INC.

Changing name to

GANDY'S PRODUCE, 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

January 1954

[Signature]

Receipt No. 10076 L

By the Governor

[Signature]

Secretary of State.

R E S O L U T I O N

WHEREAS, it is the desire of the stockholders of Tri-State Oil and Coal, Inc., to amend its Charter of Incorporation so as to permit the Company to engage in the business of buying and selling produce at wholesale and retail and to change the name of the Company to "Gandy's Produce, Inc.,"

NOW, THEREFORE, BE IT RESOLVED that the Charter of Incorporation of Tri-State Oil and Coal, Inc., dated October 30, 1948, and amended on January 3, 1950, be and the same is hereby amended:

(1) By adding to Section 7, the following additional purpose, "To buy and sell produce at wholesale and retail."

(2) By changing the name of the Corporation to "Gandy's Produce, Inc.,"

BE IT FURTHER RESOLVED that the Officers of the Corporation are hereby authorized and directed to submit a copy of this Resolution to the Secretary of State and to take other steps required by law in order to properly amend the said Charter of Incorporation.

RESOLVED by the stockholders of Tri-state Oil and Coal, Inc., this, the 6 day of January, 1954.

C E R T I F I C A T E

I, Mrs. Martha Gandy, Secretary of Tri-State Oil and Coal, Inc., do hereby certify that the above and foregoing is a true and correct copy of a Resolution duly adopted by the stockholders of said Corporation on the 6 day of January, 1954, as same now appears in the Minutes of said Corporation.

WITNESS MY SIGNATURE and the seal of the Corporation, this, the 6 day of January, 1954.

Martha Gandy
SECRETARY, TRI-STATE OIL & COAL, INC.

AMENDMENT TO CHARTER OF INCORPORATION
OF
TRI-STATE OIL & COAL, INC.

By virtue of a Resolution of the stockholders of Tri-State Oil and Coal, Inc., adopted at a special meeting held in the Office of the Company on the 6 day of January, 1954, the Charter of Incorporation, dated October 30, 1948, recorded in the Office of the Secretary of State in Book 14, Pages 87-90 and in Corporation Record Book 3, Page 305 in the Office of the Chancery Clerk of Lee County, Mississippi, is hereby amended in the following particulars:

1. By adding to Section 7, the following additional purpose, "To buy and sell produce at wholesale and retail."
2. By changing the name of the Corporation to "Gandy's Produce, Inc."

Witness the signatures of the President and Secretary of said Corporation and the seal thereof, this the 6 day of January, 1954.

Louis Gandy
PRESIDENT, TRI-STATE OIL & COAL, INC.

ATTEST:

Mrs Martha Gandy
SECRETARY

A C K N O W L E D G M E N T

STATE OF TEXAS

COUNTY OF Harris

Personally appeared before the undersigned authority, Louis Gandy and Mrs. Martha Gandy, known to me to be the President and Secretary, respectively of Tri-State Oil and Coal, Inc., who acknowledged that they signed the above and foregoing Amendment to the Charter of Incorporation of Tri-State Oil and Coal, Inc., acting in their official capacity as the act and deed of said Corporation, being fully authorized so to do by Resolution of the Board of Directors.

Given under my hand and seal, this, the 16 day of January, 1954.

J. C. Cleveland J. C. CLEVELAND
NOTARY PUBLIC in & for Harris
County Texas.



Received at the office of the Secretary of State, this the 21st day of January

A. D., 1954, together with the sum of \$ 10⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber L. Lusk
SECRETARY OF STATE.

Jackson, Miss.,

January 24th, 1954

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.

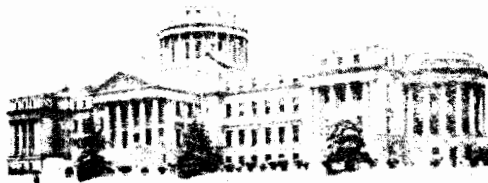
J. P. Coleman
ATTORNEY GENERAL.

By James S. Kendall
Assistant Attorney General.

BUCK 45 PAGE 375

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

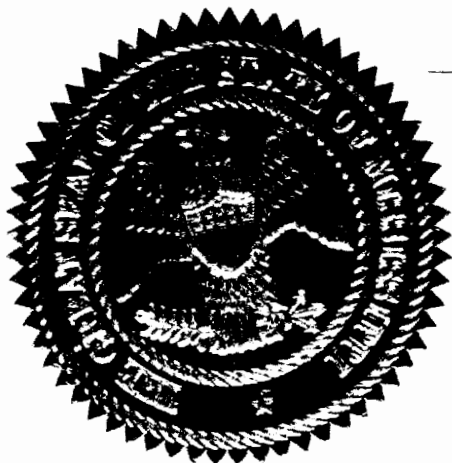
PAGE'S INC.

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-second _____ day of

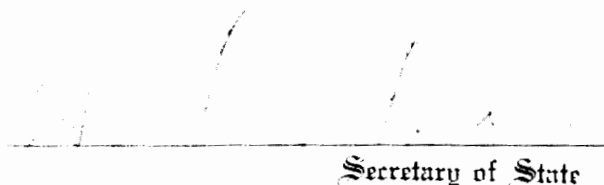
January _____ 19 54 _____



Receipt No. 10066 L


Governor

By the Governor


Secretary of State

Recorded in the Secretary of State's office this
the twenty-third day of January, 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

PAGE'S INC.

1. The corporate title of said company is Page's Inc.

2. The names of the incorporators are:

C.H. Page Postoffice Tupelo, Miss.

Charles L. Page Postoffice Tupelo, Miss.

Jeanette Page Postoffice Tupelo, Miss.

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

Postoffice _____

3. The domicile is at Meridian, Miss.

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

\$25,000.00 common stock. this amount being based upon the present sale price of said stock.

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

250 shares of common stock of no par value to be sold presently at \$100.00 per share and upon such value and consideration thereafter, as may be fixed by the Board of Directors, such power and authority being hereby expressly granted.

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 operate retail variety and grocery stores in the State of Mississippi or elsewhere and to engage in any other business that may be allied with or ancillary to the variety and grocery store 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.

100 shares

CH Page
Charles L. Page
Janette Page

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Lee

This day personally appeared before me, the undersigned authority C.H. Page, Charles L. Page and Jeanette Page

incorporators of the corporation known as the Page's 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 15th day of January 19 24

Eula C. Ballard Notary Public My Commission Expires May 8, 1925

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 20th day of January A. D., 19 24, together with the sum of \$60.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Secretary of State.

Jackson, Miss., January 22d 19 24

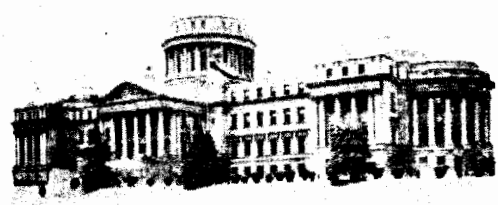
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

By J.P. 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

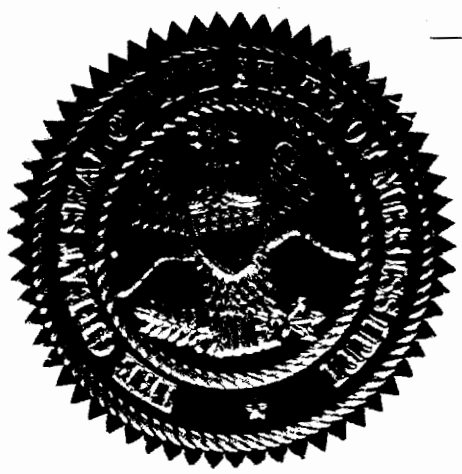
A-S & R CONTRACTORS, INC.

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-second _____ day of

_____ January _____ 19 54 _____



Receipt No. 10065 L

Hugh White
Governor

By the Governor

William Lyman
Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of January, 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

A - S & R CONTRACTORS, INC.

1. The corporate title of said company is A - S & R Contractors, Inc.

2. The names of the incorporators are:

| | | |
|---------------------|-------------------|----------------------------|
| <u>W.H. Allen</u> | <u>Postoffice</u> | <u>Tupelo, Mississippi</u> |
| <u>D.D. Smith</u> | <u>Postoffice</u> | <u>Tupelo, Mississippi</u> |
| <u>John T. Reed</u> | <u>Postoffice</u> | <u>Tupelo, Mississippi</u> |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |
| | <u>Postoffice</u> | |

3. The domicile is at Tupelo, Mississippi

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

\$10,000.00 common stock per value \$100.00 per share. All stock to be of same class, common voting stock

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

100 shares of common stock per value \$100.00 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 do all types of building and construction work, to buy and sell real estate, to engage in dirt moving by contract or otherwise, to construct, maintain and service pipe lines and perform all functions ancillary to and incidental to carrying out the above set out 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.

100 shares of the common stock of \$100.00 par value per share

Wm H. Allen
John F. Reed
J D D Smith

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of LEE

This day personally appeared before me, the undersigned authority

W.H. Allen, D.D. Smith and John T. Reed

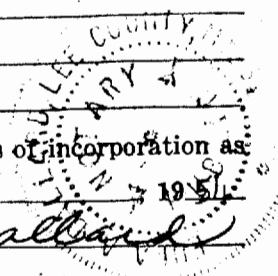
incorporators of the corporation known as the A - S & R Contractors, Inc.

who acknowledged that (they) signed and executed the above and foregoing articles of incorporation as (his) (their) act and deed on this the 14th day of January 1954

Eula G. Ballard

NOTARY PUBLIC

My Commission Expires May 8, 1956



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 20th day of January A. D., 1954, together with the sum of \$30.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

John L. Linder Secretary of State.

Jackson, Miss., January 22nd 1954

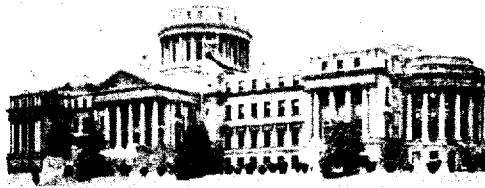
I have examined this charter of incorporation and am of the opinion that it is not violative of the Constitution and laws of the state, or of the United States.

J.P. Calanan Attorney General. James S. Kendace 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

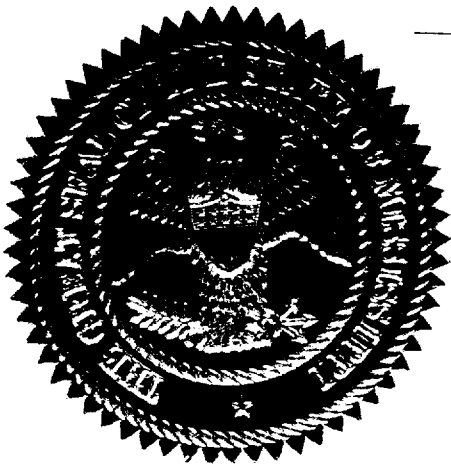
BROADWAY PLAYTHINGS

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-second _____ day of

January _____ 19 54 _____



Receipt No. 10064 L

Steph White
Governor

By the Governor

Helen Lyman
Secretary of State

Recorded in the Secretary of State's Office this
the twenty-third day of January, 1954.

CHARTER OF INCORPORATION

OF

BROADWAY PLAYTHINGS

- I. The corporate title of this corporation shall be
"BROADWAY PLAYTHINGS".
- II. The names and post office addresses of the incorporators are:

Martha E. Jones, Greenville, Mississippi,
Edith B. Smith, Greenville, Mississippi.
- III. The domicile of the corporation shall be at the City of Greenville, Washington County, Mississippi.
- IV. The amount of capital stock shall be \$5,000.00, all common stock of the same class, consisting of fifty shares having a par value of \$100.00 per share.
- V. The period of existence for this corporation shall be 99 years.
- VI. In addition to the rights and powers conferred by the provisions of Chapter 4, Article 21, Mississippi Code of 1942 and all laws amendatory thereof, the purposes for which this corporation is created and the rights, powers and privileges conferred upon it, not contrary to law, are as follows:

To own, operate and engage in the business of buying, selling, handling and dealing in childrens' and teen-age clothing, and to operate a general gift shop business, including notions, toys, jewelry, and related items; to engage in a general retail clothing business and to do and perform all things and acts necessary or customarily done in connection with the afore-said business.
- VII. This corporation shall commence business when 20% of the capital stock shall be subscribed and paid for.
The first meeting of persons in interest for the purpose of organizing said corporation may be called upon two days notice in writing signed by any one of the incorporators.

IN TESTIMONY WHEREOF, witness our signatures on this, the 19th day of January, 1954.

Martha E. Jones
Martha E. Jones

Edith B. Smith
Edith B. Smith

STATE OF MISSISSIPPI

COUNTY OF WASHINGTON

Personally appeared before me, the undersigned notary public in and for the aforesaid state and county, the within named MARTHA E. JONES and EDITH B. SMITH, the incorporators of the corporation known as "Broadway Playthings", who each acknowledged that they signed and executed the above and foregoing Articles of Incorporation on the day and year therein mentioned.

GIVEN under my hand and official seal, this the 19th day of January, 1954.



Helen J. Browne
Notary Public

My Comm. Ex. 2-11-54

Received at the office of the Secretary of State, this the 20th day of January

A. D., 1954, together with the sum of \$ 20⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Helene Lader
SECRETARY OF STATE

Jackson, Miss.,

January 22^d, 1954

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

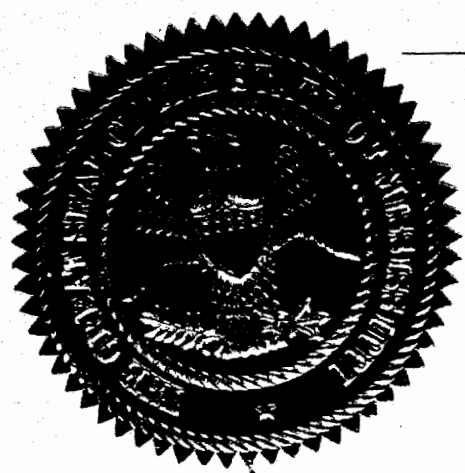
ROBELL MANUFACTURING CO.

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 Twenty-second day of

January 19 54



Receipt No. 10082 L

[Handwritten Signature]
Governor

By the Governor

[Handwritten Signature]
Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of January, 1954.

Furnished by HEBER LADNER, Secretary of State, Jackson, Miss.

~~Furnished by _____ Secretary of State, Jackson, Miss.~~

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

THE CHARTER OF INCORPORATION OF

ROBELL MANUFACTURING CO.

1. The corporate title of said company is Robell Manufacturing Co.

2. The names of the incorporators are:

C. H. Robinett Postoffice Greenwood, Mississippi

C. J. Bell, Jr. Postoffice Greenwood, Mississippi

W. H. Montjoy Postoffice Greenwood, Mississippi

Postoffice

Postoffice

Postoffice

Postoffice

Postoffice

3. The domicile is at Greenwood, Leflore County, Mississippi

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

Fifty thousand dollars (\$50,000.00), all common stock.

5. Number of shares for each class and par value thereof: Fifty thousand (50,000) shares of the par value of One Dollar (\$1.00) each.

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

7. The purpose for which it is created: is to manufacture metal containers, plates, tags and other metal objects, as may be found desirable or profitable, and to manufacture, buy, sell and deal generally in merchandise, of every kind, nature, and description and to acquire patent rights to manufacture articles, and to manufacture, sell or otherwise dispose of metal containers and other articles of merchandise and to act in the capacity of a jobber, wholesaler and retailer in the buying, selling and distributing of metal containers and other merchandise and to do any and all other things necessary or incidental to the above mentioned purposes not contrary to, or inconsistent with the laws of the State of Mississippi.

The rights and powers that may be exercised by this corporation, in addition to the foregoing, are those conferred by Chapter 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.
Five thousand (5,000) shares and any or all of the capital stock in said corporation may be paid for in money or property.

E. K. Rabinell
C. J. Bell
W. B. M. [unclear]

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

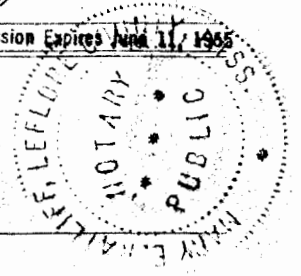
County of LEFLORE

This day personally appeared before me, the undersigned authority C. H. Robinett, C. J. Bell, J r., and W. H. Montjoy

incorporators of the corporation known as the Robell Manufacturing 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 15th day of January, 194 54.

Mary E. Rathiff
Notary Public

My Commission Expires June 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 , 194

STATE OF MISSISSIPPI

County of

This day personally appeared before me, the undersigned authority

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

Received at the office of the Secretary of State this the 22nd day of January A. D., 1954, 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., January 22, 1954

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
James D. Kendall Assistant Attorney General

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

State of Mississippi

EXECUTIVE OFFICE

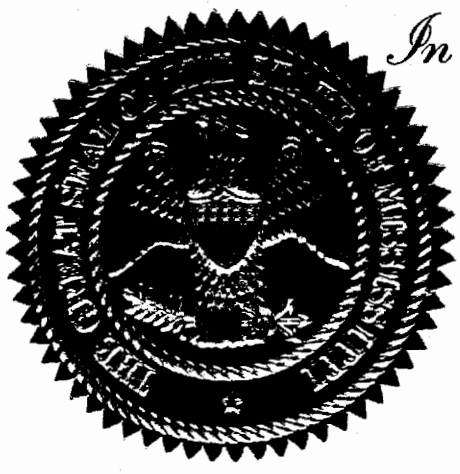


JACKSON

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

BARROW-AGEE LABORATORIES OF MISSISSIPPI, 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
January 1954

[Handwritten signature]

Receipt No. 9990 L

By the Governor.

[Handwritten signature]

Secretary of State.

CERTIFIED COPY OF RESOLUTION OF THE STOCKHOLDERS
OF
BARROW-AGEE LABORATORIES OF MISSISSIPPI, INC.

We, the undersigned, G. Worthen Agee, as President, and Edward R. Barrow, as Secretary, of BARROW-AGEE LABORATORIES OF MISSISSIPPI, INC., hereby certify that a special meeting of the stockholders of said corporation was held on the 21st day of January, 1954 at 123 S. Front Street, Memphis, Tennessee, for the purpose of considering an amendment to the charter, and all of the stockholders being present in person, the said meeting having been duly called and convened, and requirements of notice having been complied with, the following resolutions were unanimously adopted by the stockholders:

Be it hereby resolved by the stockholders of BARROW-AGEE LABORATORIES OF MISSISSIPPI, INC., a Mississippi corporation, that the charter of said corporation be amended by increasing the authorized capital stock of said company from Five Thousand (\$5,000.00) Dollars, as provided in the original charter, dated June 30th 1938, to Twenty-five Thousand (\$25,000.00) Dollars, the same to consist of 250 shares of common stock with a par value of One Hundred (\$100.00) Dollars per share of one class only, with no distinctions or preferences as between said shares.

Be it further resolved that said charter also be amended to authorize the corporation to issue Twenty Thousand (\$20,000.00) Dollars in debentures due ten (10) years from date of issue, in denominations of One Hundred (\$100.00) Dollars each, and to bear interest at the rate of six (6%) per cent, with authority in the Board of Directors to issue and sell, or exchange as otherwise provided in charter as amended, all or any fractional part of the total of said debentures as in the judgment of the directors the interests of the corporation require, and with further authority in the Board of Directors to adopt forms for suitable debenture certificates to contain such terms, conditions, and other provisions as are customary and advisable according to the judgment of the Directors.

Be it further resolved that debentures may be issued and exchanged for common stock at fair value in the judgment of the Directors, and in cases where Directors deem it desirable, but only with the specific unanimous consent of all stockholders,

and provided, further, that issue of debentures shall be limited to avoid any unlawful change in the capital structure of the corporation.

We further certify that the stockholders at said meeting, by motion unanimously adopted, instructed the undersigned President and Secretary to execute, acknowledge, and file this Certificate and an Amendment to the Charter, as provided by Section 5323 of the Mississippi Code.

Witness our signatures this 21st day of January, 1954.

G. Worthen Agee
President

E. R. Barrow
Secretary

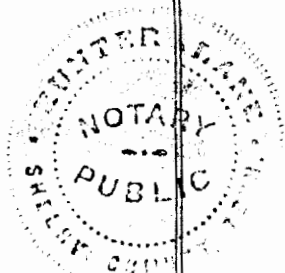
STATE OF TENNESSEE)
)
COUNTY OF SHELBY)

Personally appeared before me, a Notary Public in and for said County and State, the within named President and Secretary of BARROW-AGEE LABORATORIES OF MISSISSIPPI, INC., G. Worthen Agee and Edward R. Barrow, with whom I am personally acquainted, who made oath in due form of law that the statements contained in their foregoing certificate are true.

Witness my hand and official seal at office in Memphis, Tennessee this 21st day of January, 1954.

Paul Lane
Notary Public

My Commission expires:
My Commission Expires Sept. 25, 1956



AMENDMENT TO CHARTER OF INCORPORATION
OF
BARROW-AGEE LABORATORIES OF MISSISSIPPI, INC.

The Charter of Incorporation of Barrow-Agee Laboratories of Mississippi, Inc. is hereby amended by deletion of paragraphs numbered 4 and 5 and substitution therefor the following paragraphs, and by adding to Paragraph 7 the following, to-wit:

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

The corporation shall have a capital stock of Twenty-five Thousand (\$25,000.00) Dollars, composed of 250 shares of common stock with par value of One Hundred (\$100.00) Dollars each, of one class only, with no distinctions or preferences as between said shares."

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

The corporation shall have 250 shares of stock with a par value of One Hundred (\$100.00) Dollars each."

"7.

In addition to the foregoing rights and powers, the corporation is authorized to issue Twenty Thousand (\$20,000.00) Dollars in debentures due ten (10) years from date of issue in denominations of One Hundred (\$100.00) Dollars each and to bear interest at the rate of six (6%) per cent, with authority in the Board of Directors to issue and sell, or exchange as otherwise provided in charter as amended, all or any fractional part of the total of said debentures as in the judgment of the Directors the interests of the corporation require, and with further authority in the Board of Directors to

- 2 -

adopt forms for suitable debenture certificates to contain such terms, conditions, and other provisions as are customary and advisable according to the judgment of the Directors. Said debentures may be issued and exchanged for common stock at fair value in the judgment of the Directors, and in cases where Directors deem it desirable, but only with the specific unanimous consent of all stockholders and provided further that issue of debentures shall be limited to avoid any unlawful change in the capital structure of the corporation."

BARROW-AGEE LABORATORIES OF MISSISSIPPI, INC.:

By G. Worthen Agee
President

Attest:

E. R. Barrow
Secretary

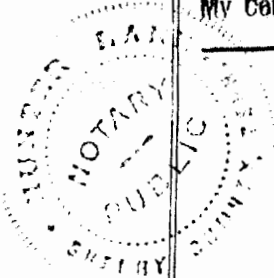
STATE OF TENNESSEE)
COUNTY OF SHELBY)

Personally appeared before me, a Notary Public in and for said County and State, the within named President and Secretary of Barrow-Agee Laboratories of Mississippi, Inc., G. Worthen Agee and Edward R. Barrow, with whom I am personally acquainted, who, being authorized so to do on behalf of said corporation, acknowledged that they executed the within application for an amendment to the Charter of Incorporation of said corporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Memphis, Tennessee this 21st day of January, 1954.

Frank Lee
Notary Public

My Commission expires:
My Commission Expires Sept. 25, 1956



Received at the office of the Secretary of State, this the 16th day of January

A. D., 1954, ^{and repaid 1/24/1954,} together with the sum of \$40⁰⁰ deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Walter L. Linder
SECRETARY OF STATE

Jackson, Miss.,

January 22nd, 1954

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.

The State of Mississippi

EXECUTIVE



OFFICE

JACKSON

The within and foregoing Charter of Incorporation of

BUSINESS BUILDERS 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-second day of

January 19 54



Receipt No. 10081 L

Hugh White
Governor

By the Governor

Hubert L. ...
Secretary of State

Recorded in the Secretary of State's Office this the twenty-third day of January, 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

BUSINESS BUILDERS CORPORATION

1. The corporate title of said company is BUSINESS BUILDERS CORPORATION
2. The names of the incorporators are:
- | | | |
|-------------------------|------------|------------------------------|
| <u>T. V. GARRAWAY</u> | Postoffice | <u>PRENTISS, MISSISSIPPI</u> |
| <u>JEWELL GARRAWAY</u> | Postoffice | <u>PRENTISS, MISSISSIPPI</u> |
| <u>R. G. LIVINGSTON</u> | Postoffice | <u>PRENTISS, MISSISSIPPI</u> |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |
| | Postoffice | |

3. The domicile is at Prentiss, Mississippi

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

The amount of total authorized capital stock shall be Five Thousand (\$5,000.00) Dollars, divided into fifty (50) shares of common stock of the par value of One Hundred (\$100.00) Dollars each.

5. Number of shares for each class and par value thereof: 50 shares common stock par value of \$100.00 per share
~~One-Hundred-Shares-of-Common-Stock-of-the-par-~~

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 manage, advertise, and distribute a Screen Game known as "Movie Sweepstakes" in theatres, clubs, hotels and other places of entertainment, and to own, manage, rent, and lease legal coin vending machines.

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 number of shares of common stock to be subscribed and paid before the corporation may begin business is ten (10) shares of common stock of the par value of \$100.00 per share, aggregating a total paid in capital stock of \$1,000.00.

W. Garraway
Jewell Garraway
P. H. Livingston

Incorporators.

ACKNOWLEDGMENT

STATE OF MISSISSIPPI

County of Jefferson Davis

This day personally appeared before me, the undersigned authority

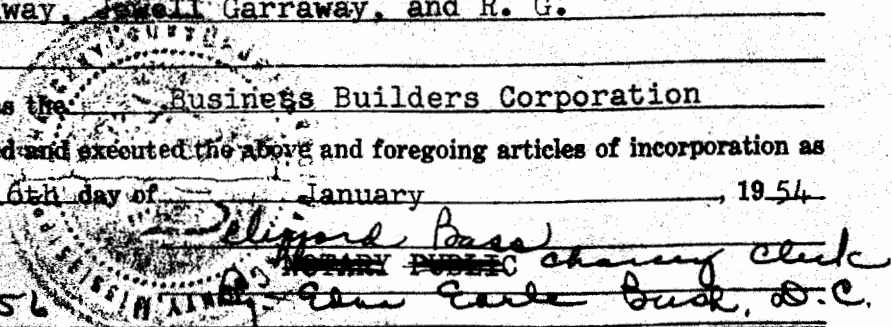
T. V. Garraway, Jewell Garraway, and R. G.

Livingston,

incorporators of the corporation known as the Business Builders 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 16th day of January, 1954

My Commission Expires: 1-1-56



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 January A. D., 1954, together with the sum of \$20.00 deposited to cover the recording fee, and referred to the Attorney General for his opinion.

Heber Ladner Secretary of State

Jackson, Miss., January 22nd 1954

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.